

HISTORICAL STUDY

THE GERMAN CAMPAIGN IN RUSSIA — — PLANNING AND OPERATIONS (1940-1942)

Department of the Army Pamphlets Published
in the
GERMAN REPORT SERIES

No.	Title	Publication date
20-201	Military Improvisations During the Russian Campaign.....	Aug 51
20-202	German Tank Maintenance in World War II.....	Jun 54
20-230	Russian Combat Methods in World War II.....	Nov 50
20-231	Combat in Russian Forests and Swamps.....	Jul 51
20-232	Airborne Operations: A German Appraisal.....	Oct 51
20-233	German Defense Tactics Against Russian Break-Throughs.....	Oct 51
20-234	Operations of Encircled Forces—German Experiences in Russia.....	Jan 52
20-236	Night Combat.....	Jun 53
20-240	Rear Area Security in Russia—The Soviet Second Front Be- hind the German Lines.....	Jul 51
20-242	German Armored Traffic Control During the Russian Cam- paign.....	Jun 52
20-243	German Antiguerilla Operations in the Balkans (1941-1944)..<	Aug 54
20-260	The German Campaigns in the Balkans (Spring 1941).....	Nov 53
20-268	Small Unit Actions During the German Campaign in Russia..	Jul 53
20-290	Terrain Factors in the Russian Campaign.....	Jul 51
20-291	Effects of Climate on Combat in European Russia.....	Feb 52
20-292	Warfare in the Far North.....	Oct 51

**THE GERMAN CAMPAIGN
IN RUSSIA
PLANNING AND OPERATIONS
(1940-1942)**



DEPARTMENT OF THE ARMY

WASHINGTON 25, D. C., 22 March 1955

Department of the Army Pamphlet 20-261a is published for the information and use of all concerned.

[AG 091 (15 Feb 55)]

BY ORDER OF THE SECRETARY OF THE ARMY:

M. B. RIDGWAY,
General, United States Army,
Chief of Staff.

OFFICIAL:

JOHN A. KLEIN,
Major General, United States Army,
The Adjutant General.

DISTRIBUTION:

Active Army:

Gen Staff, DA (5)
SS, DA (5)
Tec Svc, DA (25)
Admin & Tec Svc Bd (10)
CONARC (10)
OS Maj Comd (50)
Armies (10)

MDW (2)
Gen & Br Svc Sch (25)
PMST ROTC Units (1)
Mil Dist (1)
TOE 30-500A (AA-AG) clas (1)
30-600A (AA-AE), Mil Intel Svc
Org (1)

NG: State AG (1).

USAR: None.

Unless otherwise noted, distribution applies to ConUS and overseas.

For explanation of abbreviations used, see SR 320-50-1.

FOREWORD

Clausewitz observed of Russia that "it was a country which could be subdued only by its own weakness and by the effects of internal dissension. In order to strike these vulnerable spots of its body politic, Russia would have to be agitated at the very center." In reading this study, the military student will realize how dearly the Germans had to pay for ignoring Clausewitz's advice.

The purpose of this study is to describe German planning and operations in the first part of the campaign against Russia. The narrative starts with Hitler's initial plans for an invasion of Russia and ends at the time of Germany's maximum territorial gains during the battle for Stalingrad. A subsequent volume will depict the course of events from the Russian counteroffensive in November 1942 to the capture of Berlin in April 1945.

The material for this study was obtained from German military records now in the custody of The Adjutant General, Department of the Army. Monographs by former German general officers who had an active part in the planning and operations provided additional information. The authors of these monographs, prepared for the Historical Division, United States Army, Europe, include Generaloberst (Gen.) Franz Halder, Chief of Staff of the German Army from 1938-42; Generaloberst Gotthard Heinrici, a former corps, army, and army group commander on the Russian front: and several others.

The study was written by Mr. George E. Blau of the Special Studies Division, Office of the Chief of Military History. In his presentation, the author made every effort to give an objective account of Germany's initial efforts to conquer Soviet Russia in World War II.

CONTENTS

PART ONE. PLANNING

Chapter 1. Strategic Planning

	<i>Page</i>
Initial Discussions (July 1940).....	1
The Marcks Plan (5 August 1940).....	6
Staff Work (August-September 1940).....	12
Admiral Raeder's Suggestions (26 September 1940).....	14
Strategic Survey (October 1940).....	14
The Preliminary Plan (November-5 December 1940).....	17
General Staff and Command Post Exercises (November-December 1940).....	19
Economic Survey.....	20
Directive BARBAROSSA (18 December 1940).....	21

2. Operational Planning

The Army's Operation Order (3 February 1941).....	26
Initiation of Subordinate Staffs (February-March 1941).....	32
Changes in Plans (March-April 1941).....	34
Army Group South.....	34
Far North.....	36
Delay in the Start.....	37
The Draft of Directive No. 32 (11 June 1941).....	37
Strategic Concentration (21 June 1941).....	38
Air Support.....	40
Other Factors.....	41
Estimate of Soviet Strength (June 1941).....	42
Sources of Information.....	42
Estimate of Red Army Dispositions.....	42
Estimate of Soviet Air Force Strength.....	42

PART TWO. OPERATIONS IN 1941

Chapter 3. The Initial Operations (22 June-31 July 1941)

D Day.....	44
The Situation on 30 June 1941.....	44
Developments in Early July 1941.....	45
The Mid-July Estimate.....	48
Directive No. 33 (19 July 1941).....	50
The Army's Letter to the Armed Forces High Command.....	53
The Situation toward the End of July 1941.....	57

4. Planning for Future Operations

The Army's Order of 28 July 1941.....	59
Directive No. 34 (30 July 1941).....	61
Hitler's Vacillation over Strategy.....	61
The Supplement to Directive No. 34 (12 August 1941).....	64
Developments to Mid-August 1941.....	65
The Army Memorandum of 18 August 1941.....	65
Hitler's Decision (20 August 1941).....	69

PART TWO. OPERATIONS IN 1941—Continued

Chapter 5. The Diversion and Reassembly	<i>Page</i>
The Personnel Situation (End of August 1941).....	71
Increasing Logistical Difficulties (Early September 1941) ..	72
POL.....	72
Track-Laying and Wheeled Vehicles.....	72
Developments to Mid-September 1941.....	73
Directive No. 35 (6 September 1941).....	75
The Situation at the End of September 1941.....	77
Military-Economic Survey (2 October 1941).....	78
The Muddy Period and Its Effect on Operations (October 1941).....	79
Hitler's Plan for the Seizure of Moscow (12 October 1941) ..	81
6. The German Attack on Moscow	
Strategic Factors.....	83
Last-Minute Planning and Operations to 13 November 1941.....	85
The Course of the Offensive (14 November–5 December 1941).....	86
The Personnel Situation (End of November 1941).....	88
Critique.....	88

PART THREE. 1942—THE YEAR OF INDECISION**Chapter 7. The Russian Counteroffensive (December 1941–February 1942)**

The First German Reverses.....	91
Hitler's Directive No. 39 (8 December 1941).....	92
The Army High Command Order of 8 December 1941.....	94
Intelligence Estimate.....	94
Plans.....	95
The Mission of the Army Groups.....	95
Conduct of Operations.....	96
Organization.....	96
The Red Army Seizes the Initiative.....	97
Developments to 25 December 1941.....	99
The German Crisis in Mid-January 1942.....	101
The Crisis Reaches Its Climax (Beginning of February 1942) ..	105
The Russian Offensive Is Halted (20 February 1942).....	106
Critique.....	107

8. Preliminary Planning for a German Offensive in the Caucasus, 1942

Exploratory Steps (July 1940–September 1941).....	109
The First Plan for a Caucasus Operation (October 1941)....	110
Caucasus Planning in November 1941.....	112
Effects of the Moscow Setback (January 1942).....	113
The First Preparatory Orders (February 1942).....	114
The Navy's Role (February 1942).....	117
Intelligence Estimate (20 February 1942).....	117
Hitler's Preoccupations in Early March 1942.....	118
The Situation at the End of March 1942.....	119

9. Preparations for the German Summer Offensive

Directive No. 41 (5 April 1942).....	121
Estimates, Delays, and Disappointments in April 1942.....	124
Intelligence Estimate.....	124

PART THREE. 1942—THE YEAR OF INDECISION—Continued**Chapter 9. Preparations for the German Summer Offensive—Continued** *Page*

Estimates—Continued	
Delay in the Preliminary Operations.....	125
The Situation at Army Group Center.....	125
Chain of Command.....	125
Transportation.....	126
Turkey Remains Neutral.....	126
Logistical Preparations.....	127
Timing.....	127
Chain of Command.....	127
Supplies.....	127
Motor Vehicles.....	128
Rail Transportation.....	128
Summary.....	128
Organizational Problems.....	128
Rehabilitation of Units.....	128
Shortage of Technicians.....	129
Construction of Fortifications.....	129
Oil Brigade Caucasus.....	130
Casualties and Replacements.....	130
The Participation of Germany's Allies.....	131
Rear Area Security.....	132
Army Group South's Defense Line.....	132
The Role of Army Group A.....	132
Feint and Counterfeint.....	133
Warning Notes (May 1942).....	134
The Armed Forces Potential in the Spring of 1942.....	134
The Preliminary Operations (May-June 1942).....	139
Last-Minute Incidents and Impressions (June 1942).....	141

10. Initial Operations and New Plans (July 1942)

The First Phase (28 June-6 July 1942).....	143
The Second Phase (30 June-7 July 1942).....	143
Changes in German Order of Battle (July 1942).....	145
The Army Group A Offensive.....	145
The Operation Plan.....	145
The Army Group A Attack.....	147
German and Russian Weaknesses.....	148
Directive No. 43.....	149
The Continuation of Operations.....	149
The Situation of the Other Army Groups by 20 July 1942.....	150
Directive No. 44 (21 July 1942).....	152
Directive No. 45 (23 July 1942).....	152
German Shortages.....	155
Tanks.....	155
Gasoline.....	155
Stalingrad Takes Priority Over the Caucasus (End of July 1942).....	156

11. The Period of Stagnation (August-October 1942)

Developments to Mid-August 1942.....	158
Personnel and Other Problems (16-18 August 1942).....	161
The Situation in the Caucasus (Second Half of August 1942).....	162

PART THREE. 1942—THE YEAR OF INDECISION—Continued

Chapter 11. The Period of Stagnation (August–October 1942)—Continued		Page
The Opening of the Battle for Stalingrad (End of August 1942).....		164
The German Leadership Crisis (September 1942).....		165
Faulty Intelligence and Its Interpretation.....		167
The German Offensive Grinds to a Halt (26 September 1942).....		167
German Estimates in October and Early November 1942..		169
Army Group A.....		169
Army Group B.....		170
The Estimate of 6 November.....		171
The Oil of the Caucasus.....		173
German Efforts at Production.....		173
Russian Supplies.....		174
Local Engagements (October–Mid-November 1942).....		174
12. Critical Analysis of the German Summer Offensive in 1942		
Different Concepts of Strategy.....		176
Differences over the Choice of Objective.....		177
Mistakes in the Execution of the German Offensive.....		177

APPENDIXES

A. List of German Military Leaders (July 1940–November 1942).....	180
B. Chronology of Events.....	184
C. Bibliographical Note.....	187

MAPS

No.		
1.	General Reference Map of Eastern Europe.....	3
2.	The Mareks Plan.....	5
3.	The Army Plan.....	17
4.	General Reference Map of the Far North.....	29
5.	The Final Plan for Operation BARBAROSSA.....	36
6.	German and Russian Dispositions (June 1941).....	43
7.	Situation on 19 July 1941.....	facing 48
8.	Situation on 30 July 1941.....	facing 57
9.	The Army Plan of 18 August 1941.....	facing 66
10.	Situation in Mid-September 1941.....	facing 74
11.	Situation on 6 October 1941.....	facing 79
12.	Situation on 5 December 1941.....	facing 86
13.	Situation in Mid-January 1942.....	facing 101
14.	General Reference Map of the Caucasus Area.....	facing 110
15.	Situation at the End of June 1942.....	facing 144
16.	Situation on 20 July 1942.....	facing 151
17.	Situation on 18 November 1942.....	facing 174

CHARTS

No.		
1.	German Chain of Command (1 July 1940).....	2
2.	Order of Battle on 21 June 1941.....	39
3.	German Order of Battle—Russian Theater of War (January 1942).....	102
4.	German Order of Battle—Russian Theater of War (Beginning of July 1942).....	146
5.	German Order of Battle—Russian Theater of War (12 August 1942).....	160

