HOWELL LLOYD JR

Form 4 July 03, 2012

# FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to

Section 16. Form 4 or Form 5

obligations

1(b).

may continue.

See Instruction

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

HOWELL LLOYD JR

(Last) (First)

(Middle)

8283 GREENSBORO DRIVE

(Street)

MCLEAN, VA 22102

Common

Stock

2. Issuer Name and Ticker or Trading

Symbol

Booz Allen Hamilton Holding Corp [BAH]

3. Date of Earliest Transaction

06/29/2012

(Month/Day/Year)

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner \_X\_\_ Officer (give title \_\_X\_\_ Other (specify

below) below) Executive Vice President / Member of 13D

Group

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

I

Person

36,990

(City)	(State)	(Zip) Tabl	le I - Non-I	<b>Derivative</b>	Secur	ities Acqu	iired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	sposed 4 and : (A) or	of (D) 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)
Class A Common Stock	06/29/2012		Code V  A	Amount 20,035 (1)	(D)	Price	46,669 (2)	D	
Class A Common Stock	07/02/2012		F	1,631	D	\$ 15.28	45,038 (2)	D	
Class A									Des Toures

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

By Trust

(3)

#### Edgar Filing: HOWELL LLOYD JR - Form 4

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumbe		Expiration Date		Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mount		
						Date	Expiration	01			
						Exercisable	Date	Title Number			
								of			
				Code V	(A) (D)			S	hares		

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer

Relationships

HOWELL LLOYD JR 8283 GREENSBORO DRIVE MCLEAN, VA 22102

Executive Vice President Member of 13D Group

Other

## **Signatures**

By: /s/ Terence E. Kaden as Attorney-in-Fact for Lloyd Howell Jr.

07/03/2012

\*\*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) Grant of 20,035 shares of Class A restricted common stock, which vests ratably on each of June 30, 2013, 2014, 2015.
- (2) Includes shares of Class A restricted common stock.
- (3) Shares held by Lloyd W. Howell, Jr. Trust.

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