INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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
   Carlyle Group Management L.L.C.

   (Last)  (First)  (Middle)
   C/O THE CARLYLE GROUP
   1001 PENNSYLVANIA AVE. NW, SUITE 220S
   WASHINGTON DC  20004

2. Date of Event Requiring Statement
   05/02/2012

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

4. Relationship of Reporting Person(s) to Issuer
   Director  X  10% Owner
   Officer (give title below)
   Other (specify below)

5. If Amendment, Date of Original Filed

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

Table I - Non-Derivative Securities Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 4)</th>
<th>2. Amount of Securities Beneficially Owned (Instr. 4)</th>
<th>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</th>
<th>4. Nature of Indirect Beneficial Ownership (Instr. 6)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>95,660,000</td>
<td>I</td>
<td>See footnote(1)(X)</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 4)</th>
<th>2. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</th>
<th>4. Conversion or Exercise Price of Derivative Security</th>
<th>5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</th>
<th>6. Nature of Indirect Beneficial Ownership (Instr. 6)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Date Exercisable</td>
<td>Expiration Date</td>
<td>Title</td>
<td>Amount or Number of Shares</td>
<td></td>
</tr>
</tbody>
</table>

1. Name and Address of Reporting Person
   Carlyle Group Management L.L.C.

   (Last)  (First)  (Middle)
   C/O THE CARLYLE GROUP
   1001 PENNSYLVANIA AVE. NW, SUITE 220S
   WASHINGTON DC  20004

1. Name and Address of Reporting Person
   Carlyle Group L.P.

   (Last)  (First)  (Middle)
   C/O THE CARLYLE GROUP
   1001 PENNSYLVANIA AVE. NW, SUITE 220S
   WASHINGTON DC  20004

1. Name and Address of Reporting Person
   Carlyle Holdings I GP Inc.

   (Last)  (First)  (Middle)
   C/O THE CARLYLE GROUP
   1001 PENNSYLVANIA AVE. NW, SUITE 220S
   (Street)
### 1. Name and Address of Reporting Person

**Carlyle Holdings I GP Sub L.L.C.**  
C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
WASHINGTON DC 20004

### 1. Name and Address of Reporting Person

**Carlyle Holdings I L.P.**  
C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
WASHINGTON DC 20004

### 1. Name and Address of Reporting Person

**TC Group Sub L.P.**  
C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
WASHINGTON DC 20004

### 1. Name and Address of Reporting Person

**TC Group V Managing GP, L.L.C.**  
C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
WASHINGTON DC 20004

### 1. Name and Address of Reporting Person

**TC Group, LLC**  
C/O THE CARLYLE GROUP  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
WASHINGTON DC 20004

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**Explanation of Responses:**

1. Following an internal reorganization, the reporting persons, by reason of the relationships described below, may be deemed to be the beneficial owners of the shares reported herein and held of record by Explorer Coinvest LLC. Each of the reporting persons expressly disclaims beneficial ownership of any such securities, except to the extent of its pecuniary interest therein.

2. Explorer Coinvest LLC is now managed by TC Group V Managing GP, L.L.C. TC Group Sub, L.P., is the managing member of TC Group V Managing GP, L.L.C. The general partner of TC Group Sub, L.P., is TC Group, L.L.C. The managing member of TC Group, L.L.C., is Carlyle Holdings I L.P. The general partner of Carlyle Holdings I L.P., is Carlyle Holdings I GP Sub L.L.C. The managing member of Carlyle Holdings I GP Sub L.L.C., is Carlyle Holdings I GP Inc. The sole shareholder of Carlyle Holdings I GP Inc., is The Carlyle Group L.P. The general partner of The Carlyle Group L.P., is Carlyle Group Management L.L.C., which is managed by an eight person board of directors, with all board action relating to the voting or disposition of these shares requiring approval of a majority of the board. All members of the board of directors expressly disclaim beneficial ownership of the shares reported herein.
Remarks:
Exhibit List: Exhibit 24 - Confirming Statement Exhibit 99 - Joint Filer Information

/s/ R. Rainey Hoffman,
attorney-in-fact for Daniel A.
D'Aniello, Chairman
05/08/2012
** Signature of Reporting Person Date

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 5 (b)(v).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
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.
POWER OF ATTORNEY

The undersigned understands that, from time to time, the Carlyle Companies (defined below) are required to prepare, execute and file certain federal and state securities laws filings.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Curt Buser, Jeff Ferguson, David Pearson, Catherine Zibro, R. Rainey Hoffman, Joanne Cosiol, Monica Harris, Jeremy Anderson, Bruno De Gusmao, Ann Siebecker, Andrea Pekala, Tom Maryhofer, Orit Mizrachi, John Beczak, Rick Kappler, Matt LoRusso, Rob Konigsberg, James Sloan, Anne Frederick, Norma Kuntz, Victoria Jong, Erica Herberg or any of them signing singly, and with full power of substitution, the undersigned’s true and lawful attorney-in-fact to:

(1) prepare, execute in the name of each Carlyle Company and on behalf of each Carlyle Company, and submit to the U.S. Securities and Exchange Commission (the “SEC”) a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of Forms D (“Form D”) required to be filed in accordance with Rule 503 (“Rule 503”) promulgated with respect to Sections 4(2), 4(6) and 3(b) of the Securities Act of 1933 (the “1933 Act”) and reports required by Sections 13(d) and 16(a) of the Securities Exchange Act of 1934 (the “1934 Act”) or any rule or regulation of the SEC;

