

FIRST HORIZON NATIONAL CORP
Form DEFA14A
March 14, 2016
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities

Exchange Act of 1934 (Amendment No.)

Filed by the Registrant x

Filed by a Party other than the Registrant o

Check the appropriate box:

o Preliminary Proxy Statement

o **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

o Definitive Proxy Statement

x Definitive Additional Materials

o Soliciting Material Pursuant to § 240.14a-12

FIRST HORIZON NATIONAL CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

x No fee required.

o Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

o Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
- (3) Filing Party:
- (4) Date Filed:

Shareowner Services
P.O. Box 64945
St. Paul, MN 55164-0945

**FIRST HORIZON NATIONAL CORPORATION
ANNUAL MEETING**

**April 26, 2016
10:00 a.m. Central time**

**FIRST TENNESSEE BUILDING
M-Level Auditorium
165 Madison Avenue
Memphis, TN 38103**

Directions to the Annual Meeting
can be obtained by contacting our
Community Relations office at 866-365-4313.

**Important Notice of Availability of Proxy Materials for the
Shareholder Meeting to be Held on April 26, 2016.**

Notice is hereby given that the Annual Meeting of Shareholders of First Horizon National Corporation will be held at the First Tennessee Building, M-Level Auditorium, 165 Madison Avenue, Memphis, TN on April 26, 2016 at 10:00 a.m. Central time.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The proxy statement, proxy card and annual report are available at <http://ir.fhnc.com>

If you want to receive a paper copy or an email with links to the electronic materials, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side of this notice on or before April 13, 2016 to facilitate timely delivery.

Matters intended to be acted upon at the meeting are listed below.

The Board of Directors recommends that you vote FOR the following proposals:

1. Election of ten directors to serve until the 2017 Annual Meeting of Shareholders:
01 John C. Compton 05 R. Brad Martin 09 Cecelia D. Stewart
02 Mark A. Emkes 06 Scott M. Niswonger 10 Luke Yancy III
03 Corydon J. Gilchrist 07 Vicki R. Palmer
04 D. Bryan Jordan 08 Colin V. Reed
2. Approval of our Equity Compensation Plan, as proposed to be amended and restated.
3. Approval of our Management Incentive Plan, as proposed to be amended and restated.
4. Approval of an advisory resolution to approve executive compensation.
5. Ratification of appointment of KPMG LLP as auditors.

THIS IS NOT A FORM FOR VOTING

You may immediately vote your shares on the Internet at:

www.proxypush.com/fhn

• Use the Internet to vote your shares until 11:59 p.m. (CT) on April 21, 2016 (for shares held in the First Horizon National Corporation Savings Plan) or April 25, 2016 (for all other shares).

• Please have this Notice and the last four digits of your Social Security number or Tax Identification number available. Follow the instructions to vote your shares.

Your Internet vote authorizes the named proxies and/or the trustee of the First Horizon National Corporation Savings Plan to vote your shares in the same manner as if you marked, signed and returned your proxy/voting instruction card.

To request paper copies of the proxy materials, which include the proxy card, proxy statement and annual report, please contact us via:

Internet/Mobile – Access the Internet and go to www.investorelections.com/fhn. Follow the instructions to log in and order copies.

Telephone – Call us free of charge at 1-866-870-3684 in the U.S. or Canada, using a touch-tone phone, and follow the instructions to log in and order copies.

Email – Send us an email at paper@investorelections.com with “fhn Materials Request” in the subject line.

The email must include:

- The 11-digit control # located in the box in the upper right hand corner on the front of this notice.
- Your preference to receive printed materials via mail **-or-** to receive an email with links to the electronic materials.
- If you choose email delivery you must include the email address.
- If you would like this election to apply to delivery of material for all future meetings, write the word “Permanent” and include the last 4 digits of your Social Security number or Tax ID number in the email.

Important Information about the Notice of Internet Availability of Proxy Materials

This Notice of Internet Availability of Proxy Materials (Notice) is provided to shareholders in place of the printed materials for the upcoming annual shareholder meeting.

Information about the Notice:

In 2007, the Securities and Exchange Commission adopted a voluntary rule permitting Internet-based delivery of proxy materials. Companies can now send notices rather than printed proxy materials to shareholders. This may help lower mailing, printing and storage costs for the company, while minimizing environmental impact. This Notice contains specific information regarding the meeting, proposals and the Internet site where the proxy materials may be found.

To view the proxy materials online:

Please refer to the instructions in this Notice on how to access and view the proxy materials online, including the proxy card, annual report and proxy statement.

To receive paper copies of the proxy materials:

Please refer to the instructions in this Notice on how to request hard copies of proxy materials via phone, email or Internet.