

CONDUENT Inc (CNDT)

2026 DEF 14A · filed 2026-04-03 · CIK 0001677703

Headline facts

CEO TOTAL PAY

\$6,851,997

Clifford Skelton · 2025 · ' 1% YoY

CEO PAY RATIO ITEM 402(U)

463 to 1

Median employee: \$14,809

SAY ON PAY CD&A

50%

Extracted from: Compensation Discussion & Analysis

COMPENSATION COMMITTEE CD&A

Compensation Committee

Governance policies

CLAWBACK

present

PLEDGING

prohibited

HEDGING

Not disclosed

STOCK OWNERSHIP GUIDELINES

present

Peer snapshot

3 peers auto-selected from CNDT's disclosed compensation peer group. Each row shows the peer's latest filing.

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
G Genpact LTD	\$ 16,324,289	530 to 1	\$30,810	The compensation committee granted Mr
ICFI ICF International, Inc.	\$6,857,678	68 to 1	\$101,504	In making its compensation determinations, the Committee reviewed and assessed the analysis and recommendations of Company management
TNET TRINET GROUP, INC.	\$10,552,055	—	\$99,327	Compensation and Human Capital Management Committee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Clifford Skelton Former President and Chief Executive Officer	\$835,000	\$6,001,997	—	\$15,000	\$6,851,997
Stephen Wood Former Executive Vice President & Chief Financial Officer	\$220,048	\$1,399,998	—	\$916,732	\$2,536,778
Michael McDaniel Former Executive Vice President	\$405,129	\$1,339,995	—	\$520,393	\$2,265,517
Michael Krawitz Executive Vice President General Counsel & Secretary	\$525,000	\$1,456,995	\$89,250	\$19,455	\$2,090,700
Adam Appleby Executive Vice President	\$475,000	\$958,997	\$76,000	\$498	\$1,510,495
Mark Prout Former Executive Vice President Chief Information and Technology Officer	\$450,000	\$1,019,993	—	\$7,237	\$1,477,230

CEO pay mix (latest year)

Base salary	12%
Cash incentive	0%
Equity	88%
Other	0%
At-risk	88%

Every fact above, traced back to filing text

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CEO pay ratio = 463 to 1

Extracted from: CEO Pay Ratio section (Item 402(u)) · confidence 0.94

“we used the amount reported in the Total column in the 2025 Summary Compensation Table for our CEO total compensation of \$6,851,997 and the 2025 compensation for our median associate of \$14,809, as calculated using 2025 payroll data in a similar manner. Based on these total compensation numbers, we estimate the ratio of the annual total compensation of our CEO to the median of the annual total compensation of all of our associates for 2025 was 463:1. This represents a reasonable estimate, calculated in a manner consistent with SEC regulations. Our ratio has increased from the prior year due to...”

Median employee compensation = \$14,809

Extracted from: CEO Pay Ratio section (Item 402(u)) · confidence 0.9

“CEO Pay Ratio Disclosure To determine the 2025 CEO Pay Ratio, we used the amount reported in the Total column in the 2025 Summary Compensation Table for our CEO total compensation of \$6,851,997 and the 2025 compensation for our median associate of \$14,809, as calculated using 2025 payroll data in a similar manner. Based on these total compensation numbers, we estimate the ratio of the annual total compensation of our CEO to the median of the annual total compensation of all of our associates for 2025 was 463:1. This represents a reasonable estimate,”

Say on pay = 50%

Extracted from: Compensation Discussion & Analysis · confidence 0.84

“Advisory Say on Pay Vote and Shareholder Engagement”

Compensation committee = Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Independent Compensation Committee oversight”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“recoupment policy”

Hedging policy = —

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Trading, Hedging and Pledging”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“In addition, our executive officers are prohibited from pledging our Common Stock as collateral, including holding our Common Stock in a margin account.”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“stock ownership guidelines”