PART ONE

PLANNING

Chapter 1

Strategic Planning

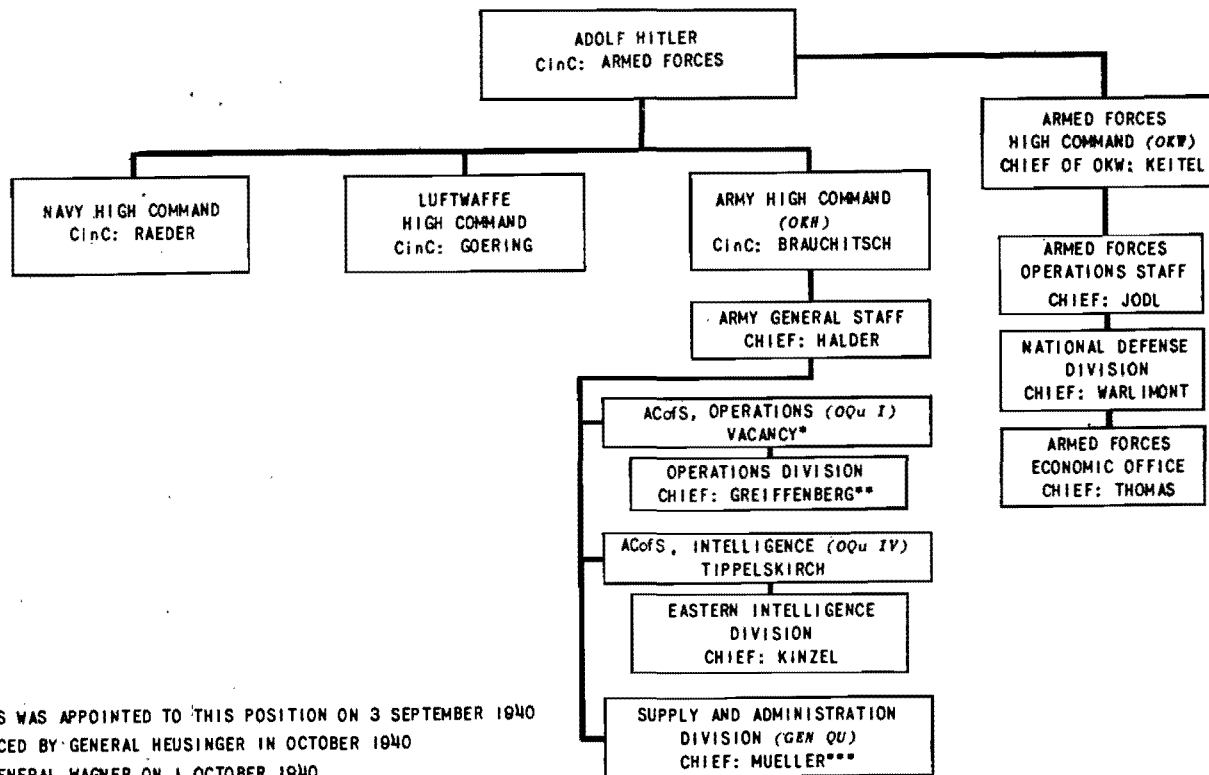
Initial Discussions (July 1940)

After the conclusion of the French campaign in June 1940 Hitler devoted his attention to initiating plans for the seaborne invasion of England—Operation SEELOEWE. On 16 July he issued the directive for the operation. Three days later, in a speech before the Reichstag, Hitler made peace overtures to Great Britain. When they did not produce the expected reaction in Britain, he could only conclude that his last remaining enemy was continuing the war hoping for a change in the U.S. attitude and for future assistance from the Soviet Union.

On 21 July, after discussing the invasion of England with his military advisers, Hitler asked Field Marshal Walter von Brauchitsch, the Commander in Chief of the Army, to study the Russian problem and submit plans for a campaign against the Soviet Union. In regard to the latter the following was mentioned:

1. The concentration of attack forces would take 4 to 6 weeks.
2. The military objective would be to defeat the Russian Army or at least to seize so much Russian territory that the armaments plants in eastern Germany, particularly those in Berlin and Upper Silesia, and the Romanian oil fields would be beyond the range of Russian air attacks. At the same time the German ground forces would have to advance far enough to bring important production centers of European Russia within striking distance of the Luftwaffe.
3. The political aims would include the creation of an independent Ukraine and a confederation of Baltic States under German domination.
4. The Army would need approximately 80–100 combat divisions; the Soviet Union had some 50–75 good Russian divisions in Europe. If the campaign against Russia was launched that autumn, some of the German air power committed against Britain would have to be transferred to the East.

Chart 1. German Chain of Command (1 July 1940)



*GENERAL PAULUS WAS APPOINTED TO THIS POSITION ON 3 SEPTEMBER 1940

**AILING; REPLACED BY GENERAL HEUSINGER IN OCTOBER 1940

***REPLACED BY GENERAL WAGNER ON 1 OCTOBER 1940



Map 1. General reference map of Eastern Europe.

The following day, Brauchitsch informed Generaloberst (Gen.) Franz Halder, Chief, Army General Staff, of the discussions that had taken place at the previous day's conference and asked him to study the various problems involved in an operation against Russia. Halder thereupon requested Lt. Col. Eberhardt Kinzel, Chief, Eastern Intelligence Division, to brief him on Russian troop dispositions and asked Col. Hans von Greiffenberg, Chief, Operations Division, to assign a special assistant to the preparation of a tentative plan for a campaign against the Soviet Union. [See chart 1.]

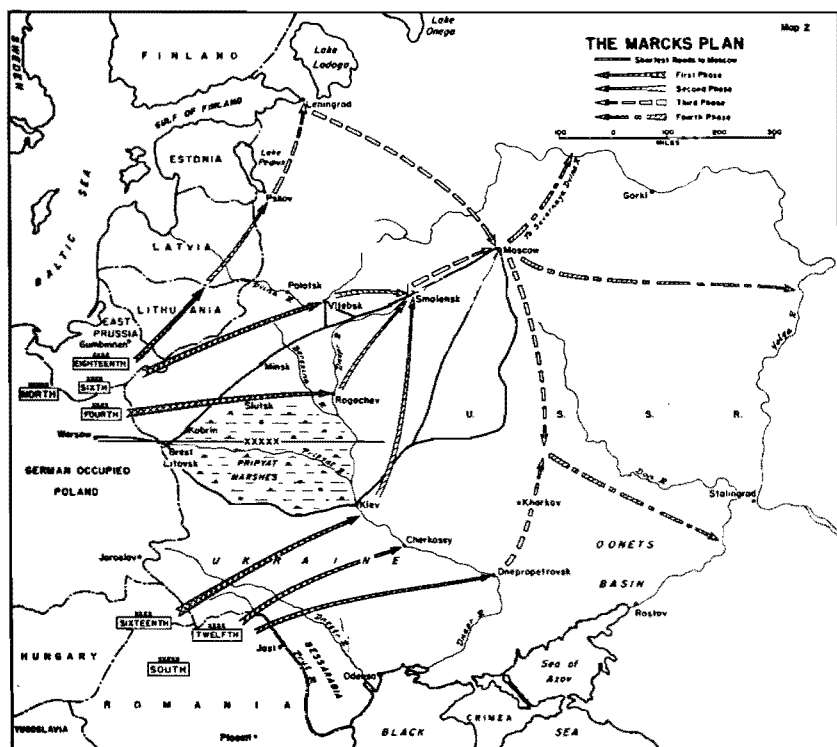
On the basis of data provided by Kinzel on 26 July, Halder concluded that an attack launched from assembly areas in East Prussia and northern Poland toward Moscow would offer the best chances for success. After the seizure of Moscow the Russian forces defending the Ukraine and the Black Sea coast would be compelled to fight a series of battles with reversed front. [See *map 1*.]

The first draft of the Operations Division plan placed the main effort south of the Pripyat Marshes. The plan also called for 100 divisions. Halder, however, preferred to place the main effort north of the Pripyat.

Two days later, 29 July, Generalmajor (Brig. Gen.) Erich Marcks was temporarily assigned to Army High Command headquarters to draw up a campaign plan against the Soviet Union. General Marcks was chief of staff of the Eighteenth Army, which had recently been assigned to the Russian border and was preparing plans for defense against a possible Russian attack.

The same day General der Artillerie (Lt. Gen.) Alfred Jodl, Chief, Armed Forces Operations Staff, informed Col. Walter Warlimont, Chief, National Defense Division, and a group of officers working on his staff that Hitler had made up his mind to start a preventive war against Russia. The Army and Luftwaffe were to employ all available forces to eliminate forever the Bolshevik danger in the East. Since an eventual conflict between the National Socialist and Communist ideologies was inevitable, the Fuehrer preferred to extend the war into eastern Europe right then to being forced to resume hostilities after a few years of intermittent peace. Originally, Hitler had intended to invade Russia in the autumn of 1940, but Field Marshal Wilhelm Keitel had pointed out the difficulties of a winter campaign in Russia and had presented convincing evidence that the existing road and rail net in the newly acquired Polish territories would not be capable of supporting the assembly of strong German forces. Hitler had thereupon postponed the campaign, setting the tentative invasion date for mid-May 1941.

The first task confronting the officers present at the conference was to draft a directive—later issued under the code designation AUFBAU OST (BUILD-UP EAST)—stipulating the requirements for a prompt concentration of forces in western Poland. Strict secrecy concerning the plan was to be observed by everybody. The conferees queried Jodl whether it was assumed that Great Britain would be completely subjugated by spring 1941 or whether Germany was to become involved in a two-front war by its own volition. Jodl replied that the campaign against Russia would be conducted independently of developments in the West. He added: "In the autumn of 1941, after the consummation of the Russian defeat, our Luftwaffe



Map 2. The Marcks Plan.

will appear in the skies of western Europe in greater strength than ever before."

On 29 July, also, data provided by the Navy made it obvious that the seaborne invasion of England could not be undertaken before the middle of September 1940 because of the Navy's inability to carry out and secure landings on a sufficiently wide front. The invasion was to be indefinitely postponed on 17 September.

On 31 July, toward the end of a conference at Berchtesgaden that was mainly concerned with Operation SEELOEWE, Hitler declared that a showdown with Russia would have to take place the following spring. The quicker the USSR was defeated, the better. The entire campaign made sense only if the Soviet Union was smashed in one fell swoop: territorial gains alone would prove unsatisfactory, and stopping the offensive during the winter months might be dangerous. Therefore, it was best to wait until May 1941 and then bring the campaign to a successful conclusion within five months. It would have been preferable to conduct the operation during the current year, but that solution did not seem practicable. Two converging thrusts were envisaged—a southern drive toward Kiev and into the

Dnepr bend, with the Luftwaffe neutralizing the Odessa area; and a northern one across the Baltic States in the direction of Moscow. A secondary operation, by which the Baku oil fields were to be seized, was to take place later. To realize this plan Hitler directed that the strength of the Army, instead of being cut as recently ordered, was to be increased by the activation of 40 divisions.

It remained to be seen to what extent Finland and Turkey might be interested in such an operation. After the successful conclusion of the campaign the Ukraine, White Russia, and the Baltic States would come under German domination, whereas Finland could expand its territory toward the White Sea.

On 1 August Marcks and Halder discussed the campaign: the objective, rail and road communications, and the possible course of operations as well as the missions of the Navy and Luftwaffe. Two large forces were to be formed, one for the drive on Kiev, the other for that on Moscow. Halder pointed out that the Kiev force would operate from insecure bases if it jumped off from Romania. Also, the seizure of the Baltic States would have to be a secondary operation that would not interfere with the drive on Moscow. Halder then asked Marcks to put his plan in writing, including details pertaining to organization, logistical support etc.

The Marcks Plan (5 August 1940)

On 5 August Marcks submitted his plan which read essentially as follows:

a. *Objective.* The objective of the campaign was to defeat the Russian armed forces so that the Soviet Union could not threaten Germany in the future. German troops would have to seize all territory west of the line Rostov-Gorki-Archangel to eliminate the danger of Russian bombing attacks on Germany.

From the military-economic viewpoint Russia's most valuable regions were the food and raw-material producing areas of the Ukraine and the Donets Basin as well as the armament-production centers around Moscow and Leningrad. The industrial areas of Asiatic Russia were not greatly developed. The principal objective was Moscow, the nerve center of Soviet military, political, and economic power; its capture would lead to the disintegration of Soviet resistance.

b. *Terrain.* To the north and west Moscow was screened by huge forests and swamps which extended from the White Sea past Leningrad through Vitebsk to a line Kobrin-Slutsk-Kiev. [See map 2.] The Pripyat Marshes, forming the southern part of this forest and swamp area, divided the western border region of Russia into two separate theaters of operation. The most extensive forests were between Leningrad and Moscow and in the Pripyat Marshes. The in-

intermediate area was crossed by the main highways extending from Warsaw and East Prussia via Slutsk, Minsk, and Vitebsk to Moscow.

South of the Pripyat Marshes were the lightly wooded regions of eastern Poland and the Ukraine. The terrain was favorable, but mobility was limited by the scarcity of good roads—only one main west-east highway via Kiev—and by the Dnepr River which constituted a major obstacle.

Because of its better road net the area north of the Pripyat permitted greater mobility, whereas the Ukraine offered better terrain conditions. In the north fighting would, of necessity, be largely restricted to roads.

c. Russian Tactics. The Red Army would adopt defensive tactics except along the Romanian border, where it might attack in an attempt to seize the Romanian oil production centers. In any event heavy air attacks on the oil fields would have to be expected.

On the other hand, the Russians could not repeat the maneuver of 1812, by which they had avoided giving battle. A modern force of 100 divisions could not simply abandon its sources of supply. It was therefore to be assumed that the Red Army would take up defensive positions which would protect most of European Russia, including the eastern Ukraine. The general line Dvina River–Polotsk–Berezina River—eastern edge of the Pripyat Marshes–Prut or Dnestr Rivers would serve this purpose, especially since it was partly fortified from earlier days. A withdrawal to the Dnepr also seemed feasible. West of their prepared positions the Russians would probably fight a delaying action.

d. Strength Estimates.

