

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)

<p>1. Name and Address of Reporting Person *</p> <p>POPWELL DAVID T</p> <p>(Last) (First) (Middle)</p> <p>165 MADISON AVENUE</p> <p>(Street)</p> <p>MEMPHIS, TN 38103</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/18/2011</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>FIRST HORIZON NATIONAL CORP [FHN]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>EVP-Regional Bkg &amp; Bkg COO</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>07/20/2011</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

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 <sup>(1)</sup>	D	Â
Common Stock	1,270	I	401(k)

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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