

BOEING CO  
Form 8-K  
December 17, 2012

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
Form 8-K

Current Report

PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

December 17, 2012  
Date of Report (Date of earliest event reported)

The Boeing Company  
(Exact Name of Registrant as Specified in Charter)

|   |                                |  |
|---|--------------------------------|--|
| Delaware<br>(State or Other Jurisdiction<br>of Incorporation) | 1-442<br>(Commission File No.) | 91-0425694<br>(I.R.S. Employer<br>Identification Number) |
|---|--------------------------------|--|

|   |                          |
|---|--------------------------|
| 100 N. Riverside, Chicago, IL<br>(Address of Principal Executive Offices) | 60606-1596<br>(Zip Code) |
|---|--------------------------|

(312) 544-2000  
(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events

On December 17, 2012, The Boeing Company issued a press release announcing an increase in its quarterly dividend and the resumption of its share repurchase program. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit<br>Number | Description                            |
|-------------------|--|
| 99.1              | Press Release dated December 17, 2012. |

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

THE BOEING COMPANY

By: /s/ Michael F. Lohr  
Michael F. Lohr  
Vice President, Assistant General Counsel and Corporate Secretary

Dated: December 17, 2012

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INDEX TO EXHIBITS

| Exhibit<br>Number | Description                            |
|-------------------|--|
| 99.1              | Press Release dated December 17, 2012. |