

# The Battle of Midway

Story by R. R. Keene  
USMC Photos

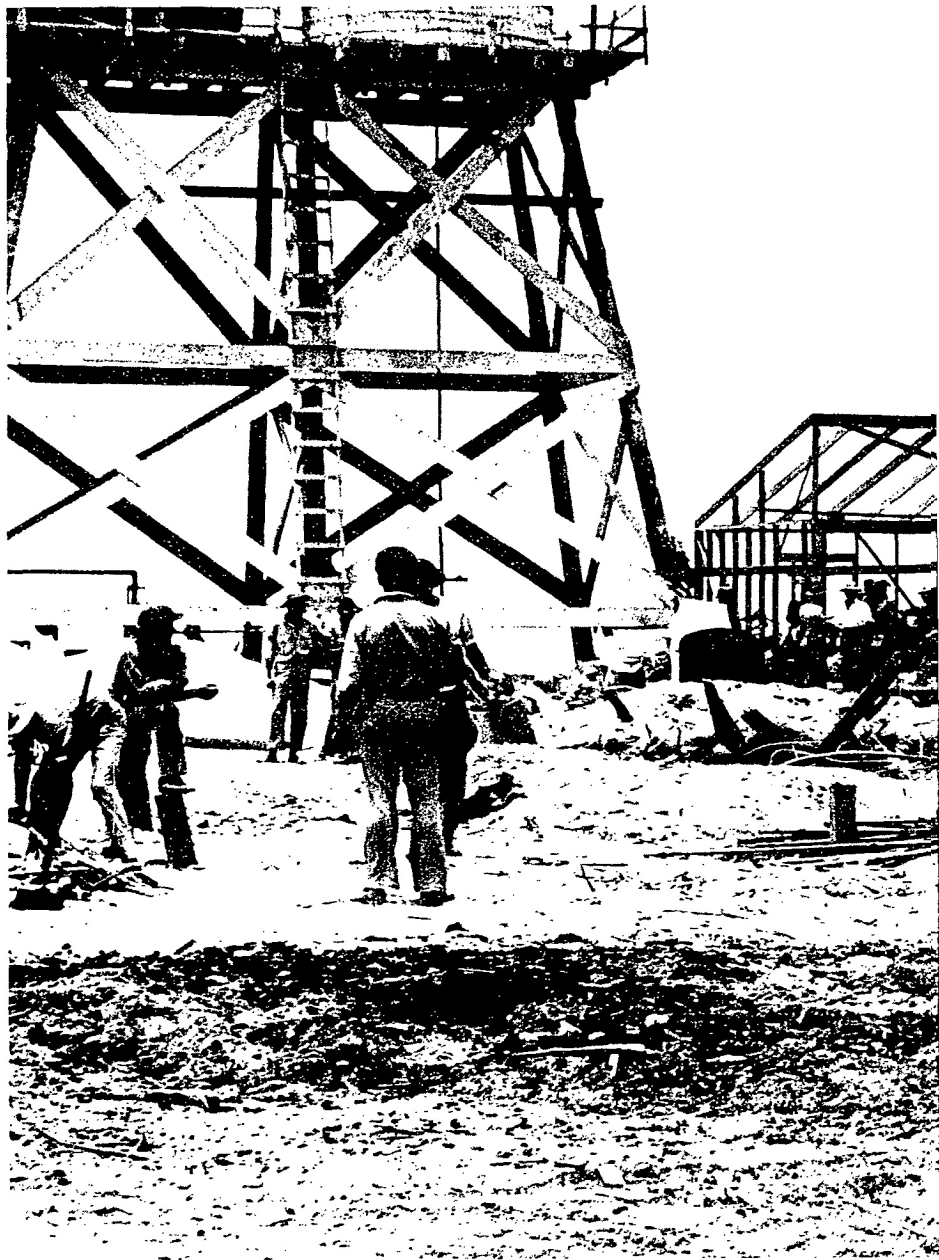
**J**apanese Admiral Isoroku Yamamoto needed to deliver the Emperor of the Chrysanthemum Dynasty a major naval victory. The American Pacific Fleet had been ripe for destruction in December at Pearl Harbor, Hawaii. By fate and luck it (the aircraft carriers) remained afloat.

Then, off the Louisiade Archipelago on May 7, 1942, it bloodied the Imperial Navy's nose. In what became known as the battle of the Coral Sea, aircraft from the U.S. carrier *Lexington* struck and stung the Japanese light carrier *Shoho*, damaging her so severely that she eventually went to the bottom. A Japanese cruiser and tanker also went down after air assaults and the carrier *Zui-kaku* was set on fire.

The Japanese Navy was not a punching bag. Its carrier-based aircraft punished *Lexington* until her crew was forced to destroy her, and the carrier *Yorktown* also sustained heavy damage. The battle of the Coral Sea was also unique, according to Adm Ernest J. King, in that it was "the first major engagement in naval history in which surface ships did not exchange a shot."

