

MEDICAL PROPERTIES TRUST INC  
Form 8-K  
May 24, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of report (Date of earliest event reported): May 19, 2011  
MEDICAL PROPERTIES TRUST, INC.  
(Exact Name of Registrant as Specified in Charter)  
Commission File Number 001-32559**

**Maryland**  
(State or other jurisdiction  
of incorporation or organization )

**20-0191742**  
(I. R. S. Employer  
Identification No.)

**1000 Urban Center Drive, Suite 501**  
**Birmingham, AL**  
(Address of principal executive offices)

**35242**  
(Zip Code)

Registrant's telephone number, including area code  
**(205) 969-3755**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Section 5. Corporate Governance and Management.**

**Item 5.07. Submission of Matters to a Vote of Security Holders**

Our annual meeting of stockholders was held on May 19, 2011. The four proposals considered at the annual meeting were voted on as follows:

Proposal 1: The election of seven directors for the ensuing year. The number of votes cast for and withheld for each nominee for director along with the number of broker non-votes is set forth below:

| <b>Nominee:</b>         | <b>For:</b> | <b>Withheld:</b> | <b>Broker Non-Votes:</b> |
|-------------------------|-------------|------------------|--------------------------|
| Edward K. Aldag, Jr.    | 69,914,119  | 9,135,684        | 23,131,184               |
| G. Steven Dawson        | 74,585,487  | 4,464,316        | 23,131,184               |
| R. Steven Hamner        | 67,834,489  | 11,215,314       | 23,131,184               |
| Robert E. Holmes, Ph.D. | 73,345,034  | 5,704,769        | 23,131,184               |
| Sherry A. Kellett       | 74,560,534  | 4,489,269        | 23,131,184               |
| William G. McKenzie     | 70,003,969  | 9,045,834        | 23,131,184               |
| L. Glenn Orr, Jr.       | 73,342,332  | 5,707,471        | 23,131,184               |

Proposal 2: A proposal to ratify the appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm for the fiscal year ending December 31, 2011. The number of votes that were cast for and against this proposal and the number of abstentions are set forth below:

| <b>For:</b> | <b>Against:</b> | <b>Abstentions:</b> |
|-------------|-----------------|---------------------|
| 98,024,179  | 322,727         | 3,834,081           |

Proposal 3: A proposal for an advisory resolution regarding executive compensation. The number of votes that were cast for and against this proposal and the number of abstentions and broker non-votes are set forth below:

| <b>For:</b> | <b>Against:</b> | <b>Abstentions and Broker Non-Votes:</b> |
|-------------|-----------------|--|
| 65,217,667  | 13,384,062      | 23,579,258                               |

Proposal 4: A proposal for an advisory resolution regarding whether an advisory vote on executive compensation should be held every one, two, or three years. The number of votes that were cast for one, two, or three years and the number of abstentions and broker non-votes are set forth below:

| <b>Every three years:</b> | <b>Every two years:</b> | <b>Every one year:</b> | <b>Abstentions and Broker Non-Votes:</b> |
|---------------------------|-------------------------|------------------------|--|
| 30,079,970                | 512,620                 | 48,237,274             | 23,351,123                               |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MEDICAL PROPERTIES TRUST, INC.**  
(Registrant)

By: /s/ R. Steven Hamner  
R. Steven Hamner  
Executive Vice President  
and Chief Financial Officer  
(Principal Financial and Accounting  
Officer)

Date: May 24, 2011