

BOEING CO  
Form FWP  
October 29, 2018

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

**Registration Statement No. 333-219630**

**Issuer Free Writing Prospectus, dated October 29, 2018**

**The Boeing Company**

**Final Term Sheet**

**\$350,000,000 3.450% Senior Notes due 2028**

*Summary of Final Terms*

*Dated October 29, 2018*

Issuer	The Boeing Company
Principal Amount	\$350,000,000
Trade Date	October 29, 2018
Settlement Date (T+2)	October 31, 2018
Maturity Date	November 1, 2028
Treasury Benchmark	2.875% due August 15, 2028
Treasury Price / Yield	98-09+ / 3.077%
Spread to Treasury	+67 bps
Reoffer Yield	3.747%
Price to Public <sup>1</sup>	97.541%
Gross Fee Spread	0.450%
Coupon (Interest Rate)	3.450%
Interest Payment Dates	May 1 and November 1
First Interest Payment Date	May 1, 2019
Call Provision	MWC @ T+10 bps at any time prior to August 1, 2028 (three months prior to maturity); par call at any time on or after August 1, 2028
CUSIP / ISIN	097023CA1 / US097023CA13
Joint Book-Running Managers	Morgan Stanley & Co. LLC Merrill Lynch, Pierce, Fenner & Smith

Incorporated

Wells Fargo Securities, LLC

Mizuho Securities USA LLC

MUFG Securities Americas Inc.

SMBC Nikko Securities America, Inc.

Barclays Capital Inc.

BBVA Securities Inc.

BNP Paribas Securities Corp.

Citigroup Global Markets Inc.

Commerz Markets LLC

Credit Agricole Securities (USA) Inc.

Credit Suisse Securities (USA) LLC

Deutsche Bank Securities Inc.

Goldman Sachs & Co. LLC

ICBC Standard Bank Plc<sup>2</sup>

J.P. Morgan Securities LLC

Senior Co-Managers

	Lloyds Securities Inc.
	RBC Capital Markets, LLC
	Santander Investment Securities Inc.
	SG Americas Securities, LLC
	SunTrust Robinson Humphrey, Inc.
	U.S. Bancorp Investments, Inc.
Co-Managers	ANZ Securities, Inc.
	BNY Mellon Capital Markets, LLC
	Standard Chartered Bank
	Westpac Capital Markets LLC
Junior Co-Managers	Academy Securities Inc.
	Apto Partners, LLC
	Loop Capital Markets LLC
	MFR Securities, Inc.
	Penserra Securities LLC
	R. Seelaus & Co., Inc.
	Telsey Advisory Group LLC
	The Williams Capital Group, L.P.
	Tribal Capital Markets, LLC

Notes:

- 1 Plus accrued interest, if any, from October 31, 2018.
- 2 ICBC Standard Bank Plc is restricted in its U.S. securities dealings under the United States Bank Holding Company Act and may not underwrite, subscribe, agree to purchase or procure purchasers to purchase notes that are offered or sold in the United States. Accordingly, ICBC Standard Bank Plc shall not be obligated to, and shall not, underwrite, subscribe, agree to purchase or procure purchasers to purchase notes that may be offered or sold by other underwriters in the United States. ICBC Standard Bank Plc shall offer and sell the notes constituting part of its allotment solely outside the United States.

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

Edgar Filing: BOEING CO - Form FWP

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 Morgan Stanley & Co. LLC toll-free at 1-866-718-1649, Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at 1-800-294-1322 or Wells Fargo Securities, LLC toll-free at 1-800-645-3751.

**\$350,000,000 3.850% Senior Notes due 2048**

*Summary of Final Terms*

*Dated October 29, 2018*

Issuer	The Boeing Company
Principal Amount	\$350,000,000
Trade Date	October 29, 2018
Settlement Date (T+2)	October 31, 2018
Maturity Date	November 1, 2048
Treasury Benchmark	3.125% due May 15, 2048
Treasury Price / Yield	96-08 / 3.325%
Spread to Treasury	+92 bps
Reoffer Yield	4.245%
Price to Public <sup>1</sup>	93.333%
Gross Fee Spread	0.875%
Coupon (Interest Rate)	3.850%
Interest Payment Dates	May 1 and November 1
First Interest Payment Date	May 1, 2019
Call Provision	MWC @ T+15 bps at any time prior to May 1, 2048 (six months prior to maturity); par call at any time on or after May 1, 2048
CUSIP / ISIN	097023CB9 / US097023CB95
Joint Book-Running Managers	Morgan Stanley & Co. LLC  Citigroup Global Markets Inc.  J.P. Morgan Securities LLC  Credit Suisse Securities (USA) LLC  Deutsche Bank Securities Inc.  Goldman Sachs & Co. LLC  Barclays Capital Inc.  BBVA Securities Inc.
Senior Co-Managers	

Edgar Filing: BOEING CO - Form FWP

BNP Paribas Securities Corp.

Commerz Markets LLC

Credit Agricole Securities (USA) Inc.

ICBC Standard Bank Plc<sup>2</sup>

Lloyds Securities Inc.

Merrill Lynch, Pierce, Fenner & Smith

Incorporated

Mizuho Securities USA LLC

MUFG Securities Americas Inc.

RBC Capital Markets, LLC

Santander Investment Securities Inc.

SG Americas Securities, LLC

SMBC Nikko Securities America, Inc.

SunTrust Robinson Humphrey, Inc.

U.S. Bancorp Investments, Inc.

Wells Fargo Securities, LLC

ANZ Securities, Inc.

BNY Mellon Capital Markets, LLC

Standard Chartered Bank

Westpac Capital Markets LLC

Academy Securities Inc.

Loop Capital Markets LLC

Drexel Hamilton, LLC

Mischler Financial Group, Inc.

Multi-Bank Securities, Inc.

Penserra Securities LLC

Samuel A. Ramirez & Company, Inc.

Telsey Advisory Group LLC

The Williams Capital Group, L.P.

Co-Managers

Junior Co-Managers

Notes:

- 1 Plus accrued interest, if any, from October 31, 2018.
- 2 ICBC Standard Bank Plc is restricted in its U.S. securities dealings under the United States Bank Holding Company Act and may not underwrite, subscribe, agree to purchase or procure purchasers to purchase notes that are offered or sold in the United States. Accordingly, ICBC Standard Bank Plc shall not be obligated to, and shall not, underwrite, subscribe, agree to purchase or procure purchasers to purchase notes that may be offered or sold by other underwriters in the United States. ICBC Standard Bank Plc shall offer and sell the notes constituting part of its allotment solely outside the United States.

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](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 Morgan Stanley & Co. LLC toll-free at 1-866-718-1649, Citigroup Global Markets Inc. toll-free at 1-800-831-9146 or J.P. Morgan Securities LLC collect at 1-212-834-4533.

