

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE THE BOEING COMPANY)
DERIVATIVE LITIGATION) Consol. C.A. No. 2019-0907-MTZ

DECLARATION OF PUBLICATION

I, Al Lambert, pursuant to 10 *Del. C.* § 3927, hereby declare as follows:

1. I am Chief Counsel at Boeing Commercial Airplanes, a business unit of The Boeing Company (“Boeing”). My business address is 929 Long Bridge Drive, Arlington VA 22202. I have personal knowledge of the facts stated herein and, if called as a witness, could and would testify competently thereto.

2. I submit this declaration to provide the Court and the parties to the above-captioned action with information regarding the publication of the Stipulation and Agreement of Compromise, Settlement, and Release (the “Stipulation”), the Notice of Pendency of the Action, Proposed Settlement of the Action, and Settlement Hearing (the “Notice”), and the Summary Notice of Pendency of the Action, Proposed Settlement of the Action, and Settlement Hearing (the “Summary Notice”) on behalf of Boeing.

3. On December 7, 2021, in accordance with the Scheduling Order entered by the Court on November 24, 2021 (the “Order”), Boeing posted copies of

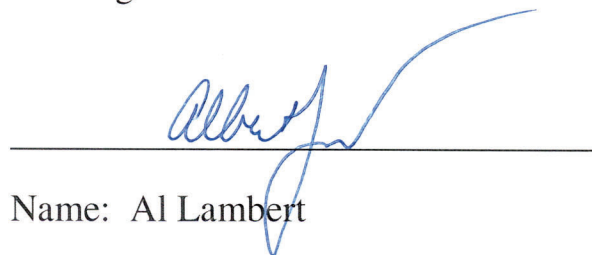
the Stipulation and the Notice on its public website, available at www.boeing.com/company/general-info/corporate-governance.page#/information. These materials have remained on Boeing's public website through today, and Boeing intends to have them remain there through at least February 23, 2022, the date of the Settlement Hearing. A true and correct copy of a screenshot showing how the links to these materials appear on Boeing's public website is attached hereto as Exhibit A.

4. Also in accordance with the Order, Boeing caused the Summary Notice to be published as a quarter-page advertisement in the December 17, 2021, national and local editions of the *Wall Street Journal*. True and correct copies of the published Summary Notice are attached hereto as Exhibits B and C.

5. On December 17, 2021, in further accordance with the Order, Boeing caused the Summary Notice to be published over the *PR Newswire*. A true and correct copy of the published Summary Notice is attached hereto as Exhibit D and remains available at <https://www.prnewswire.com/news-releases/summary-notice-of-pendency-of-derivative-action-proposed-settlement-of-derivative-action-settlement-hearing-and-right-to-appear-301445845.html>.

6. I declare under penalty of perjury under the laws of Delaware that the foregoing is true and correct to the best of my knowledge.

Executed on the 8th day of February 2022



Name: Al Lambert

Title: Chief Counsel, Boeing
Commercial Airplanes

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on February 9, 2022, a copy of the *Declaration of Publication* was served by File & ServeXpress on the following counsel of record:

Joel E. Friedlander, Esq.
Jeffrey M. Gorris, Esq.
Christopher M. Foulds, Esq.
Friedlander & Gorris PA
1201 N. Market Street, Suite 2200
Wilmington, Delaware 19805

Kevin J. Abrams, Esq.
J. Peter Shindel, Jr., Esq.
Abrams & Bayliss LLP
20 Montchanin Road, Suite 200
Wilmington, Delaware 19807

/s/ Matthew D. Perri

Matthew D. Perri (#6066)

EXHIBIT A



CORPORATE GOVERNANCE

Overview

The Boeing Company's business is conducted by its employees, managers and corporate officers led by the chief executive officer, with oversight from the Board of Directors. The Board's Governance & Public Policy Committee periodically reviews the Company's corporate governance principles and current practices.

The Board and the corporate officers recognize that the long-term interests of the company are advanced when they are responsive to the concerns of communities, customers, employees, public officials, shareholders and suppliers.

