

HISTORICAL STUDY

**OPERATIONS
of
ENCIRCLED
FORCES**

**GERMAN EXPERIENCES
IN RUSSIA**

DEPARTMENT OF THE ARMY PAMPHLET

NO. 20-234

This pamphlet supersedes MS T-12, "Operations of Encircled Forces," which was given a limited distribution by the Office of the Chief of Military History, Special Staff, U. S. Army.

OPERATIONS OF ENCIRCLED FORCES

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DEPARTMENT OF THE ARMY

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PREFACE

This pamphlet was prepared by a committee of former German officers under the supervision of the Historical Division, EUCOM. Among the contributors were former corps commanders and general staff officers at corps, army, and army group level, who had extensive experience on the Russian front during the period 1941-45. The main author, for instance, saw action before Leningrad, near Voronezh, and later at Stalingrad. Toward the end of the war he served successively as chief of staff of Army Groups North and Center, during their withdrawal from Russia.

In addition to discussing the tactical and logistical problems peculiar to operations of encircled forces, the authors take issue with Hitler's conviction that significant advantages can be gained by leaving isolated forces behind the advancing enemy lines. It was this notion, expressed in numerous specific orders, that made the desperate stand of encircled German troops a frequent occurrence during the Russian campaign.

The problems of air support for encircled ground troops are described in a separate appendix which deals with tactical air support, air reconnaissance, supply by air, and the employment of antiaircraft units. Based on the experiences of the German Air Force in Russia and presented by a former Luftwaffe officer, the views expressed are necessarily colored by the organizational peculiarities of the Luftwaffe and its relations to the German Army.

The reader is reminded that publications in the GERMAN REPORT SERIES were written by Germans from the German point of view and are presented without interpretation by American personnel. Minor changes in form and in chapter headings have been made to secure greater clarity. However, passages which reflect the authors' prejudices and defects, whatever they may be, have not been changed and find the same expression in the following translation as they do in the original German.

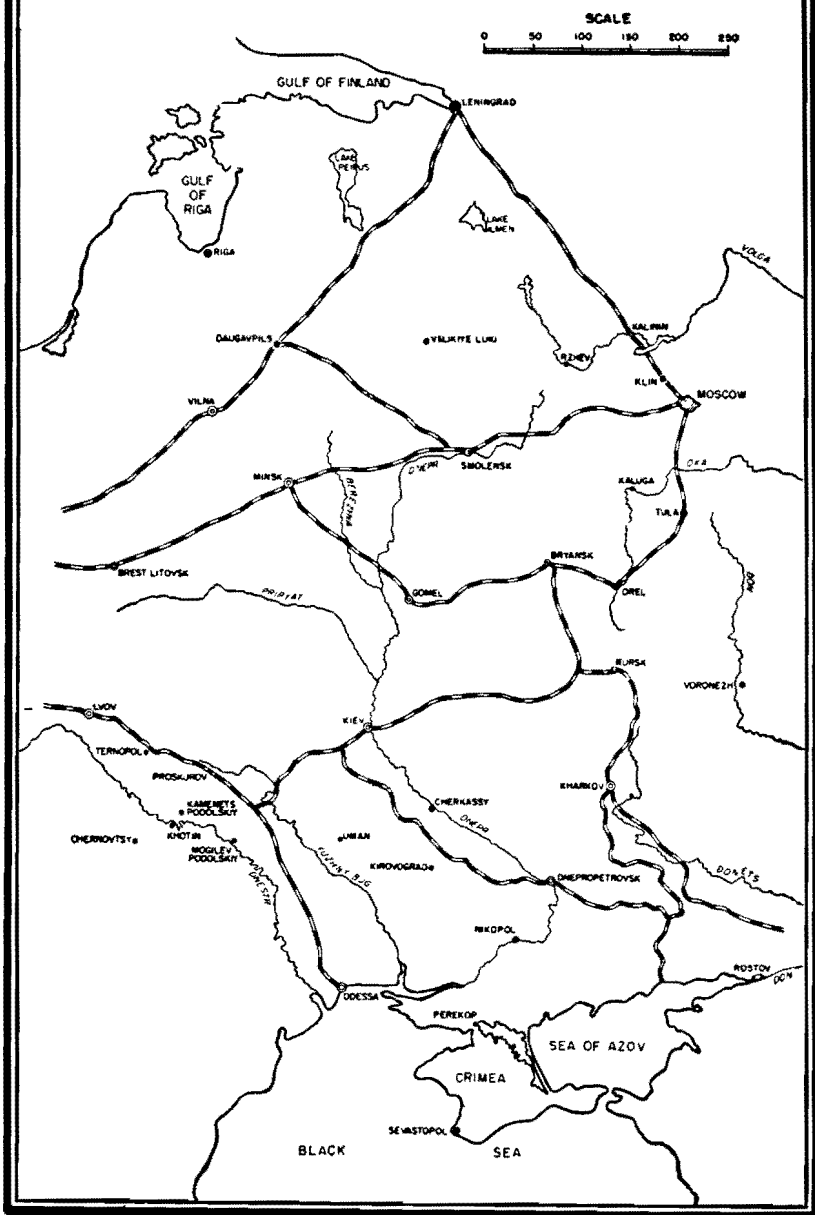
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REFERENCE MAP OPERATIONS OF ENCIRCLED FORCES



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CHAPTER I

INTRODUCTION

Pockets are formed as the result of operations in which the attacker entirely surrounds a large number of the opposing forces. Such encirclement is usually followed by a battle of annihilation, the classic goal of all types of ground combat. The principles involved in carrying out penetrations and envelopments, and in closing the ring around an enemy force are well established in tactical doctrine. In the following study, however, the problem is approached exclusively from the defender's point of view. German pockets in Russia—often the result of peremptory orders to hold out in the face of certain encirclement—are used as examples to illustrate the tactical principles applied by the encircled units and the measures taken in each instance to permit a breakout in the direction of the German lines.

The experiences of World War II demonstrate that under conditions of modern, mobile warfare such pockets are more easily created than in military operations of the past. Their tactical significance has changed considerably. The encirclement of military forces by the enemy no longer signals the end of their usefulness. Pockets have become frequent occurrences in modern combat and must be countered by appropriate tactical measures designed to tie down large numbers of the enemy and, eventually, to rescue the encircled troops.

Generally, encirclements are effected by an opponent with considerable superiority in men and matériel. Without these prerequisites, only superior planning can lead to the entrapment of substantial military forces. Such cases are extremely rare.

The maneuver of deliberately allowing one's forces to be encircled by the enemy so as to tie up his troops in sufficient numbers to even the odds, rarely achieves the desired result. Should the total opposing forces be approximately equal, such a maneuver can be of value, but only if the number of enemy troops engaged in maintaining the encirclement is large enough to affect the outcome of other operations. Even in this case, however, the deliberate creation of a pocket

is a costly enterprise which will hardly justify the probable loss of the entire encircled force.

Success or failure of the encircled troops in fighting their way back to the German lines depended almost entirely on the tactical situation in and around the pocket. Whereas a discussion of strategic decisions is normally outside the scope of tactical studies, the situations described in the following chapters are the direct result of decisions by higher headquarters and can only be understood against the background of these decisions.

In addition to minor German pockets in Russia, the battles of encirclement near Cherkassy and Kamenets-Podolskiy (Chs. 4 and 5) have been selected as typical examples of large-scale pocket engagements and breakout attempts. In Chapter 4, furthermore, the report on developments inside the pocket is contrasted with impressions gained of the same operation by an officer at a higher headquarters outside the ring of encirclement. Excerpts from the diary of a German pocket commander show the increasing psychological pressure exerted by the enemy on encircled troops, especially the attempt at persuasion by the so-called Committee for a Free Germany, which was organized by the Russians and composed of captured German officers.

CHAPTER 2

THE POCKET OF KLIN—BREAKOUT OF A PANZER DIVISION

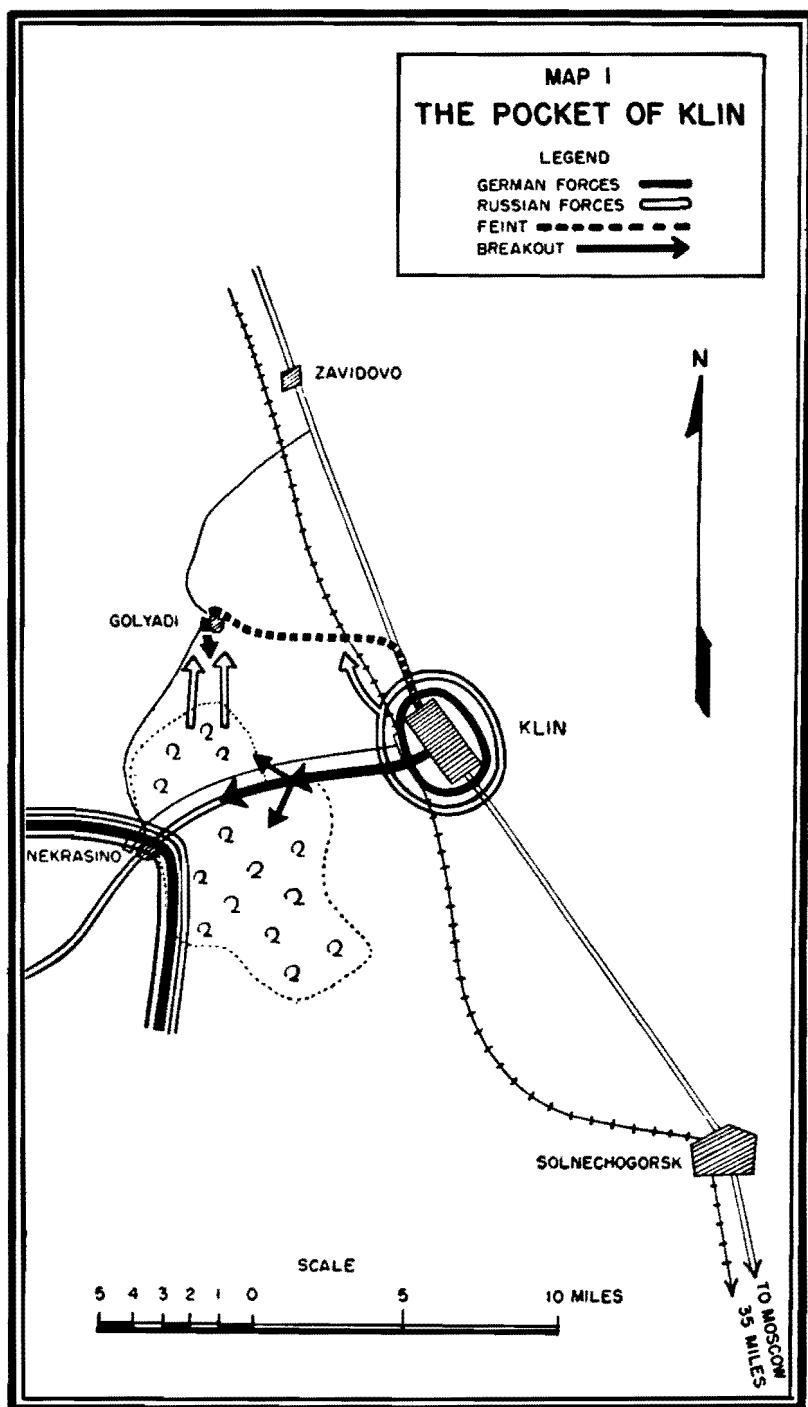
When the German offensive against Moscow came to a halt on 6 December 1941, the 1st Panzer Division was located at a point fifteen miles north of the Russian capital. It was immediately ordered back to Klin (Map 1) with the mission of keeping that town open for the withdrawal of other German armored forces. Deep snow obstructed every movement, and the highway running through Klin was the only route over which the withdrawal of mechanized and motorized columns could be effected.