Russian Military Strength, August 1940

Distribution of forces	Infantry divisions	Cavalry divisions	Mechanized brigades
Total.....	151	32	38
Border defense.....	55	9	10
Forces total:			
Facing Japan.....	34	8	8
Facing Turkey.....	6	1	—
Facing Finland.....	15	—	2
Available for use against Germany.....	96	23	28

By spring 1941 the German Army would have 24 panzer, 1 cavalry, 12 motorized infantry, and 110 infantry divisions, or a total of 147 divisions, available for a campaign against Russia. This figure did not include the occupation forces to be left in western and northern Europe.

e. Disposition of Russian Forces. As of August 1940 the main concentrations were in the Baltic States in the north and in the Ukraine in the south. In general, the Russian troops in the west were about equally divided between the areas north and south of the Pripyat Marshes with a reserve force around Moscow. It could be assumed that the same disposition would hold in any war with Germany. Whether a point of main effort would be formed in the north or south would depend upon political developments. In all probability the troop strength in the north would exceed that in the south. Once the Russian lines had been pierced, the Red Army, being spread over a wide front, would no longer be able to coordinate its maneuvers and would be destroyed piecemeal.

The Russian Air Force was a redoubtable opponent whose attacks against the few major highways might be very effective.

f. Conduct of Operations. In view of the dimensions of the theater and its division into two parts by the Pripyat Marshes, it seemed unlikely that a decisive victory over the Russian Army could be scored in one single operation. During the initial phase two separate offensives would have to be launched against the main concentrations of Russian forces; later, beyond the extensive forests, the operation could be unified.

The German Army would have to concentrate its forces in the northern part of the theater, crush all opposition, and capture Moscow. To this end it would build up its main effort between Brest Litovsk and Gumbinnen and advance first toward the line Rogachev-Vitebsk. Weaker German forces assembled between Jasi and Jaroslav, south of the Pripyat, were to attack in the direction of Kiev and the Dnepr southeast of that city. They would thus forestall a Russian offensive on Romania and form the southern arm of a pincers that would be closed east of the upper Dnepr. To the north of the main effort, a secondary attack force would thrust across the Baltic States toward Leningrad and seize the Russian naval bases.

1. *The Offensive in the South.* An attack against the Russian forces in the Ukraine would have to be launched to protect the Romanian oil fields. If the main effort could have been made from Romania and secondary thrusts from northeastern Hungary and southeastern Poland, this operation might have become the principal attack across the Dnepr toward Moscow. But neither the political situation in the Balkans nor the road and rail nets in Hungary and Romania would permit the assembly of the necessary forces prior to the tentative date set for the launching of the campaign. A thrust from southeastern Poland in the direction of Kiev and the middle Dnepr, though quite feasible, could not possibly be made the principal operation because the maneuvering space was too narrow and the distance to Moscow too great.

This southern thrust, however, would have to be executed with sufficiently strong forces to destroy the Russians in the western Ukraine and gain the east bank of the Dnepr. Any further advance would have to be coordinated with the principal operation in the northern part of the theater and could be conducted either due eastward toward Kharkov or northeastward. In any event, the main effort of the offensive in the south would have to be on the left, with Kiev the principal objective. A secondary attack force, jumping off from Romanian territory, could link up with the main-effort grouping along the middle Dnepr. Three major roads would be available for the advance toward the river line between Dnepropetrovsk and Cherkassy. The Romanian Army could participate in the occupation of Bessarabia, Odessa, and the Crimea.

2. *The Main Effort.* The main effort was to lead to the destruction of the Russian forces west of Moscow by a direct thrust on the capital. Once in possession of Moscow and northern Russia, elements of the main-attack force would turn south and seize the Ukraine in conjunction with the southern groups.

The principal attack would have to be directed from East Prussia and the northern part of Poland toward Moscow because no decisive operation could be launched from Romania and an initial sweep toward Leningrad would only lengthen the distance to be covered and lead into the dense forests northwest of Moscow.

During the advance on Moscow the left flank would be protected by a special force that was to be committed across the Dvina River toward Pskov and Leningrad. After capturing the latter important industrial city this force might operate in conjunction with the main-attack force.

The road and rail nets west of the Russian border were capable of supporting the advance on Moscow. The terrain that had to be crossed by the forces jumping off from East Prussia was difficult. They would have to traverse a forest and lake belt between the Dvina and Dnepr. There, the battle for the traffic arteries would be decisive. Airborne troops would have to take possession of the eastern exits from large forest areas and thus keep the roads open.

3. *Movements.* Since surprise and speed were of the essence, armored and motorized infantry forces supported by tactical air power were to break through the enemy lines, with ordinary infantry divisions following closely to encircle and destroy the isolated enemy forces. The strength of the first attack wave was limited by the relatively small number of through roads. At most, two division-size units could advance abreast on any one road. The bulk of the infantry with its horse-drawn vehicles would have to march on such side roads as were available. As a result, all units would have to be

deployed in great depth. The enormous width of the funnel-shaped theater necessitated keeping strong motorized forces in reserve and so distributing them that they could easily be shifted within the theater.

g. Distribution of German Forces.

Distribution	Divisions				
	Total	Panzer	Mtz. Inf.	Inf.	Cav.
Totals.....	147	24	12	110	1
Army Group South					
Total.....	35	5	6	24	-----
Twelfth Army.....	12	2	4	6	-----
Sixteenth Army.....	17	3	-----	14	-----
Army Group Reserves.....	6	-----	2	4	-----
Army Group North					
Total.....	68	15	2	50	1
Fourth Army.....	19	6	-----	12	1
Sixth Army.....	20	6	-----	14	-----
Eighteenth Army.....	15	3	-----	12	-----
Army Group Reserves.....	14	-----	2	12	-----
Army High Command Reserves.....	44	4	4	36	-----

h. Primary Missions of the Ground Forces. The primary mission of Army Group South was to destroy the Russians in the western Ukraine and to establish bridgeheads across the Dnepr from which the army group forces could continue eastward or northeastward.

Army Group North was to seize Moscow. To accomplish this, motorized units would have to drive through the forest areas between Rogachev and Vitebsk with airborne troops assisting them at the forest edges. If the Russians chose to make a stand between the jump-off line and the forests or the Dvina, they would have to be pushed northward, away from the direct route to Moscow. While the reduction of these enemy forces was under way, the armored and motorized units were to move on until they reached the Russian capital.

i. The Mission of the Air Force. The Luftwaffe was to neutralize the Soviet Air Force, disrupt rail and road communications, prevent the concentration of Russian ground forces in the forests areas, support the German spearhead units with dive-bomber attacks, prepare airborne operations, and secure the air above traffic bottlenecks.

j. The Mission of the Navy. The Navy was to neutralize the Russian fleet in the Baltic, safeguard the iron ore shipments from Sweden, and transport supplies across the Baltic as soon as the Army had seized the ports.

k. Logistics. A special staff was to be formed to coordinate supply problems and establish bases behind the two army groups. It was anticipated that the Russians would attempt to carry out large-scale demolitions and destroy supply dumps, rail lines, and bridges. This could be partially prevented by keeping them off balance and by preparing appropriate countermeasures. In the Ukraine, Lithuania, and Latvia agents might be able to seize bridges and railroad installations and thus prevent their destruction. All railroad tracks beyond the former Polish border would have to be converted from the Russian wide to normal gauge.

A military administration would have to be set up for the occupied areas. In the Baltic States, White Russia, and the Ukraine the military government agencies would have to work toward turning their authority over to autonomous, non-Communist local governments.

l. Time Phasing. The most favorable season for the campaign was from mid-May to mid-October. After a mild winter, it might be possible to start as early as the beginning of May.

It was anticipated that all units needed for the initial operations would be assembled before the outbreak of hostilities. In the event of an unexpected outbreak of fighting, the forces scheduled to be assembled in the Army Group North area would need approximately 10 days to arrive in their designated areas and those in the south 9 days.

During the initial phase of the German offensive the Russians would probably fight delaying actions over distances of up to 250 miles, until they reached their prepared positions. The German infantry divisions would take three weeks to cover this distance. The panzer divisions would have to advance so rapidly and penetrate so deeply that the Russians would be unable to man a continuous defense line. The issue of the entire campaign would depend on the success of the armored thrusts.

The struggle for the forest areas and river courses would dominate the second phase. Since the depth of this zone was 60-120 miles, it would take 2-4 weeks to cross it. At this stage the German forces would either achieve a decisive breakthrough or destroy the previously shattered Russian forces individually.

During the third phase Moscow and Leningrad would have to be seized and the drive into the eastern Ukraine initiated. The distances to be covered were 250 and 200 miles respectively. Whether this phase could be executed immediately after the second would depend upon the condition of the railroads, the serviceability of the track-laying and wheeled vehicles, and the degree of success hitherto achieved. If the Russians were beaten, a few armored or motorized divisions would suffice to keep them off balance, and to seize Moscow and Leningrad

and thrust deep into the eastern Ukraine. This would require one or two weeks if sufficient tanks and motor vehicles were available. If, however, the bulk of the Red Army was still capable of offering organized resistance, the start of the third phase would have to be delayed until sufficient supplies were brought up to support the continuation of the offensive. In this case it might be 3-6 weeks, depending on the time needed for the supply buildup.

The fourth and last phase of the offensive would see the Germans pursuing the Russians to the Don, the Volga, and the Severnaya Dvina. The distances to be covered were 250 miles in the south and up to 500 in the center and north. After the Germans had captured Kharkov, Moscow, and Leningrad, the Soviet command would have lost control over its forces but complete occupation of the territory acquired during this phase would be neither possible nor necessary. Motorized forces and rail-transported infantry would be responsible for this operation. The time needed for this phase was estimated at 2-4 weeks.

The total time required to attain the designated objective would therefore vary between a minimum of 9 and a maximum of 17 weeks.

In the event that the Soviet government did not collapse or make peace, the offensive might have to be continued to the Ural Mountains. After the destruction of their armed forces and the loss of their most valuable European territories, the Soviets would probably no longer be capable of conducting military operations but could still set up a government in Asia and maintain a state of war for an indefinite period.

To this plan General Marcks added recommendations for the preparation of the campaign, including details regarding signal communications; the construction and improvement of roads, bridges, railroad facilities, and billeting areas; the organization, equipment, and training of troops; and the procurement of cartographic material.

General Marcks discussed his plan with General der Kavallerie (Lt. Gen.) Ernst Koestring, the German military attaché in Moscow, during the latter's presence at Army High Command headquarters. Koestring did not agree that the seizure of Moscow would be the key to victory. In his opinion the capture of Moscow would not be decisive because the Soviet Union had vast industrial resources beyond the Urals. Moreover, with their ability to improvise, the Russians would be able to reorganize their transportation net without Moscow.

Staff Work (August-September 1940)

At the beginning of August the National Defense Division of the Armed Forces High Command completed the directive for AUFBAU OST. It stated that greater military use was to be made of those

German-occupied territories of Poland which had not been incorporated into the Reich. The increasing threat of air attacks on western Germany made it imperative to utilize the comparatively safe eastern territories for the activation and training of new units. The necessary accommodations and facilities had to be built; supply depots had to be transferred from west to east; and road, rail, and signal communications had to be improved. The directive was signed by Keitel and issued to all interested military and civilian agencies.

The Army General Staff and technical service divisions were particularly interested in implementing the directive, and a number of organizational measures were initiated by General Halder and his assistants. In September, personnel of the Operations Division under the direction of the new Assistant Chief of Staff, Operations, General-leutnant (Maj. Gen.) Friedrich Paulus, began to work on a strategic survey based on the Marcks plan.

General Jodl had meanwhile asked his subordinates in the National Defense Division to prepare a campaign plan for his own information. This study was to be drawn up without recourse to the plans that were being prepared by the Army, because Jodl wanted to check the Army plans before they were submitted to Hitler. The National Defense Division plan, submitted to Jodl on 19 September, stressed the need for concentrating the attack forces north of the Pripyat Marshes so that they could take the shortest route to Moscow via Smolensk. Three army groups were to be employed; after Army Group Center had seized the Smolensk area, the continuation of the offensive was to depend upon the progress made by Army Group North. If the latter proved to be sufficiently strong to sustain the drive on Leningrad, Army Group Center would employ all its forces on the continuation of its thrust on Moscow. In the event, however, that Army Group North should be unable to make satisfactory progress, Army Group Center would have to halt its advance and divert forces to lend assistance.

In the Finnish Theater of Operations the National Defense planners wanted to concentrate all available German and Finnish forces in the south; no attack in the direction of Murmansk was contemplated. The thrust from southern Finland was to be coordinated with the advance of Army Group North and was to be directed across the Karelian Isthmus toward Leningrad or from east of Lake Ladoga toward Tikhvin.

The strategic survey then being prepared by the Operations Division of the Army probably influenced the National Defense Division plan because of the close relationship between the Armed Forces and Army High Command personnel on the operating level.

