CORPORATE OFFICE PROPERTIES TRUST Form 8-K July 26, 2001

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) July 26, 2001

CORPORATE OFFICE PROPERTIES TRUST

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction of incorporation)

0-20047

(Commission File Number)

23-2947217

(IRS Employer Identification Number)

8815 Centre Park Drive, Suite 400 Columbia, Maryland 21045

(Address of principal executive offices)

(410) 730-9092

(Registrant's telephone number, including area code)

Item 7. Financial Statements and Exhibits

The information contained in the attached exhibit is unaudited and should be read in conjunction with the Registrant's annual and quarterly reports filed with the Securities and Exchange Commission.

Exhibit Number

Description

99.1 Supplemental information dated June 30, 2001 for Corporate Office Properties Trust.

Item 9. Regulation FD Disclosure

In connection with its release of earnings on July 25, 2001, the Registrant is making available certain additional information pertaining to its properties and operations as of and for the period ended June 30, 2001. This information is filed herewith as Exhibit 99.1 and is incorporated

herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: July 26, 2001

CORPORATE OFFICE PROPERTIES TRUST

By: /s/ RANDALL M. GRIFFIN

Name: Randall M. Griffin
Title: President and Chief Operating Officer

By: /s/ ROGER A. WAESCHE, JR.

Name: Roger A. Waesche, Jr.
Title: Chief Financial Officer

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Supplemental Information (Unaudited)

June 30, 2001

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To Members of the Investment Community:

We prepared this supplemental information package to provide you with additional detail on our properties and operations. The information in this package is unaudited, filed with the Securities and Exchange Commission and should be read in conjunction with our quarterly and annual reports. If you have any questions or comments, please contact Ms. Sara L. Grootwassink, Vice President, Finance and Investor Relations at (410) 992-7324 or sara.grootwassink@copt.com.

Reporting Period Highlights Second Quarter 2001

Financial Results

Reported FFO diluted of \$10,560,000 or \$.32 per share/unit for the second quarter of 2001 as compared to \$9,250,000 or \$.29 per share/unit for the comparable 2000 period, representing an increase of 10.3% per share/unit. FFO diluted increased \$1,310,000, or 14.2%, over the comparable 2000 period.

Reported AFFO diluted of \$8,591,000 or \$.26 per share/unit for the second quarter of 2001 as compared to \$7,634,000 or \$.24 per share/unit for the comparable 2000 period, representing an increase of 8.3% per share/unit.

For the six months ended June 30, 2001, reported FFO diluted of \$20,723,000 or \$.63 per share/unit as compared to \$18,150,000 or \$.56 per share/unit for the same six month period in 2000, representing an increase of 12.5% per share/unit. Similarly, reported AFFO diluted of \$16,948,000 or \$.51 per share/unit for the same six month period as compared to \$15,063,000 or \$.47 per share/unit, representing an increase of 8.5% per share/unit.

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Our diluted FFO payout ratio improved to 62.4% for the second quarter of 2001 as compared to 66.0% for the comparable 2000 period. For the six months ended June 30, 2001, the diluted FFO payout ratio was 63.4% as compared to 67.4% for the comparable period in 2000.

Financing and Capital Transactions

In April 2001, we issued 1,150,000 Series E cumulative redeemable preferred shares with a liquidation value of \$25.00 per share, raising \$28,750,000 in gross proceeds. These Series E preferred shares have a 10.25% coupon and can be redeemed at par at our option subsequent to July 15, 2006. Net proceeds were primarily used to pay down our Deutsche Bank revolving credit facility.

We closed on three permanent loans for \$73.8 million with a blended fixed interest rate of 7.13% and an average term of 7.4 years. The net proceeds were utilized to repay existing debt. Additionally, our \$50.0 million line of credit with Prudential Securities Corp. expired in June and we repaid the outstanding balance of \$29.1 million.

Our debt to market capitalization is 54.5% and our debt to undepreciated book value of real estate assets is 57.1% as of June 30, 2001. We achieved an EBITDA interest coverage ratio of 2.64x and an EBITDA fixed charge coverage ratio of 2.06x for this quarter.

Operations

We renewed 76.9% of our office leases (based upon square footage) with an average capital cost of \$5.58 per square foot during the 2ndquarter. We realized increases in base and total rents on a straight-line basis of 26.2% and 21.0%, respectively, as measured from the GAAP straight-line rent in effect preceding the renewal date. Base and total rent on a cash basis increased 21.0% and 16.6%, respectively, on this renewed and retenanted space.

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Overall occupancy was 96.9% as of June 30, 2001. Occupancy rates approximated 98.0% in the Baltimore/Washington Corridor, which represents 63.4% of our office square footage and 65.1% of our total office revenues for the 2nd quarter of 2001. We were 97.6% leased as of June 30, 2001.

Weighted average lease term of our office portfolio is 4.5 years as of June 30, 2001, with an average contractual rental rate (including tenant reimbursements for operating costs) of \$17.61 per square foot.

Acquisition / Disposition

On May 14, 2001, we acquired two operating properties totaling 110,675 square feet and a 30,855 square foot redevelopment property. The two operating properties are 100% leased, primarily to State Farm Mutual, General Physics Corp. and Arbitron. Our market concentration improves to over 30% in the Columbia Gateway Business Park through our portfolio of 8 operating properties comprising 557,000 square feet.

On June 18, 2001, we sold 19 Commerce, a 65,277 square foot building and development opportunity located in Cranbury, New Jersey, for \$11,525,000.

Development

In May 2001, we delivered a 43,785 square foot property located in Montpelier Research Park, Columbia, Maryland. This property is 100% leased to Johns Hopkins University and was developed through a joint venture arrangement in which we hold an 80% interest.

During June, we signed a ten-year lease for 29,741 square feet with Titan Systems Corporation in 201 NBP, currently under construction. This building is now 77.1% pre-leased.

Subsequent Events

On July 2, 2001 we paid \$6.9 million to acquire the remaining 60% interest in a joint venture which owned 5 properties totaling 314,594 square feet in the BWI Airport submarket. We now directly own these 5 properties.

Note: This supplemental information contains "forward looking" statements, as defined in the Private Securities Litigation Reform Act of 1995, that are based on the Company's current expectations, estimates and projections about future events and financial trends affecting the financial condition of the business. Statements that are not historical facts, including statements about the Company's beliefs and expectations, are forward-looking statements. These statements are not guarantees of future performance, events or results and involve potential risks and uncertainties. Accordingly, actual results may differ materially. The Company undertakes no obligations to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. For further information, please refer to the Company's filings with the Securities and Exchange Commission.

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Quarterly Selected Financial Summary Data

(Dollars in thousands)

	2001					2000				
		June 30	March 31		December 31		September 30			June 30
Total Revenues from Real Estate Operations	\$	28,711	\$	28,851	\$	27,609	\$	27,656	\$	26,417
Net Operating Income from Real Estate Operations		20,153		20,385		19,469		19,606		18,980
EBITDA		20,471		19,490		19,298		18,559		17,772
Net Income before Preferred Dividends		5,081		3,726		4,087		3,685		3,712
Preferred Dividends		(1,613)		(881)		(782)		(781)		(1,119)
Net Income Available to Common Shareholders	\$	3,468	\$	2,845	\$	3,305	\$	2,904	\$	2,593
Funds From Operations (FFO) Diluted	\$	10,560	\$	10,102	\$	9,804	\$	9,550	\$	9,250
FFO per diluted share	\$	0.32	\$	0.31	\$	0.31	\$	0.30	\$	0.29
Adjusted FFO Diluted(A)	\$	8,591	\$	8,296	\$	8,228	\$	6,691	\$	7,634
Adjusted FFO per diluted share Payout Ratios:	\$	0.26	\$	0.25	\$	0.26	\$	0.23	\$	0.24
.,										

_	2001			2000			
•							
FFO Diluted(B)		62.43%	64.87%	65.67%	67.42%	66.02%	
AFFO Diluted(C)	,	76.73%	78.99%	78.25%	87.68%	80.00%	
AFFO Diluteu(C)		10.13 //	18.99 //	18.23 /0	87.0870	80.00 /	
Total Dividends/Distributions	\$	8,069 \$	7,334 \$	7,220 \$	7,220 \$	6,888	

- (A)

 For the quarter ended September 30, 2000, the Series C convertible preferred units were anti-dilutive for AFFO calculations. Thus, in computing AFFO, the quarterly dividend of \$572 was included in the numerator and the related 2,421 of Series C convertible preferred units (as if already converted into common shares) were excluded from the denominator.
- (B)

 Computed by dividing total dividends/distributions (except for dividends on Series B and Series E Cumulative Redeemable Preferred Shares which are subtracted to calculate FFO) by FFO diluted.
- (C)

 Computed by dividing total dividends/distributions (except for dividends on Series B and Series E Cumulative Redeemable Preferred Shares which are subtracted to calculate AFFO) by AFFO diluted. In addition, for the quarter ended September 30, 2000, the quarterly Series C preferred unit dividend of \$572 was excluded from the numerator.

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Quarterly Consolidated Balance Sheets

(Dollars in thousands except per share data)

	20	01	2000			
	June 30	March 31	December 31	September 30	June 30	
Assets						
Investment in real estate:						
Land operational	\$ 142,461	\$ 140,620	\$ 140,018	\$ 136,723	\$ 141,646	
Land development	24,488	24,683	19,069	21,888	15,888	
Construction in progress	30,066	22,228	17,489	21,579	20,300	
Buildings and improvements	624,635	615,586	604,666	585,067	575,531	
Investment in and advances to real estate joint ventures	12,009	6,877	3,616	8,606		
Less: accumulated depreciation	(41,659)	(37,652)	(33,271)	(29,460)	(25,490)	
Net investment in real estate	792,000	772,342	751,587	744,403	727,875	
Cash and cash equivalents	2,962	3,806	4,981	3,259	630	
Restricted cash	9,633	4,468	2,703	2,007	2,903	
Accounts receivable, net	4,855	5,519	3,245	3,571	3,386	
Investment in and advances to other unconsolidated entities	2,041	2,159	6,124	4,074	4,095	
Deferred rent receivable	9,804	9,335	8,644	7,882	6,010	
Deferred charges, net	16,357	15,550	12,905	12,667	10,953	
Prepaid and other assets	9,383	6,726	4,501	6,836	4,197	
Furniture, fixtures and equipment, net of accumulated depreciation	1,772	1,807	147	166	185	