The division reached Klin, after fighting the elements as well as the enemy, and succeeded in holding that important junction against persistent Russian attacks until the retrograde movements of other German units through the town were completed. At that point, however, as the division was ready to break contact and withdraw in the direction of Nekrasino, it found itself completely surrounded by strong enemy forces. The division was ordered by higher headquarters to abandon its vehicles if necessary, and to break through to Nekrasino where it would be able to link up with other German forces.

During the days of heavy fighting that preceded the entry of the division into Klin, the road to Nekrasino had been cut by the enemy on several occasions. In these engagements other German units lost numerous vehicles by enemy action and collisions. Wrecks had piled up all along the road and left no more than a narrow lane between them.

By reconnaissance in force, the encircled division discovered that enemy resistance was weakest southeast of Klin, and that a breakout in this direction would be most likely to succeed. The terrain, however, was such that practically all vehicles would have to be left behind. There were from 800 to 1,000 wounded in Klin who could not be evacuated without transportation. Furthermore, despite considerable loss of equipment, the encircled force was still well provided with vehicles and not inclined to give them up, if that could possibly be avoided.

After short deliberation it was agreed that the division, in order to retain its mobility, would have to break out along the road to Nekra-



sino, although that road itself was held by enemy forces in considerable strength. Chiefly responsible for this decision was the large number of casualties that were to be evacuated at any cost.

In preparing for the breakout, the division made use of its experiences during a previous encirclement at Kalinin. There, after executing a feint in a different direction which diverted some of the hostile forces, the division had succeeded in making a surprise breakout, losing no equipment and suffering few casualties. The great flexibility of the artillery had been of decisive importance. Shifting their fire rapidly from one target to the other, all pieces were able to support the diversionary attack as well as the actual breakout. Equally important had been the possibility of throwing all the tanks that survived the diversionary maneuver into the main effort.

After a careful survey of the situation around Klin, a plan was adopted. All available tanks, one company of armored infantry, and one rifle battalion were to conduct a diversionary break-through north of Klin, and then to proceed in a westerly direction toward the town of Golyadi. Turning sharply south after reaching Golyadi, these forces were to initiate an attack in the direction of the main road. The artillery was to remain in position around the railroad station of Klin. The main breakout toward Nekrasino was to take place as soon as the Russians reacted to the threat near Golyadi and began to divert their forces from the main road. The Germans calculated that the turning movement at Golyadi would force the enemy to shift his front toward the north in order to avoid envelopment from that direction. Initially, the entire German artillery and all available anti-aircraft weapons were to support the forces carrying out the feint.

While all remained quiet in the area designated for the main effort, the German units were assembled in proper order inside the encircled city. H Hour for the diversionary maneuver—actually an attack with limited objective—was set for dawn. The time of the main break-through depended on the development of the situation.

The intended deception of the enemy was accomplished with full success. A well-organized German task force fell upon the Russians at Golyadi and caught them by surprise. At the appearance of German tanks the Russians immediately shifted their reserves to meet the diversionary attack which they assumed to be the main German breakout. The attacking German troops, incidentally, had not been informed that their effort at Golyadi was no more than a feint. It was felt that they would not fight with quite the same zeal if they knew that they were merely trying to deceive the enemy. Only the division artillery commander was entrusted with the full details of the plan, including the code word for shifting fire to his new

targets on either side of the Klin-Nekrasino road. The German task force took Golyadi and pivoted south. As expected, the enemy began to pull out from the area of the main road and to move north across the railroad line, determined to counter the threat of envelopment.

This was the appropriate time—about noon of the same day—to launch the main breakout along the road to Nekrasino. Upon pre-arranged signal, artillery and antiaircraft weapons shifted their fire. Only one artillery battalion continued to fire on the old target so as to cover the withdrawal of the diversionary force from Golyadi. Simultaneously, on the road leading out of Klin toward the west, the main attack got under way. The division's armored infantry battalion drove the first gap into the lines of an enemy taken completely by surprise. Dismounted armored infantry and motorcycle troops followed and widened the penetration. Some of the tanks initially engaged in the diversionary maneuver had made their way back to Klin and were now committed on both sides of the road. Under their protection, the wounded on trucks and sleds and accompanied by armored personnel carriers were moved out of the town. By now the artillery was covering the flanks of the break-through column. In the eastern part of the city combat engineers held off the enemy while the evacuation took its course. With the rate of progress determined by the movement of numerous vehicles, and by the need for gradual displacement of the artillery which was in turn covered by tanks and armored cars operating north and south of the road, the entire force fought its way through to Nekrasino, where it was received by other German units.

Undoubtedly the division owed much of its success to the proper employment of its combat elements, but it was primarily the maintenance of strict traffic control that permitted the evacuation of an unusually large number of vehicles and thus determined the outcome of the entire operation. All vehicles that broke down were immediately pushed off the road to keep the column moving without interruption. A large number of officers and noncommissioned officers with minor combat injuries had been added to the military police to assist in the strict enforcement of traffic discipline. The division staff, at first located at the western edge of Klin and later with the main body of the division, directed the initial break-through and the subsequent movements of individual elements with the use of radio and messengers, but without telephone communications.

Substantially intact, the division emerged from the pocket of Klin, taking along its casualties and nearly all of its equipment. Twenty-four hours later, on a different sector of the front, it was again in action against the enemy.

CHAPTER 3

ENCIRCLEMENT AT VELIKIYE LUKI—FAILURE OF A RESCUE OPERATION



By mid-November 1942 the northernmost corps sector of Army Group Center extended seventy miles, from the town of Velizh north to the army group boundary. Inadequately covered by LIX Corps, the line contained two large gaps, each about ten miles wide and partly swampy but not entirely impassable. There, only reconnaissance and combat patrols provided a minimum of security. Despite persistent requests by the army group commander, no reinforcements arrived to strengthen the precarious German defenses on that sector.

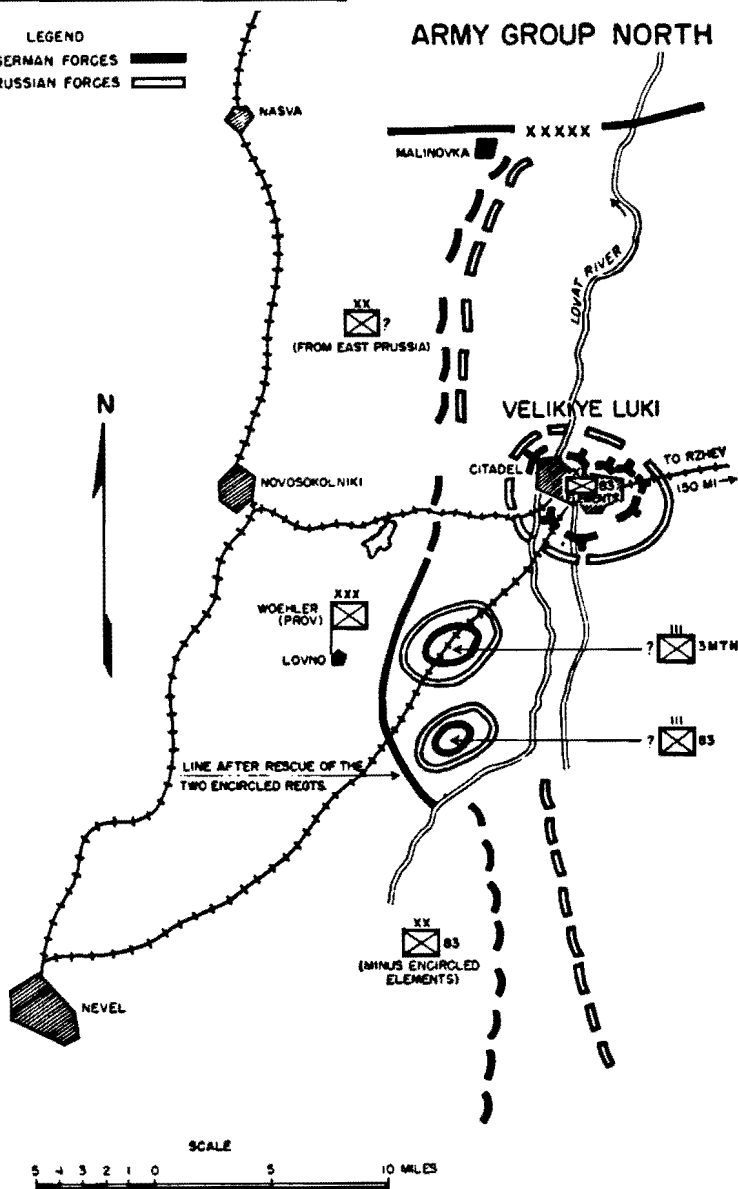
Late in November the Russians attacked north and south of Velikiye Luki (Map 2) and succeeded in encircling the city which was held by a strong regimental combat team of the 83d Division. A few miles farther south two additional German combat teams suffered the same fate. Thus three separate German pockets completely cut off from the main force were created in the same general area.

By that time all available reserves of Army Group Center had been thrown into the fierce battle at Rzhev and could not be extricated for the relief of the encircled units in the Velikiye Luki area. The army group commander therefore requested authority from Army High Command to order breakouts of the encircled forces toward the west. If carried out at once, these could have been accomplished without great difficulty or excessive casualties, but it would have meant pulling the German line back about ten to fifteen miles. The new defense positions, as proposed by army group, would still assure the undisturbed operation of the Nevel-Novosokolniki-Nasva railroad, and the resulting Russian salient was then to be reduced, as soon as possible, by a German flank attack from the south.

Hitler, who in December 1941 had assumed direct control of all military operations in Russia, flatly rejected this proposal. Instead, he ordered that the pockets be held at all costs, that other German forces, by attacking from the west, re-establish contact with the encircled units, and that the front be pushed even farther to the east. He referred to a recent German success in a similar situation at Kholm by the same officer who now commanded the 83d Division in the area of Velikiye Luki. Army group tried in vain to call Hitler's attention

MAP 2
ENCIRCLEMENT AT
VELIKIYE LUKI
SITUATION: 15 DEC 1942

LEGEND
 GERMAN FORCES 
 RUSSIAN FORCES 



to the lack of reserves and the extreme hardships imposed by winter weather and difficult terrain. All such representations were impatiently brushed aside.

The two German combat teams surrounded in the area south of Velikiye Luki meanwhile conducted a fighting withdrawal toward the west. With the assistance of other German forces, they broke out of encirclement and succeeded in establishing a new front.

At Velikiye Luki the Germans had previously constructed a perimeter of hasty field fortifications around the town. Advance positions, located several hundred yards from the edge of the city, proved of considerable value during the initial stages of the siege. The encircled garrison consisted of a strong infantry regiment of the 83d Division, two artillery battalions, one observation battalion, one engineer company, two construction battalions, and strong service and supply units. The pocket commander, a lieutenant colonel, had assumed command of his regiment only a few days earlier, and accordingly did not know his troops.

The enemy had so disposed his forces that at the beginning of December only two Russian brigades were deployed in a wide arc west of Velikiye Luki. As late as two weeks after the pocket was closed, a breakout in that direction would still have been possible, but despite the personal intervention of the army group commander, Hitler did not change his mind. The pocket was to be held, and should only be relieved by a push from the west.

