

# **Tactical Success, Operational Failure**

**The German *XLVIII Panzerkorps* Counterattack Southwest of Kiev, November 1943.**

## **Succès tactique, échec opérationnel :**

**La contre-attaque du *XLVIII Panzerkorps* allemand au sud-ouest de Kiev, novembre 1943.**

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By

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## DEDICATION

Dedicated to the memory of Tamara Kochergina.

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My sincerest gratitude goes to Dr. Arthur Gullachsen, whose guidance and support throughout this project was indispensable. I am grateful to the administrators and faculty of the Royal Military College of Canada's War Studies Program and History Department, who taught me so much about academia and stoked the fires of passion for these subjects within me. I am also grateful for the love and support of my family, friends, and colleagues. You mean more to me than you may ever know.

## ABSTRACT

This study analyzes a counterattack conducted by the German *XLVIII Panzerkorps* (Forty-Eighth Tank Corps) southwest of Kiev in November 1943 and demonstrates the causes of its initial battlefield success at the tactical level of war, followed by its eventual defeat at both the tactical and operational levels. The existing English-language literature of this event is extremely limited, and descriptions of the fighting within postwar German and Soviet memoirs are replete with factual errors and self-serving explanations for its failure. To supplement the historiography of this period of the Eastern Front of the Second World War, much of which is focused on the strategic and operational levels of war, this study examines one small part of the fighting and illuminates how combat at the operational and tactical levels occurred in Soviet Ukraine in November 1943.

This thesis relies on German archival materials supplemented by a 1946 study produced by the Soviet Red Army General Staff to produce its conclusions. Other sources include secondary works that provide background details on the German and Soviet armies, and several memoirs from those who participated in the events. By consulting and critiquing all available sources to obtain an objective account of the fighting, this study demonstrates that the cause of the *XLVIII Panzerkorps* counterattack's failure was the Red Army's operational level regroupings to reinforce threatened sectors of the frontline, which applied pressure on the *Panzerkorps*' flanks. In turn, the Red Army's tactical-level commanders constructed formidable defensive positions that eroded the combat power of the *Panzerkorps*' subordinate *Panzer* (tank) divisions, thus forcing it to end its attempt to recapture Kiev.

## RESUME

Cette étude analyse une contre-attaque menée par le XLVIII Panzerkorps (quarante-huitième corps de chars) allemand au sud-ouest de Kiev en novembre 1943 et démontre les causes de son succès initial sur le champ de bataille au niveau tactique de la guerre, suivi de sa défaite finale aux niveaux tactique et opérationnel. La littérature anglophone existante sur cet événement est extrêmement limitée, et les descriptions des combats dans les mémoires allemands et soviétiques d'après-guerre sont truffées d'erreurs factuelles et d'explications égocentriques de son échec. Pour compléter l'historiographie de cette période du front oriental de la Seconde Guerre mondiale, dont une grande partie se concentre sur les niveaux stratégique et opérationnel de la guerre, cette étude examine une petite partie des combats et éclaire la façon dont les combats aux niveaux opérationnel et tactique se sont déroulés en Ukraine soviétique en novembre 1943.

Cette thèse s'appuie sur des documents d'archives allemands complétés par une étude réalisée en 1946 par l'état-major général de l'Armée rouge soviétique pour parvenir à ses conclusions. D'autres sources comprennent des ouvrages secondaires qui fournissent des détails sur les armées allemandes et soviétiques, et plusieurs mémoires de ceux qui ont participé aux événements. En consultant et en critiquant toutes les sources disponibles afin d'obtenir un compte rendu objectif des combats, cette étude démontre que l'échec de la contre-attaque du XLVIIIe Panzerkorps est dû aux regroupements de l'Armée rouge au niveau opérationnel afin de renforcer les secteurs menacés de la ligne de front, ce qui a exercé une pression sur les flancs du Panzerkorps. À leur tour, les commandants de niveau tactique de l'Armée rouge ont construit de formidables positions défensives qui ont érodé la puissance de combat des divisions de chars (Panzer) subordonnées au Panzerkorps, l'obligeant ainsi à mettre un terme à sa tentative de reprise de Kiev.

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COMPARATIVE RANK TABLE AND ABBREVIATIONS<sup>1</sup>

| <b><i>Heer</i> (abbreviation)</b>               | <b><i>Waffen-SS</i> (abbreviation)</b>                                  | <b>U.S. Army</b>    | <b>Red Army</b>             |
|---|---|---------------------|-----------------------------|
| <i>Generalfeldmarschall</i> (G.F.M.)            | NIL   | General of the Army | Marshal of the Soviet Union |
| <i>Generaloberst</i> (Gen.O.)                   | <i>SS-Obergruppenführer und Generaloberst der Waffen-SS</i> (Obstgruf.) | General             | Army General                |
| <i>General der Panzertruppen</i> (Gen.d.Pz.Tr.) | <i>SS-Obergruppenführer und General der Waffen-SS</i> (Ogruf.)          | Lieutenant General  | Colonel General             |
| <i>Generalleutnant</i> (Gen.Lt.)                | <i>SS-Gruppenführer und Generalleutnant der Waffen-SS</i> (Gruf.)       | Major General       | Lieutenant General          |
| <i>Generalmajor</i> (Gen.Maj.)                  | <i>SS-Brigadeführer und Generalmajor der Waffen-SS</i> (Brig.Fhr.)      | Brigadier General   | Major General               |
| <i>Oberst</i> (N/A)                             | <i>SS-Oberführer</i> (Obf.)   | Senior Colonel      | (No Equivalent)             |
| <i>Oberst</i> (O.)                              | <i>SS-Standartenführer</i> (Staf.)                                      | Colonel             | Colonel                     |
| <i>Oberstleutnant</i> (Oberstlt.)               | <i>SS-Obersturmbannführer</i> (Ostubaf.)                                | Lieutenant Colonel  | Lieutenant Colonel          |
| <i>Major</i> (Maj.)                             | <i>SS-Sturmbannführer</i> (Stubaf.)                                     | Major               | Major                       |

<sup>1</sup> Douglas Nash, *From the Realm of a Dying Sun: Volume II* (Havertown: Casemate Publishers, 2020), 463-464; David Glantz, *Slaughterhouse: The Handbook of the Eastern Front* (United States: Aberjona Press, 2005), viii. Comparative military ranks were obtained from these two works, with *Heer/Waffen-SS* abbreviations specifically found in Nash's work.



|                                   |                                     |                      |                              |
|-----------------------------------|-------------------------------------|----------------------|------------------------------|
| <i>Hauptmann (Hptm.)</i>          | <i>SS-Hauptsturmführer (Hstuf.)</i> | Captain              | Captain                      |
| <i>Oberleutnant (Oberlt.)</i>     | <i>SS-Obersturmführer (Ostuf.)</i>  | First Lieutenant     | Lieutenant/Senior Lieutenant |
| <i>Leutnant (Lt.)</i>             | <i>SS-Untersturmführer (Ustuf.)</i> | Second Lieutenant    | Junior Lieutenant            |
| <i>Stabsfeldwebel (Stabs Fw.)</i> | <i>SS-Sturmscharführer (NIL)</i>    | Sergeant Major       | (No Equivalent)              |
| <i>Oberfeldwebel (Ofw.)</i>       | <i>SS-Hauptscharführer (Hscha.)</i> | Master Sergeant      | Senior Sergeant              |
| <i>Feldwebel (Fw.)</i>            | <i>SS-Oberscharführer (Oscha.)</i>  | Sergeant First Class | Sergeant                     |
| <i>Unteroffizier (Uffz.)</i>      | <i>SS-Unterscharführer (Uscha.)</i> | Staff Sergeant       | Junior Sergeant              |
| <i>Obergefreiter (Ogefr.)</i>     | <i>SS-Rottenführer (Rttf.)</i>      | Corporal             | Corporal                     |
| <i>Gefreiter (Gef.)</i>           | <i>SS-Sturmann (Strm.)</i>          | Private First Class  | (No Red Army equivalent)     |
| <i>Obergrenadier (NIL)</i>        | <i>SS-Obergrenadier (NIL)</i>       | Private Second Class | (No Red Army equivalent)     |
| <i>Grenadier (NIL)</i>            | <i>SS-Grenadier (NIL)</i>           | Private              | Private                      |

## GLOSSARY

**Abteilung:** German word for ‘Detachment’. German tactical-level unit equivalent to a battalion in *Panzer* regiments. In control of several companies (*Kompanien*).

**Antitank Artillery Regiment:** Red Army tactical unit with establishment strength ranging from 15-54 antitank guns depending on its type (the Red Army deployed six types of these regiments in late 1943).<sup>2</sup>

**Armee:** German term for Army. An operational-level formation typically controlling three-five corps (*Korps*).

**Armoured Vehicle:** For this study’s purposes, tanks, assault guns, and self-propelled antitank guns are included in this term.

**Cavalry Division:** Red Army combined-arms tactical unit with establishment strength of approximately 6,000 personnel, 39 tanks, and 44 artillery pieces.<sup>3</sup>

**Cavalry Corps:** Red Army tactical formation comprising 3 cavalry divisions and other combat and logistics units.<sup>4</sup>

**Combined-Arms Warfare:** The use of two or more combat arms (infantry, artillery, armour, etc.) in support of tactical and operational-level objectives.

**Division:** German term for Division. These were German Army (*Heer*) or *Waffen-SS* tactical-level formations possessing combined-arms capabilities. Usually subordinated to a corps (*Korps*).

**Exploitation:** A phase of an operation where a tactical breakthrough is widened and deepened by mobile units or formations.

**Flieger Korps:** Air corps. A German air force unit consisting of several aircraft squadrons of differing types. Subordinated to Air Fleets (*Luftloten*).

**Front:** Red Army operational-level formation controlling several armies and corps. A Front’s role was generally equivalent to a German Army Group (*Heeresgruppe*).

**Hauptquartier:** German term for Headquarters.

**Heer:** German Army.

**Heeresgruppe:** German Army Group. This was a strategic or operational formation directly subordinate to the German Army High Command. Typically controlled several subordinate armies (*Armeen*).

**Infanterie:** German term for ‘Infantry’.

**Kompanie:** German term for ‘Company’. A tank company (*Panzer Kompanie*) in November 1943 had an authorized strength of 22 *Panzerkampfwägen* (tanks), although this number varied by unit.<sup>5</sup>

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<sup>2</sup> David Glantz, “The Red Army in 1943: Strength, Organization, and Equipment,” (self-published book, 1999), 133-134.

<sup>3</sup> David Glantz, “The Red Army in 1943: Strength, Organization, and Equipment,” 118.

<sup>4</sup> David Glantz, “The Red Army in 1943: Strength, Organization, and Equipment,” 117-118.

<sup>5</sup> Thomas Jentz (ed.), *Panzertruppen: The Complete Guide to the Creation and Combat Employment of Germany’s Tank Force, 1943-1945* (Atglen: Schiffer Publishing, 1996), 53, 55.

**Korps:** German term for a corps. This was the largest tactical-level formation in the German Army (*Heer*). These formations were typically subordinated to armies (*Armeen*) and controlled several divisions (*Divisionen*).

**Kriegstagebuch (KTB):** German unit or formation war diary. These primary sources contain formation and unit combat records, telephone logs, typed orders, personnel and casualty information, etc. Abbreviated to *KTB*.

**Luftlotte:** German Air Fleet. Typically controlled several air corps (*Flieger Korps*).

**Luftwaffe:** German Air Force.

**Maskirovka:** Soviet term meaning camouflage. This is a broad term referring to Red Army deception efforts at all levels of war to maintain the element of surprise against an opposing force.

**Oberkommando des Heeres (OKH):** German Army High Command. Abbreviated to *OKH*.

**Operational:** The level of war between strategy and tactics, the practice of which is called operational art. Focussed on unifying tactical actions to achieve a larger goal that supports a military's strategic effort.

**Ostfront:** Eastern Front of the Second World War.

**Pakfront:** German term for a Soviet defensive tactic relying on numerous antitank guns deployed in width and depth to block armoured advances.

**Panzerabwehrkanone (PaK):** German term for antitank gun.

**Panzer-Aufklärungs Abteilung (Pz.Aufkl.Abt.):** Armoured reconnaissance battalion. In late 1943 these battalions lacked a strict organizational structure, but they generally consisted of 4-6 reconnaissance companies using motorcycles and a multitude of armoured cars to observe enemy troops and screen the flanks of friendly forces.<sup>6</sup>

**Panzer-Artillerie Regiment (Pz.Art.Rgt.):** Armoured Artillery Regiment. Artillery regiments within *Panzer* divisions were usually organized around a staff unit in command of three artillery battalions, two of which were armed with light self-propelled artillery, and one with heavy self-propelled artillery.<sup>7</sup>

**Panzerdivision (Pz.Div.):** German term for tank division.

**Panzergranadier-Regiment (Pz.Gren.Rgt.):** Armoured Infantry Regiment. Consisted of a staff company and two armoured infantry battalions, although *Waffen-SS* regiments had three. Both types of regiments also had other supporting units attached, including a heavy infantry gun company and an engineer company.<sup>8</sup>

**Panzer-Regiment (Pz.Rgt.):** Tank regiment. In late 1943, these were structured with a regimental staff with an attached signals platoon, armoured reconnaissance platoon, and a tank maintenance company. Two tank battalions were subordinated to the regimental staff. The first battalion (written *I./Pz.Rgt. X*) was meant to be armed with the *Panzerkampfwagen V 'Panther'*, although this was not always the case due to manufacturing and supply difficulties. The second battalion (written as *II./Pz.Rgt. X*) was armed with the *Panzerkampfwagen IV* by late 1943.<sup>9</sup>

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<sup>6</sup> Kamen Nevenkin, *Fire Brigades: The Panzer Divisions, 1943-1945* (Winnipeg: J.J. Fedorowicz Publishing, 2008), 63.

<sup>7</sup> Kamen Nevenkin, *Fire Brigades*, 59-60.

<sup>8</sup> Kamen Nevenkin, *Fire Brigades*, 54-56.

<sup>9</sup> Kamen Nevenkin, *Fire Brigades*, 50.

**Panzerkampfwagen (Pz.Kfw.):** German word for ‘Tank’. In this study, the abbreviation *Pz.Kfw.* is followed by a specific tank model, such as *Pz.Kfw. III* or *Pz.Kfw. IV*.

**Panzerkampfwagen I (Pz.Kfw. I):** First German tank developed during the German Army’s (*Heer*) rearmament drive in the late interwar period. Lightly armed and armoured, this tank would have been used as a command vehicle by 1943, if any vehicles happened to be near the frontlines at all.<sup>10</sup>

**Panzerkampfwagen II (Pz.Kfw. II):** Second German tank developed in the late interwar period. Like the *Panzerkampfwagen I*, this tank was lightly armed and armoured, and would have been used for command vehicle or reconnaissance purposes by late 1943.<sup>11</sup>

**Panzerkampfwagen III (Pz.Kfw. III):** With heavier armour and more turret room to accommodate a larger tank gun, the *Panzerkampfwagen III* was deployed for much longer than its predecessors. In late 1943, these tanks could be found in the headquarters platoon of *Panzer* regiments.<sup>12</sup>

**Panzerkampfwagen IV (Pz.Kfw. IV):** This tank was the backbone of German armoured strength during the Second World War, forming the bulk of wartime tank production. It was better protected than its predecessors, and its later versions possessed a powerful 7.5cm tank gun.<sup>13</sup>

**Panzerkampfwagen V ‘Panther’:** German medium tank armed with a more powerful 7.5cm tank gun than the *Panzerkampfwagen IV*, and better protected with 80mm of sloped frontal armour.<sup>14</sup>

**Panzerkampfwagen VI ‘Tiger’:** German heavy tank armed with a powerful 8.8cm tank gun and protected by 100mm of frontal armour.<sup>15</sup> These tanks were organized into separate heavy tank battalions, but some *Waffen-SS Panzer* divisions and elite *Heer* units were given their own *Tiger* companies.<sup>16</sup>

**Panzer-Pionier-Bataillon (Pz.Pio.Btl.):** Armoured engineer battalion. Typically had three engineer companies subordinated to the battalion staff.<sup>17</sup>

**Panzerspähwagen (SPW):** Armoured reconnaissance vehicle. This study uses the acronym *SPW* in reference to German armoured reconnaissance vehicles and armoured personnel carriers.

**Red Army:** Armed forces of the Soviet Union.

**Rifle Division:** Red Army combined-arms tactical unit with an establishment strength of approximately 9,380 personnel and 204 artillery pieces and mortars.<sup>18</sup>

**Rifle Corps:** Red Army tactical formation comprising 2-3 rifle divisions and other combat and logistics units.<sup>19</sup>

**Schwerpunkt:** German term for the point of main effort during an attack or while on the defensive.

**Schützenpanzerwagen (SPW):** Armoured personnel carrier. This study uses the acronym *SPW* in reference to German armoured reconnaissance vehicles and armoured personnel carriers.<sup>20</sup>

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<sup>10</sup> Peter Chamberlain and Hilary Doyle, *Encyclopedia of German Tanks of World War Two: Revised Edition*, ed. Thomas Jentz (London: Arms and Armour, 1999), 18-26.

<sup>11</sup> Peter Chamberlain and Hilary Doyle, *Encyclopedia of German Tanks*, 28-36.

<sup>12</sup> Peter Chamberlain and Hilary Doyle, *Encyclopedia of German Tanks*, 58-69.

<sup>13</sup> Peter Chamberlain and Hilary Doyle, *Encyclopedia of German Tanks*, 88-99, 261.

<sup>14</sup> Peter Chamberlain and Hilary Doyle, *Encyclopedia of German Tanks*, 120-125.

<sup>15</sup> Peter Chamberlain and Hilary Doyle, *Encyclopedia of German Tanks*, 136-137.

<sup>16</sup> Thomas Jentz (ed.), *Panzertruppen*, 63-68.

<sup>17</sup> Kamen Nevenkin, *Fire Brigades*, 66.

<sup>18</sup> David Glantz, “The Red Army in 1943: Strength, Organization, and Equipment,” 62-63.

<sup>19</sup> David Glantz, “The Red Army in 1943: Strength, Organization, and Equipment,” 61-63.

<sup>20</sup> Douglas Nash, *From the Realm of a Dying Sun: Volume II*, 474.

**Stavka:** Soviet High Command.

**Strategic:** The level of war above the operational and tactical. Focussed on using several operations to achieve a major goal.

**Sturmgeschütz (StuG):** German assault gun typically used in a dual antitank and anti-infantry role. Eight versions were developed from the chassis of the *Panzerkampfwagen III* throughout the war.<sup>21</sup>

**Sturmgeschütz-Abteilung (Stug-Abt.):** Assault gun battalion, sometimes referred to as *Panzer-Sturmgeschütz-Abteilung*. Organized with a staff company, three assault gun companies, and a maintenance platoon.<sup>22</sup>

**Sturmhaubitze (StuH):** German assault gun typically used in a dual antitank and anti-infantry role. Designed from the chassis of the *Panzerkampfwagen III*, it differed from the *Sturmgeschütz* as it was armed with a howitzer in place of a tank gun.<sup>23</sup>

**Tactical:** The level of war beneath the strategic and operational. Focussed on battles and engagements.

**Tank Brigade:** Red Army combined-arms tactical unit with an establishment strength of approximately 1,354 personnel and 65 armoured vehicles.<sup>24</sup>

**Tank Corps:** Red Army tactical formation comprising 3 tank brigades and other combat and logistics units.<sup>25</sup>

**Telefonbuch:** Telephone log; a record of a German headquarters' incoming and outgoing calls.

**Waffen-SS:** Military branch of the German Nazi party's paramilitary organization the *Schutzstaffel*, or *SS*.

**Wehrmacht:** German Armed Forces.

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<sup>21</sup> Peter Chamberlain and Hilary Doyle, *Encyclopedia of German Tanks*, 79-84.

<sup>22</sup> Kamen Nevenkin, *Fire Brigades*, 54.

<sup>23</sup> Peter Chamberlain and Hilary Doyle, *Encyclopedia of German Tanks*, 85-86.

<sup>24</sup> David Glantz, "The Red Army in 1943: Strength, Organization, and Equipment," 79-83.

<sup>25</sup> David Glantz, "The Red Army in 1943: Strength, Organization, and Equipment," 79-82.

## INTRODUCTION

On 22 June 1941, the *Wehrmacht* (German military) invaded the Soviet Union, sparking the Soviet-German War, commonly known as the *Ostfront* (Eastern Front) of the Second World War. The German *Heer* (army) advanced along three main axes with its forces organized into three *Heeresgruppen* (army groups). Advancing rapidly, the *Heeresgruppen* swiftly destroyed large portions of the Soviet Red Army and on 26 September 1941, eight *Infanterie Divisionen* (Infantry Divisions) of *Heeresgruppe Süd* (Army Group South, *H.Gr. Süd*) defeated the last Red Army forces defending Kiev, situated alongside the Dnieper River in central Ukraine.<sup>1</sup>

The *Wehrmacht*'s strategic situation on the *Ostfront* deteriorated during its two-year occupation of Kiev. In late 1942, sizable German forces were encircled and destroyed during the Battle of Stalingrad, and the Red Army pushed *H.Gr. Süd* into eastern Ukraine where the *Wehrmacht*'s final strategic offensive in the east – *Unternehmen Zitadelle* (Operation Citadel) – was defeated in July 1943.<sup>2</sup> After two years of large-scale armoured warfare, the *Wehrmacht* had lost the ability to conduct major strategic offensives on the *Ostfront*, whereas the Red Army was gaining proficiency at waging war at the strategic, operational, and tactical levels. Following *Unternehmen Zitadelle*, the Red Army's summer 1943 strategic offensive pushed *H.Gr. Süd* across central Ukraine and onto the west bank of the Dnieper. Throughout fall 1943 the Red Army pierced *H.Gr. Süd*'s positions along the Dnieper in several places and, utilizing their hard-won footholds on the river's west bank, launched major offensives to overwhelm German defences. One such offensive was launched on 3 November 1943 when Army General (Gen.) Nikolai Fedorovich Vatutin's First Ukrainian Front (Red Army Fronts were operational-level formations typically consisting of several subordinate armies) initiated the Kiev Offensive Operation against *Generaloberst* (Colonel General, *Gen.O.*) Hermann Hoth's 4. *Panzerarmee* (Fourth Tank Army, 4. *Pz.Arme*e), under *H.Gr. Süd*'s command. Vatutin's operational-level offensive liberated Kiev on 6 November 1943 and rapidly advanced west and south, creating a bridgehead on the Dnieper's west bank to serve as a staging area for future offensives.<sup>3</sup>

This study analyzes the German counterattack to stop the First Ukrainian Front's advance southwest of Kiev, reduce its bridgehead on the Dnieper's west bank, and recapture the city. Launched on 7 November by *General der Panzertruppen* (General of Panzer Troops, equivalent to Lieutenant General, *Gen.d.Pz.Tr.*) Heinrich Eberbach's *XLVIII. Panzerkorps* (Forty-Eighth Tank Corps, *XLVIII. Pz.Korps*),

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<sup>1</sup> David Stahel, *Kiev 1941: Hitler's Battle for Supremacy in the East* (Cambridge: Cambridge University Press, 2013), 300.

<sup>2</sup> David M. Glantz and Jonathan M. House, *The Battle of Kursk* (Lawrence: University Press of Kansas, 1999).

<sup>3</sup> Stavka, transl. Richard Harrison, *The Battle of the Dnepr: The Red Army's Forcing of the East Wall, September-December 1943* (Solihull: Helion & Company Limited, 2018), 111-121.

subordinate to 4. *Pz.Arme*e, the counterattack initially achieved tactical success when it stopped the southwestward advance of two of First Ukrainian Front's armies: Colonel General (Col.Gen.) Kirill Semyonovich Moskalenko's 38th Army and Lieutenant General (Lt.Gen.) Pavel Semyonovich Rybalko's 3rd Guards Tank Army. By 26 November, however, the German counterattack was over, having failed to significantly reduce the First Ukrainian Front's bridgehead and recapture Kiev. Existing secondary accounts agree that the *XLVIII. Pz.Korps* failed to accomplish these objectives, but there is ambiguity about the causes behind its lack of success. In their postwar memoirs, two of the events' German protagonists – *Gen.d.Pz.Tr.* Hermann Balck, who commanded the *XLVIII. Pz.Korps* after 15 November, and the *Korps*' Chief of Staff, *Oberst* (Colonel, O.) Friedrich von Mellenthin – argue that the counterattack's lackluster results were due to meddling by higher-level commanders and poor weather.<sup>4</sup> In contrast, Col.Gen. Moskalenko's postwar account castigates Balck and Mellenthin for their explanations and asserts that the Red Army's skilful defence is what brought about their defeat.<sup>5</sup>

Given that these competing narratives were provided by individuals intimately involved in the events themselves, they must be scrutinized, lest any subjective explanations distort a historically accurate understanding of the *XLVIII. Pz.Korps*' counterattack. Unfortunately, even though some scholarly sources mention this subject and its historiographical disagreements, they do not closely examine the causes behind the counterattack's failure, and many details remain obscure.<sup>6</sup> To fill this literature gap, this thesis analyzes the *XLVIII. Pz.Korps*' 7-26 November 1943 counterattack from the German perspective and argues that it failed to reduce the First Ukrainian Front's bridgehead and recapture Kiev because the combat power and offensive momentum of its subordinate *Panzerdivisionen* (Tank Divisions) were degraded from 20-25 November by Col.Gen. Moskalenko's 38th and Lt.Gen. Rybalko's 3rd Guards Tank Armies' well-prepared tactical defensive positions near Brusilov, blocking the Germans' path to Kiev. Simultaneously, Vatutin's operational-level regrouping of forces along the *XLVIII. Pz.Korps*' northern flank and Soviet attacks in that sector after 23 November threatened its flank, forcing its senior commanders to end their eastward advance. With its combat power depleted by Moskalenko and Rybalko's tactical defences and its flank threatened by Vatutin's operational maneuver, the *XLVIII. Pz.Korps* was forced to end its advance well short of significantly reducing the First Ukrainian Front's

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<sup>4</sup> Hermann Balck, transl. David Zabecki and Dieter Biedekarten, *Order in Chaos: The Memoirs of General of Panzer Troops Hermann Balck* (Lexington: University Press of Kentucky, 2017) 312-317; F.W. von Mellenthin, *Panzer Battles* (Gloucestershire: Spellmount, 2008), 161-163.

<sup>5</sup> Kirill Moskalenko, *The Southwestern Theater: 1943-1945*, transl. Dale Medley (United States: Self-Published, 2022), Kindle, 256-259.

<sup>6</sup> Prit Buttar, *Retribution: The Soviet Reconquest of Ukraine, 1943* (Oxford: Osprey Publishing, 2020), 375-410; David Glantz, ed., *From the Dnepr to the Vistula: Soviet Offensive Operations, November 1943-August 1944*, Transcript of Conference Proceedings (Carlisle, United States: 1985). The author would like to emphasize that neither of these works by Buttar or Glantz are meant to solely analyze the *XLVIII. Pz.Korps*' counterattack. Rather, they provide a broad survey of many events, one of which includes this subject.

bridgehead and recapturing Kiev. While there were disagreements between German commanders about the ideal approach to the counterattack's implementation after 22 November, and heavy rainfall was consistently reported southwest of Kiev, these were not the dominant factors affecting the *XLVIII. Pz.Korps'* counterattack and were not decisive in causing its failure. After careful consideration, Col.Gen. Moskalenko's postwar account about the causes of the *XLVIII. Pz.Korps'* demise in November 1943 is more accurate than Balck and Mellenthin's recounting of events.

To show how the counterattack unfolded and the causes behind its initial tactical success and eventual defeat, this study makes use of an analytical narrative format wherein each chapter outlines several days of combat. This thesis also engages with the existing literature of these events and contributes context to parts of the historiography that are ambiguous or have been left out of existing works, including why the *25. Panzerdivision* (Twenty-Fifth Tank Division, *25. Pz.Div.*) was severely weakened during the counterattack's first stage from 7-11 November, and whether *O. Mellenthin* and *Gen.d.Pz.Tr. Balck* openly expressed their disagreement with *4. Pz.Armees*' plan for the counterattack from 12-18 November, as they claim in their memoirs. The latter point is an important and contentious aspect of the historiography, and its mention is crucial to any analysis of the fighting southwest of Kiev. Moreover, although this study focuses on the perspective of the German *Heer*, it includes details about the Red Army and both belligerent's air forces' actions throughout; inclusion of these elements is critical to understanding how Soviet forces and both sides' air assets influenced the operations of the *XLVIII. Pz.Korps*.

The thesis opens with a literature review and methodology section that provides an overview of the historiographical trends pertaining to the *Ostfront*, including the early literature's over-reliance on memoir accounts and perspectives provided by former *Heer* officers. That section continues with an exposition of the existing literature surrounding the *XLVIII. Pz.Korps'* counterattack and the limitations of these sources, particularly their lack of detailed analysis using archival sources. In turn, this study makes use of an array of German primary documents and Soviet secondary sources to provide an objective account of the fighting, and these sources are outlined in the literature review and methodology section as well.

Chapter One begins with the background of *H.Gr. Süd's* strategic situation in late 1943 and discusses the Kiev Offensive Operation, wherein Gen. Vatutin's First Ukrainian Front achieved operational success, but at the expense of diluting 38th Army's combat power along two diverging axes of advance. Although Kiev was liberated on 6 November and First Ukrainian Front successfully established a large bridgehead on the Dnieper's west bank, Moskalenko and Rybalko's forces overextended



themselves, resulting in poor troop control that contributed to the *XLVIII. Pz.Korps*' initial tactical successes. This section also contextualizes the Kiev Offensive Operation within the Red Army's broader experience of operational and tactical improvement during the Second World War. While this thesis does not provide a comprehensive analysis of the Red Army's development from 1941-1943, an appreciation of how its commanders improved their warfighting abilities, exemplified by Gen. Vatutin's command history, is important to understanding how his actions, and those of Col.Gen. Moskalenko and Lt.Gen. Rybalko, defeated the *XLVIII. Pz.Korps* in November 1943.

Chapter Two pivots to the German perspective and explains *H.Gr. Süd*'s reaction to the Kiev Offensive Operation and its logistical difficulties in relocating three *Panzerdivisionen* – the *1. SS-Panzer Division 'LSSAH'* (First *Waffen-SS* Tank Division, *LSSAH*), *1. Panzer Division* (First Tank Division, *1. Pz.Div.*), and the *25. Pz.Div.* – to *4. Pz.Armee*'s sector to stop Vatutin's southwestward advance. Chapter Two analyzes these *Divisionen* and the *2. SS-Panzer Division 'Das Reich'* (Second *Waffen-SS* Tank Division, *Das Reich*), including their comparative strengths and weaknesses in men and materiel that affected how they performed in battle throughout November 1943. After this, Chapter Two covers the counterattack's opening stage from 7-11 November, when *25. Pz.Div.* and *Das Reich* battled elements of 38th Army and 3rd Guards Tank Army in the Fastov area, and successfully blocked their southwestward advance. The price of this tactical success was *25. Pz.Div.*'s considerable losses in men and materiel due to its troops' lack of experience and *H.Gr. Süd*'s delayed relocation of the *LSSAH* and *1. Pz.Div.* to support it near Fastov. The *25. Pz.Div.*'s own disorganized deployment gave it limited time to prepare for combat and forced it into battle in piecemeal fashion, resulting in heavy losses in men and equipment – losses that were not easily replaced, and would be missed during the counterattack's later stages.

Chapter Three covers 12-16 November and details the *LSSAH* and *1. Pz.Div.*'s successful tactical offensive actions west of Fastov and south of the paved Kiev-Zhitomir highway, an important terrain feature. From 12-16 November, these two *Panzerdivisionen* attacked, encircled, and destroyed many of 38th Army's and 3rd Guards Tank Army's uncoordinated units. Suffering from overextension and poor troop control, Moskalenko and Rybalko's forces failed to mount an organized defence and were either destroyed or pushed north by the *LSSAH* and *1. Pz.Div.* These two experienced and well-equipped *Panzerdivisionen* achieved tactical success from 12-16 November largely through a reliance on maneuver to rapidly concentrate at key points and destroy their disorganized enemy. Chapter Three also provides insight into the *Korps*' change of command on 14 November, when *Gen.d.Pz.Tr.* Balck assumed command from *Gen.d.Pz.Tr.* Eberbach. This section provides context to Balck's assumption of command, and casts doubt on his postwar assertion that as Germany's "best Panzer leader," he was specially selected

to lead the *Korps*' counterattack.<sup>7</sup> Last, this section definitively shows that Balck and *O. Mellenthin* did not seriously contest the decision by *4. Pz.Arme*e commander *Gen.O. Hoth* to temporarily pivot *1. Pz.Div.* west from 17-19 November to assist in the recapture of Zhitomir. An important logistics hub, Zhitomir was retaken by *1. Pz.Div.* and other *XLVIII. Pz.Korps* forces on 19 November, and Balck and Mellenthin later cast blame on this dispersal of forces for the counterattack's failure.

Chapter Four analyzes the period from 17-21 November and begins with *Gen.O. Hoth*'s decision (with *Gen.d.Pz.Tr.* Balck's and *O. Mellenthin*'s acquiescence) to temporarily shift *1. Pz.Div.* towards Zhitomir. The city's recapture on 19 November marked the counterattack's peak of success, as Chapter Four concludes with the *Korps*' difficulties in penetrating 38th and 3rd Guards Tank Army's formidable tactical-level defences near Brusilov. With their previous troop control issues rectified and flush with antitank units provided by Vatutin, Moskalenko and Rybalko's armies established an organized defence relying on minefields and *Pakfronts* – a German term for the Red Army's tactic of deploying many antitank artillery pieces in mutually reinforcing positions to cover a wide area with antitank fire – which sapped the *Korps*' offensive momentum and degraded the combat power of its *Panzerdivisionen*.

Chapter Five covers 22-26 November, when the *XLVIII. Pz.Korps* irretrievably lost its offensive momentum due to Moskalenko and Rybalko's Brusilov-area defences. Despite the degradation of his combat power, Balck wanted to continue his eastward advance on Kiev, and the nail in the counterattack's coffin came from Vatutin's regrouping of operational-level forces along the *Korps*' overstretched northern flank. Once those forces began attacking Balck's overextended divisions in the north and threatening their supply lines after 23 November, Balck had no choice but to end the counterattack. The study concludes with a final section dedicated to summarizing the causes behind the *XLVIII. Pz.Korps*' failure to achieve all its objectives.

Considering that the events studied here took place in the Soviet Union, and the primary English-language source used to grasp the Soviet perspective uses Russian transliterations for place names, this study adopts that approach. For example, the capital of Ukraine is spelled 'Kiev,' rather than 'Kyiv,' the Ukrainian language translation. Additionally, well-established naming conventions for German forces and units are used. The *Ostfront* literature's leading scholars, including military historian Douglas Nash, write German terms, ranks and abbreviations, and military forces in the original German. For example, the Second Battalion of Armoured Infantry Regiment 1 is identified using roman numerals and written as *II./Panzergranadier-Regiment 1* and abbreviated to *II./Pz.Gren.Rgt. 1* thereafter. German divisions are identified using Arabic numerals, like *1. Panzer-Division* (First Tank Division, *1. Pz.Div.*); corps are

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<sup>7</sup> Hermann Balck, transl. David Zabecki and Dieter Biedekarten, *Order in Chaos*, 312.

named using roman numerals, like *XLVIII. Pz.Korps*; armies are denoted using Arabic numerals, like *4. Pz.Arme*e; and army groups are spelled out, like *Heeresgruppe Süd (H.Gr. Süd)*. The definitions and applicable abbreviations for all German terms, ranks, and military forces at division level and higher are given in brackets after their first use in the text.

These naming conventions align with how information is presented within German archival material, which helps prevent translation discrepancies between scholars who use this approach. Given this method's use in the most recent works on the *Ostfront*, this study adopts that procedure. Red Army forces also have their own naming conventions within modern *Ostfront* literature. Using the works of military historians Douglas Nash and Richard Harrison as a guide, this thesis spells Red Army Fronts in full, as in the case of First Ukrainian Front. Soviet armies are denoted by Arabic numerals, like 38th Army. Red Army corps are indicated using roman numerals, like I Guards Cavalry Corps, and smaller Red Army units like brigades, divisions, and regiments are named using Arabic numerals, like 91st Tank Brigade, for example.<sup>8</sup> Some Soviet terms are italicized due to their unfamiliarity to most English-language readers, and their definitions are given after their first mention in the text.

Most academic studies and popular histories of the *Ostfront* are either broad surveys of the war, or niche works aimed at very specific audiences. While informed by this literature, much of which is of very high quality, and adhering to established historiographical and stylistic methods, this thesis presents the first dedicated, in-depth scholarly account of this small portion of the *Ostfront*. Although it only covers several weeks of events, this study provides valuable insights into German operations near Kiev in November 1943, broadening today's understanding of the deadliest theatre of the Second World War.

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<sup>8</sup> Stavka, transl. Richard Harrison, *The Battle of the Dnepr*, ix.

## LITERATURE REVIEW AND METHODOLOGY

To fully understand the events described in this study, an appreciation of how warfare on the *Ostfront* was conducted is useful. While military historians disagree on precise definitions, large-scale armoured warfare is generally divided into three levels: the strategic, operational, and tactical.<sup>1</sup> The tactical level relates to battles and engagements, typically fought by units or tactical-level formations like divisions or corps, whereas the operational level is the realm of larger formations like armies or army groups. Operational-level formations conduct offensives consisting of multiple battles or engagements across a large area. Their purpose is to coordinate the tactical actions of their subordinates to produce a greater victory than if those actions were conducted in isolation, bereft of an operational goal; in short, operations ensure that an army or army group's victory is greater than the sum of its tactical successes.<sup>2</sup> In turn, the operational level is subordinate to strategy.<sup>3</sup> Military strategy is concerned with the grouping of several operations to produce strategic victory, sometimes with the effect of winning a war, although in the *Ostfront's* case multiple strategic victories, including the Red Army's success during *Unternehmen Zitadelle* and its summer offensive towards the Dnieper, were needed to secure the Soviet Union's ultimate victory over Germany in the Second World War.

Using these definitions of strategy, operations, and tactics, the *XLVIII. Pz.Korps's* November 1943 counterattack lies at the operational and tactical levels. Additionally, as military historian Jonathan House notes, it is important not to simply equate each level of war to different levels of command. He writes that "The three levels [of war] must be defined in terms of their purposes and objectives rather than by any specific organizational level."<sup>4</sup> The *XLVIII. Pz.Korps* had the operational-level objectives of stopping the First Ukrainian Front's southwestward advance, reducing its bridgehead, and recapturing Kiev. These goals required multiple tactical successes to achieve, but these operational objectives could not have led to strategic victory on their own. In turn, the missions for *Gen.d.Pz.Tr.* Eberbach and Balck's subordinate *Panzerdivisionen* (tank divisions) were tactical: win battles and meeting engagements in support of the *Korps's* larger mission. Although the *Korps* had operational-level objectives, this thesis deliberately uses the term 'counterattack' to describe its actions from 7-26 November. While the term 'counteroffensive' may seem more appropriate when describing an operation, it implies a level of premeditation and planning which did not exist in this case. As this study shows, the *XLVIII. Pz.Korps's* actions southwest of

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<sup>1</sup> Gerhard Gross, *The Myth and Reality of German Warfare: Operational Thinking from Moltke the Elder to Heusinger* (Lexington: University Press of Kentucky, 2016), 7.

<sup>2</sup> C.J. Dick, *From Victory to Stalemate: The Western Front, 1944* (Lawrence: University Press of Kansas, 2016), 11-12.

<sup>3</sup> Christopher Tuck, "Part II, Chapter Five: Modern Land Warfare," in *Understanding Modern Warfare*, ed. David Jordan, James Kiras, et al. (Cambridge: Cambridge University Press, 2016), 112.

<sup>4</sup> Jonathan House, *Combined Arms Warfare in the Twentieth Century* (Lawrence: University Press of Kansas, 2001), 5.

Kiev were hastily conceived and implemented. The First Ukrainian Front's Kiev Offensive Operation took the Germans by surprise, and the *Korps*' plan was thrown together very quickly; thus, styling it as a counterattack rather than a counteroffensive is more appropriate.

