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
   Explorer Manager, L.L.C.
   C/O THE CARLYLE GROUP
   1001 PENNSYLVANIA AVE. NW, SUITE 220S
   WASHINGTON DC 20004

2. Date of Event Requiring Statement
   10/12/2012

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

4. Relationship of Reporting Person(s) to Issuer
   Director

5. If Amendment, Date of Original Filed

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

Table I - Non-Derivative Securities Beneficially Owned

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5)
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------------------|--------------------------------------------------------|-----------------------------------------------------------------------------|

Explanation of Responses:
1. Following an internal reorganization, the reporting person may be deemed to be the beneficial owners of the shares reported herein and beneficially owned by Explorer Coinvest LLC. The reporting person 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 Explorer Manager, L.L.C. Explorer Manager, L.L.C. is managed by a seven member investment committee, which has dispositive power over the shares beneficially owned by it, and a three member management committee, which has the power to vote the shares beneficially owned by it. Each member of the investment committee and management committee of Explorer Manager, L.L.C. disclaims beneficial ownership of the shares beneficially owned by Explorer Manager, L.L.C., except to the extent of their pecuniary interest therein.

EXPLORER MANAGER,
L.L.C., By: /s/ David B. Pearson, Member
11/19/2012

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.