

<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 CONTINENTAL GRAPHICS EMPLOYEE PENSION PLAN
1b	Three-digit plan number (PN) ▶ 003
1c	Effective date of plan 10/01/1963
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.	10/10/2024	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 <div style="background-color: #cccccc; height: 40px;"></div>
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	5 797
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	<div style="background-color: #cccccc; height: 20px;"></div> <div style="background-color: #cccccc; height: 20px;"></div> 6a(1) 328 6a(2) 317 6b 186 6c 252 6d 755 6e 30 6f 785 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:

1A 1I 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 CONTINENTAL GRAPHICS EMPLOYEE PENSION PLAN	B Three-digit plan number (PN) ▶ 003
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	66268699	
b	Actuarial value	2b	72895569	
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	204	15887496	15887496
b	For terminated vested participants	267	13317756	13317756
c	For active participants	327	39855763	39997768
d	Total	798	69061015	69203020
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	5.30 %	
6	Target normal cost			
a	Present value of current plan year accruals	6a	0	
b	Expected plan-related expenses	6b	690000	
c	Target normal cost	6c	690000	

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>CHRISTOPHER R ANDERSON</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>07/19/2024</div> <div>Date</div> <div>23-08658</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)	0	7108808
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)	0	7108808
10	Interest on line 9 using prior year's actual return of <u>-20.01</u> %	0	-1422472
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>5.48</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)	0	5686336

Part III		Funding Percentages	
14	Funding target attainment percentage	14	97.11 %
15	Adjusted funding target attainment percentage	15	105.33 %
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	114.76 %
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	
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	64	
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	690000	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	1993787	182592	
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	872592	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	872592	872592
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

<div>A</div> <div>Name of plan</div> <div>CONTINENTAL GRAPHICS EMPLOYEE PENSION PLAN</div>	<div>B</div> <div>Three-digit plan number (PN)</div> <div>▶</div> <div>003</div>
<div>C</div> <div>Plan sponsor's name as shown on line 2a of Form 5500</div> <div>THE BOEING CO. AND CONSOLIDATED SUBSIDIARIES</div>	<div>D</div> <div>Employer Identification Number (EIN)</div> <div>91-0425694</div>

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

x

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

(b)

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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)

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	ACTUARY	99984	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(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	42480	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	29275	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)

MOSS ADAMS LLP

91-0189318

(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	20250	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(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	9798	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 CONTINENTAL GRAPHICS EMPLOYEE PENSION PLAN				B Three-digit plan number (PN) ▶ 003	
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) 67282548	
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 in MT	

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
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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
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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
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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
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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
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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 CONTINENTAL GRAPHICS EMPLOYEE PENSION PLAN	B Three-digit plan number (PN) ▶	003
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)	66355194	67282548
(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	66355194	67282548
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	86495	30439
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	86495	30439
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	66268699	67252109

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)		5300843
(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		5300843

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3749368	
(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)		3749368
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)	9798	
(2) Contract administrator fees.....	2i(2)	43776	
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)	20396	
(5) Investment advisory and investment management fees	2i(5)		
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)	99921	
(8) Legal fees	2i(8)	29275	
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	364899	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		568065
j Total expenses. Add all expense amounts in column (b) and enter total	2j		4317433

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		983410
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: **MOSS ADAMS LLP**

(2) EIN: **91-0189318**

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 [511522](#).

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

<div>A Name of plan CONTINENTAL GRAPHICS EMPLOYEE PENSION PLAN</div>	<div>B Three-digit plan number (PN) ► 003</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.

<div>1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....</div>	<div>1</div>	<div>0</div>
<div>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</div> <div>Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.</div>		
<div>3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year</div>	<div>3</div>	<div>13</div>

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.)
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<div>4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?</div> <div>If the plan is a defined benefit plan, go to line 8.</div>	<div>☐ Yes ☒ No ☐ N/A</div>
<div>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.</div>	
<div>6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)</div>	<div>6a</div>
<div>b Enter the amount contributed by the employer to the plan for this plan year</div>	<div>6b</div>
<div>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)</div>	<div>6c</div>
<div>If you completed line 6c, skip lines 8 and 9.</div>	
<div>7 Will the minimum funding amount reported on line 6c be met by the funding deadline?</div>	<div>☐ Yes ☐ No ☐ N/A</div>
<div>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?</div>	<div>☐ Yes ☐ No ☒ N/A</div>

Part III	Amendments
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<div>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.</div>	<div>☒ Increase ☐ Decrease ☐ Both ☐ No</div>
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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.
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<div>10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?</div>	<div>☐ Yes ☐ No</div>
<div>11 a Does the ESOP hold any preferred stock?</div>	<div>☐ Yes ☐ No</div>
<div>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.)</div>	<div>☐ Yes ☐ No</div>
<div>12 Does the ESOP hold any stock that is not readily tradable on an established securities market?</div>	<div>☐ Yes ☐ No</div>

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) 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) 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)	14a 14b 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 b The corresponding number for the second preceding plan year	15a 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 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	16a 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: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____% High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____% 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 _____.	



Report of Independent Auditors
and Financial Statements

**Continental Graphics
Employee Pension Plan**

December 31, 2023 and 2022

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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.