Keeping these definitions in mind, the English-language historiography of the *Ostfront* has evolved since 1945, progressing from an over-reliance on the German perspective and focus on the strategic level to the current era, defined by rigorous use of German and or Soviet archival material and recognition of the biases inherent in either belligerent's sources, to produce a wide-range of analyses from the strategic down to the tactical level. The historiography's early era was heavily skewed towards the German perspective as former *Wehrmacht* officers contributed to thousands of military studies prepared by the United States Army Historical Division from 1945-1961. By contributing their perspective to a western audience keen on understanding how the Red Army practiced warfare, they explicitly and implicitly promoted the narrative that despite their failure, the *Wehrmacht* was a superior military that was simply overwhelmed by Soviet numerical superiority and Eastern Europe's poor weather conditions.<sup>5</sup> Memoirs published by notable *Wehrmacht* officers, including O. Mellenthin's *Panzer Battles*, first published in 1956, *Generalfeldmarschall (G.F.M.) Erich von Manstein's Lost Victories* (1957), and *Gen.d.Pz.Tr. Hermann Balck's Order in Chaos* (1981), advocated self-serving justifications for their military defeats that permeated the western view of the *Ostfront*.<sup>6</sup>

The east-west confrontation during the Cold War did not help this state of affairs, as most western researchers were denied access to Soviet archives until the 1990's and were therefore unable to adequately include the Soviet perspective in their analyses (save for accounts sponsored by the Soviet state that were generally deemed unreliable).<sup>7</sup> The ability of former *Wehrmacht* officers to network with western colleagues and regale their readers with tales of large-scale armoured combat allowed them to promote their perspectives at the Red Army's expense, thereby affecting the veracity of early works on the *Ostfront*.

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<sup>5</sup> Ronald Smelser and Edward Davies, *The Myth of the Eastern Front: The Nazi-Soviet War in American Popular Culture* (New York City: Cambridge University Press, 2008), 64-69; Gregory Liedtke, "Enduring the Whirlwind: The German Army and the Russo-German War, 1941-1943: An Analysis of Replacement Capabilities and Force Maintenance" PhD diss., Royal Military College of Canada, 2013), 9-10.

<sup>6</sup> Erich von Manstein, transl. Anthony Powell, *Lost Victories: The War Memoirs of Hitler's Most Brilliant General* (Beverly: Zenith Press, 2004); F.W. von Mellenthin, *Panzer Battles*; Hermann Balck, transl. David Zabecki and Dieter Biedekarten, *Order in Chaos*.

<sup>7</sup> Gregory Liedtke, "Enduring the Whirlwind," 4-5; Boris Sokolov, transl. Richard Harrison, *Myths and Legends of the Eastern Front: Reassessing the Great Patriotic War* (Yorkshire: Pen & Sword Military, 2019), ix-xv. Sokolov notes that official Soviet-Russian works on the Soviet-German War should be viewed with caution due to the war's foundational importance to their political culture. The term 'Great Patriotic War' used by Soviet-Russian historiography denotes its pseudo-mythological importance in Eastern Europe.

The English-language scholarship began to change as the end of the Cold War opened Soviet archives to western researchers. American historian David Glantz led the academic charge towards greater objectivity, and his works, reliant on both Soviet and German archival sources, have set the tone for strategic-operational analyses of the *Ostfront*, prompting military historian Robert Citino to coin this period of scholarship the “Glantz era.”<sup>8</sup> Today, analyses of the Soviet-German War from the strategic to tactical levels consistently rely on primary source material to verify competing claims and present historically accurate conclusions. As such, this study situates itself within this current era of scholarship through its reliance on German primary source documents, academic sources on the Red Army, and rigorous source criticism.

This study’s conclusions regarding the operational and tactical causes behind the *XLVIII. Pz.Korps*’ failure in November 1943 agree with other scholars’ findings at the strategic and operational levels. For example, Robert Citino has found that by late 1943, the *Wehrmacht* retained the capability to inflict operational and tactical defeats on the Red Army, although these intermittent successes were overshadowed by Germany’s declining strategic situation on the *Ostfront* and against the Western Allies.<sup>9</sup> Similarly, German historian Gerhard Gross points out that by late 1943, the *Wehrmacht* was struggling to launch its own major operations in several theatres simultaneously, meaning that smaller armoured counterattacks – like that of the *XLVIII. Pz.Korps* – were becoming the norm on the *Ostfront*.<sup>10</sup>

This study is also in alignment with conclusions reached by leading Soviet scholars.<sup>11</sup> As David Glantz notes, Soviet and Russian historiography divides the Great Patriotic War into three periods, each corresponding to the Soviet Union’s strategic goals and military capabilities at those points.<sup>12</sup> The First Period of War, dating from June 1941-November 1942, was defined by the Red Army’s strategic, operational, and tactical defeats. The Second Period of War (November 1942-December 1943), where this study is situated, was a time of institutional learning and refinement for the Red Army. Based on their experiences since June 1941, the Red Army’s commanders solidified their force structures, honed their skills in *Maskirovka* (a broad term for deception critical to achieving battlefield surprise and operational success), and gained competency in operational-level command, not to mention also improved their tactical antitank defences against Germany’s *Panzerdivisionen*.<sup>13</sup> While great strides were made, the Red

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<sup>8</sup> Robert Citino, *The German Way of War: From the Thirty Years’ War to the Third Reich* (Lawrence: University Press of Kansas, 2005), 371; Liedtke, “Enduring the Whirlwind,” 15-16.

<sup>9</sup> Robert Citino, *The Wehrmacht Retreats: Fighting a Lost War, 1943* (Lawrence: University Press of Kansas, 2012), 276-277.

<sup>10</sup> Gerhard Gross, *The Myth and Reality of German Warfare*, 231-232.

<sup>11</sup> C.J. Dick, *From Defeat to Victory: The Eastern Front, Summer 1944* (Lawrence: University Press of Kansas, 2016), 20-88. C.J. Dick’s study of Soviet operational art in 1944 was consulted for background information, specifically its opening pages discussing the course of the war up to 1944.

<sup>12</sup> David Glantz, *The Military Strategy of the Soviet Union: A History* (New York City: Frank Cass, 1992), 104, 132, 148.

<sup>13</sup> David Glantz, *Soviet Operational Art: In Pursuit of Deep Battle* (New York City: Frank Cass, 1991), 101, 123-130.

Army was still in a learning period in November 1943, and this study shows that its commanders remained susceptible to mistakes leading to unnecessary tactical reversals. Despite this, in late 1943 the Red Army was at the cusp of strategic-operational dominance, which it achieved and used to crush the *Wehrmacht* during the Third Period of War (January 1944-May 1945).<sup>14</sup>

To complement the existing scholarship at the strategic and operational levels, this study provides an operational and tactical analysis of the *XLVIII. Pz.Korps*' counterattack. This subject has not received in-depth scholarly treatment. One of its earliest mentions can be found in Rolf Hinze's *Crucible of Combat: Germany's Defensive Battles in the Ukraine, 1943-44*, originally published in 1991.<sup>15</sup> While generally factually accurate, this work has two shortcomings. First, Hinze only dedicates nine pages of text and two maps to the counterattack.<sup>16</sup> Second, Hinze's book includes several statements that produce questions about its objectivity. In his introduction, he writes that "Soviet superiority steadily mounted, in part as a result of materiel from the USA ... the Soviets enjoyed immense superiority of forces confronting the overextended sectors held by combat-fatigued German grenadiers in strongpoints."<sup>17</sup> While factually accurate, Hinze's statement leaves the impression that materiel aid from the Western Allies was the dominant factor behind the Red Army's growing success. His reference to "vast masses of infantry and artillery" confronting a beleaguered *Wehrmacht* invoke images of a numerically superior, but qualitatively inferior, Red Army overwhelming its German enemy.<sup>18</sup>

These over-simplified notions inaccurately portray how combat unfolded on the *Ostfront*, and other statements in Hinze's work raise questions about his biases, leading to doubts about his conclusions:

To the very end the [German] soldiers met the demands put upon them for self-sacrificing devotion – as the end approached, in hopes that by such sacrificial effort they might spare the German homeland from being overrun by the Red Army and thereby protect it from Communism, whose consequences the soldiers had learned in occupied Soviet Russia.<sup>19</sup>

While it is true that Germany's *Ostfront* soldiers were motivated by variety of concerns including anticommunism, this statement paints Germany's actions in the Soviet Union in a noble, positive light while conveniently leaving out details of Germany's 1941 invasion and its criminal actions perpetrated against the Soviet population. Taken as a whole, these details cast doubt on the veracity of Hinze's

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<sup>14</sup> David Glantz, *The Military Strategy of the Soviet Union*, 148.

<sup>15</sup> Rolf Hinze, *Crucible of Combat: Germany's Defensive Battles in the Ukraine, 1943-44* (Solihull: Helion & Co. Ltd., 2013).

<sup>16</sup> Rolf Hinze, *Crucible of Combat*, 142-150.

<sup>17</sup> Rolf Hinze, *Crucible of Combat*, 24.

<sup>18</sup> Rolf Hinze, *Crucible of Combat*, 24.

<sup>19</sup> Rolf Hinze, *Crucible of Combat*, 24.

analysis, which in any event is insufficient in length to properly analyze the *XLVIII. Pz.Korps*' counterattack.

Other scholarly works only mention the November 1943 fighting in passing. The author scrutinized numerous scholarly surveys of the Soviet-German War, including Alan Clark's *Barbarossa: The Russian-German Conflict, 1941-1945*, first published in 1965; Albert Seaton's *The Russo-German War* (1971); John Erickson's *The Road to Berlin*, originally published in 1983; Richard Overy's *Russia's War* (1997), Evan Mawdsley's *Thunder in the East* (2005), Robert Citino's *The Wehrmacht Retreats* (2012), the revised version of David Glantz and Jonathan House's *When Titans Clashed* (2015), Alexander Hill's *The Red Army and the Second World War* (2017), and Volume VIII of Karl-Heinz Frieser et al.'s *Germany and the Second World War*.<sup>20</sup> None of these studies dedicate more than a few pages to the *XLVIII. Pz.Korps*' counterattack. This is not meant to unduly criticize these works; each book is an excellent survey of the *Ostfront* that provides a strategic-operational overview and is not meant to focus on minute operational and tactical details.

Aside from Hinze's work and the above-mentioned surveys, only one other English-language monograph mentions or discusses the counterattack: Prit Buttar's *Retribution: The Soviet Reconquest of Central Ukraine, 1943* (2017).<sup>21</sup> Buttar's volume studies the Red Army's operations against *H.Gr. Süd* from July 1943-January 1944, with roughly thirty-six pages dedicated to the First Ukrainian Front's Kiev Offensive Operation and the *XLVIII. Pz.Korps*' counterattack.<sup>22</sup> While this study is an excellent overview of the subject and contextualizes the events in question, its purpose is to analyze Red Army operations across *H.Gr. Sud*'s frontline over several months, not explain each one in detail. Buttar's work and the work of other scholars mentioned above provide historiographical value in different ways, and this thesis contributes to these efforts by focusing on one part of the *Ostfront*, limited in scope, space, and time: the *XLVIII. Pz.Korps*' November 1943 counterattack southwest of Kiev.

To contribute to the literature, this thesis relies on the same analytical methods used by leading *Ostfront* scholars. Given that this study focuses on the German perspective of the *XLVIII. Pz.Korps*' counterattack, German archival materials constitute its primary source material. German military records

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<sup>20</sup> Alan Clark, *The Russian-German Conflict, 1941-1945* (London: Cassell, 2005), 373; Albert Seaton, *The Russo-German War, 1941-1945* (London: Praeger Publishers, 1971), 381-384; John Erickson, *The Road to Berlin* (London: Cassell Military Paperbacks, 2003); Richard Overy, *Russia's War: A History of the Soviet War Effort, 1941-1945* (New York City: Penguin Books, 1998); Evan Mawdsley, *Thunder in the East: The Nazi-Soviet War, 1941-1945* (London: Bloomsbury Academic, 2016); Robert Citino, *The Wehrmacht Retreats*; David Glantz and Jonathan House, *When Titans Clashed: How the Red Army Stopped Hitler*, 2<sup>nd</sup> ed. (Lawrence: University Press of Kansas, 2015); Alexander Hill, *The Red Army and the Second World War* (Cambridge: Cambridge University Press, 2017); Karl-Heinz Frieser, "Army Group South's Withdrawal Operations in the Ukraine," in *Germany and the Second World War, Volume VIII: The Eastern Front 1943-1944, The War in the East and on the Neighbouring Fronts*, ed. Karl-Heinz Frieser (Oxford: Oxford University Press, 2017).

<sup>21</sup> Buttar, *Retribution*.

<sup>22</sup> Buttar, *Retribution*, 375-410.



captured by the United States Army in 1945 and microfilmed by the United States National Archives and Records Administration (NARA) were obtained through online databases and proved extremely useful in piecing together events southwest of Kiev.<sup>23</sup> Thankfully, these databases contain most of the *XLVIII. Pz.Korps' Kriegstagebücher* (War Diaries, *KTB*) for the period covering November 1943, including Record Grouping T-314 (Reels 1170, 1172, 1174, and 1176).<sup>24</sup> Specifically, records from the *Korps' Hauptquartier Ia* section (headquarters operations section) extensively cover the combat activities of the *XLVIII. Pz. Korps'* subordinate divisions during the counterattack. The *Ia* summaries of daily events and its *Telefonbuch* (telephone log) of incoming-outgoing calls provide a detailed record of the counterattack from the *Korps'* perspective. As well, this study makes use the *KTB's* annexes, which contain daily orders and incoming-outgoing messages to higher and lower-level *Hauptquartier*, and its subordinate *Panzerdivisionen* daily strength reports submitted to its *Quartiermeister* (Supply and Administration) branch.<sup>25</sup>

To supplement the *XLVIII. Pz.Korps'* records, the author has also used divisional primary source material which allows for a deeper understanding of combat at the tactical level. The *1. Pz.Div.'s Ia* records, obtained from Records Group T-315 (Reel 32), contain information on the actions of its subordinate units. The *25. Pz.Div.'s Ia KTB*, found in T-315 (Reel 815) was also consulted, but unfortunately these records conclude after 10 November.<sup>26</sup> In any event, the period from 7-11 November was when the *25. Pz.Div.'s* actions bore most weight for the counterattack's outcome, and its subsequent actions are sufficiently covered by the *Korps' KTB*.<sup>27</sup> The author was unable to access *Ia* records for the *LSSAH, Das Reich, 7. Panzer-Division* (Seventh Tank Division, *7. Pz.Div.*) and *19. Panzer-Division* (Nineteenth Tank Division, *19. Pz.Div.*), and as a result most details pertaining to their daily combat actions are derived from the *Korps' KTB*, which is sufficient for this study's purposes. Accounts from *LSSAH* and *Das Reich* veterans were also relied upon for details on their tactical actions.<sup>28</sup> While not

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<sup>23</sup> "Free Archives of the Second World War," WW2 Archives, accessed February 20, 2024, <https://wwiigitalarchives.org/>; "WWII German Records," Digital History Archive, accessed February 20, 2024, <http://www.digitalhistoryarchive.com/wwii-german-records.html>.

<sup>24</sup> "Free Archives of the Second World War," WW2 Archives; "Captured German Records Microfilmed at Alexandria, Virginia, USA," National Archives and Records Administration, accessed February 20, 2024, <https://www.archives.gov/research/captured-german-records/foreign-records-seized.html#berlin>. Reels 1170, 1172, 1174, and 1176 from T-314 were obtained from the WW2 Archives database but have since been removed and can now be obtained only through NARA. For NARA's holdings, see <https://www.archives.gov/research/captured-german-records/foreign-records-seized.html#berlin>.

<sup>25</sup> United States Army Historical Division, *Size and Composition of Divisional and Higher Staffs* (Karlsruhe: United States Army Europe, 1954). This study was prepared by former Wehrmacht *Generalmajor* Hellmuth Reinhardt as part of the U.S. Army's postwar study of Germany's military. It provides factual, not substantive, information on the role and function of the German *Korps*-level *Hauptquartier*, operations section, and supply and administrative section.

<sup>26</sup> "T315 German Divisions," WW2 Archives, accessed February 20, 2024, <https://wwiigitalarchives.org/t315-german-divisions>.

<sup>27</sup> Rolf Stoves, *Die 22. Panzer-Division, 25. Panzer-Division, 27. Panzer-Division, und die 233. Reserve-Panzer-Division* (Bad Nauheim: Podzun-Pellas-Verlag, 1985), 127-263.

<sup>28</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III* (Winnipeg: J.J. Fedorowicz Publishing, 1990); Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV: 1943* (Winnipeg: J.J. Fedorowicz Publishing, 2008).

archival sources, these divisional accounts were analyzed critically and tested against divisional and *Korps*-level primary documents for factual and substantial corroboration when appropriate.

Other German sources were obtained from *4. Pz.Armee* and *Oberkommando des Heeres* (German Army High Command, hereafter *OKH*) files, specifically Records Groupings T-313 and A3356/PERS 6, respectively.<sup>29</sup> In *4. Pz.Armee*'s case, Reels 383 and 391 were used to understand the initial stages of the First Ukrainian Front's Kiev Offensive Operation and *XLVIII. Pz.Korps*' divisional strengths in early November 1943. The *OKH*'s personnel files were used to verify biographical details of senior German commanders involved in the counterattack, and feature most heavily in Chapter Three. While these sources overwhelmingly focus on the perspective of the *Heer*, and German air force (*Luftwaffe*) records were difficult for the author to obtain, the *XLVIII. Pz.Korps* records include details about the limited German air operations conducted during the counterattack, with telephone conversations included in the *Korps* logs proving very useful for reconstructing events as they related to German air support of ground objectives.

Given the subject of this study is the *XLVIII. Pz.Korps*, Red Army war diaries were not consulted. Instead, the author relied on the English translation of the Red Army General Staff's analysis of the Kiev Offensive Operation and subsequent Defensive Operation against the *Korps*.<sup>30</sup> Compiled in 1946 for Red Army institutional learning efforts and translated by historian Richard Harrison, this study is a valuable resource for understanding the Soviet perspective on the ground and in the air, and verifying factual German claims, such as when a locale was occupied and attacked, etc.<sup>31</sup> Given that the Red Army General Staff functioned as the Soviet High Command's (*Stavka*) administrative arm during the Second World War, responsible for implementing its directives, the 1946 study will be referred to as the *Stavka* study hereafter, for the sake of the text's flow. In turn, German primary sources were used to verify *Stavka*'s substantial claims, including the Red Army's initial setbacks southwest of Kiev and the effectiveness of their antitank defences near Brusilov (see Chapter Five). A range of secondary sources were used to complement *Stavka*'s study, including two unpublished works by David Glantz: *From the Dnepr to the Vistula: Soviet Offensive Operations – November 1943-August 1944* and *Forgotten Battles of the Soviet-German War, 1941-1945: Volume V, The Summer-Fall Campaign*.<sup>32</sup>

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<sup>29</sup> "T313 German Panzer Armies," WW2 Archives, accessed February 20, 2024, <https://wwiigitalarchives.org/t313-panzer-armies>; "A3356/PERS 6: German personal files of Army officers," WW2 Archives, accessed February 20, 2024, <https://wwiigitalarchives.org/a3356-pers-6-german-personal-files-of-army-officers>.

<sup>30</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*.

<sup>31</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*, ix-x.

<sup>32</sup> David Glantz, ed., *From the Dnepr to the Vistula*; David Glantz, "Forgotten Battles of the Soviet-German War, 1941-1945: Volume V, The Summer-Fall Campaign, 1 July-31 December, Part Two" (Self-Published Book, 2000), 564-674.

This study also makes use of Mellenthin, Manstein, and Balck's memoirs, as well as Moskalenko's memoir.<sup>33</sup> The purpose behind consulting these sources was not to glean substantial details, but rather to correct errors identified within them, and situate the study within the historiography. Additionally, while the bulk of this thesis is derived from qualitative information, it does make use of quantitative data to assess German casualties and materiel losses. As military historians Anders Frankson and Niklas Zetterling note, assessing German casualties and armored vehicle losses on the *Ostfront* is a difficult task. According to these scholars, Soviet reports of German losses are typically unreliable, and the researcher must use multiple German sources to obtain the most accurate information on casualties possible.<sup>34</sup> This study adheres to these guidelines by relying on strength reports obtained from 4. *Pz.Armees*' records (T-313 Reel 391), *OKH's Panzerdivisionen* reports (T-078 Reel 616), and the daily strength and loss reports submitted to the *XLVIII. Pz.Korps* by its subordinate divisions, thus gaining a well-rounded picture of German strengths leading up to, and during, the November 1943 counterattack.<sup>35</sup>

Indeed, as these two *Ostfront* scholars note, identifying divisional casualties and loss rates per day is a difficult exercise, largely due to the fog of war and stresses of battle which led to German divisional and *Korps*-level officers frequently reporting inaccurate or outdated information, especially for armoured vehicle losses.<sup>36</sup> This study is not immune to this issue, and the reader will note some inconsistencies between the divisional loss and strength tables at the end of each Chapter. However, the inclusion of these tables is justified for their use in identifying trends in German loss rates from 7-26 November. While some figures may be inconsistent from day-to-day, they accurately portray the declining combat power of the *XLVIII. Pz.Korps*' subordinate divisions at key moments.

The conclusions presented in the thesis below were reached through rigorous criticism of hundreds of German primary documents, academic secondary sources on the Germans and Soviets, and memoir accounts and postwar studies, the analysis of which was informed by the historical methodologies of leading *Ostfront* scholars. The easy access of the *XLVIII. Pz.Korps*' primary sources was of great help to the author, without which the level of detail presented below would not have been possible.

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<sup>33</sup> Kirill Moskalenko, *The Southwestern Theater*.

<sup>34</sup> Niklas Zetterling and Anders Frankson, "Analyzing World War II Eastern Front Battles," *The Journal of Slavic Military Studies* 11, no. 1 (1998): 180-190, <https://doi.org/10.1080/13518049808430334>.

<sup>35</sup> "T313 German Panzer Armies," WW2 Archives.

<sup>36</sup> Zetterling and Frankson, "Analyzing World War II Eastern Front Battles," 180-181, 188-190.

## CHAPTER ONE: THE KIEV OFFENSIVE OPERATION

In April 1943, the Red Army began planning its summer strategic offensive along the southern portion of the *Ostfront*, opposite *H.Gr. Süd*. The plan's first phase involved shattering an anticipated German offensive against a westward bulge in the frontline, known as the Kursk salient. The *Wehrmacht* recognized the opportunity to encircle Soviet forces surrounding Kursk, and the Red Army was similarly attuned to German intentions. The *Wehrmacht*'s abandonment of large-scale deception efforts surrounding the offensive, codenamed *Unternehmen Zitadelle*, aided the Red Army's leaders in ascertaining the German plan of attack and incorporating it into their own strategic planning.<sup>1</sup> After twenty-two months of war, Soviet commanders had learned that the *Wehrmacht*'s relocation of operational-level formations, especially armoured forces, signalled where their offensive *Schwerpunkt* (point of main effort) would be. In the case of *Unternehmen Zitadelle*, the Red Army's growing adeptness at tracking the rear-area movements of German forces also helped *Stavka* and its frontline commanders accurately predict the upcoming offensive.<sup>2</sup> With this analysis in hand, the Red Army planned to blunt the anticipated German offensive at Kursk, launch a series of concurrent operations across the southern frontline, and push *H.Gr. Süd* west, towards the Dnieper in central Ukraine.<sup>3</sup>

The German offensive began on 5 July 1943 when three armies under *Heeresgruppe Mitte* (Army Group Center, *H.Gr. Mitte*) and *H.Gr. Süd* (including *Gen.O. Hoth's 4. Pz.Arme*e) attempted to break through well-prepared Soviet defences.<sup>4</sup> The offensive immediately encountered dense minefields and *Pakfronts*, including those erected by Gen. Vatutin's Voronezh Front, renamed First Ukrainian Front on 10 October.<sup>5</sup> The German advance north of Kursk quickly lost momentum, while the southern attack made only slightly better progress until *Unternehmen Zitadelle* was called off by German dictator Adolf Hitler on 13 July, and officially cancelled three days later.<sup>6</sup>

Even as *Unternehmen Zitadelle* was ongoing, the Red Army launched its summer strategic offensive, opening its campaign with Operation Kutuzov, launched north of Kursk against the southern wing of *H.Gr. Mitte*, near the town of Orel. On 17 July, the Red Army's South and Southwestern Fronts attacked German positions in the Donbas region, near the city of Iziium and the Mius River. These attacks

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<sup>1</sup> David M. Glantz and Jonathan M. House, *The Battle of Kursk*, 10-14, 28, 32-33; John Ferris, "Chapter 22: Intelligence," in *The Cambridge History of the Second World War, Volume I: Fighting the War*, ed. John Ferris and Evan Mawdsley (United Kingdom: Cambridge University Press, 2015), 659.

<sup>2</sup> David Glantz, *Soviet Military Intelligence in War* (United States: Frank Cass, 1990), 185-187.

<sup>3</sup> Alexander Hill, *The Red Army and the Second World War*, 435-437.

<sup>4</sup> For a history of *Operation Zitadelle*, see Glantz and House, *The Battle of Kursk*.

<sup>5</sup> David M. Glantz, *Soviet Military Deception in the Second World War* (United Kingdom: Frank Cass, 1989), 263.

<sup>6</sup> Karl-Heinz Frieser, "The Failure of Operation Citadel," in *Germany and the Second World War, Volume VIII*, ed. Karl-Heinz Frieser, Klaus Schmider, et al (United Kingdom: Oxford University Press, 2017), 140, 144.

failed to make meaningful territorial gains, but they did force *H.Gr. Süd's* commander, *G.F.M.* Erich von Manstein, to relocate forces southward from the Kursk area, mistakenly believing that a major Soviet operation was underway. On 3 August, Vatutin's Voronezh Front, in conjunction with the Steppe Front, launched Operation Rumyantsev with the goal of liberating the important cities of Kharkov and Belgorod and exploiting a possible operational breakthrough into *H.Gr. Süd's* strategic depths towards the Dnieper River. On 23 August, Kharkov – a major industrial city that had changed hands several times since 1941 – was liberated for the final time during the Second World War.<sup>7</sup>

With *H.Gr. Süd's* forces in disarray, the Red Army continued operations to push the army group across the Dnieper, which forms a natural boundary separating east and west Ukraine. Soviet planners opted to push towards the river using a broad-front approach, as opposed to maneuvering and encircling retreating German forces.<sup>8</sup> Having initially resisted Manstein's pleas to approve *H.Gr. Süd's* retreat to the Dnieper's west bank, Hitler acquiesced on 15 September and authorized *H.Gr. Süd's* withdrawal from eastern Ukraine.<sup>9</sup> In the north, Hoth's *4. Pz.Arme*e began crumbling under the pressure of conducting a hasty retreat towards Kiev – located on the west bank of the upper Dnieper – while being pursued by the armoured vanguard of Vatutin's Voronezh Front. As *4. Pz.Arme*e's defeated forces settled into their unprepared defensive positions on the Dnieper's west bank in late September, Vatutin's Voronezh Front was close behind, and its first bridgehead over the river was established on 22 September.<sup>10</sup>

Like the Voronezh Front's operations near Kiev, the Red Army was crossing the Dnieper in several places in early fall 1943, denying *H.Gr. Süd's* armies the chance to fortify their defences. In October, Col.Gen. Ivan Stepanovich Konev's Steppe Front (renamed Second Ukrainian Front on 20 October) launched an offensive to capture the industrial city and logistics hub of Krivoi Rog, roughly three hundred and fifty kilometres southeast of Kiev. On Konev's left flank, Gen. Rodion Malinovsky's Third Ukrainian Front began its Dnepropetrovsk Offensive with the aim of advancing on Krivoi Rog in conjunction with Konev's Front. Further south, Gen. Fyodor Tolbukhin's Fourth Ukrainian Front was fighting *1. Panzerarmee* (1st Tank Army, *1. Pz.Arme*e) near Nikopol and threatening *17. Armee*, (Seventeenth Army) which was isolated in Crimea.<sup>11</sup> Across the frontline, Soviet formations held the strategic and operational initiative as they pierced German lines along the Dnieper's west bank, forcing *H.Gr. Süd* to react to new crises in disparate battlefield sectors.

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<sup>7</sup> Prit Buttar, *Retribution*, 56-57, 95-195; Glantz and House, *The Battle of Kursk*, 245. For *Operation Kutuzov* and *Operation Rumyantsev*, see Buttar. For the attacks near Izium and the Mius River, see Glantz and House.

<sup>8</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 343, 351.

<sup>9</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 354-356.

<sup>10</sup> Evan Mawdsley, *Thunder in the East*, 271-272.

<sup>11</sup> David Glantz, "Forgotten Battles of the Soviet-German War," 675.

After securing several bridgeheads of varying sizes in late September 1943, on 29 September *Stavka* ordered Vatutin to liberate Kiev by attacking from Bukrin, a bridgehead eighty kilometres southeast of Kiev. In support of the main effort from Bukrin, Vatutin was directed to tie down *Pz.Armees*' forces through diversionary attacks launched from Lyutezh, a smaller bridgehead twelve kilometres north of the Soviet Ukrainian capital. While the city's liberation promised to be a significant propaganda prize, the larger aim of the operation was to sever *H.Gr. Süd*'s communications with *H.Gr. Mitte* and secure a staging area on the Dnieper's west bank for future operations.<sup>12</sup> Unfortunately for Vatutin, this iteration of the offensive to liberate Kiev failed, as did another attempt in late October.<sup>13</sup>

Up to late 1943, Vatutin had a mixed record of success as an operational-level commander, but due to the Red Army's culture change after their disastrous defeats in 1940 and 1941, Soviet dictator Josef Stalin lessened his debilitating scrutiny over the Red Army, and commanders like Vatutin were given chances to learn and improve their command abilities.<sup>14</sup> Vatutin's prewar military education at the elite Frunze Academy (a Soviet officer-training school) helped him hone his command style, and he was described by his instructors as "inclined to manoeuvre battle. Capable of evaluating most complex situations and determining the optimal variant for solution."<sup>15</sup> These traits were useful as a commander in the age of large-scale armoured warfare and would serve him well as he defended against the *XLVIII. Pz.Korps*' counterattack in November. Another notable, albeit less-useful feature of Vatutin's command style, was his penchant for over-extending his forces, leaving them vulnerable to German counterattacks, as happened in February-March 1943 when his Southwestern Front over-extended itself and was defeated by *G.F.M.* Manstein's armoured counterattack, losing the city of Kharkov as a result.<sup>16</sup> Despite this defeat, Stalin retained Vatutin as a Front-level commander, and he was appointed to command the Voronezh Front on 28 March 1943.<sup>17</sup> While it is impossible to quantify how Vatutin's battlefield failures and successes (including his success at Kursk and advance to the Dnieper) affected his future judgements and command ability, it is reasonable to assume that he incorporated his experiences into his overall knowledge and command style, especially when countering German armoured attacks.

By the end of October 1943, Vatutin's renamed First Ukrainian Front had taken significant losses along the Dnieper. Lt.Gen. Rybalko's 3rd Guards Tank Army, subordinate to Vatutin's command, lost

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<sup>12</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*, 49-50.

<sup>13</sup> John Erickson, *The Road to Berlin*, 140.

<sup>14</sup> David R. Stone, "Operations on the Eastern Front, 1941-1945," in *The Cambridge History of the Second World War, Volume I: Fighting the War*, ed. John Ferris and Evan Mawdsley (United Kingdom: Cambridge University Press, 2015), 342-343, 356.

<sup>15</sup> David Glantz, "Vatutin," in *Stalin's Generals*, ed. Harold Shukman (New York City: Weidenfeld and Nicolson, 1993), 288;

David Glantz, "The Red Army in 1943: Central Command and Control Organs and Leaders" (Self-Published Book, 1999), 42-44.

<sup>16</sup> George Nipe, *Last Victory in Russia: The SS-Panzerkorps and Manstein's Kharkov Counteroffensive, February-March 1943* (United States: Schiffer Publishing, 2000). For information on this battle, commonly referred to as one of Germany's final major successes on the Eastern Front, see Nipe's work.

<sup>17</sup> David M. Glantz, "Vatutin," 294.

approximately forty percent of its armour during its two failed attempts to break out of the Bukrin bridgehead and liberate Kiev. The fighting to expand the Lyutezh bridgehead in the north was equally severe, and the 13th, 60th, and 38th Armies also suffered considerable casualties. Recognizing the need for a new plan, on 22 October Vatutin consulted with his staff and requested *Stavka*'s permission to reposition his Front's main effort from Bukrin to Lyutezh, and asked for additional forces to continue the offensive.<sup>18</sup>

Replying two days later, *Stavka* denied his request for additional forces, but agreed that the terrain near Bukrin was not favourable to armoured operations, and approved his request to shift the focus of his offensive to the north with this message: "Regroup the First Ukrainian Front's forces for the purpose of strengthening the *Front's* right wing, with the immediate task of defeating the enemy's Kiev group of forces and capturing Kiev."<sup>19</sup> It is curious that *Stavka* (and Vatutin) considered Lyutezh more suitable for armoured operations. Col.Gen. Moskalenko, commander of 40th Army in Bukrin until assigned command of 38th Army in Lyutezh on 27 October, later remarked that "The [Lyutezh] bridgehead resembled an isosceles triangle ... The north-south breadth of the bridgehead was 19-20 kilometres. A large part of it was forested."<sup>20</sup>

Despite the rough terrain conditions, Lyutezh was a favourable jumping-off point for the Kiev Offensive Operation due to the element of surprise, a critical component for successful operations. In his memoir, Moskalenko notes that throughout October 1943, German forces reacted promptly to attacks from Bukrin and gathered forces there to block the First Ukrainian Front's advance.<sup>21</sup> The *Wehrmacht* was focused on Bukrin, and by reorienting the offensive to Lyutezh, Vatutin increased the odds of surprising *4. Pz.Arme*e. To achieve this, Vatutin had to relocate his primary exploitation force, Rybalko's 3rd Guards Tank Army, to Lyutezh, ordering that Rybalko's forces implement strict *Maskirovka* procedures to deceive German intelligence. First Ukrainian Front's forces in Bukrin used a variety of techniques to conceal the regrouping, including positioning mock armoured vehicles in Bukrin, simulating traffic movements, and crossing the Dnieper on partially submerged bridges; by 2 November, the regrouping was completed.<sup>22</sup>

Some historiographical ambiguity exists regarding the success of this *Maskirovka* effort. For example, *Stavka*'s study of the Kiev Offensive Operation states that First Ukrainian Front was only partially successful in concealing the regrouping.<sup>23</sup> In his memoir, Moskalenko makes a bolder claim,

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<sup>18</sup> Glantz, *Soviet Military Deception*, 263.

<sup>19</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*, 82.

<sup>20</sup> Kirill Moskalenko, *The Southwestern Theater*, 196-197.

<sup>21</sup> Kirill Moskalenko, *The Southwestern Theater*, 183, 186-189.

<sup>22</sup> Glantz, *Soviet Military Deception*, 265-268; Prit Buttar, *Retribution*, 375. The debate about whether *4. Pz.Arme*e detected Rybalko's regrouping to Lyutezh or not primarily emanates from Moskalenko's memoir.

<sup>23</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*, 85.

asserting that “The enemy had not expected an attack from the [Lyutezh] bridgehead ... That was later confirmed by Manstein, commander of Army Group South. No one on his staff knew of the redeployment of Soviet forces to the [Lyutezh] bridgehead.”<sup>24</sup> In contrast, David Glantz uses *H.Gr. Süd* and *4. Pz.Armees* intelligence documents to show that although they knew 3rd Guards Tank Army was being redeployed for an operation against Kiev, the Germans did not anticipate its use in Lyutezh in the first days of November.<sup>25</sup>

*Stavka*’s assertion of partial success and Glantz’s conclusions are most accurate. While the intelligence section of *4. Pz.Armees* headquarters did recognize that First Ukrainian Front was moving forces into Lyutezh, having been advised by *H.Gr. Süd* on 30 October that “It can be assumed that the [3rd Guards Tank Army] will be deployed in the area of the [38th Army, then in Lyutezh],” as late as 5 November *4. Pz.Armees* failed to confirm that 3rd Guards Tank Army was west of the Dnieper, despite facing it in combat near Lyutezh since 3 November, when the Kiev Offensive Operation was launched.<sup>26</sup> Although they detected the Front’s buildup in Lyutezh for several days, German intelligence at *4. Pz.Armees*’ level failed to identify the scope and timing of the renewed offensive in the north, resulting in terrible consequences. Over the course of the war on the *Ostfront*, German intelligence failures grew more common, with correspondingly disastrous results. These failures were present throughout the *XLVIII. Pz.Korps*’ counterattack and will be discussed again in Chapter Five.

The first phase of the Kiev Offensive Operation centred on Col.Gen. Moskalenko’s 38th and Lt.Gen. Rybalko’s 3rd Guards Tank Army pushing south and capturing Kiev with support provided by Lt.Gen. V.K. Baranov’s I Guards Cavalry Corps, which was directly subordinated to First Ukrainian Front, but ordered to work closely with Rybalko’s army.<sup>27</sup> In the north, Lt.Gen. Ivan Danilovich Chernyakhovskii’s 60th Army was to advance west-southwest, while the 13th, 40th, and 27th Armies were to apply pressure on German defences from other bridgeheads farther north and south. After Kiev’s liberation, Moskalenko, Rybalko, and Chernyakhovskii were to exploit their tactical breakthroughs into *4. Pz.Armees*’ operational depths and expand the Kiev bridgehead, including capturing the towns of Fastov and Belaya Tserkov’ south of Kiev, and Zhitomir in the west.<sup>28</sup> By liberating Kiev and drastically expanding the Red Army’s foothold on the west bank of the Dnieper, *H.Gr. Süd*’s position along its entire

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<sup>24</sup> Kirill Moskalenko, *The Southwestern Theater*, 211.

<sup>25</sup> Glantz, *Soviet Military Deception*, 267-270, 272-273.

<sup>26</sup> *Pz.A.O.K.4 Ic Tätigkeitsbericht Anlage 2, Ic-Morgen u. Abend-Meldungen*, Frame 636; Glantz, *Soviet Military Deception*, 270.

<sup>27</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 89-90, 94; David Glantz, *Companion to Colossus Reborn* (Lawrence: University Press of Kansas, 2005), 83.

<sup>28</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*, 89-90; Prit Buttar, *Retribution*, 378.



frontline would be threatened, and the Red Army would have a sizable base from which to launch winter operations to liberate the remainder of German-occupied Ukraine.

The below table lists *Stavka*'s accounting of the manpower and materiel strengths of the 60th, 38th, and 3rd Guards Tank Armies from 31 October 1943. Although these figures are uncorroborated by other sources and date from 31 October and not 3 November, when the Kiev Offensive Operation began, they are the most accurate figures that can be obtained as of writing:

| <b>Formation</b>       | <b>Manpower</b> | <b>Artillery<sup>30</sup></b> | <b>Armoured Vehicles</b> |
|------------------------|-----------------|-------------------------------|--------------------------|
| 60th Army              | 86,281          | 1,519                         | 78                       |
| 38th Army              | 127,226         | 2,368                         | 108                      |
| 3rd Guards Tank Army   | 25,282          | 409                           | 352                      |
| I Guards Cavalry Corps | 16,296          | 223                           | 90                       |

These formations grossly outnumbered their German opponents in terms of men and materiel. To oppose these forces, 4. *Pz.Armees*'s subordinate VII. *Armeekorps* (Seventh Army Corps, VII. *A.K.*) and XIII. *Armeekorps* (Thirteenth Army Corps, XIII. *A.K.*), commanded by *Generäle der Infanterie* (Generals of Infantry, equivalent to Lieutenant General) Anton Dostler and Arthur Hauffe, respectively, could only field six *Infanterie Divisionen* (two of which could only operate as regimental-sized *Kampfgruppen*, or battlegroups), the 20. *Panzergrenadier Division* (Twentieth Armoured Infantry Division, 20. *Pz.Gren.Div.*), and two considerably weakened *Panzerdivisionen*: the 7. *Panzer Division* (Seventh Tank Division, 7. *Pz.Div.*) and 8. *Panzer Division* (Eighth Tank Division, 8. *Pz.Div.*).<sup>31</sup> The 7. *Pz.Div.*, commanded by *Generalleutnant* (Major General, *Gen.Lt.*) Hasso von Manteuffel, reportedly possessed just 31 operable *Panzerkampfwägen* (tanks, *Panzers*) on 3 November, while *Generalmajor* (Brigadier General, *Gen.Maj.*) Gottfried Froelich's 8. *Pz.Div.* reported just 23 armoured vehicles (tanks, tank destroyers, self-propelled guns) operable on 1 November 1943 – hardly enough armoured strength to contest that of the four Soviet formations referenced above.<sup>32</sup>

Another factor to consider was the First Ukrainian Front's superiority in available air assets in support of the offensive. *Stavka* does not provide precise numbers of aircraft assigned to Lt.Gen. S.A.

<sup>29</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*, 209-223.

<sup>30</sup> This includes artillery, mortars, and rocket launcher platforms.

<sup>31</sup> William McCroden and Thomas Nutter, *German Ground Forces of World War II* (El Dorado Hills: Savas Beatie, 2019), 111, 113, 139, 141.

<sup>32</sup> David Glantz, ed. *From the Dnepr to the Vistula*, 87; Samuel Mitcham, *The Panzer Legions* (Mechanicsburg: Stackpole, 2007), 82-83, 88, 90; Kamen Nevenkin, *Fire Brigades*, 259-260.

