Fourth-Quarter and Full-Year 2008 Performance Review

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January 28, 2009

2008 Summary

- Revenues and earnings down…
  affected by labor strike and development program delays
- Working through development program challenges
- Resolved strike
- Well-diversified backlog at record level of $352 billion, up 8% for the year
- Strong fundamental product-and-services strategies

Strong fundamental strategies… working through challenges

Business Environment

- Global economy weakening
- Challenging aircraft financing market
- Diversified backlog provides relative strength in uncertain times
- Vigilant focus on improving competitiveness
- Longer-term, commercial aviation remains growth industry and defense markets will trend with threat environment

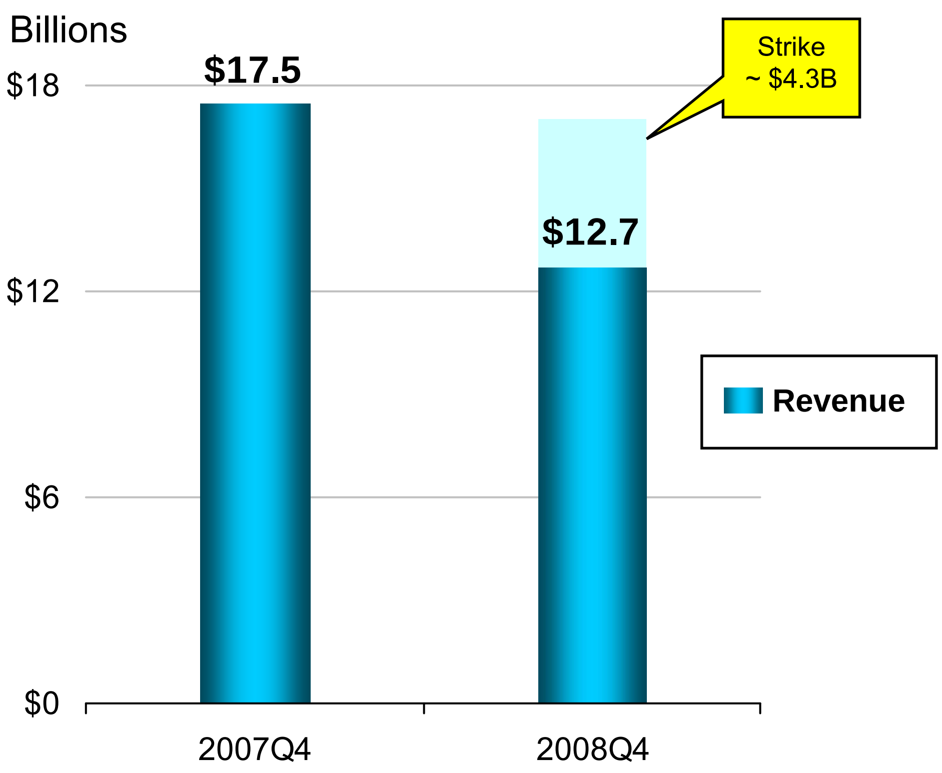
Well-positioned for uncertain times

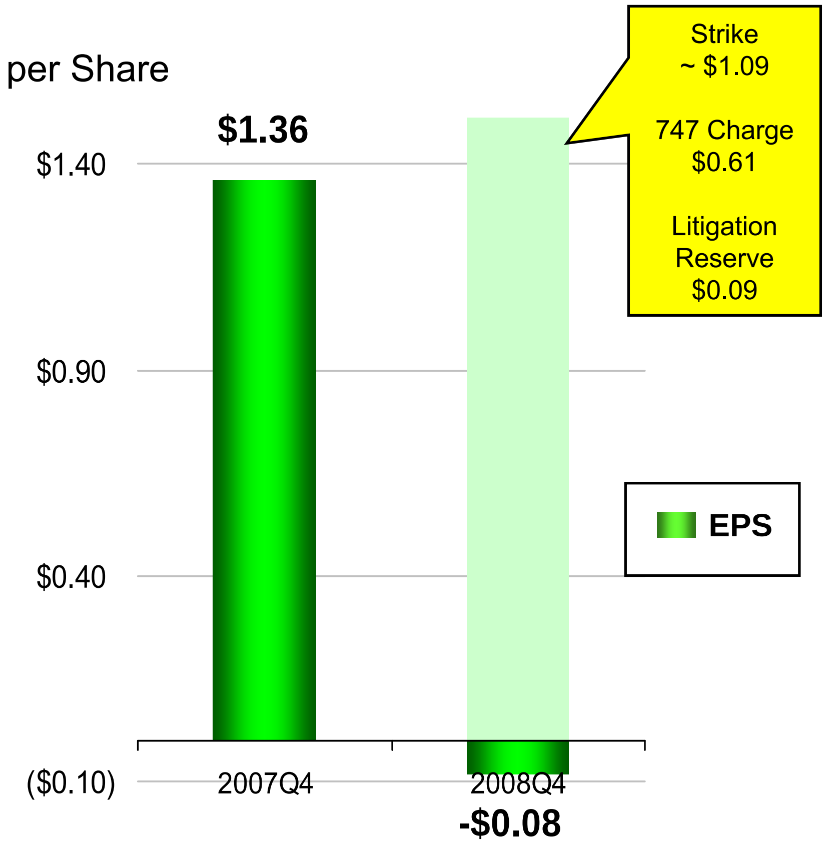
2008 Financial Results

	2007	2008	Change
Revenues	$66.4B	**$60.9B**	(8%)
Operating Income	$5.8B	**$4.0B**	(32%)
Reported EPS	$5.28	**$3.71**	(30%)
Operating Cash Flow	$9.6B	**($0.4B)**	NA

Challenging year… affected by strike and charges

Fourth-Quarter Revenue and Earnings



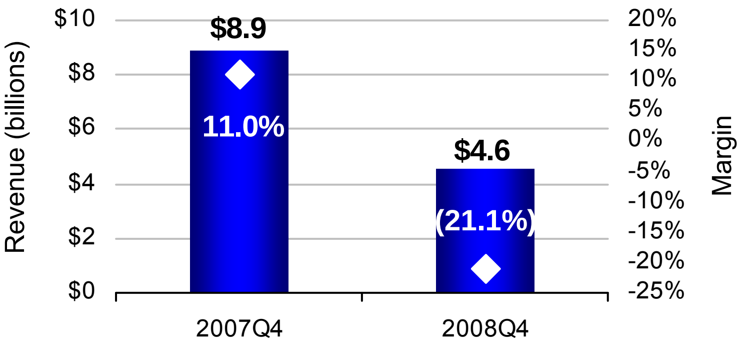


