

<div>Form 5500</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Annual Return/Report of Employee Benefit Plan</div> <div>This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).</div> <div>▶ Complete all entries in accordance with the instructions to the Form 5500.</div>	<div>OMB Nos. 1210-0110 1210-0089</div> <div>2023</div> <div>This Form is Open to Public Inspection</div>
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Part I	Annual Report Identification Information
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
A	This return/report is for: <div><div>☐ a multiemployer plan</div><div>☐ a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.)</div><div>☒ a single-employer plan</div><div>☐ a DFE (specify) _____</div><div>☐ the first return/report</div><div>☐ the final return/report</div><div>☐ an amended return/report</div><div>☐ a short plan year return/report (less than 12 months)</div></div>
C	If the plan is a collectively-bargained plan, check here. ▶ ☒
D	Check box if filing under: <div><div>☒ Form 5558</div><div>☐ automatic extension</div><div>☐ the DFVC program</div><div>☐ special extension (enter description)</div></div>
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information
1a	Name of plan BOEING NORTH AMERICAN RETIREMENT PLAN
1b	Three-digit plan number (PN) ▶ 048
1c	Effective date of plan 10/01/1945
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) THE BOEING CO. AND CONSOLIDATED SUBSIDIARIES C/O ENTERPRISE BENEFITS ACCOUNTING P.O. BOX 3707 M/C 6X7-04 SEATTLE, WA 98124-2207 929 LONG BRIDGE DRIVE ARLINGTON, VA 22202
2b	Employer Identification Number (EIN) 91-0425694
2c	Plan Sponsor's telephone number 866-473-2016
2d	Business code (see instructions) 336410

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	09/09/2024	GREGORY D. MARCHAND
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☐ Same as Plan Sponsor EMPLOYEE BENEFIT PLANS COMMITTEE C/O THE BOEING COMPANY 100 N. RIVERSIDE PLAZA CHICAGO, IL 60606-1596	3b Administrator's EIN 58-2405861 3c Administrator's telephone number 312-544-2297																						
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN																						
5 Total number of participants at the beginning of the plan year	5 30097																						
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td colspan="2" style="height: 20px;"></td></tr> <tr><td style="width: 15%;">6a(1)</td><td style="text-align: right;">147</td></tr> <tr><td>6a(2)</td><td style="text-align: right;">137</td></tr> <tr><td>6b</td><td style="text-align: right;">15911</td></tr> <tr><td>6c</td><td style="text-align: right;">5309</td></tr> <tr><td>6d</td><td style="text-align: right;">21357</td></tr> <tr><td>6e</td><td style="text-align: right;">7156</td></tr> <tr><td>6f</td><td style="text-align: right;">28513</td></tr> <tr><td>6g(1)</td><td></td></tr> <tr><td>6g(2)</td><td></td></tr> <tr><td>6h</td><td></td></tr> </table>			6a(1)	147	6a(2)	137	6b	15911	6c	5309	6d	21357	6e	7156	6f	28513	6g(1)		6g(2)		6h	
6a(1)	147																						
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6e	7156																						
6f	28513																						
6g(1)																							
6g(2)																							
6h																							
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7																						

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
 1B 1I 3F 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
- (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3) ☒ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary
- (4) ☐ **DCG** (Individual Plan Information) – Number Attached _____
- (5) ☐ **MEP** (Multiple-Employer Retirement Plan Information)

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ **A** (Insurance Information) – Number Attached 0
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2023 Form M-1 annual report. If the plan was not required to file the 2023 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2023</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
Round off amounts to nearest dollar.	
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan BOEING NORTH AMERICAN RETIREMENT PLAN	B Three-digit plan number (PN) 048
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF THE BOEING CO. AND CONSOLIDATED SUBSIDIARIES	D Employer Identification Number (EIN) 91-0425694
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information			
1	Enter the valuation date: Month 01 Day 01 Year 2023			
2	Assets:			
a	Market value	2a	2532063808	
b	Actuarial value	2b	2785270189	
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a	For retired participants and beneficiaries receiving payment	23988	1646101291	1646101291
b	For terminated vested participants	6306	193494450	193494450
c	For active participants	139	16215855	16234436
d	Total	30433	1855811596	1855830177
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a	Funding target disregarding prescribed at-risk assumptions	4a		
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5	5.06 %	
6	Target normal cost			
a	Present value of current plan year accruals	6a	0	
b	Expected plan-related expenses	6b	6100000	
c	Target normal cost	6c	6100000	

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

<div>SIGN HERE</div>	<div>Signature of actuary</div> <div>EMILY L. CARLSON</div> <div>Type or print name of actuary</div> <div>WILLIS TOWERS WATSON US LLC</div> <div>Firm name</div> <div>600 UNIVERSITY STREET SUITE 2528 SEATTLE, WA 98101-1176</div> <div>Address of the firm</div>	<div>07/22/2024</div> <div>Date</div> <div>23-06985</div> <div>Most recent enrollment number</div> <div>206-625-1125</div> <div>Telephone number (including area code)</div>
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Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	597293091	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	597293091	0
10 Interest on line 9 using prior year's actual return of <u>-20.15</u> %	-120354558	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.21</u> %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	476938533	0

Part III Funding Percentages

14 Funding target attainment percentage	14	124.38 %
15 Adjusted funding target attainment percentage	15	150.08 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	165.62 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ▶			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V	Assumptions Used to Determine Funding Target and Target Normal Cost
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21 Discount rate:			
a Segment rates:	1st segment: 4.75 %	2nd segment: 5.00 %	3rd segment: 5.74 %
	☐ N/A, full yield curve used		
b Applicable month (enter code).....	21b	4	
22 Weighted average retirement age	22	62	
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI	Miscellaneous Items
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24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Demographic and benefit information		
a Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ...		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27	

Part VII	Reconciliation of Unpaid Minimum Required Contributions For Prior Years
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28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII	Minimum Required Contribution For Current Year
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31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6c).....	31a	6100000	
b Excess assets, if applicable, but not greater than line 31a	31b	6100000	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)....	34	0	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX	Pension Funding Relief Under the American Rescue Plan Act of 2021 (See Instructions)
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41 If an election was made to use the extended amortization rule for a plan year beginning on or before December 31, 2021, check the box to indicate the first plan year for which the rule applies. ☐ 2019 ☐ 2020 ☒ 2021
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<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	OMB No. 1210-0110
		2023
		This Form is Open to Public Inspection.

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

A Name of plan BOEING NORTH AMERICAN RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 048
C Plan sponsor's name as shown on line 2a of Form 5500 THE BOEING CO. AND CONSOLIDATED SUBSIDIARIES	D Employer Identification Number (EIN) 91-0425694

Part I

Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. ☐ Yes ☒ No
- b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIDELITY INV INST'L OP CO, LLC

04-3532603

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 16 17 50	RECORD KEEPER	940608	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

WILLIS TOWERS WATSON US LLC

53-0181291

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 17	SERVICE PROVIDER	148081	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

DELOITTE & TOUCHE LLP

13-3891517

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	AUDITOR	72128	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

THE BOEING CO AND CONSOLIDATED SUBS

91-0425694

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 14 28	PLAN SPONSOR	51188	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

FOLEY & LARDNER LLP

39-0473800

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	SERVICE PROVIDER	45251	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

CONDUENT HR SERVICES, LLC

04-3609848

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
99	SERVICE PROVIDER	35216	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

HERRONPALMER

46-5438594

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16	SERVICE PROVIDER	22414	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

STATE STREET BANK AND TRUST

04-1867445

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	SERVICE PROVIDER	16428	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

<div>SCHEDULE D</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div>		<div>DFE/Participating Plan Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2023</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023					
A Name of plan BOEING NORTH AMERICAN RETIREMENT PLAN				B Three-digit plan number (PN) ▶ 048	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 THE BOEING CO. AND CONSOLIDATED SUBSIDIARIES				D Employer Identification Number (EIN) 91-0425694	
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)					
a Name of MTIA, CCT, PSA, or 103-12 IE: TBCERP MASTER TRUST					
b Name of sponsor of entity listed in (a): THE BOEING CO. & CONSOLIDATED SUBS					
c EIN-PN 91-0425694-062		d Entity code M		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2482985247	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest	

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II **Information on Participating Plans (to be completed by DFEs, other than DCGs)**

(Complete as many entries as needed to report all participating plans. DCGs must report each participating plan using Schedule DCG.)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2023
		This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan BOEING NORTH AMERICAN RETIREMENT PLAN	B Three-digit plan number (PN) ►	048
C Plan sponsor's name as shown on line 2a of Form 5500 THE BOEING CO. AND CONSOLIDATED SUBSIDIARIES	D Employer Identification Number (EIN) 91-0425694	

Part I	Asset and Liability Statement
---------------	--------------------------------------

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	2533010494	2482985247
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	2533010494	2482985247
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	946686	598403
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	946686	598403
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	2532063808	2482386844

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		198319717
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		198319717

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	243776055	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		243776055
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)	51188	
(2) Contract administrator fees.....	2i(2)	992252	
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)	72128	
(5) Investment advisory and investment management fees	2i(5)		
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)	145671	
(8) Legal fees	2i(8)	45251	
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	2914136	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		4220626
j Total expenses. Add all expense amounts in column (b) and enter total	2j		247996681

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-49676964
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unmodified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) ☐ DOL Regulation 2520.103-8 (2) ☐ DOL Regulation 2520.103-12(d) (3) ☒ neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: **DELOITTE & TOUCHE, LLP**

(2) EIN: **13-3891517**

d The opinion of an independent qualified public accountant is **not attached** as part of Schedule H because:

(1) ☐ This form is filed for a CCT, PSA, DCG or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		☒	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		☒	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		☒	
e Was this plan covered by a fidelity bond?	☒		85000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)		☒	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☒ Yes ☐ No ☐ Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 511562.

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2023</div> <div>This Form is Open to Public Inspection.</div>
---	--	---

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

<div>A Name of plan BOEING NORTH AMERICAN RETIREMENT PLAN</div>	<div>B Three-digit plan number (PN) ► 048</div>
<div>C Plan sponsor's name as shown on line 2a of Form 5500 THE BOEING CO. AND CONSOLIDATED SUBSIDIARIES</div>	<div>D Employer Identification Number (EIN) 91-0425694</div>

Part I	Distributions
--------	---------------

All references to distributions relate only to payments of benefits during the plan year.

1	Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	0
2	Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 04-3275867		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.			
3	Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	687

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
---------	--

4	Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.				
5	If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6	a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
	b Enter the amount contributed by the employer to the plan for this plan year	6b		
	c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.				
7	Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8	If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☒ N/A

Part III	Amendments
----------	------------

9	If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase	☐ Decrease	☐ Both	☒ No
---	--	-----------------------------------	-----------------------------------	-------------------------------	--

Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
---------	--

10	Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11	a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
	b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12	Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2023
v. 230707

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:		
a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment)	14a	
b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14b	
c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14c	
15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:		
a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	
16 Information with respect to any employers who withdrew from the plan during the preceding plan year:		
a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	
17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐		

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐	
19 If the total number of participants is 1,000 or more, complete lines (a) and (b):	
a Enter the percentage of plan assets held as: Public Equity: <u>17.0</u> % Private Equity: <u>8.0</u> % Investment-Grade Debt and Interest Rate Hedging Assets: <u>55.0</u> % High-Yield Debt: <u>3.0</u> % Real Assets: <u>7.0</u> % Cash or Cash Equivalents: <u>2.0</u> % Other: <u>8.0</u> %	
b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets: ☐ 0-5 years ☐ 5-10 years ☒ 10-15 years ☐ 15 years or more	
20 PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.	
a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☒ No	
b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box: ☐ Yes. ☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date. ☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date. ☐ No. Other. Provide explanation: _____	

Part VII	IRS Compliance Questions
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21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☒ Yes ☐ No	
21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2). ☐ Design-based safe harbor method ☐ "Prior year" ADP test ☐ "Current year" ADP test ☒ N/A	
22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter ___/___/___ (MM/DD/YYYY) and the Opinion Letter serial number _____.	

The Boeing Company Employee Retirement Plans

Financial Report
December 31, 2023

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

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NOTE: All schedules required by Section 2520.103-10 of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

INDEPENDENT AUDITOR'S REPORT

To the Employee Benefit Plans Committee of The Boeing Company

Opinion

We have audited the financial statements of The Boeing Company Employee Retirement Plan, Boeing North American Retirement Plan, BSS Retirement Plan, BSS Retirement Plan for Bargained Employees, Employee Retirement Income Plan - Hourly East, Employee Retirement Income Plan - Hourly West, Non-Contributory Retirement Plan, and The Pension Value Plan for Employees of The Boeing Company (collectively, the "Plans"), employee benefit plans subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plans as of December 31, 2023 and 2022, and the changes in their net assets available for benefits for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plans and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plans' ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining current plan instruments, including all plan amendments, administering the Plans, and determining that the Plans' transactions that are presented and disclosed in the financial statements are in conformity with the Plans' provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audits.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audits in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plans' internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plans' ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits, significant audit findings, and certain internal control-related matters that we identified during the audits.

Deloitte & Touche LLP
September 5, 2024

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31, 2023								
	The Boeing Company Employee Retirement Plan	Boeing North American Retirement Plan	BSS Retirement Plan	BSS Retirement Plan for Bargained Employees	Employee Retirement Income Plan - Hourly East	Employee Retirement Income Plan - Hourly West	Non-Contributory Retirement Plan	The Pension Value Plan for Employees of The Boeing Company	Total (Memorandum Only)
Assets - Investments at fair value - Interest in Master Trust	\$ 16,333,139,549	\$ 2,482,985,247	\$ 489,716,498	\$ 115,463,332	\$ 1,456,429,950	\$ 1,812,449,886	\$ 551,858,998	\$ 25,042,153,263	\$ 48,284,196,723
Liabilities - Accrued administrative expenses	2,259,682	598,403	62,171	30,576	336,262	452,754	301,885	2,512,269	6,554,002
Net Assets Available for Benefits	<u>\$ 16,330,879,867</u>	<u>\$ 2,482,386,844</u>	<u>\$ 489,654,327</u>	<u>\$ 115,432,756</u>	<u>\$ 1,456,093,688</u>	<u>\$ 1,811,997,132</u>	<u>\$ 551,557,113</u>	<u>\$ 25,039,640,994</u>	<u>\$ 48,277,642,721</u>

	December 31, 2022								
	The Boeing Company Employee Retirement Plan	Boeing North American Retirement Plan	BSS Retirement Plan	BSS Retirement Plan for Bargained Employees	Employee Retirement Income Plan - Hourly East	Employee Retirement Income Plan - Hourly West	Non-Contributory Retirement Plan	The Pension Value Plan for Employees of The Boeing Company	Total (Memorandum Only)
Assets - Investments at fair value - Interest in Master Trust	\$ 17,057,699,432	\$ 2,533,010,494	\$ 549,388,808	\$ 122,397,513	\$ 1,462,190,347	\$ 1,796,675,769	\$ 574,620,005	\$ 25,232,670,781	\$ 49,328,653,149
Liabilities - Accrued administrative expenses	2,241,697	946,686	196,001	268,558	379,684	526,683	519,616	3,020,062	8,098,987
Net Assets Available for Benefits	<u>\$ 17,055,457,735</u>	<u>\$ 2,532,063,808</u>	<u>\$ 549,192,807</u>	<u>\$ 122,128,955</u>	<u>\$ 1,461,810,663</u>	<u>\$ 1,796,149,086</u>	<u>\$ 574,100,389</u>	<u>\$ 25,229,650,719</u>	<u>\$ 49,320,554,162</u>

See Notes to Financial Statements.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Year Ended December 31, 2023								
	The Boeing Company Employee Retirement Plan	Boeing North American Retirement Plan	BSS Retirement Plan	BSS Retirement Plan for Bargained Employees	Employee Retirement Income Plan - Hourly East	Employee Retirement Income Plan - Hourly West	Non-Contributory Retirement Plan	The Pension Value Plan for Employees of The Boeing Company	Total (Memorandum Only)
Additions									
Net investment income from Master Trust	\$ 1,297,511,750	\$ 198,319,717	\$ 40,480,420	\$ 9,358,702	\$ 116,310,823	\$ 144,184,630	\$ 44,843,871	\$ 1,989,339,357	\$ 3,840,349,270
Deductions									
Benefits paid directly to participants or beneficiaries	(1,925,697,710)	(243,776,055)	(99,412,665)	(15,716,498)	(119,842,847)	(125,258,113)	(66,761,343)	(2,081,195,360)	(4,677,660,591)
Administrative expenses	(96,391,908)	(4,220,626)	(606,235)	(338,403)	(2,184,951)	(3,078,471)	(625,804)	(98,153,722)	(205,600,120)
Total deductions	(2,022,089,618)	(247,996,681)	(100,018,900)	(16,054,901)	(122,027,798)	(128,336,584)	(67,387,147)	(2,179,349,082)	(4,883,260,711)
Net (Decrease)/Increase	(724,577,868)	(49,676,964)	(59,538,480)	(6,696,199)	(5,716,975)	15,848,046	(22,543,276)	(190,009,725)	(1,042,911,441)
Net Assets Available for Benefits - Beginning of year	17,055,457,735	2,532,063,808	549,192,807	122,128,955	1,461,810,663	1,796,149,086	574,100,389	25,229,650,719	49,320,554,162
Net Assets Available for Benefits - End of year	<u>\$ 16,330,879,867</u>	<u>\$ 2,482,386,844</u>	<u>\$ 489,654,327</u>	<u>\$ 115,432,756</u>	<u>\$ 1,456,093,688</u>	<u>\$ 1,811,997,132</u>	<u>\$ 551,557,113</u>	<u>\$ 25,039,640,994</u>	<u>\$ 48,277,642,721</u>

