

BOOZ ALLEN HAMILTON HOLDING CORP

Reported by
LOGUE JOSEPH

FORM 5

(Annual Statement of Changes in Beneficial Ownership)

Filed 05/15/12 for the Period Ending 03/31/12

| | |
|-----------|---|
| Address | 8283 GREENSBORO DRIVE MCLEAN, VA 22102 |
| Telephone | 703-902-5000 |
| CIK | 0001443646 |
| Symbol | BAH |
| SIC Code | 8742 - Management Consulting Services |
| Industry | Business Services |
| Sector | Services |

FORM 5

**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(b).
 Form 3 Holdings Reported
 Form 4 Transactions Reported

ANNUAL 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(f) of the
Investment Company Act of 1940

| | | | | | |
|---|--|---|--|---|--|
| 1. Name and Address of Reporting Person * | | 2. Issuer Name and Ticker or Trading Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | |
| LOGUE JOSEPH | | Booz Allen Hamilton Holding Corp [BAH] | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Executive Vice President / Member of 13D Group | |
| (Last) (First) (Middle) | 3. Statement for Issuer's Fiscal Year Ended (MM/DD/YYYY) | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | |
| 8283 GREENSBORO DRIVE | 3/31/2012 | | <input checked="" type="checkbox"/> Form Filed by One Reporting Person | | |
| (Street) | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | <input type="checkbox"/> Form Filed by More than One Reporting Person | | |
| MCLEAN, VA 22102 | | | | | |
| (City) (State) (Zip) | | | | | |

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

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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) |
|-------------------------------------|----------------|-----------------------------------|---------------------------|---|------------|---------|---|--|---|
| | | | | Amount | (A) or (D) | Price | | | |
| Class E Special Voting Common Stock | 9/30/2011 | | D4 (1) | 19086 | D | \$0.003 | 171784 | I | By Trust (2) |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 (MM/DD/YYYY) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|--|-----|--|-----------------|---|--|--|---|--|--|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | | | | | |

Explanation of Responses:

- (1) Upon the exercise of rollover options, the reporting person sold to the issuer, and it repurchased, at par value, one share of Class E special voting common stock for each option exercised.
- (2) Shares held by the Joseph Logue Living Trust.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|----------------------------|
| | Director | 10% Owner | Officer | Other |
| LOGUE JOSEPH 8283 GREENSBORO DRIVE MCLEAN, VA 22102 | | | Executive Vice President | Member of 13D Group |

Signatures

By: /s/ Terence E. Kaden as Attorney-in-Fact for Joseph E. Logue

5/15/2012

** 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 control number.