Admiral Raeder's Suggestions (26 September 1940)

On 26 September the Commander in Chief of the Navy, Adm. Erich Raeder, suggested to Hitler that Germany should support the Italian attempt to seize the Suez Canal, whose possession would be vital for a farther advance across Palestine and Syria. Once this had been achieved, Turkey would be at Germany's mercy. The Russian problem would then have an entirely different aspect, since the Soviet Union was basically afraid of Germany. Under such circumstances it would be doubtful whether an invasion of Russia from the north would still be necessary.

In expressing his approval of Raeder's ideas, Hitler stated that Russia would have to be tempted to turn toward Persia and India, where she could gain access to the open sea. That would be far more important to Russia than her position in the Baltic. Hitler, also, was of the opinion that the Soviet Union was apprehensive of Germany's power.

Strategic Survey (October 1940)

During October 1940 the Operations Division completed the preparation of a strategic survey which was submitted to General Halder on 29 October. In this study the Army General Staff formulated its own ideas regarding the most appropriate strategy for a campaign against the Soviet Union. The authors of the study realized that the Red Army's numerical strength, the vast terrain to be covered, the adverse conditions of the Russian theater, and the necessity of defeating the Soviet Union with a minimum of delay raised a series of problems for which in many instances no fully satisfactory solutions could be found. On the other hand, ever since the Red Army had performed so badly during the campaign against Finland in the winter of 1939-40, the average German General Staff officer had a low opinion of the military potential of the Soviet Union. Moreover, it was generally assumed that the people in areas recently occupied by the Soviet Union were anti-Russian and anti-Communist, and that disaffection in the Ukraine, the Crimea, and the Caucasus was equally widespread. The purges of 1937 were considered as evidence of the vulnerability of the Soviet Union.

The major factors considered in the study were as follows:

a. Manpower. The ratio of strength between German and Russian forces was not at all favorable. Against the approximately 170 Soviet divisions plus ample reinforcements estimated to be stationed in western Russia the Germans could at best put only 145—including 19 armored divisions—into the field. Small contingents of Romanian and Finnish forces could be added to this total, but their equipment, capabilities, and combat efficiency were below the German. In other

words, the German offensive forces would not have the advantage of numerical superiority. The only method of compensating for this deficiency was to mass forces at crucial points and take risks at others.

The relative combat efficiency was not as clear cut. To be sure, the German forces had had more combat experience; their leaders were experienced in maneuvering large motorized forces, and the individual soldier was self-confident. The Russian soldier, however, was not to be underestimated, and it remained doubtful whether the Red Army would show immediate signs of internal disintegration. On the other hand, Russian leadership was certainly below the German average, particularly in making quick decisions in a war of movement.

The element of surprise in launching the attack would probably compensate for some of the German numerical inferiority. Extensive deceptive measures were to be taken to achieve surprise, but Hitler's pretext that preparations along the Russian border were merely a deliberate deception to divert British attention from an imminent invasion of England could not be maintained indefinitely. In the final analysis, surprise was limited to the timing and direction of the German attack; to hope for more seemed unrealistic.

b. Space. The tremendous width and depth of European Russia was another problem that deserves serious consideration, especially in view of the disproportion of strength. Everything would depend on the German Army's ability to prevent the Russians from exploiting this space advantage. Whether they would give battle near the border or attempt an organized withdrawal could not be foreseen. In any event, it was essential to engage the enemy as soon as possible, if his quick destruction was to be achieved. The distribution of the German forces and the application of deceptive measures had to conform with this intention. The Russians had to be denied any opportunity to withdraw into the depths of European Russia where they could fight a series of delaying actions. This objective could be attained only by strict application of the principles of mass, economy of force, and movement. Substantial Russian forces were to be cut off from their rear communications and forced to fight on reversed fronts. This was the only method by which the German Army could cope with the factor of space during the offensive operations. Lacking the necessary forces, the German Army could not mount an offensive along the entire front at the same time, but had to attempt to open gaps in the front at crucial points, envelop and isolate Russian forces, and annihilate them before they had a chance to fall back.

c. Time. The problem of selecting the most propitious time assumed far more importance than on any previous occasion. For operations in Russia the May-to-October period only seemed to offer a reasonable guarantee of favorable weather. The muddy season began

in late October, followed by the dreaded Russian winter. The campaign had to be successfully concluded while the weather was favorable, and distances varying from five to six hundred miles had to be covered during this period. From the outset the German campaign plan would be under strong pressure of time.

d. Intelligence Information. The intelligence picture revealed two major Russian concentrations—one in the Ukraine of about 70 divisions and the other in White Russia near and west of Minsk of some 60 divisions. There appeared to be only 30 divisions in the Baltic States.

The disposition of the Red Army forces did offer the Soviets the possibility of launching an offensive in the direction of Warsaw. But, if attacked by Germany, it was uncertain whether the Russians would make a stand in the border area or fight a delaying action. It could be assumed, though, that they would not voluntarily withdraw beyond the Dnepr and Dvina Rivers, since their industrial centers would remain unprotected.

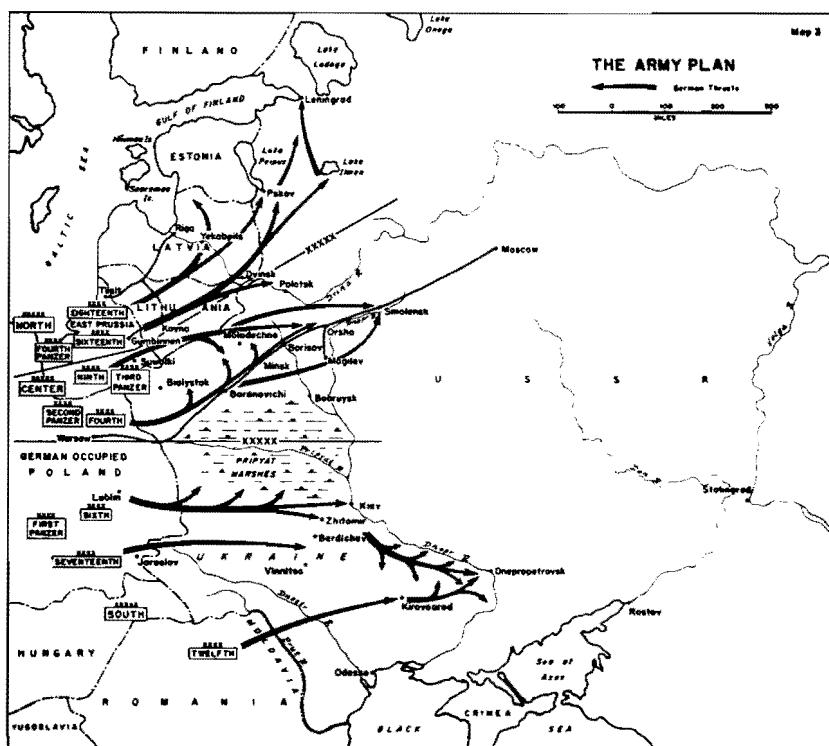
e. Analysis of Objective Area. The almost impassable forests and swamps of the Pripyat Marshes divided the Russian territory west of the Dnepr and Dvina Rivers into two separate theaters of operation. In the southern part the road net was poor. The main traffic arteries followed the river courses and therefore ran mostly in a north-south direction. The communication system north of the Pripyat Marshes was more favorable. The best road and rail nets were to be found in the area between Warsaw and Moscow, where the communications ran east and west and thus in the direction of the German advance. The traffic arteries leading to Leningrad were also quite favorable. A rapid advance in the south would be hampered by major river barriers—the Dnestr, the Bug, and the Dnepr—whereas in the north only a single river, the Dvina, would have to be crossed. By thrusting straight across the territory north of the Pripyat one could strike at Moscow. The Red Army would not simply abandon the Russian capital, and in the struggle for its possession the Germans could hope to deliver a telling blow.

By contrast, the area south of the Pripyat region was of minor military importance; there the Soviets could more readily trade space for time and withdraw to a new line, possibly behind the Dnepr River. On the other hand, the south offered tempting economic targets, such as the wheat of the Ukraine, the coal fields of the Donets Basin, and the faraway oil of the Caucasus. The Army's immediate interest, however, was to attain military victory, not economic advantages. The quicker the campaign was over the more decisive the victory, the more certain would be the eventual accrual of economic advantages.

For these reasons the Operations Division arrived at the conclusion that the main effort should be concentrated north of the Pripyat Marshes and that the principal thrust should be directed via Smolensk toward Moscow.

The Preliminary Plan (November-5 December 1940)

During November the Army High Command was primarily concerned with preparations for an attack on Gibraltar and armed intervention on the Balkan Peninsula. At the same time, the training and equipment of the newly activated divisions proceeded according to schedule. Molotov's visit in Berlin on 12-13 November aroused some hope that Hitler's intentions might be modified by a change in Soviet policy. When Admiral Raeder saw the Fuehrer on the day after Molotov's departure, he found that Hitler continued to plan for an attack on Russia. Raeder suggested that such a conflict be delayed until a victory had been won over Britain. His reasons were that a war with the Soviet Union would involve too great an expenditure of German strength and that it was impossible to foretell where it would end. Raeder then explained that the Soviets were dependent



Map 3. The Army Plan.

on German assistance for building up their navy and would therefore not attack Germany for the next few years.

In November the Soviet Government made the first official inquiry at the German Embassy in Moscow with regard to German troop concentrations in the former Polish provinces adjacent to the Russian border. General Koestring, the German military attaché, was called to Berlin, where he was instructed to reply that the troop movements were incidental to the redeployment after the campaign in the West, the requirements of the occupation, and the better training facilities available in this area.

While these demarches were being carried on, the Army prepared its preliminary plan on the basis of previous staff and concurrent General Staff exercises. On 5 December Brauchitsch and Halder presented their plan to Hitler at a conference during which the preparations for various future operations were examined. [See DA Pam No. 20-260, *The German Campaigns in the Balkans (Spring 1941)*, Map 2.] In his verbal report, Halder first explained the topographical features of the Russian theater and mentioned that the most important industrial centers were in the Ukraine, in Moscow, and around Leningrad. The Pripyat Marshes divided the theater into a northern and a southern part. The roads in the latter were poor; the best rail and road net was to be found in the region between Warsaw and Moscow. The northern part of the theater was therefore more favorable for large-scale maneuvers than the southern. For this reason the Russians were apparently concentrating more troops in the northern regions than in the south. Another remarkable feature in their distribution of forces was the massing of forces in the vicinity of areas in which Soviet and German spheres of interest overlapped. [See map 3.]

The course of the Dnepr and Dvina would be the easternmost limits to which the Russians could withdraw without exposing their industrial centers. German armored wedges would have to drive through the Russian lines and break up the enemy defense system west of these rivers. A particularly strong attack force would have to be assembled for the thrust from the Warsaw area toward Moscow.

Three army groups were to launch the offensive: Army Group North was to thrust from East Prussia toward Leningrad, Army Group Center via Minsk toward Smolensk, and Army Group South toward Kiev. The third drive was to be executed by two armies jumping off from the Lublin and Jaroslav areas respectively, and by a third army thrusting from Moldavia toward the lower course of the Dnepr. The objective of the entire offensive was to reach the course of the Volga and the region around Archangel. The total assault force was

to consist of 105 infantry and 32 armored and motorized infantry divisions, strong elements of which were to form the second wave.

Hitler agreed with Halder's plan and added that it was of the utmost importance to prevent the Russians from making a planned withdrawal. The Soviet military potential had to be eliminated and its regeneration made impossible. In planning the initial distribution of forces, every effort would have to be made to destroy the maximum number of Russian units near the border. For this purpose the armored and motorized divisions of the two army groups operating in the northern part of the theater would have to be committed on their adjoining wings. In the north, the enemy forces stationed in the Baltic States would have to be enveloped and cut off. Army Group Center would therefore have to be so strong that it could divert considerable forces northward to assist Army Group North if necessary. Army Group South would jump off later than the other two, with some elements advancing from Romania, while the main force, thrusting southeastward, was to envelop the enemy forces in the Ukraine. Finally, Hitler indicated that Romania and Finland would participate in the operation. A secondary attack in the far north was to be launched by three German divisions.

The Fuehrer did not consider the capture of Moscow as particularly important. He therefore did not want to commit himself whether the destruction of the bulk of the Russian forces in the northern and southern pockets was to be immediately followed by an advance toward and beyond Moscow. He also believed that 130-140 divisions would suffice for bringing the Russian campaign to a successful conclusion.

Upon resuming his report Halder pointed out that according to the most recent data the assembly would take 8 weeks and that the German preparations could not be concealed from the enemy after the beginning or the middle of April at the latest.

General Staff and Command Post Exercises (November-December 1940)

The preliminary plan was tested in a General Staff exercise conducted by the Assistant Chief of Staff, Operations, General Paulus. General Staff officers responsible for the drafting of the plan acted as group leaders. Paulus divided the exercise into three phases: the first began 29 November with the invasion and the initial battles near the border; the second, beginning 3 December, continued the offensive operations to the line Kiev-Minsk-Lake Peipus; and the last, staged 7 December, dealt with reaching the potential objectives beyond this line.

After each phase Paulus indicated the premises for the start of the next part of the exercise by explaining the phase line that had been reached, the condition of the troops, the supply situation, intelligence estimate, etc. All participants thus based their ideas on the same data. During the third phase of the game it became evident that the German ground forces would hardly be sufficiently strong to fan out across the funnel-shaped Russian theater if—contrary to the generally prevailing opinion—the Red Army was capable of offering continued resistance. Paulus reported the results and the lessons learned to Halder.

