

FIRST HORIZON NATIONAL CORP

Form 8-K

October 27, 2017

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**

**The Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): October 24, 2017

**First Horizon National Corporation**

(Exact Name of Registrant as Specified in Charter)

**TN**

**001-15185**

**62-0803242**

(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

**165 MADISON AVENUE MEMPHIS, TENNESSEE 38103**

(Address of principal executive office)

(Zip Code)

Registrant's telephone number, including area code: **(901) 523-4444**

(Former name or former address, if changed from last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**ITEM 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

**(e) Compensatory Arrangements of Certain Officers**

Effective October 24, 2017, the Compensation Committee of the Board of Directors of First Horizon National Corporation (“FHN”) approved a special cash bonus for FHN’s Chief Executive Officer, D. Bryan Jordan, of \$5.5 million, after discussing the bonus with the entire Board of Directors in executive session. By making this award the Committee, and the entire Board, recognized and rewarded Mr. Jordan for, among other things, his leadership over the past six years and the company’s outstanding performance during that time. This bonus fulfills the Committee’s intention, stated in FHN’s proxy statement for its 2017 annual meeting of shareholders, to deliver value commensurate with FHN’s achievements over the past six years.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**First Horizon National  
Corporation**  
(Registrant)

Date: October 27, 2017 **By: /s/ Clyde A. Billings, Jr.**  
Clyde A. Billings, Jr.  
*Senior Vice President,  
Assistant General Counsel,  
and Corporate Secretary*