	_	2001		2000				
Total assets	\$	848,807 \$	821,712	\$	794,837	\$	784,865 \$	760,234
Liabilities and beneficiaries' equity Liabilities:								
Mortgage loans payable	\$	475,999 \$	478,913	\$	474,349	\$	465,696 \$	436,679
Accounts payable and accrued expenses	Ψ	13,361	10,889	Ψ	10,227	Ψ	6,435	11,245
Rents received in advance and security deposits		4,023	4,236		3,883		5,351	4,277
Dividends/distributions payable		7,918	7,203		7,090		7,090	6,757
Fair value of derivatives					7,090		7,090	0,737
Other liabilities		2,232 10,637	1,993 10,243					
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Total liabilities	_	514,170	513,477		495,549		484,572	458,958
Minority interests:								
Preferred Units in the Operating Partnership		24,367	24,367		24,367		24,367	24,367
Common Units in the Operating Partnership		78,900	80,467		81,069		81,402	78,720
Other consolidated partnership		224	166		124		115	109
Total minority interests		103,491	105,000		105,560		105,884	103,196
Commitments and contingencies								
Beneficiaries' equity:								
Preferred Shares (\$0.01 par value; 5,000,000 authorized);								
1,025,000 designated as Series A Convertible Preferred Shares								
of beneficial interest (1 share issued as of June 30, 2001) 1,725,000 designated as Series B Cumulative Redeemable								10
Preferred Shares of beneficial interest (1,250,000 shares issued as of June 30, 2001)		13	13		12		12	12
544,000 designated as Series D Cumulative Redeemable Preferred Shares of beneficial interest (544,000 shares issued		10	13		12		12	12
as of June 30, 2001)		5	5					
1,150,000 designated as Series E Cumulative Redeemable Preferred Shares of beneficial interest (1,150,000 shares issued								
as of June 30, 2001) Common Shares of beneficial interest (\$0.01 par value;		11						
45,000,000 authorized, 20,692,663 shares issued as of June 30,								
2001)		208	207		206		206	187
Treasury Shares, at cost (166,600 shares as of June 30, 2001)		(1,415)	(1,415))	(1,415)		(1,415)	(1,415)
Additional paid-in capital		249,617	221,682		209,388		209,384	211,978
Accumulated deficit Value of unearned restricted Common Share grants		(12,776) (3,042)	(12,222)		(11,064)		(10,379) (3,399)	(9,293) (3,399)
Accumulated comprehensive loss		(1,475)	(1,993)		(3,377)		(3,377)	(3,377)
Total beneficiaries' equity		231,146	203,235		193,728		194,409	198,080
Total beneficiaries' equity and minority interests		334,637	308,235		299,288		300,293	301,276
Total liabilities and beneficiaries' equity	\$	848,807 \$	821,712	\$	794,837	\$	784,865 \$	760,234
	_			_	•			

Note: Prior to January 1, 2001, other unconsolidated entities include Corporate Office Services, Inc. (COS); Corporate Office Management, Inc. (COMI); Corporate Development Services, LLC (CDS); MediTract, LLC; Corporate Management Services, LLC (CMS); Corporate Realty Management, LLC

(CRM); and Martin G. Knott and Associates, LLC (MGK). Subsequent to January 1, 2001, other unconsolidated entities consist solely of Meditract, LLC and Paragon Smart Technologies, LLC.

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Quarterly Consolidated Statements of Operations and Funds From Operations (FFO)

(Dollars and units in thousands)

	2001				2000					
	Jı	une 30	М	arch 31	Dec	ember 31	Septe	ember 30	J	une 30
Revenues								_	'	_
Rental revenue	\$	25,960	\$	25,619	\$	24,269	\$	23,980	\$	23,154
Tenant recoveries and other revenue		2,751		3,232		3,340		3,676		3,263
Total Revenues from Real Estate Operations		28,711		28,851		27,609		27,656		26,417
Expenses										
Property operating		3,492		3,448		3,220		3,596		3,049
Repairs and maintenance		3,595		3,518		3,491		3,018		3,065
Real estate taxes		1,471		1,500		1,429		1,436		1,323
Total Property Expenses from Real Estate Operations		8,558		8,466		8,140		8,050		7,437
Net Operating Income from Real Estate Operations		20,153		20,385		19,469		19,606		18,980
General and administrative		(1,329)		(1,446)		(1,040)		(1,319)		(1,160)
Equity in income of unconsol. real estate joint ventures		124		30						
Earnings from service companies		143		(329)						
Income from real estate services		1,380		850		1,067		383		
Equity in (loss) income of other unconsolidated entities						(198)		(111)		(48)
EBITDA		20,471		19,490		19,298		18,559		17,772
Interest expense		(7,762)		(8,194)		(8,266)		(7,850)		(7,404)
Series B & E Preferred Share dividends		(1,477)		(781)		(782)		(781)		(780)
Amortization of deferred financing costs		(546)		(383)		(416)		(349)		(311)
Income tax (expense) benefit		(44)		122						
Income on options assumed to be converted				(61)						
Depreciation on unconsolidated real estate entities		70		(4)		(4)		(3)		(3)
Minority interestholders' share of operations		(58)		4		(9)		(6)		(4)
Depreciation of corporate FF&E		(94)		(91)		(17)		(20)		(20)
Funds From Operations (FFO) Diluted		10,560		10,102		9,804		9,550		9,250
Depreciation and other amortization		(4,863)		(4,809)		(4,485)		(4,275)		(4,287)
Gain on property sales		416				50				57
Loss on early extinguishment of debt		(99)		(106)		(2)		(109)		(42)
Cumulative effect adjustment for accounting change				(263)						
Income on options assumed to be converted				61						
Depreciation on unconsolidated real estate entities		(70)		4		4		3		3
Minority interestholders' share of operations		58		(4)		9		6		4

	2001			2000					
Series B & E Preferred Share dividends		1,477		781	782		781		780
Income Before Minority Interests and Preferred Share dividends		7,479		5,766	6,162		5,956		5,765
Minority Interests:									
Preferred Units in Operating Partnership		(572)		(572)	(572)		(572)		(548)
Common Units in Operating Partnership		(1,768)		(1,472)	(1,494)		(1,693)		(1,501)
Other consolidated partnership		(58)		4	(9)		(6)		(4)
Preferred Share dividends		(1,613)		(881)	(782)		(781)		(1,119)
Net Income Available to Common Shareholders	\$	3,468	\$	2,845	\$ 3,305	\$	2,904	\$	2,593
Funds From Operations (FFO) Diluted	\$	10,560	\$	10,102	\$ 9,804	\$	9,550	\$	9,250
Preferred Units in Operating Partnership(1)							(572)		
Straight line rents		(816)		(690)	(800)		(1,872)		(693)
Non-incremental capital expenditures		(1,153)		(1,116)	(776)		(415)		(923)
Adjusted Funds from Operations Diluted	\$	8,591	\$	8,296	\$ 8,228	\$	6,691	\$	7,634
Preferred dividends/distributions(2)		2,185		1,453	1,353		1,353		1,668
Common dividends/distributions		5,884		5,881	5,867		5,867		5,220
Total Dividends/Distributions	\$	8,069	\$	7,334	\$ 7,220	\$	7,220	\$	6,888

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Quarterly Consolidated Statements of Operations and FFO per Diluted Share

(Shares in thousands)

	2001			2000			
	Ju	ne 30	March 31	December 31	September 30	June 30	
Revenues							
Rental revenue	\$	0.78	\$ 0.78	\$ 0.76	\$ 0.75 \$	0.71	
Tenant recoveries and other revenue		0.08	0.10	0.10	0.11	0.10	
Total Revenues from Real Estate Operations		0.86	0.88	0.86	0.86	0.82	

⁽¹⁾For the quarter ended September 30, 2000, the Series C convertible preferred units were anti-dilutive for AFFO calculations. Thus, in computing AFFO, the quarterly dividend of \$572 was included in the numerator and the related 2,421 of Series C convertible preferred units (as if already converted into common shares) were excluded from the denominator.

⁽²⁾ Includes Series B and E Cumulative Redeemable Preferred Share dividends deducted for FFO/AFFO computations.

		200	1	2000				
Expenses		0.10	0.10	0.10	,		0.00	
Property operating		0.10	0.10	0.10		0.11	0.09	
Repairs and maintenance		0.11	0.11	0.11		0.09	0.09	
Real estate taxes	_	0.04	0.05	0.04	(0.04	0.04	
Total Property Expenses from Real Estate Operations		0.26	0.26	0.25	(0.25	0.23	
Net Operating Income from Real Estate Operations		0.60	0.62	0.61	(0.61	0.59	
General and administrative		(0.04)	(0.04)	(0.03)) ((0.04)	(0.04)	
Equity in income of unconsol. real estate joint ventures		0.00	0.00					
Earnings from service companies		0.00	(0.01)					
Income from real estate services		0.04	0.03	0.03	(0.01		
Equity in (loss) income of other unconsolidated entities				(0.01)	((0.00)	(0.00)	
EBITDA		0.61	0.59	0.60).58	0.55	
Interest expense		(0.23)	(0.25)	(0.26)) ((0.25)	(0.23)	
Series B & E Preferred Share dividends		(0.04)	(0.02)	(0.02)	,	0.02)	(0.02)	
Amortization of deferred financing costs		(0.02)	(0.01)	(0.01)	,	0.01)	(0.01)	
Income tax (expense) benefit		(0.00)	0.00	(0.01)			(0.01)	
Income on options assumed to be converted		(0.00)	(0.00)					
Depreciation on unconsolidated real estate entities		0.00	(0.00)	(0.00)) ((0.00)	(0.00)	
Minority interestholders' share of operations		(0.00)	0.00	(0.00)	,	0.00)	(0.00)	
Depreciation of corporate FF&E		(0.00)	(0.00)	(0.00)	,	0.00)	(0.00)	
Funds From Operations (FFO) Diluted		0.32	0.31	0.31		0.30	0.29	
Democratical and other consistent on		(0.15)	(0.15)	(0.14)		12)	(0.12)	
Depreciation and other amortization		(0.15)	(0.15)	(0.14)) ((0.13)	(0.13)	
Gain on property sales		0.01	(0.00)	0.00	. ((2.00)	0.00	
Loss on early extinguishment of debt		(0.00)	(0.00)	(0.00)) ((0.00)	(0.00)	
Cumulative effect adjustment for accounting change			(0.01)					
Income on options assumed to be converted		(0.00)	0.00	0.00		2.00	0.00	
Depreciation on unconsolidated real estate entities		(0.00)	0.00	0.00		0.00	0.00	
Minority interestholders' share of operations		0.00	(0.00)	0.00		0.00	0.00	
Series B & E Preferred Share dividends	_	0.04	0.02	0.02	(0.02	0.02	
Income Before Minority Interests and Preferred Share dividends		0.22	0.18	0.19	(0.19	0.18	
Minority Interests:								
Preferred Units in Operating Partnership		(0.02)	(0.02)	(0.02)) ((0.02)	(0.02)	
Common Units in Operating Partnership		(0.05)	(0.04)	(0.05)) ((0.05)	(0.05)	
Other consolidated partnership		(0.00)	0.00	(0.00)) ((0.00)	(0.00)	
Preferred Share dividends		(0.05)	(0.03)	(0.02)) ((0.02)	(0.03)	
Net Income Available to Common Shareholders	\$	0.10 \$	0.09	\$ 0.10	\$	0.09 \$	0.08	
Funds From Operations (FFO) Diluted	\$	0.32 \$	0.31	\$ 0.31	\$	0.30 \$	0.29	
Preferred Units in Operating Partnership					((0.02)		
Straight line rents		(0.02)	(0.02)	(0.02)) ((0.06)	(0.02)	
Non-incremental capital expenditures		(0.03)	(0.03)	(0.02)) ((0.01)	(0.03)	

