BIGGS JOHN H Form 4 October 03, 2002

SEC Form 4

UNITE	ED STATES SECURITIES AND EXCHANGE COMMISSION					OMB APPROVAL			
	MENT OF CH	HANGES IN B	ENEFICIA	ENEFICIAL OWNERSHIP			OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5		
Public Utility Holding Company, Act of 1935 or Section 30(f) of the Investment Company, Act of 1940									
1. Name and Address of Reporting Person* Biggs, John H.			4. Statement for (Month/Year)		. Relation	ationship of Reporting Person(s) to			
(Last) (First) (Middle) Teachers Ins. & Annuity Assn. of America College 730 Third Avenue (Street) New York, NY 10017 (City) (State) (Zip)			5. If Amendi Date of O (Month/Y	ment, O riginal 'ear) O 7.	Other Officer/Oth Description Individu Filing (C	Officer r/Other ption vidual or Joint/Group ng (Check Applicable Line) lividual Filing			
_	-	1		r					
nsaction Date nth/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8) Code V	Disposed (D) Of (Instr. 3, 4, and Amount	d 5)	5. Amount of Securities Beneficially Owned at End ofMonth (Instr. 3 and 4)	ship Forr Dire or Indi	m: ect(D) irect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
	STATE Filed pursuant to Holding Compa g Person* (Middle) of America (Zip) rities Acquired, I isaction Date	STATEMENT OF CH Filed pursuant to Section 16(a) of Holding Company Act of 1935 g Person* 2. Issuer Name or Trading S (Middle) The Boeing Co (Middle) The Boeing Co (Middle) 3. I.R.S. Identifi Number of R person, if an (voluntary) (Voluntary) (Zip) 3. Transaction Code and Voluntary Code (Instr. 8)	COMMISS Washington, D.C STATEMENT OF CHANGES IN BI Filed pursuant to Section 16(a) of the Securities Ex Public Utilit Holding Company Act of 1935 or Section 30(f) of g Person* g Person* 2. Issuer Name and Ticker or Trading Symbol (Middle) The Boeing Company BA Mamerica 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) (Zip) S. Transaction Code and Voluntary Code (Instr. 8) 3. Transaction Inh/Day/Year) 3. Transaction Code (Instr. 8) Code V Amount	COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL Filed pursuant to Section 16(a) of the Securities Exchange Act of Public Utility Holding Company Act of 1935 or Section 30(f) of the Investme g Person* 4. Statement (Middle) (Middle) of America The Boeing Company BA 0ctober 2 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 5. If Amendi Date of O (Month/Y) (Zip) 3. Transaction Code and Voluntary Code (Instr. 8) 4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of g Person* 2. Issuer Name and Ticker or Trading Symbol 4. Statement for (Month/Year) 6 Middle) The Boeing Company BA 0ctober 2, 2002 6 Middle) The Boeing Company BA 5. If Amendment, Date of Original (Month/Year) 6 (Zip) Transaction Number of Reporting Person, if an entity (voluntary) 5. If Amendment, Date of Original (Month/Year) 7 (Zip) 3. Transaction Code and Voluntary 4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5) 5. Amount of Securities Beneficially Owned at End ofMonth (Instr. 3 and 4)	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940 g Person* g Person* 2. Issuer Name and Ticker or Trading Symbol 4. Statement for (Month/Year) 6. Relation Issuer of America 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 0ctober 2, 2002 X (Zip) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 5. If Amendment, Date of Original (Month/Year) Officer/Othescription (Zip) 3. Transaction (Instr. 3, 4, and 5) 5. Amount of Securities Beneficially Owned 5. Amount of Securities Beneficially Owned at End ofMonth (Instr. 3 and 4) 6. Owner	COMMISSION Washington, D.C. 20549 OMB Nur Explose STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940 6. Relationship of Rep (Middle) gPerson* 2. Issuer Name and Ticker or Trading Symbol 4. Statement for (Month/Year) 6. Relationship of Rep Issuer Middle The Boeing Company BA October 2, 2002 X Directo Owner Middle The Boeing Company BA October 2, 2002 X Directo Owner (Middle) The Boeing Company BA 0ctober 2, 2002 X Directo Owner (Voluntary) 5. If Amendment, Date of Original (Month/Year) Officer/Other Description 0 (Zip) 3. Transaction (Instr. 3, 4, and 5) 5. Amount of Securities Beneficially Owned at End ofMonth 6. Owner- ship Form: Direct(D) or Indirect (I) (Instr. 4, and 5)	COMMISSION Washington, D.C. 20549 OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response0.5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility OMB Number: 3235-0287 Expires: January 31, 2005 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility 6. Relationship of Reporting Person(s) gPerson* 2. Issuer Name and Ticker or Trading Symbol 4. Statement for (Month/Year) 6. Relationship of Reporting Person(s) Middle) The Boeing Company BA October 2, 2002 Statement, Date of Original (Month/Year) 0. Statement, Date of Original (Month/Year) 0. Statement, Director Other (Zip) 1. R.S. Identification Number of Reporting Person, if an entity (voluntary) 5. If Amendment, Date of Original (Month/Year) 0. Statement, Other 0. Statement, Other (Zip) 3. Transaction Code and Voluntary 4. Securities Acquired (A) or Code (Instr. 3, 4, and 5) 5. Amount of Securities Beneficially Owneed at End ofMonth 6. Owner- ship Form: Direct(D) or Indirect (D) (Instr. 4) 1. Nature of Indirect Beneficially Owneeship	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