Report of Independent Auditors

The Plan Administrator
Continental Graphics Employee Pension Plan

Report on the Audit of the Financial Statements

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit

We have performed audits of the financial statements of the Continental Graphics Employee Pension Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Continental Graphics Employee Pension Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the years then ended, stating that the certified investment information, as described in Note 9 to the financial statements, is complete and accurate.

Opinion

In our opinion, based on our audits and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the Financial Statements section:

- the amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (GAAP).
- the information in the accompanying financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

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 Continental Graphics Employee Pension Plan 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 ERISA Section 103(a)(3)(C) 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 GAAP, 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. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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 Continental Graphics Employee Pension Plan's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the plan, and determining that the plan's transactions that are presented and disclosed in the financial statements are in conformity with the plan's 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

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, 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 audit.
- 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 audit 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 Continental Graphics Employee Pension Plan's 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 of the Continental Graphics Employee Pension Plan's ability to continue as a going concern for a reasonable period of time.

Our audits did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with GAAP.

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

A handwritten signature in cursive script that reads "Moss Adams LLP".

Albuquerque, New Mexico
October 4, 2024

Financial Statements

Continental Graphics Employee Pension Plan
Statements of Net Assets Available for Benefits
December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
ASSETS		
Investments, at fair value - interest in Master Trust	\$ 67,282,548	\$ 66,355,194
LIABILITIES		
Administrative expenses payable	<u>30,439</u>	<u>86,495</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 67,252,109</u>	<u>\$ 66,268,699</u>

See accompanying notes.

Continental Graphics Employee Pension Plan
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
ADDITIONS		
Net investment income from Master Trust	<u>\$ 5,300,843</u>	<u>\$ -</u>
DEDUCTIONS		
Benefits paid to participants	3,749,368	3,732,210
Administrative expenses	568,065	785,756
Net investment loss from Master Trust	<u>-</u>	<u>17,141,105</u>
Total deductions	<u>4,317,433</u>	<u>21,659,071</u>
NET INCREASE (DECREASE)	983,410	(21,659,071)
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	<u>66,268,699</u>	<u>87,927,770</u>
End of year	<u><u>\$ 67,252,109</u></u>	<u><u>\$ 66,268,699</u></u>

See accompanying notes.

Continental Graphics Employee Pension Plan

Notes to Financial Statements

Note 1 – Plan Description

The following description of the Continental Graphics Employee Pension Plan (the Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General – The Plan is a defined benefit pension plan covering certain employees formerly of Continental Graphics Corporation (the Company) who were hired prior to January 1, 2006. Effective January 1, 2016, employee contributions and pay-based benefit accruals under the Plan were frozen. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

The Boeing Company is the plan sponsor and has delegated the fiduciary oversight of the assets of the Plan to Boeing's Employee Benefit Investment Committee (EBIC). Boeing's Employee Benefit Plans Committee has the overall responsibility for the operation and administration of the Plan. The assets of the Plan, along with nine other defined benefit pension plans sponsored by Boeing, are held in the Master Trust. JPMorgan Chase (JPM) serves as the trustee (the Trustee) for the Master Trust and the Plan.

Contributions – Prior to January 1, 2016, employee contributions were required at one percent of annual earnings up to the Social Security taxable wage base, and three percent of earnings over the taxable wage base. The funding policy of Boeing is to contribute an amount at least equal to the minimum required contribution under ERISA. The Plan has met the minimum funding requirements of ERISA, and no contributions were required under ERISA for the years ended December 31, 2023 and 2022. Although no contributions were required under ERISA, Boeing may make discretionary contributions to the Plan. During 2023, no discretionary contributions were made to the Plan.

Benefits and vesting – Participants are fully vested with regard to the accrued retirement benefits attributable to their accumulated contributions. Participants become fully vested in the portion of their accrued retirement benefits attributable to the Company's or Boeing's contributions upon completion of five years of vesting service and also upon death, disability, or reaching normal retirement age.

The normal monthly retirement benefit at age 65 is equal to (a) one percent of the participant's highest five-year average monthly earnings prior to January 1, 2016, up to his or her Social Security covered compensation and (b) one and three-fourths percent of the participant's same average monthly earnings in excess of his or her Social Security covered compensation, with both (a) and (b) multiplied by the number of years of service prior to January 1, 2016. Annual benefits may not exceed the lesser of \$195,000 adjusted for cost of living in accordance with Section 415 of the Internal Revenue Code (IRC) or 100 percent of the participant's average compensation for the highest three consecutive compensated years while a participant was employed. Benefits generally begin after the normal retirement age of 65, although early retirement and benefit payments are possible after reaching age 55 and completing five years of service.

The accrued pension derived from participant contributions is equal to the actuarial equivalent of the participant's accumulated contributions, credited with interest compounded annually up to the earlier of the participant's normal retirement age or annuity starting date.

