

BOEING CO  
Form FWP  
October 28, 2015

**Filed Pursuant to Rule 433 under the Securities Act of 1933**

**Registration Statement No. 333-202311**

**Issuer Free Writing Prospectus, dated October 27, 2015**

**\$350,000,000 1.65% Senior Notes due 2020**

*Summary of Final Terms*

*Dated October 27, 2015*

Issuer	The Boeing Company
Principal Amount	\$350,000,000
Trade Date	October 27, 2015
Settlement Date (T+2)	October 29, 2015
Maturity Date	October 30, 2020
Treasury Benchmark	1.375% due September 30, 2020
Treasury Price / Yield	100-03 / 1.355%
Spread to Treasury	+55 bps
Reoffer Yield	1.905%
Price to Public <sup>1</sup>	98.789%
Gross Fee Spread	0.350%
Coupon (Interest Rate)	1.65%
Interest Payment Dates	April 30 and October 30
First Interest Payment Date	April 30, 2016
Call Provision	MWC @ T + 10 bps at any time prior to September 30, 2020 (1 months prior to maturity); par call at any time on or after September 30, 2020
CUSIP / ISIN	097023 BM6 / US097023BM69
Joint Book-Running Managers	Goldman, Sachs & Co.  Merrill Lynch, Pierce, Fenner & Smith  Incorporated  Morgan Stanley & Co. LLC  BBVA Securities Inc.

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Mitsubishi UFJ Securities (USA), Inc.

RBC Capital Markets, LLC

Senior Co-Managers

Barclays Capital Inc.

BNP Paribas Securities Corp.

Citigroup Global Markets Inc.

	Credit Agricole Securities (USA) Inc.
	Deutsche Bank Securities Inc.
	J.P. Morgan Securities LLC
	Lloyds Securities Inc.
	Mizuho Securities USA Inc.
	Santander Investment Securities Inc.
	SG Americas Securities, LLC
	SMBC Nikko Securities America, Inc.
	U.S. Bancorp Investments, Inc.
	Wells Fargo Securities, LLC
Co-Managers	ANZ Securities, Inc.
	BNY Mellon Capital Markets, LLC
	Commerz Markets LLC
	Lebenthal & Co., LLC
	Loop Capital Markets LLC
	Standard Chartered Bank <sup>2</sup>
	SunTrust Robinson Humphrey, Inc.
	The Williams Capital Group, L.P.
Junior Co-Managers	Academy Securities, Inc.
	Drexel Hamilton, LLC
	Mischler Financial Group, Inc

Notes:

1 Plus accrued interest, if any, from October 29, 2015.

2 Standard Chartered Bank will not 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

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may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://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 Goldman, Sachs & Co. Prospectus Department, toll-free at 1-866-471-2526, 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.

**\$250,000,000 2.20% Senior Notes due 2022**

*Summary of Final Terms*

*Dated October 27, 2015*

Issuer	The Boeing Company
Principal Amount	\$250,000,000
Trade Date	October 27, 2015
Settlement Date (T+2)	October 29, 2015
Maturity Date	October 30, 2022
Treasury Benchmark	1.750% due September 30, 2022
Treasury Price / Yield	100-03 / 1.735%
Spread to Treasury	+70 bps
Reoffer Yield	2.435%
Price to Public <sup>1</sup>	98.495%
Gross Fee Spread	0.400%
Coupon (Interest Rate)	2.20%
Interest Payment Dates	April 30 and October 30
First Interest Payment Date	April 30, 2016
Call Provision	MWC @ T + 12.5 bps at any time prior to August 30, 2022 (2 months prior to maturity); par call at any time on or after August 30, 2022
CUSIP / ISIN	097023 BN4 / US097023BN43
Joint Book-Running Managers	Goldman, Sachs & Co. Citigroup Global Markets Inc. Deutsche Bank Securities Inc. BNP Paribas Securities Corp. Credit Agricole Securities (USA) Inc. Santander Investment Securities Inc.
Senior Co-Managers	Barclays Capital Inc. BBVA Securities Inc. J.P. Morgan Securities LLC

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Lloyds Securities Inc.

Merrill Lynch, Pierce, Fenner & Smith

Incorporated

Mitsubishi UFJ Securities (USA), Inc.

Mizuho Securities USA Inc.

Morgan Stanley & Co. LLC

RBC Capital Markets, LLC

	SG Americas Securities, LLC
	SMBC Nikko Securities America, Inc.
	U.S. Bancorp Investments, Inc.
	Wells Fargo Securities, LLC
Co-Managers	ANZ Securities, Inc.
	BNY Mellon Capital Markets, LLC
	Commerz Markets LLC
	Lebenthal & Co., LLC
	Loop Capital Markets LLC
	Standard Chartered Bank <sup>2</sup>
	SunTrust Robinson Humphrey, Inc.
	The Williams Capital Group, L.P.
Junior Co-Managers	Apto Partners, LLC
	Divine Capital Markets
	Great Pacific Securities
	Telsey Advisory Group

Notes:

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**\$300,000,000 2.60% Senior Notes due 2025**

*Summary of Final Terms*

*Dated October 27, 2015*

Issuer	The Boeing Company
Principal Amount	\$300,000,000
Trade Date	October 27, 2015
Settlement Date (T+2)	October 29, 2015
Maturity Date	October 30, 2025
Treasury Benchmark	2.000% due August 15, 2025
Treasury Price / Yield	99-24 / 2.028%
Spread to Treasury	+85 bps
Reoffer Yield	2.878%
Price to Public <sup>1</sup>	97.599%
Gross Fee Spread	0.450%
Coupon (Interest Rate)	2.60%
Interest Payment Dates	April 30 and October 30
First Interest Payment Date	April 30, 2016
Call Provision	MWC @ T + 15 bps at any time prior to July 30, 2025 (3 months prior to maturity); par call at any time on or after July 30, 2025
CUSIP / ISIN	097023 BP9 / US097023BP90
Joint Book-Running Managers	Goldman, Sachs & Co J.P. Morgan Securities LLC Mizuho Securities USA Inc. Barclays Capital Inc. SMBC Nikko Securities America, Inc. Wells Fargo Securities, LLC
Senior Co-Managers	BBVA Securities Inc. BNP Paribas Securities Corp. Citigroup Global Markets Inc.



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Credit Agricole Securities (USA) Inc.

Deutsche Bank Securities Inc.

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.
	SG Americas Securities, LLC
	U.S. Bancorp Investments, Inc.
Co-Managers	ANZ Securities, Inc.
	BNY Mellon Capital Markets, LLC
	Commerz Markets LLC
	Lebenthal & Co., LLC
	Loop Capital Markets LLC
	Standard Chartered Bank <sup>2</sup>
	SunTrust Robinson Humphrey, Inc.
	The Williams Capital Group, L.P.
Junior Co-Managers	Blaylock Beal Van, LLC
	CastleOak Securities
	CAVU Securities, LLC
	Guzman & Company
	Samuel A. Ramirez & Company, Inc.
	Siebert Brandford Shank & Co., L.L.C.

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