	Year Ended December 31, 2022								
	The Boeing Company Employee Retirement Plan	Boeing North American Retirement Plan	BSS Retirement Plan	BSS Retirement Plan for Bargained Employees	Employee Retirement Income Plan - Hourly East	Employee Retirement Income Plan - Hourly West	Non-Contributory Retirement Plan	The Pension Value Plan for Employees of The Boeing Company	Total (Memorandum Only)
Deductions									
Benefits paid directly to participants or beneficiaries	\$ (1,818,146,813)	\$ (268,155,201)	\$ (157,683,005)	\$ (24,747,343)	\$ (120,200,431)	\$ (127,565,810)	\$ (39,300,116)	\$ (2,249,323,039)	\$ (4,805,121,758)
Administrative expenses	(49,928,358)	(6,146,898)	(864,682)	(631,819)	(2,532,096)	(3,638,554)	(1,290,451)	(97,713,465)	(162,746,323)
Net depreciation in fair value of investments	(4,530,172,960)	(673,439,031)	(159,791,657)	(34,024,560)	(382,503,346)	(466,713,944)	(149,288,806)	(6,641,424,397)	(13,037,358,701)
Total deductions	(6,398,248,131)	(947,741,130)	(318,339,344)	(59,403,722)	(505,235,873)	(597,918,308)	(189,879,373)	(8,988,460,901)	(18,005,226,782)
Net Assets Available for Benefits - Beginning of year	23,453,705,866	3,479,804,938	867,532,151	181,532,677	1,967,046,536	2,394,067,394	763,979,762	34,218,111,620	67,325,780,944
Net Assets Available for Benefits - End of year	<u>\$ 17,055,457,735</u>	<u>\$ 2,532,063,808</u>	<u>\$ 549,192,807</u>	<u>\$ 122,128,955</u>	<u>\$ 1,461,810,663</u>	<u>\$ 1,796,149,086</u>	<u>\$ 574,100,389</u>	<u>\$ 25,229,650,719</u>	<u>\$ 49,320,554,162</u>

See Notes to Financial Statements.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

1. DESCRIPTION OF THE PLANS

The following is a brief description of the following plans (collectively, the “Plans”), and provides only general information:

The Boeing Company Employee Retirement Plan (“BCERP”)
Boeing North American Retirement Plan (“BNA Plan”)
BSS Retirement Plan (“BSS Plan”)
BSS Retirement Plan for Bargained Employees (“BSSB Plan”)
Employee Retirement Income Plan – Hourly East (“Hourly East Plan”)
Employee Retirement Income Plan – Hourly West (“Hourly West Plan”)
Non-Contributory Retirement Plan (“NCRP”)
The Pension Value Plan for Employees of The Boeing Company (“PVP”)

Each of the Plans is sponsored by The Boeing Company (the “Company”). Eligible participants as defined by the Plans (“Participants”) should refer to the plan documents for a more complete description of the Plans’ provisions.

General —

BCERP:

The BCERP is a noncontributory defined benefit pension plan covering certain bargained employees of the Company. The BCERP is closed to various unions. These closure dates range from January 1, 2009 through December 31, 2016. Effective January 1, 1999, the assets and liabilities under the BCERP attributable to accrued benefits of active nonunion salaried Participants were transferred to the PVP. Benefit accruals under the BCERP were also frozen to various unions with freeze dates ranging from December 31, 2015 to December 31, 2018. For certain Participants who are members of the Society of Professional Engineering Employees in Aerospace, their benefit service was frozen effective December 31, 2018, however, their benefit accruals continue to grow based on pay increases.

BNA Plan:

The BNA Plan is a noncontributory defined benefit pension plan covering certain employees formerly of Boeing North American, Inc. (formerly Rockwell International Corporation), a subsidiary merged into the Company effective December 1996. The BNA Plan is made up of various sub-plans with varying plan provisions. Since 2000, the only sub-plan with active employees is the BNA Sub-Plan R02/Aerospace Hourly Plan (“R02 Sub Plan”). Effective January 1, 2009, the R02 Sub Plan was closed to new entrants and all benefit accruals in the R02 Sub Plan were frozen effective December 31, 2016.

BSS Plan:

The BSS Plan is a contributory defined benefit pension plan covering certain nonbargained employees formerly of Boeing Satellite Systems, Inc. (“BSS”), a subsidiary merged into the Company effective October 2000. The BSS Plan was closed to new entrants for the contributory benefit structure effective January 1, 1991. Noncontributory benefits of the BSS Plan were transferred to the PVP on April 1, 2003. All benefit accruals under the BSS Plan were frozen as of December 31, 2015.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

1. DESCRIPTION OF THE PLANS (CONTINUED)

BSSB Plan:

The BSSB Plan is a defined benefit pension plan with both contributory and noncontributory benefit structures covering certain bargained employees formerly of BSS. Eligible active employees are located in Southern California represented by Cabinet Makers, Millmen and Industrial Carpenters, Local No. 721 (formerly Electronic and Space Technicians Local No. 1553). The contributory portion of the BSSB Plan has been closed to new Participants since 1992. Effective January 1, 2012, the noncontributory portion of the BSSB Plan was closed to new entrants. Benefit accruals under the BSSB Plan were frozen effective December 31, 2018.

Hourly East Plan and Hourly West Plan:

The Hourly East Plan and Hourly West Plan are noncontributory defined benefit pension plans covering certain employees formerly of McDonnell Douglas Corporation (“MDC”), which merged with the Company effective August 1997. The Hourly East Plan and Hourly West Plan are closed to all unions. These closure dates range from January 1, 2012 through January 1, 2014 for the Hourly East Plan and January 1, 2010 through February 1, 2014 for the Hourly West Plan. All benefit accruals under the Hourly East Plan and Hourly West Plan were frozen by December 31, 2018.

NCRP:

The NCRP is a noncontributory defined benefit pension plan covering certain bargained employees of the Company, represented by United Automobile, Aerospace and Agricultural Implement Workers of America, Local 1069, in Ridley Park, Pennsylvania. Effective January 1, 2014, the NCRP was closed to new entrants. All benefit accruals under the NCRP were frozen effective December 31, 2016.

PVP:

The PVP is a noncontributory defined benefit pension plan covering certain nonunion salaried employees of the Company. Effective January 1, 2009, the PVP was closed to new entrants. Benefit accruals under the PVP were frozen, other than interest credits applied to Participants’ cash balance hypothetical accounts to the extent required by law, effective December 31, 2015.

The assets of the Plans, along with two other plans sponsored by the Company and not included in the accompanying financial statements, are held in The Boeing Company Employee Retirement Plans Master Trust (the “Master Trust”). J.P. Morgan Chase, N.A. (“J.P. Morgan”) serves as the trustee for the Master Trust. The Employee Benefit Plans Committee has the overall responsibility for the operation and administration of the Plans. The Plans are subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

The “Total (Memorandum Only)” columns in the accompanying Statements of Net Assets Available for Benefits and Statements of Changes in Net Assets Available for Benefits represent the total activity for the Plans and are provided for information purposes only.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

1. DESCRIPTION OF THE PLANS (CONTINUED)

Employee Contributions — Prior to January 1, 2019, for the BSSB Plan, and prior to January 1, 2016, for the BSS Plan, a Participant's current rate of contribution was 3% of eligible compensation. Participants could suspend contributions, but they did not accrue benefit service for periods when they did not contribute; however, contribution suspension did not interrupt their continuous service or years of vesting service. If contributions were suspended, Participants had to wait 12 calendar months before they could begin to contribute again, provided they were still eligible. Participants are always vested in their own contributions to the respective BSS Plan and BSSB Plan. Effective January 1, 2016, employee contributions were no longer allowed under the BSS Plan as all benefit accruals under the BSS Plan were frozen. Effective January 1, 2019, employee contributions were no longer allowed under the BSSB Plan as all benefit accruals under the BSSB Plan were frozen.

Employer Contributions — The funding policy of the Company is to contribute an amount at least equal to the minimum required contribution under ERISA to each of the Plans. The Plans have met the minimum funding requirements of ERISA, and no cash contributions were required under ERISA for the years ended December 31, 2023 and 2022. Although no contributions were required under ERISA, the Company may make discretionary contributions to the Plans.

Pension Benefits — Generally, except as noted for the specific Plans below, Participants with five or more years of vesting service are entitled to benefits under the Plans. The Plans generally provide for normal retirement benefits upon reaching age 65 and have provisions for early retirement benefits. Benefits are payable in the form of a joint and survivor annuity, a single life annuity, or other payment forms, as specified in the applicable plan document. Monthly pension benefits beginning at normal retirement age are generally determined as follows:

Plan	Determination of Benefit Payment Amount
BCERP	The greater of (1) a final average monthly earnings formula, or (2) a rate, based on union affiliation, multiplied by each year of credited service
BNA Plan	For the BNA R02 Sub Plan (the only sub-plan with Participants who were actively accruing benefits prior to the Plan freeze), benefits are based on a rate multiplied by each year of benefit service. Other benefits vary per applicable sub-plan.
BSS Plan	<p>The contributory benefit is funded by the Company, as well as employee contributions. The contributory benefit is the best of three formulas: 1) a career average formula, 2) a final average monthly compensation formula, and 3) a minimum benefit formula.</p> <p><i>Cost of Living Adjustment ("COLA")</i> — Monthly benefits under the contributory benefit may be adjusted annually to reflect changes in the cost of living. The adjustment is made every January 1 and is based on the change in the Consumer Price Index ("CPI") relative to the year before; however, if the BSS Plan is terminated, no COLA will be provided except to Participants who are already receiving retirement payments. To be eligible for a COLA, Participants must have retired on their early, normal, or late retirement date.</p>

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

1. DESCRIPTION OF THE PLANS (CONTINUED)

BSSB Plan	<p>Participants could accrue benefits in one of two benefit structures of the BSSB Plan (contributory and noncontributory); however, if they were accruing in the noncontributory structure, they may also have prior contributory accruals.</p> <p>The noncontributory benefit is funded solely by contributions made to the BSSB Plan by the Company, as defined by the plan document. Benefits are based on a formula, including final average monthly earnings, service, and covered compensation.</p> <p>The contributory benefit is funded by the Company, as well as employee contributions. The contributory benefit is the best of three formulas: 1) a career average formula, 2) a final average monthly compensation formula, and 3) a minimum benefit formula.</p> <p><i>COLA</i> — Monthly benefits under the contributory benefit may be adjusted annually to reflect changes in the cost of living. The adjustment is made every January 1 and is based on the change in the CPI relative to the year before; however, if the BSSB Plan is terminated, no COLA will be provided except to Participants who are already receiving retirement payments. To be eligible for a COLA, Participants must have retired on their early, normal, or late retirement date and with a contributory benefit.</p>
Hourly East Plan	A rate, based on union affiliation, multiplied by each year of benefit service while employed with a covered group
Hourly West Plan	A rate, based on union affiliation, multiplied by each year of benefit service while employed with a covered group
NCRP	A rate multiplied by each year of credited service

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

1. DESCRIPTION OF THE PLANS (CONTINUED)

PVP	<p>Participants with three or more years of vesting service and Participants who are at least age 62 at termination with one or more years of service are entitled to benefits under the PVP.</p> <p>PVP features that are relevant to the benefit include, but are not limited to:</p> <ul style="list-style-type: none"> • Participants in the PVP maintain a hypothetical separate account similar to a defined contribution plan, although the Company makes all contributions to the PVP. Participants are not permitted to make contributions. • Interest credits applied to Participants' hypothetical accounts are based on the yield of the 30-year U.S. Treasury bond (but not less than an interest credit minimum rate of 5% (5.25% prior to January 1, 2016) or greater than an interest credit maximum rate of 10%). The crediting rate was 5% as of December 31, 2023 and 2022. • Benefits relating to prior service and transferred to the PVP ("Heritage Benefits") were generally earned under the BCERP, BNA Plan, BSS Plan, and the former McDonnell Douglas Corporation — Salaried Plan ("MDC-Salaried"); Heritage Benefits increased in relation to growth in base pay but not for service earned after these benefits were transferred into the PVP. <p>Monthly pension benefits beginning at normal retirement age (65) equal the greater of the combined benefits described in (1) plus (2) or the benefit described in (3) below:</p> <ol style="list-style-type: none"> 1. The benefit credits, including a percentage of eligible pay based on the Participant's age for each year he or she works for the Company, plus interest credits divided by an annuity conversion factor of 11. This annual benefit is then divided by 12 to calculate a monthly benefit. 2. Heritage Benefits transferred to the PVP, plus growth due to increases in base pay after the transfer date. 3. A rate multiplied by each year of benefit service. <p>Benefits for certain frozen plans have been merged into the PVP. Those benefits remain frozen and are payable based on the provisions of the specific related plans merged into the PVP.</p>
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Death and Disability Benefits — Death benefits are payable from the Plans under certain circumstances. See plan documents for specific provisions.

There are no provisions for disability benefits from the BSS Plan and BSSB Plan. Since December 1, 2004, the PVP has not provided for disability benefits. Disability benefits for the other Plans are payable from the other Plans under certain circumstances. See plan documents for specific provisions.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

1. DESCRIPTION OF THE PLANS (CONTINUED)

Termination — Although it has not expressed any intention to do so, the Company has the right under each of the individual plans, in certain circumstances, to discontinue its contributions at any time and to terminate any of the Plans subject to the provisions set forth in ERISA. In the event a plan terminates, the net assets of the specific plan will be allocated for payment of plan benefits to Participants in an order of priority determined in accordance with ERISA and the applicable plan document.

Certain benefits under the Plans are insured by the PBGC if the Plans terminate. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions; however, the PBGC does not guarantee all types of benefits under the Plans, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plans are guaranteed at the level in effect on the date of the Plans' termination, subject to a statutory ceiling on the amount of an individual's monthly benefit.

Whether all Participants receive their benefits should a plan terminate at some future time will depend on the sufficiency, at that time, of the net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Company and the level of benefits guaranteed by the PBGC. Some benefits may be fully or partially provided for by the then-existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

Plan Amendments — Effective July 1, 2022, Fidelity Investments took over administration of the Plans from Conduent. During the course of transferring administration, the Company made changes to the plan documents to simplify or clarify plan administration and correct certain provisions. None of these changes had a significant impact to the Plans' Present Value of Accumulated Plan Benefits ("PVAB").

2. SUMMARY OF ACCOUNTING POLICIES

Basis of Accounting — The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Use of Estimates — The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosure of contingent assets and liabilities, and the actuarial PVAB at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties — The Master Trust utilizes various investment instruments. Investment instruments, in general, are exposed to various risks, such as interest rate risk, credit risk, and overall market volatility. Market risks include global events, such as a pandemic or international conflict, which could impact the value of investment securities. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term, and such changes could materially affect the values reported in the financial statements.

Plan contributions are made and the actuarial PVAB is reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

2. SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

Valuation of Investments — Investments in the Master Trust are stated at fair value. Fair value of a financial instrument is the price that would be received to sell an asset or paid to transfer a liability (exit price) in an orderly transaction between market participants at the measurement date. The Master Trust's investments stated at fair value are valued as follows:

- Corporate bonds, government bonds, mortgage-backed and asset-backed securities, and municipal bonds are primarily valued using a market approach using matrix pricing, which considers a security's relationship to other securities for which quoted prices in an active market may be available, or alternatively based on an income approach, which uses valuation techniques to convert future cash flows to a single present value amount. The valuation approach is designed to maximize the use of observable inputs, such as observable trade prices, multiple broker-dealer quotations, related yield curves, and other assumptions about the security (prepayment projections, cash flows, other security characteristics, etc.) and minimize unobservable inputs. The securities are valued as of the last trading day of the year.
- Common and preferred stock and certain other investments, including real-estate investment trusts, American depository receipts, global depository receipts, rights, and warrants traded in active markets on national and international exchanges are primarily valued using a market approach based on the closing market prices of identical instruments on the last trading day of the year.
- Mutual funds, which are registered investment companies, are valued using quoted market prices to represent the net asset value ("NAV") at year-end.
- Short-term investments include treasury bills, commercial paper and certificates of deposits with original maturities of up to one year. These investments are primarily valued using a market approach based on matrix pricing as referenced above. In the event that an instrument with an original maturity of less than three months does not have a market price, then those investments are valued at amortized cost, which approximates fair value.
- Other investments include physical commodities and over-the-counter ("OTC") derivatives, such as options and swap contracts. Physical commodities are valued on a market approach using spot prices for the specific commodity. OTC derivatives are valued based upon the expected amount that the Master Trust would receive or pay to exit the derivative at the reporting date. The valuation methodology uses the income approach and relies on inputs, including, but not limited to, benchmark yields, swap curves, cash flow analysis, ratings updates, and interdealer broker rates. Credit risk of the derivative counterparties is offset by collateralizing the expected amount that the Master Trust would receive or pay to terminate the derivative.
- Investments in funds that do not have a readily determinable fair value and meet the criteria of investment companies are valued using the NAV, as the practical expedient. The NAV or its equivalent, such as member units or membership units in partners' capital to which a proportionate share of net assets is attributed, is based on the value of underlying investments.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

2. SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

The NAV measurement may be adjusted to estimate net asset value per share for the investment in a manner consistent with measurement principles for investment companies. There were no adjustments in 2023 or 2022.

- Investments in commingled funds, which include common/collective trusts/pooled funds (“CCTs”) are valued based on the year-end unit values. Unit values are determined by the issuer, investment manager or third-party administrator by dividing the fair values of the total net assets at year-end by the outstanding units.
- Investments in partnerships are recorded based upon year-end valuations at NAV, which represent the unit of account, and are determined by the general partner and reflected in the audited financial statements of the partnerships. Where necessary, adjustments may be made to general partner valuations to reflect fair value when such valuations are inconsistent with NAV practical expedient criteria.
- Investments in hedge funds consist of direct hedge funds. Direct hedge fund NAV is based on valuation of the underlying holdings including other assets and liabilities of the fund.
- Forward and spot currency contracts are valued using a market value approach based on spot foreign currency rates if the contract tenor is two days or less and interpolated forward rates for any contracts with a tenor greater than two days. Forward and spot currency contracts are included in other receivables and other liabilities on the Master Trust’s statements of net assets.
- To-be-announced securities (“TBAs”) and treasury forwards, which have a delayed future settlement, are valued similarly to securities in active markets. The unrealized market appreciation or depreciation is included in other receivables and other liabilities on the Master Trust’s statements of net assets.

