

FIRST HORIZON NATIONAL CORP

Form 4

April 25, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
BAKER GERALD L

(Last) (First) (Middle)

**FIRST HORIZON NATIONAL
CORPORATION, 165 MADISON
AVENUE**

(Street)

MEMPHIS, TN 38103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
**FIRST HORIZON NATIONAL
CORP [FHN]**3. Date of Earliest Transaction
(Month/Day/Year)
04/21/20064. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) **Chief Operating Officer**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)
Common Stock	04/21/2006		A ⁽¹⁾	10,318 A \$ 0	60,539	D	
Common Stock	04/21/2006		A ⁽²⁾	2,579 A \$ 0	63,118	D	
Common Stock					904 ⁽³⁾	I	401(k) Plan

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**SEC 1474
(9-02)

required to respond unless the form displays a currently valid OMB control number.

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)	\$ 40.71	04/21/2006		A		51,601		04/21/2009 ⁽⁴⁾	04/21/2013	Common Stock	51,601
Stock Options (Right to buy)	\$ 40.71	04/21/2006		A		12,896		04/21/2009 ⁽⁵⁾	04/21/2013	Common Stock	12,896

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BAKER GERALD L FIRST HORIZON NATIONAL CORPORATION 165 MADISON AVENUE MEMPHIS, TN 38103	Chief Operating Officer

Signatures

by Clyde A. Billings, Jr.,
attorney-in-fact

04/25/2006

__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).
- (4) 4/21/06 Grant: Options are exercisable 50% after 3 years, 100% after 4 years. These options are forfeitable in 2007 if certain performance criteria related to 2006 are not met.
- (2) Grant of restricted stock under 2003 Equity Compensation Plan. Restrictions lapse 50% after 3 years, 100% after 4 years.
- (3) End-of-period total may include adjustment reflecting exempt acquisitions under Issuer's 401(k) Plan.

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- (1) Grant of restricted stock under 2003 Equity Compensation Plan. Restrictions lapse 50% after 3 years, 100% after 4 years. These shares of restricted stock are forfeitable in 2007 if certain performance criteria related to 2006 are not met.
- (5) 4/21/06 Grant: Options are exercisable 50% after 3 years, 100% after 4 years.

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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