

BOEING CO  
Form 8-K  
December 01, 2003

**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

Date of Report (Date of Earliest Event Reported): **December 1, 2003**

**THE BOEING COMPANY**

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(Exact name of registrant as specified in its charter)

Commission file number 1-442

**Delaware**

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(State or other jurisdiction of incorporation or organization)

**100 N. Riverside, Chicago, IL**

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(Address of principal executive offices)

**91-0425694**

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(I.R.S. Employer Identification No.)

**60606-1596**

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(Zip Code)

**(312) 544-2000**

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(Registrant's telephone number, including area code)

**Item 6. Resignations of Registrant s Directors**

On December 1, 2003, Philip M. Condit tendered his resignation as Chairman and Chief Executive Officer of The Boeing Company. The resignation is not the result of any disagreement with Boeing on any matter relating to its operations, policies or practices. A copy of the press release announcing Mr. Condit s resignation is filed as Exhibit 99.1 to this Form 8-K.

The Board of Directors named Harry C. Stonecipher as President and Chief Executive Officer and Lewis E. Platt as Non-executive Chairman of Boeing.

**SIGNATURE**

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

**THE BOEING COMPANY**

(Registrant)

/s/ James C. Johnson

James C. Johnson

Senior Vice President, Corporate Secretary

and Assistant General Counsel

Date: December 1, 2003