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NIKE, Inc. (NKE)

2025 DEF 14A · filed 2025-07-17 · CIK 0000320187

Headline facts

CEO TOTAL PAY

$26,018,068

Elliott Hill · 2025 · “ 11% YoY

SAY ON PAY

Not disclosed

CEO PAY RATIO ITEM 402(U)

545 to 1

Median employee: $48,723

COMPENSATION COMMITTEE CD&A

Compensation Committee

Governance policies

CLAWBACK

present

HEDGING

prohibited

PLEDGING

Not disclosed

STOCK OWNERSHIP GUIDELINES

present

Peer snapshot

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

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
MSFT MICROSOFT CORP	$96,496,790	480 to 1	$200,972	Compensation Committee
CSCO CISCO SYSTEMS, INC.	$52,838,751	298 to 1	$52,838,751	Compensation Committee
TGT TARGET CORP	$21,830,088	794 to 1	—	Compensation & Human Capital Management Committee
NFLX NETFLIX INC	$53,905,972	255 to 1	$53,905,972	Compensation Committee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
John Donahoe IIFormer President and Chief Executive Officer	$1,009,615	$15,348,756	—	$4,845,255	**$28,442,712**
Elliott Hill President and Chief Executive Officer	$951,923	$14,887,893	—	$345,574	**$26,018,068**
Craig Williams Executive Vice President, Chief Commercial Officer	$1,250,000	$11,451,291	—	$17,250	**$15,766,587**
Heidi O'Neill Former President, Consumer, Product & Brand	$1,250,000	$11,451,291	—	$17,250	**$15,766,587**
Matthew Friend Executive Vice President and Chief Financial Officer	$1,250,000	$9,788,426	—	$17,250	**$14,103,722**
Ann Miller Executive Vice President, Global Sports Marketing	$1,100,000	$6,937,464	—	$37,914	**$10,170,911**

CEO pay mix (latest year)

Base salary	4%
Cash incentive	15%
Equity	80%
Other	1%
At-risk	**95%**

SOURCE CITATIONS

Every fact above, traced back to filing text

Generated 2026-08-02 04:08:31Z. Each citation lists the section the fact was extracted from (CD&A, Item 402(u), Item 407(e)(5) committee report).

CEO pay ratio = 545 to 1

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

“assuming his fiscal 2025 PSP target opportunity and fiscal 2025 base salary as CEO and applying his actual fiscal 2025 PSP award payout percentage of 0% of target). Accordingly, Mr. Hill's annualized total compensation for the purposes of this calculation was $26,566,145. Based on this information, the estimated ratio of the annualized total compensation of our CEO to the median annual total compensation of all other NIKE employees was 545 to 1. This pay ratio is a reasonable estimate calculated in a manner consistent with SEC rules based on the methodology described below. The SEC rules for i…”

Median employee compensation = $48,723

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

“talent in a competitive market and to "pay for performance" in order to drive business results and maximize shareholder value. For fiscal 2025, our last completed fiscal year: •The employee identified at the median of all NIKE employees (other than our CEO) was a retail employee in the United Kingdom; •The annual total compensation of the median employee was $48,723, based on the Summary Compensation Table rules used for our Named Executive Officers (in accordance with Item 402(c)(2)(x) of Regulation S-K); and •The annualized total compensation of our CEO, Mr. Hill, was $26,566,145, as describ…”

Compensation committee = Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Compensation Committee Report (page 41)”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“clawback policy regarding accounting restatements in connection with the SEC's adoption of new rules to implement Section 954 of the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 and corresponding NYSE listing standards”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“The Company's Blackout and Pre-clearance Policy (which supplements our Insider Trading Policy) prohibits directors, executive officers, and other designated insiders (based on seniority and department) from engaging in transactions involving hedging, monetization, or short sales of NIKE stock, including zero-cost collars and forward sale contracts”

Pledging policy = —

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“HEDGING AND PLEDGING”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“STOCK OWNERSHIP GUIDELINES”