Statement of Changes in Beneficial Ownership

1. Name and Address of Reporting Person*
   Bilden Philip M.
   (Last) (First) (Middle)
   4101 Washington Ave.
   Newport News, VA 23607

2. Issuer Name and Ticker or Trading Symbol
   Huntington Ingalls Industries, Inc. [HII]

3. Date of Earliest Transaction (Month/Day/Year)
   05/04/2020

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

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

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)
2. Transaction Date (Month/Day/Year)
3. Deemed Execution Date, if any (Month/Day/Year)
4. Transaction Code (Instr. 8)
5. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)
6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)
7. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
8. Nature of Indirect Beneficial Ownership (Instr. 4)

<table>
<thead>
<tr>
<th>Security</th>
<th>Date</th>
<th>Code</th>
<th>Amount</th>
<th>Type</th>
<th>Price</th>
<th>Beneficial Owned Shares</th>
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</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>05/04/2020</td>
<td>A</td>
<td>555(1)</td>
<td>A</td>
<td>$180</td>
<td>15,238</td>
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<tr>
<td>Common Stock</td>
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<td>By P. Bilden Associates LLC</td>
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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security (Instr. 3)
2. Conversion or Exercise Price of Derivative Security
3. Transaction Date (Month/Day/Year)
4. Deemed Execution Date, if any (Month/Day/Year)
5. Transaction Code (Instr. 8)
6. Date Exercisable and Expiration Date (Month/Day/Year)
7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)
8. Price of Derivative Security (Instr. 5)
9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)
10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
11. Nature of Indirect Beneficial Ownership (Instr. 4)

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<thead>
<tr>
<th>Security</th>
<th>Date</th>
<th>Code</th>
<th>Amount</th>
<th>Type</th>
<th>Exercisable</th>
<th>Expiration Date</th>
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<td>Date Exercisable</td>
<td>Expiration Date</td>
<td>Title</td>
<td>Amount of Shares</td>
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<td>Common Stock</td>
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Explanation of Responses:
1. The acquisition of the shares reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2020.

Remarks:

/s/ Kathy S. Owen, Attorney-in-Fact for Philip M. Bilden 05/05/2020

Signature of Reporting Person Date

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.