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Walt Disney Co (DIS)

2026 DEF 14A · filed 2026-01-22 · CIK 0001744489

Headline facts

CEO TOTAL PAY

$45,842,574

Robert A. Iger · 2025 · ‘ 12% YoY

SAY ON PAY

Not disclosed

CEO PAY RATIO ITEM 402(U)

805 to 1

Median employee: $56,932

COMPENSATION COMMITTEE CD&A

Compensation Committee

Governance policies

CLAWBACK

present

HEDGING

prohibited

PLEDGING

Not disclosed

STOCK OWNERSHIP GUIDELINES

Not extracted

Peer snapshot

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

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
GOOGL Alphabet Inc.	$10,906,079	35 to 1	$310,826	Leadership Development, Inclusion and Compensation Committee
AMZN AMAZON COM INC	$2,069,861	51 to 1	$40,206	Leadership Development and Compensation Committee
AAPL Apple Inc.	$74,294,811	533 to 1	$139,483	People and Compensation Committee
META Meta Platforms, Inc.	$25,125,904	65 to 1	$388,200	Compensation, Nominating & Governance Committee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Robert A. Iger Chief Executive Officer; Former Executive Chairman	$1,000,000	$21,000,057	$7,250,000	$2,592,511	**$45,842,574**
Hugh F. Johnston Senior Executive Vice President and Chief Financial Officer	$2,000,000	$9,187,951	$5,800,000	$118,292	**$20,168,775**
Horacio E. Gutierrez Senior Executive Vice President, Chief Legal and Global Affairs Officer	$1,533,404	$7,608,979	$4,480,000	$127,574	**$16,286,239**
Sonia L. Coleman Senior Executive Vice President and Chief People Officer	$947,269	$2,809,149	$2,540,000	$42,867	**$7,374,471**
Kristina K. Schake Senior Executive Vice President and Chief Communications Officer	$823,145	$2,587,538	$1,800,000	$84,002	**$6,157,209**

CEO pay mix (latest year)

Base salary	2%
Cash incentive	16%
Equity	76%
Other	6%
At-risk	**92%**

SOURCE CITATIONS

Every fact above, traced back to filing text

Generated 2026-08-02 04:13:00Z. Each citation lists the section the fact was extracted from (CD&A, Item 402(u), Item 407(e)(5) committee report).

CEO pay ratio = 805 to 1

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

"annual compensation was $56,932. Mr. Iger was Chief Executive Officer on September 26, 2025. Mr. Iger's total annual compensation, including the Company's contribution to health insurance premiums (which are not included in the Fiscal 2025 Summary Compensation Table in this proxy statement), was $45,851,157. The ratio of these amounts was 805:1. 76The Walt Disney Company | Notice of 2026 Annual Meeting and Proxy Statement Proxy SummaryCorporate Governance and Board MattersDirector CompensationExecutive CompensationAudit-Related MattersItems to Be Voted OnInformation About VotingCertain Relatio…"

Median employee compensation = $56,932

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

"and the median employee's compensation did not contain distortive compensation features (e.g., abnormal amounts of overtime, special premium pay or commissions/tips, etc.). The median Disney employee works in a full-time hourly role in parks and has been with the Company for over eight years. For fiscal 2025, the median employee's total annual compensation was $56,932. Mr. Iger was Chief Executive Officer on September 26, 2025. Mr. Iger's total annual compensation, including the Company's contribution to health insurance premiums (which are not included in the Fiscal 2025 Summary Compensation …"

Compensation committee = Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

"In December 2024, the Compensation Committee reviewed the annual performance-based bonus program"

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

"Clawback Policy Beyond Dodd-FrankIn connection with the SEC's and New York Stock Exchange's rules requiring adoption of a clawback policy applicable to incentive-based compensation for Section 16 officers of listed companies, the Company has adopted The Walt Disney Company Clawback Policy, and current Section 16 officers of the Company have agreed in writing that employment agreements and other compensation agreements and plans are subject to the policy"

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

"The Company believes these policies and procedures are reasonably designed to promote compliance with insider trading laws, rules and regulations and applicable listing standards.No Hedging or PledgingThe ITCP prohibits Directors, NEOs and all others subject to the ITCP from entering into any transaction designed to hedge, or having the effect of hedging, the economic risk of owning the Company's securities and prohibits certain persons, including Directors and the NEOs, from pledging Company securities"

Pledging policy = —

Extracted from: Compensation Discussion & Analysis · confidence 0.93

"Compensation Discussion and Analysis Fiscal 2025 Named Executive Officers ("NEOs") Robert A. IgerChief Executive OfficerHugh F. Johnston-Senior Executive Vice President and Chief Financial OfficerHoracio E. GutierrezSenior Executive Vice President, Chief Legal and Global Affairs OfficerSonia L. ColemanSenior Executive Vice President and Chief People OfficerKristina K. SchakeSenior Executive Vice President and Chief

Communications Officer Our Executive Compensation Guiding Principles We design our executive compensation program to attract, retain and motivate high-caliber executives, and to driv…”