

HANCOCK WHITNEY CORP (HWC)

2026 DEF 14A · filed 2026-03-17 · CIK 0000750577

Headline facts

CEO TOTAL PAY

\$6,334,741

John M. Hairston · 2025 · ' 10% YoY

CEO PAY RATIO ITEM 402(U)

87 to 1

Median employee: \$71,697

SAY ON PAY CD&A

97%

Extracted from: Compensation Discussion & Analysis

COMPENSATION COMMITTEE CD&A

Compensation Committee

Governance policies

CLAWBACK

present

PLEDGING

Not disclosed

HEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

present

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
John M. Hairston President and CEO	\$1,220,701	\$2,970,256	\$1,789,088	\$153,293	\$6,334,741
D. Shane Loper Chief Operating Officer	\$776,438	\$1,195,562	\$1,137,966	\$112,537	\$3,426,875
Michael M. Achary Chief Financial Officer	\$630,137	\$904,050	\$769,619	\$52,066	\$2,453,815
Christopher S. Ziluca Chief Credit Officer	\$558,836	\$570,066	\$443,648	\$26,548	\$1,599,098
Michael Otero Chief Risk Officer	\$493,836	\$504,437	\$392,046	\$17,732	\$1,490,308

CEO pay mix (latest year)

Base salary	20%
Cash incentive	29%
Equity	48%
Other	2%
At-risk	78%

Every fact above, traced back to filing text

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CEO pay ratio = 87 to 1

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

“annual total compensation for such associate using the same methodology we use for our named executive officers as set forth in the 2025 Summary Compensation Table above. The total annual compensation of our median associate was \$71,697. The total annual compensation of our CEO was \$6,176,116. Accordingly, the ratio of CEO pay to median associate pay was approximately 87:1. Pay Versus PerformanceBackgroundItem 402(v) of the SEC’s Regulation S-K, which was mandated by the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010, requires disclosure of information that demonstrates the ...”

Median employee compensation = \$71,697

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

“make any assumptions, adjustments, or estimates with respect to W-2 Box 5 Wages, and we did not annualize the compensation for any associates that were not employed by us for all of 2025. We believe the use of W-2 Box 5 Wages for all associates is a consistently applied compensation measure. After identifying the median associate, we calculated annual total compensation for such associate using the same methodology we use for our named executive officers as set forth in the 2025 Summary Compensation Table above. The total annual compensation of our median associate was \$71,697. The total annua...”

Say on pay = 97%

Extracted from: Compensation Discussion & Analysis · confidence 0.84

“At our 2025 annual meeting of shareholders, 97% of the votes cast approved the compensation of our named executive officers, as discussed in the 2025 proxy statement.”

Compensation committee = Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“No modifications or discretion were utilized by the Compensation Committee.”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Recoupment Policy”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Prohibition on Hedging Transactions”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“Executive Stock Ownership Requirements. Under our stock ownership guidelines as amended, effective January 1, 2022, our CEO must own Company common stock worth five times his base salary, and our other executive officers must own Company common stock worth three times their base salary”