Generalmajor (Brig. Gen.) Eduard Wagner, Chief, Supply and Administration Division, prepared logistical exercises, which were to take place in December and January. Wagner also worked on a logistical plan that was to serve as a counterpart to the strategic survey prepared by the Operations Division. Special emphasis was placed on establishing an efficient supply system in the assembly areas and drawing up a sound base-development plan to guarantee the flow of supplies during the execution of far-reaching operations in the Russian theater.

Concurrent with, but independent of, these exercises the chiefs of staff of the three army groups were asked to work on problems involved in a campaign against Russia. They were briefed by Halder who limited the scope of their investigations to defeating the Russian forces in White Russia and the western Ukraine. Paulus provided them with all the necessary data, and each officer was instructed to arrive at a solution without consulting his fellow workers. The studies submitted at the beginning of December 1940 were carefully scrutinized by both Halder and Paulus. Ideas that were at great variance with those submitted in the preliminary plan were selected as topics of discussion for a conference of all chiefs of staff of army groups and armies which took place at Army High Command Headquarters on 13 and 14 December 1940. The discussions served to clarify a number of problems for which no solution had been found during the various exercises. It was also concluded that the Soviet Union would be defeated in a campaign not exceeding 8–10 weeks' duration.

Economic Survey

In November 1940 Reichs Marshal Hermann Goering ordered General der Infanterie (Lt. Gen.) Georg Thomas, Chief, Armed Forces Economic Office, to study the economic implications of a campaign against the Soviet Union. In the summary of his report Thomas arrived at the following conclusions:

a. During the initial months of an operation which would lead to the occupation of European Russia excluding the Urals, Germany

would improve its food and raw material position, if the destruction of Soviet supplies could be prevented, if the Caucasus oil region was seized intact, and if the transportation problem was solved.

b. In the event that hostilities should continue for some time, Germany would benefit only if the transportation problem was solved and the civilian population induced to remain and cooperate. More specifically:

- (1) The destruction of mechanized equipment would have to be prevented and the production of new farm machinery would have to be resumed without delay. Supplies of petroleum, oil, and lubricants (POL) would have to be allocated to agriculture.
- (2) The industrial production would depend on the immediate availability of electric power plants and the delivery of raw materials generally unavailable in European Russia.

c. Until the establishment of a link with the Far East, Germany would be short of such strategic materials as rubber, tungsten, copper, platinum, zinc, asbestos, and jute.

d. The area south of the Volga and Don estuaries including the Caucasus would have to be included among the objectives of the operation. The oil produced in the Caucasus region would be essential for the exploitation of any territories occupied in Russia.

e. By occupying European Russia, Germany would seize 75 percent of the total Soviet armament potential and almost 100 percent of the precision-tool and optical industries.

The study was submitted to Hitler who, though recognizing its intrinsic value, failed to make any basic changes in his overall military-political plans.

Directive BARBAROSSA (18 December 1940)

On 6 December General Jodl requested General Warlimont to draw up a directive for the campaign against Russia on the basis of the preliminary plan that had been approved by Hitler. Six days later the draft of Directive No. 21 was submitted to Jodl who made a few insignificant changes and ordered a revised draft prepared. The same day the Navy submitted a report stressing the danger of starting a war on a second front while Germany's naval forces were fully engaged in the struggle against Britain. On 16 December Warlimont submitted the revised draft of the directive to Jodl who was to present it to Hitler the next day. During their conference Jodl and Warlimont discussed the dangers of a two-front war and the serious POL problems it would involve.

On 17 December Jodl presented the draft of Directive No. 21 to Hitler who made some basic changes with regard to the mission of the

two army groups that were to be committed north of the Pripyat Marshes. First priority was to be given to the capture of Leningrad and Kronshtadt and to the destruction of the enemy forces in the Baltic States. The advance on Moscow would not be resumed until these objectives had been attained. Only if Russia's military machine collapsed earlier than anticipated would Army Group Center be permitted to drive simultaneously on Leningrad and Moscow.

After the necessary changes had been incorporated in the directive it was signed by Hitler on 18 December and distributed to the services under the new cover name Operation BARBAROSSA. The directive read as follows:

Directive No. 21

Operation BARBAROSSA

18 December 1940

The German Armed Forces must make preparations to crush *Soviet Russia* in a lightning campaign, even before the termination of hostilities with Great Britain (Operation BARBAROSSA).

For this purpose the *Army* will commit all available forces except those needed to safeguard the occupied territories against surprise attacks.

The *Air Force* will earmark sufficient forces in support of the ground operations to guarantee the rapid conclusion of this campaign and to minimize any potential damage eastern Germany might suffer through enemy air attacks. The concentration of air power in the East is, however, subject to certain limitations. First, all German-held military bases and war production centers must be adequately protected against enemy air raids. Second, the air offensive against Great Britain and against its life lines in particular must not be slowed down.

The *Navy* will continue to focus its attention on *Great Britain* while the campaign against *Russia* takes place.

In due time, i. e., at least eight weeks before the intended start of the operation, I shall issue a directive for the strategic concentration against Soviet *Russia*.

Any preparations which require more time and are not already under way will be initiated immediately and brought to a conclusion before 15 May 1941.

It is absolutely essential that the preparations for the attack remain unobserved.

The operational planning of the individual services should be based on the following premises:

I. Overall Plan

During the initial phase the bulk of the Russian *Army* stationed in western *Russia* is to be destroyed in a series of daring operations spearheaded by armored thrusts. The organized withdrawal of intact units into the vastness of interior *Russia* must be prevented.

During the next phase a fast pursuit will be launched up to a line from which the Russian air force will be incapable of attacking German territory. The ultimate objective of the operation is to screen European against Asiatic *Russia* along the course of the Volga and thence along a general line extending northward toward Archangel. Thus, if necessary, the German Air Force would be in a position to neutralize the last industrial region remaining in Russian hands, i. e. that situated in the Urals.

As a result of these ground operations the Russian *Baltic Fleet* will rapidly lose its bases and thus cease to be operational.

Any effective interference by the Russian *Air Force* will be eliminated by the delivery of decisive blows at the very beginning of the campaign.

II. *Prospective Allies and their Mission*

Romania's and Finland's active participation in the war against Soviet Russia is to be anticipated; they will provide contingents on either wing of our ground forces.

In due course the Armed Forces High Command will approach these two countries and make arrangements as to the manner in which their military contingents will be placed under German command at the time of their intervention.

Romania will employ elite forces to give at least initial support to the offensive launched by the German southern attack forces. In addition, Romania's mission will call for tying down enemy forces in the south, wherever no German units are committed, and lending assistance in maintaining the lines of communications.

Finland will cover the concentration of the German Force North (elements of Force XXI) which will be transferred from Norway, and the Finnish troops will operate in conjunction with this force. Moreover, Finland will have to neutralize Hanko.

It may be assumed that, by the start of the campaign at the latest, there will be a possibility of using the *Swedish* railroads and highways for the transfer of the German Force North.

III. *The Campaign Plans*

A. *Army* (in conformity with the plans submitted to me by the Army):

For the purpose of the campaign the theater of operations is divided into a southern and northern part by the Pripyat Marshes. The main effort is to be placed north of the Pripyat, where two army groups are to be committed.

Of these two army groups the one on the right will be provided with especially powerful motorized infantry and armored forces. Its mission will be to thrust from the area around, but especially north, of Warsaw and to shatter the enemy forces in White Russia. This preliminary operation will set the stage for a pivoting movement performed by strong motorized elements that will drive northward in order to annihilate the enemy forces in the Baltic area in conjunction with the northern army group which will be driving from East Prussia in the general direction of Leningrad. After this most urgent mission has been successfully accomplished, the cities of Leningrad and Kronshtadt must be captured. Only then will the offensive operations leading to the seizure of Moscow, the important communications and armament production center, be continued. Simultaneous drives toward both objectives might be envisaged only in the event of an unexpectedly rapid collapse of the Russian resistance.

During the Russian campaign, Force XXI will continue to consider the protection of Norway as its primary mission. Any excess forces available beyond the scope of this mission will be committed primarily in the north (mountain corps) to secure the Petsamo region and its ore mines as well as the highway connecting Petsamo with Oulu (Arctic Highway). Together with Finnish contingents these forces will subsequently thrust toward the Murmansk railway in an attempt to prevent supplies from reaching the Murmansk area by land.

Whether an operation by a stronger German force—consisting of two to three divisions which would jump off from the region around and south of

Rovaniemi—can be executed, will depend on Sweden's willingness to make its railroads available for such a concentration of German units.

The bulk of the Finnish Army will coordinate its operations with the advance of the German north wing. Its principal missions will be to tie down the maximum Russian forces by an attack west of or on both sides of Lake Ladoga and to seize Hanko.

The army group committed *south* of the Pripyat Marshes will also attempt a double envelopment. Strong forces concentrated on both wings are to achieve the complete annihilation of the Russian troops in the Ukraine west of the Dnepr. The *main attack* will be directed from the Lublin area toward Kiev, while the forces concentrated in Romania will cross the lower Pruth River and form the other arm of a wide envelopment. The Romanian Army will have the mission of tying down the Russian forces which are to be caught between the two pincers.

Once the battles south and north of the Pripyat Marshes have been brought to a successful conclusion, pursuits will be launched with the following objectives:

In the south the Donets Basin, highly important from a military-economic point of view, must be seized without delay.

In the north Moscow must be reached as soon as possible. The political and economic significance of capturing this city is tremendous. Moreover, German possession of Moscow will deprive the enemy of the most important railway hub.

B. Air Force:

Its mission will be to paralyze and eliminate the Russian air force, and to support the Army's operations at the points of main effort, particularly in the Army Group Center area and along the north wing of Army Group South. According to their significance for the course of the campaign, the Russian railways will be severed by air attacks. In some instances most important railroad installations (river crossings!) will be seized by vertical envelopments performed by parachute and airborne troops.

In order to concentrate the entire striking power of the German Air Force on neutralizing the enemy air force and on providing direct support for the Army, the Russian armament industry will not be attacked during the initial phase of the campaign. Once the war of movement has come to a conclusion, such attacks might be considered, particularly against the industrial region in the Urals.

C. Navy:

In addition to defending the German coast, the Navy will have the mission of preventing the enemy naval forces from forcing their way out of the Baltic Sea. Once the Leningrad area has been seized, the Russian Baltic Fleet will have been deprived of all its bases. Since its situation will then be altogether hopeless, major naval engagements prior to that time must be avoided.

After the Russian fleet has been eliminated, it will be important to establish full-scale maritime traffic in the Baltic, including the logistical support of ground forces in the northern part of the Russian theater (mine sweeping!).

IV. All orders issued by the commanders in chief of the services on the basis of this directive are to be formulated in such a manner that they leave no doubt on the *precautionary nature of these measures* which are prepared for the event that Russia should change her present attitude toward us. The number of officers to be informed during the preliminary stage must be kept to a minimum. Additional personnel will be initiated as late as feasible, and then only to the extent necessary for the performance of their individual duties. This will minimize the risk of serious political and military consequences that might

result from our preparations—for the implementation of which not even a deadline has been set—becoming known.

V. I request the commanders in chief of the services to report to me on their future plans which are to be based on this directive.

All services will submit to me progress reports on their projected preparations through the Armed Forces High Command.

ADOLF HITLER

The generally held opinion that the Russian campaign would be of short duration found its clearest expression in Section III *B* of Directive No. 21, pertaining to the Air Force. By giving the Luftwaffe primarily a ground-support mission and equipping it accordingly, Hitler and Goering expressed their belief that strategic bombing would be unnecessary. The Navy, however, did not anticipate the Russian campaign with so much optimism.

On 27 December Admiral Raeder tried once more to convince Hitler that Germany's most urgent task was to concentrate all its military power against Britain. That country was gaining strength as a result of the Italian reverses in the Mediterranean and the increasing support it received from the United States. On the other hand, Britain could be defeated if Germany turned its entire war potential to strengthening the Navy and Air Force. Any dissipation of strength would prolong the war and jeopardize the final success. In concluding, Raeder raised very strong objections against starting the Russian campaign before Britain was defeated.

In his reply Hitler agreed that greater stress would have to be placed on submarine construction. In general, however, he felt that the Soviet Union's expansionist policy in the Balkans made it mandatory that Germany eliminate its last opponent on the European continent before the final showdown with Britain. For this purpose, the Army would have to be built up first; as soon as the Russian campaign had been won, the needs of the Navy and Luftwaffe would have priority.

Chapter 2

Operational Planning

The Army's Operation Order (3 February 1941)

During January 1941 each army group was informed of its mission as stipulated in Directive No. 21 and ordered to carry out intracommand map maneuvers for the purpose of studying the operation plan in detail and examining the proposed courses of action. A number of command post exercises took place at each army group headquarters, and the ideas formulated on these occasions were discussed in great detail during meetings of Army High Command and army group representatives.

At a conference that took place in Berlin on 31 January, Field Marshal von Brauchitsch told the commanding generals of the army groups that his plans were based on the assumption that the Russians would give battle west of the Dnepr-Dvina line. Later on, when one of the army group commanders asked Halder whether this assumption was supported by facts, the latter replied: "It might easily turn out different."