With no reinforcements in sight, the troops required for this relief thrust could only be taken from other sectors of Army Group Center, all of which had been severely drained in an attempt at strengthening Ninth Army at Rzhev. The direction for the attack was to be from southwest to northeast with the so-called citadel—a part of Velikiye Luki west of the Lovat River—designated as the primary objective. (Map 3)

It was obvious that LIX Corps, already responsible for an excessively wide sector of the front, could not be expected to take on the additional task of conducting this attack. The situation not only called for the use of fresh combat units but also for the establishment of a new tactical headquarters to direct the proposed relief operation. Unable to pull out a corps headquarters from any other sector, army group had to resort to an improvisation. A provisional corps headquarters, Corps Woehler, was formed under the command of the army group chief of staff assisted by the army group training officer, the chief artillery officer, and another young staff officer. Subordinate to LIX Corps which remained responsible for supply and administration, the newly formed command group was ready to take charge of

the front sector opposite Velikiye Luki by mid-December. Its command post, established on 15 December at Lovno, was no less improvised than the staff by which it was occupied. A one-room peasant hut had to serve as living and working quarters for six officers, three clerks, three drivers, and two orderlies.

The terrain designated for the attack was desolate, rolling country, virtually without forests. Here Stalin's scorched earth policy had been fully effective in the Russian retreat of 1941. Subsequent partisan operations completed the work of destruction. Most of the formerly inhabited places had vanished and even their last traces were now blanketed by heavy layers of snow. No roads or recognizable terrain features broke the monotony. Orientation was extremely difficult and at night a matter of pure chance. The entire area gave the impression of a landscape on the moon.

The German units initially available for the attack were a division from East Prussia, the 83d Division minus elements inside Velikiye Luki, the mountain regiment that had escaped encirclement south of the city, and two construction battalions. They had been weakened by considerable losses in men and matériel and were suffering from the effects of heavy frosts alternating with sudden thaws. Although their morale appeared unbroken, their combat value was definitely limited. Fortunately, their new commander, because of his experience as army group chief of staff, had no difficulty in finding out at what depots in the army group area ammunition and equipment could still be obtained. With railroads and transport planes doing their part, it took only a few days for the troops to be resupplied and re-equipped with new winter clothing. This brought about a rapid decline in the number of cold weather casualties.

Reinforced by a motorized division, a battalion of light infantry, two batteries of 105-mm. guns, and a rocket projector brigade, the improvised corps continued its preparations for the attack. They had to be cut short, however, since Hitler advanced the attack date by several days despite all objections by army group. The attack was launched shortly before Christmas but, after making good progress at first, bogged down at the half-way mark.

By now it had become clear that additional forces of considerable strength would have to be brought up in order to achieve success. The reinforcements finally made available consisted of two divisions and one tank battalion. At least one of these divisions, however, proved wholly inadequate for the type of operation in which it was to participate. Originally used as an occupation unit in western Europe, it had recently been transferred east and employed as a security force on a quiet sector of the Russian front. Two of its regimental commanders were considerably over-age and incapable of

leading their units in combat. The third regimental commander, who was still in good physical condition, actually had to command each of the three regiments in turn as they were successively committed in the attack.

Army group had requested the approval of the Air Force for the employment of a parachute division which was then in a quiet position southeast of Velizh. [Ed.: In the German system of organization, parachute units were part of the Luftwaffe.] Goering refused, insisting that the division remain intact in its present position. Undoubtedly this refusal was one of the chief reasons why the liberation of Velikiye Luki failed.

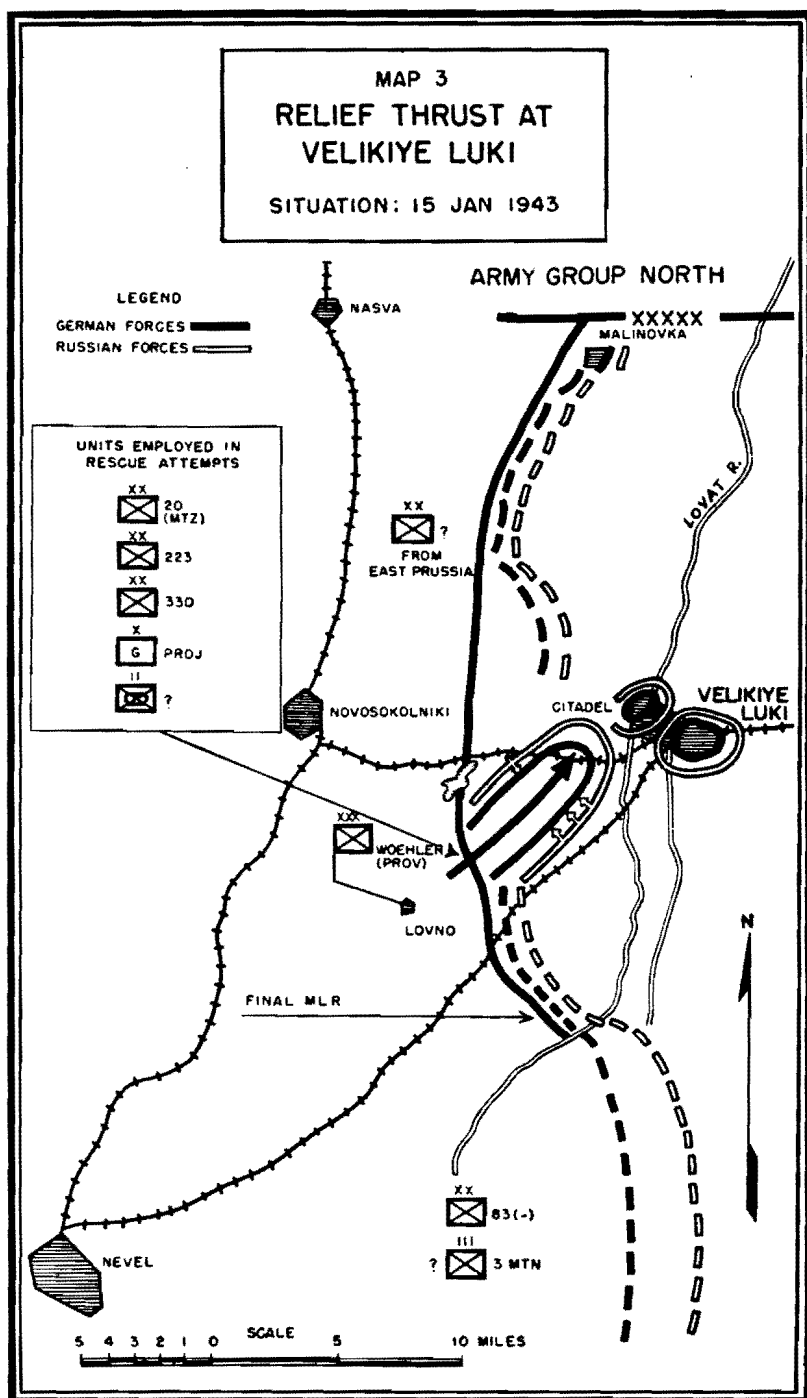
The second German relief thrust was launched early in January 1943. Leading elements advanced to less than five miles from the northwestern outskirts of the beleaguered city. (Map 3) At that stage, however, enemy pressure against the long flanks of the penetration forced the Germans to assume the defensive.

Inside the pocket, the citadel on the left bank of the Lovat River had meanwhile become the refuge for some 500 wounded from all parts of the city. On 5 January the Russians attacked from the north and succeeded in cutting through the town and severing the citadel from the main part of Velikiye Luki. Thus two separate pockets came into existence, each one precariously defended after the loss of all positions beyond the edge of the town, and particularly threatened by enemy attempts at infiltrating from block to block.

Liberating the main German force encircled in the eastern part of Velikiye Luki had become even more difficult. In any event, the immediate objective was to cut through the ring of encirclement that surrounded the smaller pocket west of the river. A general advance of the corps front, however, as demanded by Hitler, was by now definitely out of the question.

After lengthy negotiations the Air Force finally released one battalion of its parachute division for commitment at Velikiye Luki. It was too little and too late, but a last attempt had to be made to open a rescue corridor to the citadel. In order to bolster the fighting strength of the encircled garrison, a reinforced company of light infantry riding on trucks and tank destroyers was to ram its way through the enemy into the surrounded citadel. On 10 January, in a daring daylight attack, this force took the Russians by surprise and succeeded in joining the German defenders inside the pocket.

During the night of 14-15 January, the parachute battalion was to advance in a surprise attack to the southwest side of the citadel. There, by 0100, the fresh troops recently arrived in the pocket were to attempt a breakout, taking with them all wounded who were still able to march. Although initially led by a regimental commander



familiar with the area, the parachute battalion lost its way in the featureless terrain and failed to reach its objective. The citadel force broke out nevertheless, and in the early morning hours, reduced by casualties to about 150 men, appeared at the corps' advance command post on the Novosokolniki-Velikiye Luki railroad line.

By now, irreplaceable losses in the ranks of the German relief force made it impossible to repeat the rescue attempt. Also, no more radio signals were coming from the eastern part of Velikiye Luki—a clear indication that in six weeks of relentless fighting, despite the most determined resistance, the German force in the eastern pocket had been wiped out to the last man. The pocket commander's final radio message, received on 14 January, was, "With last strength and ammunition still holding two bunkers in center of city. Enemy outside my command post."

The struggle for Velikiye Luki was over. While it had the effect of tying down a greatly superior and constantly growing enemy force for six weeks, it also resulted in the annihilation of the German garrison, exorbitant casualties among the relief forces, and a loss of terrain along the entire corps sector. (Map 3) The important Nevel-Novosokolniki-Nasva railroad line still remained in German hands, free from enemy interference. However, the plan proposed by army group would have assured the same result without necessitating the futile struggle for Velikiye Luki. At the end of this ill-fated operation German casualties amounted to 17,000 officers and men, 5,000 of whom perished in the beleaguered city, while 12,000 were lost in rescue attempts from outside. Even if the relief thrust had eventually succeeded, the cost was far too high.

The experiences gained at Velikiye Luki might be summarized as follows:

1. Wherever a pocket comes into existence, it is usually the result of the attacker's numerical superiority over the encircled force. The deliberate adoption of a pocket-type defense can only be justified when early relief is assured; otherwise it will lead to the loss of the entire pocket force, and thus to a further decrease in the over-all fighting strength of the forces in the field.

2. The enemy's effective military strength, his combat troops, is his principle means of waging war. It must be destroyed. To fight constantly for terrain features, industrial installations, or simply for propagandistic purposes is to violate the basic principles of warfare.

3. It was Hitler who originally pronounced: "I must hold all pockets to the last in order to tie up superior enemy forces as long as possible." This may be correct in exceptional cases, but can never be elevated to the level of a general principle.

4. If an encircled force must be liberated by a relief thrust from the outside, only the best troops should be used in that operation. The more rapidly such a mission is completed, the fewer will be the casualties, and the greater the success. The maintenance for any length of time of a long, narrow salient obviously pointing at the pocket will involve murderous casualties. In the end such tactics are almost certain to fail because of the pressure exerted by the enemy on both flanks of the salient.

5. Speed is an absolute requirement, but should not be gained at the cost of hasty and inadequate preparations. The selection and assembly of the relief forces involves careful deliberation and considerable effort. In the situation described, the supreme commander, on whose specific order the date for the attack had been moved up, was far away from the fighting front, and the effect of this intervention proved disastrous. There was nothing to justify such lack of confidence in the judgment of the local commander or in the recommendations of army group.

6. Constant communication with the encircled forces was maintained via radio which functioned smoothly and met all requirements. On several occasions the artillery fire of the relief force was actually directed by observers inside the pocket. Shuttle flights by liaison aircraft were possible only in the beginning, and then only at night.

7. Having the light infantry unit break out of the citadel at night proved to be a wise decision. Direction toward the forward elements of the rescue force was maintained with the aid of prismatic compasses. Advancing in several single files, the men succeeded in inching their way forward through the hollows and silently overpowering the Russian sentries.

