

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name The Boeing Company		2 Issuer's employer identification number (EIN) 91-0425694	
3 Name of contact for additional information Natalie Rorem	4 Telephone No. of contact	5 Email address of contact	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 100 North Riverside Plaza		7 City, town, or post office, state, and ZIP code of contact Chicago, IL 60606	
8 Date of action December 8, 2025		9 Classification and description Common Shares	
10 CUSIP number 097023105	11 Serial number(s)	12 Ticker symbol BA	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► Please see attachment.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► Please see attachment.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► Please see attachment.

Part II **Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► Please see attachment.

18 Can any resulting loss be recognized? ► Please see attachment.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► Please see attachment.

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.				
	Signature ► <u>Natalie N Rorem</u>		Date ► <u>12/17/2025</u>		
Paid Preparer Use Only	Print your name ► <u>Natalie Rorem</u>		Title ► <u>Vice President, Tax</u>		
	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►			Firm's EIN ►	
	Firm's address ►			Phone no.	

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

The Boeing Company

EIN: 91-0425694

Attachment to Form 8937

Report of Organizational Actions Affecting Basis of Securities

The information contained herein is provided pursuant to the requirements of section 6045B of the Internal Revenue Code of 1986, as amended (the “**Code**”), and includes a general summary of certain U.S. federal income tax laws and regulations that are relevant for purposes of determining the effect of the Merger (as defined below) on the tax basis of the shares of common stock of the Boeing Company, a Delaware corporation (the “**Company**”), received by shareholders of Spirit AeroSystems Holdings, Inc., a Delaware corporation (“**Spirit**”), in exchange for their shares of Class A common stock in Spirit (“**Spirit Shares**”) in connection with the Merger.

The information contained herein does not constitute tax advice, nor does it purport to be complete or to describe the consequences of the Merger to particular categories of shareholders. The information provided below is illustrative only and is being provided pursuant to section 6045B of the Code and as a convenience to shareholders and their tax advisors for purposes of establishing their specific tax positions. Shareholders should consult their own tax advisors regarding the specific consequences of the Merger, including the applicability and effect of all U.S. federal, state, local, and foreign tax laws.

Item 14 – Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action.

On December 8, 2025 (the “**Merger Date**”), the Company caused Sphere Acquisition Corp., a Delaware corporation and wholly owned subsidiary of the Company (“**Merger Sub**”) to merge with and into Spirit in accordance with Delaware law, with Spirit surviving as a wholly owned subsidiary of the Company (the “**Merger**”). By operation of Delaware law and in connection with the Merger, all of the Spirit Shares held by Spirit shareholders (other than any Spirit Shares owned by the Company, Merger Sub or any other wholly owned subsidiary of the Company or any wholly owned subsidiary of Spirit) were cancelled and converted into the right to receive a number of common shares of the Company equal to 0.1955 shares of Boeing common stock per share of Spirit common stock (“**New Company Shares**”).

No fractional shares of Company common stock (“**Fractional Shares**”) were issued; instead, cash was paid to Spirit shareholders in lieu of Fractional Shares.

Item 15 – Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.

The Company intends for the Merger to qualify as a tax-free reorganization under section 368(a)(1)(B) of the Code for U.S. federal income tax purposes. Accordingly, each legacy Spirit shareholder should therefore have an aggregate tax basis in the New Company Shares received equal to their aggregate tax basis in the Spirit Shares transferred under section 358(a)(1) of the Code.

Item 16 – Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.

As described above with respect to Item 15, unless otherwise required to recognize gain in connection with the Merger, any Spirit shareholder that receives New Company Shares in exchange for their Spirit Shares pursuant to the Merger should have an aggregate tax basis in the New Company Shares received in the Merger equal to the aggregate adjusted tax basis of such Spirit shareholder immediately prior to the Merger in its Spirit Shares transferred to the Company in the Merger. To the extent that any Spirit shareholders recognize gain on the exchange of their Spirit Shares for New Company Shares pursuant to the Merger (including upon receipt of cash in lieu of Fractional Shares), the fair market value basis of the New Company Shares is determined using the trading price of those shares on the date of the Merger. For cash received in lieu of Fractional Shares, Spirit shareholders will generally recognize gain or loss equal to the

difference between the amount of cash received in lieu of Fractional Shares and the shareholder's tax basis in the Fractional Share.

Item 17 – List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

Code sections 354(a)(1), 358(a)(1), 368(a)(1)(B), and section 1223(1).

Item 18 – Can any resulting loss be recognized?

No loss should be recognized because the Company intends for the Merger to qualify as a tax-free reorganization under section 368(a)(1)(B) of the Code for U.S. federal income tax purposes.

However, as described above in Item 16, a legacy Spirit shareholder who receives cash in lieu of Fractional Shares will generally recognize gain or loss based on the difference between the amount of cash received and the shareholder's adjusted tax basis that would have been allocated to such Fractional Share.

Item 19 – Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The IRS has provided the Company with a private letter ruling confirming that the Merger will qualify as a "reorganization" within the meaning of section 368(a) of the Code. Accordingly, other than with respect to cash received in lieu of Fractional Shares, the Merger will be treated as a non-taxable event for Spirit shareholders. As noted above, the Merger was effective on the Merger Date. Therefore, each legacy Spirit shareholder's adjustment to basis should be taken into account in each respective shareholder's tax year that includes the Merger Date.