OPERATION PLAN

MISSION: ADMIRAL C. W. NIMITZ, USN, ORGANIZES THE FORCES UNDER HIS COMMAND TO PREVENT THE CAPTURE AND OCCUPATION OF MIDWAY BY ENEMY FORCES.

ANNEXES: A AND B COMPLETE AS LISTED ON PAGE 10 AND 11.

CENTRAL PACIFIC AREA

AREA COPY
Operation Plan
No. 29-42

TASK ORGANIZATION

(a) Striking Forces - Senior striking force commander in MIDWAY Area.

Task Force SIXTEEN - Rear Admiral Spruance

ENTERPRISE, HORNET
NORTHAMPTON, VINCENNES, PENSACOLA,
MINNEAPOLIS, NEW ORLEANS
ATLANTA
Desron One, less HULL, MCDONOUGH,
PARRAGUT, DALE, plus CORYNCHAM
Desron Six, less CRAVEN, GRIDLEY, McCALL,
DUNLAP, PARKING plus GYIN, HOUSSEN

Task Force SEVENTEEN - Rear Admiral Fletcher

YORKTOWN
ASTORIA, PORTLAND
Desron Two, less ORERIEN, VALKES

Task Force ELEVEN - Rear Admiral Fitch

SARATOGA
CHESTER
SAN DIEGO
DALE, PANNING, MARON YARD, DUNLAP, CRAVEN, LARFEY

Oilers

PLATTE, CIMARRON

(b) Submarine Force, Task Force SEVEN - Captain English

Midway Patrol

DOLPHIN, GATO, CUTTFISH, GRENADEIER, TAMBOR,
TROUT, GRAYLING, NAUTILUS, GROPER, GUDGEON,
C. CHALOT, FLYING FISH

12 SS
Support Patrol
Submarines to be designated about 4:30

(c) Patrol Wings, Task Force M-III - Rear Admiral Bellingham
Patrol planes and tenders in readiness to be despatched to MIDWAY defense.

(d) Hawaiian Sea Frontier, Task Force FOUR - Rear Admiral Bagley
MIDWAY Local Defenses, Captain Simard
Patrol craft 4 YP, 11 PT
Sixth Marine Defense Battalion reenforced.
Marine Air Group plus aircraft reenforcements from Patrol Wings and Hawaiian Air Force.
Naval Air Station.

JOHNSTON ISLAND
Patrol planes made available for support of MIDWAY.

ISLAND PATROLS
YPs with aviation gasoline, food and water stationed along island chain at following positions: YP 284 at LISIANSKI; YP 290 at LAYSAN; YP 345 at GARDNER'S PINNACLES; YP 350 at HECKER ISLAND.

(e) Hawaiian Department - Lieutenant General Emmons
Aircraft in readiness to be despatched to MIDWAY defense.

1. Information.
(a) The enemy is expected to attempt the capture of MIDWAY in the near future. For this purpose it is
believed that the enemy will employ approximately the following: 2-4 fast DD; 4-5 CV; 8-9 CA; 16-24 DD; 3-12 SS; a landing force with seaplane tenders. The attack on MIDWAY may be preceded or followed by an attack on OAHU. A special intelligence annex is being supplied to Task Force Commanders only. The Commander-in-Chief, U.S. Pacific Fleet will keep Task Force Commanders informed of all pertinent information before and during the operations, including complete weather broadcasts.

(b) It is estimated that enemy action against MIDWAY will comprise a full scale attack for its capture and its quick occupation and use against the Hawaiian Area. Operations beginning probably as soon as thirty May, are visualized as follows:

1. Preliminary reconnaissance by submarines.

2. Possibly diversionary bombing of positions including OAHU by patrol planes fueled by submarines.

3. High speed approach by carriers.

4. Preliminary attacks by carrier aircraft beginning at daylight or during moonlight and continuing for about two days or until defending air forces have been eliminated. It is thought that one or more carriers may take up close-in daylight positions for this purpose. It is estimated a northwesterly bearing will be favored. The attack would be designed to be so incessant as to prevent refueling and Rearming MIDWAY aircraft. This attempt may be continued by means of bombardment at night.