8. Supply of the German pocket was at first effected from reserve stocks available at Velikiye Luki. Soon, however, airdrops became necessary, marking the first occurrence of a situation that was later so characteristic of all German pockets in Russia—the plight of encircled forces, inadequately supplied with ammunition, rations, and equipment, who were expected to do their utmost in a hopeless situation. If Hitler himself had ever been an eyewitness to such developments, Goering's arrogant promises of adequate air supply for German pockets might have been discounted once and for all. The Luftwaffe units concerned were not in any way to blame. The missions assigned to them proved impossible of fulfilment, but they did their duty again and again in a superior manner, at Velikiye Luki, as well as at Stalingrad, and in all subsequent cases where German ground troops found themselves in hopeless encirclement.

CHAPTER 4

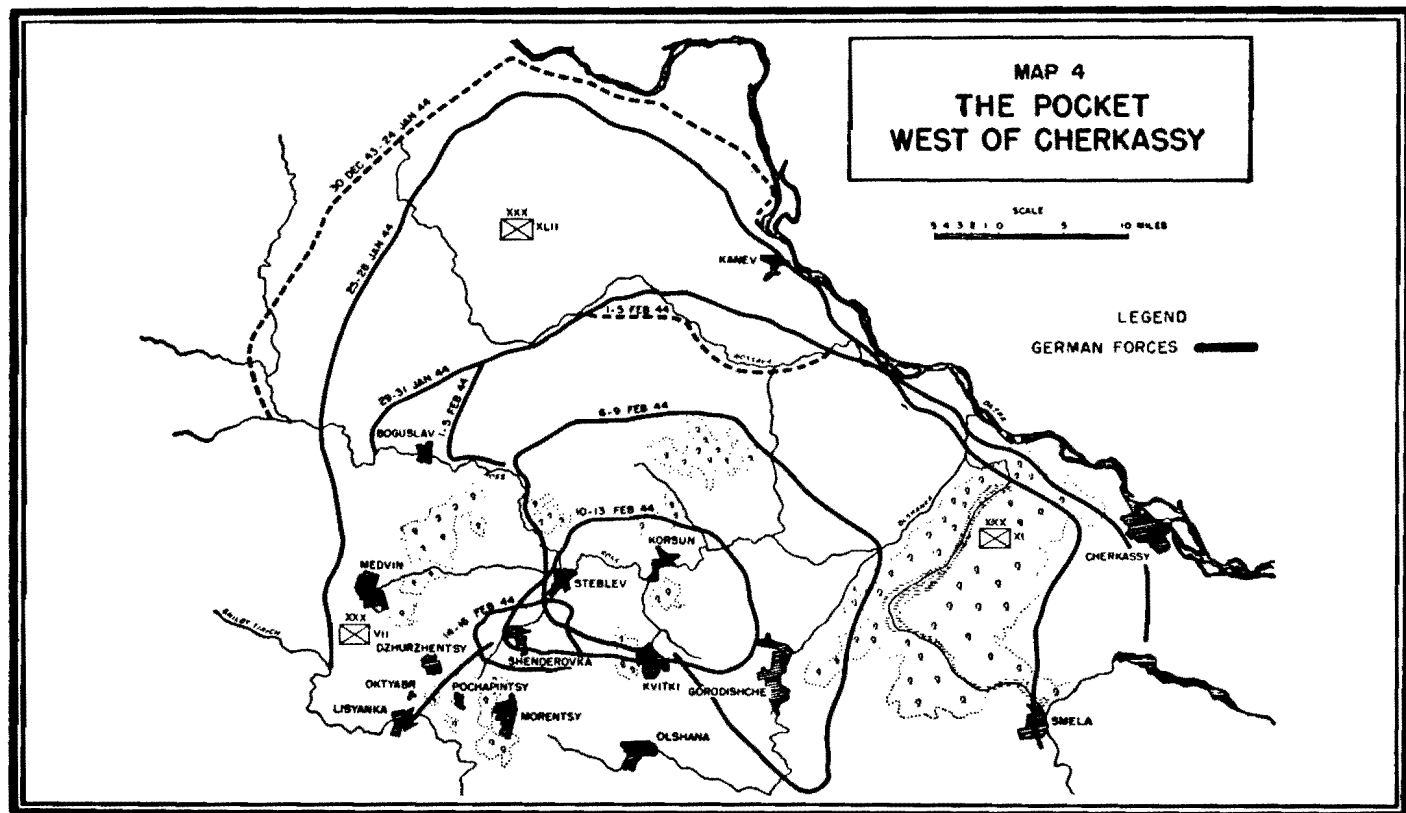
THE POCKET WEST OF CHERKASSY—THE INSIDE VIEW

Section I. EVENTS LEADING TO THE FORMATION OF THE POCKET

By the end of December 1943—with Kiev (Reference Map) retaken by the enemy and a Russian bulge extending as far west as Zhitomir—the German forces in the Dnepr bend were ordered to hold their positions at all costs. XLII Corps (Map 4), on the right flank of First Panzer Army, had been under persistent enemy attack since 26 December when some of the Russian forces recently engaged in the battle for Kiev were shifted south and renewed their pressure against the corps sector. To the right, Eighth Army's XI Corps, the 5th SS Panzer Division *Wiking* as its left flank, was likewise engaged in heavy defensive fighting along its entire front. Both corps had the specific mission of continuing to hold their front lines against superior Russian forces in order to assure a favorable base for a projected German counteroffensive. To the left of XLII Corps, VII Corps had been operating against the flank of the Russian bulge. Since about 20 December the corps had been attacking in a westerly direction, but without achieving any significant results.

The situation of XLII and XI Corps, their most advanced elements fighting along the Dnepr and their long exterior flanks inadequately secured, was certain to invite attempts by the enemy to encircle and annihilate both corps. As early as mid-December the commander of XLII Corps had requested authority to fall back behind the Ross River. This would have meant that, instead of having to defend a frontage of seventy-five miles with two divisions, the corps would have been able to occupy a shortened defensive position behind a natural obstacle. However, that request was turned down.

Nevertheless, XLII Corps had taken a few precautionary measures during December. Two rear positions had been prepared north of the Ross River, east of Boguslav, which were to prove very useful later on in the withdrawal of the corps toward the south. Also, all food stocks of the former German civil administration in the corps area had been evacuated south of the Ross River, a move that turned out to be of decisive importance as these provisions soon became the sole source of supply for the German pocket forces.



Day after day, from the end of December 1943 until 24 January 1944, Russian infantry, often supported by tanks, attacked the positions of XLII Corps. From mid-January on the enemy's main effort was clearly directed against the left flank of the corps. On 25 January Soviet forces launched a large-scale attack against the adjacent VII Corps whose right flank division fell back toward the southeast and south, so that by the end of the same day the roads leading to the flank and rear of XLII Corps were open to the enemy. Over these roads the pursuing Russians pressed forward via Medvin toward Boguslav and Steblev.

Simultaneously, XI Corps had suffered enemy penetrations on the right boundary and at the center of its sector. To escape the danger of envelopment and keep its front intact, the corps withdrew its right wing and center toward the west and northwest where it was eventually to form the eastern front of the German pocket.

Before 24 January most enemy attacks against XLII Corps were blocked or repelled. These engagements, both in terms of battle casualties and lowered physical resistance of individuals, drained the fighting strength of the German forces. Their commanders were under constant pressure, trying to seal off the daily penetrations by virtually uncovering other sectors which were not under heavy attack and by using all available trucks, horses, and horse-drawn carts to shift their units to the threatened points. Initially, each of the two divisions on line with a troop strength of six battalions had to defend a frontage of 35 to 40 miles, with weak artillery support and without tanks. Except for the Ross River sector, the area in which they were committed was almost completely flat and offered few terrain features favoring the defense.

From mid-December 1943 until its breakout from the pocket on 16 February 1944, XLII Corps was actually never in a position to offer effective resistance to a far superior enemy who attacked with numerous tanks; if it could not dodge enemy attacks by timely withdrawal, it was constantly threatened by Russian penetrations of its lines. Authority for any withdrawal, however, could only be granted by Adolf Hitler in person, and no such decision could be obtained in less than twenty-four hours. One can easily visualize the difficulties, mounting from day to day, which the corps had to face under these circumstances.

The Russian attacks on 25 January and the following days had produced a deep penetration separating XLII and VII Corps. With its left flank and rear threatened by the enemy, XLII Corps was forced to establish a new front along the general line Boguslav-Steblev. For a short time it appeared that VII Corps would be able to close the gap and restore the situation, but after a few days, as the Russians

succeeded in widening their penetration, it became evident that VII Corps was rapidly withdrawing toward the southwest. At this stage the German forces east of the Russian salient were ordered for the first time to make preparations for fighting their way out of the encirclement that was now taking shape. A breakout toward the west was clearly out of the question, thus southeast or due south were the only possible directions. During the first few days of February, however, another Russian penetration turned the right flank of XI Corps and made its position untenable. With its center withdrawing west and its right wing northwest the entire corps was rapidly moving away from its neighboring units adjacent to the southeast. In that area, too, a continuous German front had ceased to exist, and a breakout in that direction was no longer possible.

Moreover, since 28 January the sole supply roads leading to XLII and XI Corps (via Shpola and Zvenigorodka) had been cut. Supply by air was requested and furnished. By 6 February, XLII and XI Corps were completely encircled.

In shifting its main effort toward the south, XLII Corps had been forced to weaken its northern and western fronts which were now slowly giving ground. This development, together with the withdrawal movements of XI Corps on the right, led to a gradual shrinking of the pocket, which in turn resulted in greater concentration—an important prerequisite for the eventual breakout from encirclement.

At the same time, it had become evident that the surrounded German units could escape annihilation only if they succeeded in breaking through the enemy lines on the southern front of the pocket. In weeks of defensive fighting, however, they had suffered excessive casualties, and the forces that would have to be used for such an operation were obviously incapable of getting through the Russian encirclement on their own; it was clear that the breakout attempt would have to be supported by a relief thrust from the outside. Accordingly, the encircled units were informed that III Panzer Corps, located about twenty-five miles southwest of the pocket, would launch an attack toward Morensy in order to establish a forward rescue position. Simultaneously, another panzer corps at about the same distance due south of the pocket was to thrust north in the direction of Olshana.

On 6 February, in a radio message from Eighth Army, D Day for the breakout and rescue operation was set for 10 February. Because of the sudden start of the muddy season, however, the date had to be postponed for nearly a week. In order to establish unity of command inside the pocket, the two encircled corps were placed under the control of General Stemmermann, the commander of XI Corps, and designated Force Stemmermann.

Meanwhile, repeated Russian attacks—from the southeast against Korsun and Shenderovka, and from the west against Steblev—had threatened to split up the German pocket. Although all of these enemy thrusts were repelled, they further reduced the forces available for the breakout and had a detrimental effect on the morale of the encircled troops.

On 14 February elements of XLII Corps succeeded in taking Khilki and Komarovka (Map 5), two to three miles west of Shenderovka, and thus reached a favorable jump-off line for the final break-through. It was high time indeed: The gradual restricting of the pocket had resulted in a dangerous massing of troops. The entire German-held area was now within range of the Soviet artillery; volume and intensity of enemy fire seemed to be merely a question of how much ammunition the Russians were willing to expend. It was feared that at any moment German casualties might amount to an unbearable level. The Russians themselves, however, were hampered by snowstorms and poor road conditions and could not use their artillery to full advantage. Thus the German troops inside the pocket were able to rally for their last effort.

The breakout began, as ordered, on 16 February at 2300. Jumping off from the line Khilki-Komarovka, three divisional columns struck in a southwesterly direction; their mission was to reach the forward rescue position established by the leading elements of III Panzer Corps at Lisyanka and Oktyabr, and to join forces with First Panzer Army.