Additionally, the Board has adopted a [Code of Ethical Business Conduct](#), to focus the Board and each Director on areas of ethical risk, provide guidance to help them continue to effectively recognize and deal with ethical issues, enhance existing mechanisms to continue the reporting of unethical conduct, and help to continue to foster and sustain a culture of honesty and accountability. Directors agree to comply with the Corporate Governance Principles and the Code of Ethical Business Conduct, as well as all other applicable publicly disclosed corporate governance, ethics, conflict of interest, confidentiality, stock ownership and trading policies, and guidelines of the Company. Compliance, including anti-corruption topics, is discussed periodically with the Board.

[Corporate Governance Principles](#) (PDF)

[Restated Certificate of Incorporation](#) (PDF)

[Bylaws](#) (PDF)

[Director Independence](#) (PDF)

Board of Directors

Robert A. Bradway

Chairman and CEO, Amgen Inc.

David L. Calhoun

President and CEO, The Boeing Company

Lynne M. Doughtie

Former U.S. Chairman and CEO, KPMG

Lynn J. Good

Chairman, President and CEO, Duke Energy Corporation

Stayce D. Harris

Former United Airlines Pilot; Former Inspector General, U.S. Air Force

Akhil Johri

Former Executive Vice President and CFO, United Technologies Corpor

David L. Joyce

Former President and CEO, GE Aviation; Former Vice Chair, General El

Lawrence W. Kellner, Chair of the Board

Former Chairman and CEO, Continental Airlines, Inc.

Steven M. Mollenkopf

Former CEO, Qualcomm Incorporated

John M. Richardson

31st Chief of Naval Operations, U.S. Navy; Former Director of the Nava

Ronald A. Williams

Former Chairman, President and CEO, Aetna Inc.



Board Standing Committee Charters

The charter for each standing committee of the board of directors can be found below.

[Aerospace Safety Committee](#) (PDF)

[Audit Committee](#) (PDF)

[Compensation Committee](#) (PDF)

[Finance Committee](#) (PDF)

[Governance & Public Policy Committee](#) (PDF)

[Special Programs Committee](#) (PDF)

Contact the Board of Directors

There are two ways to contact the Board of Directors:

You may communicate with our Chair or with the non-management directors as a group by writing to:

Office of the Corporate Secretary
Boeing Corporate Offices
100 N. Riverside Plaza MC5003-1001
Chicago, IL 60606-1596

The Corporate Secretary will forward the correspondence to the Chair or the non-management directors, as appropriate. Correspondence to the Chair should relate to the duties and responsibilities of the Board and its committees.

You may also communicate with the Audit Committee by [clicking here](#) and completing the provided form.

If you have difficulty accessing the form, you may call the Boeing Ethics Line at 1-888-970-7171 and indicate that this is a communication to the Audit Committee.

Additional Information

Code of Business Conduct

Click on the appropriate link below.

[Employee](#) (PDF)

[Board](#) (PDF)

[Finance](#) (PDF)

Notice of Proposed Settlement and Hearing for Derivative Action

In re The Boeing Company Derivative Litigation, Del. Ch., Consol. C.A. No. 2019-0907-MTZ

Click on the links below.

[Settlement Stipulation and Exhibits](#) (PDF)

[Notice of Proposed Settlement](#) (PDF)

[Tours](#)

[Ethics Line](#)

[Licensing](#)

[Investment Recovery](#)

[Frequently Requested](#)

[Contact Us](#)

[Twitter](#)

[YouTube](#)

[LinkedIn](#)

[All Social Channels](#)

Updates

[Sign Up](#)

Stock Price

BA (NYSE)

212.11 **0.19**

Feb 8, 11:33 AM ET

EXHIBIT B

EXHIBIT B

BUSINESS NEWS

Netflix Slashes Its Prices in India

By Newley Purnell

Netflix Inc. is slashing its prices in India, a key market for global growth where it trails cheaper rival streaming services from Amazon.com Inc. and Walt Disney Co. The Los Gatos, Calif., company this week said in a blog post from India executive Monika Shergill that it is cutting its basic plan in India by 60% to 199 rupees, equivalent to \$2.61, a month. Netflix also lowered prices on its least expensive plan, which offers mobile-only viewing, to \$1.95 monthly. Its most expensive plan has been cut to \$8.51. Netflix has continued to switch up its strategy in the South Asian nation since launching in 2016, when it targeted the country's more af-

fluent consumers with plans that started at \$7.50 a month. The announcement didn't provide a reason for the latest price reduction. A Netflix spokeswoman said the company is reducing its prices so more consumers can access its material in the country. She added that the company has been investing heavily in local content in India. The move will help make Netflix more competitive in a country where its offerings have long been pricier than other streaming platforms, analysts say. Netflix and its rivals have been pulling out all the stops to provide sports content and wide-ranging material in local languages as they race for dominance in the world's biggest untapped digital market.