Cash and Cash Equivalents — Cash and cash equivalents include cash and cash collateral. Cash includes cash collateral received from counterparties on derivatives. Cash collateral is related to the collateral posted on derivatives.

Investment Income — Net investment income or loss reflected in the statements of changes in net assets includes the Master Trust’s net appreciation/depreciation in fair value of investments, interest income, and dividend income, less administrative expenses. The net appreciation/depreciation in fair value of investments includes both realized and unrealized gains and losses and is calculated as the difference between the fair value of the investments as of the beginning of the year or the purchase date in the current year and either the sales price or the end-of-year fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Valuation Oversight — Management of the Plan has implemented processes that are designed to ensure that fair value measurements used by the Master Trust are appropriate and reliable, that they are based on observable inputs wherever possible, and that the valuation approaches are consistently applied and the assumptions used are reasonable. The valuation framework has a set of processes that provides for oversight and validation of the fair value methodologies, as well as valuations.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

2. SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

The Board of Directors of The Boeing Company (“the Company”) has delegated the fiduciary oversight of plan assets over various retirement plans held within the Master Trust structures to the Employee Benefit Investment Committee (“EBIC”). The EBIC has sub-delegated this responsibility to the Chief Investment Officer (“CIO”), who manages Trust Investments and chairs the Valuation Committee. Trust Investments is responsible for the oversight of the Master Trust assets including selection and monitoring of investment managers, asset strategies, and risk management. The Valuation Committee is responsible for the oversight of the valuation practices of the Master Trust and is composed of the Managing Directors of Trust Investments, including Risk Management and Trust Operations and each of the Investment teams, along with the Director of Actuarial Services and Enterprise Benefits Accounting. The Valuation Committee meets periodically with the purpose of fulfilling the following responsibilities and provides an annual review to the EBIC of its findings and actions:

- Review and approve annually the Trust Investment valuation practices, and review valuation practices used by third parties
- Review and approve the year-end valuations, including the methods used to develop and substantiate the unobservable inputs used in the fair value measurement
- Review analysis and benchmarks used by the Company and the Master Trust to assess the reasonableness of the year-end valuations and changes in fair value measurements from period to period
- Review and approve annual financial statement disclosures of the investments held in the Master Trust

Investments in funds are generally valued using the NAV or its equivalent. This includes partnerships, hedge funds, and other commingled investments. Valuations provided by the funds are reviewed at least quarterly. The fund’s audited financial statements are used in the Master Trust’s annual financial reporting process, where applicable. Assessments of reasonableness include regular asset manager meetings and review of quarterly reports, third-party reviews and reconciliations, which includes escalation to Trust Investments for exceptions, quarterly CIO investment reviews, and reviews of manager valuation policies. Valuation policies are reviewed when a new mandate is entered into with an asset manager, or as changes to policies are provided by managers.

Corporate bonds, government bonds, mortgage-backed and asset-backed securities, municipal bonds, common and preferred stocks, mutual funds and derivative instruments are generally valued using valuations obtained from pricing vendors. Pricing vendor valuation methodologies and custodian pricing controls and related documentation are assessed for reasonableness on an annual basis. The pricing vendor due diligence process includes reviews of pricing controls and procedures, as well as discussions in order to maintain a current understanding of the valuation processes and related assumptions and inputs that may be used by the vendors to price instruments. The custodian due diligence process includes reviews of pricing controls and procedures that are carried out on the Master Trust’s behalf. This includes various levels of tolerance checks on price changes, review of stale or unchanged prices, multiprice source comparisons, and vendor price challenges. Additionally, on a monthly basis, the custodian reconciles its valuations to valuations obtained from each investment manager and any exceptions are reported to Trust Investments for resolution, which may include escalation to the Valuation Committee.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

2. SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

Securities Purchased with an Agreement to Resell — Resale agreements are treated as financing arrangements in receivables and are carried at contract amounts reflective of the amounts at which the securities will be subsequently resold, as specified in the respective agreements. Resale agreements are collateralized by high-quality, fixed-income securities. The Master Trust's policy is to take physical possession or control of the securities purchased under agreements to resell and is permitted by contract to sell or repledge. The Master Trust monitors the market value of the underlying securities as compared to the related receivable, including accrued interest, and requires additional collateral where deemed appropriate. At December 31, 2023, there were no securities purchased with an agreement to resell. At December 31, 2022, the fair value of the securities received as collateral for resale agreements of \$10,800,000 was \$11,023,671.

Benefits — Benefits are recorded when paid.

Administrative Expenses — Necessary and proper expenses of the Plans are paid from plan assets, at both the Plan and Master Trust levels, except for those expenses the Company is required by law or chooses to pay.

Subsequent Events — Subsequent events were evaluated through September 5, 2024, the date the financial statements were available to be issued.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

3. ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments and lump sum distributions attributable under the Plans' provisions to service rendered by employees as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated vested employees or their beneficiaries, (2) beneficiaries of employees who have died, and (3) present employees or their beneficiaries. The PVAB has been determined by an independent actuary and is the sum of accumulated benefits adjusted to reflect the probability of payment (by means of decrements, such as death, disability, termination, or retirement) and the time value of money (through discounts for interest) between the valuation date and the expected date of payment. The significant actuarial assumptions used in the December 31, 2022 valuations, the latest valuations, were as follows:

Actuarial cost method: Unit Credit

Assumed rate of return: 6.00%

Mortality: RP-2006 tables without collar or amount adjustments, projected to 2015 with scale MP-2017, but adjusted based on a study of annuitant mortality experience during the 2013-2017 plan years. Rates are projected generationally from 2015 using an adjustment to the MP-2021 scales based on the Social Security Administration's intermediate estimate long-term rate of mortality improvement.

Average retirement age range: 57 – 63

Cash balance interest indexing rate (applicable to the PVP only): 5.00%

The foregoing actuarial assumptions are based on the presumption that the Plans will continue in operation. If a plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial PVAB.

Assumption changes for the year ended December 31, 2022 include a change in the discount rate from 6.25% to 6.00%.

For the BSS Plan, the accumulated contributions of active employees are presented as of the beginning of the plan year. As of December 31, 2022 and 2021, the accumulated contributions of active employees, including interest credited on those contributions, amounted to approximately \$10,258,811 and \$11,349,000, respectively. As of December 31, 2022 and 2021, the rates for which interest was credited on the contributions were 2.16% and 1.01%, respectively.

For the BSSB Plan, the accumulated contributions of active employees are presented as of the beginning of the plan year. As of December 31, 2022 and 2021, the accumulated contributions of active employees, including interest credited on those contributions, amounted to approximately \$1,495,884 and \$1,815,000, respectively. As of December 31, 2022 and 2021, the rates for which interest was credited on the contributions were 2.16% and 1.01%, respectively.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

3. ACCUMULATED PLAN BENEFITS (CONTINUED)

The actuarial PVAB for the Plans as of December 31, 2022, consists of the following:

	The Boeing Company Employee Retirement Plan	Boeing North American Retirement Plan	BSS Retirement Plan	BSS Retirement Plan for Bargained Employees	Employee Retirement Income Plan - Hourly East	Employee Retirement Income Plan - Hourly West	Non-Contributory Retirement Plan	The Pension Value Plan for Employees of The Boeing Company	Total (Memorandum Only)
Actuarial Present Value of Accumulated Benefits									
Vested benefits:									
Participants currently receiving payments	\$ 11,795,407,892	\$ 1,595,471,691	\$ 394,685,177	\$ 61,860,280	\$ 1,169,986,250	\$ 1,164,171,302	\$ 377,261,689	\$ 17,783,422,387	\$ 34,342,266,668
Other participants	<u>5,259,788,494</u>	<u>198,320,912</u>	<u>110,991,487</u>	<u>40,643,450</u>	<u>191,687,025</u>	<u>270,629,091</u>	<u>155,071,910</u>	<u>8,361,893,902</u>	<u>14,589,026,271</u>
Total vested benefits	17,055,196,386	1,793,792,603	505,676,664	102,503,730	1,361,673,275	1,434,800,393	532,333,599	26,145,316,289	48,931,292,939
Nonvested benefits	<u>358,414,219</u>	<u>17,049</u>	<u>2,903,162</u>	<u>1,791,497</u>	<u>4,111,607</u>	<u>1,149,012</u>	<u>3,001,120</u>	<u>155,478,673</u>	<u>526,866,339</u>
Total actuarial present value of accumulated benefits	<u>\$ 17,413,610,605</u>	<u>\$ 1,793,809,652</u>	<u>\$ 508,579,826</u>	<u>\$ 104,295,227</u>	<u>\$ 1,365,784,882</u>	<u>\$ 1,435,949,405</u>	<u>\$ 535,334,719</u>	<u>\$ 26,300,794,962</u>	<u>\$ 49,458,159,278</u>

The changes in actuarial PVAB for the Plans for the year ended December 31, 2022, consist of the following:

	The Boeing Company Employee Retirement Plan	Boeing North American Retirement Plan	BSS Retirement Plan	BSS Retirement Plan for Bargained Employees	Employee Retirement Income Plan - Hourly East	Employee Retirement Income Plan - Hourly West	Non-Contributory Retirement Plan	The Pension Value Plan for Employees of The Boeing Company	Total (Memorandum Only)
Actuarial Present Value of Accumulated Benefits - Beginning of year	\$ 17,739,691,907	\$ 1,967,633,906	\$ 651,392,922	\$ 125,541,167	\$ 1,385,375,538	\$ 1,470,418,174	\$ 537,664,277	\$ 26,712,180,512	\$ 50,589,898,403
Increase (decrease) during the period attributable to:									
Additional benefits accumulated	92,797,403	-	-	-	-	-	-	-	92,797,403
Actuarial (gains) losses	194,688,952	(37,444,902)	(13,046,056)	(2,756,577)	(9,389,114)	(17,740,668)	(10,197,160)	(130,354,209)	(26,239,734)
Interest due to decrease in the discount period	1,058,574,557	114,597,269	35,859,141	7,084,688	82,829,708	87,914,704	32,375,889	1,600,285,202	3,019,521,158
Benefits paid	(1,818,146,813)	(268,155,201)	(157,683,005)	(24,747,343)	(120,200,431)	(127,565,810)	(39,300,116)	(2,249,323,039)	(4,805,121,758)
Assumption changes	<u>146,004,599</u>	<u>17,178,580</u>	<u>(7,943,176)</u>	<u>(826,708)</u>	<u>27,169,181</u>	<u>22,923,005</u>	<u>14,791,829</u>	<u>368,006,496</u>	<u>587,303,806</u>
Net increase (decrease)	<u>(326,081,302)</u>	<u>(173,824,254)</u>	<u>(142,813,096)</u>	<u>(21,245,940)</u>	<u>(19,590,656)</u>	<u>(34,468,769)</u>	<u>(2,329,558)</u>	<u>(411,385,550)</u>	<u>(1,131,739,125)</u>
Actuarial Present Value of Accumulated Benefits - End of year	<u>\$ 17,413,610,605</u>	<u>\$ 1,793,809,652</u>	<u>\$ 508,579,826</u>	<u>\$ 104,295,227</u>	<u>\$ 1,365,784,882</u>	<u>\$ 1,435,949,405</u>	<u>\$ 535,334,719</u>	<u>\$ 26,300,794,962</u>	<u>\$ 49,458,159,278</u>

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

4. MASTER TRUST

The Master Trust facilitates the commingling of employee benefit plan assets for investment and administrative purposes. Assets are invested in accordance with the Master Trust's investment policy and are diversified among various asset classes. These assets are invested in individual investment accounts, separately held assets, and investments held in various types of funds, all of which are managed in accordance with established investment guidelines and are valued based on the fair value.

On a daily basis, the Plans may have contributions, withdrawals, asset transfers (in combination with a liability transfer), and/or expense charges. The trustee calculates a market value for each plan for each day of the month. At month-end, these "dollar days" are aggregated to determine a daily dollar-weighted-average market value for each participating plan in the Master Trust. This average is then used to allocate to each participating plan its share of realized gains/losses, unrealized appreciation/depreciation, income, and expenses in order to arrive at each plan's ending beneficial interest in the Master Trust. All expenses that are plan specific are recorded on that basis.

The Plans' ownership interest percentages in the Master Trust were as follows as of December 31, 2023 and 2022:

Plan	2023	2022
BCERP	33.7%	34.5%
BNA Plan	5.1%	5.1%
BSS Plan	1.0%	1.1%
BSSB Plan	0.2%	0.2%
Hourly East Plan	3.0%	3.0%
Hourly West Plan	3.7%	3.6%
NCRP	1.1%	1.2%
PVP	51.7%	51.0%

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

4. MASTER TRUST (CONTINUED)

Net assets of the Master Trust and the Plans' ownership interests in the Master Trust's investments by general type, its other assets and liabilities in dollar amounts as of December 31, 2023 and 2022, are as follows:

	December 31, 2023								
	The Boeing Company Employee Retirement Plans Master Trust	The Boeing Company Employee Retirement Plan	Boeing North American Retirement Plan	BSS Retirement Plan	BSS Retirement Plan for Bargained Employees	Employee Retirement Income Plan - Hourly East	Employee Retirement Income Plan - Hourly West	Non-Contributory Retirement Plan	The Pension Value Plan for Employees of The Boeing Company
ASSETS:									
Investments — at fair value:									
Corporate bonds	\$ 17,817,153,644	\$ 6,005,611,946	\$ 912,980,987	\$ 180,066,255	\$ 42,455,276	\$ 535,521,853	\$ 666,428,559	\$ 202,915,732	\$ 9,207,871,783
Government bonds	7,549,197,745	2,544,601,291	386,833,618	76,294,777	17,988,467	226,902,704	282,368,390	85,976,191	3,901,411,319
Mortgage-backed and asset-backed securities	504,472,933	170,042,238	25,850,043	5,098,376	1,202,074	15,162,707	18,869,185	5,745,334	260,710,671
Municipal bonds	816,343,322	275,164,109	41,830,808	8,250,245	1,945,209	24,536,449	30,534,311	9,297,159	421,884,707
Common and preferred stock	5,887,160,265	1,984,379,813	301,668,016	59,497,657	14,028,112	176,947,621	220,201,937	67,047,603	3,042,473,448
Mutual funds	17,095,144	5,762,245	875,984	172,769	40,735	513,821	639,423	194,693	8,834,739
Partnerships	7,510,077,309	2,531,415,000	384,829,021	75,899,412	17,895,250	225,726,879	280,905,139	85,530,656	3,881,193,951
Hedge funds	3,290,955,929	1,109,279,554	168,634,129	33,259,527	7,841,794	98,914,722	123,094,130	37,479,990	1,700,759,888
Commingled funds	4,183,961,047	1,410,283,985	214,393,217	42,284,543	9,969,675	125,755,359	156,495,880	47,650,233	2,162,263,268
Short-term investments	325,670,555	109,773,481	16,687,908	3,291,338	776,018	9,788,527	12,181,304	3,708,992	168,305,936
Other investments	166,690,559	56,186,237	8,541,505	1,684,632	397,196	5,010,140	6,234,854	1,898,403	86,145,370
Total Master Trust investments	48,068,778,452	16,202,499,899	2,463,125,236	485,799,531	114,539,806	1,444,780,782	1,797,953,112	547,444,986	24,841,855,080
Cash and cash equivalents	404,896,481	136,478,092	20,747,578	4,092,022	964,800	12,169,784	15,144,651	4,611,279	209,249,746
Receivables:									
Accrued investment income	358,075,959	120,696,341	18,348,416	3,618,838	853,235	10,762,522	13,393,388	4,078,050	185,052,988
Receivables for securities sold	51,684,853	17,421,367	2,648,419	522,345	123,156	1,553,467	1,933,208	588,628	26,710,636
Securities purchased with an agreement to resell	-	-	-	-	-	-	-	-	-
Other receivables	37,143,317	12,519,864	1,903,286	375,383	88,506	1,116,399	1,389,300	423,017	19,195,597
Total receivables	446,904,129	150,637,572	22,900,121	4,516,566	1,064,897	13,432,388	16,715,896	5,089,695	230,959,221
Total assets	48,920,579,062	16,489,615,563	2,506,772,935	494,408,119	116,569,503	1,470,382,954	1,829,813,659	557,145,960	25,282,064,047
LIABILITIES:									
Payables for securities purchased	58,194,499	19,615,567	2,981,984	588,134	138,668	1,749,125	2,176,693	662,765	30,074,809
Investment and administrative expenses payable	16,143,905	5,441,612	827,241	163,156	38,468	485,230	603,843	183,859	8,343,140
Other liabilities	389,886,924	131,418,835	19,978,463	3,940,331	929,035	11,718,649	14,583,237	4,440,338	201,492,835
Total liabilities	464,225,328	156,476,014	23,787,688	4,691,621	1,106,171	13,953,004	17,363,773	5,286,962	239,910,784
NET ASSETS	\$ 48,456,353,734	\$ 16,333,139,549	\$ 2,482,985,247	\$ 489,716,498	\$ 115,463,332	\$ 1,456,429,950	\$ 1,812,449,886	\$ 551,858,998	\$ 25,042,153,263

