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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)
March 6, 2020

HUNTINGTON INGALLS INDUSTRIES, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-34910
(Commission
File Number)

90-0607005
(IRS Employer
Identification No.)

4101 Washington Avenue
Newport News
Virginia

23607
(Zip Code)

(757) 380-2000
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

<table>
<thead>
<tr>
<th>Title of each class</th>
<th>Trading Symbol(s)</th>
<th>Name of each exchange on which registered</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>HII</td>
<td>New York Stock Exchange</td>
</tr>
</tbody>
</table>

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐
Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 6, 2020, Kellye L. Walker, Executive Vice President and Chief Legal Officer, notified Huntington Ingalls Industries, Inc. (the “Company”) that she intends to depart from the Company effective on March 31, 2020 in order to pursue other opportunities. Chad Boudreaux, who currently serves as Corporate Vice President and Chief Litigation, Compliance and Privacy Officer, will succeed Ms. Walker as Executive Vice President and Chief Legal Officer, effective on April 1, 2020. The Company is grateful for Ms. Walker’s significant contributions and strong leadership during her time at the Company and wishes her success in her future endeavors.

Item 9.01. Financial Statements and Exhibits.

(d)

Exhibits.

<table>
<thead>
<tr>
<th>Exhibit No.</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>99.1</td>
<td>Press Release Dated March 10, 2020</td>
</tr>
<tr>
<td>104</td>
<td>Cover Page Interactive Data File (embedded within Inline XBRL document)</td>
</tr>
</tbody>
</table>
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.

HUNTINGTON INGALLS INDUSTRIES, INC.

Date: March 10, 2020

By: /s/ Christopher D. Kastner
Christopher D. Kastner
Executive Vice President and
Chief Financial Officer
PHOTO RELEASE — Huntington Ingalls Industries Announces the Appointment of Chad N. Boudreaux to Executive Vice President and Chief Legal Officer

NEWPORT NEWS, Va. (March 10, 2020) — Huntington Ingalls Industries (NYSE:HII) announced today that Chad N. Boudreaux has been appointed executive vice president and chief legal officer, effective April 1, 2020. Current Executive Vice President and Chief Legal Officer Kellye Walker recently announced her decision to pursue another opportunity, and she will depart HII on March 31.

Boudreaux is currently the corporate vice president for litigation and chief compliance and privacy officer for HII. As executive vice president and chief legal officer, Boudreaux will report to HII President and CEO Mike Petters. He will have overall leadership responsibility for HII’s Law Department and outside counsel, which provide a broad range of legal advice and support for the company’s business activities, including compliance.

“Kellye has served HII since 2014 and has been a great asset to the company, an integral member of my senior executive team and has demonstrated very strong leadership,” Petters said. “While she will be greatly missed, we wish her well as she embarks on this new chapter in her very successful career.

“Chad brings extensive legal experience and is very well versed in working with our many stakeholders to include our customers, shareholders, employees and HII’s Board of Directors. I am very pleased to welcome him to the senior executive team, and I know he will continue his focus on excellence in his new position,” Petters added.

Photos accompanying this release are available at: https://newsroom.huntingtoningalls.com/releases/chad-boudreaux-chief-legal-officer

Previous to this appointment, Boudreaux managed HII’s litigation docket and oversaw HII’s nationally recognized compliance program. He joined HII in 2011 as the associate general counsel for litigation, investigations and compliance. In 2014, he led the Law Department team that won the coveted ACC Value Challenge Award for HII’s compliance program, a program that has since been heralded as “a roadmap for other companies.”

Before joining HII, he practiced law at Baker Botts LLP, where he established the law firm’s Global Security and Corporate Risk Counseling practice group. Prior to this, he held various high-ranking positions in the U.S. government to include serving as the deputy chief of staff of the U.S. Department of Homeland Security and multiple leadership positions at the U.S. Department of Justice.
Boudreaux earned a Bachelor of Arts degree from Baylor University and a juris doctor degree from the University of Memphis School of Law. He is a recipient of the U.S. Justice Department’s Special Commendation for Outstanding Service for his work on high-stakes litigation for the United States.

Huntington Ingalls Industries is America’s largest military shipbuilding company and a provider of professional services to partners in government and industry. For more than a century, HII’s Newport News and Ingalls shipbuilding divisions in Virginia and Mississippi have built more ships in more ship classes than any other U.S. naval shipbuilder. HII’s Technical Solutions division supports national security missions around the globe with unmanned systems, defense and federal solutions, nuclear and environmental services, and fleet sustainment. Headquartered in Newport News, Virginia, HII employs more than 42,000 people operating both domestically and internationally. For more information, visit:

- HII on the web: [www.huntingtoningalls.com](http://www.huntingtoningalls.com)
- HII on Facebook: [www.facebook.com/HuntingtonIngallsIndustries](http://www.facebook.com/HuntingtonIngallsIndustries)
- HII on Twitter: [twitter.com/hiindustries](http://twitter.com/hiindustries)