Despite the price cuts, Netflix is still more expensive than competitors. Amazon Prime Video has an offering that costs \$1.17 a month, and Disney+ Hotstar offers a plan for 55 cents monthly. Netflix has some 5 million

60%

Amount Netflix is cutting its basic plan amid competition

subscribers in India, according to data from consulting firm Media Partners Asia, far fewer than Amazon Prime Video's 19 million and Disney+ Hotstar's 46 million. The companies

don't disclose subscriber numbers by country. Amazon and Disney+ Hotstar didn't immediately respond to requests for comment. Asked at a business conference in 2018 where Netflix will get new subscribers in the years to come, Chief Executive Reed Hastings said: "The next 100 million is from India." Netflix remains relatively niche in India compared with competing services, said Vivek Couto, executive director of Media Partners Asia. In addition to being more expensive, Netflix lags behind competing services in terms of offering local content in India, though it has been stepping up its efforts to provide more culturally relevant material, Mr. Couto said. He added that Netflix is the top streaming ser-

vice in other Asian-Pacific markets such as Australia and South Korea—home of "Squid Game," the company's most popular show yet—and is successful in Japan. Netflix in India has released more than 70 movies, documentaries, shows and comedy specials, and has more in store, said its spokeswoman. While Netflix has been slowly reducing prices, Amazon Prime Video and Disney+ Hotstar started with lower launch prices and have been raising them slightly, according to Media Partners Asia analysis. Netflix is facing increasing competition in the U.S. from Amazon, Disney, AT&T Inc.'s HBO Max and others. India is key given its massive consumer base and room for growth.

Kellogg, Strikers Reach Accord

By Talal Ansari

Kellogg Co. said it has reached a tentative agreement on a five-year contract with about 1,400 workers who have been on strike at four plants where Frosted Flakes, Froot Loops and other consumer brands are made. The workers have been on strike for more than two months, demanding better pay and enhanced benefits after working longer hours during the Covid-19 pandemic. Workers were also upset over a two-tiered system of pay in which newer employees are paid less than veteran employees and have to pay more for health insurance.

In early December, they rejected a previous tentative agreement that Kellogg said included more benefits for all employees and a way for newer workers to earn higher wages after four or more years. The strike, which the cereal company has said is raising its costs, comes as employees around the U.S. are demanding higher pay and expanded benefits amid a persistent nationwide worker shortage. Kellogg's new tentative contract with the Bakery, Confectionery, Tobacco Workers and Grain Millers International Union addresses the workers' issues as well as healthcare and retirement benefits, the company said. A spokeswoman for the union said workers will be presented with the tentative agreement this weekend and cast their vote, which will be counted by Tuesday. Kellogg and the union have been engaged in negotiations since Sept. 8. On Oct. 5, workers in Battle Creek, Mich., Lancaster, Pa., Memphis, Tenn., and Omaha, Neb., decided to strike.

Airbus Wins Over Two Boeing Customers

By Benjamin Katz

Airbus SE won deals to sell Dutch carrier KLM and Australia's Qantas Airways Ltd. scores of single-aisle jets, prying away two of Boeing's most loyal customers. Air France-KLM Group placed an order for up to 160 of Airbus's A320neo family of jets to replace aging Boeing jets at both KLM and its discount unit, Transavia. Qantas said it had agreed to buy 40 single-aisle, or narrow-body, jets from Airbus with purchase rights for another 94 jets over the next 10 years as it phases out older Boeing jets. Each carrier currently operates single-aisle jets exclusively manufactured by Boeing. "We are very proud to be awarded this decision and to be part of the future of these iconic airlines," Airbus Chief Commercial Officer Christian Scherer said following the Air France-KLM announcement. The orders mark two major losses for Boeing, as the U.S. plane maker tries to rebuild its order backlog for the 737 MAX after the aircraft's long grounding following two fatal crashes. "We respect our customers' decisions," a spokeswoman for Boeing said. "These airlines are valued Boeing customers, and we will continue to partner closely with them to support their fleet and services requirements." Boeing's sales of the MAX



