

The Boeing Company Director Independence Standards

As Affirmed June 25, 2024

The Board of Directors (the “Board”) of The Boeing Company (the “Company”) has determined that at least 75% of the members of the Board shall be independent. The Board has adopted the standards set forth below to assist it in assessing director independence. These standards are designed to supplement and be applied together with the corporate governance standards of the New York Stock Exchange (“NYSE”).

A director is considered “independent” if the Board makes an affirmative determination, after consideration of all relevant facts and circumstances, that the director has no material relationship with the Company other than as a director, either directly or as a partner, shareholder or executive officer of another entity that has a relationship with the Company.

A director will not be considered to be “independent” if:

- a) the director is, or within the last three years has been, an employee of the Company;
- b) an immediate family member of the director is, or within the last three years has been, an executive officer of the Company; a) (so long as such compensation is not contingent in any way on continued service) or (2) compensation received by an immediate family member for service as an employee (other than an executive officer);
- h) the director or an immediate family member of the director is, or within the last three years has been, an executive officer of another company where any of the Company’s current executive officers serve or served on that company’s compensation committee; or
- i) the

In addition, the Board has determined that the following relationships are not considered to be material and would not impair a director's independence, unless they otherwise conflict with the listing standards of the NYSE or any other applicable legal or regulatory restriction:

- a) the employment or affiliation of a director or an immediate family member of a director with an organization that has purchased property or services from the Company, or provided property or services to the Company, if (i) payments for such property or services have not exceeded the greater of \$1 million or 1% of either entity's consolidated gross revenues in each of the past three fiscal years and (ii) the director or an immediate family member of the director is not compensated directly or indirectly as a result of this relationship other than that the payments add to the revenue of either entity ; or
- b) the employment or affiliation of a director or an immediate family member of a director with a tax-exempt or charitable organization