SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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

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1. Name and Address of Reporting Person [*] <u>ROSSOTTI CHARLES O</u>			2. Issuer Name and Ticker or Trading Symbol <u>Booz Allen Hamilton Holding Corp</u> [BAH]		ationship of Reporting Pe (all applicable) Director Officer (give title	rson(s) to Issuer 10% Owner Other (specify
(Last) (First) (Middle) 8283 GREENSBORO DRIVE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/02/2022		below)	below)
(Street) MCLEAN (City)	VA (State)	22102 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi ⁱ Line) X	vidual or Joint/Group Filir Form filed by One Rep Form filed by More tha Person	porting Person
(Oity)	(State)	(Lih)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)						5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Class A Common Stock	05/25/2022		G	v	7,750	D	\$0 ⁽¹⁾	62,205 ⁽²⁾	D	
Class A Common Stock	05/26/2022		G	v	15,500	D	\$0 ⁽¹⁾	46,705 ⁽²⁾	D	
Class A Common Stock	08/02/2022		Α		3,332 ⁽³⁾	Α	\$ <mark>0</mark>	50,037(2)	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Bona fide gift by the Reporting Person for no consideration.

2. Includes shares of Class A restricted common stock.

3. Consists of shares of Class A restricted common stock.

Remarks:

By: /s/ Lubna Malik, as

Attorney-in-Fact for Charles 08/04/2022 O. Rossotti

** 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 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).