

DECLASSIFIED

SECRET

OPERATION PLAN

DECLASSIFIED - OPNAV INST 5500.30
BY 986 DATE 11-19-64

COMMANDER IN CHIEF, UNITED STATES PACIFIC FLEET

SERIAL : 0114W

27 MAY 1942

OPERATION PLAN NO . 29-42

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

Serial 0114 W.

DECLASSIFIED

REG. NO. 28

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	2 CV
NORTHAMPTON, VINCENNES, PENSACOLA, MINNEAPOLIS, NEW ORLEANS	5 CA
ATLANTA	1 CL
Desron One, less HULL, McDONOUGH, FARRAGUT, DALE, plus CONYNGHAM	1 DL, 5 DD
Desron Six, less CRAVEN, GRIDLEY, McCALL, DUNLAP, FANNING plus GVIN, MONSSEN	1 DL, 5 DD

Task Force SEVENTEEN - Rear Admiral Fletcher

YORKTOWN	1 CV
ASTORIA, PORTLAND	2 CA
Desron Two, less O'BRIEN, WALKER	6 DD

Task Force ELEVEN - Rear Admiral Fitch

SARATOGA	1 CV
CHESTER	1 CA
SAN DIEGO	1 CL
DALE, FANNING, MARION WARD, DUNLAP, CRAVEN, LAFEY	6 DD

Oilers

PLATTE, CIMARRON	2 AO
------------------	------

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

Midway Patrol

DOLPHIN, GATO, CUTTLEFISH, GRENADIER, TAMBOR, TROUT, GRAYLING, NAUTILUS, GROUPER, GUDGEON, CACHALOT, FLYING FISH	12 SS
--	-------

~~SECRET~~
DECLASSIFIED

Operation Plan
No. 29-42

(b) (Continued)

Support Patrol

Submarines to be designated about 4 SS

(c) Patrol Wings, Task Force NINE - Rear Admiral Bellinger

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 reinforcements
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 NECKER 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

~~SECRET~~
DECLASSIFIED

Operation Plan
No. 29-42

believed that the enemy will employ approximately the following: 2-4 fast BB; 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 broadcast.

(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.

DECLASSIFIED

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 YORKTOWN. If YORKTOWN is not available, instructions will be issued as to employment of remainder of force. GWIN and MUSTIN are now engaged in escorting between PEARL and MIDWAY and will join their Task Forces when released.

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

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

<u>Reenforcement</u>	<u>Aircraft</u>	<u>Total</u>
16 VP; 7 VF; 18 VSB		16 VP; 27 VF; 36 VSB

DECLASSIFIED

Operation Plan
No. 29-42.

Armament

<u>Reinforcement</u>	<u>Total</u>
4 - 60mm Mortar;	8 - 60mm Mortars
8 - 37mm AA;	8 - 37mm AA
12 - 3" A.A.;	24 - 3" AA
	4 - 3", 4 - 7", 6 - 5".

Troops

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

	<u>Officers</u>	<u>Enlisted</u>
6th Defense Battalion	52	1357
3d Defense Battalion	13	379
Raider Companies	9	269
Marine Air Squadron	45	470
Naval Air Squadron	22	372
Net Depot		12
Cable Station		25
Pan American Air		<u>2</u>
Total	141	2986

(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.

3: 21 01147

DECLASSIFIED

Operation Plan
No. 22-42.

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 PEARL 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) When information is received proceed to attack objectives without regard for area assignment.

DECLASSIFIED
~~SECRET~~

Operation Plan

No. 29-42.

- (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 those 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 arc possible with the number of planes available between true bearings from MIDWAY clockwise two hundred degrees dash twenty degrees. Inflict 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.

Serial 01147
DECLASSIFIED
~~SECRET~~

Operation Plan
No. 29-42

- (4) Patrol craft patrol approaches; exploit favorable opportunities to attack carriers, battleships, transports and auxiliaries. Observe KURE and PEARL and HERMES 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 295°.

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-KAUAI 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.

Op/Cincpac file
AIC-3/(16)

Serial 0114W

DECLASSIFIED
SECRET

Operation Plan

No. 29-42.