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

4. MASTER TRUST (CONTINUED)

	December 31, 2022								
	The Boeing Company Employee Retirement Plans Master Trust	The Boeing Company Employee Retirement Plan	Boeing North American Retirement Plan	BSS Retirement Plan	BSS Retirement Plan for Bargained Employees	Employee Retirement Income Plan - Hourly East	Employee Retirement Income Plan - Hourly West	Non-Contributory Retirement Plan	The Pension Value Plan for Employees of The Boeing Company
ASSETS:									
Investments — at fair value:									
Corporate bonds	\$ 15,111,618,696	\$ 5,207,449,658	\$ 773,288,608	\$ 167,719,838	\$ 37,366,054	\$ 446,383,913	\$ 548,497,096	\$ 175,422,529	\$ 7,703,140,940
Government bonds	8,540,757,825	2,943,137,152	437,045,882	94,791,599	21,118,479	252,286,468	309,998,615	99,144,993	4,353,647,520
Mortgage-backed and asset-backed securities	692,302,226	238,566,699	35,426,345	7,683,678	1,711,835	20,449,998	25,128,067	8,036,558	352,900,753
Municipal bonds	842,720,164	290,400,580	43,123,501	9,353,127	2,083,769	24,893,212	30,587,694	9,782,678	429,576,230
Common and preferred stock	7,002,863,300	2,413,180,139	358,349,063	77,722,917	17,315,773	206,858,417	254,178,607	81,292,415	3,569,706,467
Mutual funds	8,424,656	2,903,129	431,105	93,503	20,831	248,857	305,785	97,797	4,294,465
Partnerships	7,645,840,233	2,634,749,388	391,251,345	84,859,147	18,905,643	225,851,390	277,516,344	88,756,383	3,897,463,674
Hedge funds	4,009,490,076	1,381,666,527	205,172,792	44,500,264	9,914,147	118,436,807	145,529,987	46,543,980	2,043,835,791
Commingled funds	4,229,600,213	1,457,516,275	216,436,222	46,943,208	10,458,407	124,938,667	153,519,188	49,099,119	2,156,036,836
Short-term investments	562,488,797	193,833,113	28,783,560	6,242,914	1,390,849	16,615,424	20,416,309	6,529,625	286,728,415
Other investments	86,627,990	29,851,924	4,432,909	961,461	214,202	2,558,915	3,144,283	1,005,617	44,158,580
Total Master Trust investments	48,732,734,176	16,793,254,584	2,493,741,332	540,871,656	120,499,989	1,439,522,068	1,768,821,975	565,711,694	24,841,489,671
Cash and cash equivalents	566,794,211	195,316,755	29,003,875	6,290,698	1,401,495	16,742,602	20,572,580	6,579,604	288,923,098
Receivables:									
Accrued investment income	326,675,591	112,572,103	16,716,575	3,625,685	807,761	9,649,709	11,857,142	3,792,199	166,522,738
Receivables for securities sold	214,382,049	73,875,853	10,970,314	2,379,369	530,096	6,332,657	7,781,293	2,488,644	109,281,155
Securities purchased with an agreement to resell	10,800,000	3,721,670	552,655	119,866	26,705	319,022	392,001	125,371	5,505,295
Other receivables	25,630,893	8,832,382	1,311,579	284,470	63,377	757,114	930,309	297,535	13,065,336
Total receivables	577,488,533	199,002,008	29,551,123	6,409,390	1,427,939	17,058,502	20,960,745	6,703,749	294,374,524
Total assets	49,877,016,920	17,187,573,347	2,552,296,330	553,571,744	123,329,423	1,473,323,172	1,810,355,300	578,995,047	25,424,787,293
LIABILITIES:									
Payables for securities purchased	64,738,022	22,308,662	3,312,761	718,510	160,076	1,912,304	2,349,756	751,508	33,000,178
Investment and administrative expenses payable	22,160,297	7,636,418	1,133,982	245,951	54,795	654,596	804,339	257,247	11,296,202
Other liabilities	289,985,798	99,928,835	14,839,093	3,218,475	717,039	8,565,925	10,525,436	3,366,287	147,820,132
Total liabilities	376,884,117	129,873,915	19,285,836	4,182,936	931,910	11,132,825	13,679,531	4,375,042	192,116,512
NET ASSETS	\$ 49,500,132,803	\$ 17,057,699,432	\$ 2,533,010,494	\$ 549,388,808	\$ 122,397,513	\$ 1,462,190,347	\$ 1,796,675,769	\$ 574,620,005	\$ 25,232,670,781

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

4. MASTER TRUST (CONTINUED)

Changes in net assets for the Master Trust for the years ended December 31, 2023 and 2022, are as follows:

	2023	2022
ADDITIONS:		
Investment income	\$ 1,393,679,441	\$ 1,186,937,232
Net appreciation/(depreciation) in fair value of investments	<u>2,536,751,964</u>	<u>(14,178,223,471)</u>
Net Activity	<u>3,930,431,405</u>	<u>(12,991,286,239)</u>
DEDUCTIONS:		
Amounts paid to participating plans	(4,897,744,572)	(4,976,272,226)
Investment and administrative expenses	<u>(76,465,902)</u>	<u>(91,121,352)</u>
Total deductions	<u>(4,974,210,474)</u>	<u>(5,067,393,578)</u>
NET DEDUCTIONS	(1,043,779,069)	(18,058,679,817)
NET ASSETS:		
Beginning of year	<u>49,500,132,803</u>	<u>67,558,812,620</u>
End of year	<u>\$ 48,456,353,734</u>	<u>\$ 49,500,132,803</u>

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

5. FAIR VALUE OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Accounting Standards Codification (“ASC”) 820, *Fair Value Measurement*, establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 for financial assets and financial liabilities are described below:

Level 1 — Values are based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical and unrestricted assets or liabilities. An active market is a market in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 — Values are based on (a) quoted prices for similar assets or liabilities in active markets; (b) quoted prices for identical or similar assets or liabilities in markets that are not active; or (c) valuation models whose inputs are observable, directly or indirectly, for substantially the full term of the asset or liability.

Level 3 — Values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement.

Fair value is a market-based measure considered from the perspective of a market participant who owns an asset or owes a liability. Accordingly, when market observable data is not readily available, assumptions are set to reflect those that market participants would be presumed to use in pricing the asset or liability at the measurement date. Prices and inputs are used that are current as of the measurement date, including during periods of market disruption. In periods of market disruption, the ability to observe prices and inputs may be reduced for many instruments. This condition could cause an instrument to be reclassified from Level 1 to Level 2, Level 1 to Level 3, or Level 2 to Level 3.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

5. FAIR VALUE OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (CONTINUED)

The following tables set forth by level within the fair value hierarchy a summary of the Master Trust investments by general types of assets and liabilities measured at fair value on a recurring basis as of December 31, 2023 and 2022. As required by ASC 820, assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

	December 31, 2023				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not leveled*	Total
ASSETS:					
Investments in the fair value hierarchy:					
Corporate bonds	\$ -	\$ 17,755,323,956	\$ 61,829,688	\$ -	\$ 17,817,153,644
Government bonds	-	7,549,160,339	37,406	-	7,549,197,745
Mortgage-backed and asset-backed securities	-	340,559,807	163,913,126	-	504,472,933
Municipal bonds	-	816,343,322	-	-	816,343,322
Common and preferred stock	5,887,144,791	-	15,474	-	5,887,160,265
Mutual funds	17,095,144	-	-	-	17,095,144
Short-term investments	-	325,670,555	-	-	325,670,555
Other investments	45,841,434	120,849,125	-	-	166,690,559
Total investments in the fair value hierarchy	5,950,081,369	26,907,907,104	225,795,694	-	33,083,784,167
Investments measured at net asset value:					
Partnerships	-	-	-	7,510,077,309	7,510,077,309
Hedge funds	-	-	-	3,290,955,929	3,290,955,929
Commingled funds	-	-	-	4,183,961,047	4,183,961,047
Total investments measured at net asset value	-	-	-	14,984,994,285	14,984,994,285
Total investments — at fair value	5,950,081,369	26,907,907,104	225,795,694	14,984,994,285	48,068,778,452
Cash and cash equivalents	-	-	-	404,896,481	404,896,481
Receivables:					
Accrued investment income	-	-	-	358,075,959	358,075,959
Receivables for securities sold	-	-	-	51,684,853	51,684,853
Securities purchased with an agreement to resell	-	-	-	-	-
Other receivables	9,646,688	4,051,192	-	23,445,437	37,143,317
Total receivables	9,646,688	4,051,192	-	433,206,249	446,904,129
Total assets	5,959,728,057	26,911,958,296	225,795,694	15,823,097,015	48,920,579,062
LIABILITIES:					
Payables for securities purchased	-	-	-	58,194,499	58,194,499
Investment and administrative expenses payable	-	-	-	16,143,905	16,143,905
Other liabilities	11,057,710	28,777,461	-	350,051,753	389,886,924
Total liabilities	11,057,710	28,777,461	-	424,390,157	464,225,328
NET ASSETS	\$ 5,948,670,347	\$ 26,883,180,835	\$ 225,795,694	\$ 15,398,706,858	\$ 48,456,353,734

*The amounts not leveled are related to investments using NAV as a practical expedient to estimate fair value, and non-investment assets and liabilities.

The amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Master Trust's statements of net assets.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

5. FAIR VALUE OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (CONTINUED)

	December 31, 2022				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not leveled*	Total
ASSETS:					
Investments in the fair value hierarchy:					
Corporate bonds	\$ -	\$ 15,043,865,887	\$ 67,752,809	\$ -	\$ 15,111,618,696
Government bonds	-	8,540,302,189	455,636	-	8,540,757,825
Mortgage-backed and asset-backed securities	-	526,138,302	166,163,924	-	692,302,226
Municipal bonds	-	810,615,312	32,104,852	-	842,720,164
Common and preferred stock	7,002,664,026	-	199,274	-	7,002,863,300
Mutual funds	8,424,656	-	-	-	8,424,656
Short-term investments	-	562,488,797	-	-	562,488,797
Other investments	40,342,878	46,285,112	-	-	86,627,990
Total investments in the fair value hierarchy	<u>7,051,431,560</u>	<u>25,529,695,599</u>	<u>266,676,495</u>	<u>-</u>	<u>32,847,803,654</u>
Investments measured at net asset value:					
Partnerships	-	-	-	7,645,840,233	7,645,840,233
Hedge funds	-	-	-	4,009,490,076	4,009,490,076
Commingled funds	-	-	-	4,229,600,213	4,229,600,213
Total investments measured at net asset value	-	-	-	15,884,930,522	15,884,930,522
Total investments — at fair value	<u>7,051,431,560</u>	<u>25,529,695,599</u>	<u>266,676,495</u>	<u>15,884,930,522</u>	<u>48,732,734,176</u>
Cash and cash equivalents	-	-	-	566,794,211	566,794,211
Receivables:					
Accrued investment income	-	-	-	326,675,591	326,675,591
Receivables for securities sold	-	-	-	214,382,049	214,382,049
Securities purchased with an agreement to resell	-	10,800,000	-	-	10,800,000
Other receivables	<u>17,912,640</u>	<u>4,032,762</u>	<u>-</u>	<u>3,685,491</u>	<u>25,630,893</u>
Total receivables	<u>17,912,640</u>	<u>14,832,762</u>	<u>-</u>	<u>544,743,131</u>	<u>577,488,533</u>
Total assets	<u>7,069,344,200</u>	<u>25,544,528,361</u>	<u>266,676,495</u>	<u>16,996,467,864</u>	<u>49,877,016,920</u>
LIABILITIES:					
Payables for securities purchased	-	-	-	64,738,022	64,738,022
Investment and administrative expenses payable	-	-	-	22,160,297	22,160,297
Other liabilities	<u>25,669,544</u>	<u>98,265,511</u>	<u>1,323,346</u>	<u>164,727,397</u>	<u>289,985,798</u>
Total liabilities	<u>25,669,544</u>	<u>98,265,511</u>	<u>1,323,346</u>	<u>251,625,716</u>	<u>376,884,117</u>
NET ASSETS	<u>\$ 7,043,674,656</u>	<u>\$ 25,446,262,850</u>	<u>\$ 265,353,149</u>	<u>\$ 16,744,842,148</u>	<u>\$ 49,500,132,803</u>

*The amounts not leveled are related to investments using NAV as a practical expedient to estimate fair value, and non-investment assets and liabilities.

The amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Master Trust's statements of net assets.

Master Trust net assets at fair value classified within Level 3 primarily consisted of investments in corporate bonds, mortgage-backed and asset-backed securities and municipal bonds as of December 31, 2023 and 2022. Such amounts were 0.47% and 0.54% of net assets as of December 31, 2023 and 2022, respectively.

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

5. FAIR VALUE OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (CONTINUED)

Level 3 Activity — A summary of purchases, issuances and transfers of the Master Trust's Level 3 financial assets for the years ended December 31, 2023 and 2022, is as follows:

2023

	Purchases of Level 3	Transfers into Level 3	Transfers out of Level 3
Financial assets:			
Corporate bonds	\$ 23,842,138	\$ -	\$ -
Government bonds	-	-	-
Mortgage-backed and asset-backed securities	71,178,548	19,923,842	(37,605,743)
Municipal bonds	-	-	(26,814,579)
	<u>-</u>	<u>-</u>	<u>(26,814,579)</u>
Total assets	<u>\$ 95,020,686</u>	<u>\$ 19,923,842</u>	<u>\$ (64,420,322)</u>

2022

	Purchases of Level 3	Transfers into Level 3	Transfers out of Level 3
Financial assets:			
Corporate bonds	\$ 31,627,613	\$ 29,987,324	\$ -
Government bonds	-	-	(8,675,985)
Mortgage-backed and asset-backed securities	62,807,816	73,731,276	(20,488,235)
Municipal bonds	9,235,550	23,551,143	(15,794,497)
Common and preferred stock	-	-	(3,580,570)
	<u>-</u>	<u>-</u>	<u>(3,580,570)</u>
Total assets	<u>\$ 103,670,979</u>	<u>\$ 127,269,743</u>	<u>\$ (48,539,287)</u>

Transfers Between Levels — The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another.

During 2023, \$19,923,842 of mortgage-backed and asset-backed securities were reclassified from Level 2 to Level 3, as valuation used significant unobservable inputs. In addition, \$37,605,743 of mortgage-backed and asset-backed securities and \$26,814,579 of municipal bonds were reclassified from Level 3 to Level 2 as valuation used significant other observable inputs.

During 2022, \$29,987,324 of corporate bonds, \$73,731,276 of mortgage-backed and asset-backed securities, and \$23,551,143 of municipal bonds were reclassified from Level 2 to Level 3, as valuation used significant unobservable inputs. In addition, \$8,675,985 of government bonds, \$20,488,235 of asset-backed securities and

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

5. FAIR VALUE OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (CONTINUED)

\$15,794,497 of municipal bonds were reclassified from Level 3 to Level 2 as valuation used significant other observable inputs. Lastly, \$3,580,570 of common and preferred stock was reclassified from Level 3 to Level 1, as valuation used quoted prices.

Level 3 Quantitative Disclosure — A summary of quantitative data of the Master Trust's Level 3 investment assets for the years ended December 31, 2023 and 2022, is as follows:

2023						
	Level 3 Total	Valuation Technique	Assumptions*	Minimum	Maximum	Weighted Average
Corporate						
Other	\$ 48,718,142	Matrix Pricing	Yield (%)	4.93	8.79	5.66
Mortgage And Asset Back Securities						
Asset Backed Securities	2,385,270	Matrix Pricing	Yield (%)	14.55	14.55	14.55
Collateralized Loan Obligations	46,958,206	Matrix Pricing	Yield (%)	5.49	8.67	6.31
			Prepayment Speed (CPR)	0.20	0.20	0.20
			Default Rate (%)	2.00	2.00	2.00
			Loss Severity Rate (%)	30.00	30.00	30.00
Commercial Mortgage Backed Securities	1,549,007	Matrix Pricing	Yield (%)	3.54	9.02	8.60
			Prepayment Speed (CPY)	10.92	100.00	11.59
			Default Rate (%)	—	2.00	1.98
			Loss Severity Rate (%)	—	30.00	29.77
Residential Mortgage Backed Securities	63,984,675	Matrix Pricing	Yield (%)	5.36	11.36	8.43
			Prepayment Speed (CPR)	0.06	28.00	9.00
			Default Rate (%)	—	15.00	0.68
			Loss Severity Rate (%)	—	100.00	2.86
Asset Backed Securities	607,562	Matrix Pricing	Yield (%)	5.86	7.06	6.23
			Prepayment Speed (CPR)	12.00	16.00	14.78
Residential Mortgage Backed Securities	202,895	Matrix Pricing	Yield (%)	5.76	7.19	6.20
			Prepayment Speed (CPR)	1.00	11.04	5.56
			Default Rate (%)	0.25	3.65	2.11
			Loss Severity Rate (%)	20.00	45.00	40.57
Total Alternative Investments Securities	\$ 164,405,757					

* Valuation techniques for which no unobservable inputs are disclosed generally reflect the use of third-party pricing services or dealers, and the range of unobservable inputs applied by these sources is not readily available or cannot be reasonably estimated.

