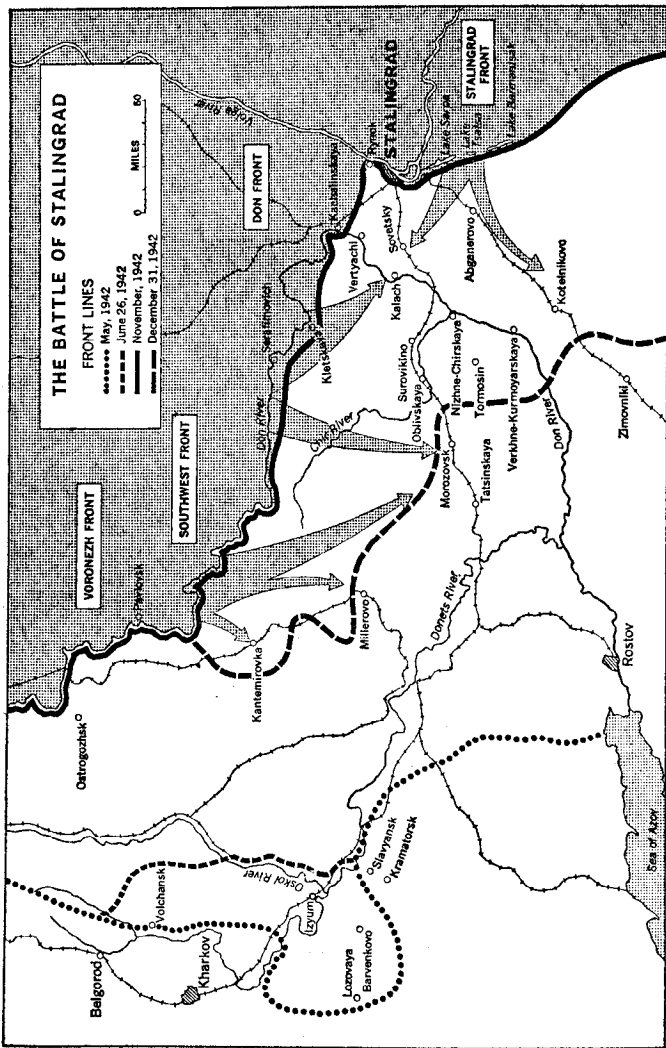


The Battle of

STALINGRAD

AUGUST, 1942-FEBRUARY, 1943



Editor's Note

Disaster once again overtook Russian arms with the end of the winter of 1941-42 and the coming of spring. Stalin had overestimated the ability of his armies to carry the war to the Germans during the winter months. His enforced offensives left the Soviet troops tired, dispirited and short of arms, supplies and transport. Several major forces were encircled or virtually so (Vlasov's Second Shock Army near Chudovo, south of Leningrad; and two forces subordinate to Zhukov—Belov's cavalry group and General Yefremov's Thirty-third Army, both trapped near Vyazma).

Soviet troops in the south found themselves in equally difficult situations. The Germans were bringing new pressures to bear on the isolated Soviet units in the Crimea, and a disaster at Kerch, the eastern strait separating the Crimea from the Caucasus, was in the making. Stalin's grandiose plans for a victory in the Crimea were collapsing, at least partly because of the ineptitude and stupidity of two of his police generals, Kulik and Mekhlis.

In fact it was hard to find any sector where the situation was genuinely favorable to the Russians. They had been unable in a winter's desperate fighting to lift the siege of Leningrad. A dangerous salient around Rzhev and Vyazma still threatened Moscow. At this moment Stalin launched one of his most disastrous offensives—an effort to retake Kharkov.

Zhukov was still in command of the Western Front, worrying about his encircled units near Vyazma and trying to persuade Stalin and Marshal Shaposhnikov, Chief of Staff, not to carry out the Kharkov attack but, instead, to let him strike at the dangerous Nazi spearheads on his front.

Stalin brushed aside Zhukov's representations. He ordered the

Kharkov operation carried out. The attack, led by Marshal Timoshenko with Nikita S. Khrushchev as his Military Council member, got under way May 12. Utter disaster followed. The Germans had also been preparing an attack. A powerful German group under Field Marshal von Kleist struck Timoshenko's forces almost as soon as they began to move. Within ten days three Soviet armies, the Sixth, Fifty-seventh and part of the Ninth, as well as General L. V. Bobkin's operations group, were surrounded. Thousands of Soviet troops were captured, killed or wounded. The Germans claimed 239,000 prisoners were taken. Command losses were great. The killed included Generals F. Ya. Kostenko, deputy commander of the Southwest Front, K. P. Podlas of the Fifty-seventh Army, A. M. Gorodnyansky of the Sixth Army and L. V. Bobkin of the operations group.

Typically, Stalin sought to shift the blame. Lieutenant General F. M. Kharitonov of the Ninth Army was removed from his command and ordered to summary court-martial. He was saved from the firing squad by the personal intervention of General A. M. Vasilevsky.¹ Major General I. Kh. Bagramyan, one of the most brilliant of Russia's World War II commanders, was relieved as Chief of Staff of the Southwest Front and severely censured, and soon Timoshenko also was removed from his post.

Controversy over the catastrophe was still lively more than twenty-five years after the event. Khrushchev, in his famous "secret speech" of February, 1956, sought to absolve himself of blame. He contended that he tried to persuade Stalin to call off the offensive because the Soviet forces were threatened with encirclement by the sudden blow of von Kleist's group. According to Khrushchev, he presented his argument first to the Acting Chief of Staff, General Vasilevsky, who unsuccessfully argued the case with Stalin. When Vasilevsky reported failure, Khrushchev described how he telephoned Stalin directly. But Stalin refused to speak to him. Malenkov took the telephone. Khrushchev

¹ A. M. Vasilevsky, *Voyenno-Istoricheskii Zhurnal*, January, 1966, p. 18.

had to put his case to Malenkov, who, in turn, passed on the arguments to Stalin. Stalin again declined to call off the attack, saying, "Let everything remain as it is." The result, said Khrushchev, was that hundreds of thousands of Soviet troops were lost. Histories written in the Khrushchev era put blame for these losses on Stalin. Zhukov, who loses no opportunity to indict Khrushchev, blames him and Timoshenko, the Southwest commander. Other Soviet authorities believe Rodion Ya. Malinovsky, commander of the Southern Front, shared culpability.

