GILEAD SCIENCES, INC. (GILD)

2026 DEF 14A · filed 2026-03-20 · CIK 0000882095

Headline facts

CEO TOTAL PAY

$28,437,198

Daniel P. O'Day · 2025 · ‘ 20% YoY

SAY ON PAY

Not disclosed

CEO PAY RATIO CD&A

Not in CD&A

Median employee: $238,979

COMPENSATION COMMITTEE CD&A

Compensation and Talent Committee

Governance policies

CLAWBACK

present

HEDGING

prohibited

PLEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

present

Peer snapshot

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

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
ABBV AbbVie Inc.	$32,530,984	—	$169,019	Compensation Committee
BMY BRISTOL MYERS SQUIBB CO	$21,879,919	131 to 1	$167,191	Compensation and Management Development Committee
MRK Merck & Co., Inc.	$20,797,845	191 to 1	$20,797,845	Compensation and Management Development Committee
AMGN AMGEN INC	—	160 to 1	$154,123	Compensation Committee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Daniel P. O’Day Chairman and Chief Executive Officer	$1,795,192	$15,238,402	$4,848,120	$2,055,424	**$28,437,198**
Dietmar Berger, M.D., Ph.D. Chief Medical Officer	$969,231	$6,999,758	$1,603,594	$350,252	**$13,922,878**
Johanna Mercier Chief Commercial and Corporate Affairs Officer	$1,182,269	$4,564,517	$2,150,901	$102,980	**$9,300,643**
Andrew D. Dickinson Chief Financial Officer	$1,116,654	$4,321,741	$1,956,266	$70,979	**$8,765,616**
Deborah H. Telman Former Executive Vice President, Corporate Affairs and General Counsel	$977,334	$3,071,792	—	$55,478	**$5,004,669**

CEO pay mix (latest year)

Base salary	6%
Cash incentive	17%
Equity	69%
Other	7%
At-risk	**86%**

SOURCE CITATIONS

Every fact above, traced back to filing text

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CEO pay ratio = —

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“the amounts reported below. Factors that could affect such amounts include the timing during the year of the event, our stock price, target amounts payable under annual and long-term incentive arrangements that are in place at the time of the event, and the Named Executive Officer’s age and prevailing tax rates. CEO Pay Ratio We present below the ratio of annual total compensation of our median compensated employee to the annual total compensation of Mr. O’Day. The ratio presented below is a reasonable estimate calculated in a manner consistent with Item 402(u) of Regulation S-K. The SEC’s rul…”

Median employee compensation = $238,979

Extracted from: Compensation Discussion & Analysis · confidence 0.9

“We then calculated annual total compensation for the median compensation employee using the same methodology we use for our Named Executive Officers as set forth in the Summary Compensation Table. The 2025 annual total compensation for Mr. O’Day was $28,437,198 as reported in the Summary Compensation Table. The 2025 annual total compensation for our median compensated employee was $238,979. The ratio of Mr. O’Day’s total compensation to our median compensated employee’s annual total compensation for fiscal year 2025 is 119 to 1. 72 2026 Proxy Statement 73”

Compensation committee = Compensation and Talent Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Compensation and Talent Committee”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Recoupment Policy, our second clawback policy, which has been in place for several years, the Compensation and Talent Committee has authority to recoup cash incentive payments and equity awards (which includes time-based and performance-based equity compensation) and certain realized proceeds, as applicable, from an executive officer whose misconduct contributed to Gilead’s obligation to file a financial restatement”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Insider Trading, Hedging and Pledging Prohibitions”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Insider Trading, Hedging and Pledging Prohibitions”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“stock ownership guidelines require our executive officers to maintain a substantial ownership interest in Gilead”