Krasovsky's 2nd Air Army in its 1946 operational analysis, although it does mention the air army's plan to launch 904 sorties with at least 295 aircraft of various types to support the 38th and 3rd Guards Tank Armies on the first day of the operation.<sup>33</sup> Using figures from 10 October for the German side, *Luftlotte 4* (Air Fleet 4) had 562 combat and reconnaissance aircraft operational, although this air force was supporting the entirety of *H.Gr. Süd* and *Heeresgruppe A* (Army Group A, *H.Gr. A*) at that time; *4. Pz.Arme*e was only supported by the *VIII. Fliegerkorps* (Eighth Air Corps, *VIII. Fl.Korps*), commanded by *Gen.Maj.* Hans Seidemann.<sup>34</sup> Even with a lack of information on the equipment status of *VIII. Fl.Korps* from early November 1943, its strength can be estimated by dividing the overall strength of *Luftlotte 4* – roughly 562 operational aircraft – due to the fact that its commander would have had to distribute his airpower amongst his three *Fl.Korps*' somewhat evenly, given the defensive fighting taking place across the entire southern frontline. Keeping these figures in mind and considering later accounts from *Stavka*'s study and German archival sources, it becomes clear that Krasovsky's forces held air superiority on 3 November 1943 and for the duration of the *XLVIII. Pz.Korps*' counterattack.

It was under these conditions of Soviet numerical superiority (and operational-level surprise due to 3rd Guards Tank Army's concealed regrouping) that the Kiev Offensive Operation began. At 8.00am on 3 November, Moskalenko unleashed his artillery and breakthrough forces against *4. Pz.Arme*e's weakly held frontline, with Rybalko's exploitation units following in their wake. In the skies above, 2nd Air Army launched 938 tactical bombing, air superiority, and reconnaissance sorties, slightly more than it had planned. After surmounting initial difficulties maneuvering through the heavily forested terrain near Lyutezh, Kiev was liberated on 6 November. Facing intense pressure from the Soviet south and southwestern advance, *VII. A.K* retreated south-southwest, and the *XIII. A.K.* retreated towards Zhitomir under pressure from 38th Army's right-flank forces. Farther north, I Guards Cavalry Corps and elements of 60th Army pushed *4. Pz.Arme*e's third corps, the *LIX. Armeekorps*, toward Korosten.<sup>35</sup>

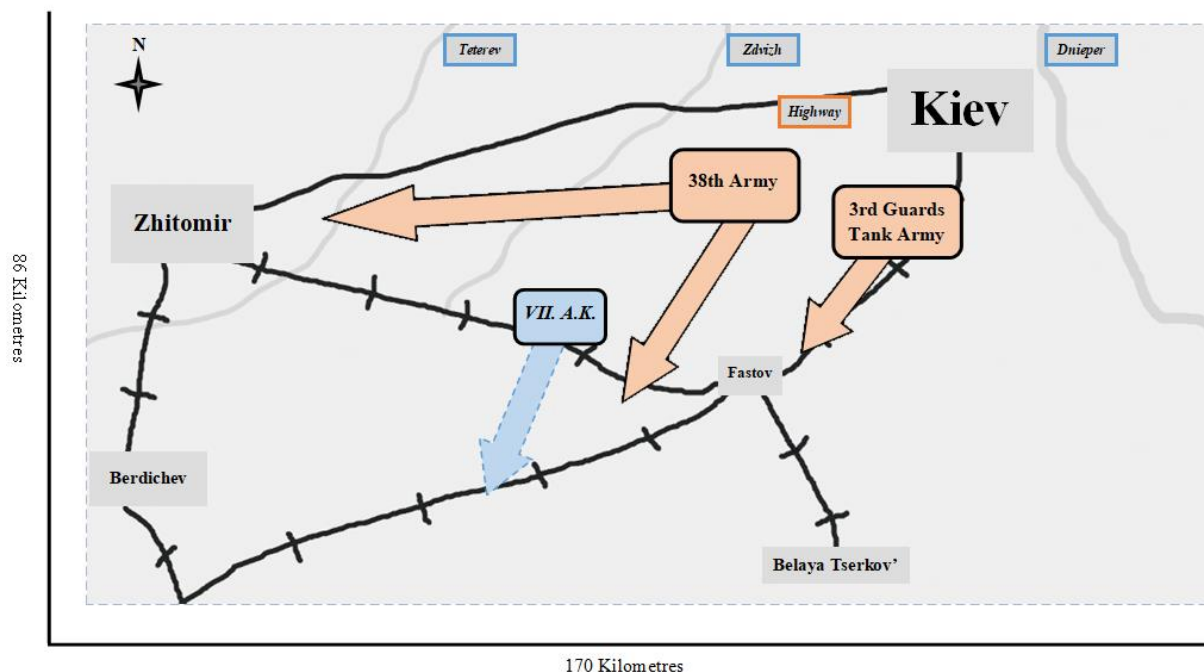
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<sup>33</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*, 99; David Glantz, *Companion to Colossus Reborn*, 68-69.

<sup>34</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 363-364; E.R. Hooton, *The Luftwaffe: A Study in Air Power, 1933-1945* (Surrey: Classic Publications, 2010), 166, 173. In May 1943 *Gen.Maj.* Seidemann assumed command of *VIII. Fl.Korps* from *Gen.Maj.* Martin Fiebig.

<sup>35</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*, 111-121; Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 368.

MAP 1: THE KIEV OFFENSIVE OPERATION'S SOUTHERN FLANK, 6-7 NOVEMBER



As 3rd Guards Tank Army raced south towards Fastov, 38th Army continued advancing along two diverging axes, with its left flank advancing south and its right flank moving west toward Zhitomir. Urged on by an over-eager Vatutin, Moskalenko's flanks were not only moving out of mutually-supporting range, but his subordinate corps were having difficulty controlling their frontline units; Soviet logistics also strained under the distances covered by the army.<sup>36</sup> Difficulties with troop control caused by this overextension would plague 38th Army (and 3rd Guards Tank Army) over the following days, and provide an opportunity for the incoming *XLVIII. Pz.Korps* to exploit.

For now, *4. Pz.Arme*e had little recourse but to withdraw its forces as far northwest, west, southwest, and south as possible, lest they be destroyed by First Ukrainian Front's onslaught. As Rybalko and Moskalenko's forces marched past Kiev, Gen. Vatutin had much to be proud of. By liberating one of the Soviet Union's largest cities, he had redeemed his reputation after the winter disaster at Kharkov. His next task was to secure his Front's hard-won bridgehead on the Dnieper's west bank. He had to be cautious, however; the Germans would not sit idly by.

<sup>36</sup> *Stavka*, ed. Richard Harrison, *The Battle of the Dnepr*, 142-143.

## CHAPTER TWO: BACKGROUND TO THE COUNTERATTACK AND THE BATTLE FOR FASTOV, 7-11 NOVEMBER

As 38th Army's left flank forces raced southwest alongside 3rd Guards Tank Army, *Gen.O.* Hoth and *G.F.M.* Manstein were faced with an existential problem. If *4. Pz.Arme*e could not stop the Soviet advance and the gaps between the *VII.*, *XIII.*, and *LIX. A.K.* 's continued to grow, Vatutin would achieve a significant operational victory and threaten *H.Gr. Süd*'s entire frontline. If First Ukrainian Front pivoted south after *4. Pz.Arme*e's destruction, it would be well-positioned to strike into *H.Gr. Süd*'s rear area and isolate four German armies (*8. Arme*e, *1. Pz.Arme*e, *6. Arme*e and *17. Arme*e) in southern Ukraine. Adding to the precarious German situation was the widening gap between the left wing of *4. Pz.Arme*e and the right wing of *H.Gr. Mitte*. At its peak, the gap grew to one-hundred kilometres – a sizable area where no German units were positioned to contain the Red Army.<sup>1</sup>

In command of *H.Gr. Süd*, Manstein was overwhelmed by the Red Army's offensives across his frontline. With the strategic initiative wrested from his hands, Manstein was constantly on the backfoot, forced to react to events rather than be proactive in conducting his own offensives. Forced to make difficult decisions as to where his dwindling combat power should be allocated, on 7 November Manstein flew to Germany to meet with Hitler and discuss the situation.<sup>2</sup>

In his memoir *Lost Victories*, Manstein wrote about the deteriorating situation near Kiev and the debate he had with Hitler about relocating reinforcements on route to *H.Gr. Süd*'s southern sector for a *4. Pz.Arme*e counterattack; these reinforcements were the *LSSAH*, *1. Pz.Div.*, and *25. Pz.Div.* According to Manstein:

It was now absolutely essential that we intervene at Kiev with all three of the armoured divisions now arriving. Hitler retorted that there were both military and political reasons why we must achieve the success now offered to us in the area of the Lower Dnieper ... While thoroughly appreciating Hitler's motives [for deploying incoming reinforcements in the south], I insisted that the risk on our northern wing was becoming too great. If things went wrong with [*4. Pz.Arme*e], the fate of [*H.Gr. Süd*] and [*H.Gr. A* in Crimea] would be sealed sooner or later.<sup>3</sup>

Manstein wanted to retreat from Crimea and cancel a planned counteroffensive by *1. Pz.Arme*e, arguing that it was necessary to deploy *17. Arme*e elsewhere along the front. In characteristic fashion, Hitler demurred on the issue. As head of the German state, he was concerned about the political ramifications that a retreat from Crimea would have for his relations with Bulgaria, Romania, and Turkey. Hitler was

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<sup>1</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 367-368.

<sup>2</sup> Prit Buttar, *Retribution*, 393.

<sup>3</sup> Erich von Manstein, transl. Anthony G. Powell, *Lost Victories*, 487.

also adamant that the Nikopol region, a vital source of manganese ore and other raw materials, needed to be held for economic reasons.<sup>4</sup>

Manstein responded that these concerns were irrelevant if *H.Gr. Süd*'s left flank collapsed entirely. Finally, after much prodding, Hitler acquiesced, but only partially. He would not allow *17. Armee* to evacuate Crimea or cancel *1. Pz.Armees*' counteroffensive, but he would allow the *LSSAH*, *1. Pz.Div.*, and *25. Pz.Div.* to be rerouted to *4. Pz.Armees*.<sup>5</sup> By meeting with Hitler, Manstein achieved a partial success. While his forces remained overstretched, he was able to secure two of Germany's strongest *Panzerdivisionen* (*LSSAH* and *1. Pz.Div.*) and an additional formation (*25. Pz.Div.*) for a counterattack near Kiev.

Commanded by *SS-Oberführer (Obf.)* Theodor Wisch, the *LSSAH* had participated in *Unternehmen Zitadelle* in July 1943, after which its troops enjoyed a respite in Italy before returning to the *Ostfront* in November.<sup>6</sup> The division was organized with one *Panzer* regiment (*SS-Pz.Rgt. 1*) divided into two *Panzer* battalions, the first (*I./SS-Pz.Rgt. 1*) armed with the new *Panther* medium tank, and the second (*II./SS-Pz.Rgt. 1*) with the latest models of the *Panzerkampfwagen IV (Pz.Kfw. IV)*.<sup>7</sup> Notably, and unique to Germany's *Waffen-SS Panzerdivisionen*, a heavy *Panzerkampfwagen VI (Tiger)* tank company was integrated into *SS-Pz.Rgt. 1* (the *13./SS-Pz.Rgt.1*).<sup>8</sup> Even more unique was that *13./SS-Pz.Rgt. 1* was unusually overstrength in early November 1943, with an authorized strength of 27 *Tigers*, although four of these vehicles were undergoing lengthy repairs on 1 November, leaving the company with 23 *Tigers* operational or undergoing short-term maintenance.<sup>9</sup> Having been able to rest and refit while conducting low-intensity security operations in Italy, the *LSSAH* was one of the strongest and most experienced divisions in the entire German armed forces in November 1943. See Tables 2.1 and 2.2 below for numbers on the *LSSAH*'s manpower and equipment strength.

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<sup>4</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 367.

<sup>5</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 367, 369; Prit Buttar, *Retribution*, 392-393.

<sup>6</sup> Mark Yerger, *Waffen-SS Commanders: The Army, Corps, and Divisional Leaders of a Legend, Krüger to Zimmermann* (Atglen: Schiffer Publishing, 1999), 322-325; Thomas Fischer, *Soldiers of the Leibstandarte* (Winnipeg: J.J. Fedorowicz Publishing, 2008), 350.

<sup>7</sup> Kamen Nevenkin, *Fire Brigades*, 790-791.

<sup>8</sup> Thomas Jentz (ed.), *Panzertruppen*, 63-68.

<sup>9</sup> Patrick Agte, *Michael Wittman and the Waffen-SS Tiger Commanders of the Leibstandarte in WWII* (Lanham: Stackpole Books, 2021), 161.

| Table 2.1: LSSAH Manpower & Equipment Strength – 1 November 1943 <sup>10</sup> |                                  |                        |                       |                |              |                                     |
|--|----------------------------------|------------------------|-----------------------|----------------|--------------|-------------------------------------|
|  | <i>PzKfw. I +<br/>Pz.Kfw. II</i> | <i>Pz.Kfw.<br/>III</i> | <i>Pz.Kfw.<br/>IV</i> | <i>Panther</i> | <i>Tiger</i> | <i>StuG/StuH<br/>(Assault Guns)</i> |
| <b>Operational</b>   | 7                                | 15                     | 77                    | 24             | 17           | 42                                  |
| <b>Undergoing Quick<br/>Repair<sup>11</sup></b>                                | 3                                | 4                      | 6                     | 63             | 6            | 4                                   |

| Table 2.2: LSSAH on 1 November 1943 (contd.) |                         |                                     |   |                             |                      |
|--|-------------------------|-------------------------------------|---|-----------------------------|----------------------|
|  | <i>SPW<sup>12</sup></i> | <b>Self-Propelled<br/>Artillery</b> | <b>Self-Propelled<br/><i>PaK<sup>13</sup></i></b> | <b>Towed<br/><i>PaK</i></b> | <b>Manpower</b>      |
| <b>Operational</b>                           | 133 <sup>14</sup>       | 21                                  | 13  | N/A                         | 22,190 <sup>15</sup> |
| <b>Undergoing Quick<br/>Repair</b>           | 51                      | 8                                   | 13  | N/A                         | NIL                  |

The LSSAH was joined by the *I. Pz.Div.*, commanded by *Generalleutnant (Gen.Lt.)* Walter Krueger.<sup>16</sup> Unfortunately, *I. Pz.Div.*'s strength report from 1 November 1943 cannot be located within the available source material, but the figures for 1 October (see Tables 2.3 and 2.4 below) are useful for approximating the division's strength in early November, considering it did not see combat in October 1943. Reporting a 1 October strength of 16,820 personnel, this number increased in November 1943 when *I./Pz.Rgt. 1*, the division's *Panther* battalion, rejoined Krueger's forces after equipping with new

<sup>10</sup> *Pz.A.O.K.4 O.Qu., Tätigkeitsberichte v. d. Abteilungen Anlage 13 zum KTB*, dated 11 November 1943, Frames 8681695-8681700.

<sup>11</sup> Quick repairs were those expected to take less than three weeks before the vehicle could be returned to service and are important when considering overall strength, as *Panzers* frequently cycled between combat and repairs throughout operations.

<sup>12</sup> For the sake of simplicity, *Schützen Panzerwagen* (motorized/mechanized infantry vehicles) and *Panzerspähwagen* (armoured reconnaissance vehicles) and other combat vehicles except for tanks, assault guns, tank destroyers, and self-propelled artillery are combined under *SPW*.

<sup>13</sup> *Panzerabwehr Kanone*, shortened to *PaK*, were antitank guns. German strength reports frequently differentiated between self-propelled *PaK*, or tank destroyers, and horse drawn *PaK*.

<sup>14</sup> *Pz.A.O.K.4 O.Qu., Tätigkeitsberichte v. d. Abteilungen Anlage 13 zum KTB*, dated 11 November 1943, Frame 8681699. A note in the margin states that 37 additional *SPW* were assigned to the LSSAH but had yet to arrive.

<sup>15</sup> Kamen Nevenkin, *Fire Brigades: The Panzer Divisions*, 767.

<sup>16</sup> Samuel Mitcham, *The Panzer Legions: A Guide to the German Army Tank Divisions of WWII and Their Commanders* (Mechanicsburg: Stackpole Books, 2007), 42-43.

vehicles. Fully armed with 76 *Panthers*, *I./Pz.Rgt. 1* rejoined its division for operations in mid-November and played an important role in the *XLVIII. Pz.Korps*' counterattack.<sup>17</sup>

|                                | <i>Pz.Kfw. III</i> | <i>Pz.Kfw. IV</i> | <i>SPW</i> | Artillery | Self-Propelled <i>PaK</i> |
|--------------------------------|--------------------|-------------------|------------|-----------|---------------------------|
| <b>Operational</b>             | 6 <sup>19</sup>    | 63                | 313        | 62        | 20                        |
| <b>Undergoing Quick Repair</b> | 1                  | 1                 | 6          | 0         | 0                         |

|                                | Towed <i>PaK</i> | Manpower |
|--------------------------------|------------------|----------|
| <b>Operational</b>             | 34               | 16,820   |
| <b>Undergoing Quick Repair</b> | 5                | NIL      |

Adding to *I. Pz.Div.*'s strength was its combat troops' high level of combat experience. According to the testimony of *I. Pz.Div.* veteran Rolf Stoves, who served as a *Leutnant* (Second Lieutenant, *Lt.*) in *II./Pz.Rgt. 1* in November 1943, the division was well-experienced in *Ostfront* combat: "The state of my division was such that we were very lucky to have received back to the division most of our people injured during the years 1941-1942. Most of our NCOs [non-commissioned officers, hereafter *Unteroffiziere*], in schools or elsewhere, were able to return to us."<sup>20</sup> For example, in September 1943 *I. Pz.Div.* received 237 reinforcements, 113 of which were convalescents returning to the division after recovery from injury or illness.<sup>21</sup> In a written statement accompanying the 1 October strength report, Krueger also praised his division's combat value, writing that the "Combat value of the troops is good. The division is 'suitable for any offensive task.'"<sup>22</sup> Together, the *LSSAH* and *I. Pz.Div.* were a potent source of combat power, ready for any type of deployment.

Like *I. Pz.Div.*, *25. Pz.Div.*'s 1 October strength report is relevant to this study as the division did not see combat in October 1943 (see Tables 2.5 and 2.6 below). Commanded by *Gen.Lt.* Adolf von Schell, *25. Pz.Div.* was one of the *Heer*'s newest formations, formed in Norway in May 1941 but only

<sup>17</sup> *OKH Gen Insp. Der Pz.Truppen, Zustandberichte*, 1 June-1 December 1943, Frame 498; Danny Bauer, *Die Pantherabteilung der I. Panzer-Division: Band 1, Geschichte der I. Abteilung des Panzerregimentes 1 (Panther) 1943/1944* (Germany: Traditionsbuchreihe, 2020), 68-69, 80.

<sup>18</sup> *OKH Gen Insp. Der Pz.Truppen, Zustandberichte*, 1 June-1 December 1943, Frame 498.

<sup>19</sup> These *Pz.Kfw. III* were equipped with a flamethrower instead of a main tank gun.

<sup>20</sup> David Glantz, ed. *From the Dnepr to the Vistula*, 75.

<sup>21</sup> Kamen Nevenkin, *Fire Brigades: The Panzer Divisions*, 91-92.

<sup>22</sup> *OKH Gen Insp. Der Pz.Truppen, Zustandberichte*, 1 June-1 December 1943, Frame 499.

gradually staffed and assigned combat units throughout late 1942 and early 1943.<sup>23</sup> In the existing literature of the *XLVIII. Pz.Korps*' counterattack, *25. Pz.Div.* is described as being in a pitiful state of readiness due to its inadequate training and minimal combat experience.<sup>24</sup> This assertion is corroborated by its 1 October strength report, which states that "Due to partial reorganization and restructuring, the tactical and technical training of the units concerned is not yet at a high level."<sup>25</sup> Later that month, two more reports espoused negative opinions about the *25. Pz.Div.*'s capabilities and pointed out the negative implications of the recent removal of trained manpower from the division for deployment elsewhere.<sup>26</sup>

| <b>Table 2.5: 25. Pz.Div. Manpower &amp; Equipment Strength – 1 October 1943<sup>27</sup></b> |                    |                             |             |            |           |
|---|--------------------|-----------------------------|-------------|------------|-----------|
|   | <i>Pz.Kfw. III</i> | <i>Pz.Kfw. IV</i>           | <i>StuG</i> | <i>SPW</i> | Artillery |
| <b>Operational</b>  | 8                  | 43 (+21, +19) <sup>28</sup> | 10          | 143        | 48        |
| <b>Undergoing Quick Repair</b>  | 0                  | 10                          | 0           | 2          | 2         |

| <b>Table 2.6: 25. Pz.Div. on 1 October 1943 (contd.)</b> |                  |          |
|--|------------------|----------|
|  | Towed <i>PaK</i> | Manpower |
| <b>Operational</b>                                       | 24               | 14,481   |
| <b>Undergoing Quick Repair</b>                           | 0                | NIL      |

Another factor affecting the *25. Pz.Div.*'s capability was its shortage of junior combat leaders. On 1 October, the division had a 14% shortfall in *Unteroffiziere* and 11% in *Offiziere* (Officers) – see Table 2.7 below:

| <b>Table 2.7: 25. Pz.Div. Manpower Details – 1 October 1943<sup>29</sup></b> |                  |                       |                     |        |
|--|------------------|-----------------------|---------------------|--------|
|  | <i>Offiziere</i> | <i>Unteroffiziere</i> | <i>Mannschaften</i> | Total  |
| <b>Authorized Strength</b>   | 468              | 3,189                 | 11,595              | 15,252 |

<sup>23</sup> Samuel Mitcham, *The Panzer Legions*, 179-180.

<sup>24</sup> Prit Buttar, *Retribution*, 397.

<sup>25</sup> *OKH Gen Insp. Der Pz.Truppen, Zustandberichte*, 1 June-1 December 1943, Frame 622.

<sup>26</sup> Nevenkin, *Fire Brigades*, 547.

<sup>27</sup> *OKH Gen Insp. Der Pz.Truppen, Zustandberichte*, 1 June-1 December 1943, Frame 621; Kamen Nevenkin, *Fire Brigades*, 546-547. The *25. Pz.Div.* reported it had 66 operational *Panthers* on 1 October, but these belonged to the first battalion of *Panzer-Regiment 26*, which was only temporarily attached to the division and remained in France in October 1943.

<sup>28</sup> Kamen Nevenkin, *Fire Brigades*, 547-548: 21 and 19 additional *Pz.Kfw. IV* were delivered to *II./Pz.Rgt. 9* on 18 and 26 October, respectively.

<sup>29</sup> *OKH Gen Insp. Der Pz.Truppen, Zustandberichte*, 1 June-1 December 1943, Frame 621.



|  |     |       |        |        |
|--|-----|-------|--------|--------|
| <b>Actual Strength</b>                   | 416 | 2,740 | 11,325 | 14,481 |
| <b>Percentage of Authorized Strength</b> | 89% | 86%   | 98%    | 95%    |

Compounding the effects of these shortfalls was not just the recent removal of experienced personnel, but their replacement with 1,000 recruits born in 1925, making them just eighteen years old at the time.<sup>30</sup> While *25. Pz.Div.* was adequately armed with equipment by November 1943, including with 83 *Pz.Kfw. IVs*, it was qualitatively much weaker than the *LSSAH* or *1. Pz.Div.* Partly compensating for its deficiencies was the attachment of *Schwere Panzer Abteilung 509* (Heavy Tank Battalion 509, *s.Pz.Abt. 509*), armed with 45 *Tigers* which travelled to the *Ostfront* alongside Schell's forces. However, despite its formidable array of 45 *Tigers* organized into three companies, *s.Pz.Abt. 509* was only formed in late August 1943 from veterans of the *22. Panzer Division* after its destruction at Stalingrad the previous winter. It too was an inexperienced unit, and on 17 October 1943 the battalion received a negative inspection report, but was sent to the *Ostfront* regardless.<sup>31</sup>

Commanded by *SS-Gruppenführer und Generalleutnant der Waffen-SS (Gruf.)* Walter Krüger (not to be confused with Walter Krueger, commander of *1. Pz.Div.*), *Das Reich* had been in combat on the *Ostfront* since *Unternehmen Zitadelle*.<sup>32</sup> In October 1943 the division was in a considerably weakened state, resembling no more than a *Kampfgruppe* of assorted infantry and armoured units, but remained in combat east of Belaya Tserkov', near Bukrin.<sup>33</sup> Several months of retreat and demanding fighting had taken their toll as *Das Reich*'s 1 November report listed only 391 *Offiziere*, just 46% of its authorized strength, 2547 *Unteroffiziere* (60%) and 10,926 *Mannschaften* (enlisted men) (70%) with the division. Its combat effectiveness was also hindered by an influx of fresh recruits, including 559 replacements in October compared to 188 convalescents returning to combat.<sup>34</sup> The armoured strength of *Das Reich* was similarly sapped, although its integral *Tiger* company, *8./SS-Pz.Rgt. 2*, still had 10 *Tigers* operational on 1 November. Its artillery regiment (*SS-Pz.Art.Rgt. 2*) was strong, reporting 48 operational weapons with 4 undergoing repairs (see Tables 2.8 and 2.9 below).<sup>35</sup>

<sup>30</sup> Nevenkin, *Fire Brigades*, 547.

<sup>31</sup> Wolfgang Schneider, *Tigers in Combat: Volume I* (Lanham: Stackpole Publishing, 2020), 345.

<sup>32</sup> Mark Yerger, *Waffen-SS Commanders*, 19-21.

<sup>33</sup> Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 284-292; Nevenkin, *Fire Brigades*, 803-804.

<sup>34</sup> Wolfgang Schneider, *Das Reich Tigers* (Winnipeg: J.J. Fedorowicz Publishing, 2006), 366-367; Nevenkin, *Fire Brigades*, 819-821.

<sup>35</sup> Wolfgang Schneider, *Das Reich Tigers*, 366-367.

| <b>Table 2.8: Das Reich Manpower and Equipment Strength –1 November 1943<sup>36</sup></b> |                        |                       |                |              |             |            |
|---|------------------------|-----------------------|----------------|--------------|-------------|------------|
|   | <i>Pz.Kfw.<br/>III</i> | <i>Pz.Kfw.<br/>IV</i> | <i>Panther</i> | <i>Tiger</i> | <i>StuG</i> | <i>SPW</i> |
| <b>Operational</b>  | 6                      | 22                    | 0              | 10           | 5           | 113        |
| <b>Undergoing Quick Repair</b>  | 4                      | 10                    | 46             | 0            | 14          | 25         |

| <b>Table 2.9: Das Reich on 1 November 1943 (contd.)</b> |                  |                               |                  |                 |
|---|------------------|-------------------------------|------------------|-----------------|
|   | <b>Artillery</b> | <b>Self-Propelled<br/>PaK</b> | <b>Towed Pak</b> | <b>Manpower</b> |
| <b>Operational</b>                                      | 48               | 13                            | 7                | 14,203          |
| <b>Undergoing Quick Repair</b>                          | 4                | 11                            | 4                | NIL             |

Taken together, the strength figures for the *LSSAH*, *1. Pz.Div.*, *25. Pz.Div.*, *s.Pz.Abt. 509* and *Das Reich* – the forces that formed the bulk of the *XLVIII. Pz.Korps* counterattack – seem formidable. With roughly 558 armoured vehicles and 67,694 personnel (although not all personnel were assigned to combat units), these formations possessed a significant number of men and materiel. The issue that would confront *Gen.d.Pz.Tr.* Eberbach as he commanded the *Korps* during the counterattack's opening stage was not the materiel weakness of his subordinate divisions, but *25. Pz.Div.* and *Das Reich's* qualitative weaknesses and every division's hasty and poorly timed deployment southwest of Kiev.

In late October 1943, the *LSSAH* was ordered to move to Kirovograd in *H.Gr. Süd's* rear area, three-hundred kilometres south of Kiev. Due to the hectic nature of the division's embarkation process and a last-minute decision to send *I./SS-Pz.Rgt. 1* east before equipping it with the latest model of the *Panther*, the division traveled in three separate train groupings. The last grouping, containing *SS-Panzer Grenadier-Regiment 1* (*Waffen-SS* Armoured Infantry Regiment 1, *SS-Pz.Gren.Rgt. 1*), *SS-Panzer-Pionier-Bataillon 1* (*Waffen-SS* Combat Engineer Battalion 1, *SS-Pz.Pio.Btl. 1*), and *SS-Sturmgeschütz-Abteilung 1* (*Waffen-SS* Assault Gun Battalion 1, *SS-Stug.Abt. 1*), was only loaded onto its trains in Italy from 2-7 November, by which time the rest of the *LSSAH* was already in the east.<sup>37</sup>

<sup>36</sup> Wolfgang Schneider, *Das Reich Tigers*, 366-367.

<sup>37</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 305-309.

On 2 November the first *LSSAH* personnel arrived in Kirovograd and were subordinated to the *XLVIII. Pz.Korps* for administrative purposes.<sup>38</sup> For its part, the *XLVIII. Pz.Korps* had been deployed near Bukrin throughout October 1943, with its *Hauptquartier* (Headquarters) based in Maslo, approximately ninety-five kilometres southeast of Kiev and just seventy kilometres east of Belaya Tserkov', where it would eventually deploy. In another indication that *4. Pz.Armee* and *H.Gr. Süd*'s leadership did not expect First Ukrainian Front to launch the Kiev Offensive Operation on 3 November, on 30 October *XLVIII. Pz.Korps* was ordered to transfer control of its frontline to *Gen.d.Pz.Tr.* Walter Nehring's *XXIV. Panzerkorps* (Twenty-Fourth Tank Corps, *XXIV. Pz.Korps*) and relocate to the Kirovograd area.<sup>39</sup> *Gen.d.Pz.Tr.* Eberbach and his *Hauptquartier* staff began their roughly one-hundred and forty-five-kilometre march south the following morning, arriving west of Kirovograd late in the day.<sup>40</sup> As more *LSSAH* units arrived near Kirovograd and disembarked from their transport trains, the Kiev Offensive Operation smashed *4. Pz.Armee*, and Manstein sought to gain Hitler's approval to redirect the *LSSAH* north to the Belaya Tserkov'-Fastov area, along with Eberbach's *XLVIII. Pz.Korps*, which itself was given less than twelve hours to march back north and establish its *Hauptquartier* in Belaya Tserkov'.<sup>41</sup> Those *LSSAH* units already detrained in Kirovograd (excluding its tracked vehicles) were forced to conduct a road march along muddy roads amidst poor weather, while the remainder of the division detrained near Berdichev and Kazatin and moved east toward Belaya Tserkov'. Upon this group's arrival at the front on 14 November, other *LSSAH* units had already been fighting for several days.<sup>42</sup>

The story of the *13./SS-Pz.Rgt. 1*, the *LSSAH Tiger* tank company, is especially representative of the waste of time, excess strain placed on men and equipment, and piecemeal way the *LSSAH* relocated to Belaya Tserkov'. Like the rest of the *LSSAH*, the *Tigers* of *13./SS-Pz.Rgt. 1* were entrained in Italy and travelled through Austria to the east, reaching Kazatin on 3 November and Fastov on 4 November. Note that 4 November was one day after First Ukrainian Front launched the Kiev Offensive Operation, and by then *4. Pz.Armee* was already struggling to contain its advance. Even though *13./SS-Pz.Rgt. 1* was very close to 38th Army and 3rd Guards Tank Army's armoured spearheads, it remained under orders to assemble in Kirovograd far to the south, and the company continued to Krivoi Rog, where it detrained on 5 November and conducted a road march to Kirovograd. After Manstein persuaded Hitler to send the *LSSAH* north, *13./SS-Pz.Rgt. 1* was placed back on its trains on 10 November, detrained in Berdichev on 12 November, and immediately sent to Belaya Tserkov' where it deployed along the railroad line to

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<sup>38</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 308.

<sup>39</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, October 1943, Frame 949; William T. McCroden and Thomas E. Nutter, *German Ground Forces of World War II*, 174.

<sup>40</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, October 1943, Frame 950.

<sup>41</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 958.

<sup>42</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 308-309.

Fastov, having minimal time to prepare for the intense fighting to come. Importantly, the company arrived too late to participate in the desperate battle for Fastov, which will be discussed shortly.<sup>43</sup> Due to *H.Gr. Süd*'s chaotic situation, with Red Army offensives across its frontline and Manstein's lack of freedom to redirect reinforcements where he saw fit, the *LSSAH* lost at least one week to prepare for combat, and thus returned southwest of Kiev (where it had passed through just days prior) both unprepared for, and immediately forced into, intense fighting; as one *LSSAH* veteran put it, the manner in which they arrived near Kiev was "contrary to all tactical logic."<sup>44</sup>

The movement of the *1. Pz.Div.*, *25. Pz.Div.*, and *s.Pz.Abt. 509* faced the same challenges as the *LSSAH*. Due to their temporary detachment from *1. Pz.Div.*, the *Panther* tanks and *Panzertruppen* (tank troops) of *I./Pz.Rgt.1* only began moving east on 10 November, arriving in Kazatin and unloading on 14 November.<sup>45</sup> On 3 November, Soviet partisans destroyed a section of the railroad that the rest of the division was travelling along, halting their progress for several days before they were granted permission to conduct a road march to Kirovograd, where the division was to be subordinated to *8. Armee* for operations near Krivoi Rog. On 9 November, while the division was traversing roads in terrible condition, *1. Pz.Div.* was then ordered to the Belaya Tserkov' area, a change in direction that brought some of its units southwest of Kiev on 11 November. Due to Moskalenko's rapid advance, these *1. Pz.Div.* units, including its reconnaissance battalion, *Panzer-Aufklärungs-Abteilung 1* (Armoured Reconnaissance Battalion 1, *Pz.Aufkl.Abt. 1*), were forced into battle directly from the march, giving them no rest or time to familiarize themselves with the battlefield.<sup>46</sup>

Unfortunately for the *XLVIII. Pz.Korps*, the combat power of these two *Panzerdivisionen*, by far the most powerful of the four discussed so far, could not be brought to bear during the opening stages of the counterattack, which was centred on the Fastov-Belaya Tserkov' area. These two towns were vital logistics and railroad hubs close to the dividing line between *Gen.O.* Hoth's *4. Pz.Armee* and the neighbouring *8. Armee* (Eighth Army), and Vatutin was urging Moskalenko and Rybalko to quicken their pace and capture them.<sup>47</sup> The two divisions available to prevent this were *Das Reich*, moving into the Belaya Tserkov' area from the east, and *25. Pz.Div.*, whose units were travelling closer to *4. Pz.Armee*,

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<sup>43</sup> Wolfgang Schneider, *Tigers in Combat: Volume II* (Lanham: Stackpole Books, 2020), 88.

<sup>44</sup> Patrick Agte, *Waffen-SS Tiger Commanders*, 166.

<sup>45</sup> Danny Bauer, *Die Pantherabteilung der 1. Panzer-Division*, 70, 80.

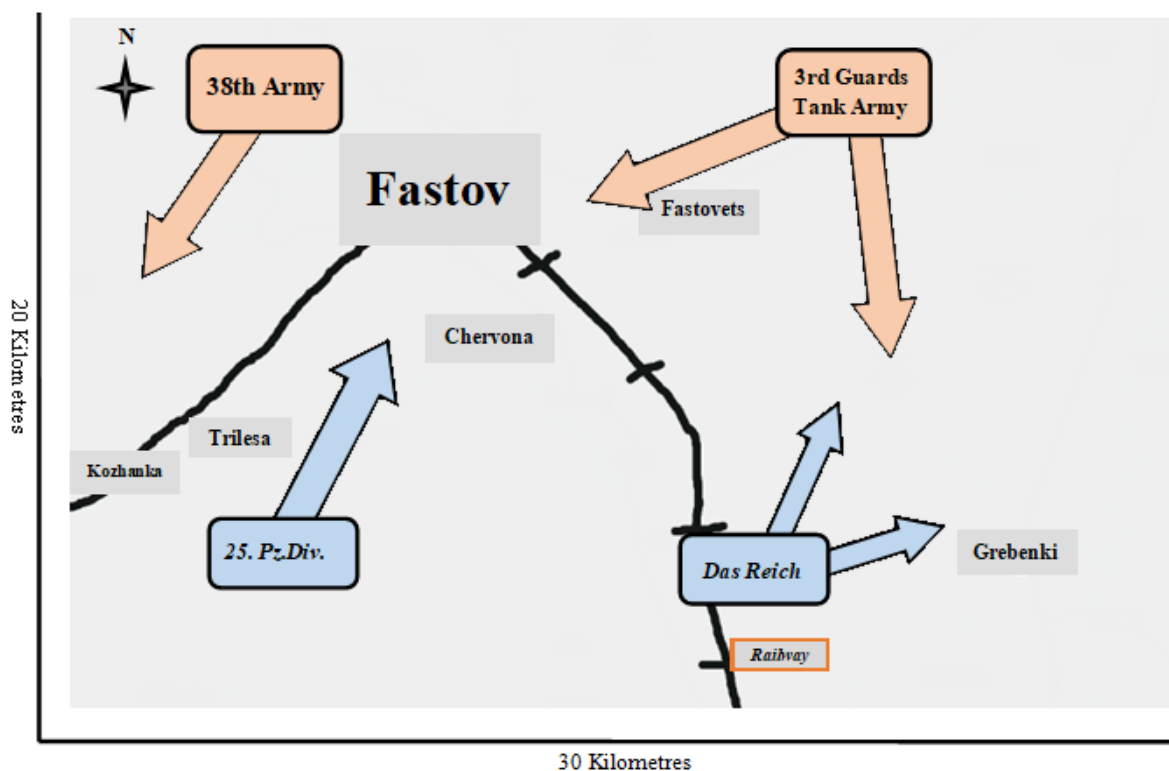
<sup>46</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frames 589-591.

<sup>47</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 122-125.

although they too ‘trickled’ into the area, with disastrous consequences for the division and the *XLVIII. Pz.Korps*’ ability to secure Fastov.<sup>48</sup>

Whilst travelling with parts of his division near *4. Pz.Armees* rear area on 6 November, *Gen.Lt.* Schell was ordered to march his division (or at least what units had arrived) to Fastov and secure the town before it fell to 3rd Guards Tank Army. Despite not yet having formal approval from Hitler to change *25. Pz.Div.*’s deployment plan, it seems that *G.F.M.* Manstein pre-emptively ordered the division to move southwest of Kiev due to the gravity of *4. Pz.Armees*’ situation. Accompanying his units on their road march, Schell travelled at the head of the column alongside *Pz.Gren.Rgt. 146*.<sup>49</sup> The unpaved road network was incredibly muddy, limiting the speed of the march. Heavy rainfall continued on 7 November, further delaying Schell’s troops. His original goal of reaching Fastov by 5.00am on 7 November was not met as the column was still thirty-eight kilometres away at that time.<sup>50</sup>

MAP 2: OPPOSING OPERATIONS NEAR FASTOV, 7-11 NOVEMBER



<sup>48</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frames 189-190; Wolfgang Schneider, *Tigers in Combat: Volume I*, 345. The *25. Pz.Div.* was hastily ordered north, as was *s. Pz.Abt. 509*, which had passed through Fastov on 4-5 November.

<sup>49</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frame 190; Rolf Stoves, *Die 22. Panzer-Division, 25. Panzer-Division*, 144-145.

<sup>50</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frame 190-192.

At approximately noon, when the column was nearing Trilesa, 9 kilometres southwest of Fastov, Schell received news from fleeing *Wehrmacht* rear-area personnel that Soviet units took the town earlier that morning.<sup>51</sup> Based on the available material, the reported Soviet units that occupied Fastov included the tanks and armoured infantry of Major General (Maj.Gen.) A.P. Panfilov's VI Guards Tank Corps and the 91st Tank Brigade, both subordinate to Rybalko's 3rd Guards Tank Army.<sup>52</sup> The precise strength of these units is difficult to ascertain due to a dearth of accessible Soviet sources, although *Stavka*'s study states that Panfilov's corps and the 91st Tank Brigade had 75 and 51 operational armoured vehicles on 31 October, respectively.<sup>53</sup> Given that these units naturally would have taken casualties from 3-7 November, these numbers should not be considered precise, but they do provide a rough understanding of the size of the Soviet force that *25. Pz.Div.* first encountered at Fastov on 7-8 November.

Knowing that the Red Army had seized Fastov, *Gen.Lt.* Schell and *Pz.Gren.Rgt. 146* began reconnoitring the area. The *9./Pz.Gren.Rgt. 146* established positions south of Fastov but quickly abandoned them once it received fire from T-34s (Red Army medium tanks) within the town; the company reported observing three to four of the vehicles accompanied by motorized infantry.<sup>54</sup> Considering that both VI Guards Tank Corps and 91st Tank Brigade were in the vicinity, the frightened *Panzergranadiere* of *9./Pz.Gren.Rgt. 146* had observed only a fraction of Soviet combat power in the area.

