

# 2026 Annual Shareholder Meeting

MAY 14, 2026



# Table of Contents



---

## **OVERVIEW OF 2025 ACHIEVEMENTS**

3

---

## **2026: A STRONG START**

5

---

## **APPENDICES:**

14

Safe Harbor

15

Definitions + Glossary

16

Reconciliations

21

# Overview of 2025 Achievements



# FY 2025 Results

	<b>FY 2025</b>
<b>FFOPS, As Adjusted for Comparability</b>	<b>\$2.72</b>
FFO per Share Growth Year-Over-Year	<b>5.8%</b>
2025 Results were 2-cents Above Midpoint of Revised Guidance	
<i>Met or Exceeded Guidance Each Quarter Over the Past <b>32 Quarters</b></i>	
<b>Increase in Same Property Cash NOI</b>   Total Portfolio	<b>4.1%</b>
Defense/IT Portfolio	<b>3.6%</b>
<b>Occupancy + Leased Rate</b>   Defense/IT Portfolio	<b>95.5% Occupied</b>
Occupancy Rate > 94% for 12 Consecutive Quarters	<b>96.5% Leased</b>
<b>Occupancy + Leased Rate</b>   Same Property Portfolio	<b>94.2% Occupied</b>
Leased Rate ≥ 95% for 8 Consecutive Quarters	<b>95.3% Leased</b>
<b>Leasing Performance</b>   Total Leasing	<b>3.1M SF</b>
Vacancy Leasing	<b>557,000 SF</b>
Renewal Leasing	<b>2.0M SF</b>
Investment Leasing	<b>477,000 SF</b>
<b>Retention Rate</b>   Total Portfolio	<b>78%</b>
<b>Change in Cash Rent on Renewals</b>   Total Portfolio	<b>1.1%</b>

# 2026: A Strong Start



# 1<sup>st</sup> Quarter 2026 Results

	<b>1Q26</b>
<b>FFOPS, As Adjusted for Comparability</b>	<b>\$0.69</b>
FFO per Share Growth Year-Over-Year	<b>6.2%</b>
1Q26 Results were 1-cent Above Midpoint of Guidance	
<i>Met or Exceeded Guidance Each Quarter Over the Past <b>33 Quarters</b></i>	
<b>Increase in Same Property Cash NOI</b>   Total Portfolio	<b>5.4%</b>
Defense/IT Portfolio	<b>8.6%</b>
<b>Occupancy + Leased Rate</b>   Defense/IT Portfolio	<b>95.6% Occupied</b>
Occupancy Rate > 94% for 13 Consecutive Quarters	<b>96.4% Leased</b>
<b>Occupancy + Leased Rate</b>   Same Property Portfolio	<b>94.2% Occupied</b>
Leased Rate ≥ 95% for 9 Consecutive Quarters	<b>95.1% Leased</b>
<b>Leasing Performance</b>   Total Leasing	<b>1.6M SF</b>
Vacancy Leasing	<b>92,000 SF</b>
Renewal Leasing	<b>1.2M SF</b>
Investment Leasing	<b>384,000 SF</b>
<b>Retention Rate</b>   Total Portfolio	<b>91%</b>
<b>Change in Cash Rent on Renewals</b>   Total Portfolio	<b>3.8%</b>

# Sector-Leading Tenant Retention

## DRIVEN BY

1. Unique + Advantaged Locations
2. Significant Tenant Co-investment
3. Long-term Tenant Relationships
4. Operating Platform with Credentialed Personnel

## TRACK RECORD OF STRONG TENANT RETENTION RATES

**10-YEAR AVERAGE = 79%**  
(2016-2025)<sup>1</sup>

**5-YEAR AVERAGE = 79%**  
(2021-2025)<sup>1</sup>

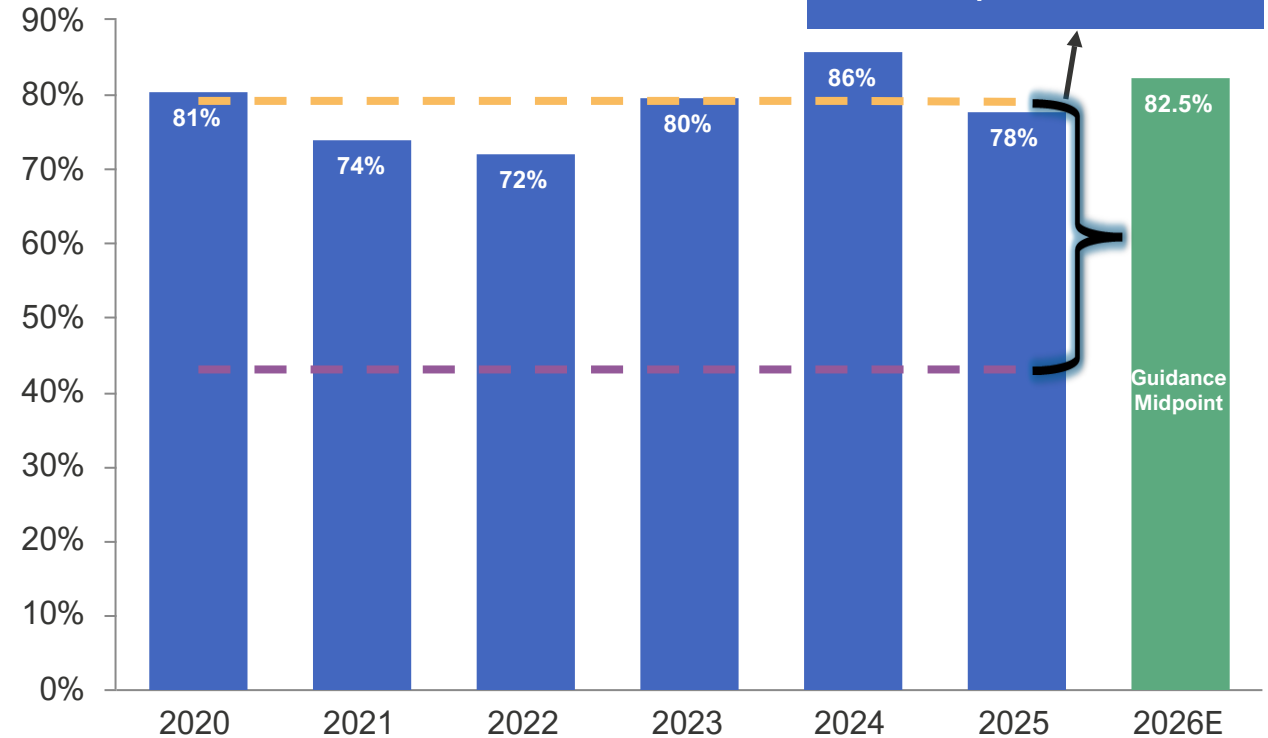
## 1Q26 TOTAL RETENTION RATE OF 91%

- Renewed 1.2M SF
- 100% retention of the 953,000 SF U.S. Government campus near Lackland AFB, which was expiring in 1Q26

## INCREASED 2026 GUIDANCE TO 80%–85%

- Initial guidance was 75%–85%

## RENEWAL RATES SINCE 2020



— CDP 5-Year Weighted Average (2021–2025)

— Office REIT 5-Year Weighted Average (2021–2025)<sup>2</sup>

— Current Guidance<sup>3</sup>

1. Historical averages are calculated based on a weighted average retention rate by renewal leasing square feet.  
 2. Office REIT 5-Year Weighted Average is based on the weighted average square feet on renewals for BDN, BXP, HPP, and KRC.  
 3. The midpoint of current 2026 guidance.

