

A low-angle, backshot of a woman with curly hair lifting a young child into the air. The child is holding a string attached to a small green diamond-shaped kite. They are outdoors on a sunny day with a bright blue sky and scattered white clouds. The woman is wearing a white lace-trimmed top and a striped shirt. The child is wearing an orange tank top.

# Boeing VIP Transition Guide

The Boeing VIP is moving to Fidelity Investments® in January 2022.

In January 2022, the VIP will be renamed **The Boeing Company 401(k) Retirement Plan** (Boeing 401(k)). Fidelity Investments®, a Boeing Total Rewards partner<sup>1</sup>, will be the new service provider for the Boeing 401(k).

**NOTICE OF BLACKOUT PERIOD: ACCESS TO THE BOEING COMPANY VOLUNTARY INVESTMENT PLAN (VIP) WILL BE TEMPORARILY RESTRICTED DURING THE TRANSITION TO FIDELITY.**


In connection with the transition to Fidelity, most VIP features and transactions will be restricted during the “blackout period,” which will begin on Dec. 20, 2021 for some transactions. We are providing this advance notice to inform you about the period during which you will not have access to your account and to allow you to plan accordingly. Read this Transition Guide to understand the key dates when your account(s) will be briefly unavailable during the transition. Then, visit the Plan’s transition website at **BoeingRetirementChanges.com** to learn more and stay updated throughout the transition.


If you have a Boeing pension plan benefit, Fidelity will become the service provider for your pension benefit in July 2022. This transition will not change the pension plan benefits you’ve accrued, if eligible.


**Note for subsidiary employees:**

All U.S. subsidiary employees currently participating in the Boeing VIP will transition to Fidelity in 2022. For details, refer to the FAQ section on **BoeingRetirementChanges.com**.

You should know:

 Your Boeing 401(k) account will be briefly unavailable while it is transferred to Fidelity. Review the “Key Dates” section for details about important deadlines that apply to Plan transactions.

 The investment options in the Plan will not be changing and your account will remain invested in the market throughout the transition. You will continue to have access to investment advice through Edelman Financial Engines® after the transition.

 You won’t need to take any action for your Plan account to transfer to the Boeing 401(k) at Fidelity. When the transition is complete, you will need to set up your Fidelity username and password if you don’t already have an account with Fidelity.




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# Key Dates\*

We'll do the heavy lifting for you—transferring your account balance, investment elections, and any loans you may have. Your assets will continue to be invested throughout the transition and no action is required by you. However, there will be a short blackout period when you will not be able to request transactions or make changes to your account while it's being transferred to Fidelity. Review the following important dates and refer to page six for detailed information about the blackout period.



