

FEDEX CORP (FDX)

2025 DEF 14A · filed 2025-08-18 · CIK 0001048911

Headline facts

CEO TOTAL PAY

\$12,873,691

Rajesh Subramaniam · 2025 · + 4% YoY

CEO PAY RATIO

CD&A

254 to 1

Median employee: \$50,791

SAY ON PAY

Not disclosed

COMPENSATION COMMITTEE

CD&A

Compensation & HR Committee

Governance policies

CLAWBACK

present

PLEDGING

prohibited

HEDGING

Not disclosed

STOCK OWNERSHIP GUIDELINES

Not extracted

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Rajesh Subramaniam President and Chief Executive Officer (Principal Executive Officer)	\$1,483,333	\$2,252,030	\$3,422,321	\$1,616,313	\$12,873,691
Sriram Krishnasamy Executive Vice President, Chief Digital and Information Officer and Chief Transformation Officer	\$835,985	\$1,151,910	\$1,000,796	\$867,208	\$6,964,394
John W. Dietrich Executive Vice President and Chief Financial Officer (Principal Financial Officer)	\$965,502	\$970,456	\$941,835	\$742,615	\$5,434,932
John A. Smith Chief Operating Officer — United States and Canada, Federal Express	\$899,656	\$1,030,343	\$1,174,994	\$763,439	\$5,281,073
Brie A. Carere Executive Vice President — Chief Customer Officer	\$844,622	\$969,872	\$990,718	\$776,580	\$4,871,078

CEO pay mix (latest year)

Base salary	12%
Cash incentive	27%
Equity	48%
Other	13%
At-risk	75%

Every fact above, traced back to filing text

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CEO pay ratio = 254 to 1

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“the fiscal 2025 annual total compensation of our CEO was \$12,897,466 (including \$23,775 in employer-provided health benefits not included in the Summary Compensation Table), the fiscal 2025 annual total compensation of our median employee was \$50,791 (including \$8,250 in employer-provided health benefits), and the ratio of these amounts was 254:1. Considered Population We determined our median employee as of March 1, 2024, which was within the last three months of our fiscal 2024 year as required by the pay ratio rule. As of that date, we employed 506,897 employees worldwide (other than our CE...”

Median employee compensation = \$50,791

Extracted from: Compensation Discussion & Analysis · confidence 0.9

“in a significant change to our pay ratio disclosures. Based upon the estimates, assumptions, and methodology described herein, the fiscal 2025 annual total compensation of our CEO was \$12,897,466 (including \$23,775 in employer-provided health benefits not included in the Summary Compensation Table), the fiscal 2025 annual total compensation of our median employee was \$50,791 (including \$8,250 in employer-provided health benefits), and the ratio of these amounts was 254:1. Considered Population We determined our median employee as of March 1, 2024, which was within the last three months of our ...”

Compensation committee = Compensation & HR Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Each tranche was subject to the approval of the Compensation & HR Committee”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“clawback policy, which is available under the Governance heading below “Corporate Governance” on the Investor Relations page of our website at investors.fedex.com”

Hedging policy = —

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“See “Corporate Governance Matters — Board Processes and Policies — Policy Regulating Trading by Insiders” and “— Hedging and Pledging” for additional information”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“and (iii) the Executive Vice President and General Counsel, in all other instances, may, as applicable, grant an exception to the prohibition against holding FedEx securities in a margin account or pledging FedEx securities on a case-by-case basis if the requesting person clearly demonstrates the financial capacity to repay the loan without resort to the pledged securities”