# Vacancy Leasing is On Track to Meet 2026 Target

## LEASING VOLUME ON-PACE IN 1Q26

EXECUTED<sup>2</sup>  
**92,000 SF**

23% of 2026 Target

WALT<sup>1</sup>  
**6.6 YEARS**

## 2026 LEASING TARGET = 400,000 SF

EXECUTED  
**152,000 SF**

As of April 24, 2026

ADVANCED  
NEGOTIATIONS  
**115,000 SF**

EXECUTED +  
ADVANCED  
NEGOTIATIONS  
**267,000 SF**

Amounts to 67% of  
full year target

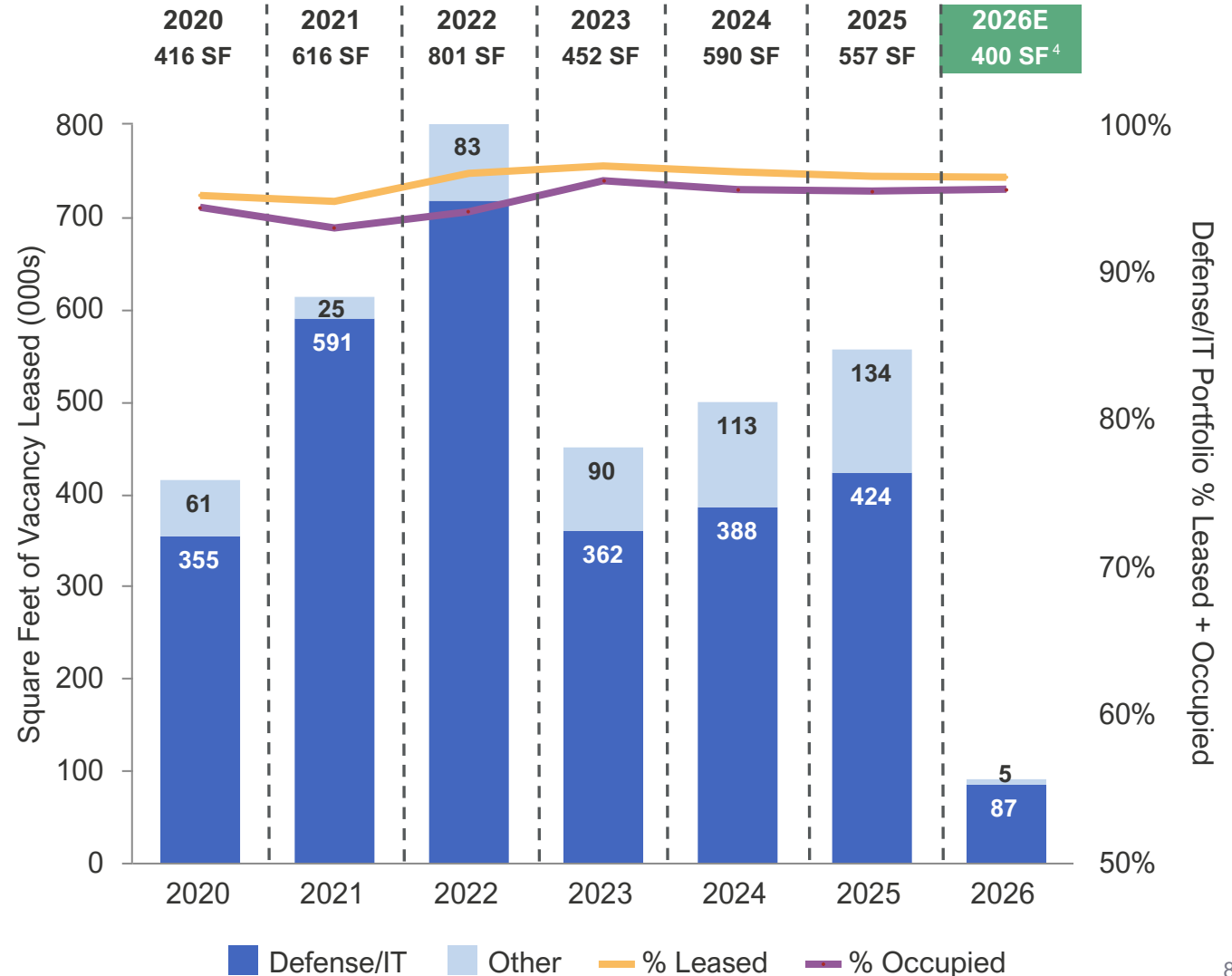
## TOTAL PORTFOLIO<sup>2</sup>

OCCUPIED  
**94.4%**

LEASED  
**95.2%**

1. Weighted Average Lease Term.
2. As of March 31, 2026.
3. Percent occupied and leased statistics in the graph are for Defense/IT Portfolio.
4. 2026 Vacancy Leasing Target.

## VACANCY LEASING IN OPERATING PORTFOLIO (000s)<sup>3</sup>



# External Growth from Investment

Allocating Capital to Projects at our Defense/IT Locations is the Foundation for External Growth

**100% OF INVESTMENTS SINCE 2016  
FOCUSED ON DEFENSE/IT ASSETS**

## CAPITAL COMMITTED TO NEW INVESTMENTS

- 3 projects totaling \$244M in 2026 to date
- Increased 2026 guidance midpoint by \$40M to \$290M

Developments		
1Q26	620 Guardian Way	\$146M
1Q26	410 Goss Road	\$55M
Acquisitions		
2Q26	Land + Ground Lease   Mission Ridge	\$43M
<b>TOTAL</b>		<b>\$244M</b>