The disaster set the stage for much worse to follow. Stalin remained convinced that the greatest danger lay in a new Nazi thrust toward Moscow. He concentrated large numbers of reserves to meet a Nazi thrust toward the city from the Bryansk area.

"Actually," observes Marshal Vasilevsky in his memoirs, "the chief blow of the Germans was mistakenly expected not in the South but on the Central Front. Supreme Headquarters weakened the South in order to strengthen the Center, especially along the flanks."

This put the Russians completely off balance. The Germans struck hard across south Russia and soon had the Red Army reeling. The Nazis liquidated the Soviet bridgehead at Kerch. They smashed the Soviet siege lines and captured the naval base of Sevastopol on the tip of the Crimea, completing their conquest of that peninsula and freeing a whole army for use elsewhere. They launched a major offensive in the Kursk-Voronezh sector, south of Moscow, and almost broke through once again to the near approaches of the Soviet capital.

Most importantly, they began to drive with rapidly increasing momentum toward the Don River bend and Stalingrad.

The unfolding of the summer warfare was taking a far more dangerous shape than that envisaged by Stalin, who had looked to fresh attacks by almost all his front commanders to start the Germans back toward their homeland. Instead, there was every

sign that a new and critical battle would be fought in which the stakes were no less than the cutting of Russia in two, the severing of north-south communications, especially along the Volga, the pinching off of the Caucasus and the Maikop and Baku oil fields, and the breach of the new Anglo-American supply line across Iran which was just beginning to deliver materials in quantity. There was even the direct possibility that the Germans would break through the Near East land bridge and threaten India.

During the curtain-raising of the Stalingrad crisis Zhukov remained commander of the Western Front, where little was happening. He was not always to be found at Western Front headquarters, however, since, as his account makes clear, he was often at Supreme Headquarters in Moscow, advising Stalin or arguing with him about the major decisions of the war.

As the tension over the south and over Stalingrad rose, Stalin began to reorganize his forces. He created new commands at the front and he began to send in his most battle-tested commanders. First, General Vasilevsky was sent to the scene. Then major political associates were directed there—Georgi M. Malenkov, Nikita S. Khrushchev and Vyacheslav Malyshev, the commissar of the armament industry.

But none of these moves halted the Nazis in their pell-mell rush for the Volga and Stalin's name city. Finally, on August 27, 1942, Zhukov was summoned from the Western Front and named Deputy Supreme Commander in Chief. Stalin was Supreme Commander in Chief. There never before had been a deputy supreme commander, and after Zhukov there would never be one again.

Once again, in an hour of deadly danger Stalin turned to Zhukov. Stalingrad hung in the balance. Its fate and quite probably the fate of Russia were placed in Zhukov's hands.

The Battle of Moscow had made Zhukov a national hero. Stalingrad demonstrated his towering domination of the Soviet military apparatus. Every Russian commander of consequence

participated in some way in the Stalingrad fighting. Men like General Chuikov made their reputation in the titanic struggle that raged in the ruins of the Stalingrad tractor factory and the building-by-building and room-by-room defense of the city on the Volga. But it was Zhukov who bore responsibility for all the armies, all the generals, for the defense of the city and, most important of all, for the concept, organization and carrying out of the grandiose counteroffensive which finally shattered the myth of Nazi military invincibility beyond repair. Many men, naturally, worked together in this endeavor. Zhukov's closest and most important collaborator was his brilliant General Staff colleague, General Vasilevsky.

After Stalingrad no one really challenged Zhukov's primacy. His fellow marshals still competed with him for top honors. But he was No. 1.

And after Stalingrad no one really doubted that Russia with Zhukov at the head of her armies would finally defeat Germany.

H.E.S

5

The Dangerous Spring

The international and domestic situation of the Soviet Union improved somewhat toward the end of the spring of 1942. The anti-Fascist front continued to expand and to strengthen. In January twenty-six nations signed a declaration in which they agreed to use all the means at their disposal in the fight against the aggressors and not to conclude a separate cease-fire or a separate peace. The Soviet Union reached complete agreement with the United States and Britain that a second front would be opened in Europe in 1942. All these and other factors, especially the defeat of German forces before Moscow and the disruption of German plans for a blitzkrieg, greatly invigorated anti-Fascist forces in all countries.

A quiet period had set in on the Soviet-German front. Both sides had taken up defensive positions. Troops dug trenches, built dugouts, mined the approaches to forward positions, placed barbed-wire entanglements and carried out other defensive chores. Commanders and headquarters staffs worked out firing systems, coordination between the various services and other problems.

Both Supreme Headquarters and individual military units summed up the first phase of the war, reviewed and discussed both successful and unsuccessful operations, and devoted more time to the study of tactics and the operational and strategic skill of the enemy, its strong and its weak aspects.

The Soviet people, inspired by the Red Army's great victory around Moscow, which laid the basis for a fundamental turning point in the war, completed the wartime reorientation of the Soviet economy. Increasing numbers of new tanks, planes, artillery pieces, rockets and munitions began to reach the armed forces.

New strategic reserves of all services were being formed in the interior of the country. The increasing production capacity of the Soviet tank and artillery industries enabled the Supreme Command to start the formation of separate tank corps and tank armies supplied with the most modern equipment of the period.

The armed services began to be provided with modernized 45-mm antitank guns and new 76-mm guns. New antitank brigades and divisions intended for combat against large enemy tank units were formed.