Strike and charges drove results

Commercial Airplanes

- **4Q results impacted by IAM strike and 747 charge**
- **Delivered 375 airplanes in 2008… 50 in 4Q**
- **Continued sales success**
  - Won 669 gross orders in 2008… 44 in 4Q
    - Received 5,000th Next Generation 737 order
  - Backlog increased to $279 Billion
- **Development programs: challenges and successes**
  - Previously announced 747-8 and 787 schedule changes
  - Completed 787 wing box destructive testing
  - 787 maintenance program certified by FAA

Revenues & Operating Margins

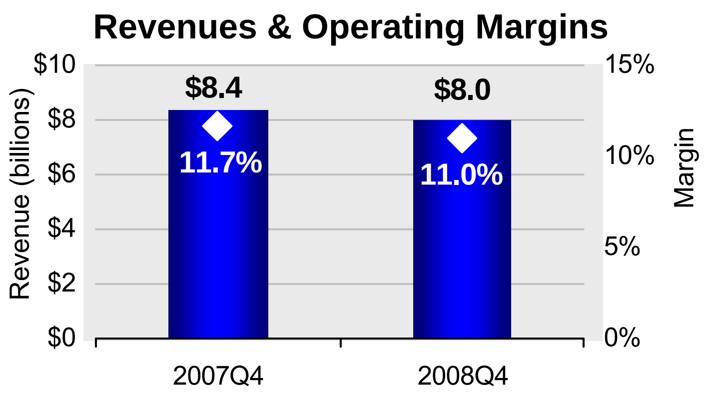


737 NG Program surpasses 5,000 orders

Focused on customers, productivity and growth

Integrated Defense Systems

- **Outstanding operating performance**
- **Capturing new and follow-on business**
  - India selects P-8I maritime patrol aircraft
  - NATO consortium to acquire C-17s
  - Air Force awards C-17 support contract
- **Executing well-balanced defense portfolio**
  - GMD successful flight test
  - Airborne Laser completes major test milestone
  - Outstanding performance on production and support programs
- **Acquisition of Federated Software and Digital Receiver Technology**
- **Robust backlog of $73 Billion**



