

BOEING CO (BA)

2026 DEF 14A · filed 2026-03-06 · CIK 0000012927

Headline facts

CEO TOTAL PAY

\$23,581,389

Robert K. Ortberg · 2025 · 28% YoY

CEO PAY RATIO ITEM 402(U)

166 to 1

Median employee: \$141,933

SAY ON PAY CD&A

Not disclosed

Extracted from: Compensation Discussion & Analysis

COMPENSATION COMMITTEE CD&A

Compensation Committee

Governance policies

CLAWBACK

present

PLEDGING

prohibited

HEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

Not extracted

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Robert K. Ortberg President and Chief Executive Officer	\$1,500,000	\$7,874,818	\$3,930,000	\$651,612	\$23,581,389
Jesus Malave, Jr. Chief Financial Officer	\$399,808	\$4,999,976	\$1,650,600	\$132,706	\$20,183,001
Stephanie F. Pope President and Chief Executive Officer, Commercial Airplanes	\$1,200,000	\$4,499,949	\$2,625,240	\$416,699	\$14,381,826
Brian J. West Former Chief Financial Officer	\$1,038,308	\$2,699,858	\$1,498,640	\$211,205	\$8,747,949
Brett C. Gerry Chief Legal Officer	\$955,154	\$2,024,848	\$1,257,600	\$167,429	\$6,952,290
Jeffrey S. Shockey Executive Vice President of Govern- ment Operations, Global Public Policy and Corporate Strategy	\$651,846	\$3,624,847	\$763,475	\$69,900	\$6,485,026

CEO pay mix (latest year)

Base salary	6%
Cash incentive	17%
Equity	74%
Other	3%
At-risk	91%

Every fact above, traced back to filing text

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CEO pay ratio = 166 to 1

Extracted from: CEO Pay Ratio section (Item 402(u)) · confidence 0.94

“annual total compensation of our employees and the annualized total compensation of our CEO. For 2025, the annual total compensation of our median employee was \$141,933. The annualized total compensation of Mr. Ortberg was \$23,581,389. Based on this information, we estimated that our CEO’s 2025 total compensation was approximately 166 times that of our median employee. The median employee’s 2025 total compensation was calculated in the same manner as would be required by Item 402(c)(2)(x) of Regulation S-K if the employee was a NEO for 2025. We have elected to identify our median employee ever...”

Median employee compensation = \$141,933

Extracted from: CEO Pay Ratio section (Item 402(u)) · confidence 0.9

“by Section 953(b) of the Dodd-Frank Wall Street Reform and Consumer Protection Act and Item 402(u) of Regulation S-K, we are providing the following information about the relationship of the median of the annual total compensation of our employees and the annualized total compensation of our CEO. For 2025, the annual total compensation of our median employee was \$141,933. The annualized total compensation of Mr. Ortberg was \$23,581,389. Based on this information, we estimated that our CEO’s 2025 total compensation was approximately 166 times that of our median employee. The median employee’s 2...”

Say on pay = —

Extracted from: Compensation Discussion & Analysis · confidence 0.84

“The Compensation Committee will continue to consider say on pay vote results and feedback from shareholders when reviewing our executive compensation programs and practices.”

Compensation committee = Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Compensation Committee Interlocks and Insider Participation”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Clawback Policy”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“and Restrictions on trading in Boeing stock to reduce insider trading compliance risk, as well as prohibitions on pledging, hedging and monetization transactions involving Boeing stock.”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“and Restrictions on trading in Boeing stock to reduce insider trading compliance risk, as well as prohibitions on pledging, hedging and monetization transactions involving Boeing stock.”