Section II. THE UNITS INSIDE THE GERMAN POCKET

The composition of the two German corps encircled in the pocket west of Cherkassy was as follows:

XI Corps consisted of three infantry divisions, the 57th, 72d, and 389th Divisions, each without tanks, assault guns, or adequate anti-tank weapons. Of these only the 72d Division was capable of aggressive combat. The two other divisions, with the exception of one good regiment of the 57th, were unfit for use in the attack. The 5th SS Panzer Division *Wiking* was part of XI Corps until the end of January. Corps troops comprised one assault gun brigade of two battalions totaling six batteries, and one battalion of light GHQ artillery.

XLII Corps included Task Force B, the 88th Infantry Division, and, from the end of January, the SS Panzer Division *Wiking*. Task Force B was a cover name given to the 112th Infantry Division to hide its identity. Although the unit carried a corps standard, it was an ordinary infantry division consisting of three regiments, the normal complement of artillery, a strong antitank battalion, but no tanks or assault guns. Now at about four-fifths of its authorized strength,

Task Force B had the combat value of one good infantry division. The 88th Division had been badly mauled during the preceding engagements. It consisted of two regiments totaling five battalions and its artillery was seriously depleted.

In terms of personnel, weapons, and equipment the 5th SS Panzer Division *Wiking* was by far the strongest division of XLII Corps. It was fully equipped as an armored division and consisted of two armored infantry regiments, one tank regiment with a total of 90 tanks, the Belgian volunteer brigade *Wallonien* organized in three battalions, and one replacement regiment of about 2,000 men. Accurate strength reports from that division could not be obtained; its effective strength before the breakout was estimated at about 12,000 men.

Section III. DIARY OF THE COMMANDER OF XLII CORPS

The tactical situation between 28 January and 16 February, as described above, was modified by a number of developments inside the pocket. A record of these events is found in excerpts from the diary kept by the commander of XLII Corps up to the time of the breakout:

28 January

Communications to the rear along the road Shpola-Zvenigorodka have been cut. We are encircled. First Panzer Army to restore communication routes. Our defensive mission remains unchanged. Telephone request to Eighth Army: "Mission requires maintaining northeast front against strong enemy pressure. Russian advance against Steblev necessitates main effort on southern sector. Request authority for immediate withdrawal of northern and eastern fronts. This will permit offensive action toward southwest and prevent further encirclement and separation from XI Corps."

29 January

Radio message from Eighth Army: "Prepare withdrawal in direction Rossava up to Mironovka-Boguslav. Be ready to move by 1200 on 29 January upon prearranged signal. Authority for further withdrawal likely within twenty-four hours. Report new situation."

Requested additional ammunition for artillery and small arms. Food supplies in the pocket are adequate. XI Corps under attack by strong Russian tank forces. Several of its regiments reduced to 100 men. Air supply beginning to arrive. Evacuation of casualties too slow. More than 2,000 wounded have to be removed.

31 January

Message from Eighth Army: XLVIII Panzer Corps will attack on 1 February toward Lozovatka [three miles northwest of Shpola] to relieve enemy pressure against XI Corps.

1 February

Daily losses 300 men. Fighter protection inadequate. Ammunition and fuel running low.

2 February

Air supply improving. Radio message from Eighth Army: "Withdrawal of north front approved. Prepare for main effort on eastern flank of south front. Vormann [general commanding XLVIII Panzer Corps] is continuing the relief attack from the south. Breith [general commanding III Panzer Corps] will attack 3 February from southwest."

3 February

Air supply continues to improve. Unfortunately several transport aircraft with wounded aboard were shot down on the return flight. Have requested that air evacuations be made at night only unless adequate fighter protection can be provided. Message from Army: "To strengthen southern sector, occupy proposed line without further delaying action at intermediate positions."

4 February

Made a determined effort to take Boguslav. Commander of Task Force B seriously wounded. Now all the division commanders are artillerymen, including the present SS big shot. The north front is tottering. Russian tanks today captured a medium battery of Task Force B that was firing from every barrel without being able to score a single hit. Evidently we have too few experienced gunners. By nightfall our line is restored. Daily ammunition expenditure of the corps 200 tons. Casualties still 300 per day. This cannot go on much longer. Have requested 2,000 replacements, also 120 tons additional ammunition per day.

5 February

Radio message from Eighth Army: "Prepare breakout for 10 February. Further instructions follow."

7 February

Radio message to Eighth Army: "Roads deeply mired. Will require more time for breakout preparations." Message from Eighth Army: "At time of breakout the following units will attack from the outside: XLVIII Panzer Corps toward Olshana, III Panzer Corps toward Morentsy. Pocket force will effect initial break-through and, covering its flanks and rear, concentrate its entire strength in attack across the line Shenderovka-Kvitki toward Morentsy, to link up with armored wedge of relief forces. Regrouping must be completed in time to permit breakout on 10 February. Final decision will depend on progress of armored spearheads. Situation does not permit further delay."

Stemmermann [general commanding XI Corps] assumes command of both corps in the pocket. Report to Army that because of road conditions attack impossible before 12 February.

Had a look at the 110th Grenadier Regiment and Task Force B. Morale of troops very good. Rations plentiful. Enough sugar, sausage, cigarettes, and bread to last for another ten days. Army Group Commander radios that everything is being done to help us.

8 February

Radio message to Eighth Army: "Artillery, heavy weapons, and horse-drawn vehicles of 72d, 389th, and *Wiking* Divisions, as well as hundreds of motor vehicles of *Wiking* carrying many wounded, are stuck in the mud at Gorodishche. Withdrawal from line held today, to effect regrouping, would involve intolerable losses of men, weapons, and equipment. Line must be held at least twenty-four hours longer."

Today I saw many casualties, including four officers; ordered more careful evacuation of wounded, and destruction of all classified documents we can possibly get rid of.

9 February

Generals Zhukov, Konev, and Vatutin have sent an emissary, a Russian lieutenant colonel, who arrived with driver, interpreter, and bugler at the position of Task Force B to present surrender terms for Stemmermann and myself. He is treated to champagne and cigarettes, receives no reply. Ultimatum remains unanswered.

Forces for breakout dwindle from day to day. Inquiry from Army High Command about Leon Degrelle, commander of Brigade *Wallonien*. He is a young man, Belgian; I saw him a few days ago among his men. They are likeable fellows, but apparently too soft for this business.

Approach of relief forces delayed by necessary regrouping. Nevertheless Army now insists we break out on 12 February. Much as we would like to, we cannot do it by then. In this mud the infantry cannot possibly cover more than a thousand yards per hour.

10 February

My old division commander of 1940, General von Seydlitz* today sent me a long letter delivered by aircraft: He thinks I should act like Yorck during the campaign of 1812 and go over to the Russians with my entire command. I did not answer.

Army inquires whether breakout in direction Morentsy still feasible, or whether the operation should rather be directed via Dzhurzhentsy-Pochapintsy toward Lisyanka. Reply to Army: "Lisyanka preferable if Breith [III Panzer Corps] can reach it. Situation on east front critical. Several enemy penetrations. For the past forty-eight hours XI Corps unable to establish new defense line. Troops badly depleted and battle-weary. XLII Corps front intact. We are attacking south of Steblev. Serious danger if east front cannot be brought to a halt. XLII Corps will break through in direction Lisyanka. The troops are well in hand. Early advance of Breith toward Lisyanka decisive."

Reply from Army: "Thanks for comprehensive information. In full accord concerning new direction of breakout. Breith will attack 11 February in direction of Lisyanka. Will do all we can. Good luck."

Seydlitz today sent me fifty German prisoners with letters to their commanders; in addition they are supposed to persuade their comrades to go over to the enemy. I cannot understand Seydlitz. Although the events at Stalingrad must have changed him completely, I am unable to see how he can now work as a sort of G-2 for Zhukov.

12 February

Breith has reached Lisyanka. Vormann is advancing in direction of Zvenigorodka. Our infantry has taken the northern part of Khilki. [Map 5] The regimental commander leading the attack was killed in action. So goes one after another. XI Corps has taken Komarovka. The Russians, according to intercepted signals, are about to attack our left flank. Radio message to Army: "Absolutely necessary that Breith advance to Petrovskoye as quickly as possible, in order to effect link-up. Speed is essential. Forward elements of XLII Corps now at Khilki." Reply from Army: "Vor-

*Ed.: Captured at Stalingrad by the Russians. Thereafter leader of the National Committee "Free Germany" composed of German officers in Russian hands.

mann southeast of Zvenigorodka. Breith will attack 13 February with strong armored wedge in direction Dzhurzhentsy."

Was at Khilki this afternoon. Things look bad. Our men are exhausted. Nothing gets done unless officers are constantly behind them. Am now keeping my horses inside the hut; they are in better shape than I. My orderly is burning my papers and giving away my extra uniforms.

13 February

Another message from General von Seydlitz, this time addressed to the commander of the 198th Division. Not bad: they think we are stronger than we really are. The letter was attached as usual to a black, red, and white pennant [German colors] and dropped from a plane. These people never fail to find my headquarters.

Breakout further delayed because of heavy enemy attacks against XI Corps' east front. Radio message to Army: "Concentration for breakout prevented by heavy Russian flank attacks and final mopping up at Shenderovka. Will shorten east front, involving evacuation of Korsun, during night of 13-14 February. Forces thereby released will not be available for breakout before 15 February. Intend to continue attack throughout 14 February. Breakthrough of Breith's armored force toward Petrovskoye indispensable to success."

Reply from Army: "Breith under orders to thrust toward Petrovskoye. His forward elements now on line Lisyanka-Khichintsy." Have requested strong fighter protection for 14 February. Russian strafing attacks are getting increasingly serious in view of the growing congestion in the pocket. I am most afraid that Army cannot comply with this oft-repeated request.

14 February

Breith will have to arrive soon. Last night the Luftwaffe dropped ammunition over the Russian lines instead of ours. Now they are trying to put the blame on us, claiming the drop point was inadequately lighted.

Stemmermann has just issued orders for the breakout. The date: 16 February. Radio message to Army: "North front will be withdrawn during the night of 14-15 February to the south bank of Ross River. Main attack ordered for 16 February. Further advance of tank force for direct support absolutely necessary."

We are destroying all excess motor vehicles and equipment. I have prohibited burning.

15 February

Our pocket is now so small that I can practically look over the entire front from my command post, when it is not snowing. Enemy aircraft are hard at work; lucky for us it is snowing most of the time. I was once more at Khilki to reconnoiter the terrain selected for the breakout. Then issued final order. Since this morning there is trouble at the SS Division. The Walloons and the *Germania* Regiment are getting fidgety. They must hold only until tomorrow night.

Final instructions from Stemmermann: We are to jump off on 16 February at 2300, with Task Force B, 72d Division, and SS Panzer Division *Wiking* from Khilki-Komarovka across the line Dzhurzentsy-Hill 239 to Lisyanka; 57th and 88th Divisions will cover the flanks and the rear.

With me, at my command post, are the three division commanders with whom I am supposed to perform the miracle tomorrow. One of them is doing this for the first time, the two others are old hands.

I left no doubt in their minds that, in my opinion, this is going to be one giant snafu, and that they should not get rattled, no matter what happens. You need a guardian angel to bring you through this kind of thing.

Have given my second mount to my G-3. His *Panje* horse will be used by the G-2.

16 February

Ample supply of ammunition dropped in aerial delivery containers as late as last night. In this respect we are now well off—if we can take it along.

After consulting Stemmermann I decided to hand over to the Russians some 2,000 wounded together with medical personnel and one doctor from each division. This is a bitter decision, but to take them along would mean their certain death.

Saw Stemmermann once more to say good-by. My orderly takes my diary; he is a crafty fellow and will get it through somehow.

Section IV. BREAKOUT ORDER OF XLII CORPS

On the evening of 15 February, at his command post at Shenderovka, the commander of XLII Corps had issued verbal and written instructions to his division commanders. The breakout order for XLII Corps read, in part, as follows:

For days the enemy has been attacking continuously along our entire defense perimeter, with tanks and infantry, in an attempt to split up the pocket and destroy our forces.