Steps were taken to improve the air defenses of the armed services and of the country as a whole. The Soviet armed forces began to form separate air armies. By June the country had eight such armies. The long-range bomber force and the air reserve of the Supreme Command began to receive reinforcements. The total strength of the Soviet forces rose to 5,534,500 men, 4,959 tanks, 40,798 guns and mortars and 2,480 planes. The armed services expanded military training and mastered both the latest war experience and the new weapons.

The Party's Central Committee, after a review of political agitation work in the armed services, took a number of steps to improve the structure of the Party apparatus and of propaganda in the armed forces. L. Z. Mekhlis was replaced by A. S.

Shcherbakov, a national Party secretary and Moscow Party chief, as the head of the Main Political Administration of the armed services. The Central Committee asked the military councils of individual fronts and armies to improve their political work among soldiers and officers so as to tighten discipline and strengthen the staying power and fighting capacity of the troops.

The German command was also getting ready for the summer campaign, still viewing the Soviet front as its main theater of operations. The Nazi leadership continued to send satellite forces to the Eastern Front. Along the entire front from the Barents Sea to the Black Sea, Nazi Germany and its allies had arrayed 217 divisions and 20 brigades, of which 178 divisions, 8 brigades and 4 air fleets were German. Because of the absence of a second front, Germany was able to keep as little as 20 percent of its armed forces on other fronts and in occupied countries.

By May, 1942, the enemy's strength on the Soviet-German front included an army of 6,198,000 men (including 810,000 allied troops), 3,230 tanks and self-propelled guns, 56,940 guns and mortars and 3,395 planes. The Germans continued to be superior in manpower, artillery and mortars. We had a slight numerical superiority in tanks, but in quality most of ours lagged behind the Germans'.

In its general outlines, Hitler's political and military strategy for 1942 called for the defeat of Soviet forces in the south, the conquest of the Caucasus, an advance to the Volga River and the seizure of Stalingrad and Astrakhan, thus setting the stage for the destruction of the U.S.S.R. as a state.

Although the German command still retained superiority over the Soviet armed forces in manpower and matériel, its plans for the 1942 offensive had to take account of the fact that it was no longer capable of launching offensives simultaneously on all strategic sectors as it had done in 1941 in Operation Barbarossa.

The spreading of the German forces from the Barents Sea to the Black Sea resulted in a corresponding decline in operational density along the front.

By means of a series of "total" measures, the German command was able to reconstitute Army Group South, concentrating in it forces far superior to Soviet strength in the southwest sector of the front.

Hitler's Directive No. 41, dated April 5, 1942, called on the German armed forces to gain control of the Soviet Union's richest industrial and agricultural regions, thus obtaining additional economic resources (especially the oil of the Caucasus) and winning a dominant strategic position for the achievement of his military and political goals.

Hitler and his associates hoped that as soon as the German forces had gained victory in the south of the Soviet Union they would be able to again attack Leningrad and Moscow.

In planning their push into the Caucasus and toward the Volga, the Germans also sought to deprive the Soviet Union of its communications with its allies through the Caucasus.

I spent a great deal of time at Supreme Headquarters in the spring of 1942, and I knew how Stalin assessed the situation and the prospects for 1942.

It was quite obvious that he did not believe assurances by Churchill and Roosevelt that a second front would be opened in Europe, but he had not lost hope that they would somehow try to open a second front elsewhere. Stalin trusted Roosevelt more than Churchill, whom he considered insincere and anti-Soviet to the core.

Stalin assumed that the Germans would be capable of waging major offensives in two strategic sectors in the summer of 1942, most likely in the Moscow sector and in the south. As for the north and northwest, there Stalin expected no significant German activity. At most he thought that in those areas the enemy would seek to straighten the front and improve the disposition of his forces.

Of the two sectors in which Stalin expected major enemy offensives, he was most concerned about the Moscow sector, where the Germans had massed seventy divisions.

As for our own plans for the spring and summer of 1942, he believed that we had neither the manpower nor the matériel for major offensive operations. He thought that for the immediate future the Soviet armed forces should restrict themselves to an active strategic defense in addition to some limited offensives in the Crimea, around Kharkov and in the Lgov-Kursk and Smolensk sectors as well as around Leningrad and Dem-yansk.

I knew that Marshal Shaposhnikov, the Chief of General Staff, generally agreed with Stalin except that he felt the Soviet operations plan should provide for an active strategic defense to wear the enemy down at the beginning of the summer and then, as soon as reserves became available, undertake broad counteroffensive operations. I supported Shaposhnikov with one qualification. I considered it essential that we take steps at the beginning of summer to eliminate the enemy's Rzhev-Vyazma grouping, where the Germans held a large salient with strong forces. Supreme Headquarters and the General Staff were more concerned with the Orel-Tula and Kursk-Voronezh sectors in view of a possible enemy strike by-passing Moscow from the southwest. Accordingly, a decision was taken to concentrate a large part of the Supreme Command reserves on the Bryansk Front by the end of spring. By the middle of May the Bryansk Front received 4 tank corps, 7 rifle divisions, 11 independent rifle brigades, 4 independent tank brigades and a large quantity of artillery. In addition, the Fifth Tank Army of the Supreme Headquarters reserve took up positions behind the Bryansk Front for a strong counterstrike in case the enemy attacked the Bryansk Front.

I was basically in agreement with Stalin's operational and strategic predictions, but I could not agree with him on the number of proposed separate offensive operations on the

grounds that they would absorb our reserves and make it more difficult to prepare for a general offensive.

I proposed, instead, that we launch a strong offensive against the enemy's Rzhev-Vyazma salient with troops of the Western and Kalinin fronts, air support from units of the Supreme Command and the Moscow air defense forces, and with some of the troops of the Northwest Front.