CPR: Constant Prepayment Rate; CPY: Constant Prepayment Yield

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5. FAIR VALUE OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (CONTINUED)

2022						
	Level 3 Total	Valuation Technique	Assumptions *	Minimum	Maximum	Weighted Average
Corporate						
Other	\$ 24,536,636	Matrix Pricing	Yield (%)	5.34	10.38	7.21
Mortgage And Asset Back Securities						
Asset Backed Securities	2,239,705	Matrix Pricing	Yield (%)	7.31	8.08	8.08
			Prepayment Speed (CPR)	—	3.00	—
			Default Rate (%)	—	2.20	—
			Loss Severity Rate (%)	—	85.00	0.08
Collateralized Loan Obligations	33,419,720	Matrix Pricing	Yield (%)	5.30	10.95	7.90
			Prepayment Speed (CPR)	20.00	20.00	20.00
			Default Rate (%)	2.00	2.00	2.00
			Loss Severity Rate (%)	30.00	30.00	30.00
Commercial Mortgage Backed Securities	23,412,700	Matrix Pricing	Yield (%)	5.26	9.70	7.62
			Prepayment Speed (CPY)	—	100.00	0.98
			Default Rate (%)	—	2.50	0.24
			Loss Severity Rate (%)	—	44.00	4.26
Residential Mortgage Backed Securities	77,600,640	Matrix Pricing	Yield (%)	6.57	13.88	8.99
			Prepayment Speed (CPR)	1.00	28.00	10.81
			Default Rate (%)	—	15.00	0.70
			Loss Severity Rate (%)	—	100.00	12.93
Residential Mortgage Backed Securities	657,834	Matrix Pricing	Yield (%)	6.33	6.33	6.33
Asset Backed Securities	484,400	Matrix Pricing	Yield (%)	6.64	6.64	6.64
			Prepayment Speed (CPR)	20.00	20.00	20.00
Commercial Mortgage Backed Securities	1,395,561	Matrix Pricing	Yield (%)	7.23	8.10	7.76
Residential Mortgage Backed Securities	286,250	Matrix Pricing	Yield (%)	5.28	8.49	6.40
			Prepayment Speed (CPR)	8.00	21.43	14.15
			Default Rate (%)	0.10	6.60	3.36
			Loss Severity Rate (%)	20.00	45.00	34.94
Total	<u>\$ 164,033,446</u>					

* Valuation techniques for which no unobservable inputs are disclosed generally reflect the use of third-party pricing services or dealers, and the range of unobservable inputs applied by these sources is not readily available or cannot be reasonably estimated.

CPR: Constant Prepayment Rate; CPY: Constant Prepayment Yield; SCR: Seasoned Credit Risk

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5. FAIR VALUE OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (CONTINUED)

Other Financial Instruments — The Master Trust and the Plans hold other assets and liabilities not measured at fair value on a recurring basis, including cash and cash equivalents, receivables and liabilities. The fair value of these assets and liabilities approximates the carrying amounts in the Master Trust's and the Plans' accompanying financial statements due to the short maturity of the instruments.

6. INVESTMENTS MEASURED AT NET ASSET VALUE

In accordance with ASC 820, the following is a summary of the Master Trust investments in which the NAV per share of the investment is used to estimate its fair value. The summaries below are categorized by general types of assets as disclosed in the Master Trust's statements of net assets. For each general type of assets utilizing the NAV, the fair value, redemption frequency, and redemption notice period as of December 31, 2023 and 2022 are disclosed.

Commingled Funds — This category includes investments in U.S. and non-U.S. securities held by a CCT, real estate and real asset investments via commingled funds and insurance company pooled separate accounts. Generally, redemptions may occur daily, monthly or quarterly depending upon the fund. For a majority of the funds, redemption notices may be given daily or up to five business days in advance, with redemption notices of up to 30 to 90 days in advance for certain funds. If the fund determines that it would be detrimental to the interests of remaining fund investors to pay wholly or in part with cash based on availability of cash for distributions, distributions may also include securities in kind. Additionally, for large withdrawals, the portfolio manager of the fund may require additional time (up to several weeks) to liquidate assets to satisfy the withdrawal requests. Under extraordinary circumstances, some of the funds may temporarily delay distributions or make distributions of securities in kind. For the CCTs with a quarterly redemption frequency, the notice period ranges from 30 to 90 days in advance of quarter-end. These funds are restricted to a redemption queue. A redemption queue is a restriction on withdrawals from a fund due to liquidity restrictions. The fund manager restricts the percentage of the fund that is available for redemption during each redemption period. All investors in the queue receive an equal portion of the available liquidity. The queue continues until all investor redemption requests are satisfied or the queue is lifted in its entirety. There was one fund in liquidation at December 31, 2023, and it was fully liquidated in April 2024.

Redemption Frequency	Redemption Notice Period	As of December 31, 2023		As of December 31, 2022	
		Fair Value	Unfunded Commitments	Fair Value	Unfunded Commitments
Daily	From daily up to five business days	\$ 2,067,527,475	\$ -	\$ 2,095,314,425	\$ -
Monthly	From three up to 30 days	1,377,010,995	-	1,209,963,180	-
Quarterly	From 30 up to 90 days	674,079,380	-	924,322,608	-
In Liquidation	Not applicable	65,343,197	-	-	-
		<u>\$ 4,183,961,047</u>	<u>\$ -</u>	<u>\$ 4,229,600,213</u>	<u>\$ -</u>

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

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6. INVESTMENTS MEASURED AT NET ASSET VALUE (CONTINUED)

Partnerships — This category includes investments in private equities held by limited partnerships that may include buyout, venture, special situations, distressed debt, or fund-of-fund strategies. This category also includes investments in private real estate (such as office, retail, apartment, and industrial properties) and real assets (such as infrastructure, energy, farmland, and timber) made through limited partnerships. Generally, limited partnerships require investors to commit to contribute additional capital during an investment period and do not provide redemption rights. As such, the Master Trust may receive distributions from the proceeds as the underlying assets are sold or income is distributed. The Master Trust maintains an active portfolio of private equity and real estate/real asset limited partnership investments that are in various stages of investment. The current portfolio of investments is expected to liquidate over a period of up to ten years. For the limited partnerships that were in liquidation as of December 31, 2023, the timing of liquidation has not been communicated by the funds.

Redemption Frequency	Redemption Notice Period	As of December 31, 2023		As of December 31, 2022	
		Fair Value	Unfunded Commitments	Fair Value	Unfunded Commitments
Quarterly	From 45 up to 90 days	\$ 606,616,639	\$ -	\$ 720,459,498	\$ -
Not applicable	See narrative	6,789,049,302	2,038,973,150	6,925,380,735	2,653,480,133
In liquidation	Not applicable	114,411,368	63,965,633	-	-
		<u>\$ 7,510,077,309</u>	<u>\$ 2,102,938,783</u>	<u>\$ 7,645,840,233</u>	<u>\$ 2,653,480,133</u>

Hedge Funds — This category includes investments in direct hedge funds. Common hedge fund strategies include event-driven, relative value, long-short, and market neutral. Each hedge fund has its own redemption rights and distribution process specified in the fund prospectus. Redemption is generally allowed subject to liquidity and certain restrictions. These restrictions generally include fund-level gates and lockup periods. A “gate” provision allows a hedge fund manager to limit the amount of withdrawals on any withdrawal date to not more than a stated percentage of a fund’s net assets — often 10% to 25%, depending on how frequently investors have a right to withdraw capital. A “lock-up” provision restricts an investor’s ability to withdraw capital from a hedge fund for some stated period of time. It is common for hedge funds to lock-up an investor’s investments for one or two years. As of December 31, 2023, the lock-up restrictions had expired based on each individual fund’s contractual terms, except for one new fund in 2023 with a lockup provision expiring in November 2024. For the funds in liquidation, \$41,781,275 was fully liquidated in February 2024. For the remaining funds in liquidation, the timing of liquidation has not been communicated by the funds.

Redemption Frequency	Redemption Notice Period	As of December 31, 2023		As of December 31, 2022	
		Fair Value	Unfunded Commitments	Fair Value	Unfunded Commitments
Monthly	Up to 30 days	\$ 416,322,013	\$ -	\$ 848,027,411	\$ -
Quarterly	From 45 up to 180 days	2,056,931,755	-	2,021,308,647	-
Semiannually	From 60 up to 90 days	326,579,777	-	667,918,630	-
Annually	From 45 up to 90 days	394,149,956	-	369,157,000	-
In liquidation	Not applicable	96,972,428	-	103,078,388	-
		<u>\$ 3,290,955,929</u>	<u>\$ -</u>	<u>\$ 4,009,490,076</u>	<u>\$ -</u>

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

7. DERIVATIVE FINANCIAL INSTRUMENTS

ASC 815, *Derivatives and Hedging*, requires disclosures on how and why derivatives are used, accounted for, and affect the results of operations and financial position. Derivative instruments held by the Master Trust are not designated as hedging instruments under ASC 815. The Master Trust investments are exposed to the following financial instrument risks:

Interest Rate Risk — Interest rate risk is the risk of change in the market value of the assets due to a change in interest rates. Bond futures, interest rate swaps, and interest rate swaptions are generally used to manage interest rate risk or adjust portfolio duration. A futures contract is an agreement between two parties to buy and sell a financial instrument at a set price on a future date. Interest rate swap agreements involve the exchange by the Master Trust, with a counterparty, of respective commitments to pay or receive interest, e.g., an exchange of floating rate payments for fixed rate payments, with respect to the notional amount of principal. Interest rate swaptions are options to enter into an interest rate swap based on predetermined conditions.

Credit Risk — Credit risk is the risk of change in the market value of assets due to the change in creditworthiness of the underlying issuer. Credit default swaps are used to manage the credit exposure of a security or basket of securities. Credit default swap agreements involve one party (referred to as the buyer of protection) making a stream of payments to another party (the seller of protection) in exchange for the right to receive a specified return in the event of a default or other credit event for the referenced entity, obligation, or index. Credit default options (also known as credit default swaptions) are options on credit default swaps. A credit default option gives its holder the right, but not the obligation, to buy (call) or sell (put) protection on a specified reference entity for a specified future time period for a certain spread.

Foreign Currency Risk — Currency risk is the risk of a change in market value due to the change in foreign currency exchange rates. Generally, currency futures and forward contracts are used to achieve the desired currency exposure, or generate value-added performance. Foreign currency futures and forwards are agreements between two parties to buy and sell a set of currencies at a set exchange rate on a specified future date. A currency option gives the buyer the right, but not the obligation, to buy one currency or sell another currency at a set exchange rate on or before a given date.

Equity Risk — Equity risk is the risk of a change in market value of assets due to the change in equity or equity index prices. Equity futures, contracts for difference, and equity swaps are generally used to manage the market exposure of a security or index, or rebalance the total portfolio to the target asset allocation. An equity futures contract is an agreement between two parties to buy and sell a financial instrument at a set price on a future date. A contract for difference is an agreement between two parties in which the seller will pay to the buyer the difference between the current value of an asset and its value at contract time (if the difference is negative, then the buyer will pay the seller). Equity swaps generally exchange the return on a stock or stock index for the return of another financial instrument such as a different stock or equity index or SOFR (Secured Overnight Financing Rate) or other similar alternative reference rates.

Commodity Risk — Commodity risk is the risk of change in the market value of the underlying commodity due to a change in the price of the commodity. Commodity futures, swaps, and options are generally used to achieve the desired market exposure to commodities. A futures contract is an agreement between two parties to buy and sell a commodity at a set price on a future date. Commodity swaps are agreements involving the exchange by the Master Trust, with a counterparty, of respective commitments to pay or receive cash flows, e.g., an exchange of payments based on the price

THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS

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AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

7. DERIVATIVE FINANCIAL INSTRUMENTS (CONTINUED)

movement for the commodity, with respect to the notional amount of principal. Commodity options give the buyer the right, but not the obligation, to buy one commodity or sell another commodity at a set price on or before a given date.

Future Settlement Risk — Future settlement risk is the risk of counterparty nonperformance resulting in not receiving the asset or associated gains specified in the contract. Gains are derived from the change in market value of the contract due to a change in price of the underlying security. Mortgage TBAs are used to manage the market exposure of a security or asset class. A TBA is a contract for the purchase or sale of agency mortgage-backed securities to be delivered at a future agreed-upon date.

As of December 31, 2023 and 2022, the Master Trust has invested in derivative contracts, which are reflected in the Master Trust's statements of net assets as follows:

2023	Interest Rate	Credit	Foreign Currency	Equity	Commodity	Future Settlement	Total
Assets:							
Other investments:							
Swaps	\$ 74,615,463	\$ 45,897,220	\$ -	\$ -	\$ 336,442	\$ -	\$ 120,849,125
Other receivables:							
Forward contracts	-	-	65,600	-	-	-	65,600
Futures	8,730,286	-	65,252	397,181	453,969	-	9,646,688
Treasury forwards and TBAs	-	-	-	-	-	3,985,592	3,985,592
Total assets	<u>\$ 83,345,749</u>	<u>\$ 45,897,220</u>	<u>\$ 130,852</u>	<u>\$ 397,181</u>	<u>\$ 790,411</u>	<u>\$ 3,985,592</u>	<u>\$ 134,547,005</u>
Liabilities:							
Other liabilities:							
Forward contracts	\$ -	\$ -	\$ 1,888,563	\$ -	\$ -	\$ -	\$ 1,888,563
Futures	9,697,137	-	282,697	216,895	852,241	-	11,048,970
Options	2,342,936	-	-	-	8,740	-	2,351,676
Swaps	20,570,246	3,249,705	-	-	158,564	-	23,978,515
Treasury forwards and TBAs	-	-	-	-	-	567,447	567,447
Total liabilities	<u>\$ 32,610,319</u>	<u>\$ 3,249,705</u>	<u>\$ 2,171,260</u>	<u>\$ 216,895</u>	<u>\$ 1,019,545</u>	<u>\$ 567,447</u>	<u>\$ 39,835,171</u>
2022							
	Interest Rate	Credit	Foreign Currency	Equity	Commodity	Future Settlement	Total
Assets:							
Other investments:							
Swaps	\$ 25,116,060	\$ 19,915,141	\$ -	\$ -	\$ 1,253,911	\$ -	\$ 46,285,112
Other receivables:							
Forward contracts	-	-	407,592	-	-	-	407,592
Futures	4,845,564	-	261,538	10,367,246	2,438,292	-	17,912,640
Treasury forwards and TBAs	-	-	-	-	-	3,625,170	3,625,170
Total assets	<u>\$ 29,961,624</u>	<u>\$ 19,915,141</u>	<u>\$ 669,130</u>	<u>\$ 10,367,246</u>	<u>\$ 3,692,203</u>	<u>\$ 3,625,170</u>	<u>\$ 68,230,514</u>
Liabilities:							
Other liabilities:							
Forward contracts	\$ -	\$ -	\$ 4,483,094	\$ -	\$ -	\$ -	\$ 4,483,094
Futures	19,310,867	-	1,059,778	4,241,424	862,749	-	25,474,818
Options	334,173	-	-	-	214,113	-	548,286
Swaps	79,075,296	5,416,981	-	-	6,178,167	-	90,670,444
Treasury forwards and TBAs	-	-	-	-	-	4,081,759	4,081,759
Total liabilities	<u>\$ 98,720,336</u>	<u>\$ 5,416,981</u>	<u>\$ 5,542,872</u>	<u>\$ 4,241,424</u>	<u>\$ 7,255,029</u>	<u>\$ 4,081,759</u>	<u>\$ 125,258,401</u>

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7. DERIVATIVE FINANCIAL INSTRUMENTS (CONTINUED)

Realized gains and losses and the change in unrealized gains and losses are reflected in the Master Trust's statements of changes in net assets as net appreciation or depreciation in the fair value of investments. The effects of derivative contracts realized gains and losses and the change in unrealized gains and losses for the years ended December 31, 2023 and 2022, are reflected in the following tables:

2023	Interest Rate	Credit	Foreign Currency	Equity	Commodity	Future Settlement	Total
Net gains (losses):							
Forward contracts	\$ -	\$ -	\$ (2,410,305)	\$ -	\$ -	\$ -	\$ (2,410,305)
Futures	(208,737,626)	-	(14,398,302)	(170,955,039)	(14,527,442)	-	(408,618,409)
Options	5,456,402	-	-	-	302,400	-	5,758,802
Swaps	(19,297,002)	28,248,008	-	-	(14,469,884)	-	(5,518,878)
Treasury forwards and TBAs	-	-	-	-	-	3,221,669	3,221,669
Total net gains and losses	<u>\$ (222,578,226)</u>	<u>\$ 28,248,008</u>	<u>\$ (16,808,607)</u>	<u>\$ (170,955,039)</u>	<u>\$ (28,694,926)</u>	<u>\$ 3,221,669</u>	<u>\$ (407,567,121)</u>
2022	Interest Rate	Credit	Foreign Currency	Equity	Commodity	Future Settlement	Total
Net gains (losses):							
Forward contracts	\$ -	\$ -	\$ 19,069,656	\$ -	\$ -	\$ -	\$ 19,069,656
Futures	(2,442,742,022)	-	44,655,765	684,986,153	30,795,653	-	(1,682,304,451)
Options	563,968	-	-	-	244,265	-	808,233
Swaps	(390,154,436)	(42,701,586)	-	-	41,335,477	-	(391,520,545)
Treasury forwards and TBAs	-	-	-	-	-	(4,059,033)	(4,059,033)
Total net gains and losses	<u>\$(2,832,332,490)</u>	<u>\$ (42,701,586)</u>	<u>\$ 63,725,421</u>	<u>\$ 684,986,153</u>	<u>\$ 72,375,395</u>	<u>\$ (4,059,033)</u>	<u>\$ (2,058,006,140)</u>

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7. DERIVATIVE FINANCIAL INSTRUMENTS (CONTINUED)

The following tables summarize the gross notional value of derivative contracts outstanding as of December 31, 2023 and 2022. The gross notional amounts give an indication of the volume of the Master Trust's derivative activities and significantly exceed the fair value of the derivative investments, which is more representative of the theoretical economic exposure associated with derivatives in the Master Trust.

