

US BANCORP DE (USB)

2026 DEF 14A · filed 2026-03-10 · CIK 0000036104

Headline facts

CEO TOTAL PAY

\$16,674,515

Gunjan Kedia · 2025 · “ 14% YoY

CEO PAY RATIO ITEM 402(U)

178 to 1

Median employee: \$95,307

SAY ON PAY CD&A

90.9%

Extracted from: Compensation Discussion & Analysis

COMPENSATION COMMITTEE CD&A

Compensation Committee

Governance policies

CLAWBACK

present

PLEDGING

prohibited

HEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

Not extracted

Peer snapshot

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

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
PNC PNC FINANCIAL SERVICES GROUP, INC.	\$29,503,081	—	—	Compensation Committee
FITB FIFTH THIRD BAN- CORP	\$11,052,366	146 to 1	—	Human Capital and Compensation Com- mittee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Andrew Cecere Executive Chairman and former Chief Executive Officer	\$1,400,000	\$10,999,969	\$1,506,342	\$61,876	\$19,054,648
Gunjan Kedia Chief Executive Officer and President	\$1,141,667	\$11,499,996	\$3,232,267	\$347,377	\$16,674,515
Jodi L. Richard Vice Chair and Chief Risk Officer	\$800,000	\$6,999,988	\$1,897,200	\$48,157	\$10,004,282
Stephen L. Philipson Vice Chair, Head of Wealth, Corporate, Commercial and Institutional Banking	\$725,000	\$3,299,995	\$1,706,650	\$41,070	\$6,093,143
Terrance R. Dolan Former Vice Chair and Chief Administration Officer	\$196,724	\$5,200,020	—	\$77,511	\$5,965,140
John C. Stern Vice Chair and Chief Financial Officer	\$750,000	\$3,000,008	\$1,778,625	\$40,747	\$5,766,025

CEO pay mix (latest year)

Base salary	7%
Cash incentive	20%
Equity	71%
Other	2%
At-risk	91%

Every fact above, traced back to filing text

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CEO pay ratio = 178 to 1

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

“the annualized total CEO compensation under this method provides the closest accurate estimation to Ms. Kedia’s compensation as CEO, had she been in the position for a full year. The annualized total compensation for our CEO for 2025 using this methodology was \$16,980,162 in 2025. blacklining:none;The resulting ratio of the annual total compensation of our median employee to the annual total compensation of our CEO for 2025 is 1:178. The ratio stated above is a reasonable estimate calculated in a manner consistent with Item 402(u) of Regulation S-K. In making this pay ratio disclosure, other c...”

Median employee compensation = \$95,307

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

“953(b) of the Dodd-Frank Wall Street Reform and Consumer Protection Act and Item 402(u) of Regulation S-K, we are providing the following information about the relationship between the annual total compensation of our employees and the annual total compensation of Gunjan Kedia, our CEO. ¶ blacklining:none;The median of the annual total compensation of all employees of our company other than the CEO was \$95,307 in 2025. blacklining:none;The annual total compensation for our CEO, as reported in the “Summary compensation table”, was \$16,674,515 for 2025. Due to having more than one non-concurrent...”

Say on pay = 90.9%

Extracted from: Compensation Discussion & Analysis · confidence 0.84

“at our 2025 annual meeting and over 90% in each of the prior eight years — as a continuing endorsement from our shareholders that our executive compensation program is structured effectively.”

Compensation committee = Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Compensation Committee report ”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Clawback policy: The company’s incentive compensation clawback policies discourage risk taking that could lead to improper financial reporting”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Policy prohibiting hedging of shares: Our executives are prohibited from taking actions designed to hedge or offset any decrease in the market value of our common stock”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“The policy also prohibits executive officers and directors from pledging shares of the company’s common stock as collateral for a loan or holding the company’s common stock in a margin account”