Unlike the Japanese Army which had suffered horribly at Nomonhan on the Manchurian-Soviet border in 1939, the Imperial Navy had no recent recollection of defeat.

Nor was there reason for the admirals of the Imperial Navy to believe they would not be successful. They had made no serious errors in strategy, and their arrogance was not as great as the officers in the Imperial Army. The admirals noted the heroic fight by U.S. Marines at Wake, and the stubborn resistance led by the Fourth Marine Regiment on



**The Japanese were looking for another Pearl Harbor. The Marines on Midway were waiting for the Japanese. The Marines took a few hits and rebuilt, as shown in this photo on Midway's Eastern Island. The Japanese would never recover.**

Corregidor, and erased the idea that the Americans were soft and would not fight.

Their arrogance, however, was still

the driving force in their logic. For the officers of the Imperial Navy, Adm Yamamoto among them, still believed if the American fleet could be lured to its destruction, the American people would sue for compromise and peace.

The key to it all was the island of Midway. "Midway acts as a sentry for Hawaii," correctly stated a Japanese high command paper, which



deduced it was necessary to obtain Midway in order to eventually reach the "Hawaiian prize." It made the Pacific into a chessboard of huge proportions.

Clever Adm Yamamoto would send a task force which included two light carriers on a left-wing attack thousands of miles to the northeast on Dutch Harbor, the U.S. naval base in the Aleutians. This would

draw the American naval forces out and northward. Then, a day later, the main Japanese effort would take the form of a right-wing assault on Midway 2,300 miles east of Tokyo.

Yes, Yamamoto's feint was clever indeed. It would be more glorious than Japan's naval victory over the Russians at Tsushima in 1905. The Americans would be lured out of Pearl Harbor and blunder into ene-

my waters with huge force.

Yamamoto, "the Nelson of Asia," would be there with a larger force. His was the greatest armada of World War II: seven battleships (including the flagship, a new 63,000-ton dreadnought which bore the ancient name for Japan: *Yamato*), eight cruisers, 48 destroyers, 16 submarines and 12 transports loaded with 5,000 troops. The carriers would include the four largest and newest in all the Emperor's fleets: the *Akagi*, *Kaga*, *Hiryu* and *Soryu*. Counting the oilers, a fleet of 100 vessels pregnant with destruction plowed the waves of the central Pacific.

In addition to the carriers and battle wagons, an occupation force intent upon making that island a base for further offensive operations was sailing toward Midway. Heavily escorted amphibious ships carried 1,500 Special Naval Landing Force troops to storm Sand Island and 1,000 Imperial Army soldiers of the "Ichiki" Detachment to land on Eastern Island. Additionally, the ships were bearing engineers and equipment to establish a seaplane base at Kure Island, Midway's nearest neighbor, 55 miles northwest by north.

Yamamoto *assumed* that once the attack began, much of the American naval force in the South Pacific could not steam to Midway fast enough to save it. Yamamoto *assumed* that the carrier *Yorktown* had been so badly damaged during the battle of the Coral Sea as to be inoperative. Yamamoto *assumed* that his transmissions of battle plans were secure. All of Yamamoto's assumptions were false.

What none of the Japanese high command knew was that the American commander-in-chief, Pacific, Adm Chester W. Nimitz, had learned of the Japanese plan on May 14. American cryptographers had come up with an amazing machine code-named "Magic" which made reading Japanese coded messages as easy as reading the Associated Press or United Press International news wires. He issued orders immediately for concentration of U.S. naval forces at Pearl Harbor, and by a mighty effort, the repairs of *Yorktown* were completed in time for her participation.

Midway's strategic value had long been recognized. In 1938, Rear Ad-

miral Arthur J. Hepburn reinforced this view when the board he headed stated: "From a strategic point of view, an air base at Midway Island is second in importance only to Pearl Harbor."

This belief in its value went back to 1867 when then Secretary of the Navy Gideon Wells directed that Brooks Island (as Midway was then called) be claimed and surveyed for the United States. Though Midway was recognized early for its strategic importance, as real estate it wasn't much of a prize. Midway is in reality an atoll, about six miles in diameter, enclosing two islands: Sand and Eastern. Back then, the islands grew two things that seemed of little value: the species of albatross commonly called the "gooney-bird" and guano-covered scaevola bush, which can best be described as dwarf magnolias.

Its current leatherneck occupants were members of the 6th Defense Battalion, and a few aircraft. The war had come to Midway on December 7, when Japanese bombarded the island. They killed four and wounded 10. It would soon be time to even the score.

Adm Nimitz was a good strategist. In April, even before his staff had decoded the Japanese plan, he marked Midway as the most probable place the Japanese would strike next. On May 2, he went unannounced to personally inspect the Marines on Midway.

Marines there noted how thorough the admiral was, especially when it came to checking defensive positions. Nimitz then turned to Marine Lieutenant Colonel Harold D. Shannon, commander of 6th Defense Bn., "What more would you need to hold Midway against a large scale attack?"

