FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

1. Name and Address of Reporting Person [*] <u>Murphy Scott M</u> (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol Booz Allen Hamilton Holding Corp [BAH] 3. Date of Earliest Transaction (Month/Day/Year)		ationship of Reporting Per k all applicable) Director Officer (give title below)	10% Owner Other (specify below)					
8283 GREENSBORO DRIVE			05/25/2023		VP, PAO & Con	troller					
<u>.</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street)				X	Form filed by One Repo	orting Person					
MCLEAN	VA	22102			Form filed by More than One Reporting Person						
(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.								

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2. Transaction Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.		4. Securities Disposed Of and 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	05/25/2023		A		1,090 ⁽¹⁾	Α	\$ <mark>0</mark>	4,5 44 ⁽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. Transac Code (In 8)		of Deriv Secu Acqu (A) o Dispo of (D	lumber f (Month/ erivative ecurities cquired A) or isposed f (D) nstr. 3, 4		Exercisable and tion Date /Day/Year)		e and unt of rities rlying ative rity . 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	1			

Explanation of Responses:

1. Grant of restricted stock units under the Issuer's Third Amended and Restated 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, 2024, 2025 and 2026, subject to the Reporting Person's continued employment.

2. Includes restricted stock units.

Remarks:

By: /s/ Jamie Weatherby as Attorney-in-Fact for Scott M. 05/30/2023 Murphy

** 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.

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