## ACTIVE DEVELOPMENT

**\$508M**  
DEVELOPMENTS

1.0M SF | 73% leased<sup>1</sup>

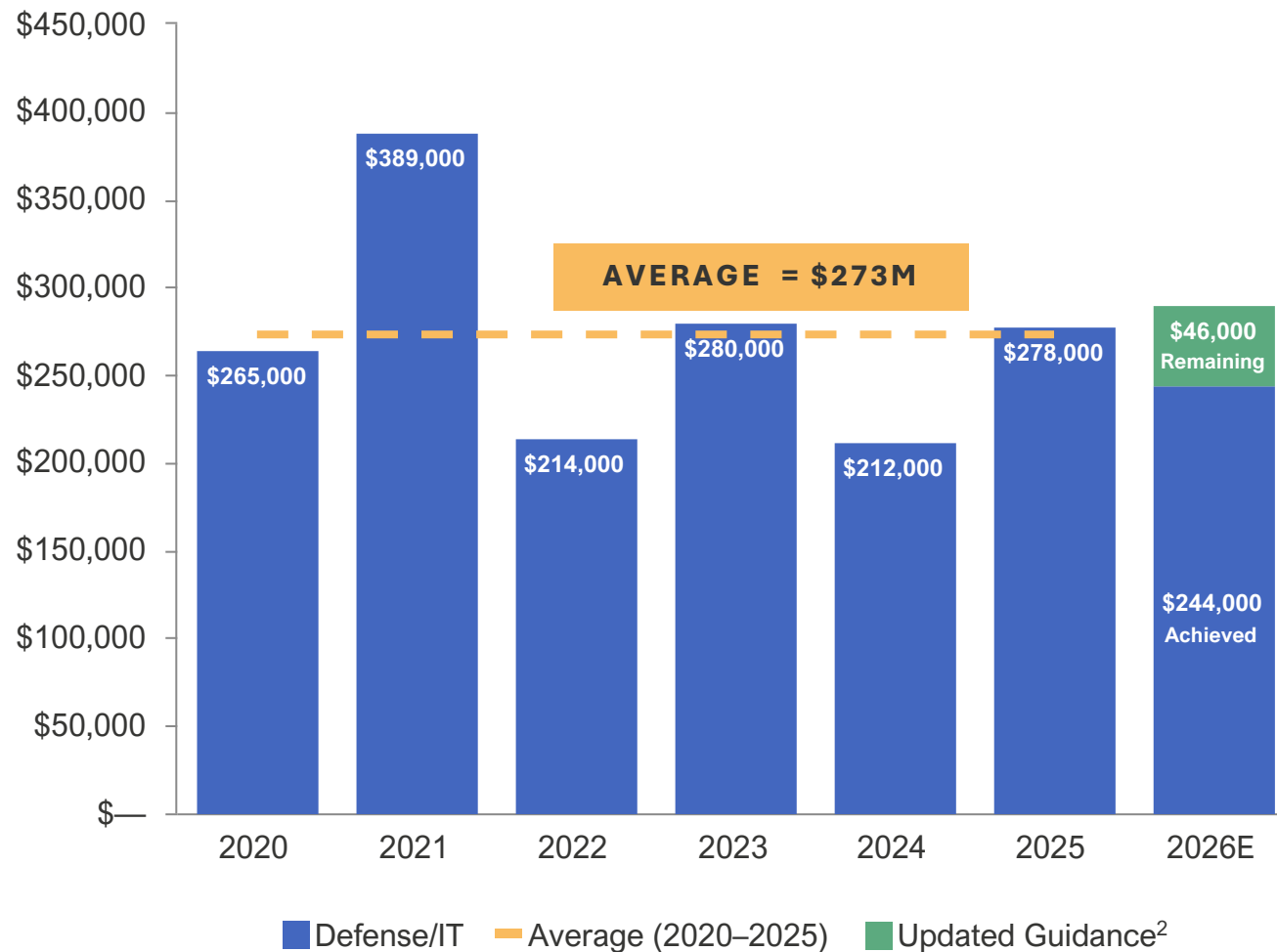
## FUTURE OPPORTUNITIES

**~1.0M SF**

DEVELOPMENT LEASING PIPELINE

**~0.6M SF**

POTENTIAL FUTURE OPPORTUNITIES



1. As of March 31, 2026.  
2. The midpoint of updated 2026 guidance.

# Strong Balance Sheet Supports Growth

## MOODY'S UPGRADE | MARCH 2026

- Upgrade to Baa2 | Stable Outlook
- “The ratings upgrade reflects the
  - Strong operating performance of the REIT’s specialized office portfolio,
  - Solid EBITDA/Interest Expense ratio, and
  - Income growth from assets under development” – Moody’s

## 2025: INCREASED DEBT CAPACITY BY \$400M

- Recast Revolving Credit Facility<sup>1</sup>
  - Upsized by \$200M to \$800M
  - Extended maturity by 3 years to 2030
- Secured Revolving Credit Agreement<sup>2</sup>
  - \$200M facility to fund development

## ABILITY TO SELF-FUND INVESTMENT

- Generating cash flow after the dividend to fund the equity component of \$275M for development/acquisition investments annually on a leverage neutral basis
  - No external equity required
  - Debt component funded by Revolving Credit Facilities and bond issuances

1. Closed on October 6, 2025 and maturity date assumes our exercise of two six-month extension options.
2. Closed on October 16, 2025.
3. Pro forma net debt to in-place adjusted EBITDA ratio applies to years 2021 and 2022.
4. Pro forma net debt adjusted for fully leased investment properties to in-place adjusted EBITDA ratio applies to years 2021 and 2022.

## MAINTAINING OUR STRONG BALANCE SHEET



**NET DEBT TO EBITDA 6.1x**

# 2026 Stock Performance Year-to-Date

CDP is Outperforming the S&P 500, the Equity REIT, and the Office REIT Indices Year-to-Date

**14.5% PRICE RETURN IN 2026 YTD**

## RELATIVE PERFORMANCE IN 2026 YTD

- Outperforming the S&P 500 by over 700 basis points
- Outperforming the Equity REIT Index by over 100 basis points
- Outperforming the Office REIT Index by over 1,700 basis points

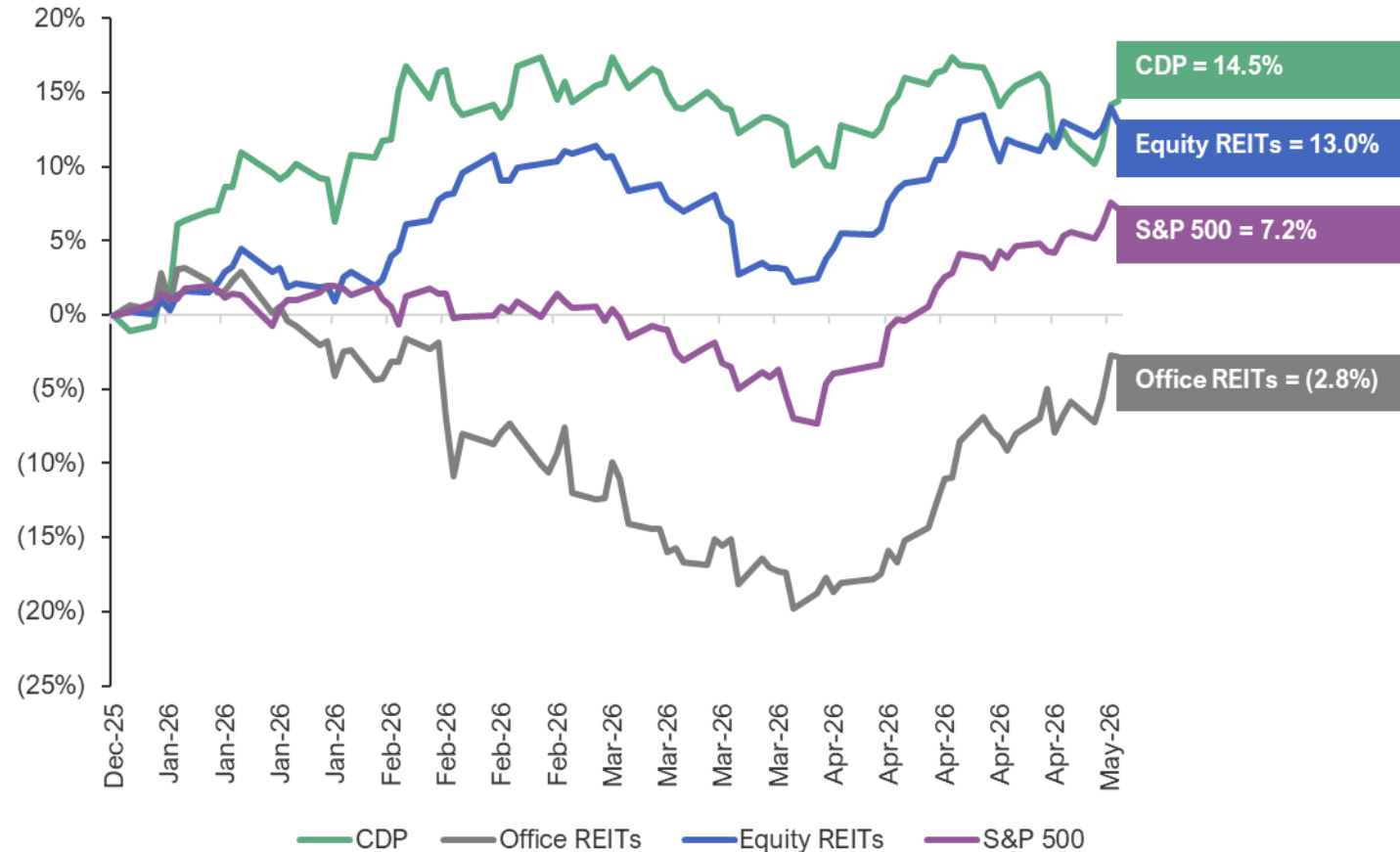
## PERFORMANCE SINCE 2019

- Best performing REIT in the Office sector, up ~33%
  - Outperforming the Office REIT index by ~67%
- Highest FFO per share growth in the Office sector