2023	Interest Rate	Credit	Foreign Currency	Equity	Commodities	Future Settlement	Total
Forward contracts	\$ -	\$ -	\$ 124,725,791	\$ -	\$ -	\$ -	\$ 124,725,791
Futures	18,374,858,794	-	247,942,381	885,042,546	177,076,327	-	19,684,920,048
Options	1,173,194,413	-	-	-	1,501,358	-	1,174,695,771
Swaps	2,649,421,944	2,194,705,347	-	-	109,727,324	-	4,953,854,615
Treasury forward and TBAs	-	-	-	-	-	143,617,341	143,617,341
	<u>\$22,197,475,151</u>	<u>\$ 2,194,705,347</u>	<u>\$ 372,668,172</u>	<u>\$ 885,042,546</u>	<u>\$ 288,305,009</u>	<u>\$ 143,617,341</u>	<u>\$26,081,813,566</u>
2022	Interest Rate	Credit	Foreign Currency	Equity	Commodities	Future Settlement	Total
Forward contracts	\$ -	\$ -	\$ 220,827,038	\$ -	\$ -	\$ -	\$ 220,827,038
Futures	20,700,360,790	-	314,520,485	3,494,056,645	219,714,148	-	24,728,652,068
Options	54,595,859	-	-	-	4,905,020	-	59,500,879
Swaps	2,090,575,204	1,983,367,960	-	-	138,426,164	-	4,212,369,328
Treasury forward and TBAs	-	-	-	-	-	106,629,844	106,629,844
	<u>\$22,845,531,853</u>	<u>\$ 1,983,367,960</u>	<u>\$ 535,347,523</u>	<u>\$ 3,494,056,645</u>	<u>\$ 363,045,332</u>	<u>\$ 106,629,844</u>	<u>\$29,327,979,157</u>

Derivatives are generally used to manage the market exposure of a security, index or currency, interest rate risk, or adjust the portfolio duration. Derivative contracts are instruments that derive their value from underlying assets, indices, reference interest rates, or a combination of these factors. Refer to Note 2 for further description of how derivative instruments are valued. Certain cash instruments, such as mortgage-backed TBAs, meet the definition of a derivative instrument under U.S. GAAP.

The nature of the counterparty and the settlement mechanism of the derivative affect the credit risk to which the Master Trust is exposed. For OTC derivatives such as swaps, forwards, options and TBAs, the Master Trust is exposed to the credit risk of the derivative counterparty. The counterparty credit risk for those contracts is managed through an ISDA Master Agreement (or similar agreements). For exchange-traded derivatives, such as futures, options, and cleared swaps, the Master Trust is exposed to the credit risk of the relevant exchange or clearinghouse in the event the clearinghouse failed and went bankrupt.

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7. DERIVATIVE FINANCIAL INSTRUMENTS (CONTINUED)

The Master Trust is also exposed to liquidity risk in the following situations:

- 1) When the derivative contracts require the Master Trust to post additional cash or securities collateral with counterparties as the fair value of the contracts moves in the counterparties' favor and the Master Trust's receivables under related contracts are unavailable for offset or insufficient in value to offset the payment obligation to the counterparty.
- 2) When certain derivative contracts have credit-related contingent features under the International Swaps and Derivatives Association Master Agreement (generally swaps) with counterparties for contracts in a net liability position.

The Master Trust has liquidity risk if its assets decline by various, pre-specified rates over predetermined time periods. If this occurs, the Master Trust is required to post more collateral or may be required to pay off the open liability contracts given the counterparty's right to terminate the contract. At December 31, 2023 and 2022, the Master Trust had a fair value of \$9,524,573 and \$50,214,200, respectively, in contracts in a net liability position with contingent features. \$230,000 and \$5,001,000, respectively, were posted in collateral against derivative contracts. There was no additional collateral required to be posted in the event that a contingent event had occurred at December 31, 2023 and December 31, 2022. Certain derivatives contracts also provide for the right to terminate the contract if a contingent event occurs. At December 31, 2023 and 2022, these terminations would have required the Master Trust to settle trades with a fair value of \$14,882,210 and \$68,302,543, respectively.

The Master Trust holds credit derivatives which are included in other investments and other liabilities on the Master Trust's statements of net assets. The fair value of credit derivatives where the Master Trust is the seller of the credit derivatives is \$4,434,017 and \$1,597,293 as of December 31, 2023 and 2022, respectively. The total gross notional value of credit derivatives where the Master Trust is the seller is \$278,232,117 and \$369,024,960 (0.57% and 0.75% of net assets) as of December 31, 2023 and 2022, respectively.

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8. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain Master Trust investments are managed by J.P. Morgan Asset Management. J.P. Morgan Asset Management is an affiliate of J.P. Morgan, the trustee for the Master Trust and the Plans; therefore, these transactions qualify as related party and party-in-interest transactions. The investment management fees to J.P. Morgan Asset Management are paid at the Master Trust level.

At December 31, 2022, the Master Trust held 9,352,727 shares of common stock of the Company, with fair value of \$1,781,600,966 and a cost basis of \$1,677,505,115. The common stock of the Company is included in common and preferred stock on the Master Trust's statements of net assets as of December 31, 2022. There are no investments in the common stock of the Company as of December 31, 2023.

The EBIC has delegated exclusive authority for management and disposition of the common stock of the Company held within the Master Trust to Newport Trust Company ("Newport"), an independent fiduciary and investment manager. When Newport disposes of shares, the proceeds are used for liquidity needs or reinvested into other asset classes.

9. TAX STATUS

The Internal Revenue Service ("IRS") determined and informed the Company by letters dated March 6, 2015 (for the BCERP, BNA Plan, BSSB Plan, Hourly East Plan, and Hourly West Plan), May 7, 2015 (for the NCRP), June 9, 2015 (for the BSS Plan) and July 8, 2021 (for the PVP) that the Plans and related trust are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). The Plans have been amended since receiving their determination letters. The Plans' administrator believes that the Plans are designed and are currently being operated in compliance with the applicable requirements of the IRC. Therefore, the Plans' administrator believes the Plans' tax-exempt status has not been affected, and no provision for income taxes has been included in the Plans' financial statements. The Plans are subject to routine audits by taxing jurisdictions. The BCERP was under examination by the IRS during 2023. The examination was closed without consequence or required action as of March 1, 2024.

10. SUBSEQUENT EVENTS

On May 23, 2024, the Employee Benefit Plans Committee approved the merger of the PVP, BNA Plan, NCRP, Hourly East Plan, Hourly West Plan, BSS Plan and BSSB Plan on December 31, 2025, or such earlier or later date as is determined necessary and appropriate. The Employee Benefit Plans Committee also directed and authorized the Senior Director, Global Benefits (or their equivalent but for title) to make all determination and take all actions he deems necessary or appropriate to effectuate the merger of these plans. The final date, surviving plan and name of the surviving plan are yet to be determined.

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Schedule SB, Line 26a Schedule of Active Participant Data as of January 1, 2023

Attained Age	Attained Years of Credited Service ²										Total
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	
Under 25	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0
30-34	0	0	0	0	0	0	0	0	0	0	0
35-39	0	0	0	0	0	0	0	0	0	0	0
40-44	0	0	0	0	0	0	0	0	0	0	0
45-49	0	0	2	0	0	0	0	0	0	0	2
50-54	0	0	1	0	0	0	0	0	0	0	1
55-59	2	4	3	6	1	3	0	0	0	0	19
60-64	4	17	18	10	14	4	3	1	0	0	71
65-69	1	14	10	8	4	2	1	2	0	0	42
70 & over	1	0	0	0	1	1	0	0	1	0	4
Total	8	35	34	24	20	10	4	3	1	0	139

² Age and service for purposes of determining category are based on exact (not rounded) values.

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Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Economic Assumptions

Interest rate basis:

■ Applicable month	September 2022
■ Interest rate basis	3-Segment rates

Interest rates:

	Reflecting Stabilization	Not Reflecting Stabilization
■ First segment rate	4.75%	1.41%
■ Second segment rate	5.00%	3.09%
■ Third segment rate	5.74%	3.58%
■ Effective interest rate	5.06%	2.94%
■ Lump sum conversion interest rate	Valuation segment rates	Valuation segment rates

Annual rates of increase

■ Salary increase	N/A
■ Statutory limits on benefits	N/A

Assumed earnings rate on investments	5.92% ¹
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Administrative expense	Plan-related expenses are assumed to be the actual prior year administrative expenses, adjusted for the expected change in PBGC premium, rounded up to two significant digits. The assumed administrative expense is \$6,100,000 for 2023 and is \$6,200,000 for 2022.
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¹ Used to develop the expected return in 2022 for the development of the actuarial value of assets. Represents the lesser of the long-term expected asset return and third segment rate used for the 2022 valuation.

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As permitted by law, rates reflecting stabilization are used to determine the funding target and target normal cost, and thus the minimum required contribution under IRC §430 for the plan. Because these assumptions are subject to a corridor based on average interest rates over a 25-year period, as well as a 5.0% floor on each segment rate before application of the corridor, they may differ from (and currently are higher than) current market interest rates, and may be inconsistent with other economic assumptions used in the valuation.

Demographic Assumptions

Inclusion date The valuation date coincident with or next following the date on which the employee becomes a participant.

New or rehired employees It was assumed there will be no new or rehired employees.

Mortality

- **Healthy** Separate rates for non-annuitants (based on RP-2014 “Employees” table without collar or amount adjustments, adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2021) and annuitants (based on RP-2014 “Healthy Annuitants” table without collar or amount adjustments, adjusted backward to 2006 with MP-2014, and then projected forward with a static projection as specified in the regulations under §1.430(h)(3)-1 using Scale MP-2021) (Exhibit B).
- **Disabled** Alternative disabled life mortality table after 1994, as defined under IRS Revenue Ruling 96-7 (Exhibit B).
- **Lump Sum Conversion** The applicable 417(e) mortality table.

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Termination

Representative termination rates not due to disability, retirement, or mortality.

Percentage leaving during the year	
Attained Age	Rate
20	15%
25	25%
30	25%
35	12%
40	9%
45	8%
50	8%
55	35%
60	35%
65	35%

Disability

Representative rates at which participants become disabled by age are shown below:

Percentage becoming disabled during the year	
Age	Rate
20	0.047%
30	0.107%
40	0.241%
50	0.669%
60	1.756%

Retirement

Rates varying by age, average age 62.

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which active participants retire by age are shown below.

Percentage retiring during the year			
Age	Rate	Age	Rate
55	10%	63	20%
56	5%	64	20%
57	5%	65	30%
58	5%	66	20%
59	5%	67	20%
60	10%	68	20%
61	15%	69	20%
62	25%	70	100%

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Benefit commencement for terminated vested participants

It is assumed that terminated vested participants commence benefits at the later of current age and age 63 for sub-plans that allow for early retirement, and earliest eligibility for all other sub-plans.

Terminated vested participants over age 65 are assumed to commence benefits immediately and collect a retroactive payment equal to the sum of their missed payments, increased with interest to their age as of the valuation date.

Missing participants

Deferred vested participants identified by the Plan Administrator as missing, as indicated by a forfeiture flag in the data, are included in the participant counts and demographic information, but have zero liability. It is assumed that no claim for these benefits will be made.

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Form of payment

Active participants are assumed to elect the following forms:

- Single participants: single life annuity.
- Male married participants: single life annuity 10% of the time, a joint and (55% - 65%) survivor annuity 90% of the time.
- Female married participants: single life annuity 25% of the time, a joint and (55% - 65%) survivor annuity 75% of the time.

50% of terminated vested participants are assumed to elect a lump sum. The remaining terminated vested participants are assumed to elect the following forms:

- Single participants: single life annuity
- Male married participants: single life annuity 40% of the time, a joint and (55% - 65%) survivor annuity 60% of the time.
- Female married participants: single life annuity 50% of the time, a joint and (55% - 65%) survivor annuity 50% of the time.

The joint and survivor forms percent of survivor annuity varies from 55% to 65% depending on the subplan.

Percent married

80% of male employees and 60% of female employees.

Spouse age

Spouses are two years younger than male employees and two years older than female employees. Assume opposite gender for spouse.

Timing of benefit payments

Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

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Methods

Valuation date	First day of plan year
Funding target	Present value of accrued benefits as required by regulations under IRC §430.
Target normal cost	Present value of benefits expected to accrue during the plan year plus plan-related expenses expected to be paid from plan assets during the plan year as required by regulations under IRC §430.
Decrement timing	The approach used is called rounded middle of year (rounded MOY) decrement timing. Most events are assumed to occur at the middle of year during which the eligibility condition will be met or the start/end date will occur. For death and disability decrements, the rate applied is based on the participant's rounded age (nearest integer age) at the beginning of the year, to align with the methodology generally used to create those rate tables. For retirement and withdrawal decrements: the age is generally the participant's rounded age at the middle of the year.
Actuarial value of assets	Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of fair value, including contributions receivable (discounted using the effective interest rate for the prior plan year.)
Benefits not valued	All benefits described in the Plan Provisions section of this report were valued based on discussions with Boeing regarding the likelihood that these benefits will be paid. Willis Towers Watson has reviewed the plan provisions with Boeing and, based on that review, is not aware of any significant benefits required to be valued that were not.

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Funding policy

The funding policy of the Plan is to contribute an amount each year that is at least equal to the minimum required contribution under federal law and that is tax-deductible under the Internal Revenue Code.

Sources of Data and Other Information

Willis Towers Watson used asset data supplied by Boeing. Boeing furnished the dates and amounts of the plan contributions. Boeing, through its third-party administrator, furnished participant data as of January 1, 2023. Data for active plan participants as of January 1, 2023, includes accrued benefits determined by the plan administrator. Data and other information were reviewed for reasonableness and consistency, but no audit was performed. Based on discussions with Boeing, assumptions or estimates were made when data were not available. Data estimates and assumptions are documented in a data assumptions memo sent to Boeing on July 7, 2023.

We are not aware of any errors or omissions in the data that would have a significant effect on the results of our calculations.

Assumptions Considerations due to COVID-19

The COVID-19 pandemic has disrupted Boeing's business operations as well as the economic outlook. Accordingly, Willis Towers Watson has reviewed and evaluated the non-prescribed economic and demographic assumptions to determine whether adjustments may be warranted. Below is a summary of this review for applicable significant assumptions:

Termination and retirement from active status - Decrements beyond 2022 have not been changed given the expectation that experience will revert to the long-term assumption.

Assumptions Rationale - Significant Economic Assumptions

Discount rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time, and for this reason we believe this assumption does not significantly conflict with what would be reasonable.
Lump sum conversion rate	As required by IRC §430, lump sum benefits are valued using "annuity substitution", so that the interest rates assumed are effectively the same as described above for the discount rate.
Pension Plan Administrative Expenses	Administrative expenses are based on the prior year's actual administrative expenses and expected changes in PBGC premiums rounded up to two significant figures.

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Assumed Earnings Rate on Investments for Asset Smoothing

The assumed return of 5.92% used for asset smoothing is the third segment rate. Although we have not explicitly determined an expected return on assets, the expected return on assets assumption chosen by Boeing with the help of their investment advisers under U.S. GAAP for 2022 is 6.25%. It is the client's best estimate and we determined that it does not significantly conflict with what would be reasonable based on their asset allocation. Our determination that this assumption does not significantly conflict with what would be reasonable is informed by Willis Towers Watson's Expected Return Estimator model and by analysis of recent and historical data, including the variability thereof, for CPI, GDP growth, and real returns on the various classes of assets held by the trust.

Assumptions Rationale - Significant Demographic Assumptions

Healthy Mortality

Assumptions used for funding purposes are as prescribed by IRC §430(h).

Disabled Mortality

IRC §430(h)(3)(D) provides for the use of separate mortality tables with respect to certain individuals who are entitled to benefits on account of disability. Disabled mortality tables from IRS Revenue Ruling 96-7 have been selected. These separate mortality tables are permitted to be used with respect to disabled individuals in lieu of the generally applicable mortality tables provided pursuant to IRC §430(h)(3)(A) or the substitute mortality tables under IRC §430(h)(3)(C). Disabled mortality improvement is not assumed beyond the valuation date because the assumption is considered to be immaterial.

Benefit commencement date for deferred benefits

Deferred vested participants' assumed commencement age is a single age intended to capture the average age at commencement, based on plan experience. The analysis of historical ages of benefit commencement for deferred vested participants was presented in the experience study delivered to Boeing on September 2, 2021. The assumption was reviewed in September, 2022 based on experience through 2021, but not updated.

Vested Terminated Lump Sum Election Rate

The lump sum election assumption is based on the plan's 2020-2021 lump sum experience for this population and reflects expected future experience. The analysis of historical lump sum elections for vested terminated participants was presented in the experience study delivered to Boeing on September 2, 2021. The assumption was reviewed in September, 2022 based on experience through 2021, but not updated.

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Prescribed Methods

Funding methods

The methods used for funding purposes as described in Appendix A, including the method of determining plan assets, are “prescribed methods set by law”, as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.

Changes in Assumptions and Methods

- The segment interest rates used to calculate the funding target and target normal cost were updated from an applicable month of September 2021 to September 2022 before application of interest rate stabilization corridors. In addition, the segment interest rates were updated from reflecting interest rate corridors applicable for a January 1, 2022 valuation to those applicable for a January 1, 2023 valuation.
- The assumed mortality for healthy participants has been updated to use the MP-2021 projection scale as specified in the regulations under §1.430(h)(3)-1.
- The assumed mortality used to convert annuities to lump sums was changed to the applicable table required for the 2023 plan year.

