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Medtronic plc (MDT)

2025 DEF 14A · filed 2025-08-25 · CIK 0001613103

Headline facts

CEO TOTAL PAY

$21,240,058

Geoffrey S. Martha · 2025 · ‘ 6% YoY

SAY ON PAY

Not disclosed

CEO PAY RATIO CD&A

309 to 1

Median employee: $68,770

COMPENSATION COMMITTEE CD&A

Compensation and Talent Committee

Governance policies

CLAWBACK

present

HEDGING

prohibited

PLEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

present

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Geoffrey S. Martha Chairman and Chief Executive Officer	$1,350,000	$12,625,000	$1,883,250	$581,443	**$21,240,058**
Sean M. Salmon Former EVP & President, Cardiovascular Portfolio	$884,654	$4,537,157	$823,050	$43,719	**$8,396,597**
Brett A. Wall EVP & President, Neuroscience Portfolio	$774,519	$4,537,157	$720,750	$363,656	**$8,121,213**
Gregory L. Smith EVP Enterprise Operations	$894,560	$4,537,157	$832,350	$94,784	**$8,083,981**
Thierry Piéton Named executive officer	$138,517	$4,190,625	$141,975	$141,274	**$5,212,448**
Gary L. Corona Named executive officer	$466,346	$3,089,088	—	$214,812	**$3,795,248**

CEO pay mix (latest year)

Base salary	6%
Cash incentive	9%
Equity	82%
Other	3%
At-risk	**91%**

SOURCE CITATIONS

Every fact above, traced back to filing text

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CEO pay ratio = 309 to 1

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“was $21,240,058 as reported in the “Total” column of the Summary Compensation Table and the annual total compensation for our median employee was $68,770 calculated in accordance with the rules applicable to the Summary Compensation Table. For the year ended April 25, 2025 the annual total compensation for our CEO was 309 times that of our median employee. For purposes of identifying our median employee, we used our worldwide employee population as of February 1, 2025 which consisted of 100,229 total employees of which 43,513 were employed in the United States and 56,716 were employed in forei…”

Median employee compensation = $68,770

Extracted from: Compensation Discussion & Analysis · confidence 0.9

“population excluding our CEO, and the ratio of annual total compensation for our CEO to the annual total compensation for our median employee. For the fiscal year ended April 25, 2025, the annual total compensation for our CEO was $21,240,058 as reported in the “Total” column of the Summary Compensation Table and the annual total compensation for our median employee was $68,770 calculated in accordance with the rules applicable to the Summary Compensation Table. For the year ended April 25, 2025 the annual total compensation for our CEO was 309 times that of our median employee. For purposes o…”

Compensation committee = Compensation and Talent Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Compensation and Talent Committee Report”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“INCENTIVE COMPENSATION FORFEITURE (“CLAWBACK”)”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“The policy also prohibits our NEOs (along with others) from purchasing Medtronic securities on margin, borrowing against Medtronic securities held in a margin account or hedging or pledging Medtronic securities as collateral for a loan.”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“The policy also prohibits our NEOs (along with others) from purchasing Medtronic securities on margin, borrowing against Medtronic securities held in a margin account or hedging or pledging Medtronic securities as collateral for a loan.”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“stock ownership guidelines that require our CEO to maintain ownership of stock equal to six times annual base salary, and other NEOs to maintain ownership of stock equal to three times annual base salary”