## DIVIDEND INCREASE

- Increased dividend by 16.4% over the past 4 years<sup>3</sup>

## CDP'S 2026 PRICE PERFORMANCE VS INDEXES

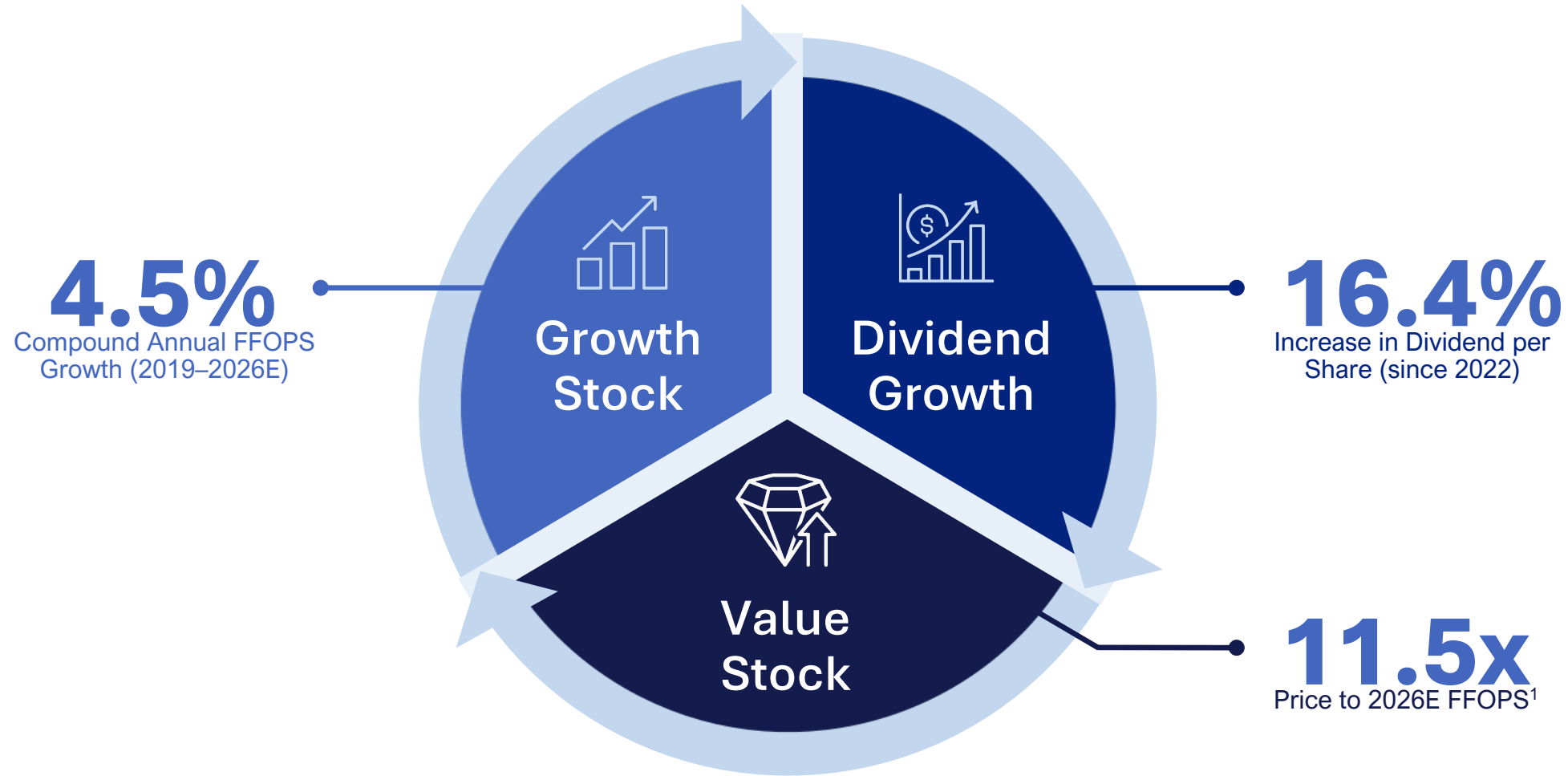


Source: FactSet; COPT Defense IR Department.  
Based on daily closing prices from 12/31/25 - 5/7/26.

1. FTSE Nareit Equity Office Index
2. MSCI U.S. REIT Index (RMZ)
3. Includes the 4.9% dividend increase announced in February 2026.

# Attractive Investment Opportunity

---



1. As of the closing price on May 7, 2026, and the midpoint of current 2026E FFOPS guidance, as adjusted for comparability.

# Continued Growth

## STRONG LEASING DEMAND AT EXISTING PROPERTIES

### ACTIVE DEVELOPMENT

**\$508M**

DEVELOPMENTS

1.0M SF | 73% leased<sup>1</sup>

### FUTURE OPPORTUNITIES

**~1.0M SF**

DEVELOPMENT LEASING PIPELINE

**~0.6M SF**

POTENTIAL FUTURE OPPORTUNITIES

## COMMITTED \$244M OF CAPITAL IN 2026 TO DATE TO NEW INVESTMENTS

- Including Land + Ground Lease Acquisition | Mission Ridge

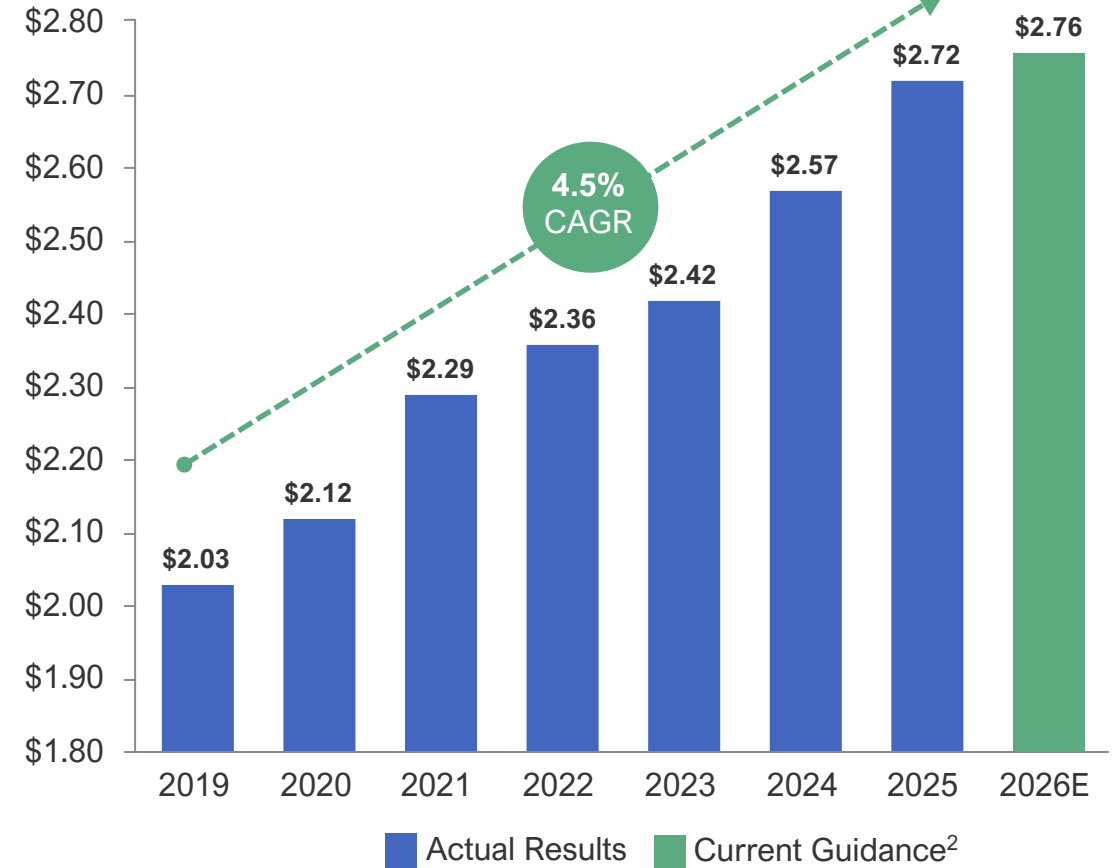
## BUDGET INCREASES EXPECTED TO CONTINUE TO DRIVE DEMAND

- Appropriated increases and bipartisan support for future growth in Defense Budgets expected to continue to drive demand for existing and new development space

## CONSERVATIVE LEVERAGE PROFILE

- Including a well-laddered debt maturity schedule and ample liquidity to fund investments

## FFOPS, AS ADJUSTED FOR COMPARABILITY



1. As of March 31, 2026.

2. The midpoint of current diluted FFOPS guidance, as adjusted for comparability.

See Appendix for reconciliations.