Continental Graphics Employee Pension Plan

Notes to Financial Statements

Plan termination – Although it has not expressed any intention to do so, Boeing has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event of termination of the Plan, the net assets of the Plan will be allocated, as prescribed by Section 4044 of ERISA, generally to provide the following benefits in the order indicated below:

1. Benefits attributable to employee contributions, taking into account those paid out before termination.
2. Annuity benefits to former employees or their beneficiaries who have been receiving benefits for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination.
3. Other vested benefits insured by the PBGC, a U.S. governmental agency, up to the applicable limitations (discussed below).
4. All other vested benefits (vested benefits not insured by PBGC).
5. All non-vested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. The PBGC guarantees vested normal age retirement benefits, early retirement benefits, and certain disability and survivors' pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling on the amount of an individual's monthly benefit that PBGC guarantees.

Should the Plan terminate at some future time, its net assets generally will not be available on a pro rata basis to provide participants' benefits. Whether a particular participant's accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the PBGC at the time. 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.

Note 2 – Summary of Significant Accounting Policies

Basis of accounting – The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

Accumulated plan benefits – The actuarial present value of accumulated plan benefits (PVAB) information in Note 3 is presented as of the beginning of the Plan year, as allowed by Accounting Standards Codification (ASC) 960, *Plan Accounting – Defined Benefit Pension Plans*.

Continental Graphics Employee Pension Plan

Notes to Financial Statements

Use of estimates – The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, the 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 could be material to the financial statements.

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.

Continental Graphics Employee Pension Plan

Notes to Financial Statements

- Short-term investments include treasury bills, commercial paper, certificates of deposit, and discounted notes 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 basis 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 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.

Continental Graphics Employee Pension Plan

Notes to Financial Statements

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 Board of Directors has delegated the fiduciary oversight of plan assets over various retirement plans held within the Master Trust structures to the EBIC. The EBIC has sub-delegated this responsibility to Boeing's 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 Boeing 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

Continental Graphics Employee Pension Plan

Notes to Financial Statements

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, on a rolling three-year basis for existing managers, 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, multi-price 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.

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 Plan are paid from Plan assets, at both the Plan and Master Trust levels, except for those expenses Boeing is required by law or chooses to pay.

Subsequent events – The Plan has evaluated subsequent events through October 4, 2024, the date the financial statements were available to be issued.

Continental Graphics Employee Pension Plan

Notes to Financial Statements

Note 3 – Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments and lump-sum distributions attributable under the Plan's 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 participants or their beneficiaries
2. Beneficiaries of deceased participants
3. Disabled participants
4. Active participants 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 underlying the actuarial computations in the December 31, 2022 valuation were as follows:

Discount rate	6.00%
Retirement	Average age at retirement is 65 years
Mortality (healthy)	RP-2006 tables without collar or amount adjustments, projected to 2015 with scale MP-2017, but adjusted with a factor of 0.894 for males and 1.003 for females based on a study of annuitant mortality experience during the 2013-2017 plan years

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

The actuarial PVAB as of December 31, 2022, is as follows:

Vested benefits	
Participants and beneficiaries currently receiving payments	\$ 14,787,598
Other participants	<u>50,828,145</u>
Total vested benefits	65,615,743
Nonvested benefits	<u>133,099</u>
Total actuarial PVAB	<u><u>\$ 65,748,842</u></u>

Continental Graphics Employee Pension Plan

Notes to Financial Statements

Changes in actuarial PVAB were as follows for the year ended December 31, 2022:

Total actuarial PVAB at December 31, 2021	<u>\$ 70,254,483</u>
Increase (decrease) during the year attributable to	
Actuarial gain	(1,085,011)
Decrease in the discount period	4,276,041
Benefits paid	(3,732,210)
Changes in actuarial assumptions	<u>(3,964,461)</u>
Net decrease	<u>(4,505,641)</u>
Total actuarial PVAB at December 31, 2022	<u><u>\$ 65,748,842</u></u>

Assumption changes for the year ended December 31, 2022 include an update in the mortality MP scale and a change in the discount rate from 6.25% to 6.00%.

Note 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 fair value.

In addition to the Plan, as of December 31, 2023 and 2022, the assets of the following plans (collectively, the Plans) were combined in the Master Trust:

- The Boeing Company Employee Retirement Plan
- Non-Contributory Retirement Plan
- Boeing North American Retirement Plan
- BSS Retirement Plan
- BSS Retirement Plan for Bargained Employees
- Employee Retirement Income Plan – Hourly West
- Employee Retirement Income Plan – Hourly East
- The Pension Value Plan for Employees of The Boeing Company
- Aviall, Inc. Retirement Plan

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 share expenses 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 Plan's ownership interest percentage in the Master Trust was 0.1% as of December 31, 2023 and 2022.