KEY DATE	TRANSITION ACTIVITY
<b>Dec. 20, 2021</b>	<p><b>LAST DAY TO RETURN PAPERWORK FOR CERTAIN TRANSACTIONS</b></p> <p>Transactions requiring supporting documentation <b>must be completed and all paperwork received in good order by the Boeing Retirement Service Center by Dec. 20, 2021. This includes paperwork for loan repayments or payoff checks, rollover contributions, or any distributions or beneficiary designations that require spousal consent. Be sure your paperwork is received by December 20.</b> Otherwise, the processing of your transaction may be delayed.</p> <p>Paperwork received after Dec. 20, 2021 will be processed by Fidelity after the blackout period ends during the week of Jan. 2, 2022.</p>
<b>Dec. 29, 2021 by 4 p.m. ET (1 p.m. PT)</b>	<p><b>LAST DAY TO COMPLETE ALL OTHER PLAN TRANSACTIONS</b></p> <p>Last day under the current service provider to:</p> <ul style="list-style-type: none"> <li>• Request investment fund transfers or reallocations.</li> <li>• Request withdrawals or distributions that do not require paperwork.</li> <li>• Access or print tax forms online.</li> </ul> <p>If you would like to make any transaction requests before the blackout period begins, do so prior to this deadline.</p> <p><b>NOTE:</b> You can continue to call Edelman Financial Engines during the blackout period to learn more about advice services available to you.</p>
<b>During the week of Jan. 2, 2022</b>	<p><b>BLACKOUT PERIOD ENDS</b></p> <p>You will be notified when the transition is complete sometime during the week of Jan. 2, 2022. You will then have full access to all transactions and services. When the blackout period ends, you can:</p> <ul style="list-style-type: none"> <li>• Manage your Boeing 401(k) account online at <b>netbenefits.com/boeing</b>. Log on with your existing Fidelity username and password, or register to set up your account.</li> <li>• Provide Fidelity with your preferred email address to receive Plan information.</li> <li>• On NetBenefits®, view your account balance, review or update your beneficiary designation, and access Plan information.</li> <li>• Download the NetBenefits app to access your account from your mobile device.</li> <li>• If you have questions, call Fidelity's Boeing Financial Benefits Service Center at <b>866-422-3539</b>, Monday through Friday, 8:30 a.m. to midnight ET.</li> </ul> <p><b>NOTE:</b> Access to Edelman Financial Engines' services (Professional Management and Online Advice) is expected to resume three business days after your Boeing 401(k) is live at Fidelity.</p> <p>If you log on to NetBenefits before the blackout period has ended, you may see your Boeing 401(k) account, but <b>your account balance and transactions will not be available until the blackout period ends during the week of Jan. 2, 2022.</b></p>
<b>Feb. 1, 2022</b>	<p>Your VIP account history will be available on the Retirement Benefits website until Feb. 1, 2022. If you would like to print or save your legacy account history, do so by February 1.</p>
<b>July 2022</b>	<p><b>PENSION TRANSITION</b></p> <p>Fidelity will become the service provider for Boeing pension plan benefits. If you have a pension benefit you will receive more information on the transition to Fidelity as we move closer to the transition date.</p>

\*The timing of the plan changes and transition period described within this brochure depends on a variety of factors, which may include: the timing and accuracy of the transfer of data and receipt of instructions. Changes in any of these factors may result in changes to the timing of the delivery of services, dates, or the transition period.



# Transition details

Review the transition highlights below. If you have additional questions, you may be able to find the answers on the Plan's transition information website at **BoeingRetirementChanges.com**. See the "Questions?" section on page 7 for details on who to contact if you need help.

<b>New Plan Name</b>	The VIP will be renamed <b>The Boeing Company 401(k) Retirement Plan</b> or Boeing 401(k) for short.
<b>New Plan Website</b>	<p>When the transition is complete during the week of Jan. 2, 2022, you will be able to access your Boeing 401(k) account at <b>netbenefits.com/boeing</b>. When the Plan goes live at Fidelity, register to set up a unique username and password. If you already have a Fidelity account, use your existing login information.</p> <p>We suggest you set up two-factor authentication at login to increase your account security. Two-factor authentication allows you to enable a challenge every time you log in or when you log in from a new device. To set it up, select your <b>Profile</b>, then <b>Security</b>.</p> <p><b>Note:</b> If you have a stock plan or nonqualified plan account, you may be able to log on to Fidelity before January. Although your Boeing 401(k) may be visible on the NetBenefits website before the transition blackout period ends, your 401(k) plan balance and account transactions <b>will not be available</b> until the transition is complete during the week of Jan. 2, 2022. You will be notified when the transition is complete and the blackout period has ended. Refer to the "Key Dates" section for more details.</p>
<b>New Service Center</b>	For help with your Boeing 401(k) account after the transition is complete, call Fidelity's Boeing Financial Benefits Service Center at <b>866-422-3539</b> , Monday through Friday, 8:30 a.m. to midnight ET (except most New York Stock Exchange holidays).
<b>Beneficiary Designations</b>	<p>Current VIP beneficiary designations on file will transfer to the Boeing 401(k) at Fidelity.</p> <p>However, you should confirm your beneficiary information on <b>netbenefits.com/boeing</b> when the transition is complete to ensure your beneficiary designation(s) transferred successfully and are up-to-date. You will be able to review or update your beneficiary information online virtually any time.</p>
<b>Loans</b>	Any outstanding loan balances in the VIP will transfer to the Boeing 401(k) at Fidelity. If you are currently making electronic loan repayments via ACH, you will need to set up electronic loan repayments through Fidelity when the transition is complete. This can be done online by using the <b>Bank/Tax</b> Information Quick Link. If applicable, you will receive more information.
<b>January Payments</b>	If you are scheduled to receive a payment from the Boeing 401(k) in early January 2022, your payment may be slightly delayed due to the plan transition. Any delayed payments are expected to be made by mid-January.
<b>Account Statements</b>	<p>Your final VIP account statement will be sent in February 2022.</p> <p>Statements from Fidelity will be available online, on-demand and will not be automatically mailed to your home. To change your mail preferences, contact Fidelity or log on to <b>netbenefits.com/boeing</b> when the transition is complete in January 2022. You can request a print copy of your Boeing 401(k) account statement free of charge at any time.</p>