In my view, such a thrust against the Germans west of Moscow would greatly weaken the enemy and force him to abandon major offensive operations, at least in the immediate future. By hindsight, this may seem open to dispute, but at the time, in the absence of complete information about enemy intentions, I was convinced that I was right.

Because of the complexity of the problem, Stalin called a conference to discuss the general situation and the various alternatives for the summer campaign. The conference, held in the State Defense Committee at the end of March, was attended by Voroshilov, Timoshenko, Shaposhnikov, Vasilevsky, Bagramyan and myself.

Shaposhnikov gave a detailed report that generally reflected Stalin's own forecasts. But in view of the enemy's numerical superiority and the absence of a second front in Europe, Shaposhnikov proposed that we restrict ourselves to active defense for the immediate future. He favored concentrating the main strategic reserves in the central section of the front, including the Voronezh area, where the General Staff expected the major action to unfold in the summer of 1942.

Shaposhnikov was discussing some organizational problems in a plan for an offensive drafted by Timoshenko's Southwest command (involving forces of the Bryansk, Southwest and Southern fronts), when Stalin interrupted him: "We cannot remain on the defensive and sit on our hands until the Germans strike first! We must launch preventive strikes on a broad front and probe enemy intentions."

Then he added, "Zhukov proposes that we launch an offensive in the western sectors and remain on the defensive elsewhere. I think that is a half-measure."

Timoshenko spoke next. He said that troops of the Southwest command were ready and should launch a preventive strike against the Germans to disrupt their offensive plans against the Southern and Southwest fronts. Otherwise the enemy would repeat what he had achieved at the beginning of the war. As for an offensive in the western sectors, he said, he supported me in my view that this would tie down the forces of the enemy.

I spoke up once again in opposition to the plan for several offensives. Although Shaposhnikov, as far as I know, also opposed a large number of separate operations, he remained silent on that occasion. The conference ended with an order by Stalin that offensive operations be launched in the near future in the Crimea, at Kharkov and elsewhere. We all returned to our regular posts.

The events of May and June bore out the miscalculations of Supreme Headquarters. Our armed forces were once again put to a severe test in the south. The offensive launched at the end of April in the Crimea failed. Troops of the Crimean Front, headed by Lieutenant General D. T. Kozlov, did not gain their objectives and suffered heavy losses. Supreme Headquarters ordered the front command to take up firm defensive positions.

But on May 8 the enemy, having massed his shock forces and extensive air support against the Crimean Front, broke through the defenses. Our troops found themselves in a serious situation and were forced to abandon Kerch.

That defeat greatly complicated the situation at Sevastopol, which had resisted stubbornly since October. Having seized Kerch, the German command was now able to concentrate its forces against Sevastopol.

On July 4, after a nine-month siege and fierce fighting in which Soviet sailors and soldiers gained immortal glory, Sevas-

topol was abandoned by our forces. This meant the complete loss of the Crimea, greatly complicating the over-all picture and naturally improving the position of the enemy, who now had an additional army available for reinforcement.

On May 3 the Northwest Front began an offensive against the Sixteenth German Army at Demyansk. The battle, which lasted an entire month, did not bring success even though heavy losses were inflicted on the enemy.

At about that time, I spoke to Stalin by telephone about the Crimean Front and the situation in the Southwestern command.

He said, "Now you see where defense is getting us." And he added, "We should severely punish Kozlov, Mekhlis and Kulik for their carelessness so that others will stop dillydallying. Timoshenko will start his offensive soon. What about you? You still haven't changed your mind about our tactics in the south?"

I said, no, I still felt that we should harass the enemy in the south with air strikes and artillery fire, wear him down with defensive actions and only then go over to the offensive.

However, troops of the Southwest command began an offensive on May 12 in the direction of Kharkov by making two thrusts, one out of the Volchansk area and the other from the Barvenkovo salient. The Southern Front was charged with the operation in the Barvenkovo salient. However, the Southwestern command had neglected to consider the threat posed by a large concentration of German forces in the area of Kramatorsk at the base of the salient.

After launching their offensive from the Barvenkovo salient, troops of the Southwest command broke through enemy defenses and advanced fifteen to thirty miles in three days. But that was as far as the operation got.

In the morning of May 17 eleven divisions of German Army Group Kleist went over to the offensive in the Slavyansk-Kramatorsk sector, at the base of the Farvenkovo salient, against the

Ninth and Fifty-seventh armies of our Southern Front. The enemy broke through the Soviet defenses, advanced thirty miles in two days and drove a wedge into the flank of the left wing of the Southwest Front at Petrovskoye.

I was present during a conversation between Stalin and Timoshenko in mid-May and clearly remember that Stalin expressed serious concern about the threat posed by the enemy's Kramatorsk grouping.

Timoshenko reported that his Military Council felt the threat had been exaggerated and that it was not sufficient ground for halting the Kharkov operation. That same evening Stalin discussed the matter with N. S. Khrushchev, a member of the Military Council of the Southwestern command, who expressed the same views as Timoshenko. The Southwestern command maintained these views until May 18. On the evening of that day the deteriorating situation began to give serious concern to General Vasilevsky, the Acting Chief of General Staff, who urged Stalin to halt the Kharkov operation and to use our forces in the Barvenkovo salient to parry the attack by the enemy's Kramatorsk grouping.

But Stalin rebuffed Vasilevsky by citing the recommendations of the Southwestern command. The existing version [Khrushchev's] that the Military Council of the Southwestern command warned Stalin against continuing the Kharkov operation does not correspond to the facts. I can make this statement because I was present during Stalin's conversations.²

On May 19 the Military Council of the Southwestern command finally understood the situation and began to take steps to rebuff the German attack, but it was too late. By May 22 the Sixth and Fifty-seventh armies, parts of the Ninth Army and General L. V. Bobkin's operations group were completely encircled. Many units succeeded in breaking out, but others could

² This constitutes a direct denial by Zhukov of Khrushchev's version, which sought to put the blame on Stalin. H.E.S.

not, and fought till the end rather than surrender.