	2001					
Adjusted Funds from Operations Diluted	\$	0.26	\$ 0.25	\$ 0.26	\$ 0.23	\$ 0.24
For FFO Computations:						
Weighted Average Converted Preferred Shares/Units		3,618	3,299	2,421	2,421	4,642
Weighted Average Common Shares/Units Outstanding		29,746	29,643	29,611	29,561	27,750
Weighted Average Diluted Shares Outstanding		33,364	32,942	32,032	31,982	32,393
For AFFO Computations:						
Weighted Average Converted Preferred Shares/Units		3,618	3,299	2,421		4,642
Weighted Average Common Shares/Units Outstanding		29,746	29,643	29,611	29,561	27,750
Weighted Average Diluted Shares Outstanding		33,364	32,942	32,032	29,561	32,393
		6				

Quarterly Consolidated Statements of Operations and FFO as a Percentage of Total Revenues

	20	01			
	June 30	March 31	December 31	September 30	June 30
Revenues					
Rental revenue	90 %	89 %	88 %	87 %	88 %
Tenant recoveries and other revenue	10 %	11 %	12 %	13 %	12 %
Total Revenues from Real Estate Operations	100 %	100 %	100 %	100 %	100 %
Expenses					
Property operating	12 %	12 %	12 %	13 %	12 %
Repairs and maintenance	13 %	12 %	13 %	11 %	12 %
Real estate taxes	5 %	5 %	5 %	5 %	5 %
Total Property Expenses from Real Estate Operations	30 %	29 %	29 %	29 %	28 %
Net Operating Income from Real Estate Operations	70 %	71 %	71 %	71 %	72 %
General and administrative	(5)%	(5)%	(4)%	(5)%	(4)%
Equity in income of unconsol. real estate joint ventures	0 %	0 %	0 %	0 %	0 %
Earnings from service companies	0 %	(1)%	0 %	0 %	0 %
Income from real estate services	5 %	3 %	4 %	1 %	0 %
Equity in (loss) income of other unconsolidated entities	0 %	0 %	(1)%	(0)%	(0)%
EBITDA	71 %	68 %	70 %	67 %	67 %
Interest expense	(27)%	(28)%	(30)%	(28)%	(28)%
Series B & E Preferred Share dividends	(5)%	(3)%	(3)%	(3)%	(3)%
Amortization of deferred financing costs	(2)%	(1)%	(2)%	(1)%	(1)%
Income tax (expense) benefit	(0)%	0 %	0 %	0 %	0 %
Income on options assumed to be converted	0 %	(0)%	0 %	0 %	0 %
Depreciation on unconsolidated real estate entities	0 %	(0)%	(0)%	(0)%	(0)%

	2001		20	00	
Minority interestholders' share of operations	(0)%	0 %	(0)%	(0)%	(0)%
Depreciation of corporate FF&E	(0)%	(0)%	(0)%	(0)%	(0)%
Funds From Operations (FFO) Diluted	37 %	35 %	36 %	35 %	35 %
Depreciation and other amortization	(17)%	(17)%	(16)%	(15)%	(16)%
Gain on property sales	1 %	0 %	0 %	0 %	0 %
Loss on early extinguishment of debt	(0)%	(0)%	(0)%	(0)%	(0)%
Cumulative effect adjustment for accounting change	0 %	(1)%	0 %	0 %	0 %
Income on options assumed to be converted	0 %	0 %	0 %	0 %	0 %
Depreciation on unconsolidated real estate entities	(0)%	0 %	0 %	0 %	0 %
Minority interestholders' share of operations	0 %	(0)%	0 %	0 %	0 %
Series B & E Preferred Share dividends	5 %	3 %	3 %	3 %	3 %
Income Before Minority Interests and Preferred Share dividends	26 %	20 %	22 %	22 %	22 %
Minority Interests:					
Preferred Units in Operating Partnership	(2)%	(2)%	(2)%	(2)%	(2)%
Common Units in Operating Partnership	(6)%	(5)%	(5)%	(6)%	(6)%
Other consolidated partnership	(0)%	0 %	(0)%	(0)%	(0)%
Preferred Share dividends	(6)%	(3)%	(3)%	(3)%	(4)%
Net Income Available to Common Shareholders	12 %	10 %	12 %	11 %	10 %
Funds From Operations (FFO) Diluted	37 %	35 %	36 %	35 %	35 %
Preferred Units in Operating Partnership	0 %	0 %	0 %	(2)%	0 %
Straight line rents	(3)%	(2)%	(3)%	(7)%	(3)%
Non-incremental capital expenditures	(4)%	(4)%	(3)%	(2)%	(3)%

Quarterly Equity Analysis

(Amounts in thousands, except per share data, share prices and ratios)

	200	1				
	June 30	March 31	December 31	September 30	June 30	
Common Equity End of Quarter						
Common Shares(1)	20,526	20,429	20,409	20,407	18,544	
Common Units	9,307	9,388	9,388	9,388	9,388	
Total	29,833	29,817	29,797	29,795	27,932	

		20	01					2000		
Convertible Preferred Equity End of Quarter										
Convertible Series A Preferred Shares Outstanding(2)		0		0		0		0		984
Conversion Ratio		1.8748		1.8748		1.8748		1.8748		1.8748
Common Shares Issued Assuming Conversion		0		0		0		0		1,845
Preferred Share Liquidation Preference	\$	25.00	\$	25.00	\$	25.00	\$	25.00	\$	25.00
Convertible Series D Preferred Shares Outstanding(3)		544		544		n/a		n/a		n/a
Conversion Ratio		2.2000		2.2000		n/a		n/a		n/a
Common Shares Issued Assuming Conversion		1,197		1,197		n/a		n/a		n/a
Preferred Share Liquidation Preference	\$	25.00	\$	25.00		n/a		n/a		n/a
Convertible Series C Preferred Units Outstanding(4)		1,017		1,017		1,017		1,017		975
Conversion Ratio		2.3810		2.3810		2.3810		2.3810		2.3810
Common Units Issued Assuming Conversion		2,421		2,421		2,421		2,421		2,321
Preferred Share Liquidation Preference	\$	25.00	\$	25.00	\$	25.00	\$	25.00	\$	25.00
Perpetual Preferred Equity End of Quarter		4.050		1.050		4.050		4.050		4.070
Redeemable Series B Shares Outstanding	ф	1,250	ф	1,250	ф	1,250	ф	1,250	ф	1,250
Preferred Share Liquidation Preference	\$	25.00	\$	25.00	\$	25.00	\$	25.00	\$	25.00
Redeemable Series E Shares Outstanding(5)		1,150		n/a		n/a		n/a		n/a
Preferred Share Liquidation Preference	\$	25.00		n/a		n/a		n/a		n/a
Veighted Average Shares:										
Weighted Average Common Shares Outstanding		20,077		19,982		19,947		19,934		18,014
Weighted Average Preferred Shares Outstanding		4.405		050						4.045
Assuming Conversion		1,197		878		25.6		220		1,845
Weighted Average Dilutive Options		334		273		276		239		180
Weighted Average Dilutive Warrants(4)		0.225		0.200		0.200		0.200		476
Weighted Average Common Units Weighted Average Preferred Units Assuming		9,335		9,388		9,388		9,388		9,556
Conversion		2,421		2,421		2,421		2,421		2,321
Weighted Avg. Shares/Units Outstanding Assuming										
Conversion of Preferred Shares/Units		33,364		32,942		32,032		31,982		32,393
	_						_		_	
Common Shares Trading Volume										
Average Daily Volume (Shares)	_	24	_	21	_	13	_	20	_	22
Average Daily Volume (Dollars in thousands)	\$	237.66	\$	198.00	\$	122.20	\$	188.38	\$	187.74
As a Percentage of Common Shares		0.1%	7	0.1%	o .	0.1%	7	0.1%	9	0.1
Common Share Price Range										
Quarterly High	\$	10.60	\$	9.98	\$	10.00	\$	10.13	\$	9.25
Quarterly Low	\$	9.36	\$	9.03	\$	8.94	\$	8.75	\$	8.00
Quarterly Average	\$	10.10	\$	9.59	\$	9.63	\$	9.39	\$	8.72
End of Quarter	\$	10.00	\$	9.51	\$	9.94	\$	9.94	\$	9.19
Santastanatan										
Capitalization Liquidation Value of Preferred Shares/Units	\$	99,017	\$	70,267	\$	56,667	\$	56,667	\$	80,224
Market Value of Common Shares/Units	Ψ	298,330	Ψ	283,560	Ψ	296,106	Ψ	296,088	Ψ	256,625
	_		_		_					
Total Equity Market Capitalization	\$	397,347	\$	353,826	\$	352,773	\$	352,754	\$	336,850

	2001					2000				
Total Debt	\$	475,999	\$	478,913	\$	474,349	\$	465,696	\$	436,679
Total Market Capitalization	\$	873,346	\$	832,739	\$	827,122	\$	818,450	\$	773,529
Debt to Total Market Capitalization		54.5%	ó	57.5%	,	57.3%		56.9%		56.5%
Debt to Undepreciated Book Value of Real Estate Assets		57.1%	ó	59.1%	,	60.4%		60.0%		58.0%

- (1) Net of 166,600 treasury shares as of June 30, 2001.
- (2) On September 28, 2000, all Convertible Series A preferred shares except for 1 share were converted into common shares.
- (3) We issued 544,000 Convertible Series D preferred shares on January 25, 2001.
- (4) Eliminated a warrant to acquire a maximum of 476,200 common units in exchange for the issuance of 42,000 Series C convertible preferred units in July 2000.
- (5) We issued 1,150,000 Cumulative Redeemable Series E preferred shares on April 6, 2001.

