

LOGUE JOSEPH  
Form 4  
June 15, 2018

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LOGUE JOSEPH**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**Booz Allen Hamilton Holding Corp**  
**[BAH]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**8283 GREENSBORO DRIVE**  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/13/2018**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
**Executive Vice President**

**MCLEAN, VA 22102**

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |        |            |                         | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 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                   |                                                                                               |                                                          |                                                       |
| Class A Common Stock            | 06/13/2018                           |                                                    | M                              |                                                                   | 19,800 | A          | \$ 6.45                 | 317,437 <sup>(1)</sup>                                                                        | D                                                        |                                                       |
| Class A Common Stock            | 06/13/2018                           |                                                    | M                              |                                                                   | 36,000 | A          | \$ 18.35                | 353,437 <sup>(1)</sup>                                                                        | D                                                        |                                                       |
| Class A Common Stock            | 06/13/2018                           |                                                    | S                              |                                                                   | 55,800 | D          | \$ 45.22 <sup>(2)</sup> | 297,637 <sup>(1)</sup>                                                                        | D                                                        |                                                       |
| Class A Common                  | 06/14/2018                           |                                                    | M                              |                                                                   | 16,200 | A          | \$ 6.45                 | 313,837 <sup>(1)</sup>                                                                        | D                                                        |                                                       |

# Edgar Filing: LOGUE JOSEPH - Form 4

Stock

Class A

|        |            |   |        |   |    |            |                        |   |
|--------|------------|---|--------|---|----|------------|------------------------|---|
| Common | 06/14/2018 | S | 16,200 | D | \$ | 45.23      | 297,637 <sup>(1)</sup> | D |
| Stock  |            |   |        |   |    | <u>(3)</u> |                        |   |

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

**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 control number.**

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Option (right to buy)       | \$ 6.45                                                | 06/13/2018                           |                                                    | M                              | 19,800                                                                                  | <sup>(4)</sup> 04/29/2020                                | Class A Common Stock 19,800                                   |
| Employee Stock Option (right to buy)       | \$ 18.35                                               | 06/13/2018                           |                                                    | M                              | 36,000                                                                                  | <sup>(4)</sup> 05/23/2023                                | Class A Common Stock 36,000                                   |
| Employee Stock Option (right to buy)       | \$ 6.45                                                | 06/14/2018                           |                                                    | M                              | 16,200                                                                                  | <sup>(4)</sup> 04/29/2020                                | Class A Common Stock 16,200                                   |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

LOGUE JOSEPH  
8283 GREENSBORO DRIVE

Executive Vice President

MCLEAN, VA 22102

## Signatures

By: /s/ Udele Lin, as Attorney-in-Fact for Joseph  
Logue

06/15/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) Includes restricted stock units.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$45.12 to \$45.32, inclusive. The Reporting Person undertakes to provide to Booz Allen Hamilton Holding Corporation, any of its security holders, or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$45.08 to \$45.35, inclusive. The Reporting Person undertakes to provide to Booz Allen Hamilton Holding Corporation, any of its security holders, or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(3) All options are fully vested and exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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