Some of the ideas expressed during the exercises and meetings were incorporated into the operation order, which was the Army High Command's implementation of Directive No. 21. The order originated from the Operations Division and was eventually signed by Field Marshal von Brauchitsch after Hitler approved it on 3 February. In the introductory part of the order it was stated that preparations for defeating the Soviet Union in a lightning campaign had to be made in the event that the USSR should change its attitude toward Germany. For this purpose armored wedges would have to be driven deep into western Russia and the bulk of the Red Army would have to be destroyed before it had a chance to withdraw.

The Russians would probably try to stem the tide by defending prepared positions along the new and former borders as well as by holding the numerous river lines west of the Dnepr and Dvina Rivers. It was to be expected that the Soviet command would make a special effort to hold the Baltic States and the coastal provinces along the Black Sea as long as possible in order to keep important air and naval bases in its possession. If the battles southeast and northeast of the Pripyat Marshes took an unfavorable turn for the Russians, the next

attempt to stop the German offensives would probably be made along the Dnepr and Dvina.

After stating the overall mission of each army group, the order assigned the specific tasks as follows:

a. Army Group South. This army group was to assemble two strong attack forces, one along the Prut River in Romania, the other in the Lublin-Jaroslav area. [See map 3.] These two forces were to thrust in the direction of Kirovograd and Kiev respectively, and thus accomplish a double envelopment of Russian forces in the western Ukraine. The significance of Kiev as the capital of the Ukraine, the headquarters of one of the most important military districts of the Soviet Union and the site of vital bridges across the Dnepr, was unquestioned. Here, too, was the point from which, after the initial border engagements, Army Group South was to coordinate any further advance with the movements of Army Group Center.

The southern arm of the pincers was the Twelfth Army, consisting of German and Romanian divisions and including one motorized infantry and two armored divisions. It was to drive northeastward via Kirovograd toward the Dnepr. The connecting link between the two prongs was to be the relatively weak Seventeenth Army, which had no armored units. Since neutral Hungary's territory was not to be used, this army was to assemble southeast of Lublin and advance toward Vinnitsa and Berdichev, in order to pin down the front of the Russian forces that were threatened by a double envelopment.

Forming the northern arm of the pincer, Sixth Army was to assemble in the Lublin area together with First Panzer Group. These two forces were given the most important as well as the most difficult task within the Army Group South mission. They would have to carry the main effort and, in addition to breaking through to Kiev and participating in the encirclement of the Russian forces in the western Ukraine, Sixth Army would have to screen the army group's north flank along the Pripyat Marsh region. In its distribution of attack forces the Army High Command had not allocated any combat elements of this region on the assumption that it was unsuitable for major operations and could therefore simply be kept under observation. In view of the unsatisfactory manpower situation, the Army High Command preferred to save forces for employment in more important attack zones.

After Sixth Army and First Panzer Group had succeeded in breaking through the enemy front, the latter was to speed toward Zhitomir, establish bridgeheads on the east bank of the Dnepr at Kiev and below, wheel southeastward to hit the enemy flank and rear, and link up with Twelfth Army. Covering the left flank of the advancing armor along the Pripyat Marshes, Sixth Army was to follow the First Panzer Group as quickly as possible, first to Zhitomir and then to Kiev.

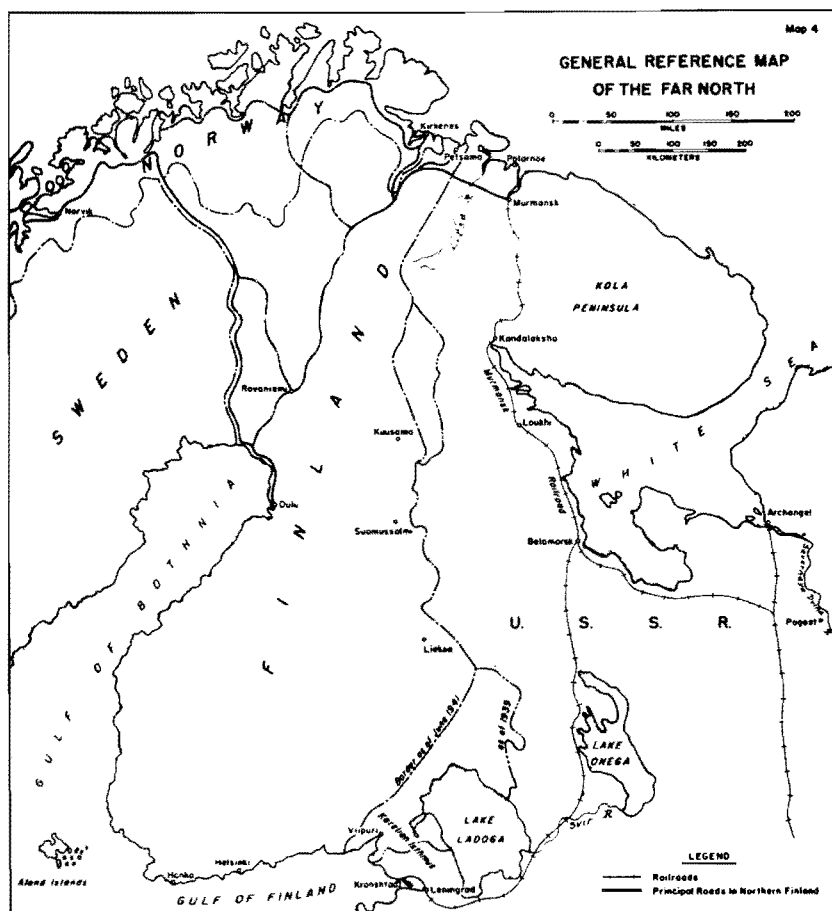
During its direct thrust across the territory west of the Dnepr, Sixth Army was to earmark strong forces for a sudden southeastward diversion.

b. Army Group Center. In the Army Group Center area immediately north of the Pripyat, the Russian salient west of Bialystok offered the possibility for a double envelopment. In this area the principal objective of rapidly destroying major Russian forces seemed more easily attainable than in the area of Army Group South. Exceedingly strong forces were to be massed on both extremities of the army group front while relatively weak ones were to be employed in the center. On the right, Fourth Army, including Second Panzer Group, was to advance along the main highway Baranovichi-Minsk-Orsha, while on the left, Ninth Army, including Third Panzer Group, was to jump off from Suwalki and drive toward Molodechno and Orsha. The objective of these two forces was the encirclement and destruction of all Russian forces between the border and Minsk. Second and Third Panzer Groups were then to move on Smolensk from the southwest and from the northwest respectively, thus preventing a reorganization of enemy forces along the upper Dnepr and Dvina Rivers. Fourth Army was to follow Second Panzer Group, advancing via Bobruysk and Borisov to Mogilev and the area north of that town. At the same time Ninth Army, taking advantage of the Third Panzer Group thrust, was to gain the Dvina at Polotsk and farther upstream.

c. Army Group North. The topography of the Baltic States favored the massing of power on the right of Army Group North. A powerful drive emanating from central East Prussia and directed via Kovno and Dvinsk into the area south of Pskov would cut off the Russian troops stationed in the Baltic States and squeeze them against the Baltic. Moreover, by establishing themselves in the vicinity of Lake Ilmen the German units would be in a favorable position for continuing their advance on Leningrad. The possibility that Army Group Center would support Army Group North was anticipated but was to be made contingent upon Army High Command approval.

At the outset of the operation Fourth Panzer Group, in conjunction with Sixteenth and Eighteenth Armies, was to break through the Russian border defenses in the area bordering on the Gumbinnen-Kovno highway. The armored units were to precede the infantry elements and cross the Dvina at Dvinsk and farther downstream. Their objective was to proceed to the area south of Pskov as quickly as possible, so that they could continue their drive to the north or the northeast in accordance with the overall situation.

After breaking through the Russian border positions, Sixteenth Army was to strengthen its right and follow Fourth Panzer via Dvinsk in the direction of Pskov.



Map 4. General reference map of the Far North.

Eighteenth Army was to mass its forces along and east of the Tilsit-Riga highway, break through the Russian lines, cross the Dvina in the vicinity of Yekabpils, and destroy the encircled Red Army forces southwest of Riga. By quickly driving on to Pskov, the army was to prevent the withdrawal of Russian forces from the area southwest of Lake Peipus and set the stage for a subsequent seizure of Estonia and the islands of Hiiumaa and Saaremaa.

At the beginning of the operation the Army High Command reserves were to be moved up to the areas west of Jaroslav and east of Warsaw, where relatively strong forces were to be assembled, and to the Lublin and East Prussian border areas, where weaker groups were to be stationed.

d. Far North. Finland was to coordinate its offensive across the southeastern border with the Army High Command. The Finnish

forces could attack either to the east or to the west of Lake Ladoga, and they were to time their offensive to coincide with Army Group North's crossing of the Dvina River.

The Army of Norway was given a defensive and an offensive mission [See map 4.] :

1. To protect Norway against any landing attempt by the British, and, in particular, to strengthen the defense forces in the Kirkenes-Narvik area.

2. To seize the Petsamo area in Finland in order to secure the nickel mines and to bear down upon the Russian port of Murmansk with the intention of seizing it as soon as the overall situation would make sufficient troops available for this mission.

On 2 February Hitler received Field Marshal Fedor von Bock, the commanding general of Army Group Center, with whom he discussed the plans for Operation BARBAROSSA. Bock expressed his belief that the Germans would be able to defeat the Russians, if the latter chose to give battle. He was wondering, however, how they could be forced to make peace. The Fuehrer replied that the German Army's seizure of the Ukraine and capture of Moscow and Leningrad would surely compel the Russians to come to terms. If, however, the Soviets refused to abandon the struggle even then, German motorized forces would have to advance as far as the Urals. He added: "In any event, I am happy that our war production is equal to any demand. We have such an abundance of materiel that we had to reconvert some of our war plants. The armed forces now have more trained manpower than at the beginning of the war, and our economy is in excellent condition." He rejected any possibility of conciliation by exclaiming: "I shall fight!"

At a conference the next day, when the campaign in the Balkans and the Army's operation order were being discussed, General Halder estimated that 100 infantry, 25 cavalry, and 30 mechanized Russian divisions would oppose the German invasion. The average Russian infantry division had direct armored support, but the tanks were of poor quality. In mechanized divisions the Red Army had quantitative superiority, the German Army qualitative. The Russian artillery, though numerically strong, was considered relatively ineffective. Among Russian leaders only Timoshenko was outstanding. But, on the other hand, the Soviet plans were unknown. Near the border were massed strong Red Army forces whose voluntary withdrawal would be limited if the Soviets wanted to keep the Baltic States and the Ukraine in their possession. And the Russians were constructing fortifications, particularly along the northern and southern sectors of the border.

Halder then summarized the instructions issued to the three army groups in the operation order. He added that Army Groups Center

and North would jump off with 50 infantry, 9 motorized infantry, and 13 armored divisions, or a total of 72 divisions. Army Group South would have 30 infantry, 3 motorized infantry, and 5 armored divisions, or 38 divisions altogether. Most of the Army High Command reserves would be stationed in the northern part of the theater. Six armored divisions, which were to take part in the campaign in the Balkans, would be transferred to the Russian theater, provided the situation in the Balkans and particularly Turkey's attitude permitted such action.

Hitler interrupted by stating that once the die was cast Turkey would not budge, and that no special protection would be needed in the Balkans. He added that he had no basic objection to the Army's operation plan as presented by Halder: the theater of operations was tremendous; major elements of the Red Army could be trapped only if a tight noose was thrown around them; and he did not expect the Soviets to abandon Leningrad and the Ukraine without a struggle. On the other hand, it was quite possible that, after suffering their initial defeats and having perceived the German objectives, the Russians might stage a large-scale withdrawal to a defense line. In this event the Baltic States and the Leningrad area would have to be seized first because possession of these areas would greatly improve the logistical situation for the continuation of operations. If the center of the line was left in place until the enveloping wings began to apply pressure, the enemy forces would be unable to escape by withdrawing into the depth of the theater.

Halder continued his report by stating that one and one-half divisions of the Army of Norway were to advance toward Petsamo, while a force of approximately equal size was to be moved to northern Finland via Sweden. These two forces were to protect northern Finland and isolate the Russians around Murmansk. The Finns intended to commit 4 corps in southern Finland: 5 divisions were to advance on Leningrad, 3 toward Lake Onega, and 2 on Hanko. They would need strong German support since 15 Russian divisions stood on the other side of the Russo-Finnish border and approximately 1 division was stationed in the Murmansk area.

After Hitler observed that a rapid advance from Romanian territory was essential for safeguarding the oil fields, Halder broached the subject of Hungary. If that nation did not take an active part in the campaign, it should at least permit the use of its territory for detrain-ing and staging purposes. Hitler felt that Hungary would consent to whatever Germany demanded, provided that proper compensation was offered. The necessary agreements would, however, have to be delayed until the last moment in order to maintain secrecy. Finland, Sweden, Hungary, and Slovakia were to be approached with regard to their

cooperation only after the German intentions could no longer be concealed. The political leaders of Romania, whose participation in the campaign was certain, were the only ones to whom the German plans could be revealed. In accordance with Hitler's previous instructions, the concentration of forces in the East would be dissimulated as a large-scale deception preparatory to launching the invasion of England.