At 2300, on 16 February, Task Force B, 72d Division, and 5th SS Panzer Division *Wiking* will attack in a southwesterly direction from the line Khilki-Komarovka, break the enemy's resistance by a bayonet assault, and throw him back in continuous attack toward the southwest, in order to reach Lisyanka and there to join forces with elements of III Panzer Corps. Compass number 22* indicates the general direction of the attack. This direction is to be made known to each individual soldier. The password is: "Freedom" [*Freiheit*].

For the attack and breakout each division will be organized in five successive waves, as follows: First wave: one infantry regiment reinforced by one battery of light artillery (at least eight horses per gun, plus spare teams) and one engineer company. Second wave: antitank and assault gun units. Third wave: remainder of infantry (minus one battalion), engineers, and light artillery. Fourth wave: all our wounded that are fit to be transported, accompanied by one infantry battalion. Fifth wave: supply and service units.

The rear guard, under the direct command of General Stemmermann, will be formed by the 57th and 88th Divisions, which will protect the rear and the flanks of the forces launching the breakout attack. By 2300 on 16 February, the rear guard divisions will withdraw from their present locations to a previously determined defense line; further withdrawals will be ordered by General Stemmermann, depending on the progress of the breakout.

The entire medium artillery and certain specifically designated units of light artillery will support the attack. They will open fire at 2300 on 16 February, making effective use of their maximum range. Subsequently, all artillery pieces are to be destroyed in accordance with special instructions.

The radios of each division will be carried along on pack horses. To receive signal communications from corps, each division will, if possible, keep one set open at all times, but in any event every hour on the hour. The corps radio will be open for messages from the divisions at all times.

The corps command post will be, until 2000, 16 February, at Shenderovka; after 2000, at Khilki. From the start of the attack the corps commander will be with the leading regiment of the 72d Division.

*Ed.: The magnetic compass carried by the German soldier had 32 consecutively numbered gradations. Number 22 equals an azimuth of about 236°.

The order was explained orally to the division commanders, and all details of the operation were carefully gone over, especially the difficult relief of the SS Division near Komarovka by the 57th Division, whose G-3 was present during the briefing conference.

Section V. THE BREAKOUT



Despite persistent enemy attacks against the pocket perimeter, constant Russian shelling of Komarovka, Khilki, and Shenderovka, churned up roads, and numerous traffic bottlenecks, the German forces inside the pocket were able, by 2000 on 16 February, to report their readiness for the breakout. Determination was the prevailing mood. Apparently the large majority of the troops was not influenced by Russian propaganda, nor by the hundreds of leaflets dropped from Russian planes on behalf of the Free Germany Committee (General von Seydlitz)—they wanted to fight their way through.

Shortly after 2000, the commander of XLII Corps appeared at the command post of the 105th Grenadier Regiment which was to spearhead the attack of 72d Division. He was on horseback, accompanied by members of his staff, several aides, and radio operators with their equipment. The events that followed are illustrated by a personal account of the corps commander, written from memory at a later date, and presented here in his own words:

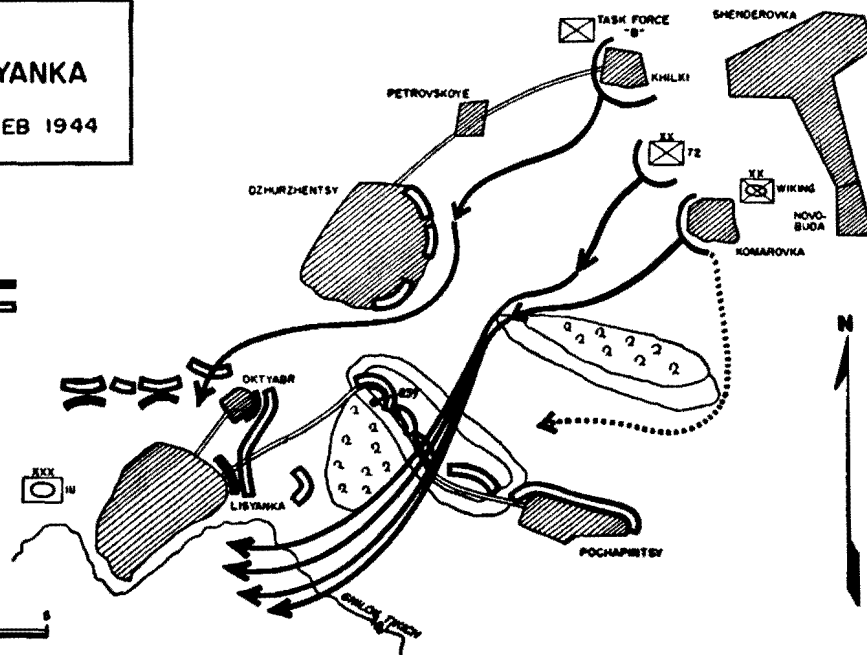
By 2300 the regiment—two battalions abreast—started moving ahead, silently and with bayonets fixed. One-half hour later the force broke through the first and soon thereafter the second Russian defense line. The enemy was completely caught by surprise. Prisoners were taken along. Not until the following day did it become evident that the Russians, under the protection of heavy snowfall, had pulled out most of their troops from the south front of the pocket in order to use them in an attack, on 17 February, from the area west of Steblev.

The advance toward the southwest continued. No reports from either Task Force B on the right or the 5th SS Panzer Division on the left. That they were making some progress could only be inferred from the noise of vehicles due north and south of us, and from the sounds of firing that indicated the location of their leading elements. Over roadless, broken terrain traversed by numerous gullies, our march proceeded slowly. There were frequent halts. Here and there, men and horses suddenly disappeared, having stumbled into holes filled with deep snow. Vehicles had to be dug out laboriously. The slopes were steeper than could be presumed from looking at the map. Gradually the firing decreased until it broke off entirely by 0200. About two hours later the leading elements

MAP 5
BREAKOUT TO LISYANKA
SITUATION: 16 AND 17 FEB 1944

LEGEND
GERMAN FORCES 
RUSSIAN FORCES 

SCALE
0 1 2 3 4 5
MILES



of 72d Division were approximately abreast of Dzhurzhtentsy. Still no reports from *Wiking* and Task Force B. I could not give them my position by radio because by now my headquarters signal unit was missing and could not be located.

Shortly after 0400 enemy tanks ahead opened fire. They were joined by Russian artillery and mortars operating from the direction of Dzhurzhtentsy, at first without noticeable effect. The firing increased slowly but steadily, and was soon coming from the south as well. We began to suffer casualties. The advance, however, continued. By about 0600 the leading units reached a large hollow southeast of Dzhurzhtentsy. Enemy fire, getting constantly heavier, was now coming from three directions. Elements of *Wiking* could be heard on the left, farther back. No message, and not a trace of Task Force B. Day was dawning. The difficult ascent out of the hollow began. The climb was steep and led up an icy slope. Tanks, guns, heavy horse-drawn vehicles, and trucks of all kinds slipped, turned over, and had to be blown up. Only a few tanks and artillery pieces were able to make the grade. The units lapsed rapidly into disorder. Parts of the *Wiking* Division appeared on the left.

Between 0700 and 1000 the 72d Division made several attempts to mount a co-ordinated attack toward southwest. It did not succeed. The few guns and most of the tanks that were still firing were soon destroyed by the enemy. Armored cars and motor vehicles suffered the same fate. Except for a few tanks that had managed to keep up, there were now only soldiers on foot and on horseback, and here and there a few horse-drawn vehicles, mostly carrying wounded.

In the protection of a ravine I was able to collect a small force of about battalion size, mainly stragglers from Task Force B and the *Wiking* Division. With them I moved on toward the line Hill 239-Pochapintsy, which was visible from time to time despite the heavy snowfall, and from where the enemy was firing with great intensity. Russian ground support planes appeared, opened fire, and disappeared again. They were ineffective, and did not repeat their attack, probably because of the difficult weather conditions.

There was no longer any effective control; there were no regiments, no battalions. Now and then small units appeared alongside us. I learned that the commanding general of the 72d Division was among the missing. My corps staff still kept up with me, but the aides who had been sent on various missions did not find their way back. On the steep slope northwest of Pochapintsy, defiladed from enemy fire, I found the G-3 of the 72d Division. He reported that infantry units of his division had penetrated the enemy line along the ridge south of Hill 239. Nevertheless, enemy fire was still coming from there, maintained principally by about ten Russian tanks.

Behind and alongside me thousands of men were struggling south-

west. The entire area was littered with dead horses, and with vehicles and guns that had either been knocked out by the enemy or simply abandoned by their crews. I could not distinguish the wounded; their bandages did not show, as we were all wearing white camouflage clothing. Despite the general confusion and complete lack of control one could still recognize the determination in the minds of the troops to break through toward the southwest, in the direction of III Panzer Corps.

During a lull in the firing I readied my battalion for the attack across the line Hill 239—Pochapintsy which unfortunately could not be bypassed. My staff and I were still on horseback. After leaving the draw that sheltered us against the enemy, we galloped ahead of the infantry and through the gaps between our few remaining tanks. The enemy tank commanders, observing from their turrets, quickly recognized our intention, turned their weapons in our direction, and opened fire. About one-half of our small mounted group was able to get through. The chief of staff and the G-3 were thrown, but later found their way back to us. The greater part of the infantry battalion was still following behind me. While riding through the enemy sector, I noticed a few German soldiers surrendering, but the main body was pushing southwest without letup. Soviet tanks were now firing at us from the rear and quite a few men were still being hit. From the eastern edge of the forest south of Hill 239 came intensive enemy fire. I led my battalion in an attack in that direction and threw the Russians back into the woods. Rather than pursue them into the depth of the forest, we continued advancing southwest, still harassed by fire from Russian tanks.

Gradually, between 1300 and 1500, large, disorganized masses of troops piled up along the Gnilyo Tikich River, east of Lisyanka. Units from all three divisions participating in the breakout were hopelessly intermingled. A few medium tanks had been able to get through to the river bank, but there were no heavy weapons and artillery pieces left. The river, below and above Lisyanka, was 30 to 50 feet wide, had a rapid current, and reached a depth of about 10 feet in most places. The banks were steep and rocky, with occasional shrubs and trees. Several tanks attempted to drive across, but the river was too deep and they failed to reach the opposite bank.

Heavy fire from Russian tanks located southeast of Oktyabr set the congested masses into forward motion. Many thousands flung themselves into the river, swam across, reached the opposite shore, and struggled on in the direction of Lisyanka. Hundreds of men and horses drowned in the icy torrent. An attempt by a small group

of officers to create an emergency crossing for casualties succeeded only after several hours.

Toward 1600 the enemy fire ceased. I crossed the Gnilyo Tikich swimming alongside my horse, traversed the snowy slope southeast of Lisyanka which was covered with moving men, and finally reached the town. There I found the commander of the 1st Panzer Division, the forward element of III Panzer Corps. I learned that no more than one company of armored infantry and three companies of tanks of 1st Panzer Division were now at Lisyanka, while one armored infantry battalion consisting of two weak companies was established at Oktyabr, the village immediately north of Lisyanka.

A reinforced regiment of Task Force B had made its way into Lisyanka, and I received the report that the commander of Task Force B had been killed in action. Next, the chief of staff of XI Corps appeared; he had lost contact with General Stemmermann in the morning of 17 February, while marching on foot from Khilki to Dzhrzhentsy. He reported that the rear guard of the pocket force was in the process of withdrawal and that some of its units would soon appear.