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Quarterly Valuation Analysis

(Dollars in thousands except per share data and ratios)

	2001	[2000					
	June 30	March 31	December 31	September 30	June 30			
PRICING MULTIPLES								
NOI Multiple								
(Market value of Common Equity + Avg. Preferred	10.82x	10.17x	10.54x	10.25x	10.10x			
Share/Units+ Avg. Total Debt) / Ann. NOI	10.82X	10.17X	10.34x	10.23X	10.10X			
EBITDA Multiple								
(Market value of Common Equity + Avg. Preferred								
Share/Units + Avg. Total Debt) / Ann. EBITDA	10.66x	10.64x	10.63x	10.83x	10.79x			
FFO Multiple								
(Quarter End Common Share Price / Ann. FFO diluted)	7.90x	7.75x	8.12x	8.32x	8.04x			
AFFO Multiple								
(Quarter End Common Share Price / Ann. AFFO diluted)	9.71x	9.44x	9.67x	10.98x	9.75x			
NOI Yield								
(Ann. NOI / (Market value of Common Equity + Avg.								
Preferred Share/Units + Avg. Debt))	9.24%	9.83%	9.49%	9.76%	9.90%			
EDITED A W. III	0.200	0.406	0.416	0.249	0.070			
EBITDA Yield (Ann. EBITDA / (Market value of Common Equity + Avg.	9.38%	9.40%	9.41%	9.24%	9.27%			
(Timi. EDITETT (Market Value of Common Equity 1 Avg.								

2001

2000

Preferred Share/Units + Avg. Debt))					
FFO Yield					
(Ann. FFO / Quarter End Common Share Price)	12.66%	12.90%	12.32%	12.02%	12.43%
AFFO Yield	10.200	10.500	10.2467	0.1167	10.260
(Ann. AFFO / Quarter End Common Share Price)	10.30%	10.59%	10.34%	9.11%	10.26%
Total Market Capitalization Per Square Foot					
((Market Value of Common Stock + Preferred Share/Units					
+ Total Debt) / GLA)(1)	\$ 129.22 \$	124.70 \$	127.79 \$	128.86 \$	121.76
RETURNS					
TETOK 10					
Yield on Real Estate Owned NOI					
(Ann. NOI / Avg. Adjusted Gross Real Estate	10.540/	10.950/	10.5907	10.9607	10.960
Investment)(2)	10.54%	10.85%	10.58%	10.86%	10.86%
Yield on Real Estate Owned EBITDA					
(Ann. EBITDA / Avg. Adjusted Gross Real Estate					
Investment)(2)	10.71%	10.37%	10.49%	10.28%	10.17%
Return on Book Value of Average					
Equity & Minority Interest					
(Ann. EBTDA / Avg. Equity & Minority Interest)	15.82%	14.87%	14.72%	14.24%	13.69%

⁽¹⁾ Excludes square footage of assets under development, under construction or held in a joint venture.

(2) Excludes land-development, construction in progress and investment in development real estate joint ventures as these assets are not yet income generating.

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Quarterly Debt Analysis

(Dollars in thousands)

		20		2000								
		June 30		June 30		March 31		December 31		September 30		June 30
Debt Outstanding												
Mortgage Loans	\$	409,670	\$	356,872	\$	329,955	\$	338,063	\$	313,325		
Construction Loans		13,099		18,950		33,058		25,586		38,669		
Revolving Credit Facility				29,091		29,091		4,761				
Secured Revolving Credit Facility		53,230		74,000		82,245		97,285		84,685		
	_											
	\$	475,999	\$	478,913	\$	474,349	\$	465,695	\$	436,679		
	_						_					

	2001					2000						
Avenues Outstanding Polones												
Average Outstanding Balance	¢	277 222	¢	244 022	¢	225 071	¢	210 745	¢	219 240		
Mortgage Loans	\$	377,222	\$	344,023	\$	325,971	\$,	\$	318,249		
Construction Loans		10,436		26,967		28,277		37,700		34,145		
Revolving Credit Facility		28,445		29,091		22,545		2,381		77.704		
Secured Revolving Credit Facility		59,123		75,507		90,910		91,239		77,794		
	\$	475,226	\$	475,588	\$	467,703	\$	451,065	\$	430,188		
Interest Rate Structure												
Fixed	\$	305,431	\$	240,501	\$	201,715	\$	305,614	\$	277,575		
Variable				13,412		147,634		60,081		109,104		
Variable Subject to Interest Rate Protection(1 4)		170,568		225,000		125,000		100,000		50,000		
	\$	475,999	\$	478,913	\$	474,349	\$	465,695	\$	436,679		
% of Fixed Rate Loans(A)		64.17%		50.22%	,	42.52%	,	65.63%		63.56%		
% of Variable Rate Loans		35.83%		49.78%	0	57.48%) 	34.37%		36.44%		
		100.00%		100.00%	, 	100.00%	, 	100.00%		100.00%		
(A) Excludes interest rate protection agreements.								_				
Average Interests Rates												
Mortgage & Construction Loans		7.31%		7.44%	,	7.84%	,	7.62%		7.52%		
Revolving Credit Facility		6.71%		7.31%	ó	8.17%	,	8.12%		n/a		
Secured Revolving Credit Facility		6.93%		7.85%	'n	8.38%	,	8.33%		8.11%		
Total Weighted Average		7.22%		7.50%	, 0	7.96%	, 0	7.64%		7.58%		
Debt Ratios												
Debt to Total Market Capitalization		54.5%		57.5%	'n	57.3%	,	56.9%		56.5%		
Debt to Undepreciated Book Value of Real Estate Assets		57.1%		59.1%	'n	60.4%	,	60.0%		58.0%		
Coverage Ratios (excluding capitalized												
Interest Coverage NOI		2 (0		2.40		2.26		2.50		2.56		
(NOI / Interest) Interest Coverage EBITDA		2.60x		2.49x		2.36x		2.50x		2.56x		
(EBITDA / Interest)		2.64x		2.38x		2.33x		2.36x		2.40x		
Interest Coverage EBITDA YTD (EBITDA / Interest Year-to-date)		2.50x		2.38x		2.38x		2.40x		2.42x		
Debt Service Coverage NOI		2.30X		2.30X		2.301		2.401		<i>Δ.</i> π <i>Δ</i> λ		
(NOI / (Interest + Principal Amortization)) Debt Service Coverage EBITDA		2.28x		2.23x		2.09x		2.23x		2.32x		
(EBITDA / (Interest + Principal Amortization))		2.32x		2.13x		2.07x		2.11x		2.17x		
Fixed Charge Coverage NOI (NOI / (Interest + Preferred Distribution))		2.03x		2.11x		2.02x		2.13x		2.09x		
Fixed Charge Coverage EBITDA (EBITDA / (Interest + Preferred Distribution))		2.06x		2.02x		2.01x		2.02x		1.96x		

- (1) We purchased a \$50 million 2-year cap on LIBOR at a rate of 7.7% which expires May 31, 2002.
- (2) We purchased a \$50 million 1-year cap on LIBOR at a rate of 7.0% which expires October 13, 2001.
- (3) We purchased a \$25 million 1-year cap on LIBOR at a rate of 7.0% which expires October 13, 2001.
- (4) We executed a \$100 million notional amount swap exchanging 30-day floating LIBOR for LIBOR of 5.76% over a two-year period which expires January 2, 2003.

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Quarterly Operating Ratios

(Dollars in thousands except per share data and ratios)

	2001					2000				
	June	30	Marc	ch 31		December 31	September 3	30	June 30	
OPERATING RATIOS										
NOI as a % of Real Estate Revenues										
(NOI / (Rental Revenue + Oper. Expense Reimb.))	7	70.19%		70.66%	6	70.52%	70	.89%	71.85%	
EBITDA as a % of Real Estate Revenues										
(EBITDA / (Rental Revenue + Oper. Expense Reimb.))	7	71.30%		67.55%	6	69.90%	67	.11%	67.27%	
G&A as a % of Real Estate Revenues										
(G&A / (Rental Revenue + Oper. Expense Reimb.))		4.63%		5.01%	6	3.77%	4	.77%	4.39%	
G&A as a % of EBITDA										
(G&A / EBITDA)		6.49%		7.42%	6	5.39%	7	.11%	6.53%	
Quarter end occupancy for operating portfolio	g	96.92%		96.95%	6	97.03%	97	.33%	96.66%	
Quarter end % leased for operating portfolio	9	97.60%		98.39%	6	98.17%	98	.30%	98.40%	
Non-Incremental Capital Expenditures Non-Incremental Capital Expenditures per average square	\$ 1	1,153	\$	1,116	\$	776	\$ 4	15 \$	923	
feet	\$	0.36	\$	0.34	\$	0.12	\$ 0	.07 \$	0.15	
1 1 1		0.03	\$	0.03	\$.01 \$		
Non-Incremental Capital Expenditures as a % of NOI		5.72% 11		5.47%	6	3.99%	2	.12%	4.86%	

Quarterly Dividend Analysis

		2001	[2000						
		June 30	March 31	December 31	Sep	ptember 30	June 30			
Common Share Dividends			_							
Dividends per share/unit	\$	0.20	\$ 0.20	\$ 0.2	0 \$	0.20	\$ 0.19			
Increase over prior quarter		0.0%	0.0%	0.	0%	5.3%	0.0%			
Increase over prior year		5.3%	5.3%	5.	3%	5.3%	5.6%			
Common Dividend Payout Ratios										
Payout FFO Diluted										
((Dividend + Distributions)/FFO)		62.4%	64.9%	65.	7%	67.4%	66.0%			
Payout AFFO Diluted (Dividend /FAD)		76.7%	79.0%	78.	3%	87.7%	80.0%			
Dividend Coverage FFO Diluted										
(FFO /dividends)		1.60x	1.54x	1.52	X	1.48x	1.51x			
Dividend Coverage AFFO Diluted (AFFO /dividends)		1.30x	1.27x	1.28	X	1.14x	1.25x			
Common Dividend Yields		0.000	0.410	0.0	5.01	0.050	0.070			
Dividend Yield		8.00%	8.41%	8.0	3%	8.05%	8.27%			
Series C Preferred Unit Distributions										
Preferred Unit Distributions Per Share	\$	0.5625	0.5625	\$ 0.562	5 \$	0.5625	\$ 0.5625			
Preferred Unit Distributions Yield		9.00%	9.00%	9.0	0%	9.00%	9.00%			
Quarter End Liquidation Preference	\$	25.00	\$ 25.00	\$ 25.0	0 \$	25.00	\$ 25.00			
Series A Preferred Share Dividends										
Preferred Share Dividends Per Share	\$	0.34375	0.34375	\$ 0.3437	5 \$	0.34375	\$ 0.34375			
Preferred Share Dividend Yield		5.50%	5.50%	5.5	0%	5.50%	5.50%			
Quarter End Liquidation Preference	\$	25.00	\$ 25.00	\$ 25.0	0 \$	25.00	\$ 25.00			
Series B Preferred Share Dividends										
Preferred Share Dividends Per Share	\$	0.6250	0.6250	\$ 0.625	0 \$	0.6250	\$ 0.6250			
Preferred Share Dividend Yield		10.00%	10.00%	10.0	0%	10.00%	10.00%			
Quarter End Liquidation Preference	\$	25.00	\$ 25.00	\$ 25.0	0 \$	25.00	\$ 25.00			
Series D Preferred Share Dividends(1)										
Preferred Share Dividends Per Share	\$	0.2500	\$ 0.2500	n/	a	n/a	n/a			
Preferred Share Dividend Yield		4.00%	4.00%	n/	a	n/a	n/a			
Quarter End Liquidation Preference	\$	25.00	\$ 25.00	n/	a	n/a	n/a			
Series E Preferred Share Dividends(2)										
Preferred Share Dividends Per Share	\$	0.6406	n/a	n/	a	n/a	n/a			
Preferred Share Dividend Yield		10.25%	n/a	n/	a	n/a	n/a			
Quarter End Liquidation Preference	\$	25.00	n/a	n/	a	n/a	n/a			
1	·									

⁽¹⁾ We issued 544,000 of Series D Convertible Preferred Shares on January 25, 2001. Dividend was prorated based upon the number of days outstanding from date of issuance through quarter end. Prorated dividend was \$.1833 per share.