Halder then discussed matters pertaining to the other services and logistical problems. Flak protection would have to be provided by both the Army and the Luftwaffe. The Navy would have to open supply routes via the Baltic ports as rapidly as possible. The initial transport burden would fall upon truck transportation since the Russian rail lines would have to be converted to normal gauge. It was intended to organize long-distance truck transportation units to haul supplies to distribution points in the field. All transportation matters would have to be coordinated with the Luftwaffe so that no motor vehicle would remain unused. Even then, supply bases were being established in former eastern Poland, and similar installations were to be set up in Romania.

Halder also explained the plans for the strategic concentration of forces. The first echelon was then being moved into the theater. The second echelon was scheduled to begin its movement in mid-March, and these very substantial forces would be concentrated in rear areas away from the border. At the beginning of April Hungary would have to be approached regarding the transit of troops. The third echelon was to begin its movement in mid-April; from then on concealment would become difficult. The transfer of the fourth echelon was foreseen for the period from 25 April to 15 May.

Hitler approved the order as indicated, adding that "the world will hold its breath at the launching of Operation BARBAROSSA."

Initiation of Subordinate Staffs (February–March 1941)

Upon receiving the operation order from the Army High Command, the army group headquarters held map exercises and briefed the army and panzer group headquarters under their commands on their missions. Command post exercises were conducted at army and panzer group level, and special logistical problems were examined. The ideas expressed during these various exercises were incorporated into the drafts of the operation orders drawn up by each army group headquarters. Prior to being issued, these orders were submitted to the Army High Command for final approval.

A little later, corps and division headquarters were briefed on their missions. They then reexamined the tentative operation plans and orders and initiated personnel under their commands, using command post and map exercises for this purpose. The final step in this process

of initiation, which actually did not take place until May or June, was to acquaint the lowest-echelon commanders with their future mission and to study the peculiarities of the terrain across which the initial attacks would have to be launched.

On 5 February for instance, General der Infanterie (Lt. Gen.) Georg von Sodenstern, Chief of Staff, Army Group South, conducted a command post exercise in which the operation plan, so far as it pertained to his army group, was put to the test. The participants were the chiefs of staff and operations officers of the armies and corps assigned to Army Group South. The outcome of the exercise revealed the difficulty of effecting an envelopment east of the Dnepr because the Russian forces remaining in the Pripyat area could easily interfere with the progress of the northern arm of the pincers. Another lesson learned was that a number of faulty assembly movements would impede the execution of the initial maneuvers. The necessary changes in the plans were made on the spot. General Halder, who attended the exercise, expressed his satisfaction with the excellent presentation and fruitful discussion.

At this time the question of infantry-armor cooperation during the initial breakthrough was also the subject of particular attention. It was resolved by the decision of the Army High Command to place one infantry corps under the operational control of each panzer group during the initial assault phase. The infantry's mission was to open gaps for the armored forces which would emerge suddenly, thus achieving complete surprise. An additional advantage was that the armored units would thus be able to keep their full striking power for thrusting deep into the Russian theater. As soon as the panzer groups had advanced sufficiently, the infantry corps would revert to the control of their respective armies.

In February General Jodl and his associates in the Armed Forces High Command prepared propaganda material for the invasion, drafted special regulations pertaining to the administration of occupied Russian territories, drew up plans for military cooperation with those nations which had expressed their willingness to join Germany against the Soviet Union, and coordinated functions pertaining to two or more of the armed services. On 20 February Goering formed a small Luftwaffe planning staff and set it up under his own supervision near Berlin.

At the beginning of March logistical exercises took place at Army High Command headquarters, and Army Group South held a supply and administration game based on the lessons learned during Sodenstern's command post exercise of the preceding month. During the following weeks the Armed Forces and Army High Commands issued a series of directives and regulations pertaining mainly to supply and administration.

Changes in Plans (March–April 1941)

Army Group South

On 18 March Hitler decided that Sixth Army was to carry out the main thrust of Army Group South. The plan for a Twelfth Army advance from Moldavia toward the northeast was abandoned. The German and Romanian units assembling along the Pruth were to tie down the opposing forces and pursue them only in the event that they should withdraw. This change in plan had to be made because Hitler contended that the Dnestr was a formidable obstacle that could not be surmounted by a frontal attack without considerable delay. According to the new plan the powerful left of Army Group South was to punch its way to the Kiev area and approach the Dnestr line from the rear. The forces assembled in Moldavia would have to be sufficiently strong to prevent a Russian penetration into Romania, but this danger did not seem acute since Brauchitsch had expressed the opinion that the Russians would not attack Romania unless they were attacked from Romanian territory. According to Hitler, Hungary was to take no part in Operation BARBAROSSA, and Slovakia was to assist only in the concentration and supply of German troops.

The Yugoslav *coup d'état* on 26 March induced Hitler to expand the operations in the Balkans by attacking Yugoslavia in addition to Greece. The greater scope of the campaign in the Balkans necessitated that an army headquarters assume control of the occupied territories after the end of hostilities. Twelfth Army, which was in charge of the operations against Greece, was selected for this role, and Eleventh Army was designated as substitute headquarters for the forces assembled in Moldavia.

On 30 March 1941 the army group and army commanders reported to Hitler. During this conference the mission of Eleventh Army was discussed, and Hitler ordered the army forces divided into three separate groups, capable of backing up the Romanian divisions in case of need. Since Eleventh Army had thus been given a defensive mission, the motorized forces originally earmarked for that area were transferred to First Panzer Group. The encirclement of the Russian forces in the western Ukraine was to be effected by a single envelopment from the north, during which the armored forces were to thrust to the Dnepr at and south of Kiev, bear southeastward, and follow the bend of the river to its mouth, thus preventing the Russian forces in the western Ukraine from withdrawing across the river.

As a result of the foregoing changes, Directive No. 21 had meanwhile been amended as follows:

Section II, paragraph 3: In conjunction with the German troops assembled on Romanian territory, Romanian troops will tie down the enemy forces oppo-

site their borders and will also lend assistance in maintaining the lines of communications.

Section III, A., paragraph 6: The army group committed south of the Pripyat Marshes will concentrate its main-effort forces in and to the south of the Lublin area for an attack in the general direction of Kiev. From there strong armored forces will thrust deep into enemy territory and envelop the Russian forces by following the course of the lower Dnepr.

The mixed German-Romanian force in the south will have two missions:

1. To secure Romania as a base and thus guarantee the continuity of operations in the southern part of the theater; and
2. To tie down the opposing enemy forces during the advance of the army group's north wing. In accordance with developments in the situation, the mixed force—supported by Air Force contingents—will launch a pursuit to prevent the Soviets from making an organized withdrawal across the Dnepr.

The corresponding changes were also incorporated into the Army's operation order. [See *map 5*.] Army Group South was no longer to concentrate its strength on both its wings; instead, it was to strengthen its left so that mobile forces could pace the drive on Kiev, where they were to bear southeastward and destroy—or at least cut off—all enemy forces still in the western Ukraine.

The missions of the individual armies were changed as follows:

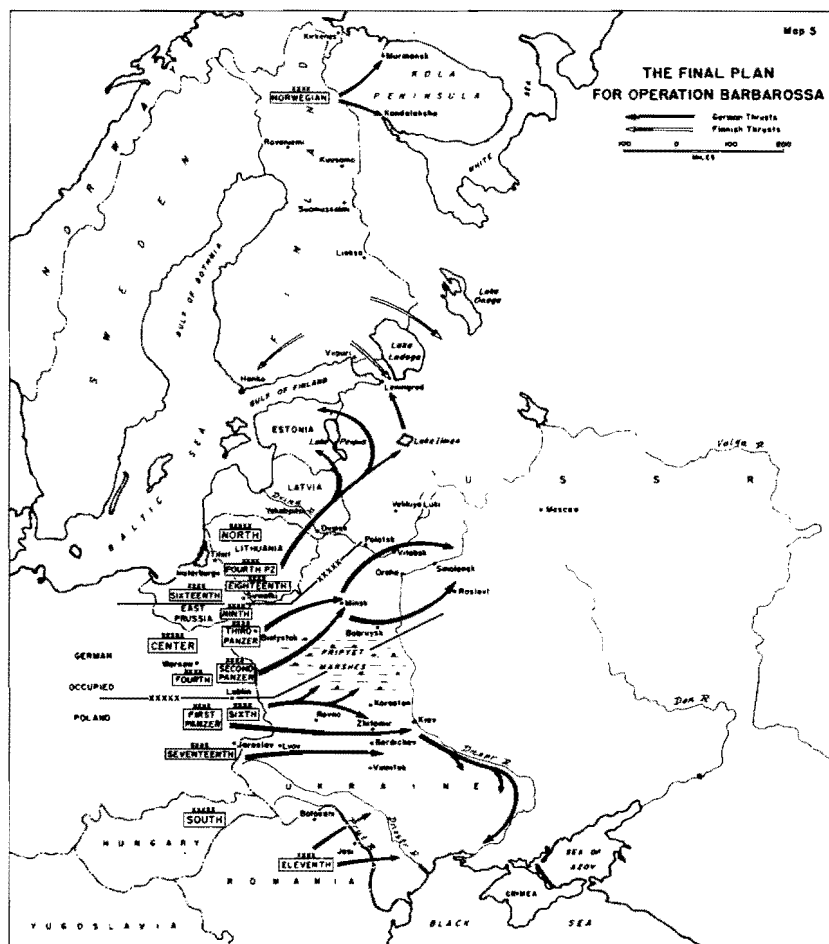
Eleventh Army was to protect Romania against an invasion by Russian troops, tie down the forces opposite the Romanian border by tricking the enemy into believing that major forces were being assembled, and eventually launch a pursuit to prevent the Russians from making an organized withdrawal.

Seventeenth Army was to jab with its powerful left, push back the enemy southeastward, and pursue him via Vinnitsa and Berdichev.

First Panzer Group was to thrust via Berdichev and Zhitomir toward the Dnepr River at Kiev, and then immediately continue its southeastward drive in order to block the Russian routes of withdrawal.

Sixth Army was to screen the north flank of the army group along the Pripyat Marshes and follow First Panzer Group closely up to Zhitomir. Upon receiving specific orders from army group, Sixth Army was to shift strong forces southeastward along the west bank of the Dnepr and join First Panzer Group in the destruction of the Russian forces fighting in the western Ukraine.

The difficulties of such an operation, hinging on a single envelopment, were fully realized by the Army High Command. Its success depended essentially upon whether the Russian leaders would react swiftly to the situation. If they recognized the danger in time, major Russian forces would probably get across the Dnepr River—or at least those opposite the Romanian border. The outcome of the offensive in the south therefore seemed doubtful from the outset.



Map 5. The final plan for Operation BARBAROSSA.

Far North

In the far north Hitler wanted to close in on Murmansk and seize that port, if sufficient attack forces could be made available. The Russians would thus be unable to use Murmansk as a base for attacks against northern Finland and Norway, and British landings along the Kola Peninsula would not materialize. Another drive in the direction of Kandalaksha was planned in order to cut the lines of communications of the Russian troops stationed near Murmansk. Thus, two thrusts were to be staged in northern Finland in addition to the three in the southern part of that country: across the Karelian Isthmus, east of Lake Ladoga, and at Hanko. Initially, it was intended that the two German forces operating in northern Finland would be

under the overall command of Field Marshal Carl Gustav Mannerheim, Commander in Chief, Finnish Armed Forces. When the latter refused to assume this additional responsibility, the German Army of Norway was put in charge of the northern and central Finnish theaters of operation. The Finnish Armed Forces Command was to exercise independent command authority over operations in southern Finland.

Delay in the Start

At the beginning of April, immediately after the start of the campaigns in the Balkans, the invasion of Russia was postponed by 4 to 6 weeks. On 30 April Hitler decided that the new D Day was to be 22 June. [See DA Pam 20-260, *The German Campaigns in the Balkans* (Spring 1941), pt. Five.]

The fighting in the Balkans ended with the withdrawal of the British at the end of April. During the second half of that month most of the German divisions engaged in the Balkans were being redeployed for rehabilitation so that they would be available for Operation BARBAROSSA. It was anticipated that, despite the planned invasion of Crete, all ground and air forces earmarked for the strategic concentration preceding the Russian campaign would be ready to jump off, with the possible exception of two panzer divisions that had advanced all the way to southern Greece.

The Draft of Directive No. 32 (11 June 1941)

Throughout this period of intensive planning and preparations Hitler and his military advisers believed in all seriousness that Germany could defeat the Soviet Union within 3 to 4 months. The Russo-Japanese pact of neutrality, concluded on 13 April, did not change any of the German dispositions. On the contrary, so convinced was Hitler of his future success that he made far-reaching adventurous plans even before the start of the Russian campaign. As early as 17 February 1941 he had asked Jodl to draw up a plan for the invasion of India from Afghan territory in order to permit closer German-Japanese cooperation. These and similar ideas met with no objection from the Army. But on 4 June 1941 the latter requested the Armed Forces Operations Staff to state which operations were to be conducted after the defeat of the Russian armed forces. Directive No. 32, "Preparations for the Period after BARBAROSSA" was drafted on 11 June and circulated among the three services for comments. It envisaged the following operations for the future:

- a. Seizure of British strongholds in the Mediterranean and the Near East by concentric drives from Libya toward Egypt, from Bulgaria across Turkey, and possibly from the Caucasus across Iran;

b. Seizure of Gibraltar, and the closing of the gate to the western Mediterranean; and

c. Intensification of the siege of Britain and eventually a landing on the British Isles for the *coup de grâce*.