# Appendices



---

**SAFE HARBOR**

15

---

**DEFINITIONS + GLOSSARY**

16

---

**RECONCILIATIONS**

21

# Safe Harbor

---

Unless otherwise noted, information in this presentation represents the Company's consolidated portfolio as of or for the quarter ended March 31, 2026.

This presentation may contain forward-looking statements within the meaning of the Federal securities laws. Forward-looking statements can be identified by the use of words such as “may,” “will,” “should,” “could,” “believe,” “anticipate,” “expect,” “estimate,” “plan” or other comparable terminology. Forward-looking statements are inherently subject to risks and uncertainties, many of which we cannot predict with accuracy and some of which we might not even anticipate. Although we believe that the expectations, estimates and projections reflected in such forward-looking statements are based on reasonable assumptions at the time made, we can give no assurance that these expectations, estimates and projections will be achieved. Future events and actual results may differ materially from those discussed in the forward-looking statements and we undertake no obligation to update or supplement any forward-looking statements.

The areas of risk that may affect these expectations, estimates and projections include, but are not limited to, those risks described in Item 1A of the Company's Annual Report on Form 10-K for the year ended December 31, 2025.

# Definitions + Glossary

---

## ACQUISITION COSTS

Transaction costs expensed in connection with executed or anticipated acquisitions of operating properties.

## ADJUSTED BOOK

Total assets presented on our consolidated balance sheet, net of lease liabilities associated with property right-of-use assets, and excluding the effect of cash and cash equivalents, accumulated depreciation on real estate properties, accumulated amortization of intangible assets on real estate acquisitions, accumulated amortization of deferred leasing costs and unconsolidated real estate joint ventures (“JVs”) cash and cash equivalents, liabilities, and accumulated depreciation and amortization (of intangibles on property acquisitions and deferred leasing costs) allocable to our ownership interest in the JVs.

## ADJUSTED EBITDA

Net income or loss adjusted for the effects of interest expense, depreciation and amortization, gain on sales and impairment losses of real estate and investments in unconsolidated real estate JVs, gain or loss on early extinguishment of debt, loss on interest rate derivatives, net gain or loss on other investments, credit loss expense or recoveries, operating property acquisition costs, income taxes, business development expenses, demolition costs on redevelopment and nonrecurring improvements, executive transition costs, and certain other expenses that we believe are not relevant to an investor's evaluation of our ability to repay debt. Adjusted EBITDA also includes adjustments to net income or loss for the effects of the items noted above pertaining to unconsolidated real estate JVs that were allocable to our ownership interest in the JVs.

## ANNUALIZED RENTAL REVENUE (“ARR”)

The monthly contractual base rent as of the reporting date (ignoring free rent then in effect and rent associated with tenant funded landlord assets) multiplied by 12, plus the estimated annualized expense reimbursements under existing leases for occupied space. With regard to properties owned through unconsolidated real estate JVs, we include the portion of ARR allocable to COPT Defense's ownership interest. In instances in which we report ARR per occupied square foot, the measure excludes revenue from leases not associated with our buildings.

## ATFP

Anti-terrorism force protection.

## AVERAGE ESCALATIONS

Leasing statistic used to report average increase in rental rates over lease terms for leases with a term of greater than one-year.

## BALTIMORE/WASHINGTON REGION

Includes counties that comprise the Fort Meade/Baltimore Washington Corridor. As of March 31, 2026, 95 of COPT Defense's properties were located within this defined region. Please refer to page 12 of COPT Defense's Supplemental Information package dated March 31, 2026 for additional detail.

## BASIC FFO AVAILABLE TO COMMON SHARE AND COMMON UNIT HOLDERS (“BASIC FFO”)

FFO adjusted to subtract (1) preferred share dividends, (2) income or loss attributable to noncontrolling interests through ownership of preferred units in COPT Defense Properties, L.P. (the “Operating Partnership”) or interests in other consolidated entities not owned by us, (3) depreciation and amortization allocable to noncontrolling interests in other consolidated entities, (4) Basic FFO allocable to share-based compensation awards, and (5) issuance costs associated with redeemed preferred shares. With these adjustments, Basic FFO represents FFO available to common shareholders and holders of common units in the Operating Partnership (“common units”). Common units are substantially similar to our common shares of beneficial interest (“common shares”) and are exchangeable into common shares, subject to certain conditions.

## BRAC

Base Realignment and Closure Commission of the United States Congress, the most recent of which Congress established in 2005 to ensure the integrity of the base closure and realignment process. The Commission provided an objective, non-partisan, and independent review and analysis of the list of military installation recommendations issued by the Department of Defense (“DOD”) on May 13, 2005. The Commission's mission was to assess whether the DOD recommendations substantially deviated from the Congressional criteria used to evaluate each military base. While giving priority to the criteria of military value, the Commission took into account the human impact of the base closures and considered the possible economic, environmental, and other effects on the surrounding communities.

## C4ISR

Command, Control, Communications, Computers, Intelligence, Surveillance & Reconnaissance.

# Definitions + Glossary (continued)

## **CASH NET OPERATING INCOME (“CASH NOI”)**

NOI from real estate operations adjusted to eliminate the effects of: straight-line rental adjustments, amortization of tenant incentives, amortization of intangibles and other assets included in FFO and NOI, lease termination fees from tenants to terminate their lease obligations prior to the end of the agreed upon lease terms, and rental revenue recognized under GAAP resulting from landlord assets and lease incentives funded by tenants. Cash NOI also includes adjustments to NOI from real estate operations for the effects of the items noted above pertaining to unconsolidated real estate JVs that were allocable to our ownership interest in the JVs. Under GAAP, rental revenue is recognized evenly over the term of tenant leases (through straight-line rental adjustments and amortization of tenant incentives), which, given the long term nature of our leases, does not align with the economics of when tenant payments are due to us under the arrangements. Also under GAAP, when a property is acquired, we allocate the acquisition to certain intangible components, which are then amortized into NOI over their estimated lives, even though the resulting revenue adjustments are not reflective of our lease economics. In addition, revenue from lease termination fees and tenant-funded landlord improvements, absent an adjustment from us, would result in large one-time lump sum amounts in Cash NOI that we do not believe are reflective of a property’s long-term value.

## **CASH RENT**

Includes monthly contractual base rent (ignoring rent abatements and rent associated with tenant funded landlord assets) multiplied by 12, plus estimated annualized expense reimbursements (average for first 12 months of term for new or renewed leases or as of lease expiration for expiring leases).

## **DEBT/TOTAL MARKET CAPITALIZATION**

Gross debt, divided by our total market capitalization.

## **DEFENSE/IT PORTFOLIO**

Represents properties in locations proximate to, or sometimes containing, key U.S. Government defense installations and missions.

## **DEVELOPMENT LEASING PIPELINE**

Formerly called the Shadow Development Pipeline, this internally maintained schedule tracks potential future development leasing transactions for which the Company is competing and believes it has a 50% or greater chance of winning within the next 24 months.

## **DEVELOPMENT PROFIT OR YIELD**

Calculated as cash NOI divided by the estimated total investment, before the impact of cumulative real estate impairment losses.

## **DILUTED ADJUSTED FUNDS FROM OPERATIONS AVAILABLE TO COMMON SHARE AND COMMON UNIT HOLDERS (“DILUTED AFFO”)**

Diluted FFO, as adjusted for comparability, adjusted for the following: (1) the elimination of the effect of (a) noncash rental revenues and property operating expenses (comprised of straight-line rental adjustments, which includes the amortization of recurring tenant incentives, and amortization of acquisition intangibles included in FFO and NOI, both of which are described under “Cash NOI” above), (b) share-based compensation, net of amounts capitalized, (c) amortization of deferred financing costs, (d) amortization of debt discounts and premiums, and (e) amortization of settlements of debt hedges; and (2) replacement capital expenditures (defined below). Diluted AFFO also includes adjustments to Diluted FFO, as adjusted for comparability for the effects of the items noted above pertaining to unconsolidated real estate JVs that were allocable to our ownership interest in the JVs.

