

POPWELL DAVID T
Form 3/A
December 30, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|-------------------------------------------|------------------------|-------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â POPWELL DAVID T | | (Month/Day/Year) | FIRST HORIZON NATIONAL CORP [FHN] | |
| (Last) | (First) | (Middle) | 07/18/2011 | |
| 165 MADISON AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | (Check all applicable) | |
| MEMPHIS, TN 38103 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP-Regional Bkg & Bkg COO | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 07/20/2011 | |
| 1. Title of Security (Instr. 4) | | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
| Common Stock | 153,895 ⁽¹⁾ | D | Â | |
| Common Stock | 1,270 | I | 401(k) | |

Table I - Non-Derivative Securities Beneficially Owned

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|-------------------------------------------------------|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|-------------------------------------------------------|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------------|------------------|-----------------|--------------|----------------------------|-----------|---------------------------------------|---|
| Salary Stock Units | Â (2) | Â (2) | Common Stock | 14,447 | \$ 0 | D | Â |
| Salary Stock Units | Â (3) | Â (3) | Common Stock | 7,865 | \$ 0 | D | Â |
| Stock Options (Right to Buy) | 07/20/2010 | 07/20/2014 | Common Stock | 12,003 | \$ 31.266 | D | Â |
| Stock Options (Right to Buy) | 07/20/2010 | 07/20/2014 | Common Stock | 33,010 | \$ 31.266 | D | Â |
| Stock Options (Right to Buy) | 04/18/2011 | 04/18/2015 | Common Stock | 24,007 | \$ 10.93 | D | Â |
| Stock Options (Right to Buy) | 02/11/2012 | 02/11/2018 | Common Stock | 41,924 | \$ 11.85 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| POPWELL DAVID T 165 MADISON AVENUE MEMPHIS, TN 38103 | Â | Â | Â EVP-Regional Bkg & Bkg COO | Â |

Signatures

/s/ John A. Niemoeller,
attorney-in-fact

12/30/2011

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

(1) Of the total balance, 82,601 are unvested restricted shares. Of this unvested balance, 5,254 shares will vest on July 20, 2011, 15,588 shares will vest on March 5, 2012, 6,199 shares will vest on February 26, 2013, 15,599 shares will vest on March 5, 2013, 16,877 shares will vest on February 11, 2014, 6,206 shares will vest on February 26, 2014, and 16,878 shares will vest on February 11, 2015. The total balance also includes a grant of 16,801 performance restricted shares which will forfeit unless issuer achieves certain performance criteria; otherwise, the 16,801 shares will vest on February 25, 2012. Additionally, the total balance includes 46,783 stock units which will vest 50% on March 5, 2012 and 50% on March 5, 2013.

(2) Salary stock units (SSUs) were issued bi-weekly in 2010 as a portion of the reporting person's salary compensation. An SSU represents the right to receive a cash payment equal to the future value of a share of FHN common stock. SSUs issued in 2010 will be valued during June 2012 and will be paid in July or August, but not later than August 20, 2012.

(3) Salary stock units (SSUs) are issued quarterly as a portion of the reporting person's salary compensation. An SSU represents the right to receive a cash payment equal to the future value of a share of FHN common stock. SSUs credited for the first two quarters of 2011 will be paid in June or July 2012.

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

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