Strategic Concentration (21 June 1941)

The Army High Command had 145 divisions—including 19 armored—available for the invasion of Russia. These divisions were distributed among the individual army groups and armies in conformity with their mission and with a view to rail transport facilities. [See *chart 2*.] The distribution was as follows:

a. *Army Group South* (Field Marshal Gerd von Rundstedt).

1. Eleventh Army: 7 German and 14 Romanian infantry divisions in northeastern Romania.
2. Seventeenth Army: 7 infantry, 4 mountain and/or light infantry, and 2 security divisions west of Jaroslav.
3. Sixth Army, including First Panzer Group: 11 infantry, 1 security, 3 motorized infantry, and 5 armored divisions south-east of Lublin.
4. Army group reserves: 1 infantry and 2 mountain and/or light infantry divisions.

The total strength of Army Group South was 5 armored, 3 motorized infantry, 26 infantry, 6 mountain and/or light infantry, and 3 security divisions, for a grand total of 43 German plus 14 Romanian divisions. After the start of the invasion Army Group South was reinforced by a gradually increasing number of Italian, Hungarian, and Slovak units.

b. *Army Group Center* (Field Marshal Fedor von Bock).

- (1) Fourth Army, including Second Panzer Group: 5 armored, 4 motorized infantry, 18 infantry, 1 cavalry, and 2 security divisions northeast and east of Warsaw.
- (2) Ninth Army, including Third Panzer Group: 4 armored, 3 motorized infantry, 1 security, and 12 infantry divisions in and south of the Suwalki area.
- (3) Army group reserves: 1 infantry division.

The total strength of Army Group Center was 9 armored, 7 motorized infantry, 31 infantry, 1 cavalry, and 3 security divisions, for a grand total of 51 divisions.

c. *Army Group North* (Field Marshal Wilhelm von Leeb).

- (1) Sixteenth Army: 10 infantry and 2 security divisions east of Insterburg.
- (2) Eighteenth Army, including Fourth Panzer Group: 3 armored, 3 motorized infantry, 1 security, and 10 infantry divisions north, south, and east of Tilsit.

Chart 2. Order of Battle on 21 June 1941

Army groups	Subordinate panzer groups and armies	Assembly areas	Planned direction of attack
<i>North:</i> Field Marshal Wilhelm von Leeb (Attached: First Air Force: General Alfred Keller)	Eighteenth Army: General Georg von Kuechler	North of Tilsit.....	Estonia
	Fourth Panzer Group: General Erich Hoepner	South and East of Tilsit.....	Thrust toward Leningrad
	Sixteenth Army: General Ernst Busch	East of Insterburg.....	Leningrad via Lovat to follow Fourth Panzer Group
<i>Center:</i> Field Marshal Fedor von Bock (Attached: Second Air Force: Field Marshal Albert Kesselring)	Third Panzer Group: General Hermann Hoth	North and East of Suwalki...	Northern arm of pincers
	Ninth Army: General Adolf Strauss	Southeast and Southwest of Suwalki	Polotsk, Vitebsk
	Fourth Army: Field Marshal Guenther von Kluge	Northeast and East of Warsaw	Mogilev area, to follow Second Panzer Group
<i>South:</i> Field Marshal Gerd von Rundstedt (Attached: Fourth Air Force: General Alexander Loehr)	Second Panzer Group: General Heinz Guderian	Southeast of Warsaw.....	Southern arm of pincers
	First Panzer Group: General Ewald von Kleist	Southeast of Lublin.....	Enveloping maneuver toward Kiev
	Sixth Army: Field Marshal Walter von Reichenau	Southeast of Lublin.....	North of Kiev, to follow First Panzer Group
	Seventeenth Army: General Karl Heinrich von Stuelpnagel	West of Jaroslav.....	Vinnitsa
	Eleventh Army: General Eugen von Schobert	East and Southeast of Botosani	Lower Dnepr

(3) Army Group reserves: 1 infantry division.

The total strength of Army Group North was 3 armored, 3 motorized infantry, 21 infantry, and 3 security divisions, for a grand total of 30 divisions.

d. Army High Command Reserves (as of D Day).

(1) In transit and assigned to:

Army Group South—4 infantry divisions, Army Group Center—6 infantry divisions, and Army Group North—2 infantry divisions.

(2) In transit and unassigned: 2 armored, 1 motorized infantry, 9 infantry divisions.

The total Army High Command reserves were 2 armored, 1 motorized infantry, and 21 infantry divisions, for a grand total of 24 divisions.

e. In Finland.

(1) Finnish Army High Command.

a. Karelian Isthmus forces: 7 divisions west of Viipuri.

b. Karelian Army: 5 divisions, 1 cavalry and 2 light infantry brigades in the area northeast of Lake Ladoga.

c. Other forces: 1 division in the Lieksa area, 1 division blocking Hanko, 1 German division as reserve.

(2) German Army of Norway.

a. Finnish III Corps: 2 Finnish divisions in the Suomussalmi-Kuusamo area.

b. German XXXVI Corps: 1 Finnish and 1½ German divisions in the area east of Rovaniemi.

c. German Mountain Corps Norway: 2 German mountain divisions in the Kirkenes area.

f. In Norway. 5 infantry and 2 security divisions on occupation duty and guarding coastal areas.

Air Support

Each army group was to be supported by one air force, so that the Fourth, Second, and First Air Forces were to operate in conjunction with Army Group South, Center, and North respectively. Second Air Force was the strongest, whereas First Air Force actually consisted of only one corps. This deficiency was partly compensated for by committing the Fifth Air Force in the far north, where the Luftwaffe contingents were given the threefold mission of guarding the Norwegian coastal waters, striking at the naval base of Murmansk and the convoys heading for that port, and supporting the Army of Norway's operations in northern Finland.

Luftwaffe Strength Figures (20 June 1941)

Unit	Total	Bombers and dive bombers	Fighter planes	Reconnais- sance planes
Totals.....	2, 000	1, 160	720	120
Fourth Air Force (A Gp South).....	600	360	210	30
Second Air Force (A Gp Center).....	910	490	390	30
First Air Force (A Gp North).....	430	270	110	50
Fifth Air Force (Finland).....	60	40	10	10

Other Factors

Perhaps the most striking feature of the distribution of forces for the invasion of Russia was the small number of reserve divisions assigned to the army groups. The Army High Command, however, was in a quandary: the reserve divisions could either be assigned to the Army groups, leaving hardly any strategic reserves, or the Army High Command could retain them under its control. The latter solution was given preference because it offered Hitler a possibility of exercising closer control over the course of operations. In view of the 900-mile width of the attack front, the total reserves were too small to give a safe margin of depth to the strategic concentration and the invasion proper.

The main attack groupings were in the Sixth, Fourth, and Ninth Army areas where, within narrow zones of action, deeply echeloned wedges were to be driven across enemy lines. By contrast, the Carpathian border and the central sector of the Bialystok salient were screened by only weak security units.

The strategic concentration of forces was carried out over a period of several weeks. The rate of troop transfers, moderate in order to maintain secrecy, was not stepped up until the final phase. Most of the divisions of Eleventh Army moved up from Greece, covering up to 500 miles on foot and arriving just before D Day. The initial concentration of forces took place away from the border. From the assembly areas most of the troops reached their jump off positions in a few night marches.

German Army Personnel and Equipment Assembled for the Invasion of Russia (20 June 1941)

Officer and Enlisted Personnel.....	3, 050, 000
Horses.....	625, 000
Motor Vehicles (incl. armd. recon. cars).....	600, 000
Tanks.....	3, 350
Artillery Pieces.....	7, 184

Estimate of Soviet Strength (June 1941)

Sources of Information

Radio intercepts were the only reliable source of intelligence available to the Germans before the outbreak of hostilities. Intercept stations had been set up in Bulgaria, Romania, Hungary, Bohemia, Moravia, western Poland, East Prussia, and Finland. Because of insufficient personnel and inadequate equipment these stations did not reach very deeply into the interior of the Soviet Union, their range being limited to the territories west of the Desna and Dnepr, the Baltic States, and some of the border area near the Finnish frontier.

Reports from agents in Finland and Turkey proved valuable in tracing Russian troops movements.

Reconnaissance missions were flown by special high-altitude, long-range planes from bases in the Balkans, western Poland, and East Prussia. The picture obtained by air reconnaissance remained incomplete because of strong Soviet protests against such Luftwaffe activities.

Estimate of Red Army Dispositions

	Total Army Strength	Western Border Regions	Rest of European Russia	Far East
Infantry Divisions.....	170	118	27	25
Cavalry Divisions.....	33½	20	5½	8
Motorized and Armored Brigades.....	46	40	1	5

[For the distribution of the Red Army forces in the western border regions, see *map 6*.]

Estimate of Soviet Air Force Strength

The total strength of the Soviet Air Force was estimated at 8,000 planes, 6,000 of which were in Europe and the rest in Asia. The composition of the air forces in Europe was believed to be as follows:

800 obsolete close reconnaissance planes.

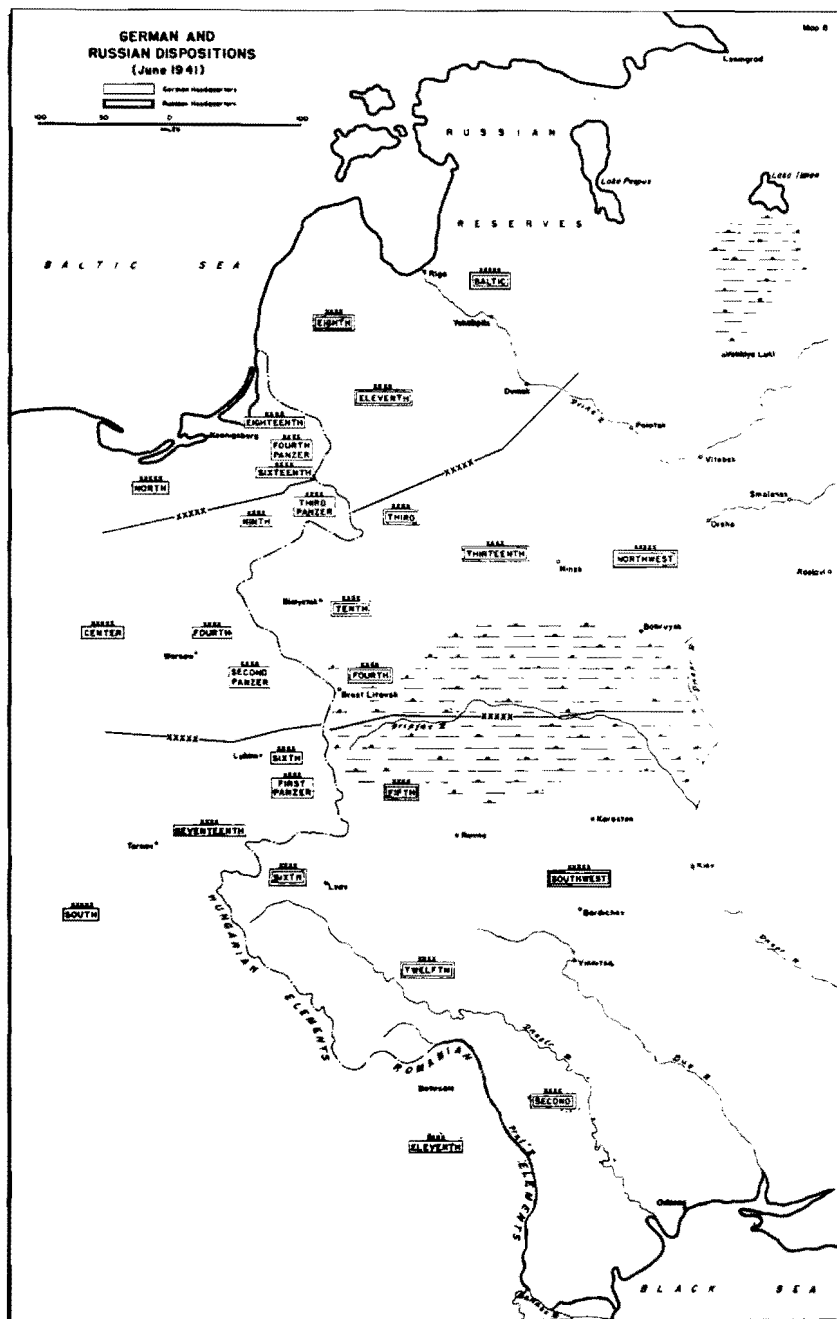
2,000 fighters, including 250-300 modern planes.

1,800 bombers, including approximately 800 up-to-date planes.

700 fighter-bombers, consisting of Stormoviks and obsolete planes.

700 naval planes of obsolete designs.

In the spring of 1941 a few Luftwaffe experts received permission to visit some airplane factories in the Urals. They saw six plants and reported that a large-scale aircraft production program was under way. These reports—just like all other warnings—were not heeded: Operation BARBAROSSA started according to plan.



Map 6. German and Russian dispositions (June 1941).