5. Covering of attacking carriers against our surface forces by additional carrier groups, and fast battleships.
Operation Plan
No. 29-42.

(6) Landing attack, probably at night, featured by usual attempts at infiltration and extreme resolution on the part of the individual enemy soldier.

(7) Employment of incendiary bombs and possibly gas.

(8) If landing attack is successful, immediate occupation of the island with full base equipment, aircraft, MTBS, etc.

(9) Covering with concentrations of submarines designed to intercept our supporting surface forces both in the MIDWAY area and on some such line as about two hundred miles west of Oahu.

(10) It is probable that if our carriers are sighted early in the operation, they will become the primary object of the enemy carriers.

(c) Task Force ELEVEN will be ready to depart from West Coast ports on five June, and will be directed to arrive in the Hawaiian area as soon as possible. The availability of Task Force SEVENTEEN as a unit is dependent on the condition of the VICTORY. If VICTORY is not available, instructions will be issued as to employment of remainder of force. CODO and IJUSIN are now engaged in escorting between PELELIU and MIDWAY and will join their Task Forces when released.

(d) Task Force RIGHT composed of 2 CL, 3 CL, 4 DD from the Fleet plus certain forces normally under the Commander Northwestern Sea Frontier and certain Army ALASKA Air Forces are operating in the North Pacific area against an expected attack in the ALASKA.

(e) The defenses at MIDWAY have recently been reinforced to the totals indicated:

<table>
<thead>
<tr>
<th>Reenforcement</th>
<th>Aircraft</th>
<th>Total</th>
</tr>
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<tbody>
<tr>
<td>16 VP; 7 VF; 16 VSB</td>
<td>16 VP, 27 VF; 36 VSB</td>
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Operation Plan
No. 29-42.

Armament

Reenforcement

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<tr>
<td>4 - 60mm Mortar;</td>
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<tr>
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Troops

Reenforcement of 670 men bringing the total, including air personnel, to:

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<tr>
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<th>Officers</th>
<th>Enlisted</th>
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<tr>
<td>6th Defense Battalion</td>
<td>52</td>
<td>1357</td>
</tr>
<tr>
<td>3d Defense Battalion</td>
<td>13</td>
<td>379</td>
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<tr>
<td>Raider Companies</td>
<td>9</td>
<td>269</td>
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<tr>
<td>Marine Air Squadron</td>
<td>45</td>
<td>470</td>
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<tr>
<td>Naval Air Squadron</td>
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<td>372</td>
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<tr>
<td>Met Depot</td>
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<td></td>
</tr>
<tr>
<td>Cable Station</td>
<td>25</td>
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<tr>
<td>Pan American Air</td>
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</tbody>
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Total 141 2826

(f) Additional communication and air operations personnel are being made available to the Commanding Officer, MIDWAY.

(g) Some of the initial dispositions such as that of the submarines have been directed by separate directives but are being repeated herein in order to make this plan of operations complete.

(h) This Plan deals primarily with the expected attack on MIDWAY – but the deployment herein made is also believed to promote the security of OAHU.
2. These forces will hold MIDWAY and will inflict maximum damage on the enemy by strong attrition tactics.

3. (a) Striking Forces.

(1) Inflict maximum damage on enemy by employing strong attrition tactics. Do not accept such decisive action as would be likely to incur heavy losses in our carriers and cruisers. A letter of instructions is being furnished separately to striking force commanders.

(2) Operate with Task Forces available initially to the northeast of MIDWAY commencing thirty May, in order to seize opportunity to obtain initial advantage against carriers which are employing their air groups against MIDWAY.

(3) Initially establish air search in the northeast sector from MIDWAY to eastward of bearing twenty degrees true from that place.

(4) Task Force SIXTEEN depart PEAL on twenty-eight May; other forces join Task Force SIXTEEN as directed by Commander-in-Chief, U.S. Pacific Fleet.

(5) Oilers depart in company with Task Force SIXTEEN and operate as directed by Senior Striking Force Commander in area of operations.

