

QUEST DIAGNOSTICS INC (DGX)

2026 DEF 14A · filed 2026-04-06 · CIK 0001022079

Headline facts

CEO TOTAL PAY

\$15,498,479

James E. Davis · 2025 · + 8% YoY

CEO PAY RATIO

Not in CD&A

SAY ON PAY CD&A

Not disclosed

Extracted from: Compensation Discussion & Analysis

COMPENSATION COMMITTEE CD&A

Compensation and Leadership Development Committee

Governance policies

CLAWBACK

present

PLEDGING

prohibited

HEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

present

Peer snapshot

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

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
A AGILENT TECH- NOLOGIES, INC.	\$12,827,236	155 to 1	\$12,827,236	Compensation Committee
BDX BECTON DICKINSON & CO	\$17,129,140	374 to 1	—	Compensation Committee
BSX BOSTON SCIENTIFIC CORP	\$23,532,050	348 to 1	\$23,532,050	Compensation Committee
SYK STRYKER CORP	\$21,401,495	—	—	Compensation and Human Capital Com- mittee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
James E. Davis Chairman, Chief Executive Officer and President	\$1,250,000	\$8,762,861	\$2,205,844	\$279,901	\$15,498,479
Sam A. Samad Executive Vice President and Chief Financial Officer	\$693,269	\$2,190,967	\$710,358	\$82,805	\$4,427,141
Catherine T. Doherty Executive Vice President, Regional Businesses	\$643,269	\$1,679,674	\$615,184	\$49,943	\$3,562,946
Karthik Kuppusamy Senior Vice President, Clinical Solu- tions	\$568,269	\$1,095,483	\$475,526	\$65,652	\$2,579,823
Michael E. Prevoznik Senior Vice President and General Counsel	\$550,000	\$1,132,015	\$438,323	\$55,912	\$2,563,593

CEO pay mix (latest year)

Base salary	8%
Cash incentive	14%
Equity	76%
Other	2%
At-risk	90%

Every fact above, traced back to filing text

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Median employee compensation = —

Extracted from: Compensation Discussion & Analysis · confidence 0.9

“set forth in parentheses following the country): India (333); Mexico (485); Finland (217); Canada (48); Brazil (6); Ireland (17); Germany (22); and China (2). Also excluded were nearly 180 employees from businesses Quest recently acquired, including University Hospitals and Spectra Laboratories. To identify our median employee, we used 2025 wages reported to the Internal Revenue Service (or to the Canada Revenue Agency for LifeLabs employees), annualized for employees who were employed on December 31, 2025, but did not work for us for all of 2025. 2026 Proxy Statement 55 AnchorEquity Compensat...”

Say on pay = —

Extracted from: Compensation Discussion & Analysis · confidence 0.84

“s) Utilize an independent compensation consultant Conduct annual risk assessment of compensation plans Maintain an investor outreach program to incorporate feedback in our program Provide stockholders an annual “say on pay” vote Evaluate management succession and leadership development efforts on an ongoing basis No excise tax gross-ups upon a change in control No supplemental pension benefits for executives No “single-trigger” vesting in connection with a change in control for equity awards No hedging or pledging or speculative transactions in our securities by directors and executi...”

Compensation committee = Compensation and Leadership Development Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Compensation and Leadership Development Committee”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Recoupment Policy (the “Policy”)”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Our directors and executive officers are prohibited from hedging the economic risk of owning our Common Stock”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Our directors and executive officers are prohibited from hedging the economic risk of owning our Common Stock. For information regarding our policies relating to directors, executive officers and other employees hedging or pledging the Company’s common stock, see “Policies Regarding Insider Trading, Window Periods and Hedging and Pledging our Common Stock” on page 20.”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“share ownership requirements in our guidelines, the Committee monitors future equity awards to that person to assure that the interests of the named executive officer and stockholders continue to be significantly aligned and, if warranted, adjusts the minimum share ownership requirements or adds retention requirements.”