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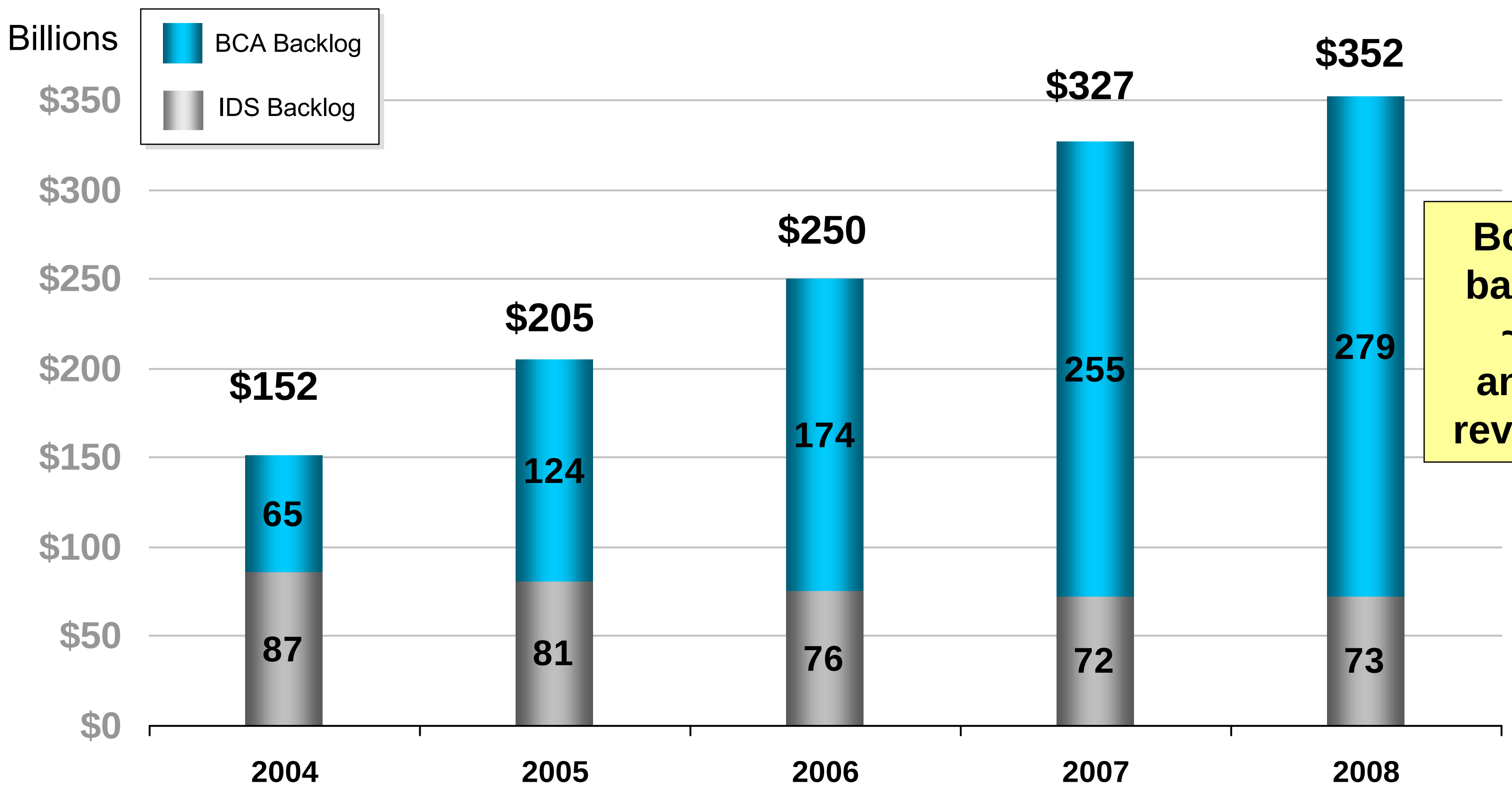
Focused on execution…capturing opportunities

Backlog at Record Level



Boeing backlog ~ 5x annual revenues

Record backlog of $352 billion is foundation for future growth

Other Results

- **Boeing Capital Corporation**
  - Supported business units while reducing portfolio size and risk
  - Delivered pre-tax income of $26 million on $168 million in revenues
  - Contributed $32 million cash dividends to Boeing in Q4; $252 million in 2008
- **Other and Unallocated Expense**
  - Other Segment expense of $59 million, down by $107 million
  - Unallocated expenses declined by $215 million, driven by lower pension expenses
  - Pre-tax (non-cash) pension expense decreased as expected to $113 million
- **2008 Pension Plan Performance**
  - 2008 actual asset returns: -15%; Discount rate: 6.1%; Funded status: 83%
  - 2008 book equity reduction of approximately $8 billion
  - Lowering long-term expected rate of return to 8.0%