Shannon stated his requirements, which were considerable. Nimitz nodded and then asked, "If I get you all these things you say you need, then can you hold Midway against a major amphibious assault?"

"Yes, sir."

Nimitz smiled, relaxed and said, "You get a detailed list directly to me and I will get you whatever you need, providing it is available."

Nimitz was as good as his word. Shannon completed his list on May 7, and in less than a week, Marines and material were being embarked

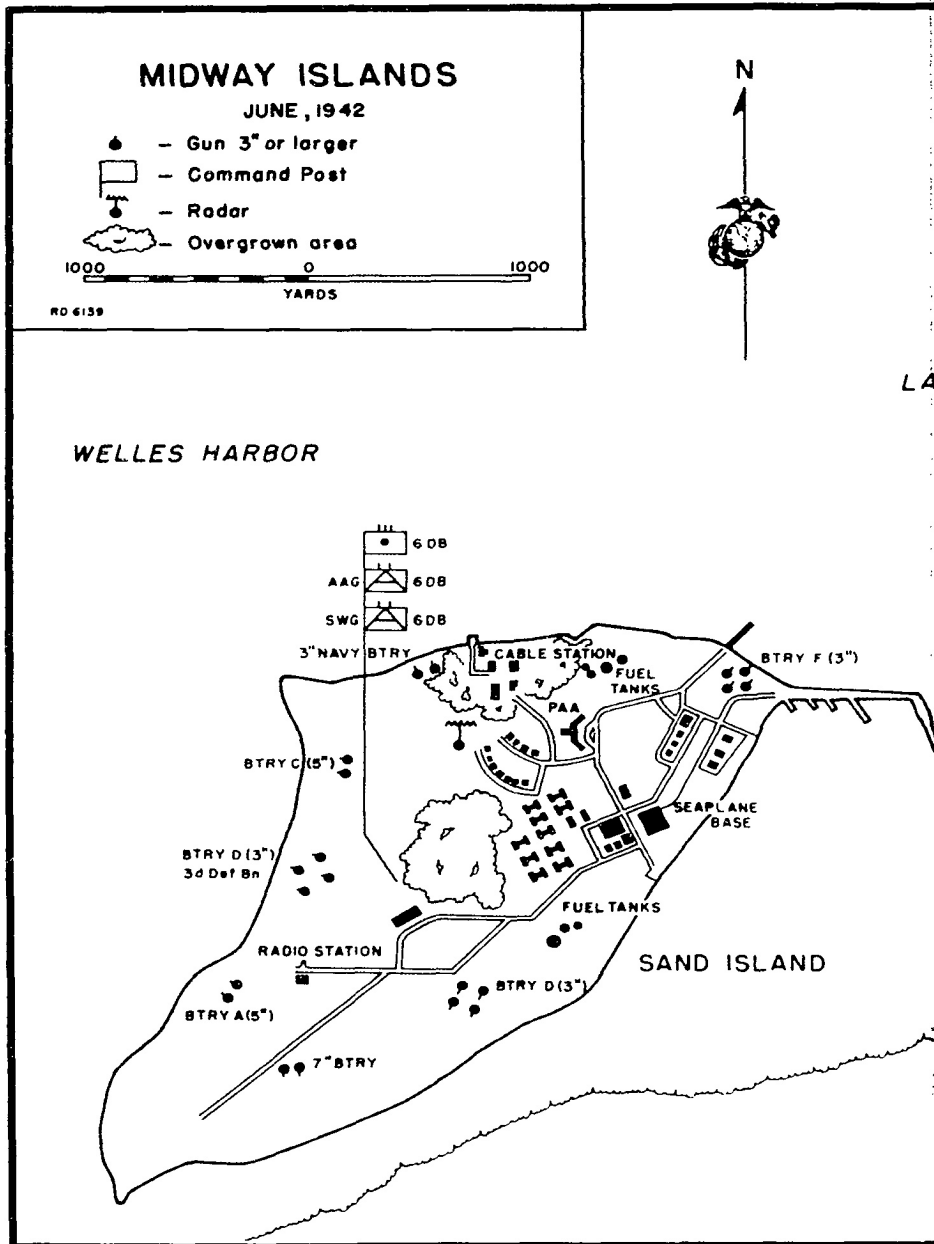
from Hawaii to reinforce Midway.

Three more 3-inch antiaircraft batteries (12 guns), a 37-mm. antiaircraft battery (eight guns) and a 20-mm. antiaircraft battery (18 guns) came from the 3d Defense Bn. Two rifle companies of the 2d Marine Raider Bn., along with a platoon of five light tanks, were added.

Marine Aircraft Group (MAG) 22, which was still flying the outdated Brewster Buffalo fighters and Vought Vindicator dive bombers, was aug-

mented with 16 SBD-2 dive bombers and seven relatively new Grumman F4F-3 fighters. Nimitz assured Shannon of his complete confidence in the Marines' ability to hold Midway and, in recognition for his efforts to prepare for hostile attack, enclosed an on-the-spot promotion for Shannon to "full bird."

