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UNITED STATES MARINE CORPS
HEADQUARTERS, MARINE AIRCRAFT GROUP TWENTY-TWO,
SECOND MARINE AIRCRAFT WING, FLEET MARINE FORCE,
c/o FLEET POST OFFICE, SAN FRANCISCO, CALIFORNIA.

June 7, 1942

From: The Commanding Officer:
To : The Commander-in-Chief, Pacific Fleet.
Via : (1) The Commanding Officer, Naval Air Station,
Midway Islands.
(2) The Commandant, 14th Naval District,
Pearl Harbor, T.H.
(3) Commander Carriers, Pacific Fleet.
Subject: Battle of Midway Islands, report of.
Enclosures: (A) Executive Officer's Report with Annexes (A),
(B), (C), (D), and (E).

1. Upon the occasion of the subject named event, this Group, consisting of Headquarters and Service Squadron Twenty-Two, Marine Fighting Squadron Two-Twenty-One, and Marine Scout-Bombing Squadron Two-Forty-One, was stationed on Eastern Island of Midway Islands. The total strength of the Group and individual units thereof was as follows:

Headquarters and Service Squadron
Officers..... 8 Enlisted..... 15
Marine Fighting Squadron 221
Officers.....30 Enlisted.....167
Marine Scout-Bombing Squadron 241
Officers.....29 Enlisted.....201

The Fighting Squadron, under the command of Major Floyd B. Parks, U.S. Marine Corps, was equipped with 21 F2A-3 and 7 F4F-3 airplanes. The Scout-Bombing Squadron under the command of Major Lofton R. Henderson, U.S. Marine Corps, was equipped with 18 SBD-2 and 16 SB2U-3 airplanes. There being only twenty-nine (29) pilots in the latter squadron, one pilot from VMF-221 was assigned to fly with VMSB-241 and 18 SBD-2 and 12 SB2U-3 airplanes were scheduled for employment in battle.

2. During the period 22 May to 2 June, reinforcements from Patrol Wing Two, the 7th Bomber Command (Army), and six (6) TBF airplanes, from VT Squadron 8, U.S. Navy, operated from Eastern Island. Details of these reinforcements are set forth on

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pages 1 to 3 of Enclosure (A). Employment of these reinforcements and this Group was directed by the Commanding Officer, Naval Air Station, and his special staff.

3. The reconnaissance phase of the battle extended from 23 May to 4 June. This consisted of long range patrols by VPB planes operating to gain contact with and information regarding the enemy at the earliest possible moment. Details of these operations are set forth on pages 1 to 4 of Enclosure (A).

4. The plan of employment of this Group was as follows:

(a) Upon information from the Radar Stations (one on Sand Island and one on Eastern Island) that an attack was approaching to clear the field of all aircraft.

(b) Using further information received from the Radar Stations, to direct the fighting squadron, by radio, so as to intercept and attack the enemy prior to their arrival over Midway Islands.

(c) The Scout-Bombing Squadron to rendezvous at a point twenty (20) miles, bearing 90 degrees true from Eastern Island and await instructions, being prepared to proceed immediately to attack enemy carriers or to track enemy aircraft back to their carriers and attack. Instructions to this squadron was to be made by radio. During the battle on June 4, 1942, all phases of this plan functioned perfectly. Details are set forth on page 4 of Enclosure (A).

5. At 0555, June 4, 1942, information was received from the Radar Station on Sand Island that a large number of unidentified ("Bogey") aircraft were approaching Midway, bearing 310 degrees, distance 93 miles. All aircraft on the field excepting as noted on page 5 of Enclosure (A) were ordered to take-off. The Fighting Squadron was directed by radio on such a course as to intercept the on-coming aircraft which proved to be a large force of Japanese aircraft consisting of approximately 100 to 125 airplanes of OO 1 Sento K1 Fighter, Aichi Type 99 Dive Bombers, and possibly a few Type 96 Navy Heavy Bombers. Interception was effected and the enemy most vigorously attacked by our fighting squadron. The field was clear of enemy aircraft at 0715 and at 0720 showed no incoming targets and enemy retiring. Details of engagement as observed and reported are covered on pages 4 to 8 of Enclosure (A).

