

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>McLean Emmett E</u>  (Last) (First) (Middle) 1000 URBAN CENTER DRIVE SUITE 501  (Street) BIRMINGHAM AL 35242  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MEDICAL PROPERTIES TRUST INC [ MPW ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Vice President &amp; COO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/23/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common stock, par value \$0.001	01/23/2023		A		61,510 <sup>(1)</sup>	A	\$0	1,959,937	D	
Common stock, par value \$0.001	01/23/2023		A		127,170 <sup>(2)</sup>	A	\$0	2,087,107	D	
Common stock, par value \$0.001	01/25/2023		A		43,318 <sup>(3)</sup>	A	\$0	2,130,425	D	
Common stock, par value \$0.001	01/25/2023		A		3,601 <sup>(4)</sup>	A	\$0	2,134,026	D	
Common stock, par value \$0.001	01/25/2023		F		61,126 <sup>(5)</sup>	D	\$11.14	2,072,900	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Shares vest ratably at the beginning of each of the 12 calendar quarters beginning April 1, 2023.
- Shares will be earned based on the achievement of specific performance thresholds pertaining to the Company's EBITDA and strategic transactions, as defined and set by our compensation committee, over the period from January 1, 2023 through December 31, 2025, with the opportunity to earn up to one third of the award for 2023 performance against the specified measures. The actual number of shares to be issued will vary depending upon the achievement of these specific performance thresholds and further adjusted pursuant to modifier provisions in the award that are based on the Company's total return to shareholders.
- Represents additional shares earned under the 2020 performance award based on the Company's actual performance as compared to the performance hurdles defined in the award agreement, adjusted pursuant to the modifier provisions in the award that were based on the Company's total return to shareholders. The shares vested in January 2023.
- Represents additional shares earned under the 2022 performance award based on the Company's actual performance as compared to the performance hurdles defined in the award agreement, adjusted pursuant to the modifier provisions in the award that were based on the Company's total return to shareholders. The shares vested in January 2023.
- Represents shares withheld upon vesting of restricted stock to satisfy tax withholding obligations. This does not constitute a sale transaction.

W. Zachary Riddle, by power of attorney 01/25/2023

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.