

FIRST HORIZON NATIONAL CORP
 Form 4
 September 07, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN 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 *
 POPWELL DAVID T

2. Issuer Name and Ticker or Trading Symbol
 FIRST HORIZON NATIONAL CORP [FHN]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 165 MADISON AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 09/06/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 President-Banking

MEMPHIS, TN 38103
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 | 09/06/2016 | | M | | 41,924 A \$ 11.85 | 299,844 | D |
| Common Stock | 09/06/2016 | | S | | 41,924 (1) D \$ 15.093 (2) | 257,920 | D |
| Common Stock | 09/06/2016 | | M | | 68,498 A \$ 9.46 | 326,418 | D |
| Common Stock | 09/06/2016 | | S | | 68,498 (1) D \$ 15.129 (3) | 257,920 | D |
| | | | | | | 2,291 | I 401(k) |

Common
Stock

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

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 control number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options (Right to Buy) | \$ 11.85 | 09/06/2016 | | M | 41,924 | 02/11/2012 | 02/11/2018 | Common Stock | 41,924 |
| Stock Options (Right to Buy) | \$ 9.46 | 09/06/2016 | | M | 68,498 | 02/14/2013 | 02/14/2019 | Common Stock | 68,498 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| POPWELL DAVID T 165 MADISON AVENUE MEMPHIS, TN 38103 | | | President-Banking | |

Signatures

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

09/07/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Sale of option shares intended to cover the cost of exercise including taxes and for other purposes.

Each of the prices reported in Column 4 is a weighted average price. In the aggregate, these shares were sold in multiple transactions at prices ranging from \$15.08 to \$15.11, inclusive. The reporting person undertakes to provide First Horizon National Corporation, any security holder of First Horizon National Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges referenced in this footnote.

(2) Each of the prices reported in Column 4 is a weighted average price. In the aggregate, these shares were sold in multiple transactions at prices ranging from \$15.12 to \$15.16, inclusive. The reporting person undertakes to provide First Horizon National Corporation, any security holder of First Horizon National Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges referenced in this footnote.

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

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