FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

| Washington, D.C. 20549 |  |
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| Check this box if no longer subject |
|-------------------------------------|
| to Section 16. Form 4 or Form 5     |
| obligations may continue. See       |
| Instruction 1/h)                    |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response: 0.5

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*  Thornberry William McClellan |  |  |           |         |   | 2. Issuer Name and Ticker or Trading Symbol Booz Allen Hamilton Holding Corp [ BAH ] |   |     |   |          |                    |  |   |                   | heck all app  | applicable)<br>irector  |               | Person(s) to Issuer  10% Owner  Other (specify                           |  |
|--|--|--|-----------|---------|---|--|---|-----|---|----------|--------------------|--|---|-------------------|---|---|---------------|--|--|
| (Last) (First) (Middle)<br>8283 GREENSBORO DRIVE                       |  |  |           |         |   | 3. Date of Earliest Transaction (Month/Day/Year) 04/01/2024                          |   |     |   |          |                    |  |   |                   |   | Officer (give title below)  |               | other (s   | вресіту<br>  |
| (Street)  MCLEA  | Street)<br>MCLEAN VA 22102   |  |           |         | 4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Line)  X Form filed by One Report Form filed by More than O  |  |   |     |   |          |                    |  |   | orting Perso      | on  |   |               |  |  |
| (City) (State) (Zip)   |  |  |           |         | Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. |  |   |     |   |          |                    |  |   |                   |   |   |               |  | nded to  |
|  |  | Table                                      | I - Non   | -Deriva | tive S  | Secu   | rities  | Acq | uired,  | Dis      | posed of           | , or   | Ben   | eficia            | ally Own  | ed  |               |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Da             |  |  |           |         |   | Exe<br>if an   | Deemed<br>cution Date,<br>ny<br>nth/Day/Year)   |     |   |          |                    | ies Acquired (A)<br>Of (D) (Instr. 3, 4  |   |                   | nd Securit<br>Benefic<br>Owned                      | ties<br>cially<br>Following   | Form<br>(D) o | n: Direct<br>or Indirect<br>nstr. 4)                                     | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                |
|  |  |  |           |         |   |  | Code  | v   | Amount  | (A<br>(D | ) or<br>))         | Price  | rice Reported Transaction(s) (Instr. 3 and 4) |                   |   |   | (Instr. 4)    |  |  |
| Class A Common Stock 04/01/  |  |  |           |         | /2024   |  |   |     | A   |          | 451(1)             |  | A   | \$ <mark>0</mark> | ) 4   | 451(2)  |               | D  |  |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |           |         |   |  |   |     |   |          |                    |  |   |                   |   |   |               |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                    | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | Execution |         | 4.<br>Transaction<br>Code (Instr.<br>8)   |  | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |     | 6. Date Exercis<br>Expiration Date<br>(Month/Day/Ye |          | te                 | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Ins<br>3 and 4) |   | ,                 | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | у             | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |  |  |           |         | Code  | v  | (A)   | (D) | Date<br>Exercisa                                    | able     | Expiration<br>Date | Title  | or<br>Nur<br>of                               | nber              |   |   |               |  |  |

## Explanation of Responses:

- 1. Consists of shares of Class A restricted common stock.
- 2. Includes shares of Class A restricted common stock.

## Remarks:

By: /s/ Jamie Weatherby as Attorney-in-Fact for William 04/03/2024 McClellan Thornberry

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.