(b) Submarine Force.

(1) Inflict maximum damage to enemy. Priority of targets - carriers, battleships, transports, cruisers, auxiliaries.

MIDWAY Patrol

(2) As soon as available, submarines take stations as shown on diagram in Annex "A".

(3) Then information is received proceed to attack objectives without regard for area assignment.
(4) Transmit such information as does not interfere with primary task of attack.

Support Patrol

(5) Take station on patrol line 045°-225° with center at Latitude 30-00 N, Long. 169-30 W, distance thirty miles.

(6) Support striking forces which may be forced to retire over patrol line.

(c) Patrol Wings

(1) Despatch patrol planes to MIDWAY and JOHNSTON as may be directed, to operate under Commanding Officers of Air Stations of these places.

(2) Station patrol plane tender at FRENCH FRIGATE SHOAL.

(d) Hawaiian Sea Frontier.

MIDWAY Local Defenses.

(1) Hold MIDWAY.

(2) Aircraft obtain and report early information of enemy advance by searches to maximum practicable radius from MIDWAY covering daily the greatest area possible with the number of planes available between true bearings from MIDWAY clockwise two hundred degrees each twenty degrees. Inflit maximum damage on enemy, particularly carriers, battleships, and transports.

(3) Take every precaution against being destroyed on the ground or water. Long range aircraft retire to Oahu when necessary to avoid such destruction. Patrol planes fuel from AVD at FRENCH FRIGATE SHOAL if necessary.
(4) Patrol craft patrol approaches: exploit favorable opportunities to attack carriers, battleships, transports and auxiliaries. Observe MURE and PEARL and HERMOS REEF. Give prompt warning of approaching enemy forces.

(5) Keep Commander-in-Chief, U.S. Pacific Fleet and Commander Hawaiian Sea Frontier fully informed of air searches and other air operations; also of weather encountered by search planes.

**Johnston Island**

Maintain daily searches with patrol planes in sector with median 235°.

**Island Patrols**

Supply gasoline and other assistance to aircraft as may be required.

**c) Hawaiian Department.**

(1) Provide, as directed, a striking force of long range bombers and torpedo carrying aircraft to operate under Commanding Officer, MIDWAY.

(2) Hold special long range bombers in readiness at OAHU-LIHUE Area to strike enemy forces attacking MIDWAY.

**x) (1)** Enemy submarines are not important objectives and their identification must be positive before they are attacked. Do not attack submarines in the areas shown in Annex "A".

**(2)** Recognition of own forces is vital. As one precaution against attack on our striking forces by own air forces, Commander-in-Chief, U.S. Pacific Fleet will inform Task Force Commanders of all air attacks ordered for shore-based aircraft.
(3) Insure that contact reports are accurate, complete and prompt.

(4) This Operation Plan effective 1830 GCT twenty-eight May.

4. Gasoline for aircraft and limited fuel for CGs and smaller vessels available at MIDWAY. One AVD at PRESENT FRIGATE SHLD. Fuel oil at SHLD and in attached oilers.

5. (a) Communications according to PIC SEVENTY except as follows:

Radio Frequency Plans

Task Forces ELEVEN, SIXTEEN, and SEVENTEEN use radio frequency plan four.

Oilers guard 4205 kcs. series.

Task Forces SEVEN and Patrol Planes based MIDWAY and JOHNSTON guard 4255 kcs. from 0730 to 1830 GCT; 12795 kcs. 1830 to 0730 GCT, primary: 4395 kcs. 0730 to 1830 GCT; and 13155 kcs. 1830 to 0730 GCT, secondary.

Army aircraft assigned defense MIDWAY use 4265 primary, 4385 secondary without shift to higher harmonics. Naval Air Station MIDWAY must guard this.

MIDWAY local defense as assigned by Commander.

All Units: In view of known Japanese practice of jamming radio frequencies calibrate transmitters and receivers for secondary frequencies. The use of NPM primary Fox is available for relay through NPM or Commander-in-Chief, U.S. Pacific Fleet, who guards 4205 kcs. series primary and 4295 kcs. series secondary.

