

BRANDYWINE OPERATING PARTNERSHIP LP /PA

Form FWP

April 25, 2007

**Filed Pursuant to Rule 433
Registration No. 333-131255**

**PRICING TERM SHEET, dated April 24, 2007
\$300,000,000 5.700% Guaranteed Notes Due 2017**

Issuer:	Brandywine Operating Partnership, L.P.	
Guarantor:	Brandywine Realty Trust	
Size:	\$300,000,000	
Maturity:	May 1, 2017	
Coupon (Interest Rate):	5.700%	
Yield to Maturity:	5.722%	
Spread to Benchmark Treasury:	1.10%; T + 110 basis points	
Benchmark Treasury:	4.625% due February 2017	
Benchmark Treasury Price and Yield:	100-00+; 4.622%	
Interest Payment Dates:	May 1 and November 1, commencing on November 1, 2007	
Day Count Convention:	30 / 360	
Redemption Provision:	Make-whole call at T + 20 basis points	
Price to Public:	99.834%	
Gross Proceeds:	\$299,502,000	
Settlement Date:	T+4; April 30, 2007	
Denominations:	\$5,000 x \$1,000	
CUSIP:	105340AJ2	
Joint Book-Running Managers:		<u>Underwriting</u>
	Banc of America Securities LLC	\$88,000,000
	J.P. Morgan Securities Inc.	\$88,000,000
	Wachovia Capital Markets, LLC	\$88,000,000
Co-Managers:		

BMO Capital Markets Corp.	\$4,500,000
BNY Capital Markets Inc.	\$4,500,000
Citigroup Global Markets, Inc.	\$4,500,000
Deutsche Bank Securities Inc.	\$4,500,000
Greenwich Capital Markets, Inc.	\$4,500,000
Morgan Keegan & Company, Inc.	\$4,500,000
Piper Jaffrey & Co.	\$4,500,000
RBC Capital Markets Corporation	\$4,500,000

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Investor Relations, 610-325-5600 or emailing howard.sipzner@bdnreit.com at Brandywine Realty Trust.

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