Among those who lost their lives in this battle was General F. Ya. Kostenko, deputy commander of the Southwest Front, a Civil War hero and former commander of the 19th Manych Regiment of the 4th Cavalry Division, which I commanded from 1932 to 1936. Others who died were General K. P. Podlas, Fifty-seventh Army commander; General A. M. Gorodnyansky, Sixth Army commander, and General Bobkin. The latter had been a classmate of mine in refresher courses for senior commanders. All of them were remarkable men, excellent commanders and loyal sons of our Party and our country.

When we analyze the failure of the Kharkov operation, it is easy to see that the basic reason for it was an underestimation of the serious threat posed to the Southwest command and our failure to position Supreme Headquarters reserves in the area. If several reserve armies had been available in the rear of the front, we could have avoided the catastrophe of the Kharkov operation in the summer of 1942.

Heavy fighting continued in June along the entire Southwestern sector. Under heavy enemy pressure our forces pulled back with great losses to the Oskol River, where they attempted to set up defense lines.

On June 28 the enemy opened a broader offensive, striking out of the Kursk area in the direction of Voronezh against the Thirteenth and Fortieth armies of the Bryansk Front. On June 30 the German Sixth Army in the Volchansk sector went on the offensive in the direction of Ostrogozhsk, breaking through the defenses of the Twenty-first and Twenty-eighth armies. The situation of our forces in the Voronezh area steadily deteriorated, with some of them caught in a trap.

Here is how Marshal Vasilevsky assessed the situation in his memoirs:

The situation in the Voronezh area greatly deteriorated by the end of July 2. The enemy had broken through our defenses at the

junction of the Bryansk and Southwest fronts to a depth of fifty miles. The front reserves available in this sector were thrown into battle. There was evident danger that the enemy's strike forces would break through to the Don River and seize Voronezh. To prevent the enemy from forcing the Don River and to stem his advance, Supreme Headquarters assigned two of its reserve field armies [the Sixth and the Sixtieth—G. Zh.] to the Bryansk Front command and ordered them stationed along the right bank of the Don River between Zadonsk and Pavlovsk. At the same time the Fifth Tank Army was transferred to the Bryansk Front with the objective of joining the front's own tank units in counterattacks against the flank and the rear of the German forces driving toward Voronezh. . . . Prompt decisive action by the Fifth Tank Army could have changed the situation in our favor. . . . However, the tank army received no instructions from the front command on July 3. Having first instructed the commanders of the army and of the Bryansk Front to prepare promptly for a counterattack, I myself went to Yelets on orders from Supreme Headquarters, to speed the movement of the Fifth Tank Army. Despite the assistance provided by Supreme Headquarters and the General Staff, the situation on the Bryansk Front continued to deteriorate, largely because of command failures at the front and army levels. Supreme Headquarters therefore ordered the Bryansk Front broken up into two fronts, with a new Voronezh Front under N. F. Vatutin, and K. K. Rokossovsky replacing F. I. Golikov in command of the Bryansk Front.³

The participation of the Sixth and Sixtieth field armies and the Fifth Tank Army somewhat strengthened our defenses in the Voronezh area, but did not entirely eliminate the danger of an enemy breakthrough across the Don and a thrust along the Don toward Stalingrad.

As a result of our loss of the Crimea and the defeat of the Soviet forces in the Barvenkovo salient, in the Donets Basin and near Voronezh, the enemy had once again seized the strategic initiative and, with the help of fresh reserves, began

³ *Voyenno-Istoricheskii Zhurnal*, August, 1965, pp. 7-8.

his rapid advance toward the Volga River and into the Caucasus. By the middle of July the Germans had thrown our troops back to the Don River from Voronezh to Kletskaya and from Surovino to Rostov and had launched a battle in the bend of the Don River in an effort to break through to Stalingrad.

6

The Stalingrad Crisis

Due to our forced retreat, the enemy gained control of the rich regions of the Don and the Donets Basin. We were faced with the direct threat of an enemy breakthrough to the Volga and into the Northern Caucasus, and the loss of the Kuban Plain and of all communications with the Caucasus, a key economic region that was supplying oil to both the army and industry. At that point the Supreme Commander in Chief issued his Order No. 227, which set in motion severe measures to combat panicmongers and violators of discipline and condemned "defeatist" tendencies. Order No. 227 was backed up by intensive political agitation and other measures on the part of the Party's Central Committee.

Troops of the Southwest Front suffered heavy losses in their retreat from the Kharkov area and were unable to halt the enemy's advance. The Southern Front, which was also suffering substantial losses, was unable to stem the Germans' advance into the Caucasus.

In an effort to prevent the Germans from reaching the Volga River, Supreme Headquarters set up a new Stalingrad Front

on July 12, including in it: the Sixty-second Army under Major General V. Ya. Kolpakchi, the Sixty-third Army of Lieutenant General V. I. Kuznetsov, the Sixty-fourth Army and the Twenty-first Army of the abolished Southwest Front. The over-all Southwestern command, which had lost its purpose, had been liquidated on June 23.

The entire Military Council of the former Southwest Front went over to the new Stalingrad Front, which was further reinforced with the First and Fourth tank armies, in process of formation, and remaining elements of the Twenty-eighth, Thirty-eighth and Fifty-seventh armies. The Volga Flotilla was also placed under the front command.⁴

The construction of defense lines and fortifications got under way on the approaches to Stalingrad. As in the defense of Moscow, thousands of citizens took part in this effort and selflessly prepared the city for defense.

Both the regional and city Party committees of Stalingrad organized the formation and training of people's militia and worker defense detachments, reorganized production for the needs of the front, and evacuated children, old people and valuables from the city.

On July 17 the Stalingrad Front held a defense line running from Pavlovsk along the left bank of the Don River to Serafimovich and Kletskaia, then south to Surovikino and Verkhne-Kurmoyarskaya.