## **DILUTED FFO AVAILABLE TO COMMON SHARE AND COMMON UNIT HOLDERS (“DILUTED FFO”)**

Basic FFO adjusted to add back any changes in Basic FFO that would result from the assumed conversion of securities that are convertible or exchangeable into common shares. The computation of Diluted FFO (which includes discontinued operations, if any) assumes the conversion of common units but does not assume the conversion of other securities that are convertible into common shares if the conversion of those securities would increase Diluted FFO per share in a given period.

## **DILUTED FFO AVAILABLE TO COMMON SHARE AND COMMON UNIT HOLDERS, AS ADJUSTED FOR COMPARABILITY (“DILUTED FFO, AS ADJUSTED FOR COMPARABILITY”)**

Diluted FFO or FFO adjusted to exclude: operating property acquisition costs (for acquisitions classified as business combinations); gain or loss on early extinguishment of debt; demolition costs on redevelopment and nonrecurring improvements; FFO associated with properties that secured non-recourse debt on which we defaulted and, subsequently, extinguished via conveyance of such properties (including property NOI, interest expense, and gains on debt extinguishment); loss on interest rate derivatives; and executive transition costs associated with named executive officers. Diluted FFO, as adjusted for comparability also includes adjustments to Diluted FFO for the effects of the items noted above pertaining to unconsolidated real estate JVs that were allocable to our ownership interest in the JVs.

## **DILUTED FFO PER SHARE**

Defined as (1) Diluted FFO divided by (2) the sum of the (a) weighted average common shares outstanding during a period, (b) weighted average common units outstanding during a period, and (c) weighted average number of potential additional common shares that would have been outstanding during a period if other securities that are convertible or exchangeable into common shares were converted or exchanged. The computation of Diluted FFO per share assumes the conversion of common units but does not assume the conversion of other securities that are convertible into common shares if the conversion of those securities would increase Diluted FFO per share in a given period.

# Definitions + Glossary (continued)

## **DILUTED FFO PER SHARE, AS ADJUSTED FOR COMPARABILITY**

Defined as (1) Diluted FFO available to common share and common unit holders, as adjusted for comparability divided by (2) the sum of the (a) weighted average common shares outstanding during a period, (b) weighted average common units outstanding during a period, and (c) weighted average number of potential additional common shares that would have been outstanding during a period if other securities that are convertible or exchangeable into common shares were converted or exchanged. The computation of this measure assumes the conversion of common units but does not assume the conversion of other securities that are convertible into common shares if the conversion of those securities would increase the per share measure in a given period.

## **DISA**

Defense Information Systems Agency.

## **EBITDA**

See Adjusted EBITDA.

## **EUL**

Enhanced Use Lease whereby the DOD grants a lease interest to a private developer in exchange for rent that the DOD can use to improve the related defense installation.

## **FUNDS FROM OPERATIONS ("FFO" OR "FFO PER NAREIT")**

Defined as net income or loss computed using GAAP, excluding gains on sales and impairment losses of real estate and investments in unconsolidated real estate JVs (net of associated income tax) and real estate-related depreciation and amortization. FFO also includes adjustments to net income or loss for the effects of the items noted above pertaining to unconsolidated real estate JVs that were allocable to our ownership interest in the JVs. We believe that we use the National Association of Real Estate Investment Trust's ("Nareit") definition of FFO, although others may interpret the definition differently and, accordingly, our presentation of FFO may differ from those of other REITs.

## **GROSS DEBT**

Defined as debt reported on our consolidated balance sheet adjusted to exclude net discounts and premiums and deferred financing costs, as further adjusted to include outstanding debt of unconsolidated real estate JVs that were allocable to our ownership interest in the JVs.

## **GSA**

United States General Services Administration.

## **IN-PLACE ADJUSTED EBITDA**

Defined as Adjusted EBITDA, as further adjusted for: (1) certain events occurring in a three month period to reflect Adjusted EBITDA as if the events occurred at the beginning of such period, including; (a) properties acquired, placed in service or expanded upon subsequent to the commencement of a period made in order to reflect a full period of ownership/operations; (b) properties removed from service or in which we disposed of interests; (c) significant mid-period occupancy changes associated with properties recently placed in service or acquired as if such occupancy changes occurred at the beginning of such period; and (2) adjustments to deferred rental revenue associated with changes in our assessment of collectability. The measure also includes adjustments for the effects of the items noted above pertaining to unconsolidated real estate JVs that were allocable to our ownership interest in the JVs. We believe that the pro forma adjustments described above are consistent with the requirements for preparation of amounts presented on a pro forma basis in accordance with Article 11 of Regulation S-X.

## **INTEREST DURATION**

The length of time for which an interest rate on debt is fixed.

## **INVESTMENT SPACE LEASED**

Includes vacant space leased within two years of the shell completion date for development properties or acquisition date for operating property acquisitions.

## **NGA**

National Geospatial Intelligence Agency.

## **NET CONSTRUCTION CONTRACT AND OTHER SERVICE REVENUES**

Defined as net operating income from real estate services such as property management, development and construction services primarily for the Company's properties but also for third parties. Construction contract and other service revenues and expenses consist primarily of subcontracted costs that are reimbursed to the Company by the customer along with a management fee. The operating margins from these activities are small relative to the revenue.

## **NET DEBT**

Gross debt (total outstanding debt reported per our balance sheet as adjusted to exclude net discounts and premiums and deferred financing costs), as adjusted to subtract cash and cash equivalents as of the end of the period. The measure also includes adjustments to Gross debt for the effects of the items noted above pertaining to unconsolidated real estate JVs that were allocable to our ownership interest in the JVs.

# Definitions + Glossary (continued)

## NET DEBT ADJUSTED FOR FULLY-LEASED INVESTMENT PROPERTIES

Defined as Net debt less costs incurred on properties under development and on operating property acquisitions that were 100% leased.

## NET DEBT TO ADJUSTED BOOK AND NET DEBT ADJUSTED FOR FULLY-LEASED INVESTMENT PROPERTIES TO ADJUSTED BOOK

These measures divide either Net debt or Net debt adjusted for fully-leased investment properties by Adjusted book.

## NET DEBT TO IN-PLACE ADJUSTED EBITDA RATIO AND NET DEBT ADJUSTED FOR FULLY-LEASED INVESTMENT PROPERTIES TO IN-PLACE ADJUSTED EBITDA RATIO

Defined as Net debt or Net debt adjusted for fully-leased investment properties divided by in-place adjusted EBITDA (defined above) for the three month period that is annualized by multiplying by four.

## NET OPERATING INCOME FROM REAL ESTATE OPERATIONS ("NOI")

Includes: consolidated real estate revenues; consolidated property operating expenses; and the net of revenues and property operating expenses of real estate operations owned through unconsolidated real estate JVs that are allocable to COPT Defense's ownership interest in the JVs.

## PAYOUT RATIOS BASED ON: DILUTED FFO; DILUTED FFO, AS ADJUSTED FOR COMPARABILITY; AND DILUTED AFFO

These payout ratios are defined as (1) the sum of dividends on common and deferred shares and distributions to holders of interests in the Operating Partnership to the extent they are dilutive in the respective FFO per share numerators divided by (2) the respective non-GAAP measures.