I assumed command of what was left of Force Stemmermann. By now the situation was the following: The 72d and *Wiking* Divisions were completely intermingled. No longer did they have any tanks, artillery, vehicles, or rations. Many soldiers were entirely without weapons, quite a few even without footgear. Neither division could be considered in any way able to fight. One regiment of Task Force B was intact and still had some artillery support. However, this regiment also had no vehicles and no rations left. All wounded, estimated at about 2,000, were being gradually sheltered in the houses of Lisyanka, and later were evacuated by air.

For lack of vehicles and fuel, III Panzer Corps was unable to reinforce its units in the area of Lisyanka and Oktyabr. The corps commander, with whom I conferred by telephone, informed me that he had been forced to assume the defensive against heavy Russian attacks from the northwest in the area immediately west of Lisyanka. He had no extra supplies of any kind, and his forward elements were unable to provide rations for the troops emerging from the pocket. Thus I had to order the pocket force in its miserable condition to move on westward, while I requested supply, evacuation of casualties by air, and the bringing up of vehicles and weapons from the rear.

The march toward the main rescue area continued throughout the night, despite frequent bottlenecks, and was not completed until noon of 18 February. Renewed Russian flank attacks from the

north endangered the roads to the rear and necessitated further withdrawal southwest and south during the following day. In the afternoon of 20 February, having clarified the question of food supply for the pocket force and dealt with a number of other problems, I was instructed to proceed to headquarters of Army High Command in East Prussia. From that moment on I had no further connection with XLII Corps or Force Stemmermann.

Of the 35,000 men launching the breakout from the pocket about 30,000 successfully fought their way out. 5,000 were killed or captured. The force lost all of its heavy weapons, artillery, tanks, vehicles, horses, equipment, and supplies.

CHAPTER 5

THE POCKET WEST OF CHERKASSY—THE OUTSIDE VIEW*

Section I. THE ENCIRCLEMENT

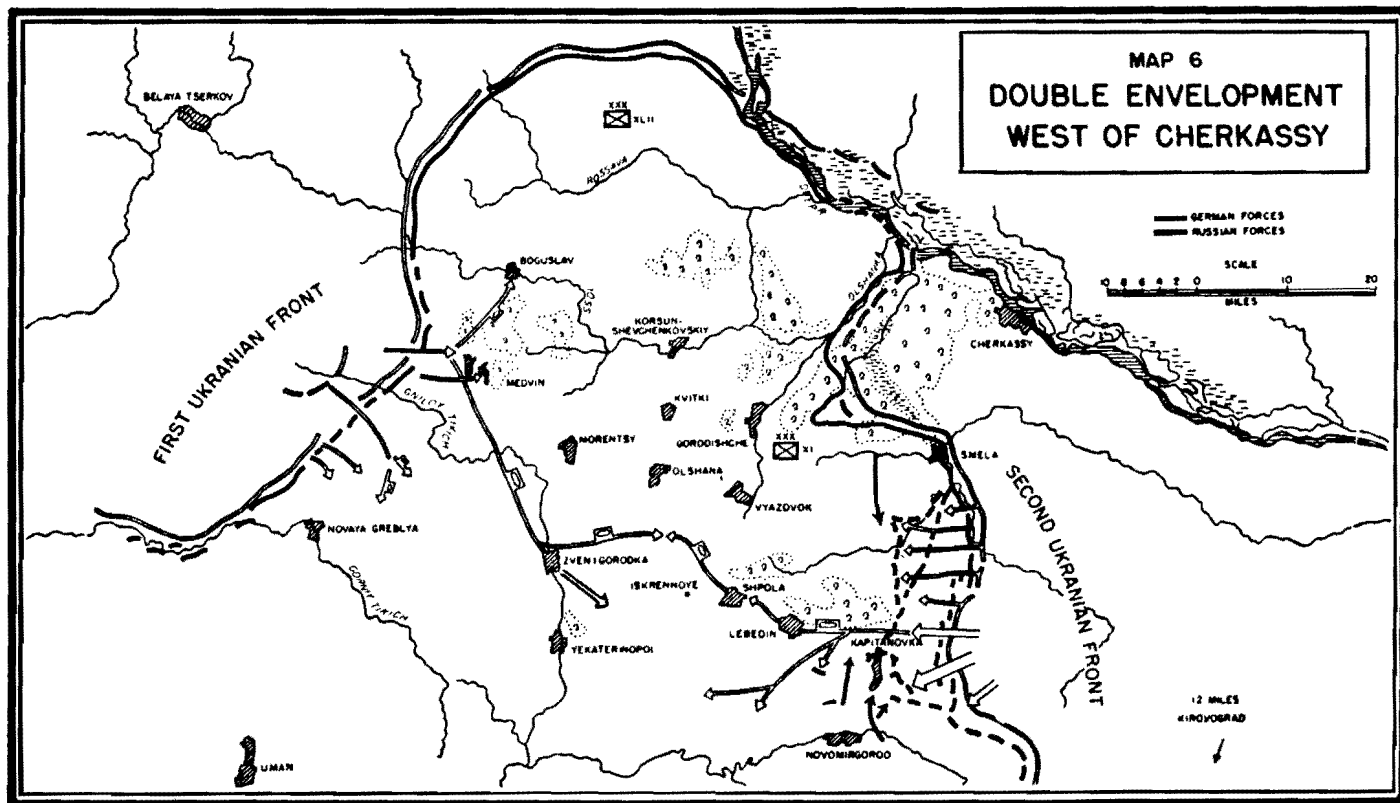
The second Russian winter offensive of 1943-44 was launched early in January 1944 against the German Eighth Army sector in the Dnepr bend. The First and Second Ukrainian Fronts—the latter consisting of four armies, including one tank army—attempted to cut off German forces deployed from a point southeast of Kiev to the Dnepr estuary. The Soviet offensive fell short of accomplishing its purpose, but in twelve days of fighting the Russians drove a deep wedge southwestward across the Dnepr and captured the town of Kirovograd. Two large German salients remained, one to the northwest, the other to the southeast of the Kirovograd area.

Despite heavy tank losses, the Russians could be expected to reorganize their armored forces in the shortest possible time and continue their heavy attacks designed to push Army Group South farther back in the direction of the Romanian border. It was evident that the enemy would bend every effort to destroy the German bulge northwest of Kirovograd, held by elements of Eighth Army and First Panzer Army.

The commander of Eighth Army sent urgent messages to army group; he expressed grave doubts about continuing to hold the curving line of positions northwest of Kirovograd which committed an excessive number of men. Pointing out the Russian superiority in strength, he recommended withdrawal of the interior flanks of Eighth Army and First Panzer Army by retirement to successive positions, first behind the Olshanka-Ross River line, and eventually to the line Shpola-Zvenigorodka-Gorniy Tikich River. Permission for such a withdrawal, however, was denied on the grounds that the salient had to be held as a base for future operations in the direction of Kiev.

The expected attack was launched by the Second Ukrainian Front, on 24 January, against the right flank, and by the First Ukrainian

*This description of the encirclement west of Cherkassy was prepared by a German staff officer at army group level on the basis of his personal recollections and is presented as a supplement to the preceding narrative.



Front, on 26 January, against the left flank and the rear of the German salient. By 28 January the armored spearheads of both Russian army groups met in the area of Zvenigorodka and thereby accomplished the encirclement of XI and XLII Corps. Having effected the original link-up with elements of two tank armies, the Russians rapidly committed strong infantry units from four additional armies which attacked toward the west, southwest, and south in order to widen the ring of encirclement and provide effective cover against German counterattacks from the outside.

Section II. PLANS FOR THE BREAKOUT

In this situation the German Army High Command directed Army Group South to assemble the strongest available armored units along the boundary between Eighth Army and First Panzer Army. These forces were to execute converging counterattacks, encircle and annihilate the enemy units that had broken through, re-establish contact with the pocket force, and regain a favorable jump-off base for the projected counteroffensive.

Actually, the assembly of the German attack force presented the greatest of difficulties. Two of the panzer divisions of Eighth Army designated to take part in the operation were still in the midst of heavy fighting in the area of Kapitanovka. They had to be replaced by infantry units with frontages extended to the utmost. Two additional panzer divisions, recently engaged southeast of Kirovograd, were on the march toward the left flank of Eighth Army. Of these four armored units, only one was at full strength, while the others, after weeks of uninterrupted fighting, were actually no more than tank-supported combat teams.

The relief attack from the right flank of First Panzer Army was to be carried out by the four armored divisions of III Panzer Corps. They were still engaged in defensive operations on the left flank of the army sector, and could only be brought up after they had completed their previous missions.

The two corps inside the pocket were to attack at the appropriate time in the direction of the Eighth Army and First Panzer Army units approaching from the south and west. It was clear that any build-up on the southern front of the pocket could only be accomplished at the expense of other sectors. Still, Army High Command insisted on holding the entire pocket area, and not until the situation of the encircled forces became far more critical was permission obtained for successive withdrawals on the northern sector. Even then, the pocket had to be kept sufficiently large to afford a certain freedom

of movement. Also, despite the effort on the southern sector, adequate forces had to remain available to seal off enemy penetrations elsewhere.

The plan for a two-pronged drive by III Panzer Corps of First Panzer Army from the southwest and XLVII Panzer Corps of Eighth Army from the south, to coincide with an attack launched by the pocket force, was adopted on 1 February. The units concerned were ordered to complete their assembly for the proposed operation during the following two days. Then XLVII Panzer Corps was to jump off from the area of Shpola, thrusting into the rear of the Russian forces that were threatening the southern front of XI Corps. Simultaneously, III Panzer Corps was to launch a surprise attack in the general direction of Medvin, where enemy units were operating against the southwest front of the pocket defended by XLII Corps. After destroying these Russian units, III Panzer Corps was to pivot due east to effect close co-operation with the attacking elements of XLVII Corps coming from the south.

During a commanders' conference on 3 February, the Eighth Army commander voiced serious doubts whether, in view of the limited forces available and the muddy roads, this ambitious plan was practicable. He recommended instead that the attack by III Panzer Corps be led in a more easterly direction which would assure early co-operation with the advancing elements of XLVII Panzer Corps. This recommendation was turned down.

Meanwhile, the enemy had committed strong infantry and armored units in an attack toward Novomirgorod, temporarily tying down two of the panzer divisions that were to take part in the relief operation from the south. The muddy season was rapidly taking effect and as the roads deteriorated all movements became extremely difficult.

Similar conditions prevailed in the area of III Panzer Corps. Engaged in continuous fighting on its left flank, this corps also suffered considerable delay in the assembly of its units for the projected relief thrust and could not be expected to launch its attack until 4 February.

The forces inside the pocket, in an attempt to keep the enemy from separating XI and XLII Corps, had shifted their main effort to the south front of the perimeter. Despite heavy losses in defensive engagements they could not afford to give ground in that sector, as their only remaining airfield, at Korsun, had to be kept out of range of the Russian artillery. At the high rate of casualties, however, a continued stand along the entire perimeter of positions was obviously out of the question. To conserve its strength and reduce the threat of Russian penetrations, the pocket force eventually obtained permission to execute limited withdrawals on the northern and eastern sectors while bolstering its defenses to the south.

The full impact of the muddy season soon made itself felt on all fronts and, in addition to causing losses of motor vehicles and other equipment, began to endanger German air supply operations. The requirements of the encircled force called for supplies to be flown in at the rate of 150 tons daily. Despite the most determined efforts of the Luftwaffe units, this quota was never reached. Enemy anti-aircraft fire from at least three flak divisions in the Russian-held strip of terrain and interception by enemy fighter planes had seriously reduced the number of available transport aircraft. To prevent further losses, strong German fighter forces had to be committed in protection of the vital air supply line instead of supporting preparations on other sectors for the impending relief operation.

With the start of the muddy season, the lack of paved runways further aggravated the situation. One airfield after another became unusable, and even the Korsun field the only one inside the pocket, had to be partially closed. Airdropping supplies, because of a shortage of aerial delivery containers, met only a small part of the actual requirements. Eventually, because of the road conditions, the two corps approaching from the outside also became dependent in part upon airborne supply, which forced a wide scattering of the air effort.