(2) prepare and execute for and on behalf of each Carlyle Company, in the undersigned’s capacity as a Chairman, authorized person, officer and/or director of each Carlyle Company, federal and state securities laws filings including without limitation Forms D pursuant to Rule 503 and Schedules 13D and 13G and Forms 3, 4, and 5 in accordance with Sections 13(d) and 16(a) of the 1934 Act and the rules thereunder;

(3) do and perform any and all acts for and on behalf of each Carlyle Company which may be necessary or desirable to complete and execute any such federal and state securities laws filings including without limitation Forms D, Schedules 13D and 13G and Forms 3, 4, and 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and the securities administrators of any state, the District of Columbia, the Commonwealth of Puerto Rico, Guam and the United States Virgin Islands or their designees and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact’s discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do it personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact’s substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted, whether the same needs to be executed, taken or done by him in his capacity as a current or former member, partner, shareholder, director or officer of any company, partnership, corporation, organization, firm, branch or other entity connected with, related to or affiliated with any of the entities constituting the Carlyle Companies or entities that directly or indirectly hold interests in the Carlyle Companies.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned’s responsibilities to comply with federal and state securities laws, including without limitation Rule 503 of the 1933 Act or Section 13 and Section 16 of the 1934 Act.

This Power of Attorney and all authority conferred hereby shall not be terminated by operation of law, whether by the death or incapacity of the undersigned or by occurrence of any other event. Actions taken by an attorney-in-fact pursuant to this Power of Attorney shall be as valid as if any event described in the preceding sentence had not occurred, whether or not the attorney-in-fact shall have received notice of such event. Notwithstanding the foregoing, (i) in the event that an attorney-in-fact is no longer employed by The Carlyle Group Employee Co., L.L.C. or its affiliates, this Power of Attorney and all authority conferred hereby shall be immediately terminated with respect to such Attorney, and (ii) the undersigned may terminate or revoke this Power of Attorney at any time.


IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 8th day of May, 2012.

/s/ Daniel A. D’Aniello
Name: Daniel A. D’Aniello
Title: Chairman
Exhibit 99

Joint Filer Information

Date of Event
Requiring Statement: May 2, 2012

Issuer Name and Ticker or Trading Symbol: Booz Allen Hamilton Holding Corporation [BAH]

Designated Filer: Carlyle Group Management L.L.C.

Other Joint Filers:
The Carlyle Group, L.P.
Carlyle Holdings I GP Inc.
Carlyle Holdings I GP Sub L.L.C.
Carlyle Holdings I L.P.
TC Group, L.L.C.
TC Group Sub L.P.
TC Group V Managing GP, L.L.C.

Addresses: The address of each of the reporting persons is c/o The Carlyle Group, 1001 Pennsylvania Ave., N.W., Suite 220 South, Washington, DC 20004-2505.

Signatures:
Dated: May 8, 2012

CARLYLE GROUP MANAGEMENT L.L.C.
By: /s/ R. Rainey Hoffman, attorney-in-fact
Name: Daniel D’Aniello
Title: Chairman

THE CARLYLE GROUP L.P.
By: Carlyle Group Management L.L.C., its general partner
By: /s/ R. Rainey Hoffman, attorney-in-fact
Name: Daniel D’Aniello
Title: Chairman

CARLYLE HOLDINGS I GP INC.
By: /s/ R. Rainey Hoffman, attorney-in-fact
Name: Daniel D’Aniello
Title: Chairman

CARLYLE HOLDINGS I GP SUB L.L.C.
By: Carlyle Holdings I GP Inc., its managing member
By: /s/ R. Rainey Hoffman, attorney-in-fact
Name: Daniel D’Aniello
Title: Chairman

CARLYLE HOLDINGS I L.P.
By: Carlyle Holdings I GP Sub L.L.C., its general partner
By: Carlyle Holdings I GP Inc., its managing member
By: /s/ R. Rainey Hoffman, attorney-in-fact
Name: Daniel D’Aniello
Title: Chairman

TC GROUP, L.L.C.
By: Carlyle Holdings I L.P., its managing member
By: Carlyle Holdings I GP Sub L.L.C., its general partner
By: Carlyle Holdings I GP Inc., its managing member
By: /s/ R. Rainey Hoffman, attorney-in-fact
Name: Daniel D’Aniello
Title: Chairman

TC GROUP SUB L.P.
By: TC Group, L.L.C., its general partner
By: Carlyle Holdings I L.P., its managing member
By: Carlyle Holdings I GP Sub L.L.C., its general partner
By: Carlyle Holdings I GP Inc., its managing member
By: /s/ R. Rainey Hoffman, attorney-in-fact
Name: Daniel D’Aniello
Title: Chairman

TC GROUP V MANAGING GP, L.L.C.
By: TC Group Sub L.P., its managing member
By: TC Group, L.L.C., its general partner
By: Carlyle Holdings I L.P., its managing member
By: Carlyle Holdings I GP Sub L.L.C., its general partner
By: Carlyle Holdings I GP Inc., its managing member

By: /s/ R. Rainey Hoffman, attorney-in-fact
Name: Daniel D’Aniello
Title: Chairman