Continental Graphics Employee Pension Plan

Notes to Financial Statements

Net assets of the Master Trust and the Plan's ownership 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	Continental Graphics Employee Pension Plan
ASSETS		
Investments - at fair value		
Corporate bonds	\$ 17,817,153,644	\$ 24,739,449
Government bonds	7,549,197,745	10,482,201
Mortgage-backed and asset-backed securities	504,472,933	700,470
Municipal bonds	816,343,322	1,133,508
Common and preferred stock	5,887,160,265	8,174,431
Mutual funds	17,095,144	23,736
Partnerships	7,510,077,309	10,427,882
Hedge funds	3,290,955,929	4,569,553
Commingled funds	4,183,961,047	5,809,508
Short-term investments	325,670,555	452,200
Other investments	166,690,559	231,453
	<u>48,068,778,452</u>	<u>66,744,391</u>
Total Master Trust investments		
Cash and cash equivalents	404,896,481	562,207
Receivables		
Accrued investment income	358,075,959	497,195
Receivables for securities sold	51,684,853	71,765
Other receivables	37,143,317	51,574
	<u>446,904,129</u>	<u>620,534</u>
Total receivables		
Total assets	<u>48,920,579,062</u>	<u>67,927,132</u>
LIABILITIES		
Payables for securities purchased	58,194,499	80,803
Investment and administrative expenses payable	16,143,905	22,416
Other liabilities	389,886,924	541,365
	<u>464,225,328</u>	<u>644,584</u>
Total liabilities		
NET ASSETS	<u>\$ 48,456,353,734</u>	<u>\$ 67,282,548</u>

Continental Graphics Employee Pension Plan

Notes to Financial Statements

	December 31, 2022	
	The Boeing Company Employee Retirement Plans Master Trust	Continental Graphics Employee Pension Plan
ASSETS		
Investments - at fair value		
Corporate bonds	\$ 15,111,618,696	\$ 20,257,208
Government bonds	8,540,757,825	11,448,932
Mortgage-backed and asset-backed securities	692,302,226	928,035
Municipal bonds	842,720,164	1,129,671
Common and preferred stock	7,002,863,300	9,387,376
Mutual funds	8,424,656	11,293
Partnerships	7,645,840,233	10,249,290
Hedge funds	4,009,490,076	5,374,743
Commingled funds	4,229,600,213	5,669,802
Short-term investments	562,488,797	754,019
Other investments	86,627,990	116,125
	<u>48,732,734,176</u>	<u>65,326,494</u>
Total Master Trust investments		
	<u>566,794,211</u>	<u>759,791</u>
Cash and cash equivalents		
Receivables		
Accrued investment income	326,675,591	437,910
Receivables for securities sold	214,382,049	287,380
Securities purchased with an agreement to resell	10,800,000	14,477
Other receivables	25,630,893	34,358
	<u>577,488,533</u>	<u>774,125</u>
Total receivables		
	<u>49,877,016,920</u>	<u>66,860,410</u>
Total assets		
LIABILITIES		
Payables for securities purchased	64,738,022	86,782
Investment and administrative expenses payable	22,160,297	29,706
Other liabilities	289,985,798	388,728
	<u>376,884,117</u>	<u>505,216</u>
Total liabilities		
NET ASSETS	<u>\$ 49,500,132,803</u>	<u>\$ 66,355,194</u>

Continental Graphics Employee Pension Plan

Notes to Financial Statements

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 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><u>\$ 48,456,353,734</u></u>	<u><u>\$ 49,500,132,803</u></u>

Note 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.

Continental Graphics Employee Pension Plan

Notes to Financial Statements

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 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 Input (Level 2)	Significant Unobservable Inputs (Level 3)	Not Levelled*	Total
ASSETS					
Investments in the fair value hierarchy					
Corporate bonds	\$ -	\$ 17,755,323,956	\$ 61,829,688	\$ -	\$ 17,817,153,644
Governance bonds	-	7,549,160,339	37,406	-	7,549,197,745
Mortgage-backed and assets-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 assets 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
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.

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Notes to Financial Statements

	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 Levelled*	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	7,051,431,560	25,529,695,599	266,676,495	-	32,847,803,654
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	7,051,431,560	25,529,695,599	266,676,495	15,884,930,522	48,732,734,176
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	17,912,640	4,032,762	-	3,685,491	25,630,893
Total receivables	17,912,640	14,832,762	-	544,743,131	577,488,533
Total assets	7,069,344,200	25,544,528,361	266,676,495	16,996,467,864	49,877,016,920
LIABILITIES					
Payables for securities purchased	-	-	-	64,738,022	64,738,022
Investment and administrative expenses payable	-	-	-	22,160,297	22,160,297
Other liabilities	25,669,544	98,265,511	1,323,346	164,727,397	289,985,798
Total liabilities	25,669,544	98,265,511	1,323,346	251,625,716	376,884,117
NET ASSETS	\$ 7,043,674,656	\$ 25,446,262,850	\$ 265,353,149	\$ 16,744,842,148	\$ 49,500,132,803

*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.

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Level 3 activity – A summary of purchases, issuances and transfers of the Master Trust's Level 3 financial assets and liabilities 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	\$ -	\$ -
Mortgage-backed and asset-backed securities	71,178,548	19,923,842	(37,605,743)
Municipal bonds	-	-	(26,814,579)
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)
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 \$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.

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Notes to Financial Statements

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 Bonds						
Other	\$ 48,718,142	Matrix Pricing	Yield %	4.93	8.79	5.66
Mortgage-backed and asset-backed 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	11.36	8.43
			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	\$ 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; SCR: Seasonal Credit Risk

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2022						
	Level 3 Total	Valuation Technique	Assumptions*	Minimum	Maximum	Weighted Average
Corporate Bonds						
Other	\$ 24,536,636	Matrix Pricing	Yield %	5.34	10.38	7.21
Mortgage-backed and asset-backed 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	\$ 164,033,446					

* 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: Seasonal Credit Risk

Other financial instruments – The Master Trust and the Plan 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 Plan's financial statements due to the short maturity of the instruments.