(2)

We issued 1,150,000 of Series E Cumulative Redeemable Preferred Shares on April 6, 2001. Dividend was prorated based upon the number of days outstanding from date of issuance through quarter end. Prorated dividend was \$.6050 per share.

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Investor Composition and Analyst Coverage (as of June 30, 2001)

SHAREHOLDER CLASSIFICATION	Common Shares	Common Units	As if Converted Preferred Shares / Units	Total	Fully Diluted Ownership % of Total
Constellation Real Estate, Inc.	8,876,171		2	8,876,173	26.54%
Insiders	1,123,628	7,837,937		8,961,565	26.79%
Institutional Ownership	3,456,876			3,456,876	10.33%
Other / Retail	7,069,388	1,469,080	3,617,472	12,155,940	36.34%
	20,526,063	9,307,017	3,617,474	33,450,554	100.00%

RESEARCH COVERAGE	June 30, 2001	March 31, 2001	December 31, 2000	September 30, 2000	June 30, 2000
A. G. Edwards	X	Х	X	X	
Credit Suisse First Boston	X	Х	Х	X	х
Deutsche Banc Alex. Brown	X	X	Х		
Ferris, Baker Watts, Incorporated	X	X			
Janney Montgomery Scott	X	X	X	X	X
Johnston, Lemon					х
Legg Mason Wood Walker, Inc.	X	X	X	X	X
McDonald Investments	X	X	Х	X	х
Prudential Securities Incorporated				X	X
Tucker Anthony Cleary Gull					х

Source: Institutional ownership was obtained from filed Forms 13(f) as of March 31, 2001 per Vickers Stock Research Corporation.

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Debt Maturity Schedule June 30, 2001 (Dollars in thousands)

	Mortgages Construction Loans(1)						
Year of Maturity	Monthly Amortization	Due on Maturity	Monthly Amortization	Due on Maturity(2)	Term Credit Facility(3)	\$125,000 Secured Revolving Credit Facility	Total Scheduled Payments
2001	2,519			2,000			4,519
2002	5,530		158		90,954		96,642
2003	5,676	12,719	181	5,780			24,356
2004	5,800	25,762		4,980		53,230	89,772
2005	5,848	16,368					22,216
2006	5,661	59,975					65,636
2007	4,669	6,142					10,811
2008	3,062	142,879					145,941
2009	273	15,833					16,106

Mortgages			Construction Loans(1)							
\$ 39,038	\$	279,678	\$	339	\$	12,760	\$	90,954	\$ 53,230	\$ 475,999

Notes:

- (1) The construction loan balances as of June 30 represent the outstanding balances as of that date.
- We have the right to extend construction loans of \$6,018 and \$5,081, for a one-year period subject to certain conditions, upon maturity in 2002 and 2003, respectively. The above table reflects the maturities in 2003 and 2004, respectively, as if the loans had been extended.
- (3)

 The Term Credit Facility was extended through October 13, 2001. We have the right to extend for another one-year period, subject to certain conditions. This loan has been presented as maturing in October 2002 in the above table.

We have obtained interest rate protection agreements as follows:

- \$50 million cap on thirty-day LIBOR at 7.7% expiring in May 2002.
- \$50 million cap on thirty-day LIBOR at 7.0% expiring in October 2001.
- \$25 million cap on thirty-day LIBOR at 7.0% expiring in October 2001.
- \$100 million notional amount swap of thirty-day LIBOR at 5.76% expiring in January 2003.

14

Property Summary by Region June 30, 2001

	Operating Property Count	Owned or Joint Venture (JV)	Submarket	State	Year Built or Renovated	Single Story (S) or Multi-story (M)	Rentable Square Feet	Anticipated Rentable Square Feet Development
Office								
Properties								
Baltimore								
/Washington Corridor								
131 National								
Business								
Parkway	1	Owned	BWI Airport	MD	1990	M	68,906	
132 National								
Business								
Parkway	2	Owned	BWI Airport	MD	2000	M	117,568	
133 National								
Business								
Parkway	3	Owned	BWI Airport	MD	1997	M	88,666	
134 National								
Business	4	01	DWI Atom and	MD	1000	М	02.492	
Parkway 135 National	4	Owned	BWI Airport	MD	1999	M	93,482	
Business								
Parkway	5	Owned	BWI Airport	MD	1998	M	86,863	
141 National	3	Owned	DWI Alipoit	MD	1990	IVI	80,803	
Business								
Parkway	6	Owned	BWI Airport	MD	1990	M	86,964	

	Operating Property Count	Owned or Joint Venture (JV)	Submarket	State	Year Built or Renovated	Single Story (S) or Multi-story (M)	Rentable Square Feet	Anticipated Rentable Square Feet Development
2721 Phoenix								
Road (221	_				•		445.000	
NBP) 2701 Phoenix	7	Owned	BWI Airport	MD	2000	M	117,890	
Road (201								
NBP)		JV	BWI Airport	MD		M		118,000
2711 Phoenix Road (211								
NBP)		JV	BWI Airport	MD		M		150,000
1099	8	Owned	BWI Airport	MD	1988	M	70,938	
Winterson Road								
1190	9	Owned	BWI Airport	MD	1987	M	68,567	
Winterson			•					
Road 1199	10	Owned	DWI Aimmont	MD	1988	M	06 626	
Winterson	10	Owned	BWI Airport	MD	1988	M	96,636	
Road								
1201	11	Owned	BWI Airport	MD	1985	M	67,903	
Winterson Road								
1331 Ashton	12	Owned	BWI Airport	MD	1989	S	29,936	
Road	10	0 1	DWW 4.1	1.00	1000	~	25.55	
1334 Ashton Road	13	Owned	BWI Airport	MD	1989	S	37,565	
1340 Ashton	14	Owned	BWI Airport	MD	1989	S	46,400	
Road								
1341 Ashton Road	15	Owned	BWI Airport	MD	1989	S	15,841	
1343 Ashton	16	Owned	BWI Airport	MD	1989	S	9,962	
Road			•					
1344 Ashton Road	17	Owned	BWI Airport	MD	1989	M	16,865	
1350 Dorsey	18	Owned	BWI Airport	MD	1989	S	19,992	
Road			-					
2730 Hercules Road	19	Owned	BWI Airport	MD	1990	M	240,336	
7240 Parkway	20	Owned	BWI Airport	MD	1985	M	73,500	
Drive			-					
7318 Parkway Drive	21	Owned	BWI Airport	MD	1984	S	59,204	
7321 Parkway	22	Owned	BWI Airport	MD	1984	S	39,822	
Drive			-					
7467 Ridge	23	Owned	BWI Airport	MD	1990	M	73,756	
Road 800	24	Owned	BWI Airport	MD	1988	S	50,979	
International							24,513	
Drive	25	0 1	DIM A.	MD	1000	3.6	(0.10)	
849 International	25	Owned	BWI Airport	MD	1988	M	68,186	
Drive								
881 Elkridge	24		D		1006		50.550	
Landing Road 891 Elkridge	26	Owned	BWI Airport	MD	1986	M	73,572	
Landing Road	27	JV	BWI Airport	MD	2001	M	56,489	
900 Elkridge								
Landing Road 900	28 29	Owned Owned	BWI Airport BWI Airport	MD MD	1982 1986	M S	97,139 57,140	
International	29	Owneu	D W1 Allport	WID	1700	S	37,140	
Drive								
901 Elkridge	30	JV	RWI Airport	MD	2001	M	56,847	
Landing Road 911 Elkridge	30	JV	BWI Airport	MD	2001	IVI	30,847	
Landing Road	31	Owned	BWI Airport	MD	1985	M	68,296	

