

The Boeing Company
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June 4, 2010

Mr. Dean Zvorak
International Representative
Region 5, UAW
6500 South Rosemead Blvd
Pico Rivera, CA

Dear Mr. Zvorak

This is to confirm that the Company is revising the Offer for a new collective bargaining agreement that it made on April 30, 2010 as follows:

1. The contract will now expire on February 21, 2015.
2. In February 2014, the company will provide a three (3) percent general wage increase.
3. For retirements effective on or after September 1, 2010, the pension multiplier will increase to \$81 per month per year of credited service.
4. The Company's group benefits proposal is revised as reflected in the attached Offer for Settlement – Group Benefits Proposal Summary.
5. A mistake in the COLA tables in the June 4, 2010 offer is rectified by substituting the attached COLA table.
6. The Voluntary Layoff Program Attachment is revised as attached.

Unless specifically mentioned herein, all the other terms and conditions of the April 30, 2010 offer remain the same.

Unless ratified by the membership of UAW Local 148, this revised Offer will expire effective 12:01 am (PST) on June 10, 2010.

Very truly yours,

William R. Hartman, Jr.
Director, Employee Relations