Meanwhile the Southern Front had suffered irreplaceable losses in its retreat. Its four armies numbered little more than 100,000 men. In an effort to strengthen the command of forces in the Northern Caucasus, Supreme Headquarters abolished the Southern Front and transferred all its remaining troops to the North Caucasus Front under Marshal S. M. Budenny.

⁴ This means that Timoshenko was placed in charge of the Stalingrad Front, with Khrushchev as his deputy. Zhukov rarely mentions either by name. H.E.S.

The Thirty-seventh and Twelfth armies of the North Caucasus Front were given the assignment of covering the Stavropol sector, and the Eighteenth, Fifty-sixth and Forty-seventh armies the Krasnodar sector.

By the end of July the Stalingrad Front was made up of 38 divisions, of which half had 6,000 to 8,000 men, and the others from 1,000 to 3,000 men, or a total of 16 divisions of normal strength. These small forces had to cover a front 330 miles in length. The total strength of the front during that period included 187,000 men, 360 tanks, 337 planes and 7,900 guns and mortars.

Against this front the enemy had massed 250,000 men, 740 tanks, 1,200 planes and 7,500 guns and mortars, which meant a ratio of 1.3:1 in manpower, 1:1 in guns and mortars, 2:1 in tanks and 3.6:1 in planes. Because of the Soviet resistance on the approaches to Stalingrad, the enemy later shifted the Fourth Tank Army from the Caucasus for a thrust from Kotelnikovo and threw additional satellite troops into the battle.

Directive No. 45 of the German High Command, dated July 23, ordered Army Group B to cover its northern flank along the middle course of the Don River (where Hungarian, Italian and Rumanian forces took up positions), to seize Stalingrad and Astrakhan and gain a stronghold on the Volga River, thus cutting off the Caucasus from the rest of the Soviet Union. To achieve this objective, the army group had the support of the Fourth Air Fleet, with 1,200 planes.

On July 25 German armored and mechanized forces broke through the defenses of the Sixty-second Army in the Don River bend and reached the Don in the area of Kamensky, north of Kalach. Supreme Headquarters ordered the front reinforced with the First and Fourth tank armies, which were still in process of formation and had a total of only 240 tanks, and with two rifle divisions. These additional forces were unable to stop the enemy's advance but helped to slow it to some extent.

It is, of course, not desirable to resort to units that are still in the process of being formed, but the road to Stalingrad was greatly undermanned and Supreme Headquarters had no other choice. Heavy fighting also broke out in the Sixty-fourth Army sector, south of Kalach, but there, too, the enemy was prevented from driving straight through to Stalingrad.

With the troops of the Stalingrad Front now stretched over a front of more than four hundred miles, Supreme Headquarters decided on August 5 to break the front into two: a Stalingrad Front and a Southeast Front.

Lieutenant General V. N. Gordov, who had succeeded Marshal Timoshenko July 23, remained in command of the Stalingrad Front, with Major General D. N. Nikishev as Chief of Staff. The front included the Sixty-third, Twenty-first, Sixty-second field armies, the Fourth Tank Army, and the Sixteenth Air Army, which was in process of being formed under Major General S. I. Rudenko.

The Southeast Front included the Fifty-seventh, Fifty-first and Sixty-fourth armies, the First Guards Army and the Eighth Air Army. The front was under the command of Colonel General A. I. Yeremenko, with Major General G. F. Zakharov as Chief of Staff.⁵

Colonel General A. M. Vasilevsky, now Chief of General Staff, was assigned by the State Defense Committee on August 12 to coordinate operations at Stalingrad. Operationally the Stalingrad Front was placed under the jurisdiction of the commander of the Southeast Front.

After fierce fighting the enemy's 14th Tank Corps broke through Soviet Don River defenses at Vertyachi on August 23

⁵ Khrushchev continued as Military Council member of both the Stalingrad and Southeast fronts, but Zhukov, as usual, omits Khrushchev's name. The two fronts were put under the united command of General Yeremenko after a very short interval. General Vasilevsky called the splitting of the front a major error and noted that it was quickly corrected. H.E.S.

and, cutting the Stalingrad sector into two, reached the Volga River in the area of Latoshinka and Rynok, just north of Stalingrad. The Sixty-second Army was thus cut off from the rest of the Stalingrad Front, and was therefore transferred to the jurisdiction of the Southeast Front.

German bombers carried out barbarous air strikes against the city, turning it into a pile of rubble. Peaceful residents were killed and industrial enterprises and cultural institutions were destroyed.

On the morning of August 24, elements of the enemy's 14th Tank Corps opened an attack against the Stalingrad tractor plant, in the northern part of the city, but without success. Armed workers of Stalingrad factories joined the battle.

At the same time, troops of the Stalingrad Front who had pulled back toward the northeast attacked the enemy's Volga River wedge from the north, forcing him to divert substantial troops intended for the seizure of Stalingrad. This Soviet maneuver greatly weakened the enemy's strike against the city, and his 14th Tank Corps was, in fact, cut off from its support units for a few days and had to be supplied by air.

But after crossing the Don River with his main forces, the enemy developed a more energetic offensive against the city with the support of powerful air strikes.

By August 30 the troops of the Southeast Front, under enemy pressure, had been forced back first to the outer defense ring and then to the inner defense ring. The Sixty-second and Sixty-fourth armies were attempting to hold a line on the western outskirts of Stalingrad, running through Rynok, Orlovka, Gumrak, Peschanka and Ivanovka. The Sixty-second Army was then under the command of Lieutenant General A. I. Lopatin. He did all that was expected of him, and more, since it was perfectly clear that the enemy was operating with superior forces against his army. But Lopatin chose to preserve the Sixty-second Army for a stand within the city, where the enemy forces were

ultimately to be depleted and destroyed.⁶

In those crucial days at Stalingrad, Supreme Headquarters ordered diversionary offensive operations west of Moscow in an effort to tie down enemy reserves and prevent them from being shifted to Stalingrad.