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IRS 2023 Prescribed Preretirement and Postretirement Mortality Tables – Exhibit A

Non-Annuitants						Annuitants					
Age	Male	Female	Age	Male	Female	Age	Male	Female	Age	Male	Female
1	0.0151%	0.0142%	61	0.3980%	0.2050%	1	0.0151%	0.0142%	61	0.6292%	0.4381%
2	0.0104%	0.0094%	62	0.4550%	0.2245%	2	0.0104%	0.0094%	62	0.6866%	0.4825%
3	0.0087%	0.0071%	63	0.5206%	0.2456%	3	0.0087%	0.0071%	63	0.7514%	0.5304%
4	0.0069%	0.0054%	64	0.5945%	0.2686%	4	0.0069%	0.0054%	64	0.8227%	0.5826%
5	0.0061%	0.0050%	65	0.6759%	0.2929%	5	0.0061%	0.0050%	65	0.8992%	0.6378%
6	0.0056%	0.0046%	66	0.7575%	0.3262%	6	0.0056%	0.0046%	66	0.9837%	0.6994%
7	0.0050%	0.0043%	67	0.8460%	0.3628%	7	0.0050%	0.0043%	67	1.0755%	0.7673%
8	0.0043%	0.0041%	68	0.9432%	0.4043%	8	0.0043%	0.0041%	68	1.1768%	0.8438%
9	0.0035%	0.0038%	69	1.0530%	0.4516%	9	0.0035%	0.0038%	69	1.2926%	0.9314%
10	0.0030%	0.0036%	70	1.1740%	0.5055%	10	0.0030%	0.0036%	70	1.4211%	1.0311%
11	0.0032%	0.0038%	71	1.3105%	0.5670%	11	0.0032%	0.0038%	71	1.5669%	1.1443%
12	0.0048%	0.0044%	72	1.4651%	0.6377%	12	0.0048%	0.0044%	72	1.7334%	1.2744%
13	0.0065%	0.0051%	73	1.6393%	0.7184%	13	0.0065%	0.0051%	73	1.9222%	1.4219%
14	0.0081%	0.0057%	74	1.8381%	0.8110%	14	0.0081%	0.0057%	74	2.1392%	1.5905%
15	0.0097%	0.0063%	75	2.0625%	0.9171%	15	0.0097%	0.0063%	75	2.3860%	1.7832%
16	0.0115%	0.0068%	76	2.3153%	1.0382%	16	0.0115%	0.0068%	76	2.6669%	2.0029%
17	0.0133%	0.0073%	77	2.6011%	1.1771%	17	0.0133%	0.0073%	77	2.9884%	2.2555%
18	0.0153%	0.0078%	78	2.9220%	1.3355%	18	0.0153%	0.0078%	78	3.3542%	2.5456%
19	0.0174%	0.0081%	79	3.2800%	1.5162%	19	0.0174%	0.0081%	79	3.7690%	2.8794%
20	0.0194%	0.0082%	80	3.6804%	1.7202%	20	0.0194%	0.0082%	80	4.2409%	3.2611%
21	0.0221%	0.0085%	81	3.8779%	1.8997%	21	0.0221%	0.0085%	81	4.7564%	3.6875%
22	0.0247%	0.0088%	82	4.2471%	2.2399%	22	0.0247%	0.0088%	82	5.3493%	4.1763%
23	0.0268%	0.0093%	83	4.7875%	2.7462%	23	0.0268%	0.0093%	83	6.0210%	4.7381%
24	0.0282%	0.0097%	84	5.5112%	3.4254%	24	0.0282%	0.0097%	84	6.7926%	5.3827%
25	0.0276%	0.0101%	85	6.4208%	4.2829%	25	0.0276%	0.0101%	85	7.6650%	6.1163%
26	0.0276%	0.0107%	86	7.5247%	5.3201%	26	0.0276%	0.0107%	86	8.6534%	6.9445%
27	0.0280%	0.0114%	87	8.8214%	6.5455%	27	0.0280%	0.0114%	87	9.7631%	7.8806%
28	0.0289%	0.0121%	88	10.3217%	7.9602%	28	0.0289%	0.0121%	88	11.0080%	8.9236%
29	0.0303%	0.0130%	89	12.0285%	9.5631%	29	0.0303%	0.0130%	89	12.3982%	10.0765%
30	0.0321%	0.0143%	90	13.9404%	11.3553%	30	0.0321%	0.0143%	90	13.9404%	11.3553%
31	0.0342%	0.0156%	91	15.5723%	12.7432%	31	0.0342%	0.0156%	91	15.5723%	12.7432%
32	0.0366%	0.0171%	92	17.2495%	14.2079%	32	0.0366%	0.0171%	92	17.2495%	14.2079%
33	0.0391%	0.0186%	93	18.9416%	15.7436%	33	0.0391%	0.0186%	93	18.9416%	15.7436%
34	0.0414%	0.0202%	94	20.6322%	17.3120%	34	0.0414%	0.0202%	94	20.6322%	17.3120%
35	0.0436%	0.0217%	95	22.2904%	18.9259%	35	0.0436%	0.0217%	95	22.2904%	18.9259%
36	0.0455%	0.0231%	96	24.1036%	20.6635%	36	0.0455%	0.0231%	96	24.1036%	20.6635%
37	0.0474%	0.0247%	97	25.9609%	22.4625%	37	0.0474%	0.0247%	97	25.9609%	22.4625%
38	0.0494%	0.0263%	98	27.8783%	24.3330%	38	0.0494%	0.0263%	98	27.8783%	24.3330%
39	0.0516%	0.0281%	99	29.8557%	26.2575%	39	0.0516%	0.0281%	99	29.8557%	26.2575%
40	0.0542%	0.0299%	100	31.8715%	28.2507%	40	0.0542%	0.0299%	100	31.8715%	28.2507%
41	0.0570%	0.0318%	101	33.9088%	30.2631%	41	0.0576%	0.0316%	101	33.9088%	30.2631%
42	0.0603%	0.0339%	102	35.9387%	32.3025%	42	0.0656%	0.0359%	102	35.9387%	32.3025%
43	0.0644%	0.0363%	103	37.9567%	34.3404%	43	0.0779%	0.0425%	103	37.9567%	34.3404%
44	0.0693%	0.0391%	104	39.9139%	36.3591%	44	0.0943%	0.0516%	104	39.9139%	36.3591%
45	0.0750%	0.0423%	105	41.7508%	38.3361%	45	0.1146%	0.0631%	105	41.7508%	38.3361%
46	0.0817%	0.0459%	106	43.5423%	40.2637%	46	0.1390%	0.0771%	106	43.5423%	40.2637%
47	0.0891%	0.0500%	107	45.2373%	42.0905%	47	0.1675%	0.0939%	107	45.2373%	42.0905%
48	0.0973%	0.0546%	108	46.8127%	43.8323%	48	0.2004%	0.1138%	108	46.8127%	43.8323%
49	0.1066%	0.0596%	109	48.3049%	45.4656%	49	0.2383%	0.1371%	109	48.3049%	45.4656%
50	0.1169%	0.0654%	110	49.6973%	46.9951%	50	0.2817%	0.1642%	110	49.6973%	46.9951%
51	0.1284%	0.0719%	111	50.1966%	48.4210%	51	0.3008%	0.1733%	111	50.1966%	48.4210%
52	0.1416%	0.0795%	112	50.1208%	49.7359%	52	0.3218%	0.1848%	112	50.1208%	49.7359%
53	0.1556%	0.0883%	113	50.0603%	50.2764%	53	0.3426%	0.1994%	113	50.0603%	50.2764%
54	0.1714%	0.0985%	114	50.0001%	50.1052%	54	0.3652%	0.2170%	114	50.0001%	50.1052%
55	0.1898%	0.1100%	115	49.9300%	49.9500%	55	0.3903%	0.2380%	115	49.9300%	49.9500%
56	0.2115%	0.1228%	116	49.9600%	49.9750%	56	0.4189%	0.2624%	116	49.9600%	49.9750%
57	0.2374%	0.1370%	117	49.9800%	49.9850%	57	0.4515%	0.2907%	117	49.9800%	49.9850%
58	0.2685%	0.1525%	118	49.9950%	50.0000%	58	0.4885%	0.3225%	118	49.9950%	50.0000%
59	0.3051%	0.1690%	119	50.0000%	50.0000%	59	0.5302%	0.3580%	119	50.0000%	50.0000%
60	0.3483%	0.1865%	120	100.0000%	100.0000%	60	0.5773%	0.3965%	120	100.0000%	100.0000%

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IRS Revenue Ruling 96-7 Post-1994 Disabled Mortality – Exhibit B

Disabled Participants

<u>Age</u>	<u>Male</u>	<u>Female</u>	<u>Age</u>	<u>Male</u>	<u>Female</u>
1	2.2010%	0.7777%	61	5.9172%	3.9176%
2	2.2010%	0.7777%	62	6.0232%	4.0395%
3	2.2010%	0.7777%	63	6.1303%	4.1653%
4	2.2010%	0.7777%	64	6.2429%	4.2950%
5	2.2010%	0.7777%	65	6.3669%	4.4287%
6	2.2010%	0.7777%	66	6.5082%	4.5666%
7	2.2010%	0.7777%	67	6.6724%	4.6828%
8	2.2010%	0.7777%	68	6.8642%	4.8070%
9	2.2010%	0.7777%	69	7.0834%	4.9584%
10	2.2010%	0.7777%	70	7.3284%	5.1331%
11	2.2010%	0.7777%	71	7.5979%	5.3268%
12	2.2010%	0.7777%	72	7.8903%	5.5356%
13	2.2010%	0.7777%	73	8.2070%	5.7573%
14	2.2010%	0.7777%	74	8.5606%	5.9979%
15	2.2010%	0.7777%	75	8.8918%	6.2574%
16	2.2502%	0.8120%	76	9.2208%	6.5480%
17	2.3001%	0.8476%	77	9.5625%	6.8690%
18	2.3519%	0.8852%	78	9.9216%	7.2237%
19	2.4045%	0.9243%	79	10.3030%	7.6156%
20	2.4583%	0.9650%	80	10.7113%	8.0480%
21	2.5133%	1.0076%	81	11.1515%	8.5243%
22	2.5697%	1.0521%	82	11.6283%	9.0480%
23	2.6269%	1.0984%	83	12.1464%	9.6224%
24	2.6857%	1.1468%	84	12.7108%	10.2508%
25	2.7457%	1.1974%	85	13.3262%	10.9368%
26	2.8071%	1.2502%	86	13.9974%	11.6837%
27	2.8704%	1.3057%	87	14.7292%	12.4948%
28	2.9345%	1.3632%	88	15.5265%	13.3736%
29	2.9999%	1.4229%	89	16.3939%	14.3234%
30	3.0661%	1.4843%	90	17.3363%	15.3477%
31	3.1331%	1.5473%	91	18.3585%	16.4498%
32	3.2006%	1.6103%	92	19.4653%	17.6332%
33	3.2689%	1.6604%	93	20.6615%	18.9011%
34	3.3405%	1.7121%	94	21.9519%	20.2571%
35	3.4184%	1.7654%	95	23.4086%	21.7045%
36	3.4981%	1.8204%	96	24.8436%	23.2467%
37	3.5796%	1.8770%	97	26.3954%	24.8870%
38	3.6634%	1.9355%	98	28.0803%	26.6289%
39	3.7493%	1.9957%	99	29.9154%	28.4758%
40	3.8373%	2.0579%	100	31.9185%	30.3433%
41	3.9272%	2.1219%	101	34.1086%	32.7385%
42	4.0189%	2.1880%	102	36.5052%	35.9020%
43	4.1122%	2.2561%	103	39.3102%	39.5842%
44	4.2071%	2.3263%	104	42.7255%	43.8360%
45	4.3033%	2.3988%	105	46.9531%	48.7816%
46	4.4007%	2.4734%	106	52.1945%	54.5886%
47	4.4993%	2.5504%	107	58.6518%	61.4309%
48	4.5989%	2.6298%	108	66.5268%	69.4884%
49	4.6993%	2.7117%	109	76.0215%	78.9474%
50	4.8004%	2.7961%	110	76.0215%	78.9474%
51	4.9021%	2.8832%	111	76.0215%	78.9474%
52	5.0042%	2.9730%	112	76.0215%	78.9474%
53	5.1067%	3.0655%	113	76.0215%	78.9474%
54	5.2093%	3.1609%	114	76.0215%	78.9474%
55	5.3120%	3.2594%	115	76.0215%	78.9474%
56	5.4144%	3.3608%	116	76.0215%	78.9474%
57	5.5089%	3.4655%	117	76.0215%	78.9474%
58	5.6068%	3.5733%	118	76.0215%	78.9474%
59	5.7080%	3.6846%	119	76.0215%	78.9474%
60	5.8118%	3.7993%	120	100.00%	100.00%

Plan Name: Boeing North American Retirement Plan
 EIN / PN: 91-0425694/048
 Plan Sponsor: The Boeing Company and Consolidated Subsidiaries
 Valuation Date: January 1, 2023

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan BOEING NORTH AMERICAN RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 048
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF THE BOEING CO. AND CONSOLIDATED SUBSIDIARIES	D Employer Identification Number (EIN) 91-0425694
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information			
1 Enter the valuation date: Month 01 Day 01 Year 2023			
2 Assets:			
a Market value.....		2a	2,532,063,808
b Actuarial value		2b	2,785,270,189
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	23,988	1,646,101,291	1,646,101,291
b For terminated vested participants.....	6,306	193,494,450	193,494,450
c For active participants.....	139	16,215,855	16,234,436
d Total	30,433	1,855,811,596	1,855,830,177
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions.....		4a	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor		4b	
5 Effective interest rate.....		5	5.06%
6 Target normal cost			
a Present value of current plan year accruals.....		6a	0
b Expected plan-related expenses		6b	6,100,000
c Target normal cost.....		6c	6,100,000

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	Emily L. Carlson <i>EJC</i>	7/22/2024
	Signature of actuary	Date
Emily L. Carlson	Type or print name of actuary	2306985
Willis Towers Watson US LLC	Firm name	Most recent enrollment number
		206-625-1125
		Telephone number (including area code)
600 UNIVERSITY STREET SUITE 2528 SEATTLE WA 98101-1176 Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2023
v. 230728

Part II		Beginning of Year Carryover and Prefunding Balances	
		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	597,293,091	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	597,293,091	0
10	Interest on line 9 using prior year's actual return of <u>-20.15</u> %	-120,354,558	0
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year).....		0
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>5.21</u> %		0
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
	c Total available at beginning of current plan year to add to prefunding balance.....		0
	d Portion of (c) to be added to prefunding balance.....		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	476,938,533	0

Part III		Funding Percentages	
14	Funding target attainment percentage.....	14	124.38 %
15	Adjusted funding target attainment percentage	15	150.08 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	165.62 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV		Contributions and Liquidity Shortfalls				
18 Contributions made to the plan for the plan year by employer(s) and employees:						
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	
Totals ▶			18(b)	0	18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a 0
b Contributions made to avoid restrictions adjusted to valuation date.	19b 0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.	19c 0
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☐ Yes ☒ No
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☐ Yes ☐ No
c If line 20a is "Yes," see instructions and complete the following table as applicable:	

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.75 %	2nd segment: 5.00 %	3rd segment: 5.74 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions)	☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Demographic and benefit information	
a Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
b Is the plan required to provide a projection of expected benefit payments? If "Yes," see instructions regarding required attachment ...	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years.....	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6c).....	31a	6,100,000	
b Excess assets, if applicable, but not greater than line 31a	31b	6,100,000	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)....	34	0	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under the American Rescue Plan Act of 2021 (See Instructions)

41 If an election was made to use the extended amortization rule for a plan year beginning on or before December 31, 2021, check the box to indicate the first plan year for which the rule applies. ☐ 2019 ☐ 2020 ☒ 2021
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SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	The Boeing Company and Consolidated Subsidiaries
EIN/PN	91-0425694/048
Plan Name	Boeing North American Retirement Plan
Valuation Date	January 1, 2023
Enrolled Actuary	Emily L. Carlson
Enrollment Number	23-06985

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22 Description of Weighted Average Retirement Age as of January 1, 2023

See Schedule SB, Part V - Statement of Actuarial Assumptions/Methods for retirement rates. The average retirement age for Line 22 was calculated by determining the average age at retirement for those current active participants expected to reach retirement, based on all current decrements assumed.