Note 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.

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Notes to Financial Statements

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, weekly, 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 will 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>

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>

Continental Graphics Employee Pension Plan

Notes to Financial Statements

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 60 days	\$ 416,322,013	\$ -	\$ 848,027,411	\$ -
Quarterly	From 30 up to 180 days	2,056,931,755	-	2,021,308,647	-
Semiannually	From 45 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>

Note 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 instruments 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.

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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 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.

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Notes to Financial Statements

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	\$ 83,345,749	\$ 45,897,220	\$ 130,852	\$ 397,181	\$ 790,411	\$ 3,985,592	\$ 134,547,005
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	\$ 32,610,319	\$ 3,249,705	\$ 2,171,260	\$ 216,895	\$ 1,019,545	\$ 567,447	\$ 39,835,171
2022							
Assets							
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	\$ 29,961,624	\$ 19,915,141	\$ 669,130	\$ 10,367,246	\$ 3,692,203	\$ 3,625,170	\$ 68,230,514
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	\$ 98,720,336	\$ 5,416,981	\$ 5,542,872	\$ 4,241,424	\$ 7,255,029	\$ 4,081,759	\$ 125,258,401

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Notes to Financial Statements

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:

	Interest Rate	Credit	Foreign Currency	Equity	Commodity	Future Settlement	Total
2023							
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 (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							
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 (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>

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.

	Interest Rate	Credit	Foreign Currency	Equity	Commodity	Future Settlement	Total
2023							
Net gains							
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 forwards and TBAs	-	-	-	-	-	143,617,341	143,617,341
Total net gains	<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							
Net gains							
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 forwards and TBAs	-	-	-	-	-	106,629,844	106,629,844
Total net gains	<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, 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 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).

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For exchange-traded derivatives, such as futures and options, and cleared swaps, the Master Trust is exposed to the credit risk of the relevant exchange or clearinghouse in the event the clearinghouse ailed and went bankrupt.

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 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 \$1,597,203 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.

Note 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 JPM, the Trustee for the Master Trust and the Plan; 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 Boeing, with fair value of \$1,781,600,966 and a cost basis of \$1,677,505,115. The common stock of Boeing 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.

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Notes to Financial Statements

The EBIC has delegated exclusive authority for management and disposition of the common stock of Boeing 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.

Note 9 – Information Certified by the Trustee

The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, JPM, the Trustee for the Master Trust and the Plan, has certified to the completeness and accuracy of the following:

- Investments reflected on the accompanying statements of net assets available for benefits as of December 31, 2023 and 2022
- Investment income (loss) reflected on the accompanying statements of changes in net assets available for benefits for the years ended December 31, 2023 and 2022

Note 10 – Tax Status

The Plan received a determination letter dated November 4, 2015, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable sections of the IRC. The Plan has been amended since receiving the determination letter. The Plan administrator believes that the Plan is designed and currently being operated in compliance with the applicable requirements of the IRC. Therefore, the Plan administrator believes the Plan's tax-exempt status has not been affected, and no provision for income taxes has been included in the Plan's financial statements.

SCHEDULE SB ATTACHMENTS

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

Attained Age	Attained Years of Credited Service ¹										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	1	0	0	0	0	0	0	0	0	1
40-44	1	0	4	7	1	0	0	0	0	0	13
45-49	1	3	2	18	21	2	0	0	0	0	47
50-54	0	0	5	15	34	11	3	0	0	0	68
55-59	0	5	3	13	32	22	9	0	0	0	84
60-64	0	2	3	11	23	15	23	4	0	0	81
65-69	0	0	3	10	6	1	4	0	1	0	25
70 & over	0	1	1	0	4	1	1	0	0	0	8
Total	2	12	21	74	121	52	40	4	1	0	327

¹ Age and service for purposes of determining category are based on exact (not rounded) values.

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SCHEDULE SB ATTACHMENTS

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	5.30%	3.28%
Lump sum conversion interest rate	Valuation segment rates	Valuation segment rates

Annual rates of increase

Salary increase	
Future Social Security wage bases	N/A
Statutory limits on compensation	N/A

Assumed earnings rate on investments 5.92%¹

Plan related 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 \$690,000 for 2023 and is \$680,000 for 2022. The plan sponsor pays administrative expenses directly from the trust.

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

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** N/A
- **Lump Sum Conversion** The applicable 417(e) mortality table.

Termination

Rates varying by age: Rates are 0.00% when eligible to retire.

Percentage leaving during the year

Sample Age	Rates
20	18.2%
25	17.2%
30	16.2%
35	14.9%
40	13.1%
45	10.8%
50	7.9%

Retirement

Rates varying by age, average age 64.