Time was obviously working against the Germans. As their difficulties continued to increase, it became clear that each day of delay further reduced their chances for success.

Section III. THE RELIEF OPERATION

The assembly of an attack force on the western flank of XLVII Panzer Corps (Eighth Army) bogged down in a series of heavy local counterattacks south of Lebedin and Shpola. A small German force gained a temporary bridgehead at Izkrennoye and inflicted serious losses on the enemy. In all these engagements, however, the strength of XLVII Panzer Corps was constantly being whittled down until, by 3 February, it had only 27 tanks and 34 assault guns left. At that point it became clear that Eighth Army could do no more than to tie down enemy forces by continued holding attacks. Thus the original plan which provided for two converging relief thrusts had to be abandoned.

Nevertheless, on 4 February, First Panzer Army attacked toward the north in order to take advantage of favorable tank terrain, achieve surprise, and avoid any further loss of time. Successful during the first day, it was, however, unable to maintain this direction of attack, as terrain and road conditions grew worse by the hour.

Meanwhile, the situation inside the pocket had become more critical and made it imperative to establish contact with the encircled forces

over the shortest possible route. Therefore, on 6 February, Army Group South issued new orders to First Panzer Army. After regrouping its units, III Panzer Corps was to attack due east, its right flank advancing via Lisyanka toward Morentsy. At the same time the encircled corps were ordered to prepare for an attack in the direction of III Panzer Corps, the attack to be launched as soon as the armored spearhead of the relief force had approached to within the most favorable distance from the pocket.

Planned for 8 February, the attack of III Panzer Corps, because of unfavorable weather conditions, did not get under way until three days later. It was initially successful and, by the end of the first day, led to the establishment of three bridgeheads across the Gniloy Tikich River. Concentrated enemy attacks, however, prevented any further advance. In the difficult terrain east of the Gniloy Tikich, the German armored units were unable to make any progress, and this attack also came to a halt in the mud.

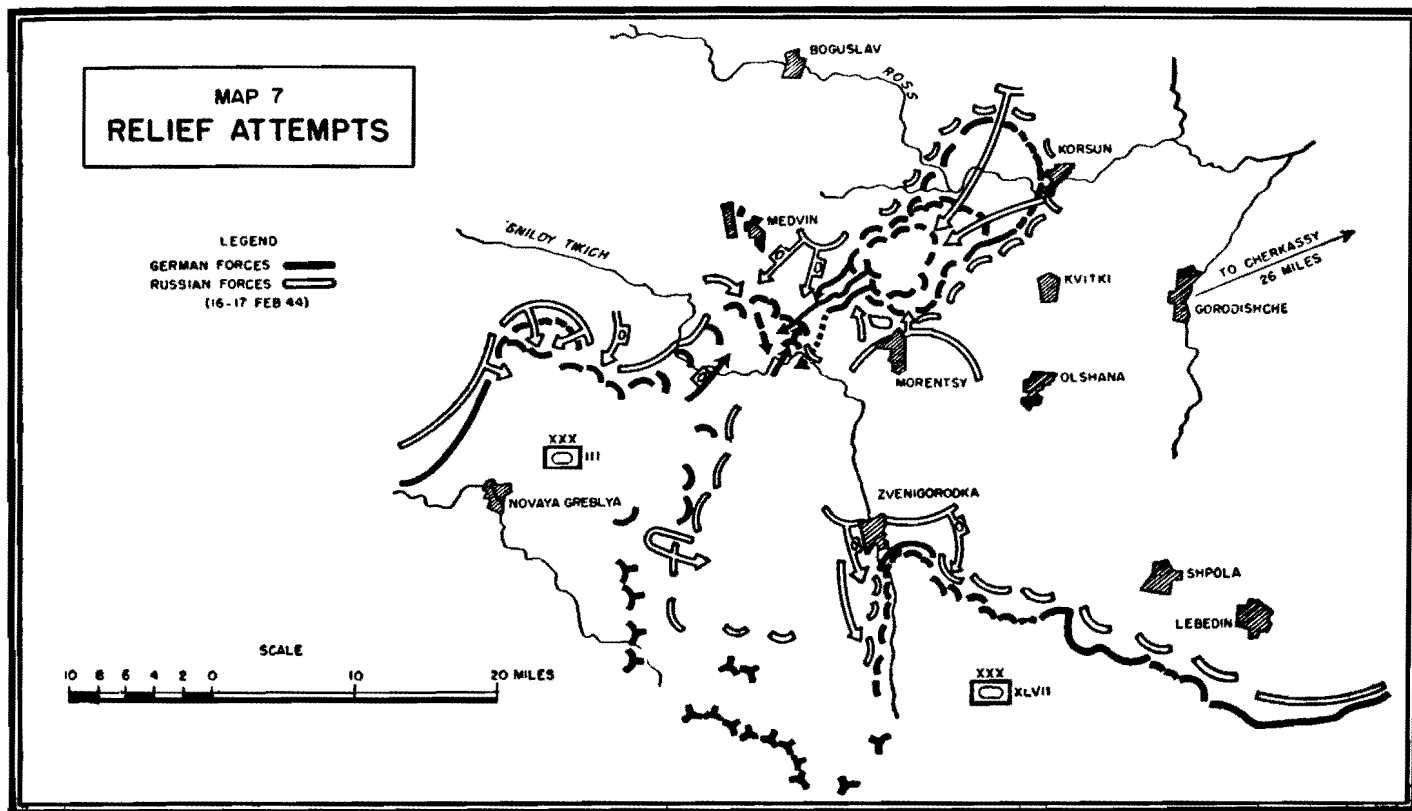
Army group now realized that it could no longer accomplish a reinforcement of the pocket. The encircling ring, therefore, had to be broken from the inside. The divisions of III Panzer Corps were ordered to engage and divert the Russian forces located in the area of Pochapintsy-Komarovka-Dzhurzhehtsy, and to establish on the high ground northwest of Pochapintsy a forward rescue position that could be reached by the units breaking out of the pocket.

By 1105, on 15 February, the breakout order was transmitted by radio to General Stemmermann, the commander of the encircled German forces. It read, in part, "Capabilities of III Panzer Corps reduced by weather and supply difficulties. Task Force Stemmermann must accomplish break-through on its own to line Dzhurzhehtsy-Hill 239 where it will link up with III Panzer Corps. The breakout force will be under the command of General Lieb [XLII Corps] and comprise all units still capable of attack."

Further instructions, radioed on 16 February, emphasized the importance of surprise and proper co-ordination: "During initial phase of operation tonight hold your fire so as to achieve complete surprise. Maintain centralized fire control over artillery and heavy weapons, so that in the event of stronger enemy resistance, especially at day-break, they can be committed at point of main effort in short order. Air support will be available at dawn to protect your flanks."

Section IV. THE BREAKOUT

During the operation that was to follow, two separate phases could be clearly distinguished. At first everything went according to plan. In the proper sequence and under perfect control, the troops moved



into position at night, despite the most difficult road and weather conditions. As they were compressed into a narrow area, unit after unit had to be channeled across the only existing bridge at Shenderovka which was under heavy enemy fire.

The bayonet assault started on schedule. The complete surprise of the enemy demonstrated that the attack had been properly timed. Without much action, and suffering but few casualties, the German breakout force penetrated the enemy lines and in a relatively short time reached the vicinity of Lisyanka. On the opposite front of the pocket the rear guards held fast and thus assured the success of the initial breakout.

The second phase, the evacuation of the remaining pocket force, rapidly deteriorated into a wild surge toward the west. Following closely behind the successful spearhead, altogether about 30,000 men broke through the Russian lines in front of the pocket. At daybreak, however, they ran into an unsuspected enemy front of antitank guns, tanks, and artillery, located on the line Dzhurzentsy-Pochapintsy. Under massed enemy fire, enemy tank attacks, and infantry counterthrusts, the German force was split into numerous small groups, each attempting on its own to get through to the west wherever there might be a possibility. Their guns, tank destroyers, and heavy weapons, which up to now had been dragged along laboriously through snowdrifts and over broken terrain, had to be left behind and were destroyed after the last round of ammunition had been fired. Here too, as the last vehicles were blown up, the wounded taken along at the insistence of their comrades had to be left to their fate.

Meanwhile a new complication arose that was to have disastrous consequences. Subjected to heavy enemy fire, counterthrusts, and armored attacks, the great mass of German troops breaking out of the pocket had deviated from their original direction of attack. No longer did they advance according to plan toward the area northwest of Pochapintsy. Instead of approaching the forward rescue position established by III Panzer Corps, they passed by at a considerable distance farther south. Here, their advance to the west was blocked by the course of the Gniloy Tikich, the enemy holding the near bank of the river. There were no crossings, nor had III Panzer Corps established any bridgeheads, since a link-up in that area had not been foreseen.

Although greatly exhausted, the German troops were now forced to overcome the resistance of the Russian security detachments along the river and to swim across, leaving their last weapons behind. They suffered considerable losses as both banks of the river were under heavy enemy fire and not until they had placed this last obstacle behind them were they finally received by the forward elements of III Panzer Corps.

The German holding forces on the eastern sector of the pocket maintained contact with the enemy and successfully covered the breakout of the main body. This mission accomplished, they made their way westward according to plan and entered the lines of III Panzer Corps during the night of 17-18 February.

Contrary to expectations, the breakout had to be executed without air support. Unfavorable weather conditions during the entire operation made it impossible for the air force to play its part in the liberation of the encircled units.

Section V. LESSONS

The developments mainly responsible for the encirclement near Cherkassy and its serious consequences might be summarized as follows:

1. Only the insistence of Army High Command to hold the Dnepr bend northwest of Kirovograd led to the isolation of two German corps in that area. Despite repeated requests, permission for a breakout was not obtained until too late. The enemy had grown too strong along the entire ring of encirclement, while the German pocket forces had been weakened to such an extent, through losses of personnel and equipment and shortages of supply, that they were forced to surrender their freedom of action and maneuver to the enemy.

2. The two German corps encircled by the enemy were the flank corps of two adjacent armies. Immediately after their encirclement, XLII Corps, heretofore part of First Panzer Army, was placed under the command of Eighth Army. While this assured unity of command inside the pocket, the same was not true of the relief operation in which forces under the command of two different armies were involved. The absence of a unified command on the army level made itself felt particularly as the need arose to co-ordinate the actions of the pocket force (Eighth Army) with those of III Panzer Corps (First Panzer Army).

3. The mission of III Panzer Corps on the day of the breakout was to divert and tie down those Russian units that blocked the path of the German troops emerging from the pocket. Because of terrain difficulties and shortage of fuel, the corps' forward elements failed to reach and occupy the commanding ground originally designated as forward rescue area. Thus the enemy was able to throw considerable weight against the German units breaking out. Also—as the breakout continued in an unexpected direction—the exercise of command in the relief force was not flexible enough to adjust to the changed situation and improvise a new forward rescue position along the Gniloy Tikich River. As a result, the pocket force remained virtually un-

assisted in its efforts at breaching the Russian lines and fighting its way out.

4. The Luftwaffe, as mentioned above, was prevented from taking any part in the operation; an effective means of support that had been counted on was thereby eliminated.

The two German corps succeeded, to be sure, in cracking the enemy ring and breaking out of the pocket; but they were so seriously weakened that they required a long period of rest and rehabilitation before they could again be committed on the Russian front. Their absence had an immediate effect upon the defensive effort of Army Group South which was trying to counter heavy Russian attacks aimed at a break-through in the Uman area. Soon the entire southern sector was split wide open and the German Sixth and Eighth Armies were pushed across the Yuzhny Bug (Ukrainian Bug River) into Romania.