

BOEING CO
Form S-8 POS
August 05, 2003

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As Filed with the Securities and Exchange Commission on August 5, 2003.

Registration No. 333-47450

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT

*UNDER
THE SECURITIES ACT OF 1933*

THE BOEING COMPANY

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

91-0425694

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

**100 North Riverside
Chicago, IL 60606-1596**

(Address of principal executive offices, including zip code)

BOEING SATELLITE SYSTEMS VOLUNTARY SAVINGS PLAN

BOEING SATELLITE SYSTEMS VOLUNTARY SAVINGS PLAN FOR BARGAINED EMPLOYEES

(Full title of the plans)

JAMES C. JOHNSON
Senior Vice President, Corporate Secretary and Assistant General Counsel
The Boeing Company
100 North Riverside
Chicago, IL 60606-1596
(312) 544-2000

(Name, address and telephone number, including area code, of agent for service)

Copy to:
J. SUE MORGAN
Perkins Coie LLP
1201 Third Avenue, 40th Floor
Seattle, Washington 98101-3099

By means of this Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-47450, filed with the Securities and Exchange Commission on October 6, 2000 (the "2000 Registration Statement"), the Registrant hereby deregisters (1) 357,000 shares of its common stock, par value \$5.00 per share (the "Common Stock"), which were registered for the Boeing Satellite Systems Voluntary Savings Plan and (2) 68,000 shares of Common Stock which were registered for the Boeing Satellite Systems Voluntary Savings Plan for Bargained Employees (collectively, the "BSS Plans"). This deregistration is being made as required in conjunction with the merger of the BSS Plans into The Boeing Company Voluntary Investment Plan.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Chicago, State of Illinois, on August 1, 2003.

THE BOEING COMPANY

By: /s/ MICHAEL M. SEARS

Michael M. Sears
Executive Vice President, Office of the Chairman
and Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to Registration Statement has been signed by the following persons in the capacities indicated on August 1, 2003.

Signature	Title
*	
Philip M. Condit	Chairman of the Board and Chief Executive Officer (Principal Executive Officer)
/s/ MICHAEL M. SEARS	Executive Vice President, Office of the Chairman and Chief Financial Officer (Principal Financial Officer)
Michael M. Sears	
/s/ JAMES A. BELL	Senior Vice President of Finance and Corporate Controller (Principal Accounting Officer)
James A. Bell	
*	
John H. Biggs	Director
*	
John E. Bryson	Director

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Signature

Title

*

Director

Kenneth M. Duberstein

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*

Director

Paul E. Gray

*

Director

John F. McDonnell

Director

W. James McNerney, Jr.

*

Director

Lewis E. Platt

*

Director

Rozanne L. Ridgway

*

Director

John M. Shalikashvili

*

Director

Harry C. Stonecipher

*By:

/s/ MICHAEL M. SEARS

Michael M. Sears
Attorney-in-Fact

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THE PLANS

Pursuant to requirements of the Securities Act of 1933, as amended, the persons who administer the Boeing Satellite Systems Voluntary Savings Plan and the Boeing Satellite Systems Voluntary Savings Plan for Bargained Employees have duly caused this Post-Effective Amendment No. 1 to Registration Statement to be signed on their behalf by the undersigned, thereunto duly authorized, in the City of Chicago, State of Illinois, on August 1, 2003.

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BOEING SATELLITE SYSTEMS VOLUNTARY SAVINGS PLAN

By: THE BOEING COMPANY

By: /s/ MICHAEL M. SEARS

Michael M. Sears
Executive Vice President, Office of the Chairman
and Chief Financial Officer

BOEING SATELLITE SYSTEMS VOLUNTARY SAVINGS PLAN FOR BARGAINED EMPLOYEES

By: THE BOEING COMPANY

By: /s/ MICHAEL M. SEARS

Michael M. Sears
Executive Vice President, Office of the Chairman
and Chief Financial Officer

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PART II

SIGNATURES

THE PLANS