**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. **Name and Address of Reporting Person**
   - Dahut Karen M
     - (Last) MCLEAN
     - (First) VA
     - (Middle) 8283 GREENSBORO DRIVE
     - (Street) 22102
     - (City) (State) (Zip)

2. **Issuer Name and Ticker or Trading Symbol**
   - Booz Allen Hamilton Holding Corp [ BAH ]

3. **Date of Earliest Transaction (Month/Day/Year)**
   - 08/10/2020

4. **If Amendment, Date of Original Filed (Month/Day/Year)**
   - 08/11/2020

5. **Relationship of Reporting Person(s) to Issuer**
   - Director
   - Executive Vice President
   - 10% Owner

6. **Individual or Joint/Group Filing (Check Applicable Line)**
   - X Form filed by One Reporting Person
   - Form filed by More than One Reporting Person

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### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Title of Security | Date (Month/Day/Year) | Deemed | Acquired | Disposed | Price
<table>
<thead>
<tr>
<th></th>
<th></th>
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<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>08/10/2020</td>
<td>S</td>
<td>2,900(1)</td>
<td>D</td>
<td>$85.1(2)</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/11/2020</td>
<td>S</td>
<td>7,100(3)</td>
<td>D</td>
<td>$85.97(4)</td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Date (Month/Day/Year)</th>
<th>Deemed</th>
<th>Acquired</th>
<th>Disposed</th>
<th>Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
</table>

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**Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 5, 2020.
2. The price reported in Columns 4 is a weighted average price. These shares were sold in a series of transactions at prices ranging from $85.00 to $85.24, inclusive. The Reporting Person undertakes to provide to Booz Allen Hamilton Holding Corporation, any of its security holders, the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
3. Includes restricted stock units.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $85.08 to $86.87, inclusive. The Reporting Person undertakes to provide to Booz Allen Hamilton Holding Corporation, any of its security holders, or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

**Remarks:**

By: /s/ Udelle Lin, as Attorney-in-Fact for Karen M. Dahut

in-Fact for Karen M. Dahut 09/12/2020

**Signature of Reporting Person**

**Date**

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Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.