In fact, the situation south of Fastov was so dangerous that when driving back to Trilesa to meet the rest of his troops, Schell himself took fire from a T-34 that destroyed one of his staff vehicles. The situation along the march route was chaotic, with fleeing German rear service personnel and civilians streaming south. Seeing their fellow *Wehrmacht* servicemembers retreating, Schell's inexperienced troops were quickly demoralized and some troops from *II./Pz.Gren.Rgt. 146* began fleeing without having encountered any Soviet units. Schell pursued the retreating *Panzergranadiere* and rallied them into line, moving them back to Trilesa and ordering them to prepare overnight defensive positions. Meanwhile, ten kilometres away, as the two artillery batteries of *I./Pz.Art.Rgt. 91* were on their way to join Schell's group in Trilesa and provide support, radio operators tried to maintain radio contact with *9./Pz.Gren.Rgt. 146*, which remained south of Fastov.<sup>55</sup>

While *25. Pz.Div.*'s combat units remained widely dispersed on 7 November, the Soviets attacked Schell's Trilesa group in the afternoon with 4-5 tanks accompanied by infantry. After nightfall, he relocated his forces to a new position southwest, between Trilesa and Kozhanka. There was active

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<sup>51</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frame 193.

<sup>52</sup> David Glantz, *Companion to Colossus Reborn*, 91.

<sup>53</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 125, 221.

<sup>54</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frame 193.

<sup>55</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frame 194.

fighting that night, likely with advance units of Moskalenko's 38th Army, whose left-wing forces were advancing in tandem with Rybalko's troops.<sup>56</sup> Early the next morning, Schell dispatched a small group of *Panzergranadiere* and two towed *Panzerabwehrkanone* (antitank guns, *PaK*), likely numbering less than 150 troops, to advance through nearby Soviet positions and connect with *9./Pz.Gren.Rgt. 146*, but their attempt failed. Due to his poor radio connection, Schell had no idea of how the larger battlefield situation was unfolding, and he drove to Belaya Tserkov' to discuss the situation and understand what was expected of him. Upon his arrival, Schell was finally informed of his subordination to *Gen.d.Pz.Tr.* Eberbach's *XLVIII. Pz.Korps*, which was then organizing its *Hauptquartier* in the town. While *25. Pz.Div.*'s *Panzergranadiere* held their positions south of Fastov, the *Pz.Kfw. IVs* of *II./Pz.Rgt. 9* and artillery of *II./Pz.Art.Rgt. 91* arrived in Belaya Tserkov' via rail and were formed into a *Kampfgruppe* with *Pz.Gren.Rgt. 147*, under the command of *Oberstleutnant* (Lieutenant Colonel, *Oberstlt.*) Wechmar.<sup>57</sup> To bolster the *Kampfgruppe*'s firepower, the *Tigers* of *2./s.Pz.Abt. 509* were also subordinated to Wechmar's ad-hoc unit. Departing Belaya Tserkov' for Fastov, *K.Gr. Wechmar*'s march was hindered by the weather's degradation of the area's unpaved roads.<sup>58</sup>

While *25. Pz.Div.* battled the Red Army (and muddy terrain) near Fastov, *Das Reich* was fighting to the southeast, in combat with the troops of Maj.Gen. K.F. Suleikov's VII Guards Tank Corps on 7 November.<sup>59</sup> The next day, while other *Das Reich* units continued arriving at Belaya Tserkov', the *Panzergranadiere* of *II./Pz.Gren.Rgt. 'Der Führer'*, commanded by *SS-Sturmbannführer* (Major, *Stubaf.*) Herbert Schulze, supported by 7 *Tigers* from *3./s.Pz.Abt. 509*, engaged Maj.Gen. A.G. Kravchenko's V Guards Tank Corps and the L Rifle Corps, both subordinated to 38th Army, near Grebenki.<sup>60</sup> One example of the intense battles fought in this sector took place on 8 November, when Schulze led an advance into the village of Ksaverovka. As Schulze's *Panzergranadiere* moved through the village, Soviet riflemen simultaneously entered from the north.<sup>61</sup> Several hours of intense combat ensued, including moments of hand-to-hand fighting, until Schulze's troops prevailed, with both sides likely suffering heavy casualties.<sup>62</sup>

The next day, 9 November, saw *25. Pz.Div.*'s first attack against Fastov. Schell's plan consisted of a main advance on Fastovets, a small village roughly eight kilometres east of Fastov, using 2 *Tigers* from *K.Gr. Wechmar* to apply pressure from the south, and *II./Pz.Rgt. 9*'s *Pz.Kfw. IVs* to advance from the east.

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<sup>56</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 123-125.

<sup>57</sup> Rolf Stoves, *Die 22. Panzer-Division, 25. Panzer-Division*, 300.

<sup>58</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frames 194-195.

<sup>59</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 125; David Glantz, *Companion to Colossus Reborn*, 92.

<sup>60</sup> Wolfgang Schneider, *Tigers in Combat: Volume I*, 345-346.

<sup>61</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 126.

<sup>62</sup> Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 298-299. The quoted German account of this action claimed that *II./SS-Pz.Gren.Rgt. 'Der Führer'* suffered no "losses," whilst capturing over 200 prisoners. That version of events seems distorted in *Das Reich*'s favour. The Soviet account quoted one footnote above mentions that combat took place in Ksaverovka but does not provide more detail.

After destroying the large Soviet grouping there, *25. Pz.Div.* would continue west, into Fastov proper. With Schell leading from the front and artillery from *II./Pz.Art.Rgt. 91* providing fire support, the assault was successful, and his troops broke into Fastovets at 9.15am. After the *Panzergranadiere* combed through the town, it was reported secure by 11.30am, but further Soviet attacks throughout the day pinned *25. Pz.Div.*'s troops in place: a further attack on Fastov without consolidating its positions would threaten the division's hard-won northern flank.<sup>63</sup> After a day of mixed success, *Gen.Lt.* Schell was one step closer to recapturing Fastov, but that objective remained in Soviet hands, leaving the path to Belaya Tserkov' vulnerable should VI Guards Tank Corps and 91st Tank Brigade break through German lines.

On the Soviet side, Vatutin was upset that the offensive on his left flank had stalled. At dawn on 9 November, irritated by what he perceived as poor leadership contributing to the lack of progress, Vatutin tried to refocus his subordinates' attention. Vatutin ordered Rybalko to decisively defeat the German armoured forces massing near Fastov (the *25. Pz.Div.* and *Das Reich*), and in conjunction with Moskalenko's left-wing forces, capture Belaya Tserkov'. As he had done in previous operations, Vatutin was demanding too much from his army commanders, but he did make two excellent decisions on 9 November. Perhaps remembering how Manstein's massed *Panzer* counterattack at Kharkov bloodied his forces that past February, he ordered all First Ukrainian Front antitank formations and units to replenish their supplies and be prepared to combat massed *Panzer* attacks. Additionally, he transferred two antitank artillery brigades and two regiments from the Bukrin area to 38th Army.<sup>64</sup>

On the following day, 10 November, no Soviet breakthrough at Fastov would occur, but no German victory would emerge either. The frontline was becoming static. Schell continued his attacks with *K.Gr. Wechmar* at 6.00am. On the right, *II./Pz.Rgt.9's Pz.Kfw. IVs* led the attack while *2./s.Pz.Abt. 509's Tigers* deployed on their left. Even though the weather was poor, the attack proceeded well at first, but quickly fell apart when Soviet antitank guns and tanks pummeled the advancing Germans, defeating the assault. To the southeast, *I./Pz.Gren.Rgt. 146* advanced towards the railroad station in eastern Fastov, only to conduct a hasty retreat when its commander was wounded. After a disappointing morning, Schell called off the attack by *K.Gr. Wechmar*, and another failed attempt in the afternoon ended his attempts to capture Fastov on 10 November.<sup>65</sup> To the Germans' benefit, no Soviet aircraft flew on 10 November due to poor weather conditions. Schell had enough enemy combat power on the ground to deal with; he certainly did not need Soviet ground attack aircraft adding to his troubles.<sup>66</sup>

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<sup>63</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frame 196.

<sup>64</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 128-129.

<sup>65</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frames 197-198.

<sup>66</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 131.



On 10 November, the *LSSAH* began arriving southwest of Kiev, and *I./SS-Pz.Gren.Rgt. 1* reached Fastovets with orders to support *25. Pz.Div.* in its attack on Fastov. At 8.30am, the battalion made progress attacking Soviet troops south of Fastovets and launched an attempt to encircle Fastov from the north; later, *II./SS-Pz.Gren.Rgt. 1*, the *Sturmgeschütz* (assault guns) of *SS-Stug.Abt. 1*, and one company of combat engineers arrived to provide support as well.<sup>67</sup> Unfortunately, these supporting attacks by the *LSSAH* came to naught. The VI Guards Tank Corps, 91st Tank Brigade, and other rifle units in the area were too dug-in to be dislodged by the *25. Pz.Div.* and the *LSSAH*. The opportunity to break into Fastov without a major concerted attack had passed, and the slow drip of combat power into the Fastov sector did not promise victory. The frontline to the southeast was also threatened on 10 November, although *Das Reich* successfully repelled two Soviet attacks against Grebenki in the early morning. After several days of difficult fighting on the *XLVIII. Pz.Korps*' right flank, *Das Reich*'s *8./SS-Pz.Rgt. 2* had lost half of its armoured strength, with the company reporting just 5 operational *Tigers* on 10 November.<sup>68</sup>

The Germans were not alone in their frustration about the battle for Fastov. In an evening message on 11 November, Vatutin expressed his disappointment to Rybalko about the stalled offensive:

It is very important to do this [defeat the Germans in the Fastov-Belaya Tserkov area] ... You have not yet carried out the assignments entrusted to you in the Fastov area and have thus worsened the overall situation ... I order you, comrade Rybalko, to immediately eliminate major shortcomings in troop control. Your headquarters are becoming separated from their troops. You don't know your neighbours' situation and know the enemy poorly.<sup>69</sup>

The pressure was on Rybalko to produce a tactical success which his army and Moskalenko's left-flank forces could exploit. Preventing the realization of this goal was the *25. Pz.Div.* and *Das Reich*, which despite their losses since 7-8 November due to their awkward entry into the battle, were succeeding in stemming Rybalko and Moskalenko's southward advance, albeit at the price of heavy losses in men and materiel. As well, Rybalko and Moskalenko were facing internal difficulties relating to overextension and poor coordination of their frontline units. Before their armies could break through the deadlock near Fastov, their forces would have to overcome these challenges.

The poor weather continued unabated on 11 November, although Lt.Gen. Krasovsky's 2nd Air Army managed to launch thirty ground attack sorties near Belaya Tserkov', likely against *1. Pz.Div.* and the *LSSAH*'s units moving north from Kirovograd. In response, the Soviets claimed to observe only 21 German air sorties across the entirety of First Ukrainian Front's rear area throughout the entire day.<sup>70</sup> During the previous night, 16 Soviet tanks advanced along the road network east of *Das Reich*'s sector,

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<sup>67</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 312.

<sup>68</sup> Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 302; Wolfgang Schneider, *Das Reich Tigers*, 154.

<sup>69</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 132-133.

<sup>70</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 134.

and *Gruf.* Krüger's units claimed to destroy twelve of them, forcing the others to retreat. *Gen.Lt.* Schell's troops made little movement near Fastov during the day, as they found themselves pinned down east and southeast of the town by heavy Soviet fire.<sup>71</sup> Other than *Das Reich's* defence of Grebenki, the only tactical success achieved on 11 November was *SS-Pz.Gren.Rgt. 1's* defeat of a Soviet attack against Fastovets in the morning, followed by the capture of Klekhovka that afternoon by *I./SS-Pz.Gren.Rgt. 1*, which lay two kilometres east.<sup>72</sup>

In a telephone call held from his *Hauptquartier* in Belaya Tserkov' at 7.10pm, *Gen.d.Pz.Tr.* Eberbach discussed the *XLVIII. Pz.Korps's* tactical situation with his *4. Pz.Armee* superior, *Gen.O.* Hoth, and inquired as to whether he could abandon Fastov as an objective and move the counterattack's *Schwerpunkt* (point of main effort) to the west. The larger operational plan envisioned by Eberbach was to deploy the *1. Pz.Div.* and *LSSAH* west of Trileza and launch a concerted attack towards Kornin, into 38th Army's rear. To protect the *Korps's* right flank, *25. Pz.Div.* and *Das Reich* would hold the line near Fastov and prevent any Soviet units from breaking out towards Belaya Tserkov', but they would not launch major attacks of their own. After considering Eberbach's proposal for thirty minutes, Hoth telephoned back at 7.45pm and gave the plan his approval.<sup>73</sup> The *Korps* correspondingly issued an order at 10.00pm directing the *LSSAH's* units near Fastov to withdraw and regroup in Kozhanka, save for a small contingent of *Panzergranadiere* to support *25. Pz.Div.* in Fastovets. The following morning, the *LSSAH* was to attack from Kozhanka, move through Dmitrovka, and capture Kornin. The *1. Pz.Div.'s* units that were to arrive by that point would advance on the *LSSAH's* left.<sup>74</sup>

With that order, the opening phase of the *XLVIII. Pz.Korps's* counterattack southwest of Kiev came to an end. The frontline near Fastov was deadlocked. Neither Rybalko nor Schell's forces could push the other out, at least not until either side could muster enough combat power to do so. Despite the tremendous sacrifices made by *25. Pz.Div.* to recapture Fastov, the town would remain under Red Army control for the duration of the *Korps's* counterattack. As will be seen in the following chapter, once the counterattack's *Schwerpunkt* moved west and the *LSSAH* and *1. Pz.Div.* began their advance, Fastov was no longer relevant to the *XLVIII. Pz.Korps*, and its precious combat power would not be expended to capture it.

While the *25. Pz.Div.* and *Das Reich's* losses in men and materiel cannot be identified for 7-9 November, their personnel casualties for 10-11 November are available, along with *Das Reich* and

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<sup>71</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 965.

<sup>72</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 314.

<sup>73</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frames 179-180.

<sup>74</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 966.

*s.Pz.Abt. 509*'s armoured vehicle strength reports for 11 November, and 25. *Pz.Div.*'s 12 November vehicle report:

| <b>Table 2.10: Casualties – 10 &amp; 11 November<sup>75</sup></b> |            |            |            |              |
|---|------------|------------|------------|--------------|
| <b>Division</b>   | <b>KIA</b> | <b>WIA</b> | <b>MIA</b> | <b>Total</b> |
| <i>Das Reich</i>  | 18         | 42         | 4          | 64           |
| <i>25. Pz.Div.</i>  | 70         | 184        | 40         | 294          |

| <b>Table 2.11: Armoured Vehicle Strengths and Losses – 11 November<sup>76</sup></b> |   |                              |                             |                |                 |             |
|---|---|------------------------------|-----------------------------|----------------|-----------------|-------------|
| <b>Division/Unit</b>  | <b>Status</b>   | <i>Pz.Kfw.</i><br><b>III</b> | <i>Pz.Kfw.</i><br><b>IV</b> | <i>Panther</i> | <i>Tiger</i>    | <i>StuG</i> |
| <i>Das Reich</i>  | Operational at end of 11 Nov. <sup>77</sup>           | 6                            | 14                          | 0              | 3               | 8           |
|   | In repair at end of 11 Nov. (All Types) <sup>78</sup> | 30                           | 32                          | 52             | 15              | 15          |
|   | Losses  | 0                            | 0                           | 0              | 0               | 0           |
| <i>s.Pz.Abt. 509</i>  | Operational at end of 11 Nov.                         | NIL                          | NIL                         | NIL            | 19              | NIL         |
|   | In repair at end of 11 Nov. (All Types)               | NIL                          | NIL                         | NIL            | 19              | NIL         |
|   | Losses  | NIL                          | NIL                         | NIL            | 9 <sup>79</sup> | NIL         |

| <b>Table 2.12: 25. <i>Pz.Div.</i> Armoured Vehicle Strength and Losses – 12 November<sup>80</sup></b> |                               |                              |                             |             |
|---|-------------------------------|------------------------------|-----------------------------|-------------|
| <b>Division/Unit</b>  | <b>Status</b>                 | <i>Pz.Kfw.</i><br><b>III</b> | <i>Pz.Kfw.</i><br><b>IV</b> | <i>StuG</i> |
| <i>25. Pz.Div.</i>  | Operational at end of 12 Nov. | 3                            | 38                          | 10          |

<sup>75</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1088, 1091.

<sup>76</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frame 1089.

<sup>77</sup> Divisional strengths and losses were reported to the *XLVIII. Pz.Korps* around midnight each day. Hereafter, the 'Operational' category reflects the division's numbers of its armoured strength at 11.59pm each day.

<sup>78</sup> The daily divisional strength and loss reports frequently indicated whether repairs were expected to take less or more than three weeks, but for simplicity's sake, and considering that some vehicles were deemed irreparable after several days of repairs, the 'Repair' category includes both quick and long-term repairs.

<sup>79</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frame 1089. Five of these *Tigers* were destroyed by their own crews after running out of fuel.

<sup>80</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frame 1092.

|  |   |   |    |   |
|--|---|---|----|---|
|  | In repair at end of 12 Nov. (All Types) | 3 | 59 | 0 |
|  | Losses                                  | 0 | 0  | 0 |

Despite the lack of definitive casualty figures for 7-9 November, *25. Pz.Div.*'s 294 casualties on 10 and 11 November can be extrapolated to estimate the scale of its losses in the battle for Fastov. Given that the division was engaged in less-intense combat on the tenth and eleventh, it is reasonable to assume that it suffered at least a similar level of casualties from 7-9 November, if not more. The division's strength report from 12 November also sheds light on the Red Army's tactical defensive success at Fastov. By damaging dozens of *Pz.Kfw. IV*s, many of which would shortly be deemed irreparable by *Pz.Rgt. 9*'s workshop repair crews, Soviet forces at Fastov succeeded in reducing the combat power available to the *XLVIII. Pz.Korps* as its *Schwerpunkt* moved west.

Due to the surprise of the Kiev Offensive Operation and delays caused by Germany's strategic-level decision-makers, the *LSSAH*, *1. Pz.Div.*, *25. Pz.Div.*, and *Das Reich* were unable to arrive southwest of Kiev and defend Fastov as a cohesive force before Rybalko's forces captured it. Even though the first elements of *Das Reich* and *25. Pz.Div.* began arriving at Belaya Tserkov' on 7 November, their units lacked the combat effectiveness and firepower to prevail against the Red Army. Even with support from *2./s.Pz.Abt. 509*'s *Tigers* and some *LSSAH* units from 9-11 November, Schell's division could not recapture and hold Fastov.

By throwing *25. Pz.Div.* into combat with minimal support from the more powerful *LSSAH* and *1. Pz.Div.*'s, the *XLVIII. Pz.Korps* and higher-level commands sacrificed its combat power to protect the path to Belaya Tserkov' and secure the *LSSAH* and *1. Pz.Div.*'s assembly area. If Rybalko's tanks had managed to keep advancing south, the counterattack's chances of success would have been worse, and in this regard, *25. Pz.Div.*'s sacrifices were not in vain. While noting that the division's failure at Fastov was "a textbook example" of how forces thrown into battle in piecemeal fashion do not perform well in combat, especially inexperienced formations like *25. Pz.Div.*, the division's *KTB* recognizes that senior commanders at the *Korps* and *Armee* level had no choice but to use Schell's division as a shield to be battered.<sup>81</sup> However, this pyrrhic victory came at a cost: *25. Pz.Div.*'s losses up to 12 November were not easily replaceable. With its combat power degraded early on, *25. Pz.Div.* was unable to contribute much during the counterattack's later stages, and its role in the *XLVIII. Pz.Korps*' planning correspondingly decreased over the following days.

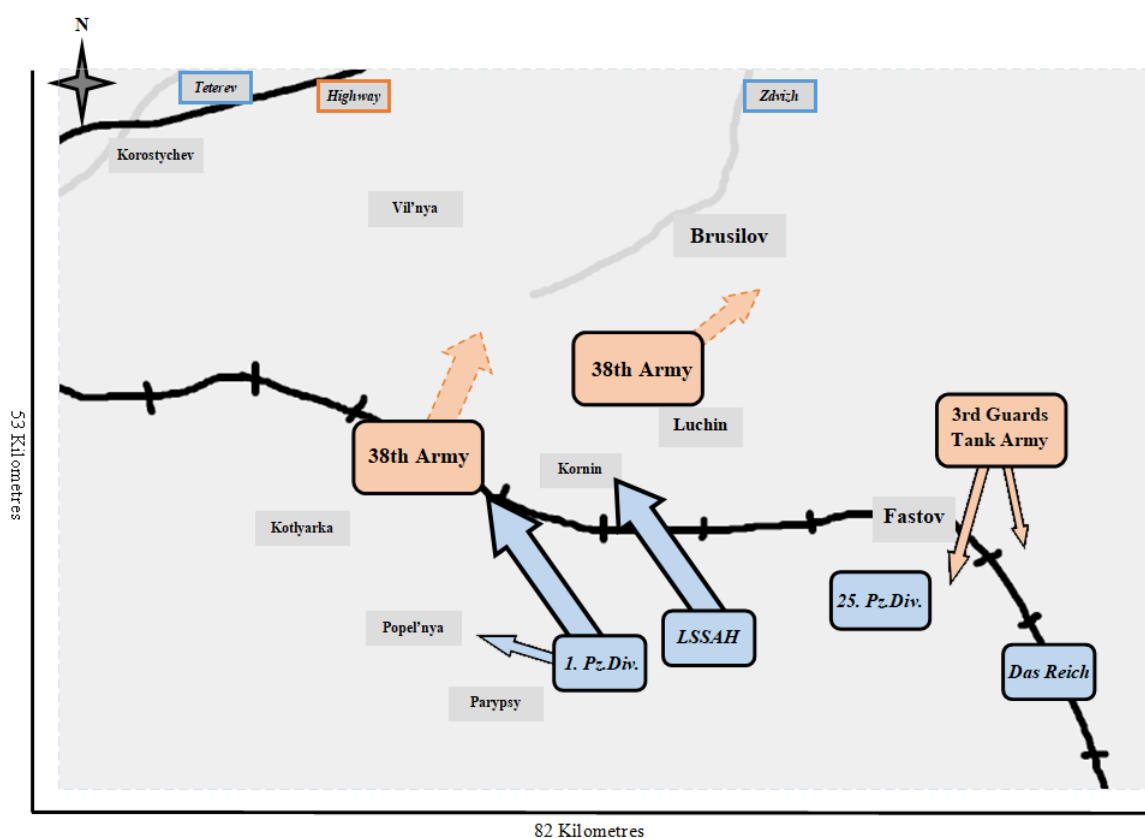
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<sup>81</sup> *Gen.Kdo der 25. Panzer-Division, Ia Tätigkeitsbericht*, 6-10 November 1943, Frame 199.

### CHAPTER THREE: THE XLVIII PANZERKORPS' TACTICAL SUCCESSES, 12-16 NOVEMBER

While *25. Pz.Div.* struggled at Fastov from 7-11 November, there was room for optimism within German ranks as the first-arrived combat elements of the *LSSAH* and *1. Pz.Div.* proceeded to the frontline. Having shifted the counterattack's *Schwerpunkt* from Fastov to the west, from 12-16 November *Gen.d.Pz.Tr.* Eberbach (and *Gen.d.Pz.Tr.* Hermann Balck from 14 November onwards) would lead the counterattack to tactical success. With the powerful combat units of the *LSSAH* and *1. Pz.Div.* leading the charge, the *XLVIII. Pz.Korps* broke through disorganized Soviet resistance along the left flank of 38th Army, plunged into Moskalenko's rear area, and severed the Kiev-Zhitomir highway – thus throwing a wrench into First Ukrainian Front's westward advance and threatening its forces in Zhitomir. These tactical successes were achieved due to the *LSSAH* and *1. Pz.Div.*'s strength in men and materiel, and 38th and 3rd Guards Tank Army's mismanagement of forces at the operational and tactical levels.

MAP 3: *LSSAH* AND *1. PZ.DIV.* MOVE NORTH, 12 NOVEMBER



On 12 November, the skies southwest of Kiev were clearer than previous days. The morning's cloud cover faded by noon, and the temperature was dropping as frost was reported in the evening.<sup>1</sup> During the day, *Gen.O.* Hoth restructured *4. Pz.Arme*e to coordinate his subordinate commanders' defensive efforts. The *LIX. A.K.*, operating on the army's left flank, *XIII. A.K.* north of Zhitomir in the centre, and *VII. A.K.* to its right were grouped into *Arme*e-*Abteilung* (Army Detachment, *Arme*e-*Abt.*.) *Mattenklott* to coordinate their defences.<sup>2</sup> To this new formation's right was the *XLVIII. Pz.Korps*, designated to launch the decisive counterattack against First Ukrainian Front.<sup>3</sup>

With *Arme*e-*Abt. Mattenklott*'s forces on the defensive, at 7.10am on 12 November Hoth spoke with *Gen.d.Pz.Tr.* Eberbach about the *XLVIII. Pz.Korps*' counterattack. As of that morning, no report on *SS-Pz.Rgt. 1*'s full arrival had been received; the *LSSAH*'s *Panzer*s would be vital to the counterattack's success, and the sooner they deployed to the frontline, the better. Eberbach reported that the centre of the *Korps*' frontline was relatively quiet. The *25. Pz.Div.* was active near Chervona, south of Fastov, although *Gen.Lt.* Schell refrained from launching major attacks like 7-11 November. Hoth advised Eberbach not to ignore this sector as the *1. Pz.Div.* and *LSSAH* advanced from the west, reminding him that the "enemy will attempt a breakthrough [south of Fastov] again and again."<sup>4</sup> While Fastov was no longer vital to the *Korps*' success, Belaya Tserkov' was, and it had to be protected.

The units of 3rd Guards Tank Army at Chervona were demonstrating their growing skill in blunting and halting German armoured assaults, as Schell's forces made limited progress overnight. Finally, in the afternoon of 12 November, *25. Pz.Div.* broke into the eastern part of Chervona, but only after a Soviet *Pakfront* had taken its toll and inflicted heavy casualties. *Das Reich* continued to hold its frontline in the southeast and launched small assaults against Soviet positions in Semenovka.<sup>5</sup> Other than these short bouts of fighting and Soviet air attacks, *Das Reich*'s sector was quiet on the twelfth.<sup>6</sup>

With the *Korps*' position on the right flank relatively stable, Eberbach and Hoth were focused on the area west and southwest of Fastov, near the towns of Popel'nya, Parypsy, and Pavoloch'. Every hour that the *Korps* delayed the launch of a concerted counterattack, Soviet forces advanced further west and grew stronger in front of the *LSSAH* and *1. Pz.Div.* At 11.00am, Eberbach telephoned the *LSSAH*'s

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<sup>1</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 966.

<sup>2</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 370.

<sup>3</sup> David Glantz, ed. *From the Dnepr to the Vistula*, 32.

<sup>4</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 182.

<sup>5</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 966.

<sup>6</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 182.

*Hauptquartier* and ordered them to begin their attack without waiting for the remainder of their division to arrive; the town of Kornin remained the *LSSAH*'s primary objective, and its forces set out to capture it.<sup>7</sup>

On the left, *1. Pz.Div.* was slowly assembling its recently arrived combat elements. Its reconnaissance battalion, *Pz.Aufkl.Abt. 1*, reached Belaya Tserkov' on 12 November without its first company and only parts of its second, third, and fourth. At 9.15am, shortly after their arrival, the battalion was tasked with reconnoitering a fifteen-kilometre line from Kornin to Khodorkov, approximately forty kilometres northwest of Belaya Tserkov'. At the same time, the *LSSAH* reported that Soviet tanks were spotted in Pochuiky and Parypsy, blocking the German planned route of advance. To support *Pz.Aufkl.Abt. 1*, a *Kampfgruppe* was formed around *1. Pz.Div.*'s *Pz.Gren.Rgt. 113* as it traversed through Belaya Tserkov', and its *Panzergrenadiere* were joined by the second company of *Panzerjäger-Abteilung 37* (Antitank Battalion 37, *2./Pz.Jäg.Abt. 37*) to assist in the capture of Parypsy and Popel'nya. The *Kampfgruppe* was also ordered to establish contact with the *7. Panzer-Division* (*7. Pz.Div.*) operating under the *VII. A.K* to the west, near Khodorkov. Their goal was to cut off the retreat of Soviet forces fleeing from Kotlyarka and Popel'nya.<sup>8</sup>

With their orders in hand, at approximately 3.30pm *K.Gr. Pz.Gren.Rgt. 113* approached Parypsy. Reconnaissance determined that Red Army infantry and T-34s were concentrated in Pavoloch', five kilometres southwest. After assessing the situation, at 4.15pm *Pz.Aufkl.Abt. 1* was ordered to cordon off the Soviet troops in Pavoloch' without directly assaulting the town, while *K.Gr. Pz.Gren.Rgt. 113* was to capture Popel'nya after an advance through Parypsy.<sup>9</sup> The Red Army units in this area – six isolated rifle divisions of 38th Army's XVII and XXI Rifle Corps – were no match for the mobile and well-organized German attack.<sup>10</sup> During their rapid advance after 3 November, Moskalenko's corps commanders and their divisions and brigades outran their wired communications, leaving their situational awareness in the hands of headquarters radio technicians, many of whom were either inexperienced, improperly trained, or a mixture of both. As a result, infrequent communications hindered the ability of 38th Army's left flank forces to exercise proper troop control, with severe consequences on 12 November.<sup>11</sup> Due to inadequate reporting and issuance of orders commensurate with the tactical reality on the ground, the XVII and XXI Rifle Corps' units were either pushed north, encircled and destroyed, or forced to seek concealment in villages and forested areas along the *XLVIII. Pz.Korps*' advance route.

<sup>7</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 183.

<sup>8</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 591.

<sup>9</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 591.

<sup>10</sup> David Glantz, ed. *From the Dnepr to the Vistula*, 33.

<sup>11</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 136-137, 164-165.

By the end of 12 November, the initiative southwest of Kiev was passing to the Germans. Anticipating more powerful attacks over the coming days, Vatutin ordered his forces in the Fastov, Chernyakhov, and Kornin sectors to fortify their positions. In an important move, he also transferred the 7th Guards Anti-Tank Artillery Brigade from 60th Army to 38th Army.<sup>12</sup> Significant reinforcements in the form of Col.Gen. V.I. Kuznetsov's 1st Guards Army, possessing three fresh rifle corps, were also arriving in First Ukrainian Front's rear area on the Dnieper's east bank.<sup>13</sup> Vatutin ordered the arriving units to cross the river immediately and position themselves behind the frontline south and southwest of Kiev without waiting for the rest of the army to arrive – if a German counterattack managed to break through Moskalenko and Rybalko's lines, he needed to have forces ready to block their path to Kiev. The previous days' developments had forced Vatutin to adopt a defensive mindset, and at 6.00pm *Stavka* ordered Vatutin to halt Moskalenko's westward advance and destroy the *XLVIII. Pz.Korps* in the Belaya Tserkov' area: with this order, the Kiev Offensive Operation was officially over, and the Kiev Defensive Operation had begun. For the remainder of November, Vatutin's operational objective was to consolidate his Front's territorial gains and prevent a German breakthrough southwest of Kiev.<sup>14</sup>

On 13 November, clouds were reported throughout the day, and frost formed in the evening. During the previous night, *Das Reich* and *25. Pz.Div.*'s sectors were quiet aside from small attacks they launched at disparate sectors of the frontline to pre-emptively destroy noticeable Soviet troop concentrations. To the west, the *LSSAH* continued its advance towards Kornin, albeit after some delay due to the area's poor terrain conditions. To *Obf. Wisch*'s left, *Gen.Lt. Krueger*'s *1. Pz.Div.* also advanced, and *Pz.Aufkl.Abt. 1* attacked Soviet infantry occupying defensive positions north of Pavoloch'.<sup>15</sup> *K.Gr. Pz.Gren.Rgt. 113* advanced towards Popel'nya, managing to evade the attention of Soviet infantry occupying small buildings along their path, although it was forced to halt south of Kornin as it encountered tanks and heavy artillery – 2nd Air Army's night fighters were also active in the skies above.<sup>16</sup>

At 9.30am on 13 November, the *Ia* (Operations Officer) of the *XLVIII. Pz.Korps*' *Hauptquartier*, *Oberleutnant* (First Lieutenant, *Oberlt.*) von Ziegler, held a telephone conference with *4. Pz.Armee*'s *Hauptquartier*. The discussion centred around the *LSSAH* and *1. Pz.Div.*'s progress in advancing north towards the Kiev-Zhitomir highway, and the importance of capturing Brusilov, a large town and logistics hub northwest of Fastov. *Gen.O.* Hoth raised the point that an attack on the town, which was likely to be

<sup>12</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 138.

<sup>13</sup> David Glantz, *Companion to Colossus Reborn*, 62-63.

<sup>14</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 137-138.

<sup>15</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 967; Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 315-316.

<sup>16</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 592.



well-defended, could be a waste of time and combat power; on the other hand, he accepted that Brusilov would serve as an excellent base from which to interdict the east-west Soviet supply route reliant on the highway. The discussion continued, and it was decided that the *XLVIII. Pz.Korps* would have to pivot its forces in a northwesterly direction after Kornin was captured, with the aim of destroying Soviet forces between Zhitomir and Brusilov. Based on this record, *Oberlt. von Ziegler* raised no concerns about pivoting northwest after capturing Kornin (albeit he was in no position to openly disagree with the army commander), but there is no subsequent mention of *Gen.d.Pz.Tr. Eberbach* or *O. Mellenthin*, his Chief of Staff, telephoning back to discuss the issue further.<sup>17</sup>

As the day progressed, the Soviets were growing increasingly concerned about the threat posed by the *LSSAH* and *I. Pz.Div.* Moskalenko's 38th Army continued to have challenges redeploying its forces, and he and Vatutin knew that if the German spearhead managed to break into his army's rear area, there was a good chance that Moskalenko's force would be split in two, threatening Rybalko's forces near Fastov as well.<sup>18</sup> In his postwar memoir, Moskalenko described the implications of a German victory on his left flank, writing that "Our forces proved to be insufficient. Our ordered regrouping was incomplete by the time the enemy launched their counteroffensive ... if they succeeded in breaking through in the Brusilov sector ... the enemy would be threatening our rear."<sup>19</sup>

To Moskalenko's chagrin, the *LSSAH* continued its steady advance throughout 13 November. That morning, the division and the recently arrived *Pz.Kfw. IVs* of the *I. Pz.Div.*'s *II./Pz.Rgt. 1* made contact seven kilometres southeast of Kornin.<sup>20</sup> By the afternoon, Kornin was in German hands, with the *LSSAH* having received support from *K.Gr. Pz.Gren.Rgt. 113*. Despite this success, there was trouble on the horizon, as a *Luftwaffe* reconnaissance flight from the *VIII. Fl.Korps* observed Soviet tanks gathering near the forest west of Fastov. From the *Korps*' perspective, this buildup indicated that Moskalenko was being reinforced and was preparing to contest the advance past Kornin, likely by attacking the *LSSAH*'s right flank. In response, *Obf. Wisch* was ordered to halt his advance and establish defensive positions. Meanwhile, *Gen.Lt. Krueger*'s *I. Pz.Div.* was ordered to consolidate the *Korps*' left flank by destroying Soviet forces in the Pavoloch' area before advancing further.<sup>21</sup>

While the Germans continued to punch holes and advance through Moskalenko's frontline, XXI Rifle Corps was reinforced with antitank units on 13 November, namely the 13th Artillery Division. Rybalko's VI and VII Guards Tank Corps, which had been battling *25. Pz.Div.* and *Das Reich* near Fastov

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<sup>17</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 187.

<sup>18</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 145.

<sup>19</sup> Kirill Moskalenko, *The Southwestern Theater*, 249.

<sup>20</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 316.

<sup>21</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 968.

and Grebenki, were withdrawn from the line and moved west to bolster Moskalenko's left flank – it appears that these tanks were those that German aerial reconnaissance spotted west of Fastov, as the group began a road march from Fastov to Solov'yovka at 6.00pm. Additionally, Lt.Gen. Chernyakhovskii's 60th Army was ordered to transfer its 129th Tank Brigade to 38th Army and move it to Kocherovo, a village along the paved Kiev-Zhitomir highway.<sup>22</sup>

On the night of the thirteenth, the *XLVIII. Pz.Korps* issued new orders. Recognizing the Soviet repositioning of sizable armoured forces, the *Korps* warned that it was anticipating a Soviet attack; therefore, the *LSSAH* and *I. Pz.Div.* were to halt their northward advance on 14 November and form strong defensive positions to destroy any incoming Soviet assault. Once that occurred, the advance would resume on the fifteenth. On the *Korps*' right flank, *Das Reich* was ordered to occupy part of *25. Pz.Div.*'s frontline positions, while *Gen.Lt.* Schell's division would continue to block Soviet attempts to advance south from Fastov. All divisions were to reconnoiter their sectors to determine Soviet positions and glean information about their enemy's intentions.<sup>23</sup>

The weather on 14 November was overcast throughout the day, with frost forming at dusk. Overnight, *Das Reich*'s sector had been quiet.<sup>24</sup> The *25. Pz.Div.* made small gains by occupying the villages of Pivni and Dmitrovka against minimal Soviet resistance. On the *Korps*' left flank, *I. Pz.Div.* occupied Pavoloch' and Moskalenko's troops withdrew eastwards but were subsequently cut off by the *LSSAH* and destroyed.<sup>25</sup> As day broke, the *Korps* requested aerial reconnaissance from the *VIII. Fl.Korps*, asking the *Luftwaffe* for more information on the sectors in front of *Das Reich* and *25. Pz.Div.* Additionally, tactical air support was requested west of Fastov and east of Kornin, the area that VI and VII Guards Tank Corps were spotted moving into the previous day.<sup>26</sup> Additional units of the *LSSAH* and *I. Pz.Div.* continued to arrive southwest of Kiev and move to the frontline on 14 November, including the fifth and sixth companies of *SS-Pz.Gren.Rgt. 1* and unspecified units of *SS-Pz.Gren.Rgt. 2*.<sup>27</sup> Also, 11 operational *Tigers* from *13./SS-Pz.Rgt. 1*, arrived and began moving to the frontline.<sup>28</sup> The *I./Pz.Rgt. 1*, armed with its new *Panthers* and fresh from refitting, also began arriving in Kazatin on 14 November.<sup>29</sup> With the *LSSAH* and *I. Pz.Div.* making progress and more combat power arriving, the Germans had reason to be optimistic about the operation to date.

<sup>22</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 145-146.

<sup>23</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 852-853.

<sup>24</sup> Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 305-306.

<sup>25</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 969.

<sup>26</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 190.

<sup>27</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 317.

<sup>28</sup> Patrick Agte, *Waffen-SS Tiger Commanders*, 166.

<sup>29</sup> Danny Bauer, *Die Pantherabteilung der 1. Panzer-Division*, 80.

In fact, despite the *Korps*' order to halt the advance, offensive operations were conducted by the *LSSAH* and *I. Pz.Div.* to secure favourable positions and attack Soviet targets of opportunity. After early-morning combat near Kornin, in which both divisions claimed to inflict heavy losses on the Soviets, *I. Pz.Div.* was ordered to advance northwest with the *LSSAH* guarding its right flank against the VI and VII Guards Tank Corps, which arrived in the Solov'yovka-Turbovka area at dawn.<sup>30</sup> At 1.00pm, a *Kampfgruppe* was formed around *Pz.Gren.Rgt. 1*, and its first battalion was dispatched to secure the Khodorkov area and capture a bridge over a tributary of the Irpen River. The battalion faced considerable Soviet resistance and was only able to occupy the southeastern part of the town at dusk, by which time the Red Army had destroyed the town's bridge; the combat engineers of *3./Pz.Pio.Btl. 37* immediately set about repairing it. Meanwhile, *K.Gr. Pz.Gren.Rgt. 113* battled Soviet troops concealing themselves in the forests southeast of Korolevka, and as night fell the *Pz.Aufkl.Abt. 1* conducted nighttime reconnaissance towards Kotlyarka, having captured Markovaya and Volitsa at 9.00pm.<sup>31</sup>

On the evening of the fourteenth, *XLVIII. Pz.Korps* issued its orders for the next day. As the *Korps*' focus was firmly set on the area west of Fastov, *Das Reich* and its subordinate elements were notified that they would leave the *Korps*' command effective at 6.00am the following morning, although their transfer to *VII. A.K.*'s control ultimately did not take place until 6.00am on 16 November.<sup>32</sup> The *25. Pz.Div.* was to maintain its defensive posture and continue preventing a Soviet breakthrough from Fastov. The *I. Pz.Div.* was ordered to continue operations into the night, taking advantage of the clear sky and moonlight to advance rapidly, and the *LSSAH* was to resume its advance at 5.30am, moving from Kornin and advancing through Solov'yovka and Vil'nya to Korostychev.<sup>33</sup>

A significant change took place at 8.00pm when Eberbach departed as the *XLVIII. Pz.Korps* commander, with *Gen.d.Pz.Tr.* Hermann Balck taking his place.<sup>34</sup> It is important to address three historiographical points regarding this event: the reasons behind Eberbach's departure; Balck's arrival as commander of the *XLVIII. Pz.Korps*; and Balck's preferred plan for the *Korps*' counterattack. The first two points are interrelated due to a comment Balck makes in his postwar memoir. In *Order in Chaos*, Balck describes his return to the *Ostfront* and his assumption of *Korps* command after serving at Stalingrad and in Italy.<sup>35</sup> Writing about his transit to the *XLVIII. Pz.Korps*, Balck states that he dined with Manstein at *H.Gr. Süd*'s headquarters, where the *G.F.M.* described his new assignment:

<sup>30</sup> *Gen.Kdo der I. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 593; *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 145.

