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COSTCO WHOLESALE CORP /NEW (COST)

2025 DEF 14A · filed 2025-12-04 · CIK 0000909832

Headline facts

CEO TOTAL PAY

$13,932,597

Ron M. Vachris · 2025 · ‘ 14% YoY

SAY ON PAY

Not disclosed

CEO PAY RATIO ITEM 402(U)

283 to 1

Median employee: $66,262

COMPENSATION COMMITTEE CD&A

Compensation Committee

Governance policies

CLAWBACK

present

HEDGING

prohibited

PLEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

Not extracted

Peer snapshot

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

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
WMT Walmart Inc.	$29,240,930	958 to 1	$30,520	Compensation Committee
HD HOME DEPOT, INC.	$16,191,127	427 to 1	—	Leadership Development and Compensation Committee
TGT TARGET CORP	$21,830,088	794 to 1	—	Compensation & Human Capital Management Committee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Ron M. Vachris Chief Executive Officer, President and Director	$1,183,270	$12,036,800	$600,000	$58,631	**$13,932,597**
Javier Polit Executive Vice President, Chief Information and Digital Officer	$541,116	$3,670,902	$184,000	$96,191	**$7,508,209**
Gary Millerchip Executive Vice President, Chief Financial Officer	$915,115	$5,453,713	$184,000	$201,685	**$6,770,513**
Richard A. Galanti8 Former Executive Vice President	$502,079	$5,260,598	—	$148,054	**$6,504,736**
Pierre Riel7 Executive Vice President, COO - International Division	$713,654	$4,123,770	$184,000	$249,232	**$5,287,017**
Russ D. Miller Senior Executive Vice President, COO - U.S. and Mexico Operations	$765,192	$4,123,770	$184,000	$64,855	**$5,181,678**

CEO pay mix (latest year)

Base salary	9%
Cash incentive	4%
Equity	87%
Other	0%
At-risk	**91%**

SOURCE CITATIONS

Every fact above, traced back to filing text

Generated 2026-08-02 06:37:20Z. Each citation lists the section the fact was extracted from (CD&A, Item 402(u), Item 407(e)(5) committee report).

CEO pay ratio = 283 to 1

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

“an average exchange-rate for the year to date period. The median employee in the considered population had a total compensation of $49,186. Ratio The CEO's total compensation as shown in the Summary Compensation Table was $13,932,597. Based upon the estimates, assumptions, and methodology described above, the pay ratio is 283:1. This ratio may not be comparable to that reported by other companies due to differences in industries, scope of international operations, business models and scale, as well as the differences in estimates, assumptions, and methodologies. Supplemental Ratio Approximatel…”

Median employee compensation = $66,262

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

“of the “considered population” were part-time, seasonal or temporary workers, which significantly impacts the ratio shown above. We believe it is appropriate to present a supplemental calculation using the same methodology as above except that it includes only workers who are full-time. Using this methodology, the median employee has a total compensation of $66,262, resulting in a pay ratio of 210:1.”

Compensation committee = Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“The Committee’s function is more fully described under “Committees of the Board — Compensation Committee.””

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Clawback Policy”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“The prohibition on transactions involving hedging includes any”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“The Corporate Governance Guidelines prohibit transactions involving hedging of the Company's equity securities by directors, officers, and employees and prohibit pledging of the Company's equity securities by directors and executive officers”