# How will my account balance transfer?

The Boeing 401(k) gives you a choice of investment options that allow you the flexibility to build your own strategy to meet your financial needs. **The investment options available in the Boeing 401(k) will not be changing as part of the transition.** Your investment elections as of 4 p.m. ET (1 p.m. PT) on Dec. 29, 2021, will remain effect in the Boeing 401(k) at Fidelity and your account will stay invested in the market during the transition.

Changes could occur during the transition period that could result in changes to the transfer strategy described here.

It is important that you're familiar with the investment options that are available in the Boeing 401(k). Information regarding each investment option's risk, as well as its strategy and objective, is currently available on the

Retirement Benefits website and will be available through Fidelity in January at [netbenefits.com/boeing](https://netbenefits.com/boeing). Please consider all investment information before making any investment choices.

For an explanation of your rights to direct investments, any Plan restrictions, and a description of the types of fees and expenses associated with your Plan account, refer to the Participant Fee Disclosure Change Notice.

The Plan is intended to be a participant-directed plan as described in Section 404(c) of ERISA, which means that fiduciaries of the Plan are ordinarily relieved of liability for any losses that are the direct and necessary result of investment instructions given by a participant or beneficiary.

## Investment options

The investment options in the Boeing 401(k) at Fidelity will be the same investment options that are currently in the VIP. Note that the Lifecycle Funds will be renamed the Target Date Funds, as shown below, but will otherwise remain the same.

**Note:** All funds in the Boeing 401(k) charge a short-term redemption fee of 1.5% on the value of units sold within 15 full calendar days of their purchase. To avoid the short-term redemption fee, transfers out of a fund into another fund must be made at least 16 full calendar days after the initial transfer into the fund.



### CORE MENU OPTIONS

Bond Market Index Fund	Diversified Real Asset Fund
Balanced Index Fund	U.S. Large Companies Fund
S&P 500 Index Fund	Global Equity Fund
International Index Fund	International Companies Fund
Russell 2000 Index Fund	U.S. Small/Mid Companies Fund
Stable Value Fund	Boeing Stock Fund <sup>2</sup>
Global Bond Fund	

### TARGET DATE RETIREMENT FUNDS

Target Date Retirement Fund	Target Date 2055 Fund
Target Date 2025 Fund	Target Date 2060 Fund
Target Date 2030 Fund	Target Date 2065 Fund
Target Date 2035 Fund	
Target Date 2040 Fund	
Target Date 2045 Fund	
Target Date 2050 Fund	

<sup>2</sup>Unless otherwise noted, transaction requests confirmed after the close of the market, normally 4 p.m. Eastern time, or on weekends or holidays, will receive the next available closing prices.

# Professional Investment Advice and Account Management

The Boeing 401(k) will continue to offer you access to independent investment advice and professional investment management through Edelman Financial Engines, a Boeing Total Rewards Partner. You can choose from a suite of services designed to help you meet today's needs while pursuing your goals for tomorrow:

- Receive personalized 401(k) investment recommendations that you can implement on your own with **Online Advice** at no additional cost to you.
- For a fee, have experts manage your 401(k) investments and monitor and adjust your portfolio over time with **Professional Management**.
- For a fee, partner with a dedicated advisor to build a holistic plan for retirement and your broader financial goals with **Personal Advisor**.

Get started with a complimentary **Retirement Checkup** with an Edelman Financial Engines advisor to review your retirement strategy and see what service may best fit your needs. To learn more, visit **[EdelmanFinancialEngines.com/forboeing](https://EdelmanFinancialEngines.com/forboeing)**. Or call Edelman Financial Engines directly at **855-223-0111**.