Age	Combined Rate of Retirement	Assumed Number Eligible	Number of Retirements	Age X Number Retiring
55	10%	10,000	1,000	55,000
56	5%	9,000	450	25,200
57	5%	8,550	428	24,396
58	5%	8,122	406	23,548
59	5%	7,716	386	22,774
60	10%	7,330	733	43,980
61	15%	6,597	990	60,390
62	25%	5,607	1,402	86,924
63	20%	4,205	841	52,983
64	20%	3,364	673	43,072
65	30%	2,691	807	52,455
66	20%	1,884	377	24,882
67	20%	1,507	301	20,167
68	20%	1,206	241	16,388
69	20%	965	193	13,317
70	100%	772	772	54,040
			10,000	619,516
				÷
				10,000
				62

Plan Name: Boeing North American Retirement Plan
EIN / PN: 91-0425694/048
Plan Sponsor: The Boeing Company and Consolidated Subsidiaries
Valuation Date: January 1, 2023

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26b Schedule of Projection of Expected Benefit Payments

Plan Year	Active Participants	Terminated Vested Participants	Retired Participants and Beneficiaries Receiving Payments	Total
2023	352,432	17,815,949	226,945,323	245,113,704
2024	808,868	19,081,808	213,292,484	233,183,160
2025	988,539	19,360,501	197,859,922	218,208,962
2026	1,125,814	18,396,032	182,381,816	201,903,662
2027	1,207,299	18,061,319	167,145,400	186,414,018
2028	1,248,199	16,502,350	152,320,694	170,071,243
2029	1,272,288	14,912,369	138,080,374	154,265,031
2030	1,274,344	13,754,817	124,543,182	139,572,343
2031	1,273,402	11,841,309	111,824,785	124,939,496
2032	1,268,367	11,178,387	99,984,858	112,431,612
2033	1,256,086	10,741,013	89,060,199	101,057,298
2034	1,240,140	10,275,845	79,058,910	90,574,895
2035	1,222,013	10,103,872	69,965,872	81,291,757
2036	1,200,729	9,759,837	61,747,275	72,707,841
2037	1,177,230	9,555,266	54,354,844	65,087,340
2038	1,151,110	9,234,018	47,730,503	58,115,631
2039	1,121,962	8,937,979	41,810,872	51,870,813
2040	1,090,446	8,617,134	36,530,884	46,238,464
2041	1,055,338	8,308,560	31,827,339	41,191,237
2042	1,015,849	7,903,550	27,640,959	36,560,358
2043	972,812	7,504,541	23,917,361	32,394,714
2044	926,152	7,091,153	20,607,835	28,625,140
2045	876,037	6,705,063	17,669,954	25,251,054
2046	822,677	6,210,854	15,067,074	22,100,605
2047	766,416	5,726,317	12,767,741	19,260,474
2048	707,744	5,239,012	10,744,895	16,691,651
2049	647,279	4,745,524	8,974,737	14,367,540
2050	585,760	4,252,703	7,435,770	12,274,233
2051	524,036	3,767,833	6,108,145	10,400,014
2052	463,042	3,298,273	4,972,950	8,734,265
2053	403,760	2,850,977	4,011,849	7,266,586

Plan Name: Boeing North American Retirement Plan
EIN / PN: 91-0425694/048
Plan Sponsor: The Boeing Company and Consolidated Subsidiaries
Valuation Date: January 1, 2023

SCHEDULE SB ATTACHMENTS

2054	347,167	2,432,050	3,206,824	5,986,041
2055	294,154	2,046,429	2,540,215	4,880,798
2056	245,471	1,697,739	1,994,758	3,937,968
2057	201,663	1,388,111	1,553,819	3,143,593
2058	163,041	1,118,195	1,201,670	2,482,906
2059	129,695	887,243	923,762	1,940,700
2060	101,510	693,299	706,954	1,501,763
2061	78,189	533,464	539,616	1,151,269
2062	59,304	404,195	411,701	875,200
2063	44,339	301,601	314,725	660,665
2064	32,731	221,698	241,678	496,107
2065	23,909	160,622	186,902	371,433
2066	17,333	114,791	145,916	278,040
2067	12,513	81,014	115,244	208,771
2068	9,027	56,545	92,229	157,801
2069	6,529	39,105	74,869	120,503
2070	4,745	26,854	61,676	93,275
2071	3,471	18,355	51,554	73,380
2072	2,552	12,517	43,700	58,769

Plan Name: Boeing North American Retirement Plan
EIN / PN: 91-0425694/048
Plan Sponsor: The Boeing Company and Consolidated Subsidiaries
Valuation Date: January 1, 2023

INDEPENDENT AUDITOR'S REPORT

To the Employee Benefit Plans Committee of The Boeing Company

Opinion

We have audited the financial statements of The Boeing Company Employee Retirement Plan, Boeing North American Retirement Plan, BSS Retirement Plan, BSS Retirement Plan for Bargained Employees, Employee Retirement Income Plan - Hourly East, Employee Retirement Income Plan - Hourly West, Non-Contributory Retirement Plan, and The Pension Value Plan for Employees of The Boeing Company (collectively, the "Plans"), employee benefit plans subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plans as of December 31, 2023 and 2022, and the changes in their net assets available for benefits for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plans and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plans' ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining current plan instruments, including all plan amendments, administering the Plans, and determining that the Plans' transactions that are presented and disclosed in the financial statements are in conformity with the Plans' provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audits.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audits in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plans' internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plans' ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits, significant audit findings, and certain internal control-related matters that we identified during the audits.

Deloitte & Touche LLP
September 5, 2024

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Plan Sponsor	The Boeing Company
Plan	Boeing North American Retirement Plan
Effective date and Most Recent Amendment	<p>The master plan (048) was established July 31, 1996 via merger between Rockwell International Corporation, The Boeing Company and Boeing North American, Inc.</p> <p>The master plan was restated effective January 1, 2016. The most recent plan amendment is Amendment 15 (clarifying certain provisions in the plan, effective July 1, 2022).</p>
Plan Year	The twelve-month period ending December 31, 2023
Benefits Valued	<p>The valuation is based on benefit provisions in effect on the valuation date, including known future increases under existing bargaining agreements</p> <ul style="list-style-type: none">a. Active Employees - Accrue benefits under the Aerospace Hourly sub-plan, the description of which follows.b. Inactive Participants - Entitled to vested accrued benefits determined as of the date of separation. Descriptions are included for the Aerospace Hourly (R02) sub-plan below and for Aerospace Salaried (R01) and Electronic Salaried (R28) herein, the Master Plan summary.
Normal Retirement Date	<p>Aerospace Salaried (R01)</p> <p>Last day of the month in which employee reaches age 65 or fifth employment anniversary if later, but not later than April 1 of the calendar year following the calendar year in which the employee attains age 70½.</p> <p>Electronic Salaried (R28)</p> <p>First day of the month coincident with or next following the date employee reaches age 65.</p>

Plan Name:	Boeing North American Retirement Plan
EIN / PN:	91-0425694/048
Plan Sponsor:	The Boeing Company and Consolidated Subsidiaries
Valuation Date:	January 1, 2023

SCHEDULE SB ATTACHMENTS

Termination Benefits

On termination of employment after five years of vesting service, an employee is entitled to a deferred vested benefit determined as for normal retirement, based on service and earnings to date of termination.

Additional detail is provided below for the three subplans with the highest counts of Terminated Vested participants.

Aerospace Salaried (R001)

The benefit is payable without reduction beginning at age 65 or reduced from 44.03% at 55 to unreduced at age 65 at any time after age 55 if the employee had at least 10 years of vesting service at termination.

Aerospace Hourly (R002)

The benefit is payable without reduction beginning at age 65 or reduced from 47.4% at 55 to unreduced at age 65 at any time after age 55 if the employee had at least 10 years of vesting service at termination.

Electronic Salaried (R028)

The benefit is payable without reduction beginning at age 62, or with reductions beginning as early as age 55, reduced from 57.9% at 55 to unreduced at age 62.

Death Benefits Before Retirement

If employee dies before benefits commence, the surviving spouse or designated domestic partner will receive a benefit (commencing when the employee would have attained age 55 or at death, whichever is later) as if the employee had survived to age 55, retired with the applicable joint and survivor annuity described under (Normal Form of Payment below) and then died.

Normal Form of Payment

Monthly pension benefits are paid a life annuity, if the participant has no spouse as of the date payments begin or if the participant so elects. Otherwise, benefits are paid in the applicable joint and survivor annuity option.

Aerospace Salaried (R01): 55% joint and survivor option

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Non-Lump Sum Optional Forms

- Accelerated income annuity
- For married participants, single life annuity, or:
Aerospace Salaried (R01)
50%, 66 2/3%, 75%, or 100% joint and survivor annuity,
Electronic Salaried (R28)
50%, 75%, or 100% joint and survivor annuity.

Actuarial Equivalence

Optional forms of payment are generally determined using actuarial equivalence with 6% interest and RP-2000 mortality projected to 2015 with Scale AA, blended 50/50 male/female, or simplified factors if greater.

Lump Sum option

In addition to any optional forms of payment offered under an Applicable Sub-Plan, a Participant shall be entitled to elect a lump sum. The Participant's lump sum benefit shall be determined as of the Participant's Annuity Starting Date and shall be equal to:

(a) The Actuarial Equivalent present value of the Participant's Accrued Benefit but only if the Participant is younger than normal retirement age (age 65 for most Sub-plans); or

(b) The Actuarial Equivalent present value of the Participant's immediately commencing retirement benefit, if greater, but only if either (1) the Participant's retirement date is an early, normal or late retirement date as determined under the applicable Sub-Plan, or (2) the Participant has a Terminated Vested Commencement Date that is on or after the earliest date or age that the participant could have otherwise elected to commence benefits under the applicable Sub-Plan

Voluntary Lump Sum Window

Certain participants who terminated employment before January 1, 2015, are entitled to a vested benefit, and have not commenced benefits by November 1, 2015, are eligible to elect to receive their benefits in the form of a lump sum (or immediate annuity) as of November 1, 2015. The lump sum window did not apply to all terminated vested participants. Participants that elected the lump sum and were cashed out during November 2015 are no longer participants in the plan.

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Small Benefit Cashout Following the later of the participant's termination of employment or end of layoff period, for any participant, surviving spouse, designated domestic partner, or alternate payee whose benefit has a single sum value less than or equal to \$5,000 as of the annuity starting date, the benefit will be automatically paid out as a lump sum.

Group Annuity Contract Purchase Notwithstanding any other provision in this Merged Plan or Sub-Plans, assets have been used in the past to purchase annuities for benefits in the plan for Annuitized Individuals in 2017, 2018 and 2019. These benefits are no longer part of the plan.

Changes in Plan Provisions since Prior Valuation

The pay and dollar limits were adjusted in accordance with legislative changes effective for 2023 as follows:

- The IRC Section 401(a)(17) pay limit increased from \$305,000 for the 2022 plan year to \$330,000 for the 2023 plan year.
- The IRC Section 415 dollar limit increased from \$245,000 for 2022 to \$265,000 for 2023.

Amendment No. 15, effective July 1, 2022, clarifies certain provisions in the plan. This amendment has no impact on the valuation.

Aerospace Hourly (R02) Sub-Plan

Effective Date	a. Sub-Plan	April 1, 1955
	b. Latest Amendment	The subplan was amended and restated effective January 1, 2015. It was last amended as follows: <ul style="list-style-type: none">- July 1, 2022 based on Amendment 5 (clarifying certain provisions in the plan, including clarifying "Active participant" definition that no one can be considered an active participant after the freeze date.)

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Eligibility

Employees on the hourly payroll of Boeing who are covered by a collective bargaining agreement between The Boeing Company and one of the following unions, who are hired before January 1, 2009:

- a. The International Union, United Automobile, Aerospace and Agricultural Implement Workers of America (UAW), and its Locals 887,
- b. The International Brotherhood of Electrical Workers (AFL-CIO), Local 2295.

Definition

Credited and Vested Service – credited and vested service earned under Hourly sub-plan, including service with USA for participants who transferred directly to USA, with the following exceptions:

- Credited service freezes as of December 31, 2016 for purposes of benefit accruals, but service after December 31, 2016 is included in credited service taken into account for determining early retirement eligibility.
- As of December 31, 2016 all benefits accrued in this plan are 100% vested.
- Service after transfer to non-union positions will be counted for purposes of determining eligibility for unreduced early retirement benefits for termination of employment occurring on or after June 1, 2015.

Retirement Dates

- a. Normal

Last day of the month in which employee reaches age 65 or the fifth employment anniversary if later, but not later than April 1 of the calendar year following the calendar year in which the employee attains age 70-1/2.

- b. Regular Early

Any day after the employee reaches age 55 and completes 10 years of vesting service, but before normal retirement age.

- c. 60/20

Any day after the employee reaches age 60 and completes 20 years of credited service (including service credited under the Aerospace Salaried Sub-Plan), but before age 62.

- d. 55/30

Any day after the employee reaches age 55 and completes 30 years of credited service (including service credited under the Aerospace Salaried Sub-Plan), but before age 62.

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e. Rule of 85

Any day after the employee reaches age 55 and completes 85 "points" (i.e., the sum of age and credited service, including service credited under the Aerospace Salaried Sub-Plan, equals 85 or more), but before age 60.

f. Late

Any day after the employee reaches normal retirement age.

g. Disability

On total and permanent disability at any age after 10 years of vesting service.

h. Immediately following termination

On first day of the following month following termination of employment.

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Retirement Benefits

a. Normal

Monthly benefit per year of credited service (maximum 35 years) as follows:

Commencement Date	Benefit Unit
Before 01/01/75	\$ 11.50
01/01/75 - 09/30/77	12.50
10/01/77 - 06/30/81	13.50
07/01/81 - 09/30/84	16.00
10/01/84 - 09/30/85	17.00
10/01/85 - 09/30/86	18.00
10/01/86 - 07/03/87	19.00
07/04/87 - 09/30/89	21.00
10/01/89 - 07/31/90	23.00
08/01/90 - 12/31/91	26.00
01/01/92 - 07/30/93	29.00
08/01/93 - 06/30/96	32.00
07/01/96 - 09/30/97	35.00
10/01/97 - 09/30/98	36.00
10/01/98 - 06/30/99	37.00
07/01/99 - 12/31/03	43.00
01/01/04 - 12/31/06	52.00
01/01/07 - 12/31/07	55.00
01/01/08 - 12/31/10	64.00
01/01/11 - 11/30/16	75.00
12/01/16 - after	85.00

Participants commencing benefits between January 1, 2004 and June 1, 2004 will receive a monthly benefit rate of \$55 effective January 1, 2007.

35 year maximum credited service does not apply to benefits payable on or after October 1, 1999 if benefits are commenced on or after July 1, 1999.

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Effective as of December 31, 2016, this Plan will be frozen and all accruals will cease.

b. Regular Early

Benefit determined as for normal retirement, based on credited service to early retirement date, payable immediately with reduction of 0.5% for each month from the date benefits commence to age 62.

c. 60/20

- Lifetime Benefit:
Benefit determined as for normal retirement, based on credited service to early retirement date, payable immediately without reduction.
- Supplementary Benefit¹
\$650 per month payable until the earliest of age 62, eligibility for Social Security benefits, or death.

d. 55/30

- Lifetime Benefit:
Benefit determined as for normal retirement, based on credited service to early retirement date, payable immediately without reduction.
- Supplementary Benefit:¹
\$650 per month payable until the earliest of age 62, eligibility for Social Security benefits, or death.

e. Rule of 85

- Lifetime Benefit:
Benefit determined as for normal retirement, based on credited service to early retirement date, payable immediately with reduction of 0.5% for each month from the date benefits commence to age 62.
- Supplementary Benefit:¹
\$650 per month payable until the earliest of age 62, eligibility for Social Security benefits, or death.

f. Late Benefit determined as for normal retirement, based on employee's credited service to actual retirement date.

¹ Supplementary benefits are only paid to employees who retire from active status in the R02 plan. Employees who have transferred to other subplans or plans within the controlled group are not eligible for the supplementary benefit.

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g. Disability

- Lifetime Benefit:

Benefit determined as for normal retirement, based on credited service to date of disability, payable without reduction after a six-month waiting period.

h. Immediately following termination

Benefit reduced to early retirement date using same reduction factors as "Regular Early", then reduced to actual commencement date using 417(e) factors.

Termination Benefits

On termination of employment after five years of vesting service, an employee is entitled to a deferred vested benefit determined as for normal retirement, based on credited service, and benefit unit amount in effect at date of termination. The deferred vested benefit is payable without reduction beginning at age 65, or reduced from 47.4% at 55 to unreduced at age 65 if the employee had at least 10 years of vesting service at termination.

Death Benefits Before Retirement

Upon death after completing five years of vesting service, the surviving spouse or designated domestic partner is entitled to a lifetime benefit of 55% of the benefit which would have been payable if the employee had survived to the earliest retirement date and retired with the surviving spouse or designated domestic partner benefit per "Death Benefits After Retirement," section b, below. Payments commence on the first day of the month following death or, if later, the earliest date on which the employee would have been eligible to retire based on service at death.

Death Benefits While Eligible for Retirement

a. Lump-Sum Benefit

On death of a retired participant who is receiving a disability or retirement benefit from the sub-plan (but not a vested termination benefit), a lump-sum death benefit of \$1,000 is payable to the participant's beneficiary or estate.

b. Surviving Spouse or designated domestic partner Benefit

A 55% Survivor Annuity that would have been paid to the Participant if retired on the day before death for the spouse or domestic partner's remaining lifetime.

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Normal Form of Payment	Monthly pension benefits are paid a life annuity, if the participant has no spouse as of the date payments begin or if the participant so elects. Otherwise, benefits are paid in the form of 55% joint and survivor annuity option with “pop-up” (where annuity will “pop-up” to the benefit amount before the joint and survivor option election if the spouse predeceases the retired participants)
Optional Forms of Payment	Participants can elect one of the following options: <ul style="list-style-type: none">• Single Life Annuity• Joint and Survivor Annuity of 55% and 75%• Accelerated Income Option (for early retirements before age 62, without Supplementary Benefit.)• Lump Sum Benefit
Voluntary Lump Sum Window	Certain participants who terminated employment before January 1, 2015, are entitled to a vested benefit, and have not commenced benefits by November 1, 2015, are eligible to elect to receive their benefits in the form of a lump sum (or immediate annuity) as of November 1, 2015. The lump sum window did not apply to all terminated vested participants. Participants that elected the lump sum and were cashed out during November 2015 are no longer participants in the plan
Actuarial Equivalence for Annuity Conversion	Optional forms of payment are generally determined using actuarial equivalence with 6% interest and RP-2000 mortality projected to 2015 with Scale AA, blended 50/50 male/female, or simplified factors if greater. 417(e) minimum conversions use Applicable Interest Rates from November preceding the plan year.
Actuarial Equivalence for Lump Sum Conversion	The lump sum amount is determined using actuarial equivalence with the applicable 417(e)(3) interest rate for November of the prior plan year, and the applicable 417(e)(3) mortality table.
Employee Contributions	None.

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Voluntary Separate Benefit Program

There is a voluntary separation benefit program for certain employees who retire in 2016 to reflect benefit increases resulting from union negotiations in 2015:

1. For participants represented by UAW 887 who are eligible employees as of May 16, 2015, terminate employment during the period beginning September 30, 2015 and ending August 31, 2016, with an annuity starting date between October 1, 2015 and September 1, 2016.
2. For participants represented in by IBEW 2295 who are eligible employees as of July 21, 2015, terminate employment during the period beginning November 30, 2015 and ending October 31, 2016, with an annuity starting date between December 1, 2015 and November 1, 2016.

Active participants that are retirement eligible, or have at least 25 years of service as of their termination date will be eligible. The monthly pension benefit for those who retire during the window period will be determined with a monthly benefit rate of \$85.

Changes in Plan Provisions since Prior Valuation

Amendment No. 5, effective July 1, 2022, clarifies certain provisions in the plan. This amendment has no impact on the valuation.

There have been no other changes in plan provisions since the prior valuation, and to our knowledge, none are pending.

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