Nimitz's plan required that the planes from Midway make the Japanese carriers their objective early in any battle rather than attempting to



defend the atoll. Therefore, reinforcement of Midway's anti-aircraft defense was of crucial importance. As Navy Captain Arthur C. Davis reminded Adm Nimitz, "There cannot be too many anti-aircraft defenses on Eastern Island."

Though his cryptographers worked round-the-clock and had decoded more than 90 percent of Yamamoto's plan, there was still some concern that the Japanese attack would be at Oahu rather than Midway for

the Japanese only referred to their objective as "AF."

"There's a way to find out," said Nimitz, who then had a fake message transmitted saying that there was a breakdown of the distillation plant. Japanese intelligence experts of course copied the message and two days later radioed Tokyo that "AF" was low on fresh water. Nimitz laughed and said, "It's Midway. That's where the message was sent from."

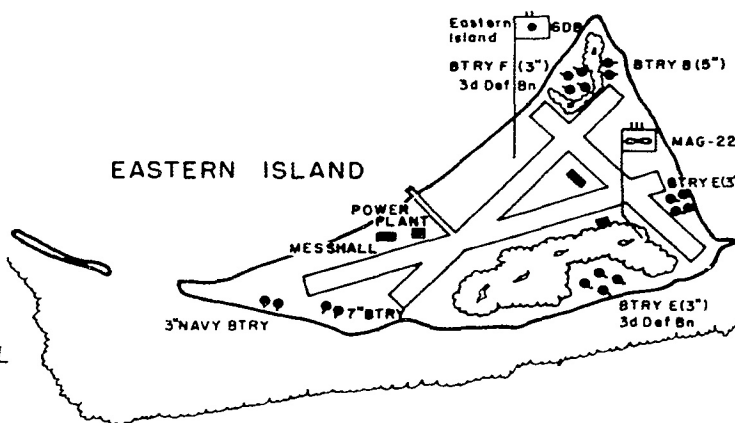
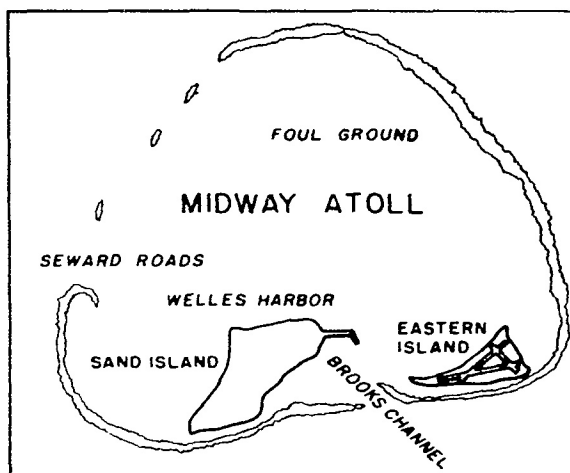
Nimitz sent two carrier task forces, which included altogether three carriers. Task Force Sugar was commanded by RAdm Raymond A. Spruance, with the carriers *Enterprise* and *Hornet*, and Task Force Fox was built around the *Yorktown*, commanded by RAdm Frank Fletcher. Combined, the American forces, in addition to the three carriers, consisted of eight cruisers, 14 destroyers, and 25 submarines. It was far inferior to the Japanese force except for a few very important details. The Japanese carriers had 250 aircraft to the U.S. carriers' 225, but the American fleet had radar and Midway had land-based Marine aircraft of MAG-22.

Meanwhile, things were starting to unravel for the clever Yamamoto. His carrier strike force or "Kido Butai" had steamed more than 50,000 miles since Pearl Harbor. His ships needed reconditioning and their crews needed a rest. Yamamoto, trying to win quickly, allowed neither. His two main striking forces, commanded by Adm Chuichi Nagumo and Vice Admiral Nobutake Kondo, were spread in a floating train of several hundred miles and depended on secrecy.

Yamamoto, trailing Adm Nagumo by more than 600 miles, learned that his planned aerial reconnaissance of Pearl Harbor was not possible. In a coincidence that defied astronomical odds, an American seaplane tender was anchored at the exact point where the reconnaissance planes from Kwajalein Atoll in the Marshalls were to have been refueled by Japanese submarines. Then, seven submarines sent to form a picket line between Oahu and Midway and intercept American carriers heading toward Kido Butai were sent to the wrong place because of typographical errors.

Most disturbing was the report from an Imperial Navy submarine patrolling near Midway. The boat captain said the island seemed to be on strict alert with intensive air patrols and construction activity that indicated probable expansion of the island's defenses. Yamamoto wanted to relay all this to Nagumo who would need it most, but operations were such that strict radio silence could not be violated. It was as if Murphy's Law had suddenly taken a Japanese name.

