VISA INC. (V)

2025 DEF 14A · filed 2025-12-08 · CIK 0001403161

Headline facts

CEO TOTAL PAY

$31,560,660

Ryan McInerney · 2025 · ‘ 21% YoY

SAY ON PAY

Not disclosed

CEO PAY RATIO CD&A

204:1

Median employee: $154,909

COMPENSATION COMMITTEE CD&A

Compensation Committee

Governance policies

CLAWBACK

present

HEDGING

prohibited

PLEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

present

Peer snapshot

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

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
MA Mastercard Inc	$35,422,518	284 to 1	$35,422,518	Compensation Committee
ADBE ADOBE INC.	$51,173,935	217 to 1	$235,989	Executive Compensation Committee
GOOGL Alphabet Inc.	$10,906,079	35 to 1	$310,826	Leadership Development, Inclusion and Compensation Committee
META Meta Platforms, Inc.	$25,125,904	65 to 1	$388,200	Compensation, Nominating & Governance Committee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Ryan McInerney Chief Executive Officer	$1,505,782	$18,723,306	$5,250,000	$373,431	**$31,560,660**
Rajat Taneja President, Technology	$1,204,630	$14,687,923	$3,360,000	$36,250	**$22,668,896**
Kelly Mahon Tullier Vice Chair, Chief People and Corporate Affairs Officer	$903,478	$9,510,260	$2,205,000	$53,995	**$14,552,968**
Chris Suh Chief Financial Officer	$903,478	$5,848,647	$2,205,000	$40,000	**$11,247,120**
Paul Fabara Chief Risk and Client Services Officer	$803,087	$5,831,343	$1,792,000	$38,692	**$9,715,087**

CEO pay mix (latest year)

Base salary	5%
Cash incentive	17%
Equity	77%
Other	1%
At-risk	**94%**

SOURCE CITATIONS

Every fact above, traced back to filing text

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CEO pay ratio = 204:1

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“(1)Total38,425,231 37,795,231 23,754,631 32,844,943 32,800,751 (3)Ms. Mahon Tullier meets the conditions for “retirement” contained in certain of her equity award agreements and as a result, the unvested portions of these grants would fully vest or continue to vest upon her termination of employment. 84 CEO Pay Ratio The pay ratio included in this information is a reasonable estimate calculated in a manner consistent with Item 402(u) of Regulation S-K of the Securities Act of 1933, as amended. For our last completed fiscal year ended September 30, 2025, the ratio of the median of the annual to…”

Median employee compensation = $154,909

Extracted from: Compensation Discussion & Analysis · confidence 0.9

“204:1. This ratio was calculated using annual total compensation for our Chief Executive Officer of $31,560,660 and annual total compensation of the median employee of $154,909. To identify the median of the annual total compensation of all our employees, as well as to determine the annual total compensation of the median employee, the methodology and the material assumptions, adjustments, and estimates used were as follows (which may differ from those used, and may therefore not be comparable to ratios reported by, other companies): Median Employee As we disclosed in our 2023 proxy statement,…”

Compensation committee = Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“The Compensation Committee’s Process”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Clawback Policy, as amended and restated November 1, 2023, to comply with the requirements of the Dodd-Frank Act and the related rules and regulations promulgated by the SEC and NYSE.”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Hedging and Pledging Prohibition”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“As part of our insider trading policy, all employees, including our NEOs, and non-employee directors are prohibited from engaging in short sales of our securities, establishing margin accounts related to our securities, pledging our securities as collateral for a loan, buying or selling puts or calls on our securities, or otherwise engaging in hedging transactions (such as zero-cost collars, exchange funds, and forward sale contracts) involving our securities.”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“Stock Ownership Guidelines”