1. Name and Address of Reporting Person
NORTHROP GRUMMAN CORP/DE/

   (Last)   (First)   (Middle)
   1840 CENTURY PARK EAST

   (Street)   (City)   (State)   (Zip)
   LOS ANGELES   CA   90067

2. Date of Event Requiring Statement
   03/18/2011

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

4. Relationship of Reporting Person(s) to Issuer
   X Director
   X 10% Owner
   Officer (give title below)
   Other (specify below)

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

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

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Amount of Securities Beneficially Owned</th>
<th>3. Ownership Form: Direct (D) or Indirect (I)</th>
<th>4. Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>100</td>
<td>I</td>
<td>By Subsidiary((1)(x2))</td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security</th>
<th>2. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>3. Title and Amount of Securities Underlying Derivative Security</th>
<th>4. Conversion or Exercise Price of Derivative Security</th>
<th>5. Ownership Form: Direct (D) or Indirect (I)</th>
<th>6. Nature of Indirect Beneficial Ownership (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

---

**Explanation of Responses:**

1. This Form 3 is being filed in connection with the Securities and Exchange Commission's declaration of effectiveness of the Registration Statement on Form 10 of Huntington Ingalls Industries, Inc. ("HII"), which describes the planned legal and structural separation of HII from the Reporting Person.

2. These shares are owned directly by New P, Inc., into which the Reporting Person will merge immediately prior to the separation of HII. The current directors of the Issuer were selected by the Reporting Person.

/s/ Jennifer C. McGarey,
Corporate Vice President and
Secretary
03/18/2011

**Signature of Reporting Person**

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 5 (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.