Lower centralized costs… pension performance reflective of markets

Cash Flow

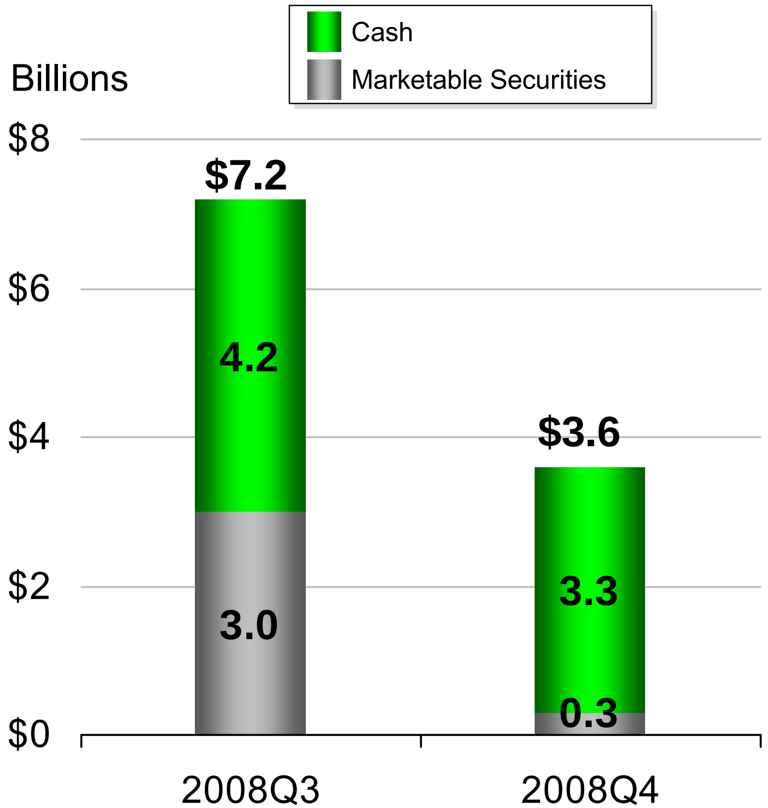
$ Billions	2007	**2008**
Net Earnings	4.1	**2.7**
Depreciation/non-cash	1.8	**1.8**
Working Capital	4.3	**(4.4)**
Pension Contributions	(0.6)	**(0.5)**
Operating cash flow	9.6	**(0.4)**
Capital Expenditures	(1.7)	**(1.7)**
Free cash flow*	7.9	**(2.1)**

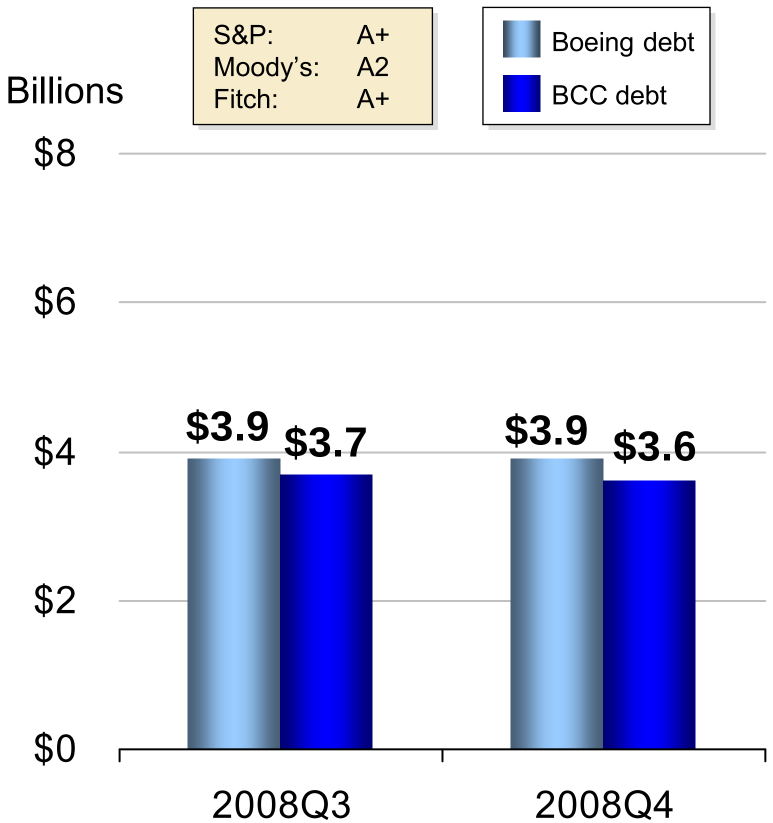
*Non-GAAP measure. Definitions, reconciliations, and further disclosures regarding these non-GAAP measures are provided in the company's earnings press release dated January 28, 2009.

