

The Boeing Company and Subsidiaries
Consolidated Statement of Shareholders' Equity

<i>(Dollars in millions, except per share data)</i>	Common Stock	Additional Paid-In Capital	Treasury Stock	ShareValue Trust	Retained Earnings	Accumulated Other Comprehensive Loss	Total
Balance January 1, 2006	\$5,061	\$ 4,371	(\$11,075)	(\$2,796)	\$17,276	(\$1,778)	\$ 11,059
Net earnings					2,215		2,215
Unrealized gain on derivative instruments, net of tax of \$(16)						23	23
Unrealized gain on certain investments, net of tax of \$(7)						13	13
Reclassification adjustment for gains realized in net earnings, net of tax of \$23						(39)	(39)
Minimum pension liability adjustment, net of tax of \$(1,116)						1,733	1,733
Currency translation adjustment						73	73
Comprehensive income							4,018
SFAS 158 transition amount, net of tax of \$5,195						(8,242)	(8,242)
Share-based compensation		487					487
ShareValue Trust activity		(20)		(259)			(279)
Tax benefit related to share-based plans		36					36
Excess tax pools		325					325
Treasury shares issued for stock options exercised, net		(51)	345				294
Treasury shares issued for other share-based plans, net		(493)	270				(223)
Treasury shares repurchased			(1,698)				(1,698)
Treasury shares transfer			(301)	301			
Cash dividends declared (\$1.25 per share)					(991)		(991)
Dividends related to Performance Share payout					(47)		(47)
Balance Dec 31, 2006	\$5,061	\$ 4,655	(\$12,459)	(\$2,754)	\$18,453	(\$8,217)	\$ 4,739
Net earnings					4,074		4,074
Unrealized gain on derivative instruments, net of tax of \$(58)						97	97
Unrealized gain on certain investments, net of tax of \$(11)						17	17
Reclassification adjustment for gains realized in net earnings, net of tax of \$13						(21)	(21)
Currency translation adjustment						87	87
Postretirement liability adjustment, net of tax of \$(1,948)						3,441	3,441
Comprehensive income							7,695
Share-based compensation		287					287
ShareValue Trust activity		(2)		2			
Tax benefit related to share-based plans		18					18
Excess tax pools		85					85
Treasury shares issued for stock options exercised, net		(32)	241				209
Treasury shares issued for other share-based plans, net		(254)	151				(103)
Treasury shares repurchased			(2,775)				(2,775)
Cash dividends declared (\$1.45 per share)					(1,129)		(1,129)
Dividends related to Performance Share payout					(11)		(11)
FIN 48 transition amount					(11)		(11)
Balance December 31, 2007	\$5,061	\$ 4,757	(\$14,842)	(\$2,752)	\$21,376	(\$4,596)	\$ 9,004
Net earnings					2,672		2,672
Unrealized loss on derivative instruments, net of tax of \$93						(159)	(159)
Unrealized loss on certain investments, net of tax of \$61						(121)	(121)
Reclassification adjustment for losses realized in net earnings, net of tax of \$(2)						4	4
Currency translation adjustment						(180)	(180)
Postretirement liability adjustment, net of tax of \$(4,883)						(8,565)	(8,565)
Comprehensive expense							(6,349)
Share-based compensation and related dividend equivalents		243			(8)		235
ShareValue Trust activity		(1,540)		1,452			(88)
Excess tax pools		99					99
Treasury shares issued for stock options exercised, net		(9)	53				44
Treasury shares issued for other share-based plans, net		(94)	65				(29)
Treasury shares repurchased			(2,937)				(2,937)
Treasury shares transfer			(97)	97			
Cash dividends declared (\$1.62 per share)					(1,187)		(1,187)
SFAS 158 transition amount, net of tax of \$50					(178)	92	(86)
Balance December 31, 2008	\$5,061	\$ 3,456	(\$17,758)	(\$1,203)	\$22,675	(\$13,525)	(\$1,294)

See notes to consolidated financial statements on pages 57 – 110.