Authentication

The Japanese are adept at the practice of deception. Have authenticators ready for use when needed. Small craft and aircraft except patrol planes use two alternate letters from the expression:

"Fermor in the dell"

EXAMPLE: NE or EL or NH
Use of CABLE to MIDWAY

Commander-in-Chief, U.S. Pacific Fleet, Radio NPM, MIDWAY are connected by cable. Use of plain language over the cable is authorized when speed is essential. Commandant, Fourteenth Naval District and Naval Air Station MIDWAY place U.S. Naval personnel at terminals to supervise operation, and at MIDWAY to communicate with Naval Air Station operational center.

Cryptographic Aids.


(b) Use chart 4000-Y extended westward to Longitude column 01.

(c) Commander-in-Chief, U.S. Pacific Fleet at Submarine Base, PEARL HARBOR, will coordinate operations of forces assigned in this Plan for the defense of MIDWAY.

C. W. NIMITZ,
Admiral,
Commander-in-Chief.

Annexes:

A - Diagram of MIDWAY Submarine Positions.
B - Special Intelligence Annex.

-10-
**Operation Plan No. 29-42.**

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**NOTE:** Annex "B" furnished Task Force Commanders only, i.e., with copies Nos. 7, 29, 40, 53, 55, 57 & 61.

P. C. CROSLEY,
Flag Secretary.

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THIS PLAN MUST NOT FALL INTO THE HANDS OF THE ENEMY.
INITIAL SUBMARINE PATROL AREAS.

Note #1. Submarines underlined in red are on station from daylight May 20, 1942. Other stations will be taken as soon as the submarines become available.

Note #2. In the area outlined in blue aircraft approach and bombing of submarines is forbidden. (See Operation Plan No. 29-42, para. 3(b)).
PLAN FOR OILERS

1. CEMARRON and PLATTE are accompanying Task Force Sixteen. On completion of fueling northeast of MIDWAY about 31 May they will be released. They will then retire with their destroyer escorts to the southeast and carry out the following plan:

(a) Pass through Point A in company at 0300 GCT two June.

(b) (1) CEMARRON proceed through points B, C, D, E in that order, arriving at E at 2000 GCT two June, four June and every second day thereafter.

(2) PLATTE proceed along the line AD and join Task Force SEVENTEEN as may be directed by Commander Task Force SEVENTEEN. If no rendezvous is made, proceed around the same circuit BCD arriving at B at 2000 GCT on odd days of the month. If PLATTE is utilized by Task Force SEVENTEEN, proceed thereafter to the BCD area and adjust position and speed to proceed around the circuit, arriving at D at 2000 GCT on odd days of the month.

2. Points:
   A - 31° N, 167° W.
   B - 28° N, 167° W.
   C - 26° N, 163° W.
   D - 29° N, 163° W.

M. P. DRAEMEL,
Chief of Staff.

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[Signature]

F. C. CROSBLEY,
Flag Secretary.
INITIAL AREA FOR STEERING FORCES

1. Task Force SIXTEEN initially operate north of latitude 32° and west of longitude 173° W.

2. Task Force SEVENTEEN initially operate north of latitude 32° and east of longitude 173° W.

3. Both task forces during each local forenoon approach Point "Lump" (Lat. 32°, Long. 173° W) and exchange communications by plane if desired.

4. The above is not intended to restrict the operation of either force in any manner but to avoid having embarrassing or premature contact made with own forces.

F. F. CRANDALL,
Chief of Staff.

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J. C. CHOSLAW
Flag Secretary
From: Commander-in-Chief, United States Pacific Fleet.
To: Commander Striking Forces (Operation Plan 29-42).
Subject: Letter of Instructions.

1. In carrying out the task assigned in Operation Plan 29-42 you will be governed by the principle of calculated risk which you shall interpret to mean the avoidance of exposure of your force to attack by superior enemy forces without good prospect of inflicting, as a result of such exposure, greater damage to the enemy. This applies to a landing phase as well as during preliminary air attacks.

C. O. MINIST.

Copy to:
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P. C. CROSLEY,
Flag Secretary.