

MEDICAL PROPERTIES TRUST, INC.
CHARTER OF THE COMPENSATION COMMITTEE

PURPOSE

The Compensation Committee (the "Committee") of the Board of Directors (the "Board") of Medical Properties Trust, Inc. (the "Company") is responsible for determining the compensation for the Company's Chief Executive Officer ("CEO"), directors and other executive officers. The Committee will produce an annual report on executive compensation for inclusion in any proxy statement for an annual meeting of Stockholders that the Company may be required to file under the Securities Exchange Act of 1934, as amended (the "Exchange Act").

MEMBERSHIP

The Committee shall consist of at least three (3) members of the Board of Directors (the "Board") each of whom shall (a) meet the independence requirements of the New York Stock Exchange listing standards and any other applicable laws, rules and regulations governing independence, as determined by the Board; (b) qualify as "non-employee directors" as defined under Section 16 of the Exchange Act; and (c) qualify as "outside directors" under Section 162(m) of the Internal Revenue Code of 1986, as amended. Members of the Committee and the Committee Chair shall be appointed by the Board on the recommendation of the Ethics, Nominating and Corporate Governance Committee.

DUTIES AND RESPONSIBILITIES

The Committee shall have the following duties and responsibilities:

1. Review and approve corporate goals and objectives relevant to CEO compensation, evaluate the CEO's performance in light of these goals and objectives, and provide a report thereon to the Board.
2. Review and determine base salary, incentive compensation and long-term compensation for the CEO, and report Committee's determination to the Board.
3. Review and evaluate the performance of the Company's executive officers.
4. Review and determine base salary, incentive compensation and long-term incentive compensation for directors and executive officers.
5. Review and make recommendations to the Board with respect to the Company's incentive compensation plans and equity-based plans.
6. Administer or provide for the administration of the Company's equity incentive plan.
7. Conduct an annual review of the Committee's performance, periodically assess the adequacy of its charter and recommend changes to the Board as needed.

8. Regularly report to the Board on the Committee's activities.
9. Obtain advice and assistance, as needed, from a compensation consultant, including the retention, termination and negotiation of terms and conditions of the assignment.
10. Delegate responsibility to subcommittees of the Committee as necessary or appropriate.