At 0300 (3 a.m.) June 4, the Japa-



USMC map

nese sailors wiped the sleep from their eyes and started preparation for the attack on Midway. Adm Nagumo reckoned his force to be 250 miles northwest of Midway. His first objective was to neutralize Midway from acting as a supplemental carrier for the Americans and soften the islands up for assault and eventual Japanese occupation by the amphibious fleet now 450 miles due west of the island.

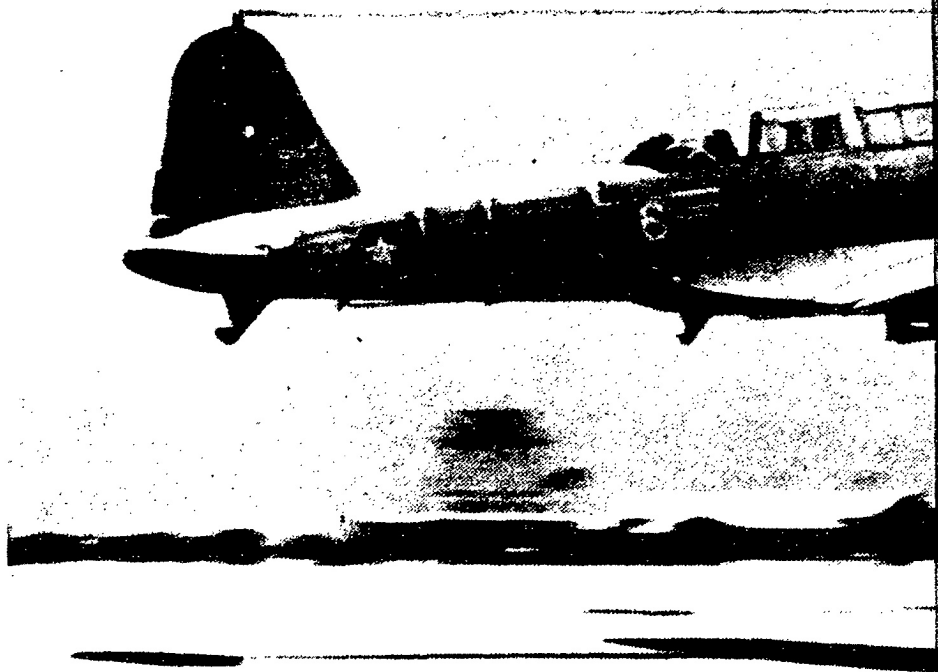
At 0430, Nagumo ordered his carriers headed upwind and launched the Midway Attack Force: 36 attack planes in the first wave, 36 bombers in the second wave, and 36 fighters in the third wave. The drone of 108 planes reminded them of the December 7 attack on Pearl Harbor. The air officer from the carrier *Hiryu* proudly assumed his position of command and ordered the planes into attack. Little did he know there would be no surprise. When the planes lifted off to the last echoes of "Banzai!" all similarities to Pearl Harbor ended.

The Marines on Midway had been at general quarters long before Nagumo's fleet sounded reveille. At 0415, 11 U.S. Navy PBY seaplanes had been sent out from Midway to locate the Japanese fleet. Marines mounted belts of ammunition into the breeches of their weapons, placed canteens of water nearby, donned their World War I-type helmets and scanned the skies. Technicians manned every warning device, ensuring each to be running at optimum efficiency. Mess and supply sergeants prepared the support needed for men in combat.

LtCol Ira E. Kimes, commanding officer of MAG-22, had already sent fighter aircraft aloft to cover the PBYs and the others were sitting "hot" on the runway, waiting for orders.

The Marines on Midway bristled with preparedness. They grimly waited for the Japanese who had surprised Pearl Harbor, who had shelled them in December, and who had overrun Wake and Guam.

Somewhere around 0525, a PBY sighted two Japanese carriers and the balance of the main Japanese fleet some 180 miles off Midway, bearing 320 degrees. At 0545, another PBY made what Adm Nimitz characterized as "the most important contact of the battle." Its pilot



**An SB2U-3 dive bomber of VMSB-241 took off with others of the squadron to attack the Japanese Fleet. Outgunned and flying obsolete aircraft, they fought valiantly, but most did not return.**

reported seeing Japanese planes 150 miles out and inbound to Midway.

At 0555, the 6th Defense Bn. duty officer's log entry stated that radar had spotted: "Many planes 89 miles, 320 degrees." The Naval Air Station noted the same contact at nearly the same time. Sirens went off and MAG-22 started launching their remaining aircraft. In less than 10 minutes Marine Fighting Squadron (VMF) 221, commanded by Major Floyd B. Parks, was vectored to intercept the massed incoming Japanese planes and Marine Scout-Bombing Squadron (VMSB) 241, commanded by Maj Lofton R. Henderson, had rendezvoused 20 miles east of Midway to wait further instructions.

