

Edgar Filing: Booz Allen Hamilton Holding Corp - Form 8-K

Booz Allen Hamilton Holding Corp  
Form 8-K  
August 06, 2013

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

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): August 1, 2013

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

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|---|--|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation)                       | 001-34972<br>(Commission<br>File Number) | 26-2634160<br>(IRS Employer<br>Identification No.) |
| 8283 Greensboro Drive, McLean, Virginia<br>(Address of principal executive offices) |  | 22,102<br>(Zip Code)                               |
| Registrant's telephone number, including area code: (703) 902-5000                  |  |  |

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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))
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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 August 1, 2013.

(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 accounting firm for the Company’s fiscal year 2014. The stockholders voted on these matters as follows:

Proposal 1: Election of Directors

| Nominees            | Votes For   | Votes Withheld | Broker Non-Votes |
|---------------------|-------------|----------------|------------------|
| Allan M. Holt       | 110,239,112 | 20,446,745     | 6,972,977        |
| Arthur E. Johnson   | 129,865,706 | 820,151        | 6,972,977        |
| Charles O. Rossotti | 115,851,194 | 14,834,663     | 6,972,977        |

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 2014.

|         |             |
|---------|-------------|
| For     | 137,342,267 |
| Against | 285,107     |
| Abstain | 31,460      |

**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/ Samuel R. Strickland

Samuel R. Strickland

Executive Vice President, Chief Financial Officer and Chief Administrative Officer

Date: August 6, 2013