<sup>31</sup> *Gen.Kdo der I. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 593.

<sup>32</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 971.

<sup>33</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 874.

<sup>34</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 969.

<sup>35</sup> Hermann Balck, *Order in Chaos*, 292-315.

After dinner Manstein told me, ‘I have just spoken on the phone with Schmudt [*Gen.Maj.* Rudolf Schmudt was Chief of the *Heer*’s Personnel Office<sup>36</sup>]. You will take command of the [*XLVIII. Pz.Korps*] near Kiev. That’s where the point of decision will be and that’s where I need the best [*Panzer*] leader.<sup>37</sup>

As one historian notes in his account of the event, Manstein does not corroborate this event in his memoirs.<sup>38</sup> In fact, Manstein does not even mention Balck by name in the four pages that he dedicates to the *XLVIII. Pz.Korps* counterattack.<sup>39</sup> If this lack of corroboration within Manstein’s memoir is viewed through the lens of existing scholarship on the history of Balck’s command during Second World War, his subtle claim that as the ‘best *Panzer* leader’ he was tasked by Manstein with command the *XLVIII. Pz.Korps* counterattack does not withstand scrutiny. In the second and third volumes of his trilogy *From the Realm of a Dying Sun*, historian Douglas Nash gives manifold examples of Balck’s wartime arrogance and inconsistencies within his postwar memoir.<sup>40</sup> By relying on a balance of probabilities, it is unlikely that Balck was specifically chosen to lead the counterattack to success. Rather, he was simply an experienced commander who was available.

This question is interconnected with why Eberbach left the *XLVIII. Pz.Korps* in the first place. By looking at the history of the *XLVIII. Pz.Korps* in 1943, one observes that it had a high turnover rate in commanders. From 4 December 1942 to 6 May 1943, *Gen.d.Pz.Tr* Otto von Knobelsdorff served as its commander, followed by *Gen.Lt.* Dietrich von Choltitz in an acting capacity until 30 August. These two generals again alternated as commanders for approximately two months each until *Gen.d.Pz.Tr.* Eberbach was assigned command in an acting capacity from 22 October until 14 November.<sup>41</sup> It seems that Eberbach was never meant to command the *XLVIII. Pz.Korps* for a long period.

Additionally, on 15 November he began travelling south to *I. Pz.Armees* rear area and arrived at the *XXXX. Panzerkorps* sector by 23 November, where he was supposed to assume command. According to one secondary account, Eberbach became wounded – further details are not given – and did not exercise command of his new formation.<sup>42</sup> Reports included in his *OKH* personnel records shine light on the situation: Eberbach was not wounded but was suffering from a severe bladder infection. On 23 November, a doctor assigned to *I. Pz.Armees* *Hauptquartier* staff, *Stabsarzt* (Staff Doctor) Dietrich, issued a report stating that Eberbach had been suffering from a bladder infection for the last year and a

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<sup>36</sup> Geoffrey Megargee, *Inside Hitler’s High Command* (Lawrence: University Press of Kansas, 2000), 186.

<sup>37</sup> Hermann Balck, *Order in Chaos*, 312.

<sup>38</sup> Buttar, *Retribution*, 396.

<sup>39</sup> Manstein, *Lost Victories*, 486-490.

<sup>40</sup> Douglas Nash, *From the Realm of a Dying Sun: Volume II*; Douglas Nash, *From the Realm of a Dying Sun: Volume III* (Havertown: Casemate Publishers, 2021).

<sup>41</sup> William T. McCroden and Thomas E. Nutter, *German Ground Forces of World War II*, 250.

<sup>42</sup> Buttar, *Retribution*, 396.

half which was aggravated by the cold weather, and that his condition was nearly unbearable after several days of travel south. While Dr. Dietrich's report does not mention Eberbach's back-and-forth travel with *XLVIII. Pz. Korps' Hauptquartier* from 31 October to 7 November, his needless travel to and from Kirovograd in that period would not have been good for his worsening condition. Dr. Dietrich suggested that Eberbach be relieved of command within two weeks and sent to Bad Wildungen in west-central Germany for six weeks of spa treatment.<sup>43</sup> While there is no evidence to demonstrate that Eberbach left command of the *XLVIII. Pz.Korps* specifically due to his worsening bladder infection, the details about the *Korps'* frequent command changes and Eberbach's health do not lend credence to Balck's insinuation that he was assigned command due to his impressive operational skill. Instead, it seems that Eberbach, already commanding the *XLVIII. Pz.Korps* in a non-permanent acting capacity and suffering from health issues, left his very demanding command position, and *Gen.d.Pz.Tr.* Balck was selected as his replacement because he was free of any duties at that time – a much less romanticized version of events.

If someone other than Balck was pleased that he assumed command of the *Korps*, it was its *Hauptquartier* Chief of Staff, O. Friedrich von Mellenthin, to whose "great joy" he would serve alongside one of the *Wehrmacht's* "most brilliant leaders."<sup>44</sup> Another important historiographical question has been raised by Mellenthin and Balck's memoirs. According to their accounts, they urged *4. Pz.Arme*e to follow their plan for the counterattack, which involved the *LSSAH* and *1. Pz.Div.* striking directly northeast to Kiev, rather than temporarily pivoting the *1. Pz.Div.* northwest to help recapture Zhitomir.<sup>45</sup> Balck claims that the counterattack lost five days of progress by not advancing directly towards Kiev, and by extension, this affected the counterattack's negative outcome in late November.<sup>46</sup>

There are three problems with this claim. The first arises from factual errors that cast doubt on the validity of Mellenthin's account. When describing their preferred plan for the counterattack, he claims that "Unfortunately Colonel General [Erhard] Raus, the commander of [*4. Pz.Arme*e], regarded this plan as too ambitious, and felt that it was essential to recapture Zhitomir, and wipe out the Russian forces there before turning towards Kiev."<sup>47</sup> The reader may note that in November 1943, *Gen.O.* Hoth was commander of *4. Pz.Arme*e. *Gen.d.Pz.Tr.* Erhard Raus would assume command of *4. Pz.Arme*e on 10 December 1943, after Hoth was sacked for his alleged operational failures near Kiev.<sup>48</sup> Hoth was undoubtedly in command in mid-November, as shown by documents and orders obtained from the

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<sup>43</sup> *OKH, Personalakten für Heinrich Eberbach*, reports dated 23 and 24 November 1943, Frames 44-45.

<sup>44</sup> F.W. von Mellenthin, *Panzer Battles*, 161.

<sup>45</sup> Hermann Balck, *Order in Chaos*, 312-314; F.W. von Mellenthin, *Panzer Battles*, 161-162.

<sup>46</sup> Hermann Balck, *Order in Chaos*, 314.

<sup>47</sup> F.W. von Mellenthin, *Panzer Battles*, 161.

<sup>48</sup> Buttar, *Retribution*, 399-400. Based on Buttar's account, Hitler had contemplated replacing Hoth for months, and the loss of Kiev was the breaking point. Hoth's personnel records, listed in the below footnote, include reports from Manstein that describe Hoth as a capable commander.

*XLVIII. Pz.Korps KTB* bearing Hoth's name, and Hoth and Raus's *OKH* personnel records, which show that Raus assumed command on 10 December.<sup>49</sup> Unfortunately, Mellenthin's error has seeped into the historiography of this period, with some histories incorrectly stating that Raus was *4. Pz.Arme*e commander from 15 November onward.<sup>50</sup>

Mellenthin's memoir provides more detail about an alternate course of attack for the *Korps* than does Balck's, but the substance of their claims is the same. After describing the divisions under Balck's command, Mellenthin writes that "Our plan was to use this powerful force to advance from Fastov directly towards Kiev, thus cutting the base of the huge salient, hamstringing any further Russian advance to the west, and perhaps trapping and destroying very considerable [Soviet] forces."<sup>51</sup> Again, Mellenthin appears to have misremembered events. As previously discussed, the only German formations present in the Belaya Tserkov'-Fastov area from 7 to 11 November were *25. Pz.Div.* and *Das Reich*; the powerful units of the *LSSAH* and *1. Pz.Div.* were only beginning to arrive at that point. The *25. Pz.Div.* had tried to break through at Fastov and failed. With growing Soviet resistance in that sector, moving the *Schwerpunkt* of the counterattack west of Fastov was a prudent move, and was only partially stymied by the relocation of VI and VII Guards Tank Corps from 13-14 November. These events had either taken place or were unfolding as Balck assumed command on the evening of the fourteenth. By then, the battle for Fastov was over, and the *Korps*' focus had already moved to the west.

The final issue with this postwar claim is the lack of corroborating evidence demonstrating that a serious discussion occurred between Hoth, Mellenthin, and Balck about altering the plan to briefly pivot the *1. Pz.Div.* to attack Zhitomir. As military historian C.J. Dick notes, German commanders generally preferred to hold discussions via telephone, through text transmission systems, or in person.<sup>52</sup> After scouring the *Korps' Telefonbuch* and *Ia KTB* annex containing records of text transmissions from 12 to 18 November, when this alleged operational disagreement would have taken place, no exchanges featuring a heavy disagreement were found.<sup>53</sup> Additionally, neither these records nor the *Korps' Ia KTB*, which summarizes daily events pertaining to the *Korps* and its plans and operations, mention in-person meetings between Hoth, Balck, and Mellenthin from 12-18 November where this disagreement came up.<sup>54</sup> While

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<sup>49</sup> *OKH, Personalakten für Hermann Hoth*, report dated 18 December 1943, Frame 39; *OKH, Personalakten für Erhard Raus*, report dated 1 March 1944, Frame 62; *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 930. Frame 930 of the *Korps' Ia KTB* provides one example of Hoth's name listed as *4. Pz.Arme*e commander in November 1943.

<sup>50</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 369.

<sup>51</sup> F.W. von Mellenthin, *Panzer Battles*, 161.

<sup>52</sup> C.J. Dick, *From Victory to Stalemate*, 107.

<sup>53</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frames 182-208; *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frames 797-1021.

<sup>54</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 966-975.

this does not definitively prove that the discussion did not happen in-person, or that Balck and Mellenthin did not harbour private thoughts about their preferred plan, it does cast doubt on their claim.

There are records of a discussion from 14 November when the westward-pivot approach was mentioned, but again, no major disagreements can be ascertained from the source material. At 9.35am on 14 November, there was a telephone call held between the *Korps* and 4. *Pz.Armees Hauptquartier*, where a *Korps*-level staff officer asked for clarification about the course of attack. Roughly one and a half hours later, there was a discussion between Hoth and presumably Balck, who had arrived in Belaya Tserkov' but did not officially assume command that morning, wherein Balck expressed concern that 25. *Pz.Div.* was too weak to cover the *Korps*' right flank as the *LSSAH* and 1. *Pz.Div.* advanced.<sup>55</sup> Again, there is no indication of a tense disagreement about a plan to pivot 1. *Pz.Div.* to aid in Zhitomir's recapture.

As will be shown in Chapter Five, Balck and Mellenthin were not shy about contesting Hoth on operational and tactical decisions, and palpable arguments between the three men present themselves in the *XLVIII. Pz.Korps*' records from 22-25 November.<sup>56</sup> The available evidence (or lack thereof) regarding their postwar claim leads the author to conclude that Balck and Mellenthin likely had some doubts about temporarily changing the direction of 1. *Pz.Div.*'s advance, and may even have raised them in-person, but it was not a contentious point the time. Considering the *Korps*' counterattack proceeded well until 20 November, it was not a major issue in their minds until the counterattack failed, and they sought to justify themselves for posterity. Later, the study will return to this issue and reconsider Balck and Mellenthin's arguments.

On 15 November, the weather was partly cloudy. During the previous night, there was no significant enemy activity in either the *Das Reich* or *LSSAH*'s sectors. That continued throughout the day for *Das Reich*, although small firefights and intermittent harassing artillery fire from the Soviets were reported.<sup>57</sup> *Das Reich* also went through a change in command as *Gruf.* Krüger departed the *Ostfront* for a brief return to Germany; *SS-Obersturmbannführer* (Lieutenant Colonel, *Ostuf.*) Sommer assumed command of the division until Krueger's return on 27 November.<sup>58</sup> The 25. *Pz.Div.*'s sector was also quiet – its major action on the fifteenth was the capture of Mokhnachka by *Pz.Aufkl.Abt. 25*, with support from other units.<sup>59</sup>

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<sup>55</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frames 190-191.

<sup>56</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frames 220-242; *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 981-1001.

<sup>57</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 970.

<sup>58</sup> Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 306, 310.

<sup>59</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 970.

In contrast, the early morning hours for *I. Pz.Div.* were marked by intense fighting. Just after midnight, the XXI Rifle Corps' defenses had still not been fortified, and large gaps in their lines remained. Partly remedying this was the arrival of the VI and VII Guards Tank Corps, which were still operating in the area. A battalion of Soviet infantry, likely from the 211<sup>th</sup> Rifle Division, advanced from the north to the Gnilets-Zapadnya road and established a blocking position to deny *I. Pz.Div.* access to the area's northbound roads.<sup>60</sup> The *K.Gr. Pz.Gren.Rgt. 113* initiated a reconnaissance-in-force to determine the strength of this position and discovered that a *Pakfront* had been established on both sides of the road – a formidable obstacle that had to be destroyed or evaded.<sup>61</sup>

At 6.20am, the *Kampfgruppe* attacked Gnilets, but the attack was repulsed, leading to intense fighting until 2.00pm, after which *I. Pz.Div.* reported killing 200-250 Soviet troops and destroying twelve tanks, although those numbers cannot be confirmed by Soviet sources. Simultaneously, parts of *I./Pz.Gren.Rgt. 113* advanced from Zapadnya to destroy the Soviet roadblock – the Soviets successfully repulsed that German attack and remained in place, even after two *Pz.Kfw. IV* companies from *II./Pz.Rgt. I* arrived and contributed their firepower to the engagement.<sup>62</sup>

To the east, the tanks and motorized infantry of VI and VII Guards Tank Corps units near Turbovka were challenging the *LSSAH's* continued advance. At 10.35am, *SS-Pz.Gren.Rgt. I*, then waiting on the outskirts of Solov'yovka, received antitank and tank fire from neighbouring Turbovka. To relieve this pressure, *SS-Pz.Aufkl.Abt. I* and a *Pz.Kfw. IV* company (*5./SS-Pz.Rgt. I*) were sent to silence the Soviet guns while support from the *VIII. Fl.Korps* was requested for the main attack on Solov'yovka. That assault featured fierce fighting as 38th Army's defenders inflicted heavy casualties on the Germans, including knocking out several *Sturmgeschütz* (assault guns, *StuG*) from *2./SS-Stug.Abt. I*. By 1.05pm, however, *I./SS-Pz.Gren.Rgt. I* breached Solov'yovka's defences, and the village was fully captured under an hour later.<sup>63</sup> To the west, the bridge that *K.Gr. Pz.Gren.Rgt. I* captured in Khodorkov was repaired by 9.00am and light vehicles began crossing the Irpen's tributary. The advance again ran into trouble when Soviet infantry attacked the *Kampfgruppe's* command post in Skochyshche from a nearby forested area. By 11.40am the Red Army assault was pushed back, but *K.Gr. Pz.Gren.Rgt. I's* advance was delayed and *Pz.Aufkl.Abt. I* was forced to clear remaining pockets of isolated Soviet infantry nearby.<sup>64</sup>

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<sup>60</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 146-147.

<sup>61</sup> *Gen.Kdo der I. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 593.

<sup>62</sup> *Gen.Kdo der I. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frames 593-594.

<sup>63</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 321.

<sup>64</sup> *Gen.Kdo der I. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 594.



While First Ukrainian Front's strength statistics are difficult to determine with the same level of accuracy as those of the *XLVIII. Pz.Korps*, *Stavka*'s study of the Kiev Offensive Operation and Kiev Defensive Operation does contain figures for 15 November:

| <b>Table 3.1: 38th Army Armoured Vehicle Strength – 15 November 1943<sup>65</sup></b>             |                          |
|---|--------------------------|
| <b>Formation/Unit</b>   | <b>Armoured Vehicles</b> |
| V Guards Tank Corps   | 65                       |
| 39th Tank Regiment  | 20                       |
|   |                          |
| <b>Table 3.2: 3rd Guards Tank Army Armoured Vehicle Strength – 15 November 1943<sup>66</sup></b>  |                          |
| <b>Formation/Unit</b>   | <b>Armoured Vehicles</b> |
| VI Guards Tank Corps  | 50                       |
| VII Guards Tank Corps   | 77                       |
| IX Mechanized Corps   | 69                       |
| 91st Tank Brigade   | 32                       |
| 50th Motorcycle Regiment  | 10                       |
| 1835th Self-Propelled Artillery Regiment  | 3                        |
| 1836th Self-Propelled Artillery Regiment  | 2                        |
|   |                          |
| <b>Table 3.3: First Ukrainian Front Armoured Vehicle Strength – 15 November 1943<sup>67</sup></b> |                          |
| <b>Formation/Unit</b>   | <b>Armoured Vehicles</b> |
| I Guards Cavalry Corps  | 52                       |

These units, especially those of 3rd Guards Tank Army in Table 3.2, suffered heavy losses against the *XLVIII. Pz.Korps*. Given the lack of *4. Pz.Armee* defences in the first days of the Kiev Offensive Operation, most of their losses likely occurred after 7 November, when *Das Reich* and *25. Pz.Div.* deployed near Fastov. Comparing the 31 October and 15 November strength figures, the IX Mechanized Corps, which was still fighting Schell's forces in the Fastov-Chervona vicinity on 15 November, lost 47 armoured vehicles over 15 days.<sup>68</sup> Although the *25. Pz.Div.* failed to capture Fastov and suffered heavy losses, these figures suggest that Schell's troops at least managed to inflict heavy losses in turn. Still, 3rd

<sup>65</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 230.

<sup>66</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 238.

<sup>67</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 236.

<sup>68</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 147, 221, 238.

Guards Tank Army (and 38th Army) had access to more reinforcements than 25. *Pz.Div.* Suffering armoured vehicle losses and casualties in a tit-for-tat manner was unsustainable for the Germans.

On 16 November, the weather was overcast with intermittent rainfall reported. This weather was unwelcome by the *LSSAH* and *I. Pz.Div.*, who had been operating on swampy terrain and unpaved roads for several days and would continue to do so, but they continued to advance in earnest. Overnight, *Das Reich's* sector was calm except for sporadic gunfire and artillery strikes hitting its frontline positions; it left the *Korps's* order of battle that morning but would return after 23 November, as events were to show. To the northwest, 25. *Pz.Div.'s* troops were reminded of their impotency in the face of an organized Soviet attack when Red Army riflemen occupied a bridge near Trilesa and defended it with artillery fire and nighttime airstrikes. Clearly, Rybalko remained determined to hold onto Fastov and break through to the south if the opportunity arose.<sup>69</sup> Meanwhile, at 3.15am, *SS-Pz.Aufkl.Abt. 1* and *I./SS-Pz.Gren.Rgt. 1* secured Turbovka, and the remainder of *SS-Pz.Gren.Rgt. 1* continued its advance into the later morning.<sup>70</sup> To the left, *I./Pz.Gren.Rgt. 1* assumed operational control over Solov'yovka, allowing the *LSSAH* to concentrate its forces. In front of the *XLVIII. Pz.Korps's* spearhead, Moskalenko's units appeared to be retreating east, abandoning towns and villages like Ozera, occupied by *I. Pz.Div.* at 5.15am, although isolated Soviet units who were caught up in the *LSSAH* and *I. Pz.Div.'s* advance continued to lurk in the regions' many forests. By attacking targets of opportunity, these Soviet riflemen (and those armed with antitank guns) forced the two *Panzerdivisionen* to devote manpower and equipment to their destruction – forces that could have been used to press the advance north.<sup>71</sup>

At the *Korps's Hauptquartier*, Balck had to contend with Hoth's displeasure about 25. *Pz.Div.'s* performance in the counterattack to date. In a telephone call at 8.50am, Hoth prodded Balck for more information about the division, including when Schell arrived southwest of Kiev, and what state his division was in when it deployed. *Gen.Lt.* Schell's health was also discussed. Before departing France for the *Ostfront*, his glaucoma had worsened and was severely affecting his eyesight, something that he largely kept to himself. While Schell's personal health issues were not the cause of 25. *Pz.Div.'s* lackluster performance at Fastov, his deteriorating health and vision certainly did not help his ability to command inexperienced and under-equipped troops, which found themselves in another difficult position on the sixteenth. While approaching Sushchanka to screen the *LSSAH's* right flank, a group of Schell's *Panzergranadiere* accompanied by *Pz.Kfw IVs* encountered a *Pakfront* and were forced to halt. Unfortunately, this group quickly found itself outmaneuvered and surrounded by the Soviets,

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<sup>69</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 971.

<sup>70</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 322.

<sup>71</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 594.

necessitating that a divisional relief operation be organized.<sup>72</sup> Even though they were relieved on 17 November, this example, and the Soviet capture of a bridge near Trilesa, highlights 25. *Pz.Div.*'s continued ineffectiveness and the disparity in its capabilities vis-à-vis the *LSSAH* and *I. Pz.Div.*<sup>73</sup>

As 25. *Pz.Div.* floundered, the *LSSAH* continued its advance. At 5.00am, Vil'nya (just eight kilometres south of the Kiev-Zhitomir highway) was taken against minimal resistance, and *SS-Pz.Aufkl.Abt. 1* occupied Divin around noon, securing it that evening. While the *LSSAH's Panzers* advanced to the southern part of Morozovka, five kilometres south of Brusilov, the *SS-Pz.Pio.Btl. 1* eliminated Soviet resistance in Lisovka, claiming to knock out 6 tanks in the process.<sup>74</sup> Farther west, the *I. Pz.Div.*'s *Panthers* from *I./Pz.Rgt. 1* continued marching north to join their division.<sup>75</sup> At 7.00am, *II./Pz.Gren.Rgt. 113* and *II./Pz.Rgt. 1* (except for its sixth and seventh companies) joined *I./Pz.Gren.Rgt. 1* and moved westwards to clear the Gnilets-Zapadnya-Solov'yovka area. At 7.40am, with the *Pakfront* along the Gnilets-Zapadnya road finally cleared, *I. Pz.Div.*'s two *Panzergrenadier* regiments were directed to the Levkov and Novo Stroje areas. Fierce combat raged throughout the day as *I. Pz.Div.* continued northwest and captured Onischpol and Vilenka. Even with Soviet resistance stiffening in some sectors, 16 November was another day of tactical successes on the *Korps'* left flank, and Balck ordered *Pz.Gren.Rgt. 113* to capture Korostychev, along the paved Kiev-Zhitomir highway. By day's end, the regiment arrived in the swampy terrain several kilometres south of the town.<sup>76</sup>

On 16 November, Gen. Vatutin continued to reinforce 38th Army. First Ukrainian Front's situation was growing more serious as the Germans captured more villages, towns, and roadways west of Fastov and south of the paved highway. The *XLVIII. Pz.Korps'* advance was getting closer to that critical logistical artery, which if severed, would be disastrous for Moskalenko's forces in Zhitomir. Additional forces assigned to Moskalenko's command on 16 November included the LII Rifle Corps, 37th Light Artillery Brigade, the 9th Antitank Artillery Brigade from 40th Army, and an additional antitank regiment from 13th Army. To facilitate a proper defensive effort relying on substantial antitank firepower, Vatutin adjusted the boundaries of control between 60th and 38th Army, entrusting Lt.Gen. Chernyakhovskii's 60th Army with the defence of Zhitomir (and assigning him Lt.Gen. Baranov's I Guards Cavalry Corps to aid with that task), thus shortening Moskalenko's frontline by roughly twenty kilometres and allowing him to focus on inflicting tactical defeat on one opponent: the *XLVIII. Pz.Korps.*<sup>77</sup>

<sup>72</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 196-197.

<sup>73</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 971-972.

<sup>74</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 971.

<sup>75</sup> Danny Bauer, *Die Pantherabteilung der 1. Panzer-Division*, 80-81.

<sup>76</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frames 594-595.

<sup>77</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 149.

While the addition of forces to Moskalenko's order of battle was a prudent move, it would be rendered meaningless if the newly assigned forces struggled to organize themselves and be incorporated into solid defensive positions. The inherent difficulties of withdrawing forces, redeploying them to new sectors, and incorporating them into a coordinated defensive system were made worse by 38th Army's command-and-control issues. The author has found no evidence that these issues were rectified by 16 November, which did not bode well for Moskalenko's prospects of stopping the *XLVIII. Pz.Korps'* advance before it advanced further and severed the Kiev-Zhitomir highway.

At 7.35pm on the sixteenth, Balck spoke with *H.Gr. Süd's Hauptquartier*. He relayed details of the *LSSAH* and *1. Pz.Div.*'s successes on 16 November despite 38th Army's resistance. Interestingly, he mentioned that the Soviets were massing east of Zhitomir to disrupt the *1. Pz.Div.* and *LSSAH's* advance; he surely recognized that a Red Army grouping alongside his growing eastern flank was a threat that had to be eradicated if he wanted to continue towards Kiev. Balck also informed his superiors that he would travel to the *25. Pz.Div.*'s *Hauptquartier* on 17 November to assess its situation and ensure that it put forth its best efforts to support the *LSSAH's* right flank and the *Korps'* overall mission.<sup>78</sup>

In a *4. Pz.Armee* order received at 8.15pm (and approved by Hoth), the *XLVIII. Pz.Korps* was ordered to continue its attack and accelerate its advance to the Kiev-Zhitomir highway. Its axis of advance was to be to the north-northwest, and it was ordered to establish firm contact with the *7. Pz.Div.* on its left. The *Korps* relayed this to its divisions, ordering them to continue attacking throughout the night and into 17 November, advancing to the highway on both sides of Korostychev, and destroying the Red Army in that area. The *25. Pz.Div.* would continue (at least in theory) to support the right flank by destroying Soviet units near Luchin, Kornin, and Mokhnachka. The *LSSAH* was directed to continue its attack from Vil'nya to the highway and attack the Korostychev group of Soviets from the east, while the *1. Pz.Div.* was mandated to attack that group from the west and occupy the town itself. Other units of the *1. Pz.Div.* would advance south of Klushevka and link up with the *VII. A.K.'s 68. Infanterie-Division (68. Inf.Div.)* there.<sup>79</sup>

While the *XLVIII. Pz.Korps* suffered casualties and equipment losses from 12-16 November, the numbers reported by the *Panzerdivisionen* (and elements of the *75. and 198. Inf.Div.*'s attached to *Das Reich* in that period) reflect that the *Korps* was on the tactical offensive against disorganized Soviet forces, and was achieving tactical success:

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<sup>78</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 199.

<sup>79</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frames 930-931.

| <b>Division/Unit</b> | <b>Status</b>                           | <b>Pz.Kfw. III</b> | <b>Pz.Kfw. IV</b> | <b>Panther</b> | <b>Tiger</b> | <b>StuG/StuH</b> |
|----------------------|---|--------------------|-------------------|----------------|--------------|------------------|
| <b>Das Reich</b>     | Operational at end of 14 Nov.           | 5                  | 11                | 2              | 6            | 10               |
|                      | In repair at end of 14 Nov. (All Types) | 24                 | 34                | 50             | 12           | 13               |
|                      | Losses (Cumulative) <sup>81</sup>       | 6                  | 1                 | 0              | 0            | 0                |
| <b>25. Pz.Div.</b>   | Operational at end of 15 Nov.           | 3                  | 49                | N/A            | N/A          | 10               |
|                      | In repair at end of 14 Nov. (All Types) | 1                  | 24                | N/A            | N/A          | 0                |
|                      | Losses (Cumulative)                     | 1                  | 19                | N/A            | N/A          | 0                |
| <b>LSSAH</b>         | Operational at end of 15 Nov.           | 4                  | 34 <sup>82</sup>  | 40             | 18           | 33               |
|                      | In repair at end of 15 Nov. (All Types) | 3                  | 2                 | 49             | 5            | 8                |
|                      | Losses (Cumulative)                     | 0                  | 0                 | 7              | 0            | 0                |
| <b>s.Pz.Abt. 509</b> | Operational at end of 15 Nov.           | N/A                | N/A               | N/A            | 16           | N/A              |
|                      | In repair at end of 15 Nov. (All Types) | N/A                | N/A               | N/A            | 22           | N/A              |
|                      | Losses (Cumulative)                     | N/A                | N/A               | N/A            | 0 (9)        | N/A              |

| <b>Division</b>                     | <b>KIA</b> | <b>WIA</b> | <b>MIA</b> | <b>Total</b> |
|-------------------------------------|------------|------------|------------|--------------|
| <b>Das Reich</b>                    | 7          | 9          | 0          | 16           |
| <b>75. Inf.Div. + 198. Inf.Div.</b> | 6          | 28         | 2          | 36           |

<sup>80</sup> Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch, 1 November-31 December 1943, Frames 1092-1096, 1098-1099, 1101. No armoured vehicle reports were issued for 16 November, and *Das Reich* did not issue a report for the fifteenth or sixteenth of November. *I. Pz.Div.* did not issue any armoured vehicle reports in this period.

<sup>81</sup> Cumulative losses refer to losses incurred throughout the counterattack, not just the specific time period outlined in the table heading. This figure will be given in parentheses after the figure for the specific reporting dates hereafter, if applicable.

<sup>82</sup> The *LSSAH's II./SS-Pz.Rgt. 1* had not fully arrived by 15 November, meaning not all *Pz.Kfw. IVs* were indicated on its reports from 12-15 November.

<sup>83</sup> Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch, 1 November-31 December 1943, Frames 1093-1101, 1103, 1105, 1110.

|                    |    |     |    |     |
|--------------------|----|-----|----|-----|
| <i>25. Pz.Div.</i> | 44 | 112 | 33 | 189 |
| <i>LSSAH</i>       | 42 | 119 | 1  | 162 |
| <i>1. Pz.Div.</i>  | 66 | 316 | 23 | 405 |

Note that no armoured vehicle reports were issued for 16 November. Unfortunately, *1. Pz.Div.* did not report any armoured vehicle figures for 12-15 November either, but it is reasonable to assume that its were similar to the *LSSAH*, given that they operated in adjacent sectors against the same enemy. By the close of 15 November, the *XLVIII. Pz.Korps*' combat power remained strong. Although *25. Pz.Div.* had lost much of its equipment since 7 November, with 19 of its *Pz.Kfw. IV*s written off as total losses by that point, the *LSSAH* retained a sizable complement of 129 operational armoured vehicles – and that does not include its entire *Pz.Kfw. IV* battalion, *II./SS-Pz.Rgt. 1*, which had not fully arrived by the end of the fifteenth. If this is added to the estimated strength of the *1. Pz.Div.*, whose *I./Pz.Rgt. 1* only fully arrived in *4. Pz.Armees*' rear area on 15 November and whose records do not suggest considerable numbers of vehicles were destroyed, the *XLVIII. Pz.Korps* retained a potent force. Its supply situation was also strong, meaning that its troops had the resources they needed to perform their best in combat. Other than reports from 12-13 November that the *Korps*' fuel supply situation was “tense” due to the divisions' high level of road movement (meaning they were on the offensive), logistics were not an issue, and the fuel situation was “secured” by the sixteenth, after the first fuel train arrived in Popel'nya.<sup>84</sup>

Well-supplied and well-equipped, the *LSSAH* and *1. Pz.Div.* achieved considerable tactical successes from 12-16 November. Recognizing that the threat to his bridgehead had shifted west of Fastov, Vatutin was reinforcing 38th Army with armoured and antitank units to give Moskalenko the best chance to defeat the counterattack. Unfortunately, the *LSSAH* and *1. Pz.Div.* still maneuvered against 38th Army's disorganized units lacking strong defences, suffering light equipment losses in the process. Without adequately organized or defended frontline positions, the Red Army did not have much hope of seriously eroding the *XLVIII. Pz.Korps*' combat power and stemming its advance. Despite the rainfall on 16 November and Red Army's reinforcements, *Gen.d.Pz.Tr.* Balck continued to reduce First Ukrainian Front's bridgehead and make progress towards recapturing Kiev. All that had stood in his (and Eberbach's) way were Red Army units that crumbled in their path. In four days, however, the situation would be drastically different.

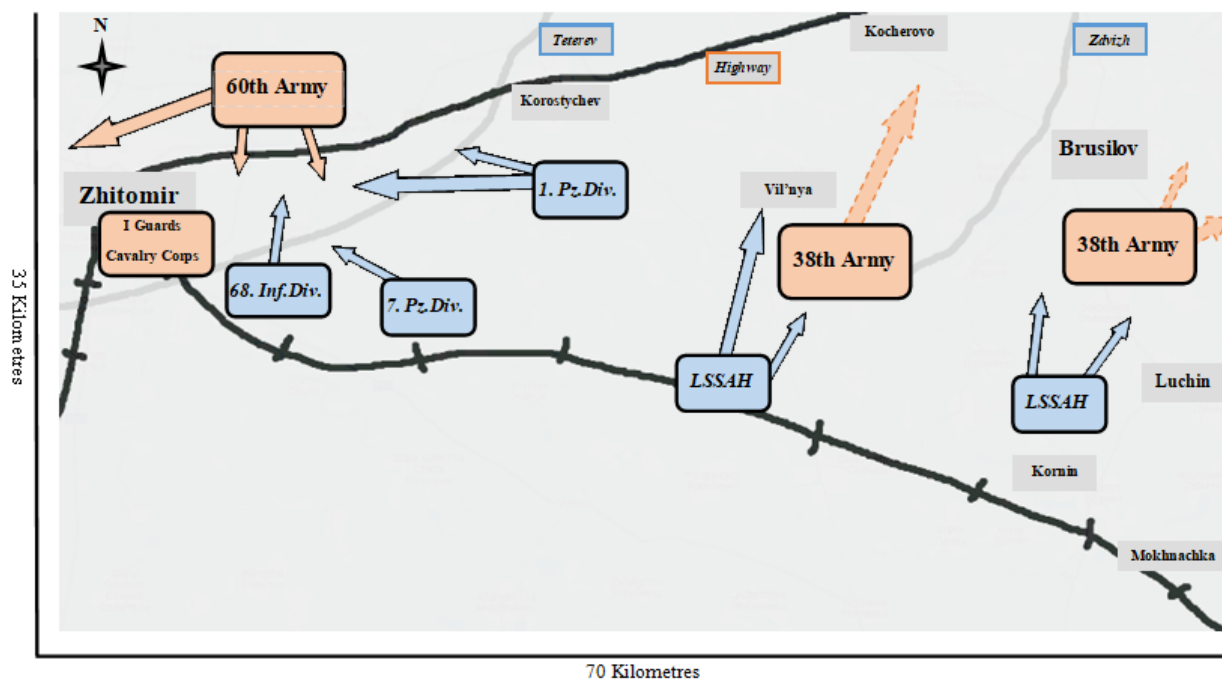
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<sup>84</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1090, 1093, 1095, 1098, 1100.

## CHAPTER FOUR: THE TIDE TURNS, 17-21 NOVEMBER

On 19 November, the *XLVIII. Pz.Korps* recaptured Zhitomir, a vital logistics hub and key terrain feature on First Ukrainian Front's west flank.<sup>1</sup> That victory marked the peak of the counterattack's tactical success, as just two days later its forces struggled to penetrate Soviet defences surrounding Brusilov, suffering heavy losses in the process. Despite the exhortations of *Gen.d.Pz.Tr.* Balck to quickly advance eastward after the nineteenth, his subordinate formations met their match in 38th and 3rd Guards Tank Armies prepared defences. As Balck's forces bloodied themselves against Col.Gen. Moskalenko and Lt.Gen. Rybalko's extensive minefields and *Pakfronts*, they were unable to replicate their previous tactical successes. Even the addition of three *Panzerdivisionen* to the *Korps*' order of battle – the 7. *Panzerdivision* (7. *Pz.Div.*), 19. *Panzer Division* (19. *Pz.Div.*), and *Das Reich*'s re-subordination – could not remedy the deteriorating battlefield situation.

MAP 4: MOVEMENT SOUTH OF THE KIEV-ZHITOMIR HIGHWAY, 17-19 NOVEMBER



On 17 November, the *Korps* continued its operations under an overcast sky, with no rainfall reported. Overnight, 25. *Pz.Div.* was at a standstill. Some of its forces remained encircled near Sushchanka, and *Pz.Gren.Rgt. 147* was organizing a relief attempt. That operation was successful, and at

<sup>1</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 370.

8.10am its encircled forces made it back to their lines, albeit having suffered heavy losses throughout the episode.<sup>2</sup> To their left, the *LSSAH* conducted reconnaissance and consolidated its hold on Vil'nya, and *SS-Pz.Aufkl.Abt. 1* repelled several armoured assaults against the northeastern part of Divna, south of Brusilov.<sup>3</sup> The *1. Pz.Div.* was engaged in more active operations, with a new *Kampfgruppe* organized around *Pz.Gren.Rgt. 113* steadily advancing north, towards the Kiev-Zhitomir highway. Around 7.40am, these forces occupied Korostychev against minimal resistance from 60th Army, although small groups of Soviet infantry continued to harry them along their advance.<sup>4</sup>

At 8.00am, Balck briefed *4. Pz.Armee* on his *Korps*' nighttime operations, and twenty-five minutes later he spoke with *Gen.Maj.* Seidemann, requesting air strikes from the *VIII. Fl.Korps* on Soviet targets in Luchin, Brusilov, and northwest of Khomutets (a village southeast of Brusilov). That morning, *4. Pz.Armee* officially ordered the *XLVIII. Pz.Korps* to capture Zhitomir using the *1. Pz.Div.*, *68. Inf.Div.*, and *7. Pz.Div.*, with the latter two *Divisionen* coming under *Korps* command at noon. Balck was also informed that *19. Pz.Div.* would come under his command the following day, 18 November. The plan for Zhitomir was simple enough: the *1. Pz.Div.* would pivot west along the Kiev-Zhitomir highway and cooperate in its recapture with *7. Pz.Div.*, which was to the southwest at the time. Once Zhitomir was in their hands, the *XLVIII. Pz.Korps* would resume active operations to the east, with the *LSSAH* and *1. Pz.Div.* leading the advance to Kiev along the highway. Judging by the *Korps*' *Telefonbuch*, Balck and other *4. Pz.Armee* and *XLVIII. Pz.Korps Hauptquartier* staff did not expect the Soviets in Zhitomir to mount a serious defence – the records also indicate that *7. Pz.Div.* observed Soviet troops withdrawing northeast from Zhitomir on 17 November, which boded well for an assault on the city.<sup>5</sup>

Despite its sector temporarily relegated to the backburner, the *LSSAH* was not idle on the seventeenth. At 8.00am, the division was ordered to attack Kocherovo, approximately fifteen kilometres northwest of Brusilov, sitting abreast the highway.<sup>6</sup> Reconnaissance determined that the Soviets had established a strong defensive position along the southern edge of the forest between Kocherovo and Korostychev, and immediate action would have to be taken by the *LSSAH* before the Soviet defenders could construct more formidable defences.<sup>7</sup>

Just after 12.00pm, the first attack on Kocherovo began, with the *I./SS-Pz.Gren.Rgt. 1* leading the assault. After a brief but fierce fight, the town was taken by 1.30pm.<sup>8</sup> The *LSSAH*'s tactical success in

<sup>2</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 201.

<sup>3</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 972.

<sup>4</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 595.

<sup>5</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frames 201-202.

<sup>6</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 972.

<sup>7</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 323-324.

<sup>8</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 150. The Soviets described "bitter fighting" near Kocherovo.