Percentage retiring during the year

Age	Rate
55-64	5%
65	50%
66-69	25%
70	100%

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SCHEDULE SB ATTACHMENTS

Benefit

commencement date:

- Preretirement death benefit The later of the 1st of month after participant's death or the date the participant would have attained age 55 and 5 years of vesting service.
- Deferred vested benefit The later of age 65 or termination of employment
- Retirement benefit Upon termination of employment

Form of payment

70% of active and terminated vested participants are assumed to elect a lump sum form of payment under the plan when eligible.

Calculation of Lump Sum: Lump sums were valued using the substitution of annuity form under IRS Regulation §1.430(d)-1(f)(4) without application of generational mortality.

The remaining 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 75% survivor annuity 90% of the time.
- Female married participants: single life annuity 25% of the time, a joint and 75% survivor annuity 75% of the time.

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 75% survivor annuity 60% of the time.
- Female married participants: single life annuity 50% of the time, a joint and 75% survivor annuity 50% of the time.

Percent married

80% of males, 60% of females

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SCHEDULE SB ATTACHMENTS

Spouse age/gender Spouse of male employees assumed to be two years younger, spouse of female employees assumed to be two years older. Assume opposite gender.

Timing of benefit payments Annuity payments are payable monthly at the beginning of the month. Lump sum payments are payable on the assumed date of decrement for retirements from active status or return of employee contributions. Deferred vested lump sum payments are payable at age 65.

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 for determining minimum required contributions Average of the market value of assets on the valuation date and the preceding two valuation dates, adjusted for contributions, benefits, administrative expenses and expected return (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of the market value on the valuation date, including contributions receivable (discounted using the effective interest rate for the prior plan year).

Plan Name: Continental Graphics Employee Pension Plan
EIN / PN: 91-0425694/003
Plan Sponsor: The Boeing Co. and Consolidated Subsidiaries
Valuation Date: January 1, 2023

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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.

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.

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 and other information were reviewed for reasonableness and consistency, but no audit was performed. Based on discussions with the plan sponsor, 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.

Plan Name:	Continental Graphics Employee Pension Plan
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Plan-related 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.
Assumed return 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	N/A.
Termination	Termination rates were selected by a prior actuary. Based on discussion with the plan sponsor and review of three years of actuarial reports from the prior actuary, these rates are reasonable.
Retirement	Retirement rates were based on an experience study conducted in 2021, with annual consideration of whether any conditions changed that would be expected to produce different results in the future. The analysis of historical rates of retirement from active employment was presented in the experience study delivered to Boeing on September 2, 2021.
Benefit commencement date for deferred benefits:	Deferred vested participants' assumed commencement age is a single age intended to capture the average age at commencement. The assumed age was selected by the prior

Plan Name:	Continental Graphics Employee Pension Plan
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actuary and based on discussion with the plan sponsor and review of three years of actuarial reports from the prior actuary, the age is reasonable.

Form of payment

The lump sum election assumption is based on the plan's 2016 - 2020 lump sum experience for this population and reflects expected future experience. The analysis of historical lump sum elections for active 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.

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 mortality used to convert annuities to lump sums was changed to the applicable table required for the 2023 plan year.

Plan Name: Continental Graphics Employee Pension Plan
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SCHEDULE SB ATTACHMENTS

IRS 2023 Prescribed Preretirement and Postretirement Mortality Tables

Exhibit B

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%

Plan Name: Continental Graphics Employee Pension Plan
 EIN / PN: 91-0425694/003
 Plan Sponsor: The Boeing Co. 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 CONTINENTAL GRAPHICS EMPLOYEE PENSION PLAN	B Three-digit plan number (PN) ▶ 003
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	66,268,699
b Actuarial value		2b	72,895,569
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	204	15,887,496	15,887,496
b For terminated vested participants.....	267	13,317,756	13,317,756
c For active participants.....	327	39,855,763	39,997,768
d Total	798	69,061,015	69,203,020
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	5.30%
6 Target normal cost			
a Present value of current plan year accruals.....		6a	0
b Expected plan-related expenses		6b	690,000
c Target normal cost.....		6c	690,000

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		7/19/2024
Signature of actuary		Date
Christopher R Anderson		2308658
Type or print name of actuary		Most recent enrollment number
Willis Towers Watson US LLC		206-625-1125
Firm name		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 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 64
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	690,000	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	1,993,787	182,592	
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	872,592	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	872,592	872,592
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 Co. and Consolidated Subsidiaries
EIN/PN	91-0425694/003
Plan Name	Continental Graphics Employee Pension Plan
Valuation Date	January 1, 2023
Enrolled Actuary	Christopher R. Anderson
Enrollment Number	23-08658

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

Method Used to Calculate the Plan's Weighted Average Retirement Age

For each active participant, an expected retirement age was calculated, weighted in proportion to the probability that the individual would remain an active participant to each age and then retire at that age.

The plan's weighted average retirement age is 64.

