



IQVIA Holdings Inc.

Ticker : IQV.US

Country of Operation : UNITED STATES

Industry Sector : Life Sciences Tools & Services

Meeting Date : 4/6/2020

Meeting Type : Annual

Item #	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	Vote Rationale
1	Advisory Vote to Ratify Named Executive Officers' Compensation	Management	For	Against	- YOY pay increase of 34.9% leading to \$24.7M total pay - CEO 3-yr average pay is 2.24 times the median of peers- STI max opportunity payout is 404% of base salary. Typically we see ~200% as the max payout threshold, it is also notable that the CEO's base salary (\$1.6M) is higher than the median of peers (\$1.2M)- STI metric goals are not fully disclosed which is concerning as the CEO was paid close to max bonus (392% of base) with no clear tie to goals this is a step backwards in disclosure from last year - While individual goals have relatively robust disclosure, it is still not 100% clear how the committee adjusted annual pay to come up with a near max payout- No LTI metric goals are disclosed (company discloses past goals but not forward looking) - The annual equity grant value to the CEO increased by 67 percent, and the company did not provide compelling rationale for why such a dramatic increase was warranted (the company gave vague rationale citing that CEO retention was important)