Kocherovo was replicated in Luchin to the southeast, where two platoons of *Tigers* from *13./SS-Pz.Rgt. 1* operated in support of *SS-Pz.Gren.Rgt. 2*.<sup>9</sup> Facing a strong *Pakfront*, one *Tiger* was reportedly knocked out and its commander killed; in return, the *LSSAH* claimed to destroy five Soviet tanks.<sup>10</sup> After the engagement, Luchin was in German hands by 3.30pm.<sup>11</sup>

That evening, the *LSSAH* consolidated its positions, especially in the north, where *SS-Pz.Gren.Rgt. 1* was ordered to protect both sides of Kocherovo from Soviet counterattacks. In the south, *I.* and *II./SS-Pz.Gren.Rgt. 2* and *3./SS-Pz.Aufkl.Abt. 1* would conduct a reconnaissance-in-force towards the forest west of Sushchanka, leave a small force there, and then advance north to Brusilov on 18 November. The *Pz.Kfw. IVs* of *II./SS-Pz.Rgt. 1* were to cooperate with the armoured personnel carrier-equipped *III./SS-Pz.Gren.Rgt. 2* and attack Morozovka, along the road to Brusilov.<sup>12</sup>

While the *LSSAH* spent 17 November attacking Soviet positions near Kocherovo and Brusilov, *I. Pz.Div.* and *Gen.Lt. Paul Scheuerpflug's 68. Inf.Div.*, possessing three weak infantry battalions and one artillery regiment, continued advancing north and northwest, inexorably applying pressure against the Soviet XXIII Rifle Corps defending the Kiev-Zhitomir highway and the eastern approaches to Zhitomir.<sup>13</sup> Deployed on the *68. Inf.Div.*'s left flank was *Gen.Lt. Hasso von Manteuffel's 7. Pz.Div.* Previously subordinated to the *VII. A.K.*, *7. Pz.Div.* was a dilapidated formation, much like *Das Reich* in early November. It had taken part in *H.Gr. Sud's* difficult *Ostfront* battles since January 1943, including participating in *Unternehmen Zitadelle*, the retreat to the Dnieper, and the Kiev Offensive Operation on 3 November.<sup>14</sup> According to its 1 October strength report submitted to the *OKH*, the *7. Pz.Div.* certainly resembled, in the words of one historian, "no more than a *Kampfgruppe*."<sup>15</sup> See Table 4.1 below:

<sup>9</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 324.

<sup>10</sup> Patrick Agte, *Waffen-SS Tiger Commanders*, 170-172; *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1102, 1111.. The *LSSAH's* armoured vehicle loss report for 17 November does not indicate that any *Tigers* were destroyed on that day. However, the *Tiger* hit by an antitank shell in Luchin may not have been officially listed as a total loss until the twentieth, given that the *13./SS-Pz.Rgt. 1* was isolated in Luchin until 19 November, and presumably unable to tow its critically damaged *Tiger* to a repair depot for evaluation. Two *Tigers* were listed as destroyed on 20 November, but primary accounts obtained from Agte's work above only assert that one vehicle was lost on the twentieth – the other listed as destroyed may have been the Luchin *Tiger* from 17 November. This example highlights the difficulties inherent to identifying individual vehicle losses, given the chaotic nature of the battlefield.

<sup>11</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 972-973.

<sup>12</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 324-325.

<sup>13</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frames 595-596; *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 973; Samuel Mitcham, *German Order of Battle, Volume One: 1<sup>st</sup>-290<sup>th</sup> Infantry Division in WWII* (Mechanicsburg: Stackpole Books, 2007), 117; George Nafziger, *The German Order of Battle: Infantry in World War II* (London: Greenhill Books, 2000), 112-113.

<sup>14</sup> Samuel Mitcham, *The Panzer Legions*, 82; David Glantz, ed. *From the Dnepr to the Vistula*, 87.

<sup>15</sup> Samuel Mitcham, *The Panzer Legions*, 82.

| <b>Table 4.1: 7. Pz.Div. Manpower and Equipment Strength - 1 October 1943<sup>16</sup></b> |                   |                    |                   |            |                  |
|--|-------------------|--------------------|-------------------|------------|------------------|
|  | <i>Pz.Kfw. II</i> | <i>Pz.Kfw. III</i> | <i>Pz.Kfw. IV</i> | <i>SPW</i> | <b>Artillery</b> |
| <b>Operational</b>   | 2                 | 3                  | 13                | 56         | 23               |
| <b>Under Repairs</b>   | 1                 | 6                  | 10                | 27         | 1                |

| <b>Table 4.2: 7. Pz.Div. on 1 October 1943 (contd.)</b> |                           |                  |                 |
|---|---------------------------|------------------|-----------------|
|   | <b>Self Propelled-PaK</b> | <b>Towed PaK</b> | <b>Manpower</b> |
| <b>Operational</b>                                      | 8                         | 3                | 11,465          |
| <b>Under Repairs</b>                                    | 2                         | 2                | NIL             |

With a *Kampfwert* (combat rating) of IV, Manteuffel's forces were deemed suitable for limited defensive operations only.<sup>17</sup> Their deficiency in operable armoured vehicles, including the latest versions of the *Pz.Kfw. IV*, was not rectified throughout October or early November, and that affected its offensive potential. Speaking in 1985, a veteran of the division's *Pz.Kfw. IV* battalion – *II./Pz.Rgt. 25* – noted that on 3 November, *7. Pz.Div.* only had 30 *Panzers* and 1 additional command vehicle (models unspecified) on hand; that account also fails to specify if all 31 *Panzers* were operational, or if some were undergoing repairs.<sup>18</sup> Based on that account and subsequent strength reports, *7. Pz.Div.* possessed limited combat capabilities throughout November 1943.

Although inundated by Soviet attacks on 17 November, *7. Pz.Div.* was ordered to recapture Zhitomir in conjunction with *1. Pz.Div.* and *68. Inf.Div.*, the latter of which would support the attack by advancing north over the highway and screening *1. Pz.Div.*'s right flank.<sup>19</sup> While the *XLVIII. Pz.Korps* finalized its plans for the recapture of Zhitomir and the eventual pivot eastwards, the Soviets were taking action to prevent the *LSSAH* from breaking through near Brusilov. On 17 November, Vatutin assigned the 315th and 1070th Antitank Artillery Regiments to 38th Army, adding even more defensive antitank firepower to Moskalenko's order of battle – these forces came from the 40th and 27th Armies, respectively.<sup>20</sup>

<sup>16</sup> *OKH Gen Insp. Der Pz.Truppen, Zustandberichte*, 1 June-1 December 1943, Frame 528.

<sup>17</sup> Kamen Nevenkin, *Fire Brigades*, 234.

<sup>18</sup> David Glantz, ed. *From the Dnepr to the Vistula*, 87.

<sup>19</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 973.

<sup>20</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 151.

In discussions with *4. Pz.Armees Hauptquartier* that evening, *O. Mellenthin* advised his superiors that *25. Pz.Div.* was fighting near Mokhnachka, and despite its successful relief of a portion of its encircled forces, it was struggling to maintain its lines as Soviet forces were able to break out of Chervona to the south; although not specified, this minor Soviet breakthrough was likely quickly destroyed. Turning to more promising sectors, *Balck* and *Hoth* agreed that the *Korps'* eastward pivot would take place on 19 November.<sup>21</sup> The fact that the two commanders anticipated that the *XLVIII. Pz.Korps* could continue its eastward advance on 19 November – just two days away – indicates that they did not believe *Zhitomir* would require an extraordinary amount of time and effort to recapture, especially considering the weakness of the *7. Pz.Div.*, one of the formations assigned to that mission.

That night, the *Korps* issued its orders for 18 November. The *25. Pz.Div.* was instructed to continue attacking near Mokhnachka, thus applying pressure on 38th and 3rd Guards Tank Army in that area. The division was also required to conduct reconnaissance and observe Soviet force dispositions – understanding the nature of Soviet defences in that area would inform tactical decisions elsewhere, including in the *LSSAH* and *1. Pz.Div.*'s sectors.<sup>22</sup>

The *LSSAH* was directed to maintain close contact with the *1. Pz.Div.*'s right flank. After the *Vil'nya* area was cleared, the *LSSAH* was to regroup for the attack on *Brusilov*. The *1. Pz.Div.* would concentrate against *Zhitomir* while maintaining contact with the *LSSAH* on the right. With its forces organized into two new *Kampfgruppen* – *K.Gr. Bradel* and *K.Gr. Feller* – *1. Pz.Div.* would cooperate with *7. Pz.Div.* and recapture *Zhitomir*, after which *Gen.Lt. Krueger* was to quickly move his division east and assemble southwest of *Kocherovo*. Speed was critical to this plan, and *1. Pz.Div.* was ordered to operate day and night. Last, *68. Inf.Div.* would protect the *Korps'* northern flank along the *Teterev River*, a flank that would grow in importance as *Zhitomir* was recaptured and the *Korps* advanced into the 38th and 3rd Guards Tank Armies' defences.<sup>23</sup>

As the day ended, the *LSSAH* and *1. Pz.Div.* were not granted an overnight respite. *Hauptsturmführer* (Captain, *Hstuf.*) *Kling's 13./SS-Pz.Rgt. 1*, positioned in *Luchin* at the end of 17 November, defended itself from a battalion-sized Soviet assault from *Fedorovka*, and at 6.45am on the eighteenth, *II./SS-Pz.Gren.Rgt. 2* attacked Soviet troops evading German attention in the forest two kilometres east of *Kornin*.<sup>24</sup> To the west, *1. Pz.Div.*'s *K.Gr. Bradel* severed the *Kiev-Zhitomir* highway and advanced toward *Zhitomir*, encountering minimal resistance until one heavy and several medium

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<sup>21</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frames 204-205.

<sup>22</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frames 970-972.

<sup>23</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 970-972.

<sup>24</sup> *Rudolf Lehmann, transl. Nick Olcott, The Leibstandarte III*, 325.

Soviet artillery batteries opened fire near Strizhevka. After difficult fighting, that village was captured, but a strong Soviet presence to the north mandated that the *Kampfgruppe* leave small groups of *Panzergranadiere* behind to screen against any attacks to its rear.<sup>25</sup> As *K.Gr. Bradel* advanced, Soviet resistance stiffened – the Soviets appeared to have strong defensive positions erected east of Zhitomir with sizable forces occupying them, at least in the early hours of 18 November.

Although it still faced heavy combat, *25. Pz.Div.* reported that operations on its right flank were proceeding well early on the eighteenth, although its ongoing offensive operations near Mokhnachka were running up against stalwart Soviet resistance, especially east of the village. Despite the bloody fighting, Mokhnachka was finally captured by *25. Pz.Div.* later that day.<sup>26</sup> On the *LSSAH*'s right flank, *I./SS-Pz.Gren.Rgt. 2* made progress gaining valuable terrain south of Brusilov when it captured Morozovka at 11.30am. In Luchin, *Hstuf.* Kling's forces were pushed to the western part of the town after a large Soviet attack from neighbouring Velikie Golyaki threatened to overrun the *Tigers*. At noon, the Soviets renewed their attempt to retake Luchin, destroy the *LSSAH Tigers*, and threaten the division's entire right flank; this time, heavy artillery and antitank guns were deployed southwest of Velikie Golyaki to provide the assaulting infantry with fire support. After a day of defensive fighting, Kling's *Tigers* would spend another night isolated in Luchin.<sup>27</sup> 38th Army also tried to pin the *LSSAH* in place near Kocherovo through repeated assaults. The *SS-Pz.Gren.Rgt. 1* reported eight Soviet attacks on 18 November, likely from the XVII Guards Rifle Corps, protecting the 38th Army's right flank along the highway.<sup>28</sup>

To the west, *1. Pz.Div.* continued to advance. The division made steady progress in its march to Zhitomir and continued to defend itself against attacks from the north. For example, that afternoon, *II./Pz.Gren.Rgt. 1* repelled a small Soviet charge and claimed to destroy 3-5 tanks. In Korostychev, *1. Pz.Div.* was supported in its clearing operations by the *68. Inf.Div.*'s *Grenadier-Regiment 172*.<sup>29</sup> To the south, *K.Gr. Feller*, supported by some recently deployed *Panthers* from *I./Pz.Rgt. 1*, struggled to march to Korostychev along the muddy, churned-up road network, and was forced to make a detour along its march route. Later in the day, the battalion's remaining *Panthers* arrived in Kotlyarka, roughly thirty-five kilometres south of the highway, ready for deployment.<sup>30</sup>

<sup>25</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 596.

<sup>26</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 206; *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 974.

<sup>27</sup> Patrick Agte, *Waffen-SS Tiger Commanders*, 170-171.

<sup>28</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 325-326; *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 151-152.

<sup>29</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 597.

<sup>30</sup> Danny Bauer, *Die Pantherabteilung der 1. Panzer-Division*, 81.

From the Soviet perspective, the situation south of the highway was growing more serious by the hour as the *XLVIII. Pz.Korps* continued its advance, brushing most resistance aside with minimal difficulty. On the morning of the eighteenth, Vatutin had ordered that Zhitomir was to be held at all costs – it was a major logistics hub that would be critical to the First Ukrainian Front’s future operations. The formations and units tasked with holding the city itself were the 2nd and 7th Guards Cavalry Divisions from I Guards Cavalry Corps, the 218th Rifle Division, and two rifle regiments from the 121st and 141st Rifle Divisions.<sup>31</sup> Table 4.3 shows their strengths on 15 November, excluding the two rifle regiments, which cannot be identified:

| <b>Formation/Unit</b>       | <b>Manpower Strength</b> | <b>Armoured Vehicles</b> |
|-----------------------------|--------------------------|--------------------------|
| 2nd Guards Cavalry Division | 4,649                    | 17                       |
| 7th Guards Cavalry Division | 5,337                    | 8                        |
| 218th Rifle Division        | 4,454                    | 0                        |

The reader should note that these figures would have decreased from 15 to 18 November as combat was ongoing near Zhitomir. Even though this data represents a ceiling on Soviet strength, it does shed light on the nature of Soviet defences. Without many armoured vehicles, a successful defence of Zhitomir would have required an urban defence-in-depth, with Soviet infantry clinging onto every building, neighbourhood, and street, making a battle within the city a bloodbath for both sides.

Amidst the cool weather on 19 November 38th and 3rd Guards Tank Armies were preparing their defences around Brusilov. Having recognized that his forces’ previous defensive failures were due in part to poor troop control, Moskalenko had finally rectified the situation. As more communications wires were laid between his corps’ headquarters, and Moskalenko’s staff received two new radio stations, the task of controlling his subordinate formations became more manageable.<sup>33</sup> By having a clear picture of his subordinates’ operational strengths and weaknesses, combined with timely battlefield updates, Moskalenko was in a better position to have his army work together as a seamless whole, rather than an array of uncoordinated parts.

While Moskalenko and Rybalko prepared to halt the *XLVIII. Pz.Korps* at Brusilov, *25. Pz.Div.* organized a *Kampfgruppe* to assist the *LSSAH*’s right flank, especially its *Tigers* isolated in Luchin. The

<sup>31</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 151.

<sup>32</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 228-230, 236.

<sup>33</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 151, 164-165.

Soviets carried out four attacks in battalion strength with armoured support south of Brusilov; all attacks on *LSSAH* positions were repulsed, and *Hstuf. Kling's Tigers* continued to hold out.<sup>34</sup> Meanwhile, on the *XLVIII. Pz.Korps'* left flank, *I./Pz.Gren.Rgt. 1* advanced into Zhitomir at 3.00am, reporting minimal Soviet resistance. In contrast, *II./Pz.Gren.Rgt. 113* reported strong Soviet defences southeast of the city, including several roadblocks.<sup>35</sup> The precise nature of these 'roadblocks' is not given in the source material, but given the Zhitomir group's deficiency in armoured vehicles, they likely consisted of infantry positions with integrated mortar and artillery fire support.

There are historiographical inconsistencies regarding the timing of Zhitomir's recapture and the scale of the fighting.<sup>36</sup> In his memoir, Moskalenko writes that on 20 November, "Our rifle and cavalry corps, threatened with encirclement, were ordered to abandon Zhitomir and withdraw northward to the area of Chernyakov. It was immensely distasteful to pull out of Zhitomir."<sup>37</sup> Moskalenko's right-flank forces had been at the forefront of the First Ukrainian Front's southwest advance, and he presided over Zhitomir's liberation; he was not pleased to abandon it.

By most accounts, the Zhitomir group did not seriously contest the *I. Pz.Div.* and *7. Pz.Div.* as they entered the vicinity on 19 November. The memoirs of Balck, Mellenthin, and Manstein do not mention considerable fighting taking place. As previously stated, Balck and Mellenthin's postwar comments revolve around the delay required to capture Zhitomir, not the fight for the city itself. In fact, very few sentences or words are devoted to Zhitomir at all.<sup>38</sup> In contrast, the available Soviet sources are more detailed in their depictions of the event. In *Stavka's* study of the fighting, it states that during the night of 18-19 November, Vatutin ordered the 2nd and 7th Guards Cavalry Divisions, 218th Rifle Division, and two rifle regiments to withdraw from the town, which took place in an organized manner with support from 60th Army's XXX Rifle Corps.<sup>39</sup> This account, compiled from Soviet operational records and published by *Stavka* for internal purposes in 1946, just three years after the events took place, takes precedence over other accounts, including Moskalenko's memoir, which improperly states that the withdrawal took place on 20 November.<sup>40</sup> That date is not corroborated by *Stavka's* assessment, German primary documents, or first-hand accounts.

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<sup>34</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 975; Patrick Agte, *Waffen-SS Tiger Commanders*, 170-171.

<sup>35</sup> *Gen.Kdo der I. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 597.

<sup>36</sup> Buttar, *Retribution*, 403.

<sup>37</sup> Kirill Moskalenko, *The Southwestern Theater*, 250.

<sup>38</sup> Hermann Balck, *Order in Chaos*, 312-314; F.W. von Mellenthin, *Panzer Battles*, 161-162; Manstein, *Lost Victories*, 489.

<sup>39</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 152.

<sup>40</sup> Kirill Moskalenko, *The Southwestern Theater*, 250.

One postwar account highlights 7. *Pz.Div.*'s perspective. Speaking in 1985 at the Center for Land Warfare at the US Army War College, a veteran of 7. *Pz.Div.*'s *Pz.Kfw. IV* battalion, *II./Pz.Rgt. 25*, described his division's operations on the eighteenth. With *Gen.Lt. Manteuffel* leading from the front, the division found Soviet antitank gun crews on the outskirts of the town inebriated and in no physical state to mount considerable resistance.<sup>41</sup> He went on to describe that an attack launched several hours later, at 3.00am on 19 November, was successful:

At 0300 we sent a panzer company up here [Pointing on a map, presumably southeastern part of Zhitomir] to secure the area, but nevertheless most of the Russian garrison and troops escaped to the north. We tried to shoot them, and we got some, but most got out before we took the town. A little later we linked up [with the *I. Pz.Div.*] and Zhitomir was captured. You may ask if it was so easy and it really was.<sup>42</sup>

This account certainly aligns with *Stavka*'s assertion that by 18-19 November, the decision was made to abandon Zhitomir and its defenders did not seriously resist the Germans.

German primary documents also support this view. At some point between his 18 November morning order and the following night, Vatutin realized that it was pointless to hold onto Zhitomir. Why waste valuable infantry units in a seemingly pointless battle? As mentioned, before dawn on the nineteenth, *I./Pz.Gren.Rgt. 1* reported minimal resistance in Zhitomir's eastern sector, indicating the Red Army's withdrawal was close to completion. Additionally, as early as 9.45am, *I. Pz.Div.* was already ordered to pivot east and support the *LSSAH* near Kocherovo.<sup>43</sup> While formidable Soviet defences were reported along the southeastern edge of Zhitomir, *K.Gr. Bradel* had successfully advanced through them and joined 7. *Pz.Div.* in the city centre by 9.40am, which, according to the *XLVIII. Pz.Korps KTB*, had arrived three hours prior.<sup>44</sup> The fact that these two divisions, especially the considerably weakened 7. *Pz.Div.*, were able to occupy Zhitomir in a matter of hours, indicates that the Soviets had withdrawn from the town.<sup>45</sup>

While 7. *Pz.Div.* and 68. *Inf.Div.* cleared Zhitomir of any Soviet stragglers, 1. *Pz.Div.* moved back east. It would be aided in its efforts to capture Brusilov by the 19. *Pz.Div.*, commanded by *Gen.Lt. Hans Kellner*, which began assembling between the 25. *Pz.Div.* and *LSSAH*.<sup>46</sup> After months of combat and retreat on the *Ostfront*, the 19. *Pz.Div.* was as weak as the 7. *Pz.Div.*:

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<sup>41</sup> David Glantz, ed. *From the Dnepr to the Vistula*, 103.

<sup>42</sup> David Glantz, ed. *From the Dnepr to the Vistula*, 104.

<sup>43</sup> *Gen.Kdo der I. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 598.

<sup>44</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 975-976.

<sup>45</sup> Buttar, *Retribution*, 405. Buttar also concludes that the weakened 7. *Pz.Div.* would not have been so successful during Zhitomir's recapture if 60th Army stayed to defend it.

<sup>46</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 976.

| <b>Table 4.4: 19. Pz.Div. Manpower and Equipment Strength - 1 November 1943<sup>47</sup></b> |                    |                   |            |                  |
|--|--------------------|-------------------|------------|------------------|
|  | <i>Pz.Kfw. III</i> | <i>Pz.Kfw. IV</i> | <i>SPW</i> | <b>Artillery</b> |
| <b>Operational</b>   | 0                  | 8                 | 12         | 24               |
| <b>Under Repairs</b>   | 3                  | 5                 | 5          | 3                |

| <b>Table 4.5: 19. Pz.Div. on 1 November 1943 (contd.)</b> |                           |                  |                 |
|---|---------------------------|------------------|-----------------|
|   | <b>Self Propelled-PaK</b> | <b>Towed PaK</b> | <b>Manpower</b> |
| <b>Operational</b>  | 2                         | 5                | 10,088          |
| <b>Under Repairs</b>                                      | 1                         | 1                | NIL             |

As shown in Tables 4.4 and 4.5, the 19. Pz.Div. lacked significant numbers of equipment, possessing a mere 8 operational *Panzers* on 1 November, with a further 8 undergoing repairs. Its manpower was also lacking, and these weaknesses contributed to its *Kampfwert* of IV: suitable for limited defensive operations only.<sup>48</sup> Despite these deficiencies, Kellner's division was most welcome in the *XLVIII. Pz.Korps*' order of battle. By freeing more powerful *LSSAH* forces for tougher combat, the counterattack had greater chances for success than if its best forces were tied down manning quiet frontline sectors.

Not far from 19. Pz.Div.'s assembly area, an attack led by 25. Pz.Div.'s *II./Pz.Rgt. 9* and *Tigers* from *s.Pz.Abt. 509* relieved *Hstuf. Kling's 13./SS-Pz.Rgt. 1* in Luchin.<sup>49</sup> It was telling of the vicious fighting and steadily mounting Soviet resistance that the *LSSAH* needed support from 25. Pz.Div. to free Kling's *Tiger* company. After the fighting in Luchin, 25. Pz.Div. engaged Soviet infantry occupying the high ground north of the village and would continue attacking Soviet positions there on the twentieth.<sup>50</sup>

At 8.00pm, the *XLVIII. Pz.Korps* issued its orders for the next day. The first part of the order described the intent behind its 20 November operations, impressing the importance of destroying Soviet troops in the Vysokoye, Brusilov, and Ozeryany areas, after which the 19. Pz.Div., *LSSAH*, and 1. Pz.Div. were to exploit their breakthrough, and strike east. In the north, 7. Pz.Div. was directed to press forward north of the Kiev-Zhitomir highway and attack towards Negrebovka, north of Brusilov. By doing so, *Gen.Lt. Manteuffel* would protect the 1. Pz.Div.'s left flank, and by extension, the entirety of the *Korps*' northern flank. To its right, 1. Pz.Div. was to form the northern-most part of the *Korps*' spearhead and was tasked with advancing northeast of Kocherovo on the twentieth. To its right, the *LSSAH* was expected to

<sup>47</sup> *OKH Gen Insp. Der Pz.Truppen, Zustandberichte*, 1 June-1 December 1943, Frame 451.

<sup>48</sup> Kamen Nevenkin, *Fire Brigades*, 456.

<sup>49</sup> Patrick Agte, *Waffen-SS Tiger Commanders*, 171; Wolfgang Schneider, *Tigers in Combat: Volume I*, 346.

<sup>50</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 211.



capture Brusilov on the night of 19-20 November and advance to Vysokoye without delay. The *19. Pz.Div.* was ordered to protect the *LSSAH*'s right flank by attacking towards Khomutets, east of Brusilov, and to its left, *25. Pz.Div.*'s orders were unchanged except for one point: it needed to quicken its armoured vehicle repairs to restore *II./Pz.Rgt. 9*'s combat power.<sup>51</sup>

An intelligence assessment from 19 November, obtained from the *XLVIII. Pz.Korps*' *KTB* annex but prepared by *4. Pz.Armee*, indicates that the Germans were unaware of the scope and complexity of Soviet defensive positions surrounding Brusilov. The assessment stated that Soviet forces "around Zhitomir to the east and southeast have suffered a severe setback as a result of the attack by the *XLVIII. Pz.Korps*. The [3rd Guards Tank Army] with two armoured corps and one mechanized corps ... [was] defeated and partially destroyed."<sup>52</sup> The assessment did recognize Soviet numerical strength, assessing that 4-5 Soviet rifle divisions and 6 armoured corps – the V, VI, VII Guards Tank Corps, VIII and X Tank Corps, and the IX Mechanized Corps – were positioned in the Fastov-Brusilov-Kocherovo area on 19 November (the I Guards Cavalry Corps was mentioned, but this was an error, considering that two of its divisions – 2nd and 7th Guards Cavalry Divisions – had retreated from Zhitomir the previous night, and were not integrated into the Brusilov area's defences). The assessment determined that the Soviet units opposing it were well-positioned to conduct a similar style of defence as they had since 12 November, writing that "the available [Soviet] forces allow for an offensive-led defence."<sup>53</sup>

To its credit, the intelligence assessment was accurate in terms of identifying the formations and units deployed around Brusilov. Starting from the village of Tsarevka, located slightly north of the Kiev-Zhitomir highway, down to Luchin in the southeast, 38th and 3rd Guards Tank Armies were positioned in-depth. From Tsarevka to Morozovka, 38th Army's XVII Guards Rifle Corps held the frontline, with the XXI Rifle Corps armed with two rifle divisions deployed on its left. The XXI Rifle Corps' portion of the frontline extended past Luchin and tied in with the left flank of 40th Army, which had assumed control over the frontline near Fastov. These frontline rifle units were supported by 38th Army's armoured corps, with the VIII Guards Tank Corps and X Tank Corps deployed behind them, closer to Osovtsy and Brusilov, respectively.<sup>54</sup> The V Guards Tank Corps was likely positioned in the north, near Ozeryany and Osovtsy, alongside the 9th Anti-Tank Brigade.<sup>55</sup> Deployed further back in 38th Army's tactical depths was the LII Rifle Corps, whose three rifle divisions were deployed in the area near Kocherovo to Lazarevka, roughly four kilometres east of Brusilov. If Moskalenko's forces were not enough, Rybalko's 3rd Guards

<sup>51</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 1054.

<sup>52</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 1058.

<sup>53</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 1058.

<sup>54</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 152.

<sup>55</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 150.

Tank Army's frontline overlapped with his, adding more depth to the Brusilov-area defences. The VI Guards Tank Corps, IX Mechanized Corps, and VII Guards Tank Corps were concentrated in Ozeryany, Brusilov-Yastrebenka, and the Vil'shka-Luchin sector, respectively; they were well-positioned to block any breakthroughs the *XLVIII. Pz.Korps* might achieve.<sup>56</sup>

While the German intelligence assessment shows that the staff officers within the *Korps'* *Hauptquartier* understood that they were opposed by sizable Soviet forces, they clearly failed to understand the static nature of their defences. By overlapping their armies' defensive positions and deploying their armoured units behind the frontline, Moskalenko and Rybalko had established a tactical-level defence in depth and accorded themselves freedom of maneuver in the event of a German breakthrough anywhere along the frontline. But that was not all; unbeknownst to the Germans on 19 November, the *Panzerdivisionen* would soon encounter fixed Soviet positions that relied on *Pakfronts* to funnel their *Panzergranadiere* and *Panzers* into unfavourable terrain, ripe for destruction by coordinated artillery and antitank fire. While Vatutin did order the 38th and 3rd Guards Tank Armies to plan a counterstroke against the *XLVIII. Pz.Korps* on 21 November, both armies had been working on constructing fixed defensive positions – including laying minefields – since the seventeenth and in 38th Army's case, had been reinforced with substantial antitank units, as previously noted.<sup>57</sup>

The German intelligence assessment also failed to recognize the threat that 60th Army would pose to its northern flank, assuming that “it will be important for the [60th Army] to stabilize [its] own position in front of the northern front of the [*XLVIII. Pz.Korps*]; [offensive actions] are not to be expected here.”<sup>58</sup> That was a fatal intelligence assumption, one that would have grave consequences for the counterattack after 23 November. Overall, the Germans were confident in their ability to successfully advance through Brusilov on the twentieth. The intelligence report stated that “After the Fastov-Kocherovo front has collapsed, the enemy's defensive backbone will probably be the Irpen [a major river in the area west of Kiev, with small tributaries flowing southwest], which was also decisive for the defence of Kiev in the 1941 battles.”<sup>59</sup> Even before the following day's attacks were launched, 4. *Pz.Arme*e and the *XLVIII. Pz.Korps* were considering how to achieve victory after they broke through Moskalenko and Rybalko's frontline, anticipating a re-run of the successful German Kiev encirclement in 1941. It was not a problem for the Germans to be optimistic. The issue was that their appreciation of the Brusilov area's tactical-level defences was not commensurate with reality. Like their failure to accurately

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<sup>56</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 152.

<sup>57</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 151-152.

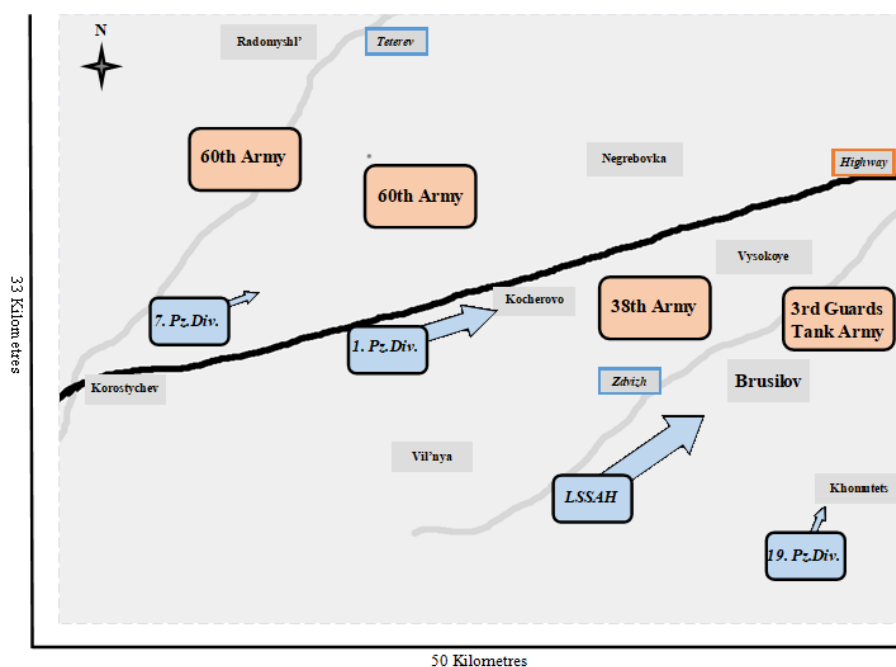
<sup>58</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 1058.

<sup>59</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 1058.

identify the scale of the impending Kiev Offensive Operation several weeks earlier, German intelligence on 19 November failed to grasp the nature of Soviet defences in the Brusilov sector.

Based on the available source material regarding the Brusilov-area defences, Vatutin, Moskalkenko, and Rybalko were prepared for any eventuality. If the *XLVIII. Pz.Korps* continued its eastward advance through Brusilov, Moskalkenko and Rybalko's defences would bleed them dry. If the Germans halted, 38th and 3rd Guards Tank Armies' tanks were ready to attack from their tactical depths. Soviet preparations on 19 November could serve both purposes. For example, on 19 November, the VI and VII Guards Tank Corps and IX Mechanized Corps were ordered to form reserves, corresponding to one tank brigade each. Due to heavy losses over the previous week, these corps could only form weak reserves, with the VI and VII Guards Tank Corps forming units of just 8 and 4 tanks, respectively; the IX Mechanized Corps was stronger and able to form a reserve of 25 tanks.<sup>60</sup> These ad hoc tank brigades could be used in two roles: as reserves to exploit a Soviet breakthrough or as 'fire brigades', able to bolster threatened sectors of the frontline. The greatest indication of Soviet defensive intent, however, was their *Pakfronts*. Extensive trench lines and liberal use of antitank guns, in some places numbering one gun every one hundred and fifty metres, were the primary obstacle to the *Korps*' advance, and would take their toll on the armoured strength of its *Panzerdivisionen* over the coming days.<sup>61</sup>

MAP 5: THE XLVIII PANZERKORPS MOVES EAST, 19-20 NOVEMBER



<sup>60</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 153.

<sup>61</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 985.

The weather on 20 November was overcast and cool, with rainfall reported throughout the day. The 25. *Pz.Div.* attacked the high ground north of Luchin during the previous night, but to no avail; an attack scheduled for the morning was subsequently postponed.<sup>62</sup> During the day, 25. *Pz.Div.* underwent a change in command as *Gen.Lt.* Schell left the division. As mentioned in Chapter Three, Schell had been in poor health before departing France in October, an important piece of personal information that he neglected to share with his superiors aside from *Gen.O.* Heinz Guderian, *Generalinspekteur der Panzertruppen* (Inspector General of the Armored [Panzer] Troops), whose office had tried to prevent 25. *Pz.Div.*'s deployment to the *Ostfront* in October.<sup>63</sup> While Schell effectively commanded 25. *Pz.Div.* in combat from 7-20 November, pushing his beleaguered formation to perform as best as possible despite its systemic and circumstantial difficulties, his worsening medical situation reached its breaking point by 20 November, and he returned to Germany. In his place, *Gen.Maj.* Hans Tröger assumed divisional command.<sup>64</sup> Balck was informed of another change to his order of battle at 11.40am, when he learned that *Das Reich* would be re-subordinated to the *XLVIII. Pz.Korps* on 21 November, with the division assembling alongside 7. *Pz.Div.* on the northern flank.<sup>65</sup> Over the following days, *Das Reich* would march to its designated assembly area in five groups, and all of its combat elements would arrive by 25 November.<sup>66</sup>

Just after midnight, the *LSSAH* launched its first attacks towards Brusilov. The division's plan called for one *Kampfgruppe* formed around *SS-Pz.Gren.Rgt. 1*, the *Panthers* of *I./SS-Pz.Rgt. 1*, and several artillery, engineer, and *StuG* units, to advance southeast from Kocherovo and capture Ozeryany, approximately seven kilometres northwest of Brusilov. A second *Kampfgruppe* organized around *SS-Pz.Gren.Rgt. 2* and supported by *II./SS-Pz.Rgt. 1* was assembling in Morozovka and would advance north towards Brusilov, attacking at 1.00am on 20 November.<sup>67</sup>

The southern attack from Morozovka failed very quickly. Leading the advance was *II./SS-Pz.Gren.Rgt. 2* with *Pz.Kfw. IVs* in support. As they advanced towards the southwestern edge of Brusilov, a strong *Pakfront* forced them to halt, and an armoured counterattack pinned the *Kampfgruppe* in place. Another Soviet counterattack, likely from the X Tank Corps, penetrated German lines and broke into Morozovka around 3.00am, gaining a foothold in the town until a coherent frontline was restored by 5.30am; *Hstuf.* Kling's *13./SS-Pz.Rgt. 1* lost one *Tiger* in that fighting. By dawn, the *K.Gr.* *SS-Pz.Gren.Rgt. 2*'s attack was cancelled. The Soviets had made excellent use of the swampy ground to

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<sup>62</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 977.

<sup>63</sup> Buttar, *Retribution*, 397; Nevenkin, *Fire Brigades*, 3.

<sup>64</sup> Rolf Stoves, *Die 22. Panzer-Division, 25. Panzer-Division*, 154.

<sup>65</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 212.

<sup>66</sup> Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 306-309.

<sup>67</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 329-330.

funnel the attackers into fields of fire dominated by their *Pakfronts*.<sup>68</sup> In the north, meanwhile, *K.Gr. SS-Pz.Gren.Rgt. 1* did not fare any better. While the *Kampfgruppe* was able to capture Privorot'ye and Piliponka by noon, a Soviet armoured counterattack from Ozeryany retook Privorot'ye shortly after.<sup>69</sup> In a telephone call with Balck at 3.30pm, when discussing his division's operations so far, a staff officer in *LSSAH's Hauptquartier* noted that "Too much *Pak!*" was hindering *SS-Pz.Gren.Rgt. 1* and *2*'s efforts to capture Brusilov.<sup>70</sup>

To the northwest, *I. Pz.Div.* encountered similar well-prepared defensive positions. Due to the muddy terrain, *Pz.Gren.Rgt. 1* had difficulty attacking 60th Army's units in Tsarevka, which were interdicting the Kiev-Zhitomir highway with direct and indirect fire. In lieu of a major attack on Tsarevka, only *Pz.Aufkl.Abt. 1* and *II./Pz.Gren.Rgt. 1* moved north, although they did successfully capture Tsarevka and pursued retreating Soviet infantry and tanks eastward. Their chase fizzled out due to a lack of supporting forces, and they withdrew to the town. This minor victory was nullified later in the day when a Soviet attack recaptured the village, leaving the highway vulnerable to disruptive fire once again. To the east, *K.Gr. Bradel* attacked Soviet positions southeast of Kocherovo at 2.30pm and observed numerous defensive belts relying on minefields and heavy weapons (presumably antitank guns). The *Kampfgruppe* lost several tanks to mines, after which the attack was called off to regroup.<sup>71</sup>

Elsewhere, the *Korps* continued gathering forces for what was turning out to be an arduous, and possibly decisive, battle for Brusilov. The *19. Pz.Div.* continued assembling between the *25. Pz.Div.* and *LSSAH*, and *7. Pz.Div.* advanced from Zhitomir at 6.30am, captured Studenitsa against minimal resistance, and continued advancing north of the paved highway. Also, *68. Inf.Div.* was removed from the *XLVIII. Pz.Korps* order of battle at 6.00am, being transferred to *Armee-Abt. Mattenklott*, the ad-hoc *4. Pz.Armee* formation consisting of *LIX.*, *XIII.*, and *VII. A.Ks* on the *XLVIII. Pz.Korps*' left flank.<sup>72</sup>

As none of its subordinate divisions achieved their objectives on 20 November and the *Korps*' mission remained the reduction of Vatutin's bridgehead and the recapture of Kiev, their orders for 21 November changed only slightly. Balck wanted *25. Pz.Div.* to continue its reconnaissance on the right flank while protecting its frontline near Luchin. The artillery regiments of *19. Pz.Div.* and the *LSSAH* would be grouped together under direct *Korps* control, thus increasing the effectiveness of their bombardments. In conjunction with *25. Pz.Div.*'s *Pz.Kfw. IV* battalion, *II./Pz.Rgt. 9*, the *19. Pz.Div.* would attack Khomutets and push forward to Yastrebenka, roughly six kilometres east of Brusilov. All combat

<sup>68</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 330; Patrick Agte, *Waffen-SS Tiger Commanders*, 171-172.

<sup>69</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 977.

<sup>70</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 212.

<sup>71</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frames 598-599.

<sup>72</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 977.

units of the *LSSAH* were to be deployed in a concentric attack against Brusilov, with its two *Kampfgruppen* continuing their attacks from the west and south. Last, *I. Pz.Div.* was ordered to continue east and pivot south after capturing Vysokoye, while *7. Pz.Div.* was to cross the Teterev near Radomyshl' and advance to Negrebovka, thus screening the *Korps*' elongated northern flank.<sup>73</sup>

At 9.35pm, Balck spoke with Hoth. The two men had a straightforward discussion of the day's operations and the challenges encountered. After Balck described what occurred, Hoth stated that "[The] enemy now has [a] proper defensive front, no mobile battle line. Today all attacks went wrong."<sup>74</sup> Indeed, the Soviets had constructed formidable defences, relying on their improved troop control capabilities to mount a concerted defence. No longer could the *Korps* easily slice through poorly prepared Red Army positions. By laying extensive minefields and establishing *Pakfronts* to deny the *LSSAH* and *I. Pz.Div.* room to maneuver, Moskalenko and Rybalko's forces succeeded in blunting their attacks. As will be seen, events on 20 November were a portent of the difficulties to come.

Due to the continued rainfall, the roads near Brusilov from 20-21 November were difficult to traverse by foot or wheeled vehicles, albeit the Germans managed. With their defences around Brusilov intact, the Soviets did not leave their positions overnight, and the *LSSAH*, *19.*, and *25. Pz.Div.* each reported intermittent Soviet artillery fire. In the north, *I. Pz.Div.* continued its operations near Tsarevka, relying on *Pz.Aufkl.Abt. 1* to silence Soviet mortars and artillery firing from the town, and *7. Pz.Div.* continued its advance on the *XLVIII. Pz.Korps*' left flank at 2.00am. In the south, *25. Pz.Div.* began an artillery bombardment against Soviet positions in Fastov after observing heavy traffic at dawn. The artillery regiment's first battalion, *I./Pz.Art.Rgt. 91*, also fired its guns in support of *19. Pz.Div.* and the attached *II./Pz.Rgt. 9* as they advanced to Khomutets. As *Gen.Lt. Kellner*'s division approached its first objective, his forces received intense antitank fire and artillery barrages from Soviet guns positioned on nearby hills. Despite this, *Pz.Gren.Rgt. 74* and *II./Pz.Rgt. 9* continued advancing.<sup>75</sup>

On the northern outskirts of Brusilov, *K.Gr. SS-Pz.Gren.Rgt. 1* renewed its assault on Ozeryany at 8.30am. Advancing through muddy terrain, the attack faltered four-hundred metres southwest of Ozeryany in the face of entrenched Soviet troops. The *LSSAH*'s *Panthers* and *StuG* tried to manoeuvre around the positions, but a *Pakfront* denied them the opportunity to find a gap in Soviet lines. By 1.30pm, the attack was cancelled to regroup and consider a different avenue of approach.<sup>76</sup> To their south, *K.Gr. SS-Pz.Gren.Rgt. 2* attacked at 9.30am, with the *Tigers* of *13./SS-Pz.Rgt. 1* in support.<sup>77</sup> Deployed on the

<sup>73</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Anlagen zum Kriegstagebuch*, November 1943, Frame 1083.

