

Booz Allen Hamilton Holding Corp
Form 8-K
July 29, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): July 28, 2016

Booz Allen Hamilton Holding Corporation
(Exact name of Registrant as specified in its charter)

Delaware 001-34972 26-2634160
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

8283 Greensboro Drive, McLean, 22102
Virginia
(Address of principal executive offices) (Zip Code)
Registrant's telephone number, including area code: (703) 902-5000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

(a) The annual meeting of stockholders of Booz Allen Hamilton Holding Corporation (the “Company”) was held on July 28, 2016.

(b) The stockholders elected all of the Company’s nominees for director and ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the Company’s fiscal year 2017. The stockholders voted on these matters as follows:

Proposal 1: Election of Directors

| Nominees | Votes For | Votes Withheld | Broker Non-Votes |
|---------------------|-------------|----------------|------------------|
| Melody C. Barnes | 128,775,153 | 1,577,298 | 9,970,959 |
| Arthur E. Johnson | 129,332,697 | 1,019,754 | 9,970,959 |
| Charles O. Rossotti | 127,197,531 | 3,154,920 | 9,970,959 |

Proposal 2: The ratification of the selection of Ernst & Young LLP as the Company’s independent registered public accounting firm for the Company’s fiscal year 2017.

For 139,264,613
Against 1,049,018
Abstain 9,779

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Booz Allen Hamilton Holding Corporation

BY: /s/ Nancy J. Laben
Nancy J. Laben

Executive Vice President, Chief Legal Officer and Secretary
Date: July 29, 2016