Qantas said it had agreed to buy 40 single-aisle, or narrow-body, jets from Airbus as it phases out older Boeing planes.

had started to pick up this year after customers canceled hundreds of orders in the wake of the MAX crisis. Through the end of November, Boeing has secured 692 gross orders for the aircraft, following its recertification and its subsequent return to the skies toward the end of last year. Airbus had booked 542 orders for its rival A320neo in the same period, most of which have been for the European manufacturer's bigger A321 variant. But amid the grounding, and the pandemic, Airbus has built a sizable market-share

lead in the segment. This summer, Airbus commanded a 68% share of total net orders for the two narrow-body jets, according to company figures. That compared with a 58-42 percentage split in favor of the A320neo at the end of 2018, before the MAX's grounding following two fatal crashes. The recovery in air traffic this year has been led by airlines operating predominantly on short-haul and domestic routes, turning the market for narrow-body jets into a critical battleground between Boeing and Airbus. Even before the pandemic, the smaller jets

were the most popular offerings for both plane makers. Airbus is on track to retain its crown as the world's biggest commercial aircraft maker at the end of the year.

Boeing is waiting for China to give the signoff that will allow airlines to return the MAX to their fleets and allow Boeing to restart handing over the aircraft to Chinese customers.



The new brand, in various flavors, are the latest in a series of crossover alcohol and soft-drink ventures.

Bud Light Unveils Hard Soda As More Brewers Mix It Up

By Jennifer Maloney

The line between beer and soda is blurring. Anheuser-Busch InBev SA said it is introducing in January a line of Bud Light-branded hard soda in cola, cherry cola, orange and lemon-lime flavors. PepsiCo Inc. early next year will roll out an alcoholic version of Mountain Dew in a partnership with Boston Beer Co. And Coca-Cola Co. this year introduced a boozy version of its Topo Chico sparkling water with Molson Coors Beverage Co. The product launches are the latest in a series of crossover ventures as alcohol and soft drink companies push into

one another's turf in search of growth. Consumer demand has soared over the past few years for nonalcoholic seltzers such as LaCroix and alcoholic ones such as White Claw that are low on calories and offer just a hint of flavor. Now some consumers are migrating toward stronger flavors, industry experts say, and brewers are trying out new fizzy drinks. Bud Light Seltzer Hard Soda will have no sugar or caffeine. Anheuser-Busch describes it as "light like a seltzer and bold like soda pop." Each can will contain 100 calories and 5% alcohol, the company said. Hard Mountain Dew similarly will have no sugar or caffeine. Hard sodas are flavored malt

beverages—essentially beer. They represent a very small segment of the beer market, industry analysts say. There was a brief spike in demand for them in 2015 and 2016, but in the flavored malt-beverage category, hard sodas have since taken a back seat to hard teas such as Boston Beer's Twisted Tea, said Harry Schuhmacher, editor and publisher of Beer Business Daily. "To me, that means a gap has opened for a sweet-tasting offering in the hard cola space," he said. For AB InBev, the new drinks are the latest attempt to use its Bud Light brand to push beyond beer after several false starts with other hard-seltzer brands.

IN RE THE BOEING COMPANY
DERIVATIVE LITIGATION) Consol. C.A. No. 2019-0907-MTZ

SUMMARY NOTICE OF PENDENCY OF THE ACTION, PROPOSED SETTLEMENT OF THE ACTION, AND SETTLEMENT HEARING

TO: ALL CURRENT STOCKHOLDERS OF THE BOEING COMPANY ("BOEING")
AS OF NOVEMBER 5, 2021.

PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. YOUR RIGHTS WILL BE AFFECTED BY THE LEGAL PROCEEDINGS IN THE ACTION.

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23.1 of the Delaware Court of Chancery and a Scheduling Order of the Court of Chancery of the State of Delaware (the "Court"), of the pendency of the above-captioned stockholder derivative action (the "Action"), which was brought by Co-Lead Plaintiffs Thomas P. DiNapoli, Comptroller of the State of New York, as Administrative Head of the New York State and Local Retirement System, and as Trustee of the New York State Common Retirement Fund, and the Fire and Police Pension Association of Colorado (together, "Co-Lead Plaintiffs") on behalf of and for the benefit of Boeing.