- (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 CAs and smaller vessels available at MIDWAY. One AVD at FRENCH FRIGATE SHOAL. Fuel oil at PEARL and in attached oilers.
5. (a) Communications according to PAC 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 4265 kcs. from 0730 to 1830 GCT; 12795 kcs. 1830 to 0730 GCT, primary; 4385 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:

"Farmer in the dell"

EXAMPLE: RE or EL or NH

Cincpac file
A16-3/(16)

Serial 01147

DECLASSIFIED
SECRET

Operation Plan
No. 29-42.

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.

Naval Air Stations MIDWAY, JOHNSTON, and PALMYRA hold following crypto-channels: 104, 105, 106, 107, 135, 136, 143, 144, 145, 171, 176, 180, and 184.

- (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.

DECLASSIFIED

Operation Plan
No. 29-42.

DISTRIBUTION

<u>Method</u>	<u>Address</u>	<u>No.</u>	<u>Reg. Nos.</u>
(a)	Cominch	4	1,2,3,4
(a)	Opnav	2	5,6
(b)	Comtaskfor 16 for distribution	22	7-28 incl.
(b)	Comtaskfor 17 for distribution	11	29-39 incl.
(a)	Comtaskfor 11 for distribution	11	40-50 incl.
(b)	PLATTE	1	51
(b)	CIMARRON	1	52
(b)	Comtaskfor 7	2	53,54
(b)	Comtaskfor 9 (plus 30 copies Annex "A")	2	55,56
(b)	Comtaskfor 4, (2 for delivery to MIDWAY Local De- fenses)	4	57-60 incl.
(b)	ComGen. Haw. Dept (plus 30 copies Annex "A")	2	61,62
File		3	63,64,65
Reserve		20	66-85 incl.
(a)	CG JOHNSTON	1	86
	(a) Clipper lock box air mail.		
	(b) Officer messenger.		

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


P. C. CROSLY,
Flag Secretary.

THIS PLAN MUST NOT FALL INTO THE HANDS

OF THE ENEMY

DECLASSIFIED

PLAN FOR OILERS

1. CIMARRON 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) CIMARRON proceed through points B, C, D, B in that order, arriving at B 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 DEC 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 B 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. F. DRAEMEL,
Chief of Staff.

DISTRIBUTION:

- / Comtaskfor 17. *Released*
- / Comtaskfor 11
- Comtaskfor 7 (12) *Released*
- Comtaskfor 8 (5)

F. C. Crosley
F. C. CROSLEY,
Flag Secretary.

DECLASSIFIED

Cincpac File No.

UNITED STATES PACIFIC FLEET
[REDACTED]
FLAGSHIP OF THE COMMANDER-IN-CHIEF

DECLASSIFIED

APPENDIX "B" TO CINCPAC OPERATION PLAN 29-42

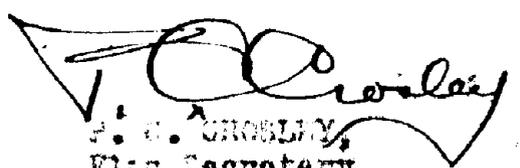
INITIAL ARRIVAL OF STRIKING FORCES

1. Task Force SIXTYN initially operate north of latitude 32° and west of longitude 173° W.
2. Task Force SEVENTYN initially operate north of latitude 32° and east of longitude 173° W.
3. Both task forces during each local forenoon approach Point "Luck" (Lat. 32° N, 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.

M. P. BRANDEL,
Chief of Staff.

DISTRIBUTION:

- Comtaskfor 17 (1)
- Comtaskfor 11 (1)
- Comtaskfor 7 (1)
- Comtaskfor 9 (1)
- Comtaskfor 16 (by despatch) —



F. G. CROSBY,
Flag Secretary

Cincpac File No.

UNITED STATES PACIFIC FLEET
FLAGSHIP OF THE COMMANDER IN CHIEF

A1C-3/A4-3/
FF12(12)/(18)

Serial 0115

May 28, 1942.

DECLASSIFIED

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. W. NIMITZ.

Copy to:
Cominch.
ComTaskFor 15. (Delivered by hand by War Plans)
ComTaskFor 17. (Delivered by hand by War Plans)
ComTaskFor 11. (Hold until arrival Pearl)

P. C. CROSLY,
Flag Secretary.