

# Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

## Part I Reporting Issuer

<b>1</b> Issuer's name		<b>2</b> Issuer's employer identification number (EIN)	
<a href="#">The Boeing Company</a>		91-0425694	
<b>3</b> Name of contact for additional information	<b>4</b> Telephone No. of contact	<b>5</b> Email address of contact	
<a href="#">Natalie Rorem</a>			
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact		<b>7</b> City, town, or post office, state, and ZIP code of contact	
<a href="#">100 North Riverside Plaza</a>		<a href="#">Chicago, IL 60606</a>	
<b>8</b> Date of action		<b>9</b> Classification and description	
<a href="#">1/15/2025, 4/15/2025, 7/15/2025, 10/15/2025</a>		<a href="#">6.00% Series A Mandatory Convertible Preferred Stock</a>	
<b>10</b> CUSIP number	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol	<b>13</b> Account number(s)
<a href="#">097023303</a>		<a href="#">BA.PRA</a>	

## 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.](#)

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**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.](#)

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**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.](#)

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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.](#)

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.

Natalie N Brown

Date ► 2/13/2026

Print your name ► Natalie Rorem

Title ► Vice President, Tax

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Print/Type preparer's name

Preparer's signature

Date
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Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no.	
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**The Boeing Company**

**EIN: 91-0425694**

**Attachment to Form 8937**

**Report of Organizational Actions Affecting Basis of Securities**

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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 a dividend paid in cash on the tax basis of the depositary shares, each of which represents a 1/20<sup>th</sup> interest in a share of 6.00% Series A Mandatory Convertible Preferred Stock, \$1.00 par value per share, (“convertible preferred stock”) of The Boeing Company, a Delaware corporation (the “Company”), received by holders of convertible preferred stock (“shareholders”).

The information contained herein does not constitute tax advice, nor does it purport to be complete or to describe the consequences of the dividend 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 any dividend, 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 January 15, 2025, the Company paid a quarterly distribution of \$0.625 per depositary share to its shareholders of record as of January 1, 2025. On April 15, July 15, and October 15, 2025, the Company paid a quarterly distribution of \$0.75 per depositary share to its shareholders of record as of April 1, July 1, and October 1, 2025, respectively.

**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 character of a distribution as either a dividend or a return of capital for U.S. federal income tax purposes depends on the Company’s earnings and profits. Based on the Company’s current and accumulated earnings and profits for 2025, 100% of each quarterly distribution paid on January 15, April 15, July 15, and October 15, 2025 represents a nontaxable return of capital and shareholders should reduce the basis in their stock accordingly.

**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.**

The Company’s computation of earnings and profits for the 2025 year was completed in February 2026. When comparing the computation of earnings and profits to total distributions paid by the Company, it was determined that 100% of the distributions to its shareholders made in 2025 were in excess of current and accumulated earnings and profits and thus a return of capital. Accordingly, the Company anticipates that shareholders will decrease their tax basis in each share of convertible preferred stock based on the amount of distributions received with respect to such stock in 2025.

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

Code sections 301, 312, and 316.

**Item 18 – Can any resulting loss be recognized?**

N/A.

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

Shareholders should consult their own tax advisors to determine the income tax consequences of their specific situation. This form is being provided for informational purposes only and not as legal, tax, or other advice.