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								
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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* Pfeifer Thomas				2. Issuer Name and Ticker or Trading Symbol Booz Allen Hamilton Holding Corp [BAH]								(Che	ck all app Direc	,	1	′)% Ow	o Issuer Owner er (specify		
(Last) 8283 GR	(Fir	,	⁄liddle)		3. Date of Earliest Transaction (Month/Day/Year) 05/23/2024						X	below	<i>(</i>)	below) Vice President		,			
(Street) MCLEA	N VA	. 2	2102		4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Inc Line) X					on		
(City)	(St	ate) (Z	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.									ided to					
		Table	I - Non-I	Deriva	tive S	ecui	rities	Acq	uired,	Dis	posed of	, or E	Benef	ficiall	y Own	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da				Exec ay/Year) if any		Deemed cution Date, y nth/Day/Year)					es Acquired (A Of (D) (Instr. 3,				ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
							Code	v	Amount	(A) or (D) Pi		rice		ction(s) 3 and 4)			Instr. 4)		
Class A C	Common St	ock		05/23/2	2024		Α		3,151(1)	A \$0		\$ <mark>0</mark>	30,413 ⁽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)	Derivative Conversion Date Security or Exercise (Month/Day/Year) Execution Date,			4. Transaction Code (Instr. 8)		5. Nu of Deriv Secu Acqu (A) o Dispo of (D) (Instr and 5	rities lired r osed) r. 3, 4	Expiration D (Month/Day/ ed		te	7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		De Se (II	Price of erivative ecurity estr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownershi Form: Direct (D) or Indirect (I) (Instr. 4		Beneficial Ownership (Instr. 4)	
					Code V (A) (D)		Date Exercis	able	Expiration Date Title Share		per								

1. Grant of restricted stock units under the Issuer's 2023 Equity Incentive Plan exempt under Rule 16b-3. Each restricted stock unit represents a contingent right to receive one share of the Issuer's Class A common stock upon vesting. One-third of these restricted stock units are scheduled to vest on each of March 31, 2025, 2026 and 2027, subject to the Reporting Person's continued employment.

2. Includes restricted stock units.

Remarks:

By: /s/ Jamie Weatherby as 05/28/2024 Attorney-in-Fact for Thomas Pfeifer

** 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.