	Operating Property Count	Owned or Joint Venture (JV)	Submarket	State	Year Built or Renovated	Single Story (S) or Multi-story (M)	Rentable Square Feet	Anticipated Rentable Square Feet Development
920 Elkridge								_
Landing Road	32	JV	BWI Airport	MD	2001	M	96,566	
921 Elkridge			D		1002		54055	
Landing Road 930	33 34	Owned	BWI Airport	MD	1983 1986	M S	54,057 57,140	
International	34	Owned	BWI Airport	MD	1980	3	37,140	
Drive								
938 Elkridge								
Landing Road	35	JV	BWI Airport	MD	2001	M	52,988	
939 Elkridge	26	Orrmod	DWI Aimout	MD	1983	M	53,031	
Landing Road 940 Elkridge	36	Owned	BWI Airport	MD	1965	IVI	33,031	
Landing Road	37	JV	BWI Airport	MD	2001	M	51,704	
999 Corporate			1				,	
Boulevard	38	Owned	BWI Airport	MD	2000	M	67,351	
1302	39	Owned	BWI Airport	MD	1996	M	84,607	
Concourse Drive								
1304		Owned	BWI Airport	MD		M		100,000
Concourse			1,111					
Drive								
1306	40	Owned	BWI Airport	MD	1990	M	114,046	
Concourse Drive								
1615 and 1629								
Thames Street	41	Owned	Baltimore City	MD	1989	M	103,683	
9690 Deereco	42	Owned	North Baltimore	MD	1988	M	133,737	
Road			County					
375 West	43	Owned	North Baltimore	MD	1986	M	100,804	
Padonia Road 9140 Route	44	Owned	County Howard County	MD	1974/1985	S	150,000	
108	77	O WIICU	Perimeter Perimeter	MD	17, 11,100	5	150,000	
					15			
6700 Alexander	4	5 Owned	Howard County	MD		M	75.635	
	4	5 Owned	Howard County Perimeter	MD	1988	M	75,635	
Bell Drive 6708 Alexander			Perimeter Howard County	MD MD		M M	75,635 35,040	
Bell Drive 6708 Alexander Bell Drive	4	6 Owned	Perimeter Howard County Perimeter	MD	1988 1988	M	35,040	
Bell Drive 6708 Alexander Bell Drive 6716 Alexander	4	6 Owned	Perimeter Howard County Perimeter Howard County		1988			
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive	4	6 Owned 7 Owned	Perimeter Howard County Perimeter Howard County Perimeter	MD MD	1988 1988	M	35,040	
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander	4	6 Owned	Perimeter Howard County Perimeter Howard County Perimeter	MD	1988 1988	M	35,040	
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander	4	6 Owned 7 Owned Owned	Perimeter Howard County Perimeter Howard County Perimeter Howard County Perimeter Howard County	MD MD	1988 1988	M	35,040	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive	4	6 Owned 7 Owned Owned 8 Owned	Perimeter Howard County Perimeter	MD MD MD MD	1988 1988 1990	M M M	35,040 52,002 61,878	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander	4	6 Owned 7 Owned Owned 8 Owned	Perimeter Howard County	MD MD	1988 1988 1990	M M	35,040 52,002	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive	4 4	6 Owned 7 Owned Owned 8 Owned 9 Owned	Perimeter Howard County Perimeter	MD MD MD MD	1988 1988 1990 1992 2001	M M M	35,040 52,002 61,878 78,460	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander	4 4	6 Owned 7 Owned Owned 8 Owned	Perimeter Howard County Perimeter	MD MD MD MD	1988 1988 1990	M M M	35,040 52,002 61,878	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia	4 4 5	6 Owned 7 Owned Owned 8 Owned 9 Owned	Perimeter Howard County	MD MD MD MD	1988 1988 1990 1992 2001	M M M	35,040 52,002 61,878 78,460	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive	4 4 4 5 5	6 Owned 7 Owned Owned 8 Owned 9 Owned 0 Owned 1 Owned	Perimeter Howard County Perimeter	MD MD MD MD MD MD MD	1988 1988 1990 1992 2001 1991 1999	M M M M M	35,040 52,002 61,878 78,460 37,248 108,737	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive 6950 Columbia	4 4 5	6 Owned 7 Owned Owned 8 Owned 9 Owned 0 Owned 1 Owned	Perimeter Howard County	MD MD MD MD MD	1988 1988 1990 1992 2001 1991	M M M M	35,040 52,002 61,878 78,460 37,248	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive 6950 Columbia Gateway Drive	4 4 4 5 5	6 Owned 7 Owned 8 Owned 9 Owned 1 Owned 2 Owned	Perimeter Howard County Perimeter	MD MD MD MD MD MD MD MD	1988 1988 1990 1992 2001 1991 1999	M M M M M	35,040 52,002 61,878 78,460 37,248 108,737	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive 6950 Columbia Gateway Drive 6731 Columbia	4 4 4 5 5	6 Owned 7 Owned Owned 8 Owned 9 Owned 0 Owned 1 Owned	Perimeter Howard County Perimeter	MD MD MD MD MD MD MD	1988 1988 1990 1992 2001 1991 1999	M M M M M	35,040 52,002 61,878 78,460 37,248 108,737	30,855
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive 6751 Columbia Gateway Drive 6731 Columbia Gateway Drive 6731 Columbia	4 4 4 5 5 5	6 Owned 7 Owned Owned 8 Owned 9 Owned 1 Owned 2 Owned Owned	Perimeter Howard County	MD MD MD MD MD MD MD MD	1988 1988 1990 1992 2001 1991 1999	M M M M M	35,040 52,002 61,878 78,460 37,248 108,737	30,855 122,889
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive 6751 Columbia Gateway Drive 6731 Columbia Gateway Drive Montpelier Research Phase I	4 4 4 5 5 5	6 Owned 7 Owned Owned 8 Owned 9 Owned 1 Owned 2 Owned Owned 3 JV	Perimeter Howard County Perimeter	MD	1988 1988 1990 1992 2001 1991 1999 1998	M M M M M M M M S	35,040 52,002 61,878 78,460 37,248 108,737 107,778	30,855 122,889
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive 6751 Columbia Gateway Drive 6731 Columbia Gateway Drive Montpelier Research Phase I Robert Fulton	4 4 4 5 5 5	6 Owned 7 Owned Owned 8 Owned 9 Owned 1 Owned 2 Owned Owned	Perimeter Howard County	MD	1988 1988 1990 1992 2001 1991 1999 1998	M M M M M M M M M	35,040 52,002 61,878 78,460 37,248 108,737 107,778	30,855 122,889
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive 6751 Columbia Gateway Drive 6731 Columbia Gateway Drive Montpelier Research Phase I Robert Fulton Drive Phase I	4 4 4 5 5 5 5 5 5 1	6 Owned 7 Owned Owned 8 Owned 9 Owned 1 Owned 2 Owned Owned 3 JV JV	Perimeter Howard County Perimeter	MD M	1988 1988 1990 1992 2001 1991 1999 1998	M M M M M M M M S M	35,040 52,002 61,878 78,460 37,248 108,737 107,778	122,889 144,350
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive 6751 Columbia Gateway Drive 6731 Columbia Gateway Drive Montpelier Research Phase I Robert Fulton Drive Phase I 7200 Riverwood	4 4 4 5 5 5 5 5 5 1	6 Owned 7 Owned Owned 8 Owned 9 Owned 1 Owned 2 Owned Owned 3 JV	Perimeter Howard County Perimeter	MD	1988 1988 1990 1992 2001 1991 1999 1998	M M M M M M M M S	35,040 52,002 61,878 78,460 37,248 108,737 107,778	122,889 144,350
Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6760 Alexander Bell Drive 6940 Columbia Gateway Drive 6950 Columbia Gateway Drive Montpelier Research Phase I Robert Fulton Drive Phase I 7200 Riverwood Drive	4 4 4 5 5 5 5 1 I	6 Owned 7 Owned Owned 8 Owned 9 Owned 1 Owned 2 Owned Owned 3 JV JV 4 Owned	Perimeter Howard County Perimeter	MD M	1988 1988 1990 1992 2001 1991 1999 1998	M M M M M M M M S M	35,040 52,002 61,878 78,460 37,248 108,737 107,778	122,889 144,350
6700 Alexander Bell Drive 6708 Alexander Bell Drive 6716 Alexander Bell Drive 6724 Alexander Bell Drive 6740 Alexander Bell Drive 6750 Alexander Bell Drive 6760 Alexander Bell Drive 6760 Alexander Bell Drive 6760 Columbia Gateway Drive 6791 Columbia Gateway Drive 6731 Columbia	4 4 4 5 5 5 1 5 1 5	6 Owned 7 Owned Owned 8 Owned 9 Owned 1 Owned 2 Owned Owned 3 JV JV 4 Owned	Perimeter Howard County Perimeter	MD M	1988 1988 1990 1992 2001 1991 1999 1998 2001	M M M M M M M S M S	35,040 52,002 61,878 78,460 37,248 108,737 107,778 43,785	122,889 144,350

	9	_	•					
14502 Greenview								
Drive 14504 Greenview	57	Owned	Laurel	MD	1985	M	69,194	
Drive	37	Owned	Laurer	MD	1983	IVI	09,194	
4260 Forbes		JV	Lanham	MD				54,692
Boulevard								
6009-6011 Oxon	58	Owned	Southern Prince	MD	1990	M	181,768	
Hill Road			George's County					
Total Baltim	ore / Wasl	hington Ca	orridor:				4,413,104	720,786
Total Daitiii	orc / wasi	imgton Co	niuoi.					720,700
a .								
Greater Philadelphia								
751 Jolly Road	1	Owned	Blue Bell	PA	1966/1991	M	112,958	
753 Jolly Road	2	Owned	Blue Bell	PA	1960/1992-94	M	419,472	
760 Jolly Road	3	Owned	Blue Bell	PA	1974/1994	M	208,854	
85 Jolly Road	4	Owned	Blue Bell	PA	1970/1996	M	219,065	
Total Greate	r Philadel	phia:					960,349	
Greater Hannishung								
Harrisburg 2601 Market	1	Owned	East Shore	PA	1989	M	67,743	
Place	1	Owned	Last Shore	PA	1909	IVI	07,743	
605 Interstate	2	Owned	East Shore	PA	1990	M	84,404	
Orive	2	0 1	F . CI	D.4	2000	G.	10.702	
375 Flank Drive	3	Owned	East Shore	PA	2000	S	19,783	
385 Flank Drive 5 Shannon Road	5	Owned	East Shore East Shore	PA PA	1995 1999	S S	32,800 20,887	
5 Shannon Road	6	Owned Owned	East Shore East Shore	PA PA	1999 1999	S	12,863	
5 Shannon Road	7	Owned	East Shore	PA	1999	S	21,976	
340 Flank Drive	8	Owned	East Shore	PA	1988	S	68,200	
5345 Flank Drive	9	Owned	East Shore	PA	1989	S	69,443	
5360 Flank Drive	10	Owned	East Shore	PA	1988	S	46,500	
6380 Flank Drive	11	Owned	East Shore	PA	1991	S	32,000	
6400 Flank Drive	12	Owned	East Shore	PA	1992	S	52,439	
6405 Flank Drive	13	Owned	East Shore	PA	1991	S	32,000	
5035 Ritter Road	14	Owned	West Shore	PA	1988	S	56,556	
5070 Ritter	1.7	0 .	W . Cl	D.	1000	C	22.200	
Road Building A	15	Owned	West Shore	PA	1989	S	32,309	
5070 Ritter Road Building B	16	Owned	West Shore	PA	1989	S	28,000	
- g =							-,	
Total Greate	r Harrisb	urg:					677,903	
				1	16			
Northern/Central								
Vew Jersey			F '-04 G '	3.77	1005	3.6	40.601	
01 Interchange	1	Owned	Exit 8A Cranbury	NJ	1985	M	43,621	
Plaza 104 Interchange	2	Orregad	Evit OA Combus	NII	1000	M	17 677	
04 Interchange Plaza	2	Owned	Exit 8A Cranbury	NJ	1990	M	47,677	
2 Centre Drive	3	Owned	Exit 8A Cranbury	NJ	1989	S	16,132	
129 Ridge Road	4	Owned	Exit 8A Cranbury	NJ	1966/1996	M	142,385	
31 Ridge Road	5	Owned	Exit 8A Cranbury	NJ	1958/1998	S	170,000	
137 Ridge Road	6	Owned	Exit 8A Cranbury	NJ	1962/1996	S	30,000	
17 Commerce	7	Owned	Exit 8A Cranbury	NJ	1992/1998	S	41,398	
Centre Drive	8	Owned	Exit 8A Cranbury	NJ	1989	S	19,466	
8 Centre Drive	9	Owned	Exit 8A Cranbury	NJ	1986	S	16,199	
68 Culver Road	10	Owned	Exit 8A Cranbury	NJ	2000	M	57,280	

