1. Name and Address of Reporting Person
Fontaine Douglass II

2. Issuer Name and Ticker or Trading Symbol
HUNTINGTON INGALLS INDUSTRIES, INC. [ HII ]

3. Date of Earliest Transaction (Month/Day/Year)
03/31/2011

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Director
10% Owner
X Officer (give title below)
Corp VP, Controller & CAO

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

| Common Stock | 03/31/2011 | A | 9,036 | A | $0 | 9,719 | D |

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

| Stock Option (Right-to-Buy) | $23.77 | 03/31/2011 | A(2) | 4,958 | (3) | 08/15/2011 | Common Stock | 4,958 | (4) | 4,958 | D |
| Stock Option (Right-to-Buy) | $34.73 | 03/31/2011 | A(2) | 6,611 | (3) | 08/20/2012 | Common Stock | 6,611 | (4) | 6,611 | D |
| Stock Option (Right-to-Buy) | $28.51 | 03/31/2011 | A(2) | 6,611 | (3) | 08/20/2013 | Common Stock | 6,611 | (4) | 6,611 | D |
| Stock Option (Right-to-Buy) | $31.76 | 03/31/2011 | A(2) | 6,611 | (3) | 06/14/2014 | Common Stock | 6,611 | (4) | 6,611 | D |

Explanation of Responses:
1. Total amount includes 9,036 restricted stock rights granted under the Huntington Ingalls Industries, Inc. 2011 Long-Term Incentive Stock Plan ("HII LTISP") on 3/31/11, with 100% vesting on 3/31/14. Grant awarded pursuant to Rule 16b-3(d).
2. In conjunction with the legal and structural separation (the "Spin-Off") of the Issuer from Northrop Grumman Corporation ("NGC"), each stock option held by the Reporting Person as of the Spin-Off that was granted to the Reporting Person pursuant to an equity plan of NGC has been converted into a stock option granted by the Issuer pursuant to the HII LTISP on substantially the same terms (other than with respect to the exercise price and the number and type of shares covered thereby), pursuant to the anti-dilution provisions of the stock option. The grant and terms of the adjustment were approved by the Issuer's Board of Directors.
3. This option is fully exercisable.
4. Granted without payment by grantee.
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).


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 Number.