- **Cash flow used to fund operations and growth**
  - Working capital requirements for strike and 787 development
- **Balanced cash deployment**
  - Investment in growth
  - Repurchased 42.1 million shares for $2.9 billion and paid $1.2 billion in dividends

Investing for future growth and shareholder return

Cash and Debt Balances





Strong liquidity… reduced debt levels

Financial Guidance

	2009
Revenues	$68B - $69B
Earnings Per Share	$5.05 - $5.35
Operating Cash Flow[1]	>$2.5B

[1]After $0.5 billion in pension-plan contributions and $1.0 billion in new aircraft financings in 2009

Will provide 2010 guidance later in the year

Walk - 2008 Actual to 2009 Guidance

2008 Actual EPS	**$3.71**
Strike impact in 2008, not in 2009	~1.63
2008 charges - 747, AEW&C, Legal	0.93
Higher pension expense in 2009	~(0.25)
Higher deferred compensation expense in 2009	~(0.25)
Lower interest income in 2009	~(0.25)
Other *- Cost absorption for delivery slides, productivity, mix, risk assessment*	~(0.35)
2009 Guidance issued on January 28, 2009	**$5.05 - 5.35**

Forward-Looking Information Is Subject to Risk and Uncertainty

Certain statements in this press release may be “forward-looking” within the meaning of the Private Securities Litigation Reform Act of 1995. Words such as “expects,” “intends,” “plans,” “projects,” “believes,” “estimates,” “targets,” and similar expressions are used to identify these forward-looking statements. Forward-looking statements are based upon assumptions about future events that may not prove to be accurate. These statements are not guarantees of future performance and involve risks, uncertainties and assumptions that are difficult to predict. Actual outcomes and results may differ materially from what is expressed or forecasted in these forward-looking statements. As a result, these statements speak to events only as of the date they are made and we undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by federal securities laws. Specific factors that could cause actual results to differ materially from forward-looking statements include, but are not limited to, those set forth below and other important factors disclosed previously and from time to time in our other filings with the Securities and Exchange Commission: the effect of economic conditions in the United States and globally; the adequacy of coverage, by allowance for losses, of risks related to our non-U.S. accounts receivable being payable in U.S. dollars; the continued operation, viability and growth of Commercial Airplanes revenues and successful execution of our backlog in this segment; the effects of customers cancelling, modifying and/or rescheduling contractual orders; the timing and effects of decisions to complete or launch a Commercial Airplanes program; the ability to successfully develop and timely produce the 787 and 747-8 aircraft; the effect on our revenues of political and legal processes; changing defense priorities; and associated budget reductions by U.S. and international government customers affecting Boeing defense programs; our relationship with our union-represented workforce and the negotiation of collective bargaining agreements; the continuation of long-term trends in passenger traffic and revenue yields in the airline industry; the impact of volatile fuel prices and the airline industry’s response; the effect of declines in aircraft valuation; the impact on our revenues or operating results of airline bankruptcies; the continuation of historical costs for fleet support services; the receipt of estimated award and incentive fees on U.S. government contracts; the future demand for commercial satellites and projections of future order flow; the potential for technical or quality issues on development programs, including the Airborne Early Warning and Control program, International Tanker, other fixed-price development programs, or commercial satellite programs, to affect schedule and cost estimates, or cause us to incur a material charge or experience a termination for default; the outcome of any litigation and/or government investigation in which we are a party, and other contingencies; returns on pension fund assets, impacts of future interest rate changes on pension obligations and rising healthcare costs; the amounts and effects of underinsured operations, including satellite launches; the scope, nature or impact of acquisition or disposition activity and investment in any joint ventures/strategic alliances, including Sea Launch and United Launch Alliance, and indemnifications related thereto; and the expected cash expenditures and charges associated with the exit of the Connexion by Boeing business.