

MEDICAL PROPERTIES TRUST, INC.  
CHARTER OF THE ETHICS, NOMINATING  
AND CORPORATE GOVERNANCE COMMITTEE

PURPOSE

The Ethics, Nominating and Corporate Governance Committee (the "Committee") will assist the Board of Directors (the Board") of Medical Properties Trust, Inc. (the "Company") by identifying individuals qualified to become Board members, consistent with criteria approved by the Board, and to recommend to the Board the director nominees for the next annual meeting of shareholders; to develop and recommend to the Board the corporate governance guidelines and policies applicable to the Company; to lead the Board in its annual review of the Board's and management's performance; and to recommend to the Board director nominees for each committee.

MEMBERSHIP

The Committee shall be composed of at least three (3) directors all of whom shall meet the independence requirements of the New York Stock Exchange. The members shall be appointed and replaced by the Board.

DUTIES AND RESPONSIBILITIES

1. Recommend to the Board the size of the Board and criteria for qualification as a candidate for Board membership.
2. Review qualifications of candidates for membership of the Board.
3. Actively seek individuals qualified to become board members, consistent with criteria approved by the Board, for recommendation to the Board.
4. The Committee shall have the sole authority to retain and terminate any search firm to be used to identify director candidates and shall have sole authority to approve the search firm's fees and other retention terms.
5. The Committee shall have authority to obtain advice and assistance from internal or external legal, accounting or other advisors.
6. Recommend to the Board the slate of candidates for Board membership to be proposed for election by the stockholders at the Annual Meeting, and candidates to fill vacancies that may occur between Annual Meetings.
7. Recommend to the Board the establishment of, and responsibilities of, various committees of the Board and make recommendations concerning the rotation of committee chairs.

8. Recommend to the Board nominees for each of the Board's committees.
9. Establish, review and administer the retirement policy for membership on the Board.
10. The Committee may form and delegate authority to subcommittees when appropriate.
11. The Committee shall make regular reports to the Board.
12. Develop and recommend to the Board corporate governance guidelines and policies applicable to the Company, review and reassess the adequacy of such corporate governance guidelines and policies, and recommend any proposed changes to the Board for approval.
13. Receive comments from all directors and report annually to the Board with an assessment of the Board's performance, to be discussed with the full Board.
14. Review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval.
15. The Committee shall annually review its own performance.