

SPIRIT AEROSYSTEMS
STOCK OWNERSHIP GUIDELINES

Revised April 28, 2021

Purpose

The Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of Spirit AeroSystems Holdings, Inc. (“Holdings”) believes that the Chief Executive Officer and Vice Presidents (the “Executives”) of Holdings and Spirit AeroSystems, Inc. (“Spirit”) and Holdings’ Board members (“Directors”) should have a meaningful ownership stake in Holdings’ Class A Common Stock (the “Common Stock”) to further promote alignment with Holdings’ stockholder interests.

Policy

The following ownership requirements apply to Executives and Directors:

Position	Ownership Guidelines (Value of Shares Owned)
Chief Executive Officer	5x Base Salary
Executive Vice President/Senior Vice President	3x Base Salary
Vice Presidents	1x Base Salary
Non-Employee Directors of Spirit AeroSystems Holdings, Inc.	5x Annual Cash Retainer

In an effort to mitigate the impact of fluctuations in the Company’s Common Stock price on compliance with these guidelines, the Common Stock will be valued by using a rolling average of the last four calendar quarters as of the measurement date. The closing price of Common Stock on the last trading day of each calendar quarter will be used to calculate the rolling average.

Executives must accumulate their required positions five (5) years after being hired or promoted into the officer position. Directors have four (4) years of Board service before they are required to meet the minimum stockholder requirements.

During the accumulation period, Executives and Directors are expected to continuously accumulate qualifying equity until they meet the applicable stock ownership guidelines. Once the Executive/Director has achieved the requisite level, ownership of the requisite amount must be maintained for as long as the individual is subject to these guidelines.

If an Executive or Director does not meet the ownership guidelines due solely to a decrease of the market value of Common Stock, the Executive/Director shall not be required to accumulate additional shares of Common Stock, but will be required to retain all shares of Common Stock held until such time as the Executive/Director meets the ownership guidelines.

The Committee will evaluate whether exceptions should be made for any individual who, due to his or her unique financial circumstances, would incur a hardship by complying with these guidelines. Directors or Executives who reside in jurisdictions where Common Stock is not awarded by Holdings are exempt from the guidelines.

Included Forms of Equity Interests

For purposes of determining whether the ownership guidelines are met, the following forms of equity interests in Holdings are included:

- Directly or indirectly owned shares of Common Stock (indirect ownership includes shares of Common Stock owned by (a) an immediate family member residing in the same household, or (b) through a corporation, living trust, or family partnership controlled by the individual unless ownership is disclaimed);
- Shares of Common Stock owned through Holdings' Employee Stock Purchase Plan;
- Time- or service-based restricted stock or restricted stock units owned by Directors (including deferred restricted stock units); and
- Unvested time- or service-based restricted stock or restricted stock units owned by Executives that are vesting within 60 days of the measurement date.

For avoidance of doubt, the following will not count towards the guidelines for Executives:

- Unvested time- or service-based restricted stock or restricted stock units vesting more than 60 days after the measurement date; and
- Unvested performance-based restricted stock or restricted stock units.

Monitoring Compliance

Compliance with the ownership guidelines will be reviewed annually. It is the responsibility of the individual Directors and Executives to ensure their compliance with the ownership guidelines.

Compliance with Insider Trading Policy

All Directors and Executives must comply with the Insider Trading Policy.

Review

The Compensation Committee shall review these Guidelines periodically and, if changes are deemed appropriate, shall submit recommended changes to the Board of Directors for consideration and approval.