

Fontaine Douglass II
Form 3
April 04, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *	2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol
Fontaine Douglass II	(Month/Day/Year)	HUNTINGTON INGALLS INDUSTRIES, INC. [HII]
(Last) (First) (Middle)	03/31/2011	
4101 WASHINGTON AVENUE		4. Relationship of Reporting Person(s) to Issuer
(Street)		5. If Amendment, Date Original Filed(Month/Day/Year)
NEWPORT		(Check all applicable)
NEWS, VA 23607		Director 10% Owner
(City) (State) (Zip)		X Officer Other
		(give title below) (specify below)
		Corp VP, Controller & CAO
		6. Individual or Joint/Group Filing(Check Applicable Line)
		X Form filed by One Reporting Person
		Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	683 ⁽¹⁾	D	

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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Shares

(I)
(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Fontaine Douglass II 4101 WASHINGTON AVENUE NEWPORT NEWS, VA 23607	Â	Â	Â Corp VP, Controller & CAO	Â	

Signatures

/s/ George M. Simmerman, Jr., Attorney-in-fact for Douglass
Fontaine II

04/04/2011

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 shares of Issuer common stock received in connection with the legal and structural separation of the Issuer from Northrop Grumman Corporation, in an exempt transaction pursuant to Rule 16a-9.

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Remarks:

ExhibitÂ List:Â ExhibitÂ 24.1-PowerÂ ofÂ Attorney

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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