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## Important Information — Blackout Period Notice

To ensure that all information is transferred accurately from your current VIP account to your new Boeing 401(k) account at Fidelity, there will be a period of time when you will not be able to direct or diversify investments in your individual account, obtain a distribution from the VIP, or complete other Plan transactions.

**This time, during which you will be unable to exercise your rights otherwise available under the VIP, is called a “blackout period.” Transactions requiring supporting documentation (see page 3) must be completed and all paperwork received by the Boeing Retirement Service Center by Dec. 20, 2021. Paperwork received after this deadline will be processed by Fidelity after the blackout period ends, which may delay the processing of your transaction. The blackout period for all other Plan transactions, as detailed on page 3, will begin at 4 p.m. ET (1 p.m. PT) on Dec. 29, 2021, and is expected to end during the week of Jan. 2, 2022. During this time, you can determine whether the blackout period has started or ended by contacting Fidelity at 866-422-3539.**

Because you will be unable to direct or diversify your Plan balance during the blackout period, it is very important that you review and consider the appropriateness of your current investments. For your long-term retirement security, you should give careful consideration to the importance of a well-balanced and diversified investment portfolio, taking into account all your assets, income and investments.

You should be aware that there is a risk to holding substantial portions of your account in the securities of any one company, as individual securities tend to have wider price swings,

up and down, in short periods of time, than investments in diversified funds. Stocks that have wide price swings might have a large loss during the blackout period, and you would not be able to direct the sale of such stocks from your account during the blackout period.

Whether or not you are planning to retire in the near future, we encourage you to carefully consider how this blackout period may affect your retirement planning and your overall financial plan.



# Questions?

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## About the transition to Fidelity

If you have any questions about the transition, call Fidelity's Boeing Financial Benefits Service Center at **866-422-3539**, Monday through Friday, 8:30 a.m. to midnight ET.

Visit the Boeing transition website at **BoeingRetirementChanges.com** for updates, FAQs and other transition resources. You can use the QR code on the right to link to the transition website.



## For Boeing 401(k) (VIP) transactions and account support before 4 p.m. ET (1 p.m. PT) on Dec. 29, 2021

Continue to access your savings benefits through

**<https://boeingbenefitsconnection.benefitcenter.com/opglobal>** using your Retirement Benefits username and password.

By phone, call the Boeing Retirement Service Center at **833-787-2772** with your Boeing Retirement Service Center credentials. Request Savings to be connected with a representative.



## For Boeing 401(k) transactions and support beginning the week of Jan. 2, 2022

Log on to Fidelity's website **[netbenefits.com/boeing](https://netbenefits.com/boeing)**. Register to set up your account, or log on with your existing Fidelity username and password. You can also call Fidelity through the Boeing Financial Benefits Service Center at **866-422-3539**, Monday through Friday, 8:30 a.m. to midnight ET.



## For Boeing 401(k) planning and investment advice

Contact Edelman Financial Engines at **855-223-0111** or visit **[EdelmanFinancialEngines.com/forboeing](https://EdelmanFinancialEngines.com/forboeing)**.



## About your pension plan benefit

Until the pension plans are transitioned to Fidelity in July 2022, continue to access your pension benefits through **<https://boeingbenefitsconnection.benefitcenter.com/opglobal>** or contact the Boeing Retirement Service Center at **833-787-2772**.

Investing involves risk, including risk of loss.

This document provides only a summary of the main features of The Boeing Company 401(k) Retirement Plan, and the Plan document will govern in the event of any discrepancies.

<sup>1</sup>The Boeing Company and Fidelity Investments are not affiliated. Fidelity is a service provider to Boeing.

Every effort has been made to provide accurate information in this summary. The information is for informational purposes only; it does not constitute a contract or contractual obligation. In the event of a conflict between this summary and The Boeing Company 401(k) Retirement Plan document, the terms of The Boeing Company 401(k) Retirement Plan document will control. Copies of plan-related documents are available by written request to the Plan Administrator at the address provided in the plan's summary plan description booklet. The Boeing Company reserves the right to change, modify, amend, or terminate any or all of the provisions of the plan at any time and for any reason for employees, former employees, retirees, and their dependents and/or beneficiaries, subject to an applicable collective bargaining agreement.

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