<sup>74</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 213.

<sup>75</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 978-979.

<sup>76</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 331.

<sup>77</sup> Patrick Agte, *Waffen-SS Tiger Commanders*, 172-173.

right, *I./SS-Pz.Gren.Rgt. 2* struggled to advance from its starting position due to heavy Soviet fire. To its left, *II./SS-Pz.Gren.Rgt. 2* made slightly better progress, but it was also forced to halt after encountering heavy resistance before noon. Just after 12.00pm on 21 November, the *Korps* ordered the *LSSAH* to cancel *SS-Pz.Gr.Rgt. 2*'s remaining offensive operations that day.<sup>78</sup>

The *I. Pz.Div.* found itself similarly denied mobility by Soviet defences and became entangled in minefields near Kocherovo. At 8.30am, *II./Pz.Gren.Rgt. 1* and *II./Pz.Gren.Rgt. 113* deployed on a narrow front with *Panzer* support for an eastward advance, although antitank fire and minefields forced the accompanying *Panzers* to stay out of range while the *Panzergrenadiere* slowly fought their way through the defensive system; *Pz.Pio.Btl. 1*'s combat engineers followed in their stead to clear paths through the minefield. By 10.35am they cleared a corridor, and the *Panzers* began moving southeast. Similar Soviet strongpoints and blocking positions were encountered by *K.Gr. Bradel* near Osovtsy, where several *Panthers* were immobilized by mines. To protect their damaged but salvageable vehicles, *K.Gr. Bradel* stopped for the day and waited for the cover of nightfall to recover them.<sup>79</sup>

The *I. Pz.Div.*'s *KTB* briefly describes Soviet defences near Brusilov. In essence, 38th and 3rd Guards Tank Armies had constructed a massive blocking position north, west, and south of Brusilov which relied on heavy weapons, primarily artillery and antitank guns, to destroy German armour and infantry trying to move east. The *KTB* indicates that *I. Pz.Div.*'s leadership believed their advance through Brusilov had been anticipated by the Soviets, who prepared accordingly – the presence of minefields and entrenched positions supports that conclusion. The *KTB* states that by relying on the “heavy use of *Paks*” and other weapons, the Soviets “fought hard and doggedly and defended every ... point to the last.”<sup>80</sup> From the German perspective, a lack of identifiable Soviet withdrawals from the area did not bode well for 22 November.

As daylight faded on the twenty-first, the *XLVIII. Pz.Korps* was in a difficult position. Its forces had made great progress from 12-19 November, both in terms of recapturing territory and inflicting tactical defeats on the Red Army. But by 21 November, there was cause for concern. The 38th and 3rd Guards Tank Armies had finally established a solid – yet flexible – frontline defended by artillery, minefields, and numerous *Pakfronts*. With adequate command and control in place, Moskalenko, Rybalko, and Vatutin were denying the *XLVIII. Pz.Korps* the chance to operate as it preferred: against disorganized and isolated Soviet units ripe for encirclement and annihilation, hindered by poor troop control and a lack of situational awareness.

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<sup>78</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 331.

<sup>79</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frames 599-600.

<sup>80</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 600.

The *Panzerdivisionen* casualty and equipment losses from 17-21 November reflect the bitter fighting against fixed defensive positions near Brusilov:

| <b>Table 4.6: XLVIII. Pz.Korps Reported Armoured Vehicle Strengths and Losses – 17-20 November 1943<sup>81</sup></b> |   |                        |                   |                |              |                  |
|--|---|------------------------|-------------------|----------------|--------------|------------------|
| <b>Division/Unit</b>   | <b>Status</b>                           | <b>Pz.Kfw.<br/>III</b> | <b>Pz.Kfw. IV</b> | <b>Panther</b> | <b>Tiger</b> | <b>StuG/StuH</b> |
| <b>25. Pz.Div.</b>   | Operational at end of 20 Nov.           | 3                      | 13                | N/A            | N/A          | 4                |
|  | In repair at end of 20 Nov. (All Types) | 1                      | 50                | N/A            | N/A          | 6                |
|  | Losses (Cumulative) <sup>82</sup>       | 0 (1)                  | 13 (32)           | N/A            | N/A          | 0                |
| <b>s.Pz.Abt. 509</b>   | Operational at end of 20 Nov.           | N/A                    | N/A               | N/A            | 16           | N/A              |
|  | In repair at end of 20 Nov. (All Types) | N/A                    | N/A               | N/A            | 22           | N/A              |
|  | Losses (Cumulative)                     | N/A                    | N/A               | N/A            | 0 (9)        | N/A              |
| <b>LSSAH</b>   | Operational at end of 20 Nov.           | 5                      | 24                | 27             | 11           | 23               |
|  | In repair at end of 20 Nov. (All Types) | 1                      | 30                | 60             | 14           | 27               |
|  | Losses (Cumulative)                     | 1 (1)                  | 7 (7)             | 22 (29)        | 2 (2)        | 1 (1)            |
| <b>1. Pz.Div.</b>  | Operational after 20 Nov.               | 9                      | 83                | 59             | N/A          | N/A              |
|  | In repair at end of 20 Nov. (All Types) | 0                      | 9                 | 15             | N/A          | N/A              |
|  | Losses (Cumulative)                     | 0                      | 0                 | 0              | N/A          | N/A              |

| <b>Table 4.7: XLVIII. Pz.Korps Reported Casualties – 17-21 November 1943<sup>83</sup></b> |            |            |            |              |
|---|------------|------------|------------|--------------|
| <b>Division</b>   | <b>KIA</b> | <b>WIA</b> | <b>MIA</b> | <b>Total</b> |
| <b>25. Pz.Div.</b>  | 88         | 293        | 73         | 454          |

<sup>81</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1102-1103, 1106-1107, 1111. Note that 7. Pz.Div. and 19. Pz.Div. did not report their armoured vehicle strengths or losses during this period.

<sup>82</sup> Cumulative losses refer to losses incurred since the beginning of the counterattack. Hereafter, this figure will be given in parentheses after the figure for the specific reporting dates, if applicable.

<sup>83</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1105, 1108, 1110, 1113, 1116, 1119, 1122.



|  |     |     |    |     |
|--|-----|-----|----|-----|
| <i>19. Pz.Div.</i>                           | 20  | 58  | 0  | 78  |
| <i>LSSAH</i>                                 | 120 | 499 | 8  | 627 |
| <i>1. Pz.Div.</i>                            | 78  | 303 | 12 | 393 |
| <i>7. Pz.Div.</i>                            | 3   | 32  | 0  | 35  |
| <i>68. Inf.Div. (18. Nov.)</i> <sup>84</sup> | 7   | 28  | 0  | 35  |

According to German archival records, *1. Pz.Div.* reported 0 destroyed vehicles so far in the counterattack, but it is important to note that its vehicles were slowly being worn out or damaged in the fighting, including the temporary loss of 15 *Panthers* from the battlefield for repairs.

Compared to the loss reports for 12-16 November, the losses suffered by the *Korps* spiked from 17-21 November. Based on an understanding of events derived from German source material and *Stavka*'s study, this spike in losses began once the *Korps* encountered 38th and 3rd Guards Tank Armies' defensive positions near Brusilov. Due to the *1. Pz.Div.*'s pivot to Zhitomir, it did not encounter well-constructed Soviet defences until 20 November, and its personnel losses drastically increased afterwards; *Gen.Lt.* Krueger's division lost 60 killed on 21 November alone, with an additional 263 wounded and missing.<sup>85</sup> Other than *Hstuf.* Kling's isolation in Luchin from 17-19 November, the *LSSAH* similarly avoided intense combat until the twentieth, when its forces ran into Moskalenko and Rybalko's positions west and south of Brusilov. While *1. Pz.Div.* did not consistently report its armoured vehicle losses from 17-21 November, the *LSSAH*'s figures show that their operational equipment numbers only dropped after 20 November: it suffered just 12 armoured vehicles destroyed from 17-19 November, and 21 vehicles destroyed on 20 November alone.<sup>86</sup>

The *25. Pz.Div.* continued hemorrhaging combat power as well, and operations near Luchin and Mokhnachka cost it a further *Pz.Kfw. IV*s destroyed. Considering that the *Korps* was well-stocked in fuel and ammunition supplies from 17-21 November, consistently reporting that its "supply situation" was "secured," its losses from 20-21 November cannot be blamed on anything other than the trials of combat.<sup>87</sup> In one instance on 18 November, the *Korps* recorded that its *Divisionen* experienced difficulties with resupply due to poor road conditions, but supplies were still in abundance; based on following reports, those issues were fixed by the following day. If truck-bound supplies were still flowing to the

<sup>84</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frame 1108. The *68. Inf.Div.* only submitted a casualty report to the *Korps* for 18 November.

<sup>85</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frame 1116.

<sup>86</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1102, 1106, 1111.

<sup>87</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1102, 1104, 1106, 1109, 1112.

frontline, the road situation was not bad enough to seriously damage, let alone destroy, dozens of armoured vehicles. The only exception to the positive supply situation was the *1. Pz.Div.*'s case, which suffered some shortages on the nineteenth, likely due to its position far away from the *Korps*' supply bases in Belaya Tserkov' and Popel'nya. To remedy this, *4. Pz.Arme*e ordered the *Korps* to establish a supply base in Zhitomir to sustain its northern flank.<sup>88</sup> As the next chapter will show, the *Korps*' partial reliance on a northern route of supply along the Kiev-Zhitomir highway was another fatal mistake.

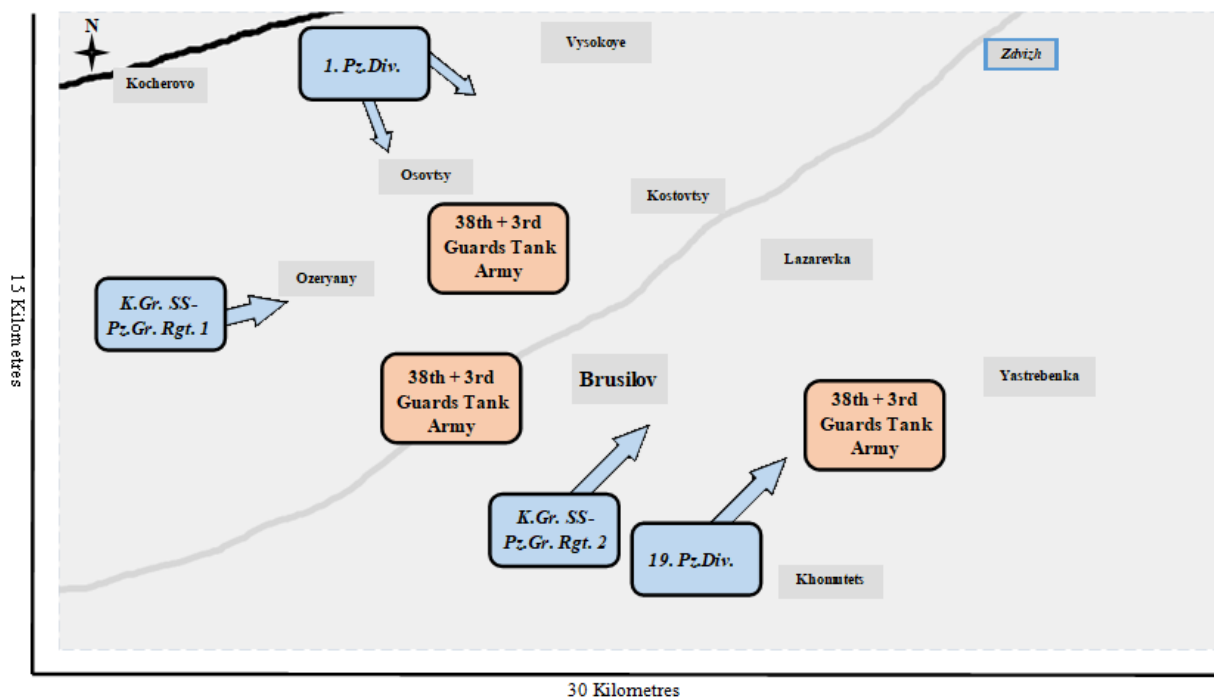
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<sup>88</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1104, 1106.

## CHAPTER FIVE: THE END AT BRUSILOV, 22-26 NOVEMBER

By 22 November, the combat capabilities of the *XLVIII. Pz.Korps*' subordinate divisions were deteriorating due to effective Soviet defences, thus contributing to the stalling of its eastward advance. Relying on antitank weapons that hindered German maneuver, the troops of the 38th and 3rd Guards Tank Armies were delaying the *Korps*' encirclement of Brusilov and inflicting losses in men and materiel that were difficult for the *Korps* to replace. As *Gen.d.Pz.Tr.* Balck struggled to produce tactical or operational success from 22-26 November, he found himself increasingly at odds with his direct superior, *4. Pz.Armee* commander *Gen.O.* Hoth. Their interpersonal conflict stemmed from disagreements relating to tactical decisions in the Brusilov sector and Balck's lack of battlefield success after 19 November. Amidst concerns over the *19. Pz.Div.*, *LSSAH*, and *1. Pz.Div.*'s failure to encircle Brusilov and advance east, Balck also had to contend with the growing Soviet threat to his northern flank, which would eventually force the *Korps* to abandon its advance to Kiev. By 26 November, the *XLVIII. Pz.Korps* would transition onto the defensive in the east while its attention (and combat power) would be directed north of the Kiev-Zhitomir highway; at that point, the advance to Kiev was over.

MAP 6: MOVEMENTS SOUTH AND EAST OF BRUSILOV, 22 NOVEMBER



On the morning of 22 November, the skies southwest of Kiev were clear, although clouds formed throughout the day and rainfall was reported in the evening.<sup>1</sup> Despite the day's intermittent cloud cover, the climatic conditions were favourable for German and Soviet air operations. In support of the First Ukrainian Front, the 2nd Air Army launched 681 sorties throughout the day, all of which were directed against the *XLVIII. Pz.Korps*. German aircraft were less active, and the 2nd Air Army claimed to destroy nine planes in aerial combat.<sup>2</sup>

At 8.10am Balck spoke to the commander of the *VIII. Fl.Korps*, *Gen.Maj.* Seidemann, who stated that he could not deploy any tactical bombers in support of the *Korps* that morning, although he intended to provide support later in the day. He also indicated that overnight aerial reconnaissance did not detect any Soviet withdrawals from Brusilov. Roughly two hours later, Seidemann informed Balck that he could not allocate more aircraft in support of the *XLVIII. Pz.Korps*. Apparently, Balck had already received more air support than the *VIII. Fl.Korps* was mandated to provide him.<sup>3</sup> Even in the air, German equipment was being stretched thin, and Balck would have to continue operating under Soviet air superiority.

The day also began with a disagreement between Hoth and Balck, with the *Korps*' Chief of Staff, *O. Mellenthin*, contributing his thoughts on the tactical situation. In a call at 7.20am, Hoth inquired about the *I. Pz.Div.*'s *K.Gr. Bradel*. In his view, it was not advancing fast enough, and he had not received an update on its movements since the previous afternoon. Hoth pressed Balck on his failure to continue advancing, saying that the *Korps* was at a standstill near Brusilov. It appears that Mellenthin contributed an optimistic remark that irritated Hoth, as the *4. Pz.Armee* commander is recorded as saying "Since yesterday [at] noon complete standstill. There can be no talk of any great success. Mellenthin, I am also an optimist, but despite all the optimism, you have to look at the facts. The right thing to do would be to calmly regroup today and only continue tomorrow."<sup>4</sup> Hoth rejected Balck's plan to continue the *LSSAH*'s *SS-Pz.Gren.Rgt. 2* attacks on Yastrebenka without the division's other *Panzergrenadier* regiment – *SS-Pz.Gren.Rgt. 1*, then near Ozeryany – in support.<sup>5</sup> By this point in the morning the attack on Yastrebenka, which will be analyzed shortly, was stalling. Hoth wanted the *Korps* to halt all attacks on 22 November, regroup, and then launch successful, concerted attacks on the twenty-third.<sup>6</sup> Based on this back and forth, Hoth seemed to blame the *Korps*' failure to advance on Balck's dispersal of its forces.

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<sup>1</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 981.

<sup>2</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 154.

<sup>3</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frames 220-221.

<sup>4</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 220.

<sup>5</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 981.

<sup>6</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 220.

After this discussion, Balck ordered the *LSSAH* to subordinate some units to *Gen.Lt. Kellner's 19. Pz.Div.*, deployed on its right, while *SS-Pz.Gren.Rgt. 1* marched from Ozeryany to the southeast of Brusilov.<sup>7</sup> That decision, which in theory would have combined the combat power of *SS-Pz.Gren.Rgt. 2* and the *19. Pz.Div.* under Kellner's command, made tactical sense given the circumstances, but fifteen minutes later Hoth rejected the idea. Hoth was frustrated: he reported that *H.Gr. Süd* commander *G.FM* Manstein did not want the *LSSAH* to launch small attacks while regrouping. In their view, that would halve the division's combat power for the attack east of Brusilov – why not wait until a stronger attack could be launched? Hoth also informed Balck that Hitler did not want the *LSSAH* subordinated to any other command and ordered Balck to rescind his previous order to that effect.<sup>8</sup>

Hoth pressed Balck for details on the *LSSAH* and *19. Pz.Div.*'s continued assaults southeast of Brusilov. What were their chances of success? Could those units muster enough combat power to succeed? He asked Balck to reconsider the day's attack.<sup>9</sup> Balck responded that he was trying to unite the *LSSAH*'s disparate units to strengthen it for future operations, and in the meantime, the available forces south of Brusilov would succeed. He also assured Hoth that despite Soviet strength in that sector, Yastrebenka had to be captured to cut off any Soviet withdrawal from Brusilov. Balck's fear of a mass Soviet withdrawal followed by the creation of a formidable new frontline to the east was top of mind, considering his experience with prepared antitank defences over the past several days. He was determined to prevent the formation of a new frontline east of Brusilov – he had to keep advancing. At the close of the conversation, Balck got his way. The *SS-Pz.Gren.Rgt. 1* would regroup to the south while the attack on Yastrebenka continued, although no *LSSAH* units would be subordinated to the *19. Pz.Div.*<sup>10</sup>

On the battlefield, *SS-Pz.Gren.Rgt. 1* observed Soviet heavy weapons withdrawing from Ozeryany to the east, presumably into Brusilov. With this report, Balck approved one final attempt by the regiment to attack Ozeryany; perhaps the Soviets were abandoning it. An attack launched at 10.00am brought no success by afternoon.<sup>11</sup> In the words of one staff officer at the *LSSAH Hauptquartier*, the

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<sup>7</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 981.

<sup>8</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 220; Ian Kershaw, *Hitler: 1936-1945, Nemesis* (New York City, United States: W.W. Norton & Co., 2001); David Glantz, ed. *From the Dnepr to the Vistula*, 111; David Glantz, Helmut Heiber, eds., *Hitler and His Generals: Military Conferences, 1942-1943* (New York City, United States: Enigma Books, 2004), 286-288. It is doubtful that Hitler was awake at this moment to reject the subordination of *SS-Pz.Gren.Rgt. 2* to the *19. Pz.Div.*, let alone briefed on the subject; this was likely a standing order, the origins of which are unknown. Kershaw's two-volume biography of Hitler describes his lifestyle habits, including waking-up in the late morning before early and late afternoon military conferences. Glantz's US Army War College conference proceedings include an example of an average morning schedule at the *OKH*, including Hitler's early afternoon briefing. With this said, Hitler was attuned to developments in the Kiev-Zhitomir area, having been briefed on the fighting as late as 19 November (see Glantz and Heiber above).

<sup>9</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 220.

<sup>10</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 982.

<sup>11</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 982-983.

attack served “no purpose” as the Soviets remained “as strong as ever” in Ozeryany.<sup>12</sup> To the southeast, *SS-Pz.Gren.Rgt. 2* observed eastward Soviet withdrawals from Brusilov into Gruzkoje. Time was of the essence to prevent a massive Soviet retreat and formation of a new frontline. For the attack, *19. Pz.Div.*, supported by the *Tigers of s.Pz.Abt. 509*, would advance on the left flank towards Khomutets, but not waste time capturing the village. Instead, it would maneuver around while *SS-Pz.Gren.Rgt. 2* captured Yastrebenka.<sup>13</sup>

While Hoth and Balck were bickering, *SS-Pz.Gren.Rgt. 2* had been fighting since 5.55am. The *I./SS-Pz.Gren.Rgt. 2* led the advance to Yastrebenka with three *Tigers* from *13./SS-Pz.Rgt. 1* in support. The *II./SS-Pz.Gren.Rgt. 2* was to its right and slightly to the rear, while *III./SS-Pz.Gren.Rgt. 2* was in reserve. The attack began well, but by 7.00am a Soviet airstrike disrupted the advance. The regiment continued forward until withering antitank fire from the flanks and front brought everything to a halt at 10.05am, just fifteen-hundred metres south of Yastrebenka. In the afternoon, several hours after Hoth acquiesced to Balck’s determination to press forward the attack, the three *Tigers* led an assault on a hill five-hundred metres ahead of the *Panzergranadiere*, and by 3.00pm *I./SS-Pz.Gren.Rgt. 2* was attacking southern Yastrebenka, with the *Tigers* charging and crushing Soviet antitank guns in their path. After the village was cleared, *19. Pz.Div.*’s *Pz.Gren.Rgt. 73* screened the village facing west, while *SS-Pz.Gren.Rgt. 2* guarded the east.<sup>14</sup>

Operations continued along the *Korps*’ northern flank on 22 November. That morning, *7. Pz.Div.* under *Gen.Lt. Manteuffel* was trying its best to heed Balck’s exhortations to advance east, reaching the village of Stavishche that afternoon.<sup>15</sup> Additionally, despite what Hoth may have thought that morning, the *1. Pz.Div.* was not idle. Two kilometres north of Osovtsy, *K.Gr. Bradel* defended itself against Soviet attacks, likely launched by units from the XVII Guards Rifle Corps and VIII Guards Tank Corps, and at 11.00am, *Pz.Aufkl.Abt. 1* and *I./Pz.Rgt. 1* took up positions along *K.Gr. Bradel*’s frontline, allowing it to pursue its attackers. The *Kampfgruppe* advanced towards the Vysokoye-Kostovtsy road, where it encountered a series of well-placed minefields.<sup>16</sup>

The *1. Pz.Div.* resumed its attack in that sector at 4.00pm. The plan consisted of two battalions from *Pz.Gren.Rgt. 113* and *I./Pz.Gren.Rgt. 1* advancing to the western edge of Vysokoye and upon its capture, *Pz.Pio.Btl. 1* was tasked with clearing the minefields to create a corridor for the *II./Pz.Rgt. 1* to advance through. After preparatory artillery fire, the *II./Pz.Gren.Rgt. 113* reached the southwestern edge

<sup>12</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 222.

<sup>13</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 983.

<sup>14</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 332; Patrick Agte, *Waffen-SS Tiger Commanders*, 173-174.

<sup>15</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 981, 983-984.

<sup>16</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frames 600-601.

of Vysokoye at 7.00pm; 7. *Pz.Div.* also contributed to the attack with an advance from the north. After the minefields were cleared, the *II./Pz.Rgt. 1* advanced past Vysokoye, and at 9.40pm Kostovtsy was captured. *K.Gr. Bradel* immediately conducted reconnaissance and observed Soviet forces near Lazarevka, the final village to be taken to complete the encirclement of Brusilov. Lazarevka would be the overriding tactical objective for the *1. Pz.Div.* and *LSSAH* on the following day, 23 November.<sup>17</sup>

At 4.15pm, Hoth spoke with Balck again. After he reported on the *LSSAH* and *1. Pz.Div.*'s ongoing operations, which seemed to be making progress, Hoth inquired about the *Korps*' losses in men and materiel up to that point, and asked Balck what his contingency plan was if the *1. Pz.Div.* could not continue its advance. Balck responded that he would then rely on the *7. Pz.Div.* and *Das Reich*, the latter of which was travelling north, and exploit their successes to continue eastward.<sup>18</sup>

This backup plan was shattered one hour later, when Manteuffel and his *Ia* (Operations Officer) *Oberleutnant* (First Lieutenant, *Oberlt.*) Bleicken spoke to Balck, requesting urgent reinforcements in both troops and equipment, especially *Panzers*. Manteuffel expressed concern about his growing left flank, which in turn formed the *XLVIII. Pz.Korps*' northern wing. This portion of the frontline was vulnerable to attacks from Lt.Gen. Chernyakhovskii's 60th Army and considering that the Kiev-Zhitomir highway was a critical supply route for the *Korps*, it needed better protection. Manteuffel stated that he only had four operable *Panzers* – hardly enough to protect his northern flank while moving east.<sup>19</sup> One hour after that inconclusive discussion, Hoth explained his plan for 23 November to Balck. He wanted *7. Pz.Div.* and *Das Reich* to form one *Kampfgruppe* under Manteuffel's command, with the objective of advancing east and capturing river crossings at Rozov and Makarov, while holding the northern flank.<sup>20</sup>

After a day of mixed results, Balck received good news from *G.F.M.* Manstein that night. He informed Balck that the *3. Panzer Division* (*3. Pz.Div.*), commanded by *Gen.Lt.* Fritz Bayerlein, would be subordinated to the *XLVIII. Pz.Korps* and was on its way to Belaya Tserkov', with its first units set to arrive the next day.<sup>21</sup> The addition of another *Panzer* division to the *Korps*' order of battle was a boon to its tactical and operational prospects. While the *3. Pz.Div.* had been in near-constant combat since *Unternehmen Zitadelle* in July, it retained a *Kampfwert* (combat rating) of II, meaning it was suitable for limited offensive operations. While it lacked large numbers of armoured vehicles, at minimum its *Panzergranadiere* could secure frontline positions and relieve other forces for attacks elsewhere.<sup>22</sup>

<sup>17</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frames 600-601.

<sup>18</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frames 223-224.

<sup>19</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 224.

<sup>20</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 225.

<sup>21</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 225.

<sup>22</sup> Kamen Nevenkin, *Fire Brigades*, 138-139.

More reinforcements were arriving along the *Korps*' northern flank as *Das Reich*'s five march groups navigated the muddy, dilapidated, unpaved road network southwest of Kiev. Late on 22 November and into the early morning hours of the twenty-third, *Das Reich*'s armoured elements entrained at the Popel'nya railroad station and began their travel to Zhitomir, where they were set to unload and move east to join *K.Gr. Manteuffel*.<sup>23</sup> While the main action on 22 November took place along the *Korps*' centre and left flank, the *25. Pz.Div.* remained active on the right, battling infantry from the XXI Rifle Corps east of Kornin and relieving the *19. Pz.Div.*'s units in Turbovka, allowing them to move east of Brusilov for heavier fighting. The division was able to shorten its frontline by capturing favourable terrain while simultaneously observing Soviet troop movements, including heavy Soviet train traffic in Fastov.<sup>24</sup>

At 9.00pm, Manstein gave Balck his approval to send *K.Gr. Manteuffel* east on 23 November.<sup>25</sup> With *Das Reich* on its way north, they were confident that Manteuffel could protect the Kiev-Zhitomir highway while moving east. The *Korps*' objectives for the next day included *7. Pz.Div.*'s capture of vital bridges over the Zdvizh river in the Rozov-Makarov area, the *LSSAH* and *1. Pz.Div.*'s convergence on Lazarevka, and the *19. Pz.Div.*'s capture of Khomutets. In Balck's reformulated opinion, Khomutets now had to be captured to allow the *LSSAH* and *19. Pz.Div.* enough room to maneuver, advance north, and strengthen their encirclement of Brusilov.<sup>26</sup>

Unfortunately for Balck, Col.Gen. Moskalenko and Gen. Vatutin were aware of the growing threat of encirclement in Brusilov. By 22 November, the two commanders understood that the city had to be abandoned before the *19. Pz.Div.*, *LSSAH*, and *1. Pz.Div.* closed the ring around them. In his memoir, Moskalenko writes that "It was not until 22 November that their [German] flanking forces threatened us with encirclement. We abandoned Brusilov on orders from Front command."<sup>27</sup> The abandonment of Brusilov after 22 November is corroborated by *Stavka*'s study, which states "By the close of 22 November the real threat of encirclement had arisen for the 38th Army's Brusilov group of forces."<sup>28</sup> *Stavka* does not mention details about the withdrawal, but it also does not mention 38th Army's Brusilov group of forces again, which, when combined with Moskalenko's account and German primary records (which will be discussed momentarily), suggests that 38th Army forces in Brusilov successfully withdrew overnight from 22-23 November, thus avoiding annihilation as cohesive combat units, and allowing them to continue to fight. This situation is strikingly similar to the withdrawal from Zhitomir from 18-19

<sup>23</sup> Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 307; Wolfgang Schneider, *Das Reich Tigers*, 156.

<sup>24</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 224; *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 983.

<sup>25</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 226.

<sup>26</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 986; *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 225.

<sup>27</sup> Kirill Moskalenko, *The Southwestern Theater*, 252.

<sup>28</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 154.



November, as discussed in Chapter Four. Clearly, Vatutin and Moskalenko understood that it was best to withdraw, rather than hold onto terrain that no longer served a tactical purpose. In their minds, the point of their defensive efforts was to conserve their strength to continuously establish defences to exhaust the Germans.

The weather on 23 November was cloudy, with rain reported throughout the day.<sup>29</sup> Due to the weather, neither Soviet nor German aircraft were active.<sup>30</sup> The 3. *Pz.Div.* began arriving in Belaya Tserkov', and its units were preparing to deploy the next day. At 7.50am, 7. *Pz.Div.* reported that its sector was quiet, and its forces were conducting reconnaissance before launching attacks at 9.00am. Manteuffel also established contact with the first *Das Reich* units arriving in the area, which requested to wait for their armoured units before engaging in combat.<sup>31</sup> Manteuffel's plan was to organize *Das Reich* into two *Kampfgruppen*, with *SS-Pz.Aufkl.Abt. 2* on the left, and *SS-Pz.Gren.Rgt. 'Der Fuhrer'*, one battalion from the 'Deutschland' *Panzer Grenadier* regiment, and one company of *Pz.Kfw. IV*s plus 8./*SS-Pz.Rgt. 2*'s *Tigers* near Stavishche and Rakovichi on the right; both groups would be supported by *SS-Pz.Art.Rgt. 2*'s two artillery battalions.<sup>32</sup> Unfortunately for the security of Manteuffel's rear and the *Korps*' northern flank, the *Das Reich Tigers* arrived in Zhitomir at 11.00am but did not march east until the following day; as a result, *Das Reich*'s armoured elements only entered combat on the twenty-fifth.<sup>33</sup>

In the centre, operations to complete the Brusilov encirclement began shortly after daybreak. The 19. *Pz.Div.*'s *Pz.Gren.Rgt. 73* advanced from Yastrebenka to Khomutets, while *Pz.Gren.Rgt. 74*, having been relieved by 25. *Pz.Div.* the previous day, moved north towards the fighting. At 8.15am the *LSSAH* reported that *SS-Pz.Gren.Rgt. 2* repelled overnight assaults on Yastrebenka from the west, north, and northeast. After leaving weak screening forces in Ozeryany, *SS-Pz.Gren.Rgt. 1*'s three battalions struggled to march along the muddy, churned-up roads south of Brusilov, denying the regiment the ability to participate in the day's attacks as a cohesive unit. The *SS-Pz.Gren.Rgt. 2*'s morning attack was also delayed due to poor road conditions and the Soviet overnight attacks which disrupted their preparations; as such, their morning advance to Lazarevka was postponed.<sup>34</sup> To their north, *K.Gr. Bradel* defended itself in Kostovtsy from similar attacks by Soviet tanks and infantry.<sup>35</sup> The overnight assaults that pinned *SS-*

<sup>29</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 987.

<sup>30</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 155.

<sup>31</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 228; *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 987.

<sup>32</sup> Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 308-309.

<sup>33</sup> Wolfgang Schneider, *Das Reich Tigers*, 156-157.

<sup>34</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 987; Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 333.

<sup>35</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 602.

*Pz.Gren.Rgt. 2* and *K.Gr. Bradel* in place were apparently launched to keep the Germans at bay while Soviet forces in Brusilov withdrew east, although definitive evidence of this is unavailable.

At 10.00am, *K.Gr. Bradel* pursued its former attackers into northern Brusilov. Other units in the north detected Soviet units withdrawing from Osovtsy and simultaneously attacked the town: from their perspective, Soviet defences in the north were crumbling.<sup>36</sup> Osovtsy was captured by *II./Pz.Gren.Rgt. 1* at 10.45am, and the battalion subsequently turned west to establish contact with the *LSSAH*'s screening forces near Ozeryany.<sup>37</sup> As a result of the *I. Pz.Div.*'s morning successes, the allure of an attack by *SS-Pz.Gren.Rgt. 2* without the majority of *SS-Pz.Gren.Rgt. 1* grew, and the *LSSAH*'s units in Yastrebenka advanced west and captured Dubrovka at 1.20pm. Meanwhile, *SS-Pz.Gren.Rgt. 1* was ordered to hurry its march to Yastrebenka to protect the village, as the *19. Pz.Div.* reported their observation of Soviet units in the vicinity.<sup>38</sup>

By 11.00am, *19. Pz.Div.* broke into Khomutets, reporting minimal resistance. According to the *XLVIII. Pz.Korps KTB*, it was at this point the *Korps* realized that most Soviet units had escaped from Brusilov through Lazarevka, likely overnight. *K.Gr. Bradel*'s advance into northern Brusilov and the *19. Pz.Div.*'s successful capture of Khomutets against minimal resistance seemingly confirmed this conclusion, and at 11.40am the *LSSAH* observed Soviet troops constructing a defensive line to the east. Balck's fear had materialized: he failed to encircle and destroy the Soviets in Brusilov, and they were working to blunt his eastward advance by constructing another defensive line in his path. Balck ordered the *19. Pz.Div.* to clear Brusilov while reiterating the importance of the *7. Pz.Div.*'s orders to capture bridges near Makarov. He urged the *LSSAH* to advance to the Mar'yanovka-Fasovaya area, while the *I. Pz.Div.* was to advance over the Zdvizh river near Mestechko.<sup>39</sup>

At 12.20pm, Manteuffel and Balck spoke. In response to Balck's orders to continue advancing east, Manteuffel again complained about his lack of manpower and equipment, pointing out that most *Das Reich* units (including their armoured vehicles) had yet to arrive. His own division was struggling to advance past Stavishche due to a lack of *Panzergranadiere* and was increasingly threatened by Soviet infantry occupying the forested areas along his route. Balck responded that his order stood – Manteuffel had enough forces at his disposal, and as *Das Reich*'s units continued to arrive, he would be well-positioned to defend the northern flank near Negrebovka.<sup>40</sup> Besides, the *XLVIII. Pz.Korps* had to take

<sup>36</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 602.

<sup>37</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 987.

<sup>38</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 988; Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 333-334.

<sup>39</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 988.

<sup>40</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 230.

quick action, lest they run into withering Soviet defences again. Unknown to Balck, 60th Army was strengthening its forces on 23 November, with the intention of thwarting Balck's hopes for a quiet northern frontline. Throughout the day, the 3rd Guards Airborne, 75th Guards, 23rd and 30th Rifle Divisions launched small, uncoordinated attacks on German positions along the Kiev-Zhitomir highway. Understanding the impact of his army's ongoing problems with command and control, Lt.Gen. Chernyakhovskii dispatched the XXIII Rifle Corps' headquarters to coordinate these attacks against 7. *Pz.Div.*'s rear. While 60th Army's attacks on 23 November lacked sufficient men, materiel, and coordination to seriously threaten Balck's northern flank. At that point, Soviet attacks in the north were a mere nuisance to Balck's eastward advance, but that would soon change.<sup>41</sup>

As the *LSSAH* captured Dubrovka and took stock of their situation, they too formed the impression that Soviet units had withdrawn from Brusilov largely intact and were constructing defensive positions along a line stretching from Yurovka – Yastrebenka – Staritskoye. At 3.00pm, *K.Gr. Bradel* finally captured Lazarevka. The encirclement of Brusilov was complete, but very few Soviet troops were trapped. Balck communicated this disappointing outcome to Hoth in late afternoon. As they conferred, 7. *Pz.Div.* encountered a *Pakfront* and Soviet tanks near Nebelitsa.<sup>42</sup> On the *Korps*' right flank, 25. *Pz.Div.* repelled an attack in company strength, and reported to the *Korps* that Soviet artillery fire was growing in intensity along the division's left and centre.<sup>43</sup> To Balck, it seemed that the Soviets were overwhelming his forces across the frontline.

The second-to-last entry in the *Korps*' *KTB* for 23 November describes a report from the *LSSAH*, wherein it reported miserable road conditions that affected its mobility and operational effectiveness, even going so far as to claim that the escape of Soviet forces and equipment from Brusilov was attributable to the poor weather.<sup>44</sup> There is some truth to that, considering *SS-Pz.Gren.Rgt. 1* was delayed in reinforcing *SS-Pz.Gren.Rgt. 2* the previous day, thus making a hypothetical overnight attack towards Lazarevka impossible. However, the reader should remember that despite the *LSSAH*'s repeated failures at Ozeryany from 20-21 November, Balck gave his approval for a final attack on Ozeryany on the morning of the twenty-second, which in turn quickly failed. Had Balck ordered *SS-Pz.Gren.Rgt. 1* to forego its wasted efforts at Ozeryany and march to join *SS-Pz.Gren.Rgt. 2* earlier, the force in Yastrebenka would have been strengthened sooner, thus aiding the *LSSAH* in its efforts to link up with 1. *Pz.Div.* before or during the overnight Soviet withdrawal.

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<sup>41</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 154.

<sup>42</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 988-990.

<sup>43</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 232.

<sup>44</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 990.

By the end of 23 November, the momentum behind the *XLVIII. Pz.Korps*' counterattack was gone. The *Korps* failed to encircle Brusilov before most Soviet units could withdraw, partly because the deteriorated road network hindered German movement, but primarily due to the 38th and 3rd Guards Tank Armies successful defensive operations and Moskalenko and Vatutin's wherewithal to abandon Brusilov, which by that point was tactically worthless. While mud slowed the Germans down at some points, Soviet firepower did the work of removing their forces from the battlefield.

Given the successful Soviet withdrawal from Brusilov, *XLVIII. Pz.Korps* did not produce a "tactical achievement at Brusilov" that "was impressive" as Mellenthin wrote in *Panzer Battles*.<sup>45</sup> The *Korps*' divisions were exhausted, depleted, and consistently forced to stop advancing in the face of overwhelming Soviet firepower. In Mellenthin's defence, the *Korps* did successfully disrupt the 38th Army's counterattack ordered on 19 November, albeit that was unknown to German commanders at the time. Despite this, Vatutin still intended to launch a counterattack against the *Korps*, this time using a different avenue of approach: attacking along its thinly defended northern flank.<sup>46</sup>

The reader will recall that in mid-November, the 1st Guards Army under Col.Gen. V.I. Kuznetsov began filtering into First Ukrainian Front's rear area, along with other strategic reserves under *Stavka* control. The 1st Guards Army's three rifle corps – the LXXIV, LCIV, and CVII – were assembling behind Moskalenko's 38th Army on 23 November, relying on *Maskirovka* techniques to avoid German detection; Soviet air superiority and poor weather also hindered German aerial reconnaissance.<sup>47</sup> On 23 November, Vatutin decided to move Kuznetsov's army in between the 38th and 60th Army, thus positioning its three fresh rifle corps north of the Kiev-Zhitomir highway, opposite *K.Gr. Manteuffel*, and by extension, the *XLVIII. Pz.Korps*' northern flank. In turn, Vatutin assigned Chernyakhovskii, Kuznetsov, and Moskalenko the goal of attacking south on 25 November, severing the highway that night, and recapturing a line stretching from Korostychev to Mokhnachka by the close of 29 November.<sup>48</sup> If *4. Pz.Arme*e and *XLVIII. Pz.Korps* failed to identify the growing threat from the north and take appropriate defensive measures, their frontline was at risk of being torn apart by this operational regrouping.

Persistent rain and fog on 24 November meant that Soviet and German aircraft were grounded for the day. Using the fog to their advantage, the *LSSAH* defended itself from Soviet attacks against Staritskoye. To the north, *1. Pz.Div.* reported traffic jams along the Kiev-Zhitomir highway and unusable bridges over the Zdvizh river at Lazarevka, Osovtsy, and Kostovtsy. Despite the studious work of

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<sup>45</sup> F.W. von Mellenthin, *Panzer Battles*, 163.

