

WILLIS TOWERS WATSON PLC (WTW)

2026 DEF 14A · filed 2026-03-27 · CIK 0001140536

Headline facts

CEO TOTAL PAY

\$12,793,605

Carl Hess · 2025 · + 2% YoY

CEO PAY RATIO

Not in CD&A

SAY ON PAY

Not disclosed

COMPENSATION COMMITTEE

CD&A

Human Capital and Compensation Committee

Governance policies

CLAWBACK

present

PLEDGING

prohibited

HEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

present

Peer snapshot

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

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
FNF Fidelity National Fi- nancial, Inc.	\$11,646,893	137 to 1	\$84,796	Our compensation committee's determina- tions are not formulaic
FIS Fidelity National Infor- mation Services, Inc.	\$22,928,412	518 to 1	\$22,928,412	Compensation Committee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Carl Hess CEO	\$1,000,000	—	\$2,384,000	\$197,326	\$12,793,605
Andrew Krasner CFO	\$800,003	—	\$1,573,440	\$84,762	\$5,507,853
Julie Gebauer President, HWC	\$759,291	—	\$1,261,049	\$116,101	\$4,468,075
Lucy Clarke* President, R&B	\$806,562	—	\$1,001,146	\$24,341	\$3,805,040
Matthew Furman General Counsel	\$619,500	—	\$923,055	\$71,088	\$2,826,608

CEO pay mix (latest year)

Base salary	28%
Cash incentive	67%
Equity	0%
Other	6%
At-risk	67%

Every fact above, traced back to filing text

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Compensation committee = Human Capital and Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Human Capital and Compensation Committee Report”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Recoupment Policy”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“The Company prohibits directors and executive officers from pledging any Company shares, including by entering into margin accounts, and prohibits directors and all employees from engaging in hedging transactions with respect to ownership in the Company’s securities (including prepaid variable forward contracts, equity swaps, collars and exchange funds).”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“The Company prohibits directors and executive officers from pledging any Company shares, including by entering into margin accounts, and prohibits directors and all employees from engaging in hedging transactions with respect to ownership in the Company’s securities (including prepaid variable forward contracts, equity swaps, collars and exchange funds).”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“Executive Share Ownership Guidelines”