YOU ARE ALSO NOTIFIED that, as provided in a Stipulation and Agreement of Compromise, Settlement and Release, dated as of November 5, 2021 (the "Stipulation"), Co-Lead Plaintiffs and Defendants (as defined in the Stipulation) have reached a proposed settlement of the Action (the "Settlement"), subject to Court approval. Pursuant to the Stipulation, as consideration for the Settlement, Defendants shall cause their insurers to make a monetary payment of \$237.5 million, less the amount of any attorneys' fees and expenses awarded by the Court in connection with the Settlement, to Boeing, and Boeing shall implement the corporate governance measures set forth in Exhibit A to the Stipulation.

Additional information concerning the Settlement terms, as well as a description of the history of the Action and an explanation of stockholders' legal rights with respect to the Settlement, is provided in the full printed Notice of Pendency of the Action, Proposed Settlement of the Action, and Settlement Hearing (the "Notice"). The Notice and the Stipulation have been published on Boeing's public website, available at www.boeing.com/company-general-info/corporate-governance/page#information and on a website created by Co-Lead Plaintiffs' counsel, available at www.boeingderivativesettlement.com. The Notice is also being sent by mail to Boeing stockholders who are record holders of Boeing stock as of the close of business on the date of the Stipulation, or, with respect to such holders who have opted to receive information from Boeing electronically, by electronic means. Boeing stockholders may also request a copy of the Stipulation and the Notice by contacting counsel listed below.

A hearing will be held by the Court. The hearing shall be held at the Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801, on February 23, 2022, at 1:30 p.m. (the "Settlement Hearing").

At the Settlement Hearing, the Court will be asked to: (a) determine whether the Stipulation, and the terms and conditions of the Settlement set forth in the Stipulation, are fair, reasonable, adequate, and in the best interests of Boeing and should be approved by the Court; (b) determine whether an Order and Final Judgment should be entered dismissing the Action and the Consolidated Actions with prejudice, including as against Named Defendants, releasing the Released Claims (as defined in the Stipulation) against the respective Released Parties (as defined in the Stipulation), and barring and enjoining prosecution of any and all Released Claims against any and all respective Released Parties; (c) hear and determine any objections to the Settlement; (d) consider Co-Lead Plaintiffs' petition for an award of attorneys' fees and expenses in connection with the Action (the "Fee and Expense Application"); and (e) rule on other such matters as the Court may deem appropriate. Stockholders do not need to attend the Settlement Hearing.

Any objections to the proposed Settlement or the Fee and Expense Application must be filed with the Court and delivered to counsel for Co-Lead Plaintiffs and Defendants such that they are received no later than twenty (20) calendar days before the Settlement Hearing, in accordance with the instructions set forth in the Notice.

Please note: Because the Action was brought as a derivative action, which means that it was brought on behalf of and for the benefit of Boeing, the benefits from the Settlement will go to Boeing. Individual Boeing stockholders will not receive any direct payment from the Settlement. Also, please note that there is no proof of claim form for stockholders to submit in connection with this Settlement, and stockholders are not required to take any action in response to this notice.

DO NOT CALL OR WRITE THE COURT OR THE OFFICE OF THE REGISTER IN CHANCERY REGARDING THIS NOTICE.

All questions regarding this notice and the Settlement should be made to the following counsel for Co-Lead Plaintiffs:

| | | |
|--|--|---|
| Steven E. Fineman Nicholas Diamand LIEFF CABRASER HEIMANN & BERNSTEIN, LLP 250 Hudson Street, 8th Floor New York, New York 10013 | Richard M. Heimann Katherine Lubin Benson LIEFF CABRASER HEIMANN & BERNSTEIN, LLP 275 Battery Street, 29th Floor San Francisco, California 94111 | Joel Friedlander Jeffrey M. Gorris Christopher M. Foulds FRIEDLANDER & GORRIS, P.A. 1201 North Market Street Suite 2200 Wilmington, Delaware 19801 |
|--|--|---|