(over) SEC 1474 (3-99)

Biggs, John H. - October 2, 2002

Form 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
	2. Conver-	3.	4.		6. Date		8. Price		10.	11. Nature of
Derivative	sion or	Transaction	Transaction	of	Exercisable(DE) and	Amount of	of	Derivative	Owner-	Indirect
Security	Exercise	Date		Derivative	Expiration	Underlying	Derivative	Securities	ship	Beneficial
(Instr. 3)	Price of		Code	Securities	Date(ED)	Securities	Security	Beneficially	Form of	Ownership

Edgar Filing: BIGGS JOHN H - Form 4

	Deri- vative Security	(Month/ Day/ Year)	Voluntary	Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	(Month/Day/Year) (DE) (ED)	(Instr. 3 and 4)	(Instr.5)	Owned at End of Month (Instr.4)	Deriv- ative Security: Direct (D) or Indirect (I)	(Instr.4)
Option (Right to Buy) NED-0011	\$44.1270	04/29/2002	A V	(A) 2,400.0000	(1) 04/29/2012	Common - 2,400.0000		2,400.0000	D	
Phantom Stock Units	1 for 1	01/02/2002	A V	(A) 581.5500 (2)		Common - 581.5500	\$38.2600		D	
Phantom Stock Units	1 for 1	01/02/2002	A V	(A) 145.3900 (3)		Common - 0.0000			D	
Phantom Stock Units	1 for 1	04/01/2002	A V	(A) 460.9000 (2)		Common - 460.9000	\$48.2750		D	
Phantom Stock Units	1 for 1	04/01/2002	A V	(A) 115.2300 (3)		Common - 115.2300			D	
Phantom Stock Units	1 for 1	07/01/2002	A V	(A) 495.3300 (2)		Common - 0.0000	\$44.9200		D	
Phantom Stock Units	1 for 1	07/01/2002	A V	(A) 123.8300 (3)		Common - 0.0000			D	
Phantom Stock Units	1 for 1	10/01/2002	A V	(A) 633.2716 (2)		Common - 633.2716	\$35.1350		D	
Phantom Stock Units	1 for 1	10/01/2002	A V	(A) 158.3179 (3)		Common - 158.3179		11,789.7995	D	

Explanation of Responses :

** Intentional misstatements or omissions of facts By: James C. Johnson by POA

constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

10-02-2002 ** Signature of Reporting Person Date

Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

See Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not

required to respond unless the form displays a currently valid OMB number.

Page 2 SEC 1474 (3-99)

Biggs, John H. - October 2, 2002

Form 4 (continued)

FOOTNOTE Descriptions for The Boeing Company BA

Form 4 - October 2, 2002

John H. Biggs Teachers Ins. & Annuity Assn. of America College 730 Third Avenue New York, NY 10017

Explanation of responses:

(1) Options become exercisable approximately 40% on the 1st anniversary and 30%

on each of the 3rd and 5th anniversary of the grant date.

(2) Phantom stock purchased by reporting person pursuant to salary deferal under

the Company's Deferred Compensation Plan.

(3) Shares allocated to reporting person's Phantom Stock Unit account based on 25% match by employer to the number of stock units deferred by the reporting person.

Page 3