Age	Combined Rate of Retirement	Assumed Number Eligible	Number of Retirements	Age X Number Retiring
55	5%	10,000	500	27,500
56	5%	9,500	475	26,600
57	5%	9,025	451	25,707
58	5%	8,574	429	24,882
59	5%	8,145	407	24,013
60	5%	7,738	387	23,220
61	5%	7,351	368	22,448
62	5%	6,983	349	21,638
63	5%	6,634	332	20,916
64	5%	6,302	315	20,160
65	50%	5,987	2,994	194,610
66	25%	2,993	748	49,368
67	25%	2,245	561	37,587
68	25%	1,684	421	28,628
69	25%	1,263	316	21,804
70	100%	947	947	66,290
			10,000	635,371
				÷
				10,000
				64

Plan Name: Continental Graphics Employee Pension Plan
EIN / PN: 91-0425694/003
Plan Sponsor: The Boeing Co. 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	4,775,928	3,612,763	1,492,989	9,881,680
2024	2,739,047	1,514,591	1,461,529	5,715,167
2025	3,723,401	878,514	1,428,132	6,030,047
2026	3,389,351	877,496	1,392,816	5,659,663
2027	3,104,310	1,097,841	1,355,600	5,557,751
2028	3,257,875	676,424	1,316,484	5,250,783
2029	3,239,506	750,391	1,275,039	5,264,936
2030	3,093,798	741,574	1,231,289	5,066,661
2031	2,637,173	883,169	1,185,906	4,706,248
2032	2,590,358	734,768	1,138,797	4,463,923
2033	2,469,467	706,771	1,089,722	4,265,960
2034	2,539,165	670,668	1,038,721	4,248,554
2035	2,195,458	464,292	985,892	3,645,642
2036	2,184,042	471,635	931,410	3,587,087
2037	1,997,229	493,769	875,533	3,366,531
2038	1,985,897	650,087	818,596	3,454,580
2039	1,918,641	409,168	761,004	3,088,813
2040	1,669,754	311,297	703,216	2,684,267
2041	1,755,951	468,914	645,711	2,870,576
2042	1,784,010	317,098	588,993	2,690,101
2043	1,456,203	377,290	533,562	2,367,055
2044	1,302,165	279,737	479,888	2,061,790
2045	1,215,053	267,458	428,410	1,910,921
2046	1,223,606	290,317	379,511	1,893,434
2047	1,047,808	295,870	333,515	1,677,193
2048	956,036	230,052	290,693	1,476,781
2049	896,010	215,541	251,258	1,362,809
2050	845,754	200,711	215,343	1,261,808
2051	796,699	185,702	183,006	1,165,407

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Plan Year	Active Participants	Terminated Vested Participants	Retired Participants and Beneficiaries Receiving Payments	Total
2052	738,883	170,671	154,219	1,063,773
2053	687,140	155,781	128,877	971,798
2054	634,702	141,195	106,818	882,715
2055	582,421	127,064	87,835	797,320
2056	530,754	113,519	71,690	715,963
2057	480,272	100,675	58,121	639,068
2058	431,496	88,623	46,851	566,970
2059	384,881	77,433	37,601	499,915
2060	340,800	67,150	30,095	438,045
2061	299,536	57,796	24,065	381,397
2062	261,285	49,370	19,267	329,922
2063	226,160	41,853	15,483	283,496
2064	194,200	35,206	12,519	241,925
2065	165,381	29,380	10,209	204,970
2066	139,622	24,321	8,412	172,355
2067	116,803	19,965	7,008	143,776
2068	96,769	16,250	5,901	118,920
2069	79,345	13,110	5,014	97,469
2070	64,343	10,482	4,288	79,113
2071	51,564	8,302	3,680	63,546
2072	40,807	6,512	3,159	50,478

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Report of Independent Auditors

The Plan Administrator
Continental Graphics Employee Pension Plan

Report on the Audit of the Financial Statements

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit

We have performed audits of the financial statements of the Continental Graphics Employee Pension Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 and 2022, and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Continental Graphics Employee Pension Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the years then ended, stating that the certified investment information, as described in Note 9 to the financial statements, is complete and accurate.

Opinion

In our opinion, based on our audits and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the Financial Statements section:

- the amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (GAAP).
- the information in the accompanying financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

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 Continental Graphics Employee Pension Plan 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 ERISA Section 103(a)(3)(C) 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 GAAP, 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. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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 Continental Graphics Employee Pension Plan's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the plan, and determining that the plan's transactions that are presented and disclosed in the financial statements are in conformity with the plan's 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

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, 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 audit.
- 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 audit 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 Continental Graphics Employee Pension Plan's 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 of the Continental Graphics Employee Pension Plan's ability to continue as a going concern for a reasonable period of time.

Our audits did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with GAAP.

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

A handwritten signature in cursive script that reads "Moss Adams LLP".

Albuquerque, New Mexico
October 4, 2024

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Plan Provisions

The plan was restated effective July 1, 2023.

Covered employees	The plan covers all employees of Continental Graphics Corporation who were hired prior to January 1, 2006, excluding leased or contracted employees
Participation date	An Eligible Employee scheduled to work 35 or more hours per week will be eligible for participation on the date on which he has attained age 21 and has completed 90 consecutive calendar days of employment. Other Employees will be eligible for participation following completion of 1,000 hours of service in a 12 consecutive month period. Participation is effective as of the first day of the month coinciding with or next following the date the Employee became eligible for participation
Plan freeze	Effective on and after January 1, 2016, no Participant shall accrue additional benefits under the Plan.

