

Fortinet, Inc. (FTNT)

2026 DEF 14A · filed 2026-04-29 · C/K 0001262039

Headline facts

CEO TOTAL PAY

\$11,458,039

Ken Xie · 2025 · “ 13% YoY

CEO PAY RATIO

Not in CD&A

Median employee: \$152,084

SAY ON PAY

Not disclosed

COMPENSATION COMMITTEE

CD&A

Not extracted

Governance policies

CLAWBACK

present

PLEDGING

Not disclosed

HEDGING

Not disclosed

STOCK OWNERSHIP GUIDELINES

Not extracted

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Ken Xie Chief Executive Officer	\$597,000	\$10,155,102	\$705,937	—	\$11,458,039
Michael Xie President and Chief Technology Officer	\$445,000	\$5,802,680	\$328,876	—	\$6,576,556
John Whittle Chief Operating Officer	\$506,000	\$5,077,415	\$447,000	\$7,000	\$6,037,415
Keith Jensen Former Chief Financial Officer	\$253,000	\$5,124,296	\$254,686	\$26,404	\$5,658,386
Christiane Ohlgart Chief Financial Officer	\$468,864	\$3,650,228	\$298,651	\$7,000	\$4,424,743

CEO pay mix (latest year)

Base salary	5%
Cash incentive	6%
Equity	89%
Other	0%
At-risk	95%

Every fact above, traced back to filing text

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Median employee compensation = \$152,084

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

“Disclosure As required by Item 402(u) of Regulation S-K, we are providing the following information about the relationship of the annual total compensation our Chief Executive Officer, Mr. Ken Xie (our “CEO”), and the median of the annual total compensation of all our employees, excluding our CEO. For 2025: • the annual total compensation of our median employee was \$152,084; • the annual total compensation of our CEO as disclosed in the 2025 Summary Compensation Table was \$11,458,039; and”

Compensation committee = —

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Role of Executives in Executive Compensation Decisions The Human Resources Committee generally seeks input from our Chief Executive Officer, Mr”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Clawback Policy discussed above in “— Corporate Governance — Clawback Policy.””

Hedging policy = —

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Policy on Pledging and Hedging of Company Stock”

Pledging policy = —

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Policy on Pledging and Hedging of Company Stock”