



The Boeing Company Code of Ethical Business Conduct for Members of the Board of Directors

As Affirmed June 7, 2023

The Board of Directors (the "Board") of The Boeing Company (the "Company") has adopted the following Code of Ethical Business Conduct for Members of the Board of Directors.

and deal with ethical issues, enhance existing mechanisms to continue the reporting of unethical conduct, and help to continue to foster and sustain a culture of honesty and accountability. Each Director must comply with the letter and spirit of this Code. Only the Board, based upon the recommendation of the Governance & Public Policy Committee, may grant a waiver of this Code and any such waiver shall be promptly disclosed.

Directors who also serve as officers of the Company should read this Code in conjunction with the Company's Ethical Business Conduct Guidelines.

No code or policy can anticipate every situation that may arise. Accordingly, this Code is intended to serve as a source of guiding principles. Directors are encouraged to bring questions about particular circumstances that may implicate one or more provisions of this Code to the attention of the Chair of the Board or the Chair of the Governance & Public Policy Committee, each of whom may consult with inside or outside legal counsel as appropriate.

Conflicts of Interest

A Director shall not have any financial or other interest that conflicts with the best interests of the Company or its shareholders.

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receives improper personal benefits as a result of his or her position as a Director

This Code does not attempt to describe all possible conflicts of interest that could develop. Some of the more common conflicts from which Directors must refrain, however, are set out below.

Relationship of Company with Third Parties

Directors may not engage in any conduct or activities (other than in connection with Board consideration of a prospective business or contractual relationship wherein a Director is carrying out his or her fiduciary responsibilities) that impair the Company relationship with any person or entity with which the Company has or proposes to enter into a business or contractual relationship.

Compensation

Nonemployee Directors may not accept compensation from the Company for services performed for the Company other than compensation associated with their activities as a Director unless such compensation is approved in advance by the Chair of the Governance & Public Policy Committee.

Gifts

position as a Director, including all proceedings, deliberations and materials of the Board and its committees. In the event of any improper disclosure by a Director, such Director will promptly notify the Company's Chief Legal Officer.