The shooting started at 0616, approximately 30 miles from Midway and at 12,000 feet. VMF-221 fighter pilots spotted a large formation of Aichi Type 99 (Val) dive bombers es-

corted by Zero fighters 2,000 feet below them. Marine Capt John F. Cary led in a division of F4F-3s and said "Tally-ho" over his radio. As he rolled into his dive, wingmen Capt Marion E. Carl and Second Lieutenant Clayton M. Canfield followed with high-side runs on the bombers. Other VMF-221 pilots followed. Naturally, this caused the Zero pilots to enter the fray.

With the exception of five F4F-3s, it was a few more than a score of Marines in outdated aircraft against 108 of Japan's best. Though the Marines ensured that 32 Japanese bombers would never reach Midway, the Japanese made short work of the flying leathernecks.

In the first attack, 12 Marine fighters including that of Maj Parks were shot down. Only Cary (who was wounded), Carl and Canfield survived. In the second attack with F2A-3s, led by Capt Kirk Armistead, 13 were lost. In the words of a pilot who came through, "I saw two Brewsters trying to fight the Zeroes. One was shot down, and the other was saved by ground fire covering his



tail. Both looked like they were tied to a string while the Zeroes made passes at them. I believe that our men with planes even half as good as the Zeroes would have stopped the raid completely."

Back on the ground, 6th Defense Bn. observers had seen two aircraft fall in flames approximately 25 miles away at 0619. Fire controlmen ordered the muzzles of their antiaircraft guns to track the incoming planes until they were in range.

"The entire island was deathly silent after the buzz of the planes taking off," recalled one Marine officer later. "It was a beautiful sunny morning. The men all strained for a first glimpse, and I had to sharply remind the lookouts to keep the other sectors covered against surprise. Then we saw the Japs, and the tension snapped."

At 0629, the enemy was eight miles out. At 0630, Shannon passed the word, "Open fire when targets are in range." At 0631, every antiaircraft battery on Midway had commenced firing.

Japanese reports later stated the

Marines had thrown up "vicious antiaircraft fire." The first wave of bombers came from *Kaga* and *Akagi*. Marine gunners blew two apart before they could release their bombs, leaving 20 planes in the attack, thus verifying that VMF-221 had not only drawn blood, but hit an artery. The bombers from *Kaga* continued to their target on Sand Island and dropped nine 242-kilogram (534-pound) bombs on hangars and fuel-oil tanks, setting them ablaze. *Akagi* bombers hit Eastern Island, pulverizing the Marine messing area and post exchange which the Japanese later reported as hangars.

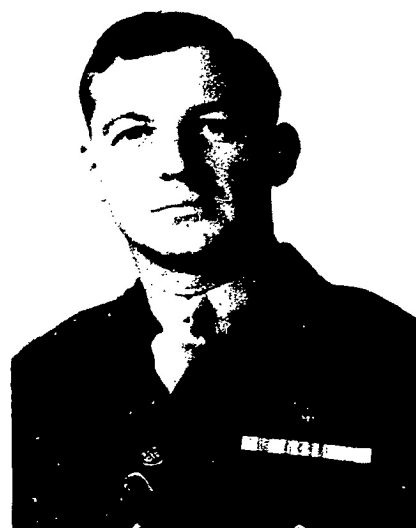
The next wave dropped their ordnance along the north shores of Sand and Eastern Islands. Witnesses on the ground counted only 18 planes. From *Soryu*, the Val dive bombers went after Battery D of the 6th Bn., the already burning fuel storage facility, the dispensary on Sand Island and powerhouse on Eastern Island. The latter they hit with two 805-kg. (1,775-lb.) bombs and destroyed entirely. They also scored a direct hit on the Eastern Island command post, killing the Marine sector-commander, Maj William W. Benson, and wounding several others. Through it all, Zero and Nakajima-97 fighters made constant strafing passes on both islands. Four ordnancemen of VMF-221 were instantly killed when a 242-kg. bomb dropped directly into their rearming pit.

Marine guns fought back, throwing up a curtain of 37-mm., 20-mm., and .50-caliber rounds and accounted for 10 confirmed kills and damage to numerous aircraft which fell short of their carriers.

At 0648, the air officer from *Hiryu* radioed Adm Nagumo, "There is need for a second attack wave." Nagumo chose, however, to believe the optimistic report which arrived at 0707 from the air officer of the *Kaga* who stated, "Sand Island bombed and great results attained."

The air attacks on Midway were over. At 0715, the "all clear" was sounded.

It was time to recall VMF-221. "Fighters land, refuel by divisions. . ." was broadcast and no answer was received. The message was sent again. Again no answer. Then they sent, "All fighters land and reserve."



Among those missing was VMSB-241's commander, Maj Lofton R. Henderson. Marines would later name the captured airstrip on Guadalcanal "Henderson Field."

They tried this several times before receiving only a few answers. Only 10 of VMF-221 planes returned and only two were in any condition to fight again.