## PORTFOLIO

	3/31/26	12/31/25	9/30/25	6/30/25	3/31/25
<b># of Properties</b>					
Total Portfolio	207	207	204	204	204
Consolidated Portfolio	183	183	180	180	180
Defense/IT Portfolio	201	201	198	198	198
Same Property	203	203	203	203	203
<b>% Occupied</b>					
Total Portfolio	94.4 %	94.0 %	93.9 %	94.0 %	93.6 %
Consolidated Portfolio	93.2 %	92.8 %	92.6 %	92.8 %	92.3 %
Defense/IT Portfolio	95.6 %	95.5 %	95.4 %	95.6 %	95.3 %
Same Property	94.2 %	93.9 %	93.9 %	94.0 %	93.6 %
<b>% Leased</b>					
Total Portfolio	95.2 %	95.3 %	95.7 %	95.6 %	95.1 %
Consolidated Portfolio	94.3 %	94.3 %	94.8 %	94.6 %	94.0 %
Defense/IT Portfolio	96.4 %	96.5 %	97.0 %	96.8 %	96.6 %
Same Property	95.1 %	95.4 %	95.7 %	95.5 %	95.1 %
<b>Square Feet (in thousands)</b>					
Total Portfolio	25,155	25,147	24,585	24,571	24,548
Consolidated Portfolio	20,859	20,851	20,290	20,276	20,253
Defense/IT Portfolio	23,167	23,159	22,597	22,583	22,560
Same Property	24,557	24,557	24,557	24,557	24,557

# Definitions + Glossary (continued)

---

## **PRO FORMA NET DEBT, PRO FORMA NET DEBT ADJUSTED FOR FULLY-LEASED INVESTMENT PROPERTIES, PRO FORMA IN-PLACE ADJUSTED EBITDA AND ASSOCIATED RATIOS**

These measures and the ratios in which they are used adjust for the effect of noted dispositions of interests in properties that occurred subsequent to the end of reporting periods and before our release of financial results for such periods. The adjustments remove Adjusted EBITDA from real estate operations associated with the disposed interests in properties and adjust our net debt measures for resulting proceeds available for debt pay downs to reflect these measures and ratios as if such events occurring subsequent to a three month reporting period occurred at the beginning of such reporting period. We believe that these adjustments are consistent with the requirements for preparation of amounts presented on a pro forma basis in accordance with Article 11 of Regulation S-X.

## **REDEVELOPMENT**

Properties previously in operations on which activities to substantially renovate such properties are underway or approved.

## **REPLACEMENT CAPITAL EXPENDITURES**

Tenant improvements and incentives, building improvements, and leasing costs incurred during the period for operating properties that are not (1) items contemplated prior to the acquisition of a property, (2) improvements associated with the expansion of a building or its improvements, (3) renovations to a building which change the underlying classification of the building (for example, from industrial to office or Class C office to Class B office), (4) capital improvements that represent the addition of something new to the property rather than the replacement of something (for example, the addition of a new heating and air conditioning unit that is not replacing one that was previously there), or (5) replacements of significant components of a building after the building has reached the end of its original useful life. Replacement capital expenditures excludes expenditures of operating properties included in disposition plans during the period that were already sold or are held for future disposition. For cash tenant incentives not due to the tenant for a period exceeding three months past the date on which such incentives were incurred, we recognize such incentives as replacement capital expenditures in the periods such incentives are due to the tenant. Replacement capital expenditures, which is included in the computation of Diluted AFFO, is intended to represent non-transformative capital expenditures of existing properties held for long-term investment.

## **SAME PROPERTY**

Operating office and data center shell properties stably owned and 100% operational since at least the beginning of the prior year.

## **SAME PROPERTY NOI AND SAME PROPERTY CASH NOI**

NOI, or Cash NOI, from real estate operations of Same Property groupings.

## **SCIF**

Sensitive (or Secure) Compartmented Information Facility, or "SCIF," in U.S. military, security, and intelligence parlance is an enclosed area within a building that is used to process classified information within formal access controlled systems (as established by the Director of National Intelligence).

## **STABILIZATION**

Generally defined as properties that are at least 90% occupied.

## **STRAIGHT-LINE RENT**

Includes annual minimum base rents, net of abatements and lease incentives and excluding rent associated with tenant funded landlord assets, on a straight-line basis over the term of the lease, and estimated annual expense reimbursements (as of lease commencement for new or renewed leases or as of lease expiration for expiring leases).

## **TOTAL MARKET CAPITALIZATION**

Sum of: (1) consolidated outstanding debt, excluding discounts, premiums, and deferred financing costs; (2) the product of the closing price of our common shares on the NYSE and the sum of (a) common shares outstanding and (b) common units outstanding; and (3) the liquidation value of preferred shares and preferred units in our operating partnership.

## **UNDER DEVELOPMENT**

This term includes properties under, or contractually committed for, development.

## **VACANT SPACE LEASED**

Includes leasing of vacated second-generation space and vacant space leased in development properties and operating property acquisitions after two years from such properties' shell completion or acquisition date.

# Reconciliations

	Year Ended December 31,						Three Months Ended	
	2019	2020	2021	2022	2023	2024	3/31/26	
<b>Reconciliations of net income to diluted FFO and diluted FFO as adjusted for comparability (in thousands)</b>								
<b>Net income (loss)</b>	\$ 200,004	\$ 102,878	\$ 81,578	\$ 178,822	\$ (74,347)	\$ 143,942	\$ 159,534	\$ 40,139
Real estate-related depreciation and amortization	137,069	138,193	147,833	141,230	148,950	153,640	161,826	42,685
Impairment losses on real estate	329	1,530	—	—	252,797	—	—	—
Gain on sales of real estate	(105,230)	(30,209)	(65,590)	(47,814)	(49,392)	—	(3,350)	(582)
Gain on sale of investment in unconsolidated real estate JV	—	(29,416)	—	—	—	—	—	—
Depreciation and amortization on unconsolidated real estate JVs	2,703	3,329	1,981	2,101	3,217	3,056	2,950	742
Gain on sale of real estate on unconsolidated real estate JV	—	—	—	—	—	—	—	(1,146)
<b>FFO - per Nareit</b>	<b>234,875</b>	<b>186,305</b>	<b>165,802</b>	<b>274,339</b>	<b>281,225</b>	<b>300,638</b>	<b>320,960</b>	<b>81,838</b>
Noncontrolling interests - preferred units in the Operating Partnership	(564)	(300)	—	—	—	—	—	—
FFO allocable to other noncontrolling interests	(5,024)	(15,705)	(5,483)	(4,795)	(3,978)	(3,855)	(5,566)	(1,131)
Basic FFO allocable to share-based compensation awards	(905)	(719)	(777)	(1,433)	(1,940)	(2,417)	(2,171)	(603)
<b>Basic FFO available to common share and common unit holders</b>	<b>228,382</b>	<b>169,581</b>	<b>159,542</b>	<b>268,111</b>	<b>275,307</b>	<b>294,366</b>	<b>313,223</b>	<b>80,104</b>
Redeemable noncontrolling interests	132	147	(11)	(34)	(58)	1,963	—	—
Diluted FFO adjustments allocable to share-based compensation awards	—	—	32	109	150	188	387	64
<b>Diluted FFO available to common share and common unit holders</b>	<b>228,514</b>	<b>169,728</b>	<b>159,563</b>	<b>268,186</b>	<b>275,399</b>	<b>296,517</b>	<b>313,610</b>	<b>80,168</b>
Loss on early extinguishment of debt	—	7,306	100,626	609	—	—	66	—
(Gain) loss on early extinguishment of debt on unconsolidated real estate JVs	—	—	—	(168)	—	—	28	—
Loss on interest rate derivatives	—	53,196	—	—	—	—	—	—
Loss on interest rate derivatives included in interest expense	—	—	221	—	—	—	—	—
Demolition costs on redevelopment and nonrecurring improvements	148	63	423	—	—	—	—	—
Executive transition costs	4	—	—	343	518	285	—	—
Non-comparable professional and legal expenses	681	—	—	—	—	—	—	—
Dilutive preferred units in the Operating Partnership	—	300	—	—	—	—	—	—
FFO allocation to other noncontrolling interests resulting from capital event	—	11,090	—	—	—	—	—	—
Diluted FFO comparability adjustments allocable to share-based compensation awards	(3)	(327)	(507)	(5)	(4)	(2)	—	—
<b>Diluted FFO available to common share and common unit holders, as adjusted for comparability</b>	<b>\$ 229,344</b>	<b>\$ 241,356</b>	<b>\$ 260,326</b>	<b>\$ 268,965</b>	<b>\$ 275,913</b>	<b>\$ 296,800</b>	<b>\$ 313,704</b>	<b>\$ 80,168</b>
<b>Reconciliations of denominator for per share measures (in thousands)</b>								
Denominator for diluted EPS	111,623	112,076	112,418	112,620	112,178	112,899	113,304	114,309
Weighted average common units	1,299	1,236	1,257	1,454	1,509	1,672	2,083	2,063
Redeemable noncontrolling interests	—	123	—	—	38	842	—	—
Dilutive effect of additional share-based compensation awards	—	—	—	—	424	—	—	—
Dilutive convertible preferred units	—	171	—	—	—	—	—	—
<b>Denominator for diluted FFO per share, as adjusted for comparability</b>	<b>112,922</b>	<b>113,606</b>	<b>113,675</b>	<b>114,074</b>	<b>114,149</b>	<b>115,413</b>	<b>115,387</b>	<b>116,372</b>
<b>Diluted FFO per share, as adjusted for comparability</b>	<b>\$ 2.03</b>	<b>\$ 2.12</b>	<b>\$ 2.29</b>	<b>\$ 2.36</b>	<b>\$ 2.42</b>	<b>\$ 2.57</b>	<b>\$ 2.72</b>	<b>\$ 0.69</b>