BY ORDER OF THE COURT

EXHIBIT C

follow- percentage split in favor of the
and its A320neo at the end of 2018,
he skies before the MAX's grounding
year. following two fatal crashes.
542 or- The recovery in air traffic
Oneo in this year has been led by air-
most of lines operating predominantly
ie Euro- on short-haul and domestic
bigger routes, turning the market for
und- narrow-body jets into a critical
bus has battleground between Boe-
st-share ing and Airbus. Even before
the pandemic, the smaller jets



if crossover alcohol and soft-drink ventures.

s Hard Soda Mix It Up

arch of beverages—essentially beer.
and has They represent a very small
n years segment of the beer market, in-
rs such dustry analysts say. There was
ic ones a brief spike in demand for
at are them in 2015 and 2016, but in
r just a the flavored malt-beverage cat-
e con- egory, hard sodas have since
toward taken a back seat to hard teas
try ex- such as Boston Beer's Twisted
are try- Tea, said Harry Schuhmacher,
cs. editor and publisher of Beer
d Soda Business Daily.
affeine. "To me, that means a gap
es it as has opened for a sweet-tasting
d bold offering in the hard cola
an will space," he said.
5% al- For AB InBev, the new drinks
l. Hard are the latest attempt to use its
ly will Bud Light brand to push beyond
ne. beer after several false starts
ad malt with other hard-seltzer brands.

IN RE THE BOEING COMPANY)
DERIVATIVE LITIGATION) Consol. C.A. No. 2019-0907-MTZ

SUMMARY NOTICE OF PENDENCY OF THE ACTION, PROPOSED SETTLEMENT OF THE ACTION, AND SETTLEMENT HEARING

TO: ALL CURRENT STOCKHOLDERS OF THE BOEING COMPANY ("BOEING")
AS OF NOVEMBER 5, 2021.

**PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. YOUR
RIGHTS WILL BE AFFECTED BY THE LEGAL PROCEEDINGS IN THE ACTION.**

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23.1 of the Delaware Court of Chancery and a Scheduling Order of the Court of Chancery of the State of Delaware (the "Court"), of the pendency of the above-captioned stockholder derivative action (the "Action"), which was brought by Co-Lead Plaintiffs Thomas P. DiNapoli, Comptroller of the State of New York, as Administrative Head of the New York State and Local Retirement System, and as Trustee of the New York State Common Retirement Fund, and the Fire and Police Pension Association of Colorado (together, "Co-Lead Plaintiffs") on behalf of and for the benefit of Boeing.

YOU ARE ALSO NOTIFIED that, as provided in a Stipulation and Agreement of Compromise, Settlement and Release, dated as of November 5, 2021 (the "Stipulation"), Co-Lead Plaintiffs and Defendants (as defined in the Stipulation) have reached a proposed settlement of the Action (the "Settlement"), subject to Court approval. Pursuant to the Stipulation, as consideration for the Settlement, Defendants shall cause their insurers to make a monetary payment of \$237.5 million, less the amount of any attorneys' fees and expenses awarded by the Court in connection with the Settlement, to Boeing, and Boeing shall implement the corporate governance measures set forth in Exhibit A to the Stipulation.

Additional information concerning the Settlement terms, as well as a description of the history of the Action and an explanation of stockholders' legal rights with respect to the Settlement, is provided in the full printed Notice of Pendency of the Action, Proposed Settlement of the Action, and Settlement Hearing (the "Notice"). The Notice and the Stipulation have been published on Boeing's public website, available at www.boeing.com/company/general-info/corporate-governance.page#/information and on a website created by Co-Lead Plaintiffs' counsel, available at www.boeingderivativesettlement.com. The Notice is also being sent by mail to Boeing stockholders who are record holders of Boeing stock as of the close of business on the date of the Stipulation, or, with respect to such holders who have opted to receive information from Boeing electronically, by electronic means. Boeing stockholders may also request a copy of the Stipulation and the Notice by contacting counsel listed below.

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At the Settlement Hearing, the Court will be asked to: (a) determine whether the Stipulation, and the terms and conditions of the Settlement set forth in the Stipulation, are fair, reasonable, adequate, and in the best interests of Boeing and should be approved by the Court; (b) determine whether an Order and Final Judgment should be entered dismissing the Action and the Consolidated Actions with prejudice, including as against Named Defendants, releasing the Released Claims (as defined in the Stipulation) against the respective Released Parties (as defined in the Stipulation), and barring and enjoining prosecution of any and all Released Claims against any and all respective Released Parties; (c) hear and determine any objections to the Settlement; (d) consider Co-Lead Plaintiffs' petition for an award of attorneys' fees and expenses in connection with the Action (the "Fee and Expense Application"); and (e) rule on other such matters as the Court may deem appropriate. Stockholders do not need to attend the Settlement Hearing.