	_	_						
4301 Route 1	11	Owned	Monmouth Junction	NJ	1986	M	61,300	
695 Route 46	12	Owned	Wayne	NJ	1990	M	157,394	
710 Route 46	13	Owned	Wayne	NJ	1985	M	102,002	
Total North	ern / Centi	al New Je	rsey:				904,854	
TOTAL OFFICE PROPERTIES	91						6,956,210	720,786
Retail Properties								
114 National Business								
Parkway		Owned	BWI Airport	MD		S		10,000
			# of Operating Buildi	ngs:	0			
TOTAL RE	TAIL PRO	PERTIES	5					10,000
TOTAL PORTFOLIO	91		# of Operating Buildi	ngs:	0		6,956,210	730,786
				1'	7			
				•	•			

Property Occupancy Rates by Region by Quarter

Office

	Greater Philadelphia	Baltimore/ Washington Corridor	Northern/ Central New Jersey	Greater Harrisburg	Total Office	Retail	Total Portfolio
June 30, 2001							
Number of Buildings	4	58	13	16	91		91
Rentable Square Feet	960,349	4,413,104	904,854	677,903	6,956,210		6,956,210
Percent Occupied	100.00%	97.96%	94.19%	89.41%	96.92%	0%	96.92%
•							
March 31, 2001							
Number of Buildings	4	55	14	16	89		89
Rentable Square Feet	960,349	4,258,610	970,048	677,458	6,866,465		6,866,465
Percent Occupied	100.00%	97.76%	94.03%	91.75%	96.95%	0%	96.95%
•							
December 31, 2000							
Number of Buildings	4	49	14	16	83		83
Rentable Square Feet	960,349	3,864,766	970,048	677,468	6,472,631		6,472,631
Percent Occupied	100.00%	97.84%	93.07%	93.86%	97.03%	0%	97.03%
September 30, 2000							

Office

_							
Number of Buildings	4	47	15	15	81	1	82
Rentable Square Feet	960,349	3,594,058	990,385	657,685	6,202,477	149,191	6,351,668
Percent Occupied	100.00%	97.79%	96.08%	92.82%	97.33%	97.04%	97.33%
·							
June 30, 2000							
Number of Buildings	4	47	15	15	81	1	82
Rentable Square Feet	960,349	3,595,118	990,808	657,685	6,203,960	149,191	6,353,151
Percent Occupied	100.00%	97.38%	92.15% 18	94.47%	96.64%	97.41%	96.66%

Top Twenty Office Tenants as of June 30, 2001

(Dollars and Square Feet in thousands)

Tenant		Number of Leases	Total Occupied Square Feet	Percentage of Total Occupied Square Feet	Total Rental Revenue(1)	Percentage of Total Rental Revenue	Weighted Average Remaining Lease Term(2)
United States of America	(3)	19	960	14.2% \$	17,098	14.8%	4.7
AT&T Local Services	(4),(5)	6	415	6.2%	8,380	7.2%	7.3
Unisys	(6)	3	741	11.0%	7,297	6.3%	8.0
Ciena Corporation		5	298	4.4%	3,806	3.3%	3.9
Magellan Behavioral Health,							
Inc.		2	151	2.2%	3,259	2.8%	2.6
Booz Allen Hamilton		3	128	1.9%	2,440	2.1%	2.5
Johns Hopkins University	(4)	4	124	1.8%	2,432	2.1%	5.1
General Dynamics							
Government Corp.		2	102	1.5%	2,370	2.1%	9.1
Merck & Co., Inc.	(6)	1	219	3.2%	2,193	1.9%	8.0
Bookham Technology, Inc.		1	150	2.2%	1,870	1.6%	6.6
Commonwealth of							
Pennsylvania	(4)	8	150	2.2%	1,861	1.6%	2.1
Sun Microsystems, Inc.		2	61	0.9%	1,403	1.2%	4.5
Credit Management Solutions,							
Inc.		1	71	1.1%	1,381	1.2%	7.4
Deutsche Banc Alex. Brown		1	84	1.3%	1,338	1.2%	2.9
Mentor Technologies		1	59	0.9%	1,307	1.1%	1.8
Ameritrade Holding							
Corporation		1	62	0.9%	1,304	1.1%	9.0
Raytheon E-Systems	(4)	3	65	1.0%	1,189	1.0%	2.0
Computer Sciences							
Corporation		1	55	0.8%	1,174	1.0%	0.8
RAG American Coal Holding		1	48	0.7%	1,093	1.0%	8.9
Aerotek, Inc.		3	67	1.0%	1,089	1.0%	1.3
Subtotal Top 20 Office							
Tenants		68	4,010	59.4%	64,284	55.6%	5.4
All remaining tenants		358	2,732	40.6%	51,381	44.4%	3.3
Total/Weighted Average		426	6,742	100.0% \$	115,665	100.0%	4.5

- (1)

 Total Rental Revenue is the monthly contractual base rent as of June 30, 2001 multiplied by 12 plus the estimated annualized expense reimbursements under existing office leases.
- (2) The weighting of the lease term was computed using Total Rental Revenue.
- Many of our government leases are subject to early termination provisions which are customary to government leases. The weighted average remaining lease term was computed assuming no exercise of such early termination rights.
- (4) Includes affiliated organizations or agencies.
- (5)
 AT&T Local Services subleases 173,072 square feet under 2 leases which expire March 30, 2002. Effective April 1, 2002, this same 173,072 square feet will become directly leased by AT&T Local Services with expiration dates ranging from 2006 and 2009. The above weighted average lease term reflects the expiration date of these direct leases.
- (6) Merck & Co., Inc. subleases 219,065 rentable square feet from Unisys' 960,349 leased rentable square feet.

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Total Rental Revenue by Geographic Region by Quarter(1) (Dollars in thousands)

2001 2000 June 30 March 31 December 31 September 30 June 30 **Office Properties:** Greater Philadelphia 2,506 \$ 2,506 \$ 2,506 \$ 2,506 \$ 2,506 Baltimore/Washington Corridor 18,654 18,573 17,224 17,197 16,297 Northern/Central New Jersey 4,998 4,922 5,311 5,326 4,969 Greater Harrisburg 2,483 2,789 2,271 2,228 2,275 **Total Office Properties** 28,641 28,790 27,312 27,257 26,047 **Retail Properties: Total Retail Properties** 72 261 279 **Total Regional Rental Revenue** 28,641 \$ 28,790 \$ 27,384 \$ 27,518 \$ 26,326

⁽¹⁾Rental revenue represents GAAP revenue including operating expense reimbursements, straight line rent adjustments and tenant services income.

	2001				2000					
		June 30		March 31	December	31	Se	eptember 30		June 30
Office Properties:										
Greater Philadelphia Baltimore/Washington Corridor Northern/Central New Jersey Greater Harrisburg Total Office Properties	\$	2,469 12,704 3,173 1,736 20,082	\$	2,486 12,614 3,028 2,195 20,323	11. 3. 1.	,481 ,571 ,418 ,718		2,482 11,664 3,458 1,683		2,482 11,528 3,014 1,645
Retail Properties:										
Total Retail Properties						55		179		222
Total Regional NOI	\$	20,082	\$	20,323	\$ 19	,243	\$	19,466	\$	18,891
Other income / expenses, net		71		62		226		140		89
Total NOI	\$	20,153	\$	20,385	\$ 19	469	\$	19,606	\$	18,980
		20								

Same Office Property Cash Net Operating Income by Quarter (1) (Dollars in thousands)

	2001					2000					
	June 30			March 31	December 31		September 30			June 30	
Office Properties:(2)											
Greater Philadelphia	\$	2,364	\$	2,363	\$	2,363	\$	2,361	\$	2,317	
Baltimore/Washington Corridor		10,456		10,357		10,321		10,030		10,327	
Northern/Central New Jersey		2,566		2,446		2,614		2,578		2,192	
Greater Harrisburg		1,606		1,690		1,592		1,654		1,565	
Total Office Properties	\$	16,992	\$	16,856	\$	16,890	\$	16,623	\$	16,401	

Same Office Property GAAP Net Operating Income by Quarter(1) (Dollars in thousands)

		2001				2000					
	_	June 30	Marcl	h 31	Dec	ember 31	Sept	tember 30	J	une 30	
Office Properties:(2)											
Greater Philadelphia	\$	2,497	\$	2,497	\$	2,497	\$	2,495	\$	2,497	

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		2001			2000		
Baltimore/Washington Corridor	10,68	3	10,628	10,544		10,523	10,710
Northern/Central New Jersey	2,64	5	2,521	2,769)	2,634	2,244
Greater Harrisburg	1,63	4	1,722	1,629)	1,691	1,613
					_		
Total Office Properties	\$ 17,45	9 \$	17,368	\$ 17,439	\$	17,343	\$ 17,064

- (1)

 Net operating income for same office properties has been presented on a GAAP basis and a modified cash basis which removes the effect of straight-line rents from the GAAP net operating income.
- (2) Same office properties include buildings owned for a minimum of five reporting quarters.

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Office Lease Expiration Analysis by Year

Year of Lease Expiration(1)	Number of Leases Expiring	Square Footage of Leases Expiring	Percentage of Total Occupied Square Feet		otal Rental Revenue of Expiring Leases(2)	evenue of Rental Expiring Revenue		Total Rental Revenue of Expiring Leases per Occupied Square Foot
					(\$000s)			
2001	37	281,808	4.2%	\$	5,042	4.4%	\$	17.89
2002	92	1,029,331	15.3%		17,621	15.2%		17.12
2003	89	775,724	11.5%		14,618	12.6%		18.84
2004	62	693,029	10.3%		13,118	11.3%		18.93
2005	63	702,217	10.4%		13,611	11.8%		19.38
2006	40	520,808	7.7%		9,553	8.3%		18.34
2007	10	393,924	5.8%		6,246	5.4%		15.86
2008	10	706,309	10.5%		12,574	10.9%		17.80
2009	13	1,223,320	18.1%		14,387	12.4%		11.76
2010	9	389,475	5.8%		8,273	7.2%		21.24
2011	1	26,051	0.4%		622	0.5%		23.88
Total/Weighted Average	426	6,741,996	100.0%	\$	115,665	100.0%	\$	17.61
J					•			

NOTE: As of June 30, 2001, the weighted average lease term is 4.5 years.

- (1)
 Many of our government leases are subject to certain early termination provisions which are customary to government leases. The year of lease expiration was computed assuming no exercise of such early termination rights.
- (2)

 Total Rental Revenue is the monthly contractual base rent as of June 30, 2001 multiplied by 12 plus the estimated annualized expense reimbursements under existing office leases.

