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Your Guide

Directors' remuneration in FTSE 100 companies

September 2025

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Introduction

Welcome to Your Guide – Directors' remuneration in FTSE 100 companies.

With an interactive format, this report provides detailed analysis of executive and non-executive remuneration in FTSE 100 companies, including base salary, annual bonus and long-term incentives, pensions, shareholding requirements, pay ratios, non-executive director fees and other aspects of remuneration policy. This analysis is based on 93 companies with financial years ending up to and including 31 December 2024.

*If you have any questions or queries about our **Your Guide reports**, please get in touch at UKExecutiveCompensationConsulting@deloitte.co.uk*

Foreword

We have seen an accelerated pace of change in the 2025 AGM season, with some significant pay proposals centred on the global talent market, more innovative pay structures and relaxation of some governance features.

2025 AGM season

There was an increase in the number of companies seeking approval for a new policy ahead of their usual three-year cycle. Of those seeking approval for a new policy, we saw an increased incidence in more significant proposals (be that increases to incentive opportunities of 100% of salary or more and/or the use of more innovative pay structures).

The rationale for change in these cases has generally focussed on being competitive in global markets, in particular the US, but also internal pay compression challenges and growth and performance of the company. It is notable that incentive increases have typically been accompanied by detailed disclosure of supporting benchmarking.

The 2025 AGM season also saw a number of companies seeking approval for a hybrid incentive model (i.e. a combination of performance and restricted shares) with 6 FTSE 100 companies now operating this in some form.

Another theme was the relaxation of some UK governance features, with a significant number of policies relaxing bonus deferral requirements where shareholding guidelines have been met. Almost 25% of FTSE 100 companies now adopt this approach.

Shareholders and proxies

In the debate over the competitiveness of UK capital markets, the executive pay environment was identified as one of several key factors impacting UK competitiveness. In this context, the major investor and proxy bodies issued updated guidance ahead of the 2025 AGM season, with the Investment Association's Principles of Remuneration published in October 2024 following a fundamental review.

Overall, shareholders have been supportive of pay proposals, with evidence of there being a greater openness to consider proposals on a case-by-case basis and to support companies where there is a robust commercial rationale. However, the number of 'Against' voting recommendations from ISS and Glass Lewis increased year-on-year, demonstrating that there is not a 'blank cheque'. While not all proposals had the support of proxy agencies, a number of companies engaged extensively with investors, with some boards showing a willingness to weather a lower AGM vote on pay proposals that close the gap against relevant peers.

Looking at overall levels of voting, the median level of support for directors' remuneration reports remained high at 97% (2024 median: 96%) and 96% for the remuneration policy (2024 median: 95%). At the time of writing, only 4 FTSE 100 companies have received low votes on their new policy (less than 80% in favour) during the 2025 AGM season.

Foreword

Pay out-turns

The median FTSE 100 CEO 'total single figure' was £4.57m for 2024 (2023: £4.24m) reflecting strong incentive outcomes across the index.

Annual bonus out-turns were slightly higher than last year, with a median CEO payout of 79% of maximum for 2024 (2023: 75%). Around one fifth of companies used discretion and judgement to reduce bonuses to reflect broader performance factors in the year including health and safety. There were also some examples of upwards discretion.

Median long-term performance share plan vesting – the extent to which performance conditions are achieved – was 74% of maximum (2023: 72%) representing a high point over the last ten years.

Over recent years, executive salary increases have generally trended behind the wider workforce. This year we have seen a continuation of last year's return to closer alignment of executives' increases with those of the wider workforce (median CEO and wider workforce salary increase for 2025 so far of 3.0% and 3.3%). However, there have also been more examples of companies implementing significant one-off salary adjustments for their Executive Directors, with evidence of shareholders being more open to reviewing such proposals on a case-by-case basis.

The year ahead

With a number of companies coming to the end of their normal three-year cycle, we expect to see similar themes continuing for policy renewals in the next AGM season. Whilst we have seen greater openness from shareholders and proxy agencies to reviewing pay proposals on a case-by-case basis, we expect that proposals will continue to be carefully scrutinised in terms of the rationale for change. It will continue to be important for companies to make the case for any new proposals based on their strategy and specific circumstances, supported by relevant data where appropriate.

Outside of policy renewals, committees face the challenge of how to deal with ongoing uncertainty in the economic and geopolitical landscape. In this context, we would expect to see a focus on performance measures and target-setting, thinking about: which measures are right for the business; what targets represent good or truly exceptional performance; what is the right balance for the potential rewards; and if the incentive program has not operated as intended, how far could discretion (negative or positive) be exercised to remedy unfair outcomes.

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Executive summary

'Total single figure' remuneration

£4.57m
median CEO 'total single figure' remuneration
(2023: £4.24m, 2022: £4.16m)

£2.45m
median CFO 'total single figure' remuneration
(2023: £1.94m, 2022: £2.17m)

Executive shareholding requirements

300% of salary
most common CEO shareholding requirement

c.635% of salary
median actual CEO shareholding

99%
of companies have a post-employment shareholding requirement

Fixed pay

3%
median CEO salary increase so far in 2025
(2024: 4%, 2023: 4%)

9%
CEOs not awarded salary increase so far in 2025
(2024: 14%, 2023: 15%)

3.3% median workforce increase so far in 2025 *(2024: 4.3%, 2023: 5.9%)*

ESG and incentive plans

c.80%
annual bonus plans incorporate ESG metrics

c.70%
performance share plans incorporate ESG metrics

Alternative incentives

22%
of companies operate alternative incentive arrangements *(2024: 22%)*

Incentive out-turns

79%
of maximum median CEO annual bonus out-turn for 2024
(2023: 75%, 2022: 80%)

26%
of companies applied judgement/discretion on bonus out-turn for 2024
(2023: 33%, 2022: 19%)

74%
of maximum median PSP vesting for 2024
(2023: 72%, 2022: 59%)

2025 AGM season so far

97%
median vote in favour of directors' remuneration report
(2024: 96%)

7
companies receiving a 'low vote' (<80% support)
(2024: 1)

40%
of companies put a new remuneration policy to vote

4
policies receiving a 'low vote'
(2024: 3)

Key issues
Lower policy votes were generally associated with companies seeking significant increases to incentive levels.

Shareholders provided pushback on a range of issues including disapplication of time pro-rating to leaver awards, salary level for a new appointment, upwards discretion on LTIP outcomes, vesting for below median TSR performance, level of incentive outcomes in light of performance, and value creation plan payouts.