On the Western Front, where I was in command at the time, events unfolded as follows: On the left wing the Sixteenth and Sixty-first armies opened an attack on July 10 in the Kirov-Bolkhov sector in the direction of Bryansk. On the right wing, at Pogoreloye Gorodishche, the reinforced Twentieth Army, in coordination with the left wing of the Kalinin Front, made a successful offensive in August with the objective of defeating the enemy in the Sychevka-Rzhev area.

The offensive was halted after it had broken through the German defenses and reached the Rzhev-Vyazma railroad, but the town of Rzhev remained in enemy hands. The Germans suffered heavy losses in the fighting, and, in an effort to halt the advance of the troops of the Western Front, the German command was forced to make use of a substantial number of divisions that had been intended for the campaign at Stalingrad and in the Caucasus.

A German general, Kurt Tippelskirch, has the following to

⁶ These seemingly innocent words of praise for General Lopatin are the iceberg tip of the raging feud between Marshal Zhukov and Marshal V. I. Chuikov, one of the great heroes of Stalingrad. Chuikov succeeded Lopatin as commander of the famous Sixty-second Army, the army which fought the Stalingrad battle from inside the city, building by building. Chuikov in his memoirs singled out Lopatin for savage criticism, calling him "plump and fair and outwardly very calm." He contended Lopatin lacked self-confidence, was unable to stand up to the harsh conditions of Stalingrad and, in Khrushchev's words, thought Stalingrad could not be held. (V. I. Chuikov, *V Nachale Puti*, Moscow, 1959, p. 57.) Zhukov is saying in effect that had it not been for Lopatin there would have been no Sixty-second Army for Chuikov to command. In his account of Stalingrad Zhukov manages to mention Chuikov only once by name. H.E.S.

say in that connection: "A breakthrough was prevented when three tank divisions and several infantry divisions that were already getting ready to move to the Southern Front were held back and thrown into the battle first to localize the breakthrough and then to counterattack."⁷

If we had had one or two more armies at our disposal, we could have defeated the enemy, in conjunction with the Kalinin Front, not only in the Rzhev area but in the entire Rzhev-Vyazma salient, and could thus have improved our operational situation on the entire front west of Moscow, but our forces were extremely limited at the time.

On August 27, as I was conducting the offensive operation in the area of Pogoreloye Gorodishche, I had a call from A. N. Poskrebyshv.⁸ He told me that in view of the situation in the south the State Defense Committee had decided the previous day, August 26, to appoint me Deputy Supreme Commander in Chief. Poskrebyshv told me to be at my command center at 2 P.M. and wait for a telephone call from Stalin. Poskrebyshv seemed very reluctant to talk and answered all my questions by saying, "I don't know. I assume he will tell you himself." I gathered, however, that the State Defense Committee was extremely concerned over developments around Stalingrad.⁹

Soon Stalin was on the high-security line. After asking about the situation at the Western Front, he said, "You better come to

⁷ Kurt Tippelskirch, *History of the Second World War*.

⁸ Chief of Stalin's secretariat and an incredibly sinister figure, associated with all the purges of the late Stalin years. H.E.S.

⁹ Actually, at this moment the Stalingrad Front was tottering. The Nazis had broken through to the Volga on August 23, which Vasilevsky called "an unforgettably tragic day." They had cut off the Sixty-second Army inside Stalingrad from the rest of the Soviet forces. Telephone communications had been severed and Vasilevsky had to communicate with Stalingrad by open radio. Whether the Russians could hold even the small remaining foothold inside Stalingrad on the west bank of the Volga was dubious. H.E.S.

Supreme Headquarters as soon as you can. Put the Chief of Staff in charge." Then he added, "Give some thought to who should be appointed commander in your place."

That ended the conversation. Stalin said nothing about my having been appointed Deputy Supreme Commander. He was evidently saving that for our personal meeting. In general Stalin used to limit his telephone conversations to whatever was absolutely essential at the moment. He also expected us to be extremely careful in the use of the telephone, especially in zones of operations, where we had no scrambling devices.

I left for Moscow without returning to front headquarters. I arrived at the Kremlin late that evening. Stalin was at work in his office. Several members of the State Defense Committee were with him. Poskrebyshev announced my arrival, and I was admitted at once.

Stalin said that the situation in the south was very bad and that the Germans might seize Stalingrad. It was no better in the Northern Caucasus. The State Defense Committee had decided to appoint me Deputy Supreme Commander and to send me to Stalingrad. Vasilevsky, Malenkov [Politburo member] and Malyshev [arms commissar] were there already. Malenkov was supposed to remain there with me and Vasilevsky was to return to Moscow.

"How soon can you take off?" Stalin asked me.

I said I needed a day to study the situation and would fly to Stalingrad on the twenty-ninth.

"Well, that's fine," Stalin said, adding, "Aren't you hungry? It wouldn't hurt to have a little refreshment."

Over tea Stalin briefed me on the situation as of 8 P.M. on August 27. Having told me quickly about developments at Stalingrad, where German troops had crossed the Don in force, Stalin said he had decided to transfer the Twenty-fourth Army, the First Guards Army and the Sixty-sixth Army to the Stalingrad Front. The Twenty-fourth Army was commanded by

General Kozlov, the First Guards by Major General K. S. Moskalenko, and the Sixty-sixth by Malinovsky.

The First Guards Army was to be shifted to Loznoye, north of Stalingrad, and open an attack on September 2 against the Germans' Volga River wedge in an effort to link up with the Sixty-second Army.

Stalin then said, "Under the cover of Moskalenko's army you must then promptly move the Twenty-fourth and Sixty-sixth armies into battle. Otherwise we may lose Stalingrad."

It was clear to me that the Battle for Stalingrad was of the utmost military and political importance. The fall of the city would enable the German command to cut off the south of the Soviet Union from the rest of the country. We might lose the great waterway of the Volga River, on which a heavy flow of goods was moving from the Caucasus.