# Reconciliations (continued)

	Actuals		Guidance	
	Year Ended December 31, 2025	Year Ending December 31, 2026		
		Low	High	
<b>Reconciliations of diluted EPS to diluted FFOPS per Nareit and as adjusted for comparability (in dollars per share)</b>				
Diluted EPS	\$ 1.34	\$ 1.24	\$ 1.30	
Real estate-related depreciation and amortization	1.43	1.50	1.50	
Gain on sales of real estate	(0.03)	(0.01)	(0.01)	
Other FFO adjustments	(0.02)	—	—	
<b>Diluted FFOPS - Nareit and as adjusted for comparability</b>	<b>\$ 2.72</b>	<b>\$ 2.73</b>	<b>\$ 2.79</b>	

# Reconciliations (continued)

	Three Months Ended					Three Months Ended
	12/31/21	12/31/22	12/31/23	12/31/24	12/31/25	3/31/26
<b>Reconciliations of net income to Adjusted EBITDA, in-place adjusted EBITDA, and pro forma in-place adjusted EBITDA (in thousands)</b>						
<b>Net income</b>	\$ 14,965	\$ 52,087	\$ 34,820	\$ 36,467	\$ 39,396	\$ 40,139
Interest expense	16,217	16,819	20,383	20,391	24,324	23,996
Income tax expense (benefit)	42	223	121	(24)	115	124
Depreciation and amortization	36,968	37,509	37,354	39,410	42,698	43,101
Gain on sales of real estate	(25,879)	(19,238)	—	—	(32)	(582)
Adjustments from unconsolidated real estate joint ventures	763	1,033	1,911	1,681	1,818	650
Loss on early extinguishment of debt	41,073	267	—	—	66	—
Gain on early extinguishment of debt on unconsolidated real estate JVs	—	(168)	—	—	—	—
Net gain on other investments	—	(595)	—	—	(26)	(29)
Credit loss recoveries	(88)	(1,331)	(1,288)	(113)	(644)	(369)
Business development expenses	628	794	445	758	508	802
Demolition costs on redevelopment and nonrecurring improvements	(8)	—	—	—	—	—
Executive transition costs	—	387	188	58	—	—
<b>Adjusted EBITDA</b>	<b>84,681</b>	<b>87,787</b>	<b>93,934</b>	<b>98,628</b>	<b>108,223</b>	<b>107,832</b>
Pro forma net operating income adjustment for property changes within period	—	2,704	1,341	528	1,969	—
Change in collectability of deferred rental revenue	—	—	(198)	1,646	127	86
Other	1,578	—	—	—	—	—
<b>In-place adjusted EBITDA</b>	<b>86,259</b>	<b>90,491</b>	<b>\$ 95,077</b>	<b>\$ 100,802</b>	<b>\$ 110,319</b>	<b>\$ 107,918</b>
Pro forma NOI adjustment from subsequent event transactions	(3,074)	(2,903)	—	—	—	—
<b>Pro forma in-place adjusted EBITDA</b>	<b>\$ 83,185</b>	<b>\$ 87,588</b>				
Annualized in-place adjusted EBITDA	\$ 345,036	\$ 361,964	\$ 380,308	\$ 403,208	\$ 441,276	\$ 431,672
Annualized pro forma in-place adjusted EBITDA	\$ 332,740	\$ 350,352				

	As of					As of
	12/31/21	12/31/22	12/31/23	12/31/24	12/31/25	3/31/26
<b>Reconciliations of debt per balance sheet to net debt, net debt adjusted for fully-leased investment properties, proforma net debt, and pro forma net debt adjusted for fully-leased investment properties (in thousands)</b>						
<b>Debt per balance sheet</b>	\$ 2,272,304	\$ 2,231,794	\$ 2,416,287	\$ 2,391,755	\$ 2,767,834	\$ 2,546,958
Net discounts and deferred financing costs	25,982	23,160	28,713	23,262	23,466	21,946
COPT Defense's share of unconsolidated JV gross debt	26,250	52,100	52,613	53,750	75,250	75,250
<b>Gross debt</b>	<b>2,324,536</b>	<b>2,307,054</b>	<b>2,497,613</b>	<b>2,468,767</b>	<b>2,866,550</b>	<b>2,644,154</b>
Less: Cash and cash equivalents	(13,262)	(12,337)	(167,820)	(38,284)	(274,986)	(28,580)
Less: CDP's share of cash of unconsolidated real estate JVs	(434)	(456)	(852)	(2,053)	(1,898)	(1,230)
<b>Net debt</b>	<b>2,310,840</b>	<b>2,294,261</b>	<b>2,328,941</b>	<b>2,428,430</b>	<b>2,589,666</b>	<b>2,614,344</b>
Costs incurred on fully-leased development properties	(162,884)	(95,972)	(53,914)	(18,774)	(8,226)	(82,576)
Costs incurred on fully-leased operating property acquisitions	—	—	—	(17,034)	—	—
<b>Net debt adjusted for fully-leased investment properties</b>	<b>\$ 2,147,956</b>	<b>\$ 2,198,289</b>	<b>\$ 2,275,027</b>	<b>\$ 2,392,622</b>	<b>\$ 2,581,440</b>	<b>\$ 2,531,768</b>
<b>Net debt</b>	<b>\$ 2,310,840</b>	<b>\$ 2,294,261</b>				
Pro forma debt adjustments from subsequent event transaction proceeds	(216,000)	(189,000)				
<b>Pro forma net debt</b>	<b>2,094,840</b>	<b>2,105,261</b>				
Costs incurred on fully-leased investment properties	(162,884)	(95,972)				
<b>Pro forma net debt adjusted for fully-leased investment properties</b>	<b>\$ 1,931,956</b>	<b>\$ 2,009,289</b>				

## Ratios

Net debt to in-place adjusted EBITDA ratio	6.7x	6.3x	6.1x	6.0x	5.9x	6.1x
Pro forma net debt to in-place adjusted EBITDA ratio	6.3x	6.0x				
Net debt adjusted for fully-leased investment properties to in-place adjusted EBITDA ratio	6.2x	6.1x	6.0x	5.9x	5.8x	5.9x
Pro forma net debt adjusted for fully-leased investment properties to in-place adjusted EBITDA ratio	5.8x	5.7x				