Any objections to the proposed Settlement or the Fee and Expense Application must be filed with the Court and delivered to counsel for Co-Lead Plaintiffs and Defendants such that they are received no later than twenty (20) calendar days before the Settlement Hearing, in accordance with the instructions set forth in the Notice.

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All questions regarding this notice and the Settlement should be made to the following counsel for Co-Lead Plaintiffs:

| | | |
|--|--|---|
| Steven E. Fineman Nicholas Diamand LIEFF CABRASER HEIMANN & BERNSTEIN, LLP 250 Hudson Street, 8th Floor New York, New York 10013 | Richard M. Heimann Katherine Lubin Benson LIEFF CABRASER HEIMANN & BERNSTEIN, LLP 275 Battery Street, 29th Floor San Francisco, California 94111 | Joel Friedlander Jeffrey M. Gorris Christopher M. Foulds FRIEDLANDER & GORRIS, P.A. 1201 North Market Street Suite 2200 Wilmington, Delaware 19801 |
|--|--|---|

BY ORDER OF THE COURT

EXHIBIT D

Summary Notice of Pendency of Derivative Action, Proposed Settlement of Derivative Action, Settlement Hearing and Right to Appear

NEWS PROVIDED BY

Boeing →

Dec 17, 2021, 07:00 ET

CHICAGO, Dec. 17, 2021 /PRNewswire/ -- The following is being released by The Boeing Company pursuant to an Order of the Court of Chancery of the State of Delaware:

IN RE THE BOEING COMPANY)

DERIVATIVE LITIGATION) Consol. C.A. No. 2019-0907-MTZ

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brought by Co-Lead Plaintiffs Thomas P. DiNapoli, Comptroller of the State of New York, as Administrative Head of the New York State and Local Retirement System, and as Trustee of the New York State Common Retirement Fund, and the Fire and Police Pension Association of Colorado (together, "Co-Lead Plaintiffs") on behalf of and for the benefit of Boeing.

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At the Settlement Hearing, the Court will be asked to: (a) determine whether the Stipulation, and the terms and conditions of the Settlement set forth in the Stipulation, are fair, reasonable, adequate, and in the best interests of Boeing and should be approved by the Court; (b) determine whether an Order and Final Judgment should be entered dismissing the Action and

the Consolidated Actions with prejudice, including as against Named Defendants, releasing the Released Claims (as defined in the Stipulation) against the respective Released Parties (as defined in the Stipulation), and barring and enjoining prosecution of any and all Released Claims against any and all respective Released Parties; (c) hear and determine any objections to the Settlement; (d) consider Co-Lead Plaintiffs' petition for an award of attorneys' fees and expenses in connection with the Action (the "Fee and Expense Application"); and (e) rule on other such matters as the Court may deem appropriate. Stockholders do not need to attend the Settlement Hearing.

Any objections to the proposed Settlement or the Fee and Expense Application must be filed with the Court and delivered to counsel for Co-Lead Plaintiffs and Defendants such that they are received no later than twenty (20) calendar days before the Settlement Hearing, in accordance with the instructions set forth in the Notice.

Please note: Because the Action was brought as a derivative action, which means that it was brought on behalf of and for the benefit of Boeing, the benefits from the Settlement will go to Boeing. Individual Boeing stockholders will not receive any direct payment from the Settlement. Also, please note that there is no proof of claim form for stockholders to submit in connection with this Settlement, and stockholders are not required to take any action in response to this notice.

**DO NOT CALL OR WRITE THE COURT OR THE OFFICE OF THE
REGISTER IN CHANCERY REGARDING THIS NOTICE**

All questions regarding this notice and the Settlement should be made to the following counsel for Co-Lead Plaintiffs:

| | | |
|------------------------------|--|-------------------------------------|
| Steven E. Fineman | Richard M. Heimann | Joel Friedlander |
| Nicholas Diamand | Katherine Lubin Benson | Jeffrey M. Gorris |
| LIEFF CABRASER | LIEFF CABRASER | Christopher M. Foulds |
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