6. The results of that phase of the battle which occurred over Midway Islands are as follows:

(a) Our losses:

	<u>SEVERELY DAMAGED</u>	<u>MISSING IN ACTION WITH THE ENEMY</u>
F2A-3	5	13
F4F-3	2	2
SBD-2	5	8
SB2U-3	10	6
	<u>22</u>	<u>29</u>

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LOSSES SUFFERED BY MAG-22

Officers killed in action by bombing..... 0
Enlisted killed in action by bombing..... 6
Officers killed in aerial combat..... 1
Officers missing in action.....22
Enlisted missing in action.....12
Officers wounded in action..... 8
Enlisted wounded in action..... 8

DAMAGE TO FIELD INSTALLATION AND FACILITIES

1. Powerhouse demolished by 1-500# bomb.
2. Gas lines from main gasoline stowage broken near powerhouse by 1-1000# bomb.
3. Bomb hits in vicinity of Sick Bay and VMSB Engineering tents.
4. Eastern Island C:P., Mess Hall, and PX destroyed.
5. One rearming pit, VMF-221, received a direct hit with 500# bomb, exploding 8-100# bombs and 10,000 rounds of .50 caliber ammunition.
6. Holes in runways as follows:
 - (a) Center of #1 near eastern end.
 - (b) On shoulder of #3 near junction with #2.
 - (c) A small crater 500 yards from eastern end of #1 near southern edge (500# bomb with instantaneous fuse).
7. Debris scattered all over eastern end of #1 (from VF rearming pit) also debris in vicinity of demolished powerhouse.
8. Remains of Japanese 00 Fighter on northern end of #3 runway. Runways were cleared of debris by using bulldozer and road scraper. Bomb crater on shoulder of #3 filled with earth.

(b) *DAMAGE TO ENEMY BY THIS GROUP

18 Fighters - 00 1 Sento KI and Nakajima 97 destroyed.
25 Aichi Type Dive Bombers destroyed.
3 Hits with 500# bombs on aircraft carrier and several close misses.
2 Hits on battleship and several close misses. (June 4)
1 Hit and one close miss on battleship (June 5)

*Includes reports by surviving personnel and probable victories by missing fighter pilots.

7. The conduct, during battle, of all personnel of Marine Aircraft Group Twenty-Two was, without a single exception, superb and in accordance with the highest traditions of the Marine Corps. There were no individual instances deserving censure. Those persons deserving of praise and special mention have been recommended for awards in accordance with Pacific Fleet Letter 17L-42, dated April 25, 1942.

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8. COMMENTS AND RECOMMENDATIONS:

(a) As evidenced by statements of pilots who flew them in actual combat, the performance of the F2A-3 and F4F-3 types of airplanes is markedly inferior to that of the Japanese OO 1 Sento Kl Fighter in speed, maneuverability, and rate of climb. The fact that Marine Fighting Squadron 221 gave such an excellent account of itself should not be allowed to becloud this fact, but is directly attributable largely to an exceptionally fine organization of fighting pilot personnel and apparent great vulnerability of enemy bombers. In view of the foregoing it is recommended that F2A-3 and F4F-3 type airplanes be not assigned as equipment for use in combat, but be retained for use at training centers only.

(b) The SB2U-3 type airplane is inferior in all phases of performance. Furthermore those in this Group were, and those yet remaining are, in such deplorable condition as regards fabric covering because of long exposure to rain and sun and the performance of the power plant has been so unsatisfactory as to render them valueless except for training or use as "drones." The SBD-2 airplanes, while being far superior to the SB2U-3 type, are deficient in performance to such a degree as to indicate that their only practical usefulness is for training purposes.

(c) Replacement pilots should, prior to leaving the mainland, be given a short transitional training course in modern service aircraft. Such a course should cover training in gunnery, bombing, instrument flying, and basic type tactics.

(d) All advance bases should be equipped with administrative facilities (messing, housing, and office space) and operational facilities (refueling, rearming, and maintenance) sufficient to accommodate several times the bases normal complement of aircraft and personnel. All such facilities should be dispersed to the maximum and possess maximum flexibility.

(e) Additional units, in excess or normal complement, assigned to operate temporarily from an advance base, should be preceded or accompanied by a small but carefully selected group of personnel sufficient to care for the administrative and operational requirements of the unit.

(f) No advance base should be considered suitable at which to station aircraft unless equipped with radar. In addition to the type installed at this station (suitable only for search operations) there should be installed a special type for use as fighter director. This is in accordance with proven practices abroad. Height finding equipment should be included in the search radar installation. In addition to the foregoing, all aircraft operating either temporarily or permanently from an advanced base should have IFF equipment installed. Such equipment is the only practical means by which friendly aircraft can be definitely identified by fighter director and is also a distinct navigational aid to aircraft returning to the base.

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(g) The great value of camouflage and of holding the destruction of natural cover to a minimum was strikingly demonstrated in the attack on Eastern Island. Those installations which were camouflaged and in the vicinity of which the destruction of such cover had been held to a minimum were practically entirely overlooked in the attack.

(h) In all cases of organizations which have suffered heavy losses in material and even moderate personnel losses, it considered absolutely necessary that it be withdrawn from the combat zone for reorganization and re-equipping. Shock, physical exhaustion, and lack of proper equipment, the receipt of which may be delayed due to transportation limitations, all act as depressants and prove detrimental to morale, this notwithstanding justifiable pride in having dealt a severe blow to the enemy. Furthermore it is considered desirable that upon return to advance base duty, organizations be assigned to a new base if possible.


IRA L. KIMES

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