Orders for the bombers of VMSB-241 were to "Attack enemy carriers bearing 320 degrees distance 180 miles course 135 degrees speed 20 knots." Maj Henderson led a strike-unit composed of 16 SBD-2 bombers and Maj Benjamin W. Norris led a second of 11 SB2U-3s.

The group of SBDs attacked the carrier *Akagi*. It is doubtful that they even hit her. However, in their efforts, they lost half of their planes, including the one piloted by Henderson. One SBD-2, flown by First Lieutenant Daniel Iverson Jr., was hit 259 times, including one piece of shrapnel or bullet which ricocheted into the cockpit and tore Iverson's throat microphone from around his neck. Iverson landed safely on one wheel and with no flaps.

The second group of old SB2Us came under heavy fighter attack and settled for an attack on the battleship *Haruna*. They too came up short, and three SB2Us were splashed in the process.

That night, Maj Norris, now VMSB-241's commander, decided to press the attack and pursue the Japanese after dark when Japanese fighters

would be tied down on their carriers. It was an ill-advised mission. The Marine bombers failed to intercept the Japanese, and Maj Norris failed to return. Midway's oil fires and AA searchlights served as beacons for the more fortunate aircrews who found their way home.

The next morning, Marine air struck a blow against enemy cruisers limping westward with serious damage. Capt Richard E. Fleming, leading a flight of SB2Us, was hit by flak during a dive. With his plane already afire, Fleming flew it into the after turret of the cruiser *Mikuma*. A Japanese admiral who witnessed Fleming's attack noted, "He was very brave." Fleming's nation agreed and posthumously awarded him the Medal of Honor.

Midway had cost the Corps 49 dead and 53 wounded. In addition to the 10 confirmed planes shot down by the 6th Defense Bn., MAG-22 destroyed at least 43 aircraft: 25 Val dive bombers and 18 Zekes. The Marine air/ground team had surprised their attackers. Though outgunned and against superior aircraft, the Marines were not outclassed or short of courage.

Nor did they fight alone. Navy ships, planes and U.S. Army bombers joined the fray far out to sea. As the attack on Midway ended on June 4, Yamamoto's prize fleet frantically maneuvered to sail between showers of bombs dropped by B-17s from 20,000 feet. Behind them came Navy torpedo bombers. Yamamoto and his admirals realized that the decisive battle for the Pacific that they'd always dreamt of was at hand and close to slipping, with disastrous consequences, through their fingers.

A delayed catapult launch had let the American fleet go undiscovered too long. When discovered, the Japanese planes lost valuable time on board the carriers, refitting with torpedoes. After the Marine bomber attack, the light cruiser *Tone* radioed: "Enemy force accompanied by what appears to be aircraft carrier bringing up the rear." Only a few believed it, and consequently the Japanese command waited for further verification. It would cost them dearly. Thirty minutes later, it was obvious that there was a large American force which included at least one carrier.

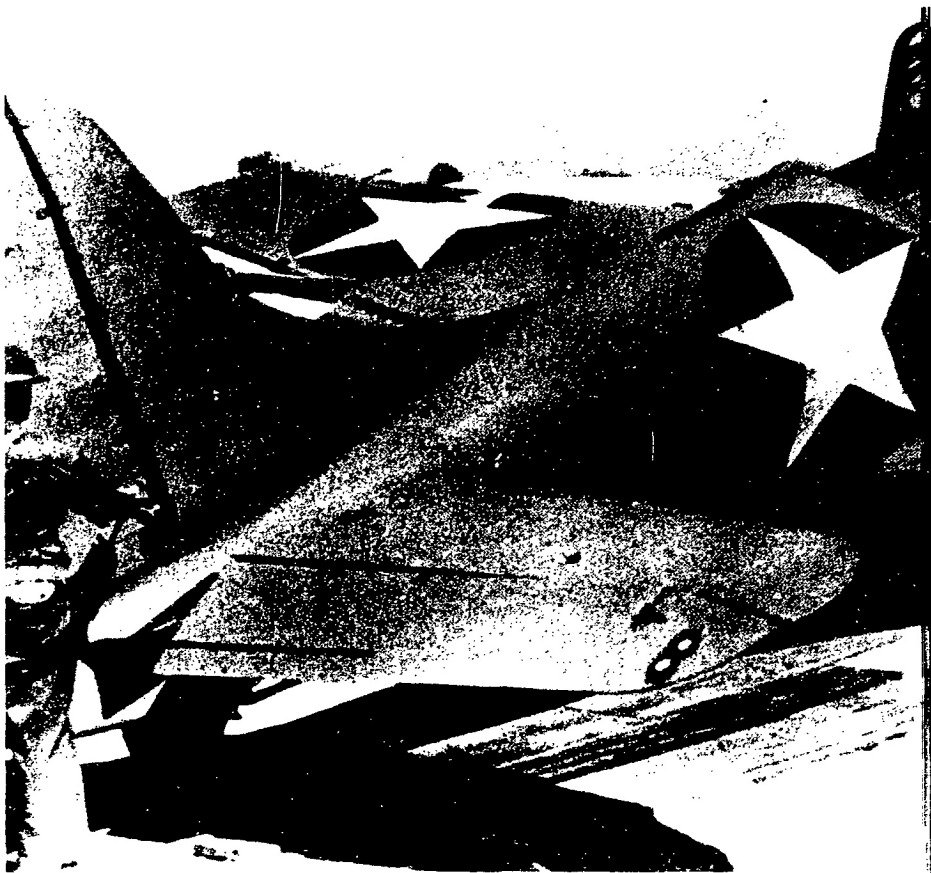
Overhead, the Japanese fighter planes were running low on fuel,

