
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

SCHEDULE 14A
(Rule 14a-101)

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

THE BOEING COMPANY

(Name of registrant as specified in its charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
-
-

Your Vote Counts!

THE BOEING COMPANY

2023 Annual Meeting

Vote by April 17, 2023 11:59 PM ET. For shares held in The Boeing Company 401(k) Plan, vote by April 10, 2023 11:59 PM ET.



THE BOEING COMPANY
929 LONG BRIDGE DRIVE
ARLINGTON, VA 22202



D96057-P85801-Z84246-Z84247

You invested in THE BOEING COMPANY and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting of Shareholders. **This is an important notice regarding the availability of proxy materials for the shareholder meeting to be held on April 18, 2023.**

Get informed before you vote

View the Notice of The Boeing Company's 2023 Annual Meeting of Shareholders, Proxy Statement and the 2022 Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 4, 2023. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.

Requests, instructions and other inquiries sent to this email address will NOT be forwarded to your investment advisor.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here to vote without entering the Control #



Vote Virtually at the Meeting*

April 18, 2023

11:00 A.M. ET

You must have the Control # from the box above to attend and vote at the Annual Meeting.

www.virtualshareholdermeeting.com/BA2023

Before the meeting: Go to www.ProxyVote.com or scan the QR Barcode above using your smartphone. Have the 16 digit control number that is printed in the box above and follow the instructions.

* Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors Nominees:	
1a. Robert A. Bradway	✔ For
1b. David L. Calhoun	✔ For
1c. Lynne M. Doughtie	✔ For
1d. David L. Gitlin	✔ For
1e. Lynn J. Good	✔ For
1f. Stayce D. Harris	✔ For
1g. Akhil Johri	✔ For
1h. David L. Joyce	✔ For
1i. Lawrence W. Kellner	✔ For
1j. Steven M. Mollenkopf	✔ For
1k. John M. Richardson	✔ For
1l. Sabrina Soussan	✔ For
1m. Ronald A. Williams	✔ For
2. Approve, on an Advisory Basis, Named Executive Officer Compensation.	✔ For
3. Approve, on an Advisory Basis, the Frequency of Future Advisory Votes on Named Executive Officer Compensation.	① For
4. Approve The Boeing Company 2023 Incentive Stock Plan.	✔ For
5. Ratify the Appointment of Deloitte & Touche LLP as Independent Auditor for 2023.	✔ For
6. China Report.	✘ Against
7. Report on Lobbying Activities.	✘ Against
8. Report on Climate Lobbying.	✘ Against
9. Pay Equity Disclosure.	✘ Against

NOTE: In their discretion, the proxies are authorized to vote on such other matters that may properly come before the 2023 Annual Meeting of Shareholders or any other adjournment or postponement thereof.

Your Vote Counts!

THE BOEING COMPANY

2023 Annual Meeting
Vote by April 17, 2023
11:59 PM ET



D96059-P83996

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Get informed before you vote

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April 18, 2023

11:00 A.M. ET

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www.virtualshareholdermeeting.com/BA2023

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6. China Report.	✘ Against
7. Report on Lobbying Activities.	✘ Against
8. Report on Climate Lobbying.	✘ Against
9. Pay Equity Disclosure.	✘ Against

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

D96060-P83996