BOEING CO
Form FWP
October 29, 2014

Filed Pursuant to Rule 433 under the Securities Act of 1933

Registration Statement No. 333-179808

Issuer Free Writing Prospectus, dated October 28, 2014

$250,000,000 Floating Rate Senior Notes due 2017

Summary of Final Terms

Dated October 28, 2014

Issuer	The Boeing Company
Principal Amount	$250,000,000
Trade Date	October 28, 2014
Settlement Date (T+3)	October 31, 2014
Maturity Date	October 30, 2017
Interest Rate Basis	3-month USD LIBOR
Spread to LIBOR	+12.5 bps
Coupon	3-month USD LIBOR plus 12.5 bps
Designated LIBOR Page	Reuters Screen LIBOR 01 Page
Price to Public[1]	100.000%
Gross Fee Spread	0.250%
Initial Interest Rate	3-month USD LIBOR as of two London Banking Days prior to the Issue Date plus 0.125% (12.5 basis points)
Interest Reset Dates	Each interest payment date
Interest Determination Dates	Second London Banking Day preceding the first day of the Interest Period
Day Count Convention	Actual/360
Interest Payment Dates	Quarterly on January 30, April 30, July 30 and October 30
First Interest Payment Date	January 30, 2015
CUSIP / ISIN	097023 BF1 / US097023BF19
Joint Book-Running Managers	Citigroup Global Markets Inc. Credit Suisse Securities (USA) LLC Goldman, Sachs & Co. BBVA Securities Inc. Credit Agricole Securities (USA) Inc.

SMBC Nikko Securities America, Inc.

Senior Co-Managers	Barclays Capital Inc.
	BNP Paribas Securities Corp.
	Deutsche Bank Securities Inc.
	J.P. Morgan Securities LLC
	Merrill Lynch, Pierce, Fenner & Smith Incorporated
	Mitsubishi UFJ Securities (USA), Inc.
	Mizuho Securities USA Inc.
	Morgan Stanley & Co. LLC
	RBS Securities Inc.
	Wells Fargo Securities, LLC

Notes:

1 Plus accrued interest, if any, from October 31, 2014.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by contacting Citigroup Global Markets Inc. toll-free at 1-800-831-9146, Credit Suisse Securities (USA) LLC toll-free at 1-800-221-1037 or Goldman, Sachs & Co. at 1-201-793-5170.

$300,000,000 2.350% Senior Notes due 2021

Summary of Final Terms

Dated October 28, 2014

Issuer	The Boeing Company
Principal Amount	$300,000,000
Trade Date	October 28, 2014
Settlement Date (T+3)	October 31, 2014
Maturity Date	October 30, 2021
Treasury Benchmark	2.125% due September 30, 2021
Treasury Price / Yield	101-04 / 1.950%
Spread to Treasury	+60 bps
Reoffer Yield	2.550%
Price to Public [1]	98.725%
Gross Fee Spread	0.400%
Coupon (Interest Rate)	2.350%
Interest Payment Dates	April 30 and October 30
First Interest Payment Date	April 30, 2015
Call Provision	MWC @ T + 10 bps
CUSIP / ISIN	097023 BG9 / US097023BG91
Joint Book-Running Managers	Citigroup Global Markets Inc.
	Merrill Lynch, Pierce, Fenner & Smith Incorporated
	Morgan Stanley & Co. LLC
	Barclays Capital Inc.
	Mitsubishi UFJ Securities (USA), Inc.
	Wells Fargo Securities, LLC
Senior Co-Managers	BBVA Securities Inc.
	BNP Paribas Securities Corp.
	Credit Agricole Securities (USA) Inc.
	Credit Suisse Securities (USA) LLC
	Deutsche Bank Securities Inc.

Goldman, Sachs & Co.

J.P. Morgan Securities LLC

Lloyds Securities Inc.

Mizuho Securities USA Inc.

RBC Capital Markets, LLC

RBS Securities Inc.

Santander Investment Securities Inc.

	SMBC Nikko Securities America, Inc.
	SG Americas Securities, LLC
	U.S. Bancorp Investments, Inc.
Co-Managers	ANZ Securities, Inc.
	Banca IMI S.p.A. [2]
	BNY Mellon Capital Markets, LLC
	Commerz Markets LLC
	Lebenthal & Co., LLC
	Loop Capital Markets LLC
	Standard Chartered Bank [2]
	SunTrust Robinson Humphrey, Inc.
	The Williams Capital Group, L.P.
Junior Co-Managers	CastleOak Securities, L.P.
	Divine Capital Markets LLC
	Goto Capital Markets, Inc.
	Muriel Siebert & Co., Inc.

Notes:

1 Plus accrued interest, if any, from October 31, 2014.

2 Neither Banca IMI S.p.A. nor Standard Chartered Bank will effect any offers or sales of any notes in the United States unless it is through one or more U.S. registered broker-dealers as permitted by the regulations of FINRA.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll-free at 1-800-831-9146, Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at 1-800-294-1322 or Morgan Stanley & Co. LLC toll-free at 1-866-603-5847.

$300,000,000 2.850% Senior Notes due 2024

Summary of Final Terms

Dated October 28, 2014

Issuer	The Boeing Company
Principal Amount	$300,000,000
Trade Date	October 28, 2014
Settlement Date (T+3)	October 31, 2014
Maturity Date	October 30, 2024
Treasury Benchmark	2.375% due August 15, 2024
Treasury Price / Yield	100-27 / 2.278%
Spread to Treasury	+75 bps
Reoffer Yield	3.028%
Price to Public [1]	98.474%
Gross Fee Spread	0.450%
Coupon (Interest Rate)	2.850%
Interest Payment Dates	April 30 and October 30
First Interest Payment Date	April 30, 2015
Call Provision	MWC @ T + 15 bps at any time prior to July 30, 2024 (three months prior to maturity); par call at any time on or after July 30, 2024
CUSIP / ISIN	097023 BH7 / US097023BH74
Joint Book-Running Managers	Citigroup Global Markets Inc.
	Deutsche Bank Securities Inc.
	J.P. Morgan Securities LLC
	BNP Paribas Securities Corp.
	Mizuho Securities USA Inc.
	RBS Securities Inc.
Senior Co-Managers	Barclays Capital Inc.
	BBVA Securities Inc.
	Credit Agricole Securities (USA) Inc.
	Credit Suisse Securities (USA) LLC
	Goldman, Sachs & Co.

Lloyds Securities Inc.

Merrill Lynch, Pierce, Fenner & Smith

Incorporated

Mitsubishi UFJ Securities (USA), Inc.

Morgan Stanley & Co. LLC

RBC Capital Markets, LLC

	Santander Investment Securities Inc.
	SMBC Nikko Securities America, Inc.
	SG Americas Securities, LLC
	U.S. Bancorp Investments, Inc.
	Wells Fargo Securities, LLC
Co-Managers	ANZ Securities, Inc.
	Banca IMI S.p.A. [2]
	BNY Mellon Capital Markets, LLC
	Commerz Markets LLC
	Lebenthal & Co., LLC
	Loop Capital Markets LLC
	Standard Chartered Bank [2]
	SunTrust Robinson Humphrey, Inc.
	The Williams Capital Group, L.P.
Junior Co-Managers	Blaylock Beal Van, LLC
	Drexel Hamilton, LLC
	Mischler Financial Group, Inc.
	Samuel A. Ramirez & Company, Inc.

Notes:

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