<sup>46</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 154-155.

<sup>47</sup> Glantz, *Soviet Military Deception*, 280; David Glantz, ed. *From the Dnepr to the Vistula*, 37-38.

<sup>48</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 155.

engineers to fix these bridges and improve the unpaved road network to alleviate traffic jams, *1. Pz.Div.* was unable to launch attacks that morning. In the northeast, *7. Pz.Div.* was engaged in bitter combat east of Stavishche, and in the south, *19. Pz.Div.* was clearing Soviet infantry from the forests near Brusilov. In Belaya Tserkov', *3. Pz.Div.* continued assembling its forces, and *25. Pz.Div.* defended its lines against a small overnight Soviet attack against Luchin.<sup>49</sup>

At 9.50am Manteuffel continued to pester Balck for more forces, asserting that *Das Reich* was too weak to hold its portion of the frontline. Manteuffel gave Balck a choice: his *Kampfgruppe* could either continue its advance or defend the northern frontline; he did not have the forces to do both.<sup>50</sup> From Balck's perspective, the situation on the northern flank did not warrant halting the *Korps*' eastward advance to reinforce that sector. In his mind, the previous day's incursions along the highway did not represent a concerted Soviet effort demanding a reallocation of forces. The *Korps* had to continue east to prevent Moskalenko and Rybalko from strengthening their frontline. No forces could be spared.

At 10.20am, Hoth telephoned the *Korps Hauptquartier*, bearing troubling news. The *4. Pz.Armeekorps* had intelligence that a new Soviet army, the 1st Guards Tank Army, was deployed in the First Ukrainian Front's rear area and approaching the frontline. Hoth was unsure, however, whether this new army would be deployed against the *4. Pz.Armeekorps*, or the neighbouring *8. Armeekorps*.<sup>51</sup> Hoth's intelligence was inaccurate on two points. First, he incorrectly identified Kuznetsov's 1st Guards Army as a tank army: the 1st Guards Tank Army did not yet exist in the Red Army's order of battle. While the 1st Tank Army under Lt.Gen. M.E. Katukov (redesignated 1st Guards Tank Army in April 1944) did arrive in the First Ukrainian Front's rear area in December 1943 in preparation for a future offensive (what would be the Zhitomir-Berdichev Offensive of 24 December), it was not deployed opposite the *XLVIII. Pz.Korps* on 24 November.<sup>52</sup> Second, Hoth's intelligence was several days late in anticipating this new army's arrival. The 1st Guards Army had been west of the Dnieper for several days and was positioning itself opposite the *Korps*' northern flank, as mentioned.<sup>53</sup> Like Vatutin's repositioning of 3rd Guards Tank Army in late October, this event is another example of how *Maskirovka* measures and German intelligence failures aided First Ukrainian Front's secret regrouping of operational-level forces.

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<sup>49</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 990-991; *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 234.

<sup>50</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 991.

<sup>51</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frames 234-235.

<sup>52</sup> David Glantz, ed. *From the Dnepr to the Vistula*, 41; David Glantz, *Companion to Colossus Reborn*, 65; Stephen Barratt, *Zhitomir-Berdichev: German Operations West of Kiev, 24 December 1943-31 January 1944, Volume 1* (Solihull, United Kingdom: Helion & Company Ltd., 2012), 21.

<sup>53</sup> David Glantz, ed. *From the Dnepr to the Vistula*, 37; Stavka, ed. Richard Harrison, *The Battle for the Dnepr*, 155.

Just before noon, Balck spoke to *Gen.Lt.* Kellner of the *19. Pz.Div.*, who confirmed that Brusilov was clear of enemy troops and reported a strong *Pakfront* in Gruzkoje. Kellner's report is further corroboration that 38th Army's withdrawal from Brusilov was a success. If Soviet forces had chosen to take a stand in the city, it would not have been cleared by the weakened *19. Pz.Div.* in under twenty-four hours. To eliminate the *Pakfront*, Balck and Kellner decided that an attack launched in conjunction with *3. Pz.Div.* would be sufficient.<sup>54</sup>

Shortly after, Balck spoke with Hoth about the future course of the *Korps'* advance. Neither Hoth nor Manstein, who he had just spoken to, thought the counterattack could continue without concentrating the *3. Pz.Div.*, *19. Pz.Div.*, *LSSAH*, and *1. Pz.Div.* on a narrow front, preferably near Gruzkoje or Fasovaya. This perspective is in accordance with Hoth's 22 November opinion that Balck dispersed his forces too much throughout the counterattack. According to the thinking of Balck's superiors, a concentration of these four divisions at Gruzkoje (this location was preferred due to the dearth of intelligence on Soviet forces near Fasovaya, father north) would ensure a German breakthrough and successful eastward exploitation. Hoth concurred, arguing that a more dispersed encircling maneuver with the *LSSAH* and *1. Pz.Div.* in the north and *19. Pz.Div.* and *3. Pz.Div.* in the south was a riskier proposition. Balck was not pleased with this decision.<sup>55</sup> As his preference for two separate breakthroughs and an encircling maneuver was rejected, he called this conservative decision "very unfortunate."<sup>56</sup>

Manstein and Hoth's concerns about a dispersal of effort were fair, considering that the afternoon's disparate attacks produced mixed results. The *LSSAH* made small territorial gains in its sector, but *1. Pz.Div.* operated defensively in Mestechko and failed to advance to Malyi Karaschin due to strong Soviet fire.<sup>57</sup> While *19. Pz.Div.* attacked Gruzkoje in the south, *Das Reich* continued assembling in the north, but only weak infantry units were available to defend the northern approaches to the highway during the day as its armoured elements arrived in Zabolot'ye after dark.<sup>58</sup>

Adding to these troubles was frightening news from the north. At 4.30pm, *7. Pz.Div.* radioed the *Korps Hauptquartier*, asking where their flank protection in Kocherovo was. There was an emergency: the 60th Army's XXIII Rifle Corps was attacking Kocherovo and had broken into the town, threatening the *Korps'* supply lines along the highway.<sup>59</sup> The *Pz.Aufkl.Abt. 1* was ordered to clear Kocherovo

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<sup>54</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 235.

<sup>55</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 992-993.

<sup>56</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 236.

<sup>57</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 335; *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 603.

<sup>58</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 993; Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 309; Wolfgang Schneider, *Das Reich Tigers*, 156.

<sup>59</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 155.

immediately, but at 5.15pm Balck reminded Manteuffel that his *Kampfgruppe* was responsible for the northern flank, including the defence of Kocherovo. With the help of *Pz.Aufkl.Abt. 1*, Kocherovo was cleared of Soviet troops by 11.00pm, but the situation was laid bare: *K.Gr. Manteuffel* was spread thin and could not secure the north. Manteuffel simply did not have enough forces to defend his frontline while advancing eastwards. Something had to break – either Balck’s insistence on achieving those two objectives, or the entire frontline. Balck assured *Oberlt. Bleicken*, the *7. Pz.Div.*’s *Ia*, that he understood their difficulties, and tried to placate Manteuffel by returning *Das Reich* to direct *Korps* control on 25 November, allowing him to focus solely on the eastern advance. Balck also advised that he was sending reinforcements, due to arrive in several days. However, Balck reasserted his conviction that 60th Army’s attacks in the north were not serious enough to demand more forces; the eastward advance to Kiev was more important.<sup>60</sup>

While *K.Gr. Manteuffel*’s frontline was faltering, Balck was informed that *3. Pz.Div.*, which he had incorporated into his offensive plans, would immediately leave his order of battle to help *8. Armee* defend Cherkassy.<sup>61</sup> To distract German attention from his offensive at Krivoi Rog, General Konev, commander of Second Ukrainian Front, launched an attack over the Dnieper near Cherkassy in mid-November. Clearly, the Cherkassy operation also drew forces from *4. Pz.Armee*, in turn directly affecting the *XLVIII. Pz.Korps*’ counterattack. By 24 November, Cherkassy had not fallen, but German forces were struggling to halt Lt.Gen. K.A. Koroteev’s 52nd Army. The *3. Pz.Div.* was needed for Cherkassy’s defence, and to Balck’s dismay, he was stripped of this new force.<sup>62</sup>

Due to the previous week’s rain, the unpaved roads on 25 November were reportedly “hardly passable.”<sup>63</sup> The *XLVIII. Pz.Korps* faced overnight attacks against its supply lines in the north near Tsarevka, and *7. Pz.Div.* sent some units west to stop XXIII Rifle Corps’ breakthrough, although Manteuffel was not confident he had sufficient forces. He reiterated to the *Korps* the necessity of reinforcing the north and received a familiar reply in response: *Pz.Aufkl.Abt. 1* was already deployed there, and right now *Das Reich* was “fully responsible for clearing and holding.”<sup>64</sup>

Despite sending some units west, *7. Pz.Div.* managed to capture the southern part of Nebelitsa after tough combat.<sup>65</sup> To the south, *1. Pz.Div.* continued trying to advance in the face of Soviet tanks and a *Pakfront*. By this point, the threat to the *Korps*’ northern flank was apparent even to *1. Pz.Div.*, which

<sup>60</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 994-995.

<sup>61</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 993.

<sup>62</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 295-296, 321-322; Veterans of the 3<sup>rd</sup> Panzer Division, *Armoured Bears: Volume Two* (Mechanicsburg, United States: Stackpole Books, 2013), 196.

<sup>63</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 995.

<sup>64</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 995.

<sup>65</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 995.

reported that the attacks near Tsarevka and Kocherovo were not small-scale efforts launched by uncoordinated units, but they represented a coherent, organized attack against the *Korps* and *1. Pz.Div.*'s supply lines.<sup>66</sup> Balck at least received some good news from the *VIII. Fl.Korps*, which had ground attack aircraft standing by to launch sorties.<sup>67</sup> The weather was favourable for aircraft on both sides to deploy, but again, 2nd Air Army dominated the skies. The Soviets launched 123 sorties on 25 November, mostly in the Brusilov area, and recorded only 10 German sorties throughout the day.<sup>68</sup>

By this point, Balck had no choice but to focus his attention on the Kiev-Zhitomir highway. The *7. Pz.Div.* continuously asserted that *Das Reich* would only be able to hold its frontline if it was resupplied, reiterating that all available heavy weapons were already deployed, and no more combat power could be mustered. Emphasizing this point was XXIII Rifle Corps' continued interdiction of the highway east and west of Kocherovo into the afternoon. Reality was setting in. A 25 November entry in the *Korps' KTB*, whilst describing a conversation with Manteuffel, indicated that Balck was of the view that "if today's attack [by the] *LSSAH* and *1. Pz.Div.* does not succeed due to the apparently very strong defensive front and the bad terrain conditions" he decided "not to continue [the eastward attacks]." Rather than maintain a futile advance to Kiev, it would be necessary to redeploy the *LSSAH* to Negrebovka to help defend against 60th Army.<sup>69</sup>

In the north, *Das Reich* was too weak to resist Soviet attacks, let alone launch its own spoiling assaults against Chernyakhovskii's forces. At 5.00am, the *Tigers of 8./SS-Pz.Rgt. 2* and a company of *Pz.Kfw. IVs* finally moved to the frontline near Zabolot'ye, but their firepower could only contribute so much to *Das Reich*'s very limited capabilities.<sup>70</sup> On the Soviet side, Vatutin's planned attack from the north on 25 November was called off. The 1st Guards Army had not fully arrived in its assembly area, likely hindered by the same impassable roads affecting the *XLVIII. Pz.Korps*. The attack was postponed until 26 November, but 60th Army continued to launch small attacks throughout the day, as noted above.<sup>71</sup>

Later, the *LSSAH* advised that its mobility was considerably hindered by the muddy road network, meaning it could not launch operations until 9.00pm. *K.Gr. Bradel* launched more attacks against Malyi Karashin, but like its previous attempt, these faltered in the face of overwhelming mortar

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<sup>66</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 604.

<sup>67</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 239.

<sup>68</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 155-156.

<sup>69</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 996-997.

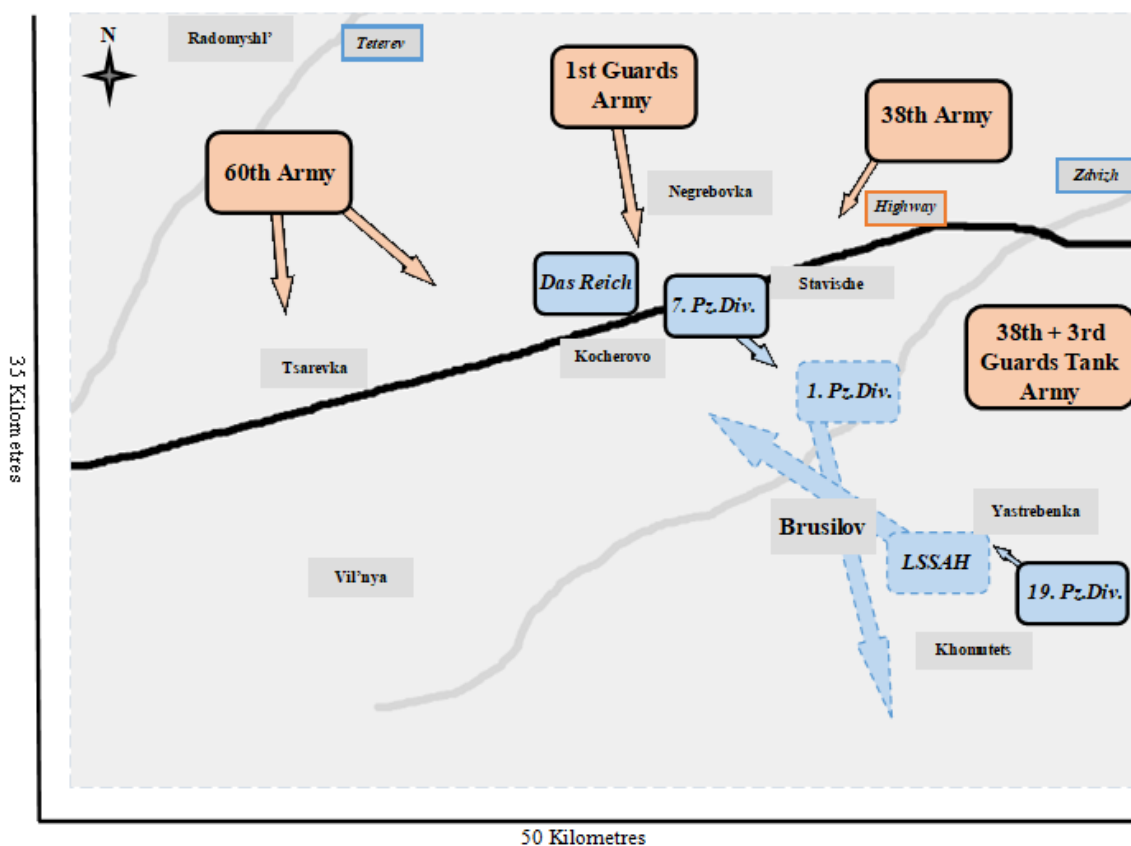
<sup>70</sup> Wolfgang Schneider, *Das Reich Tigers*, 157, 162-163; Otto Weidinger, transl. Robert Edwards and Fred Steinhardt, *Das Reich IV*, 309

<sup>71</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 155.



and *Katyusha* (Soviet rocket launcher) strikes.<sup>72</sup> At this point, considering the *LSSAH* and *1. Pz.Div.*'s lack of tactical success, Balck decided that the eastward advance was over.

MAP 7: NORTH AND EAST OF BRUSILOV, 25-26 NOVEMBER



In a telephone call at 4.10pm, Balck told Hoth that he no longer thought the *Korps* could advance east. Soviet positions were too strong, and the terrain was unfavourable for maneuver. In his view, more attacks were unlikely to succeed and would needlessly reduce his divisions' combat power. Given the growing threat to his northern flank and the inability of the *7. Pz.Div.* and *Das Reich* to protect it, Balck proposed shifting the eastern flank divisions onto a defensive posture while relocating the *LSSAH* to Negrebovka, where it would advance north against the *60th Army*'s troop concentrations near Radomyshl'. In reply, Hoth chastised Balck for his assessment and apparent lack of confidence, saying the threat of Soviet blocking positions in the east was not new. Hoth repeated his argument that if the *Korps* launched a concerted, concentrated attack to the east on a narrow front, it could achieve tactical success. He claimed that up to that point, Balck had needlessly frittered away his forces through dispersed

<sup>72</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 997.

attacks. In turn, Balck replied that they had not anticipated the Soviets' rapid construction of defensive positions in the east or the terrible terrain conditions his divisions were experiencing. Irritated, Hoth said he wished to speak to Manstein before agreeing to any major regrouping.<sup>73</sup>

When Manstein telephoned Balck less than an hour later, Balck re-explained his reasoning. Manstein responded that there had been no attempt to attack with the *19. Pz.Div.*, *LSSAH*, or *1. Pz.Div.* on a narrow front; why not try that approach before regrouping in the north? Balck responded that he had to reinforce in the north very quickly due to the *7. Pz.Div.* and *Das Reich*'s increasingly dire situation. His plan was to move the *LSSAH* to Negrebovka as soon as possible. Manstein approved this approach but insisted that Balck redeploy the *LSSAH* on a narrow front, being careful to concentrate its combat power to pierce Soviet defences and exploit the breakthrough. The two commanders agreed that on 27 November the *LSSAH* would attack towards Radomyshl', the location where they correctly identified 60th Army's tank concentration, while the remainder of the *XLVIII. Pz.Korps* would switch onto the defensive.<sup>74</sup>

After much prodding from Manteuffel and an awkward series of conversations with Hoth and Manstein, Balck was finally reinforcing the northern flank, albeit regrettably so. Just after 5.00pm, an order to that effect went out to all divisions; the *LSSAH* was told to "Suspend attack preparation. Adopt defensive positions. Orders to follow."<sup>75</sup> The *1. Pz.Div.* was informed of the *LSSAH*'s withdrawal and that it would assume responsibility for the eastern frontline up to Yastrebenka, where its right wing would tie-in with the *19. Pz.Div.* On the left was the *7. Pz.Div.*, which would defend its positions in the Nebelitsa – Vysokoye – Stavishche area.<sup>76</sup>

After an about-face in the evening, wherein Manstein briefly halted plans for the *LSSAH*'s withdrawal in favour of launching an attack in the north with the *7. Pz.Div.* and *Das Reich*, Manstein reconfirmed his approval of Balck's plan.<sup>77</sup> Clearly, Balck was not the only commander amenable to continuing the eastward advance while disregarding Manteuffel's warnings about the northern flank. Manstein himself was hesitant to abandon the effort to recapture Kiev. No matter how much he, Balck, or Hoth may have wished to continue east, operational necessities demanded they turn their attention to the north.

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<sup>73</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 240; *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 997-998.

<sup>74</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 998-999; *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 155.

<sup>75</sup> Rudolf Lehmann, transl. Nick Olcott, *The Leibstandarte III*, 336.

<sup>76</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frames 999-1000.

<sup>77</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 241; *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 1000.

On 26 November, the poor weather from previous days returned, and rain continued to turn the unpaved road network into a muddy quagmire. The *XLVIII. Pz.Korps* had transitioned to the defence across its frontline. Overnight, *1. Pz.Div.* began to occupy the *LSSAH*'s frontline as it prepared its march to Negrebovka through Brusilov, Kostovtsy, and Vysokoye. Its divisional *Hauptquartier* staff began planning their northward attack for 27 November, and some units were already conducting reconnaissance near Negrebovka. The *Korps* also began planning to withdraw *1. Pz.Div.* to the Solov'yovka – Gnilets – Lipki area for an attack on Fastov in several days, in conjunction with *25. Pz.Div.* and the *LSSAH*, whose attack against Radomyshl' was expected to be brief enough to be sent back south very quickly.<sup>78</sup>

At 7.45am, the *25. Pz.Div.*'s *Ia, Oberlt.* Pückler, reported that their sector was quiet, although engine noises were heard north of Mokhnachka, indicating Soviet armoured or motorized units were on the move.<sup>79</sup> At 7.50am, *19. Pz.Div.* also advised that the division was positioning itself closer to the frontline to enable a rapid defence in case of a Soviet breakthrough. Five minutes later, after Balck elaborated on his intention to attack Fastov, *1. Pz.Div.* informed him that the *LSSAH*'s withdrawal had proceeded well, and later that night its frontline would also be occupied by the *19.* and *7. Pz.Div.* Balck emphasized that secrecy was paramount, and *1. Pz.Div.* should withdraw at night to avoid detection.<sup>80</sup>

Balck's focus on the north did not come a moment too soon, as *Das Reich* reported that its entire frontline was under attack at 10.35am, with Soviet infantry breaking through east of Negrebovka, threatening Zabolot'ye, and assaulting Kocherovo with four tanks. *Das Reich*'s lack of manpower and equipment was a hindrance as it tried to defend its exploding frontline.<sup>81</sup> In a discussion with Hoth at 4.10pm, Balck was only given one day for the *LSSAH*'s attack against Radomyshl' to succeed, as it had to be withdrawn by 28 November for the attack on Fastov. Balck advised that poor roads could cause delays in the *Korps*' timetable, but for now, the *LSSAH*'s movement north was proceeding well despite the terrain conditions.<sup>82</sup>

Later that day, the frontline in the north grew quiet. The morning crisis dissipated after *Pz.Aufkl.Abt. 1* cleared Kocherovo and *Das Reich* eliminated the Soviet breakthrough near Negrebovka.<sup>83</sup> This account is corroborated by Soviet sources, which state that the 26 November attack by the 60th, 1st Guards, and 38th Armies failed. According to *Stavka*, the 60th and 38th Armies were exhausted from a

<sup>78</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 1001.

<sup>79</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 243.

<sup>80</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 1001.

<sup>81</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 1002.

<sup>82</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 244.

<sup>83</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Kriegstagebuch*, November 1943, Frame 1003.

month of operations and struggled to launch effective attacks. Surprisingly, *Das Reich*, opposite the 1st Guards Army's LCIV Rifle Corps, survived the day, albeit after difficult combat near Negrebovka. After 26 November, Vatutin's counterstroke in the north was called off, and First Ukrainian Front transitioned to the defensive across its frontline per a *Stavka* order to rebuild its strength for a future offensive.<sup>84</sup> His attempts to advance into the *XLVIII. Pz.Korps*' flank were not in vain, however. Vatutin had succeeded in drawing Balck's attention away from the advance to Kiev. That evening, *I. Pz.Div.* withdrew south after handing its positions over to the *19. and 7. Pz.Div.*<sup>85</sup> Closer to Fastov, *25. Pz.Div.* reported that Soviet troops broke through their lines along the divisional and *Korps* boundary with the *198. Inf.Div.*, and its forces were working to seal the frontline and clear the area.<sup>86</sup>

The casualty and equipment loss reports for 22-26 November demonstrate the scale of damage inflicted against the *Korps* during the counterattack's final days. The *LSSAH* lost 16 *Panthers* from 22-24 November alone, and even though 38th Army's *Pakfronts* were unable to destroy every *Panzer* they hit, they were successful in sufficiently damaging many of them to force the *Panzer Regiment*'s workshops to conduct repairs.<sup>87</sup> The *I. Pz.Div.*'s equipment figures, given in Table 5.1, illustrate the high numbers of damaged armoured vehicles:

**Table 5.1: *XLVIII. Pz.Korps* Reported Armoured Vehicle Strengths and Losses – 22-25 November 1943<sup>88</sup>**

| Division/Unit        | Status                                  | <i>Pz.Kfw. III</i> | <i>Pz.Kfw. IV</i> | <i>Panther</i> | <i>Tiger</i> | <i>StuG/StuH/ Self-Propelled PaK</i> |
|----------------------|---|--------------------|-------------------|----------------|--------------|--------------------------------------|
| <i>25. Pz.Div.</i>   | Operational at end of 25 Nov.           | 2                  | 0                 | N/A            | N/A          | 3                                    |
|                      | In repair at end of 25 Nov. (All Types) | 3                  | 45 <sup>89</sup>  | N/A            | N/A          | 7                                    |
|                      | Losses (Cumulative) <sup>90</sup>       | 1 (2)              | 0 (32)            | N/A            | N/A          | 0                                    |
| <i>s.Pz.Abt. 509</i> | Operational at end of 24 Nov.           | N/A                | N/A               | N/A            | 12           | N/A                                  |

<sup>84</sup> *Stavka*, ed. Richard Harrison, *The Battle for the Dnepr*, 156; David Glantz, *Soviet Military Deception*, 281.

<sup>85</sup> *Gen.Kdo der 1. Panzer-Division, Ia Kriegstagebuch Nr. 12*, 17 October-31 December 1943, Frame 605.

<sup>86</sup> *Gen.Kdo XLVIII. Pz.Kps. Ia, Telefonbuch*, November 1943, Frame 245.

<sup>87</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1117, 1120, 1123.

<sup>88</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1117, 1120, 1123-1124. No reports for 26 November could be found.

<sup>89</sup> The 25 November report includes a note stating that some *Pz.Kfw. IVs* were sent to Germany, presumably for long-term repairs that could not be performed in the *XLVIII. Pz.Korps* or *4. Pz.Armeekorps* rear areas.

<sup>90</sup> Cumulative losses refer to losses incurred since early November. This figure will be given in parentheses after the figure for the specific reporting date hereafter, if applicable.

|                    |   |       |       |         |       |       |
|--------------------|---|-------|-------|---------|-------|-------|
|                    | In repair at end of 24 Nov. (All Types) | N/A   | N/A   | N/A     | 29    | N/A   |
|                    | Losses (Cumulative)                     | N/A   | N/A   | N/A     | 0 (9) | N/A   |
| <b>19. Pz.Div.</b> | Operational at end of 24 Nov.           | 3     | 13    | N/A     | N/A   | 2     |
|                    | In repair at end of 24 Nov. (All Types) | 6     | 16    | N/A     | N/A   | 2     |
|                    | Losses (Cumulative)                     | 0     | 0     | N/A     | N/A   | 0     |
| <b>LSSAH</b>       | Operational at end of 24 Nov.           | 6     | 15    | 21      | 4     | 24    |
|                    | In repair at end of 24 Nov. (All Types) | 3     | 52    | 61      | 21    | 45    |
|                    | Losses (Cumulative)                     | 0 (1) | 1 (8) | 16 (45) | 2 (4) | 2 (3) |
| <b>1.Pz.Div.</b>   | Operational at end of 23 Nov.           | 5     | 25    | 14      | N/A   | N/A   |
|                    | In repair at end of 23 Nov. (All Types) | 4     | 67    | 61      | N/A   | N/A   |
|                    | Losses (Cumulative)                     | 0     | 3 (3) | 0       | N/A   | N/A   |
| <b>7. Pz.Div.</b>  | Operational at end of 25 Nov.           | 2     | 7     | N/A     | N/A   | N/A   |
|                    | In repair at end of 25 Nov. (All Types) | 7     | 19    | N/A     | N/A   | N/A   |
|                    | Losses (Cumulative)                     | 0     | 0     | N/A     | N/A   | N/A   |

| <b>Table 5.2: XLVIII. Pz.Korps Reported Casualties – 22-26 November 1943<sup>91</sup></b> |            |            |            |              |
|---|------------|------------|------------|--------------|
| <b>Division</b>   | <b>KIA</b> | <b>WIA</b> | <b>MIA</b> | <b>Total</b> |
| <b>25. Pz.Div.</b>  | 85         | 291        | 73         | 449          |
| <b>19. Pz.Div.</b>  | 20         | 55         | 0          | 75           |
| <b>LSSAH</b>  | 118        | 497        | 8          | 623          |
| <b>1. Pz.Div.</b>   | 75         | 297        | 12         | 384          |

<sup>91</sup> Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch, 1 November-31 December 1943, Frames 1119-1122, 1125, 1127, 1129, 1132, 1135, 1140.

|                     |   |    |   |    |
|---------------------|---|----|---|----|
| <b>7. Pz.Div.</b>   | 3 | 32 | 0 | 35 |
| <b>68. Inf.Div.</b> | 7 | 28 | 0 | 35 |

The muddy terrain conditions likely also played a role in the deterioration of the *Korps*' armoured combat power, but was not the dominant factor, considering the *Korps* reported a steady stream of supplies from 22-26 November, meaning enough supply-laden trucks could traverse the unpaved roads.<sup>92</sup> Other than one comment from the 25 November supply report, muddy roads did not impact the *Korps*' supplies. If German four-wheeled trucks could deliver ammunition and fuel to the frontline, armoured vehicles were fine navigating the same terrain.

That same 25 November report also mentions that 60th and 1st Guards Army's attacks along the Kiev-Zhitomir highway impacted the *Korps*' supply lines: "Supply situation generally secure. *Due to the closure of the Zhitomir-Kiev highway* [italics by author] and completely muddy roads, supplying the corps is very difficult."<sup>93</sup> The reader will recall that the Kiev-Zhitomir highway was resecured by *Das Reich* and 7. Pz.Div. late in the day on 25 November. Correspondingly, the *Korps*' supply situation on 26 November was improved, with that day's report stating that other than shortages in two types of artillery ammunition, the "supply situation [is] secured."<sup>94</sup> The Red Army's attacks, not just the weather, affected the *Korps*' supply on 25 November. The *XLVIII. Pz.Korps*' challenges can not be blamed entirely on poor weather and terrain. Similarly, the numbers of vehicles destroyed and the casualty figures from 22-26 November demonstrate the lethality and effectiveness of Moskalenko and Rybalko's defences surrounding Brusilov. While tank treads could clog and wear out by driving through mud, only Soviet shells and bullets could damage them beyond repair and kill and wound hundreds of German troops.

After 26 November, the *XLVIII. Korps*' November counterattack was over. While tactical successes were achieved in its first days, Kiev remained far out of reach, and First Ukrainian Front's bridgehead was still large enough to station forces for a future offensive. Rather than attack Radomyshl' or Fastov immediately, the *Korps*' plans changed.<sup>95</sup> After repositioning its forces along the northern flank, the *XLVIII. Pz.Korps* waited for several days to rebuild its strength, and on 6 December it launched *Unternehmen Advent* (Operation Advent). Advancing on a narrow front, the *LSSAH*, 1. Pz.Div., 7. Pz.Div., and 68. Inf.Div. captured Radomyshl' on 13 December.<sup>96</sup> Vatutin's forces resisted this attack and two

<sup>92</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frames 1115, 1118, 1121, 1124, 1126.

<sup>93</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frame 1124.

<sup>94</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frame 1126.

<sup>95</sup> Buttar, *Retribution*, 410-412.

<sup>96</sup> Karl-Heinz Frieser, "Army Group South's Withdrawal Operations," 370-371.

others in December, being careful to preserve their strength for the Zhitomir-Berdichev Offensive, which took *4. Pz.Armees* by surprise on 24 December.<sup>97</sup> As Vatutin's refreshed armies forced the *4. Pz.Armees* farther away from Kiev in early 1944, recapturing Zhitomir in the process, any lingering prospects for the reduction of First Ukrainian Front's bridgehead were destroyed. That goal, which appeared achievable at the high point of the *XLVIII. Pz.Korps*' counterattack, was dashed forever.

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<sup>97</sup> Stephen Barratt, *Zhitomir-Berdichev*, 21.

## CONCLUSION

Through an analytical narrative approach, this study explains the causes behind the *XLVIII. Pz.Korps* counterattack's failure to reduce the First Ukrainian Front's bridgehead on the Dnieper's west bank and recapture Kiev in November 1943. Even though the *Korps* succeeded in halting Gen. Vatutin's southwestward advance during the latter stages of the Kiev Offensive Operation, and produced tactical success from 12-19 November, this study shows that the combat power and offensive momentum of its subordinate *Panzerdivisionen* were degraded from 20-25 November by the tactical defences erected by Col.Gen. Moskalenko's 38th Army and Lt.Gen. Rybalko's 3rd Guards Tank Army near Brusilov. With much of its manpower and equipment damaged or destroyed, the *XLVIII. Pz.Korps* could not continue its eastward advance to Kiev. Added to the *Korps*' difficulties was Gen. Vatutin's regrouping of operational-level forces along its northern flank, which threatened the entirety of the *Korps*' frontline and its supply lines after 23 November. With his combat power seriously degraded and the threat to his northern flank too great to ignore, *XLVIII. Pz.Korps* commander *Gen.d.Pz.Tr.* Balck was forced to end the eastward advance to Kiev after 25-26 November.

These findings are dramatically different than the explanations presented by *Gen.d.Pz.Tr.* Balck and *O. Mellenthin* in their postwar memoirs. Rather than finding that poor weather and meddling by higher-level commanders were the primary cause of the counterattack's failure, the evidence obtained from German archival records and Soviet secondary sources shows that the Red Army's tactical and operational skill, exemplified by Gen. Vatutin, Col.Gen. Moskalenko, and Lt.Gen. Rybalko's defensive efforts, led to the counterattack's demise. Moskalenko's postwar assertion that the Red Army was solely responsible for the *XLVIII. Pz.Korps* defeat is more accurate than Balck or Mellenthin's justifications – simply put, Balck and Mellenthin were outperformed by Vatutin and his army commanders when and where it mattered.

From 7-11 November, *Gen.Lt.* Schell's *25. Pz.Div.* and *Gruf.* Krüger's *Das Reich* succeeded in stopping First Ukrainian Front's southwestward advance, although they paid a high price in casualties and combat equipment. The Germans achieved more tactical successes after 12 November, when the counterattack's *Schwerpunkt* was shifted west of Fastov. From 12-19 November, *Obf.* Theodor Wisch's *LSSAH* and *Gen.Lt.* Walter Krueger's *1. Pz.Div.* swiftly advanced north towards the Kiev-Zhitomir highway, pushing aside Col.Gen. Moskalenko and Lt.Gen. Rybalko's overextended forces in that sector.

But while the *Korps*' strike force produced tactical success, its opponents made adjustments of their own. After 13 November, Gen. Vatutin prudently reinforced Moskalenko's army with considerable



antitank assets, giving it the appropriate tools to defeat the *Panzerdivisionen*. Fresh from the recapture of Zhitomir on 19 November, the high-water mark of the counterattack's success, the *XLVIII. Pz.Korps* plunged headlong into well-prepared tactical defences erected by the 38th and 3rd Guards Tank Armies near Brusilov. Bogged down by minefields and *Pakfronts*, the *Panzerdivisionen* endured withering Soviet firepower and made little progress from 20-25 November, suffering enormous losses in men and materiel in the process.

Additionally, Gen. Vatutin applied pressure against the *XLVIII. Pz.Korps*' flank after 23 November by repositioning Col.Gen. Kuznetsov's 1st Guards Army along its northern flank and ordering it to attack in that sector in conjunction with Lt.Gen. Chernyakhovskii's 60th Army, and parts of 38th Army. This operational-level maneuver threatened the *XLVIII. Pz.Korps*' entire position southwest of Kiev, including its supply lines along the paved Kiev-Zhitomir highway. Through a joint tactical and operational effort, 38th Army, 3rd Guards Tank Army, 60th Army, and 1st Guards Army, under the leadership of First Ukrainian Front's Gen. Vatutin, defeated the *XLVIII. Pz.Korps*' counterattack.

In his memoir, Balck provides different explanations for the counterattack's failure, claiming that *I. Pz.Div.*'s pivot to recapture Zhitomir from 17-19 November, a move allegedly imposed by *4. Pz.Armee*, cost the *Korps* precious time and doomed its offensive efforts:

I wanted to thrust towards Kiev immediately with everything we had, bypassing [Zhitomir], which would then fall on its own. By attacking [Zhitomir] first, we would lose time, and the Russians could use that time to bring up more forces to organize a bridgehead at Kiev, which would then be harder to take. Unfortunately, I was not able to get my assessment across.<sup>1</sup>

He goes on to claim that "The Russians took advantage of the five lost days by assembling a strong concentration of forces near Brusilov."<sup>2</sup> This rings true to some extent. Soviet defences near Brusilov were constructed when the *Korps*' northeastward-eastward advance slowed during the *I. Pz.Div.*'s pivot to Zhitomir, lending credence to the idea that if the *LSSAH* and *I. Pz.Div.* ignored Zhitomir and concentrated their combat power against Brusilov, they would have denied the Red Army the chance to improve its defences.

On the surface, this claim seems plausible, but it excludes some important considerations. Balck assumes that Zhitomir would have fallen without a concerted attack against it. While it is true that Zhitomir was abandoned by 60th Army during the night of 18-19 November, *I. Pz.Div.* was involved in its recapture by that point and had been attacking the city's periphery on the eighteenth. As discussed in Chapter Four, the *68. Inf.Div.* and *7. Pz.Div.* were too weak to recapture Zhitomir on their own if 60th

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<sup>1</sup> Hermann Balck, transl. David Zabecki and Dieter Biedekarten, *Order in Chaos*, 312-313.

<sup>2</sup> Hermann Balck, transl. David Zabecki and Dieter Biedekarten, *Order in Chaos*, 315.

Army's forces in Zhitomir chose to stand and fight a bitter battle within the city. If *I. Pz.Div.* was not committed to the attack on Zhitomir, would Vatutin have ordered its abandonment if he recognized there was minimal German combat power arrayed against it? That is the crux of the issue.

While this is an historical counterfactual that cannot be properly evaluated, if Zhitomir would have been abandoned without the *I. Pz.Div.*'s participation in its recapture, then Balck's criticism becomes legitimate. But neither he nor *Gen.O.* Hoth knew the future. Neither commander can be faulted for ordering or acquiescing to the *I. Pz.Div.*'s role in Zhitomir's recapture, considering that the city would have posed a serious threat to the *XLVIII. Pz.Korps*' flank if it remained in 60th Army's hands. Additionally, Zhitomir served as a useful supply base for the *Korps* after 19 November, so its recapture was not entirely meaningless.<sup>3</sup> While these factors are important, the main point to remember is that there is no indication within the *Korps*' *Telefonbuch* or other records that Balck or Mellenthin raised their alleged concerns with Hoth at the time. With all things considered, it seems that their postwar memoir assertions were intended to justify themselves for posterity, rather than give an accurate portrayal of events.

Another justification from Balck and Mellenthin's memoirs is that poor weather played a decisive role in the counterattack's failure.<sup>4</sup> In his own postwar memoir, Moskalenko responds to this assertion, stating that it is "laughable" that weather conditions were "the only obstacle to the German counteroffensive," as opposed to the damage inflicted on the *Panzerdivisionen* by his army and others.<sup>5</sup> As this thesis has shown, Moskalenko's assertion – that the damage inflicted on the *Panzerdivisionen* led to the counterattack's failure – is closer to the truth. Throughout the entirety of the *Korps*' counterattack, rain, muddy roads, and generally poor weather were a factor affecting operations, including its period of tactical success from 12-19 November. Besides, the destruction of the *Korps*' combat power (both equipment and personnel) could only occur through damage inflicted by Soviet troops, tanks, antitank guns, and artillery fire. Another counterpoint to Balck and Mellenthin's justification is that the Soviets and Germans were operating on the same terrain. Given 1st Guards Army's delay in assembling along the northern flank on 24 November, it seems the Red Army's mobility was also affected by the muddy, unpaved road network.

In fact, the poor weather may have acted as a force equalizer in the *XLVIII. Pz.Korps*' favour. Lt.Gen. Krasovsky's 2nd Air Army, which possessed air superiority throughout November 1943, consistently bombarded the *Panzerdivisionen* as they advanced, with minimal response from the German

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<sup>3</sup> *Gen.Kdo XLVIII. Pz.Kps. Abt.Qu., Anlagen 2 zum Kriegstagebuch*, 1 November-31 December 1943, Frame 1106.

<sup>4</sup> Hermann Balck, transl. David Zabecki and Dieter Biedekarten, *Order in Chaos*, 317; F.W. von Mellenthin, *Panzer Battles*, 163.

<sup>5</sup> Kirill Moskalenko, *The Southwestern Theater*, 256-257.

*VIII. Fl.Korps*. As noted throughout the thesis, poor weather frequently grounded aircraft on both sides, thus negating the Soviet aerial advantage on those days. While it is true that heavy rainfall affected German operations, more context suggests that meteorological conditions were not a decisive factor affecting the counterattack's outcome, and in some cases may have worked in the Germans' favour.

In the end, the small territorial gains made by the *XLVIII. Pz.Korps* in November 1943 were swiftly lost during First Ukrainian Front's Zhitomir-Berdichev Offensive from 24 December 1943-early January 1944. As Red Army forces advanced into western Ukraine in the first weeks of 1944, it became clear that the equipment, manpower, and effort expended by the *XLVIII. Pz.Korps* to achieve its initial tactical successes and recapture some terrain southwest of Kiev in November 1943 was all for naught. As the Red Army mastered the art of military strategy, and inched closer to matching the *Wehrmacht* at the operational and tactical levels, the era of successful German armoured counterattacks was ending. In its place, a period of steady decline and defeat for Hitler's forces on the *Ostfront* had arrived.

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