waiting to intercept any American attackers. And the strike force aircraft had not yet returned from Midway. "What to do?" pondered Adm Nagumo and his operations officer, Commander Minoru Genda. No wonder Nagumo was eager to disregard the earlier request for a second attack wave. Genda blinked first. "I believe all our aircraft should land and refuel."

**One bomber pilot who barely made it back to Midway was 1stLt Daniel Iverson Jr. A quiet and self-effacing officer, Iverson landed his plane after taking 259 enemy-induced holes and summarized the incident by saying, "My plane was hit several times."**

News of the Japanese raid on Midway inspired Adm Spruance's chief of staff, Capt Miles Browning, to speculate that an early attack might catch the Japanese in the act of refueling their airplanes.

Spruance liked the idea and from *Enterprise* ordered every plane (except for patrol craft), with those of *Hornet* to join in the attack. At 0702, the sky filled with 67 dive bombers, 20 fighters and 29 torpedo planes. They would have just enough fuel to return home. . . maybe, but the possibilities outweighed the normal need for caution. Adm Fletcher, however, only 15 miles behind Spruance waited 90 minutes before launching his



planes off *Yorktown*: 17 dive bombers, six fighters and 12 torpedo planes. The first group found the Japanese, and Browning's hunch had proved correct. American planes flew in like a hurricane, braving a curtain of Japanese anti-aircraft fire.

Navy Lieutenant Wilmer Earl Gallaher had seen *Arizona* at Pearl Harbor. He watched as the bomb from his *Dauntless* tumbled on to the carrier *Akagi* and exploded on the flight deck. Gallaher recalled thinking, "*Arizona*, I remember you!"

*Kaga's* crew believed she was charmed and therefore could not be hit. American bombs went through her and she erupted in flames. It was

the same on *Akagi*, and Adm Nagumo reluctantly left the ship.

*Soryu* was next. *Soryu* was ablaze. Capt Ryusaku Yanagimoto ordered his men off and was last seen by most with sword in hand singing "Kimigayo," the Japanese national anthem.

RAdm Tamon Yamaguchi had only one chance to save the day. He launched six fighters and 18 dive bombers from the decks of *Hiryu* to find an American carrier. They found Fletcher's flagship, *Yorktown*. *Yorktown's* guns blazed and destroyed many of the incoming Japanese planes, but not all. Several Japanese bombs reopened her wounds from

the battle of the Coral Sea. Another wave of Japanese bombers sealed her fate.

The crew of *Hiryu* would never savor its success. A string of 24 American dive bombers led by Lt Gallaher streaked in without warning. Four bombs blew the bridge apart and turned the hull into an inferno.

The pride of the Japanese Imperial Navy was in agony. *Soryu*, with Capt Yanagimoto lashed to the bridge, went under at 7:13 p.m., taking 718 of her crew. The *Kaga* exploded 40 miles away and pulled 800 of her sailors to the bottom. *Akagi* and *Hiryu* would have to be scuttled. Adm Yamaguchi and *Hiryu's* captain, Capt Tomeo Kaku, remained aboard. In a final toast with all officers before abandoning ship, Yamaguchi calmly said to Kaku, "There is such a beautiful moon tonight. Shall we watch it as we sink?"

Midway was a disaster for the Imperial Japanese Navy. Four carriers and a heavy cruiser had gone to the bottom, nearly 300 of their best aircraft, and the cream of their naval aviators were lost.

Yamamoto's staff offered to commit suicide. "How can we apologize to the Emperor for this defeat?" asked one staff officer. Yamamoto knew there was no way. The news would simply be kept from the Emperor.

The Japanese had reached their high tide. Their invincibility was shattered and their hopes for an early peace were scuttled with their carriers. Only their arrogance remained and it would cause them more grief in the months ahead.



The following were used as references and are recommended for further reading: "War Through the Ages" by Lynn Montross; "The Defense of Wake/Marines at Midway" by LtCol R. D. Heintz Jr., USMC; "The U.S. Marine Corps Story" by J. Robert Moskin; "Soldiers of the Sea: The United States Marine Corps 1775-1962" by Col Robert Debs Heintz Jr., USMC; "Semper Fidelis: The History of the United States Marine Corps" by Allan R. Millett; and "The Rising Sun: The Decline and Fall of the Japanese Empire 1938-45" by John Toland.

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