**Statement of Changes in Beneficial Ownership**

**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934**

**1. Name and Address of Reporting Person**
ODEEN PHILIP A

Last (Last) 1435 HARVEST CROSSING DRIVE
First (First) MCLEAN VA 22101
Middle (Street) (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)**
04/01/2011

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

**5. Relationship of Reporting Person(s) to Issuer (Check all applicable)**
X Director 10% Owner
Officer (give title below) Other (specify below)

**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

| Class A Common Stock(1) | 04/01/2011 | A | 5,468 | A | $0 | 15,738 | D |

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**Explanation of Responses:**

1. Includes restricted stock.

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/s/ Terence E. Kaden,
Attorney-in-Fact for Philip A. Odeen
04/05/2011

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).


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.