Definitions

Vesting service	The period beginning on the Employee's employment commencement date and ending on the applicable severance from service date. Vesting Service includes service while on unpaid leave of absence for certain purposes. Vesting Service is the aggregate of years and completed months. All benefits accrued through December 31, 2015 are fully vested.
Benefit service	Vesting Service, except excluding periods of service from Employment Commencement to Participation Date for employees hired on or after October 1, 1976 and excluding Service during which the Employee does not make the required Participant Contributions. Benefit Service is the aggregate of years and completed months.
Compensation	All remuneration for services performed by the Employee for the Company subject to Federal Income Tax withholding: including salary deferral reductions, excluding income for auto allowance, company paid life insurance and severance pay. Please refer to the Plan Document for further details. No Compensation earned after December 31, 2015 will be used in determining accrued benefits.

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Final Average Compensation	The average annual compensation for any five (5) consecutive calendar years that produce the highest average annual compensation, but not less than the average of the 60 consecutive full calendar months of Benefit Service immediately preceding the date the participant terminates. If a participant has less than 60 full months of Benefit Service, then his Final Average Compensation is the monthly average of Compensation during the total, full Calendar months of his Benefit Service.
Covered Compensation	The average of the Social Security Taxable Wage Bases over the 35-year period ending with the calendar year a member attains his Social Security Normal Retirement Age.
Normal retirement date (NRD)	The first of the month coincident with or next following attainment of age 65
Annual Accrued Benefit for Continental Graphics Plan Participants	1.0% times Final Average Compensation not in excess of Covered Compensation times Benefit Service, plus 1.75% of Final Average Compensation in excess of Covered Compensation times Benefit Service. All benefits accrued through December 31, 2015 are fully vested.

Eligibility for Benefits

Normal retirement	Retirement on NRD
Early retirement	Retirement before NRD and on or after-both attaining age 55 and completing 5 years of vesting service
Postponed retirement	Retirement after NRD
Deferred vested termination	Disability or termination for reasons other than death or retirement after completing five years of vesting service
Preretirement death	Death prior to receipt of benefits, with a vested benefit

Benefits Paid Upon the Following Events

Normal retirement	The annual accrued benefit determined as of NRD
Early retirement for Continental Graphics Plan participants	The annual accrued benefit determined as of the early retirement benefit, reduced 1/15th for each of the first five years and 1/30th for each of the next five years for each year of payment before age 65

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Early retirement for Printing Plan participants The accrued benefit multiplied by the following percentages based on the retirement age:

Retirement Age	Reduction Factor
55	50.0%
56	53.3%
57	57.6%
58	61.5%
59	65.3%
60	69.2%
61	73.3%
62	80.0%
63	86.7%
64	93.3%
65	100.0%

Postponed retirement The greater of a) annual accrued benefit determined as of the actual retirement date and b) the annual accrued benefit at NRD, actuarially increased to actual retirement date

Deferred vested termination The annual accrued benefit determined as of the termination date. Participants who terminate non-vested are entitled to receive a return of their employee contributions with interest.

Preretirement Death The surviving spouse or domestic partner of a participant who dies after becoming eligible for early retirement is entitled to the benefit calculated as if participant retired on the day before death and began to receive benefit as a Qualified Joint and Survivor Annuity (QJSA) commencing on 1st of month after participant's death. If participant dies before becoming eligible for early retirement, the surviving spouse or domestic partner is entitled to the benefit calculated as if participant terminated on date of death (or actual date of termination if earlier), survived to age 55, began to receive benefit as a QJSA starting at age 55 and died on day after age 55

Other Plan Provisions

Forms of payment Preretirement death benefits are payable only as described above. Annual accrued benefits are paid as described above as 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 a 50% joint and survivor annuity option or, if the participant elects and the spouse consents, another actuarially equivalent optional form offered by the plan. Optional forms are:

- 75% or 100% joint and survivor annuity
- Ten-year certain and life annuity,

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- Life annuity (for married participants)
- Five-year certain and life annuity (available only for Printing Plan participants)
- Partial lump sum and lump sum options are available only for Continental Graphics Plan participants.

Pension Increases

None

Actuarial Equivalence

Lump Sum calculations are based on 30-year Treasury rates using a look-back month of November preceding the plan year during which lump sum is paid. The mortality table defined in section 415(b)(2)(E) of the Code. Otherwise, Actuarial Equivalence is based on a 7% interest rate and the following mortality:

- 1971 Group Annuity Mortality Table with a unisex blend of 75% Male and 25% Female for Continental Graphics Plan participants
- 1984 Unisex Pension Mortality Table for Males for Printing Plan participants.

Plan participants' contributions

Prior to January 1, 2016, active participants made mandatory contributions to the pension plan.

Maximum limits on benefits and pay

All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code

Future Plan Changes

Willis Towers Watson is not aware of any future plan changes that are required to be reflected.

Changes in Benefits Valued Since Prior Year

The plan was restated effective July 1, 2022. There is no impact to the valuation for this restatement.

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

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Schedule SB, Line 32
Schedule of Amortization Bases
as of January 1, 2023

Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
Shortfall	01/01/2023	1,993,787	15.00000	1,993,787	182,592
Total				1,993,787	182,592

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