	Year to Date Office Renewal Analysis									
	Greater Washington Cen		Northern/ Central New Jersey	Greater Harrisburg	Total Office					
For Six Months Ended June 30, 2001:										
Expiring Square Feet Vacated Square Feet		254,755 18,137	24,188 6,050	49,325 33,026	328,268 57,213					
Renewed Square Feet		236,618	18,138	16,299	271,055					
Retention Rate (% based upon square feet)	0.00%	92.88%	74.99%	33.04%	82.57%					
Renewal & Retenanted Space: Increase in Base Rent Straight-line	0.00%	24.01%	36.52%	1.74%	23.84%					
Increase in Total Rent Straight-line	0.00%	20.00%	31.32%	2.37%	19.95%					
Increase in Base Rent Cash Increase in Total Rent Cash	0.00% 0.00%	17.67% 14.37%	32.91% 28.04%	(5.35)% (3.84)%	17.74% 14.52%					
Average Capital Cost per Square Foot	\$ \$	5.30	\$ 13.53 \$	5.30 \$	6.07					
	Quarterly Office R	enewal Analysis								
	Greater Philadelphia	Baltimore/ Washington Corridor	Northern/ Central New Jersey	Greater Harrisburg	Total Office					
Quarter Ended June 30, 2001:										
Expiring Square Feet Vacated Square Feet		174,078 16,922	22,678 6,050	45,325 33,026	242,081 55,998					
Renewed Square Feet		157,156	16,628	12,299	186,083					
Retention Rate (% based upon square feet)	0.00%	90.28%	73.32%	27.14%	76.87%					
Renewal & Retenanted Space: Increase in Base Rent Straight-line	0.00%	24.86%	38.02%	13.69%	26.15%					
Increase in Total Rent Straight-line	0.00%	19.76%	32.98%	10.21%	21.02%					
Increase in Base Rent Cash Increase in Total Rent Cash	0.00% 0.00%	19.81% 15.52%	34.23% 29.50%	4.57% 2.37%	21.00% 16.63%					
Average Capital Cost per Square Foot	\$	3.87	\$ 14.05	\$ 6.50 \$	5.58					
Quarter Ended March 31, 2001:										
Expiring Square Feet Vacated Square Feet		80,677 1,215	1,510	4,000	86,187 1,215					
Renewed Square Feet		79,462	1,510	4,000	84,972					
Retention Rate (% based upon square feet)	0.00%	98.49%	100.00%	100.00%	98.59%					
Renewal & Retenanted Space: Increase in Base Rent Straight-line	0.00%	23.01%	2.78%	(28.63)%	20.44%					
Increase in Total Rent Straight-line	0.00%	20.31%	2.03%	(18.63)%	18.20%					
				(20 = 0 = 0	40.000					
Increase in Base Rent Cash Increase in Total Rent Cash	0.00% 0.00%	15.15% 12.84%	2.78% 2.03%	(30.74)% (20.55)%	12.95% 11.12%					
Average Capital Cost per Square Foot		7.20		\$ 1.70 \$						

	eater delphia	Baltimore/ Washington Corridor	Northern/ Central New Jersey	Greater Harrisburg	Total Office	
Quarter Ended December 31, 2000:						
Expiring Square Feet Vacated Square Feet		75,372 29,132	3,174	6,623	85,169 29,132	
Renewed Square Feet		46,240	3,174	6,623	56,037	
Retention Rate (% based upon square feet)	0.00%	61.35%	100.00%	100.00%	65.80%	
Renewal & Retenanted Space:						
Increase in Base Rent Straight-line	0.00%	24.55%	21.47%	(17.49)%	17.74%	
Increase in Total Rent Straight-line	0.00%	15.08%	11.19%	(9.98)%	10.57%	
Increase in Base Rent Cash	0.00%	18.45%	20.00%	(18.85)%	13.19%	
Increase in Total Rent Cash	0.00%	9.73%	10.01%	(11.15)%	6.66%	
Average Capital Cost per Square Foot	\$ \$ 23	10.27	\$ 17.92	1.10	9.72	
Quarter Ended September 30, 2000: Expiring Square Feet		186,061	116,771	6,757	309,589	
Evniring Square Feet		186.061	116 771	6 757	300 580	
Vacated Square Feet		50,043	40,094	6,757	96,894	
Renewed Square Feet		136,018	76,677		212,695	
Retention Rate (% based upon square feet)	0.00%	73.10%	65.66%	0.00%	68.70%	
Renewal & Retenanted Space:	0.000	(210)	22.52.6	0.000	14.750	
Increase in Base Rent Straight-line	0.00%	6.31%	32.53%	0.00%	14.75%	
Increase in Total Rent Straight-line	0.00%	4.24%	20.06%	0.00%	9.74%	
Increase in Base Rent Cash	0.00%	3.45%	13.01%	0.00%	6.52%	
Increase in Total Rent Cash	0.00%	1.44%	2.97%	0.00%	1.97%	
Average Capital Cost per Square Foot	\$ \$	5.32	\$ 27.35	8	\$ 12.57	
Quarter Ended June 30, 2000:						
Expiring Square Feet		71,275	10,322	23,483	105,080	
Vacated Square Feet		34,644		3,920	38,564	
Renewed Square Feet	0.00%	36,631	10,322	19,563	66,516	
Retention Rate (% based upon square feet)	0.00%	51.39%	100.00%	83.31%	63.30%	
Renewal & Retenanted Space: Increase in Base Rent Straight-line	0.00%	18.79%	15.87%	4.15%	17.03%	
Increase in Total Rent Straight-line	0.00%	14.10%	4.75%	3.69%	11.05%	
Increase in Base Rent Cash Increase in Total Rent Cash	0.00% 0.00%	13.92% 9.43%	14.87% 3.42%	0.78% 0.38%	13.14% 7.33%	
Average Capital Cost per Square Foot	\$ \$	7.40	\$ 19.95		9.85	
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Acquisition Summary as of June 30, 2001 (Dollars in Thousands)

	Submarket	Acquisition Date	Square Feet	Occupied Sq. Ft. at Acquisition	Occupancy Percentage at Acquisition	June 30, 2001 Occupancy Percentage	_	Investment(1)
Wholly Owned Portfolio:(2)								
6700 Alexander Bell Drive	Howard County Perimeter	5/14/2001	75,635	75,635	100.0%	100.0%	\$	8,762
6708 Alexander Bell Drive	Howard County Perimeter	5/14/2001	35,040	35,040	100.0%	100.0%		4,478
Total			110,675	110,675	100.0%	100.0%	\$	13,240
Joint Venture Portfolio:(3)								
920 Elkridge Landing Road	BWI Airport	3/21/2001	96,566	96,566	100.0%	100.0%	\$	10,939
938 Elkridge Landing Road	BWI Airport	3/21/2001	52,988	52,988	100.0%	100.0%		5,941
940 Elkridge Landing Road	BWI Airport	3/21/2001	51,704	51,704	100.0%	100.0%		4,904
891 Elkridge Landing Road	BWI Airport	3/21/2001	56,489	56,489	100.0%	89.0%		6,129
901 Elkridge Landing Road	BWI Airport	3/21/2001	56,847	50,155	88.2%	88.2%		5,705
							_	
Total			314,594	307,902	97.9%	95.9%	\$	33,618

- Initial investment recorded by property as of June 30, 2001 for asset purchase.
- (2) In conjunction with these operating properties, we also purchased a 30,855 square foot property to be redeveloped.
- (3) We held a 40% ownership interest in these office properties through a joint venture agreement during the quarter. As of July 2, 2001, we acquired the remaining 60% ownership interest for \$6.9 million.

NOTE: COPT classifies its acquisitions by type entity, portfolio or individual acquisitions. Entity acquisitions are defined as mergers of significant portfolios of \$100 + million with strong management organizations and a regional presence.

Disposition Summary as of June 30, 2001 (Dollars in Thousands)

	Submarket	Disposition Date	Square Feet	Gross Sales Proceeds	5	Debt Assumption or Repayment		Assumption		Assumption		(Cash Proceeds After Debt Repayment
Individual Property:													
19 Commerce	Cranbury, NJ	6/18/2001	65,277 25	\$ 11,	525	\$ 7	7,000	\$	4,525				
		evelopment Sun rs in Thousands	•										
Property and Location	Submarket	Owned or Squa Joint Fee Venture (JV)	re Pre-Lease	ed Cost p Rental	er ble	Anticipated Cost	Co to d		Anticipated Stabilization/ Delivery				

Inder Construction									
2701 Phoenix Road (201 NBP) Annapolis Junction, MD	(1)	BWI Airport	JV	118,000	77.11% \$	155	\$ 18,313 \$	13,604	September 2001
1304 Concourse Drive Linthicum, MD	(2)	BWI Airport	Owned	100,000	0.00%	166	16,572	11,866	October 2001
Robert Fulton Drive Phase IA Columbia, Maryland	(3)	Howard County Perimeter	JV	115,850	0.00%	116	13,406	6,239	October 2001
114 National Business Parkway Annapolis Junction, MD		BWI Airport	Owned	10,000	100.00%	164	1,644	656	December 2001
6731 Columbia Gateway Drive Columbia, Maryland	(4)	Howard County Perimeter	Owned	122,889	0.00%	176	21,613	13,574	December 2001
6724 Alexander Bell Drive Columbia, Maryland	(5)	Howard County Perimeter	Owned	30,855	0.00%	157	4,835	2,378	March 2002
2711 Phoenix Road (211 NBP) Annapolis Junction, MD	(6)	BWI Airport	JV	150,000	100.00%	174	26,135	8,941	March 2002
4260 Forbes Boulevard Phase I Laurel, Maryland	(7)	Lanham	JV	54,692	43.08%	92	5,027	4,640	April 2002
Total Under Construction:				702,286	39.09%\$	153	\$ 107,545 \$	61,898	
Inder Development									
Robert Fulton Drive Phase IB Columbia, Maryland	(3)	Howard County Perimeter	JV	28,500	0.00%	116	3,298	771	December 2002
Total Under Development:				28,500	0.00%\$	116	\$ 3,298 \$	771	
TOTAL/AVERAGE				730,786	37.57%\$	152	\$ 110,843 \$	62,669	

⁽¹⁾ On September 29, 2000, we contributed this development asset into a joint venture. The joint venture obtained a \$13,725 construction loan in October 2000 and \$4,436 is outstanding as of June 30, 2001.

(5)

⁽²⁾ We obtained a \$11,800 construction loan and \$6,018 is outstanding as of June 30, 2001.

⁽³⁾ We participate in the development of this asset through a joint venture arrangement. The joint venture has obtained a \$14,000 construction loan (to fund Phase IA and Phase IB) and has borrowed \$2,965 as of June 30, 2001.

⁽⁴⁾ We obtained a \$15,750 construction loan and \$5,081 is outstanding as of June 30, 2001.

We purchased this property in May 2001 and are redeveloping.

(6)
On December 15, 2000, we contributed this development asset into a joint venture. The joint venture has obtained a \$20,550 construction loan. No draws have been made as of June 30, 2001.

(7)
We participate in the development of this asset through a joint venture arrangement. The joint venture has obtained a \$9,026 construction loan (to fund Phase I and II) and has borrowed \$3,125 as of June 30, 2001.

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