The Supreme Command had moved everything it had, except for the newly formed strategic reserves intended for subsequent operations, into the Stalingrad area. Urgent measures were being taken to speed the production of planes, tanks, guns, munitions and other supplies in order to have them ready in time for the defeat of the enemy forces that had broken through to Stalingrad.

The Battle Grows

I took off from Moscow's Central Airport on August 29 and landed four hours later on an airstrip near Kamyshin (on the Volga, north of Stalingrad). I was met by Vasilevsky, who filled me in on the latest developments. After a short talk we drove to the headquarters of the Stalingrad Front at Malaya Ivanovka.¹⁰

We reached the headquarters about noon. General Gordov was somewhere near the front lines. Nikishev, the Chief of Staff, and Rukhle, the operations chief, gave us a report on the situation. As I listened to them, I had the impression that they were not entirely clear about the situation and were not sure

¹⁰ The Stalingrad Front, so called, was at this time the designation of the group of armies just north of the city. Malaya Ivanovka is about fifty miles due north of Stalingrad. The so-called Southeast Front at that time incorporated the region of Stalingrad proper. Its headquarters was on the east bank of the river, across the Volga from Stalingrad, which is a west-bank city. It was located in the little town of Krasny Sad (Red Gardens). Georgi Malenkov was the Politburo member attached to the "Stalingrad Front" at this time; Khrushchev was attached to the "Southeast Front," which was commanded by Yeremenko. Malenkov was on the scene most of the time, but his presence is ignored by Zhukov. H.E.S.

that the enemy could be stopped at Stalingrad.

I reached General Gordov by telephone at the headquarters of General Moskalenko's First Guards Army, and told him to wait there for Vasilevsky and myself. When we arrived, we found Generals Gordov and Moskalenko and their reports very encouraging. I felt that they were thoroughly familiar with the enemy's strength and with the capabilities of their own forces.

After a discussion of the situation and of the state of our troops, we agreed that the combined forces of the three armies could not be ready for a counterattack before September 6. I immediately called Stalin over the high-security line and informed him of our decision. He said he had no objection.

Since Vasilevsky had been ordered to return to Moscow, he took off shortly thereafter, I believe on September 1.

The First Guards Army was unable to open the offensive ordered for September 2 by Supreme Headquarters. Because of a shortage of fuel and delays en route its elements had not yet reached their jumping-off areas. At General Moskalenko's request, I postponed the attack to the next day. In my report to Supreme Headquarters, I said:

The First Guards Army could not launch its offensive on September 2 because its units had been unable to reach their jumping-off points, to bring up munitions and fuel, and to organize for battle. Rather than send unorganized troops into battle and risk unwarranted losses, after having inspected the situation on the spot, I postponed the attack to 5 A.M. on September 3. The attack by the Twenty-fourth and Sixty-sixth armies has been set for September 5-6. The operations plan is now being worked out in detail by commanders, and steps are being taken to insure a steady flow of supplies.

On the morning of September 3, after artillery bombardment, troops of the First Guards Army attacked, but they advanced only a couple of miles toward Stalingrad, inflicting a slight setback on the foe. Continuous enemy air strikes and counter-

attacks by tanks and infantry, supported by artillery, prevented further advance.

On that day I received the following telegram over Stalin's signature:

The situation at Stalingrad has deteriorated further. The enemy stands two miles from the city. Stalingrad may fall today or tomorrow if the northern group of forces does not give immediate assistance. See to it that the commanders of forces north and northwest of Stalingrad strike the enemy at once and come to the aid of the Stalingraders. No delay can be tolerated. To delay now is tantamount to a crime. Throw all your air power to the aid of Stalingrad. The city has few planes.

I telephoned Stalin immediately and told him I could order the offensive to begin the next morning, but that the troops of the three armies would have to start battle almost without ammunition, which would not reach artillery positions before the evening. Furthermore, it would also take until evening for infantry operations to be coordinated with artillery, tanks and air support, and nothing would come of the offensive without such coordination.

"And you think the enemy is going to wait while you're getting organized?" Stalin said. "Yeremenko insists the enemy is going to take Stalingrad on his first try unless you strike from the north."

I replied that I did not share that view and asked permission to start the offensive on the fifth as planned. As for air support, I would issue orders immediately to bomb the enemy with all the strength we had.

"Well, all right," Stalin said. "But if the enemy begins a general offensive against the city, attack immediately. Do not wait for the troops to be completely ready. Your main job is to keep the Germans from taking Stalingrad and, if possible, to eliminate the German corridor separating the Stalingrad and Southeast fronts."

At dawn on September 5, advance artillery, mortar and air action was begun on the entire front of the Twenty-fourth, First Guards and Sixty-sixth armies. But the density of artillery fire was insufficient, even in the sectors of the principal thrusts, and failed to yield the required result. The ground attack followed salvos of Katyusha rockets. I watched the attack from the observation post of the First Guards Army. We could tell from the strength of the enemy's counterfire that our artillery bombardment had not been effective and that no deep penetration by our forces was to be expected.

And that is precisely what happened. Within one and a half to two hours it became clear from the reports of commanders that the foe had halted our advance in a number of sectors with his fire and was counterattacking with infantry and tanks. Aerial reconnaissance showed that large groups of tanks, artillery and motorized infantry were moving northward from Gumrak, Orlovka and Bolshaya Rossoshka, on the western outskirts of Stalingrad. Enemy bombers also began to attack our positions.

The enemy reinforcements joined the battle in the second half of the day and pushed our forces back to their original positions in some sectors.

The battle died down by evening, and we summed up its results. Our forces had advanced little more than one to two miles, and the Twenty-fourth Army remained practically in its original positions.

By evening additional shells, mines and other ammunition reached our forces. Using fresh intelligence about the enemy gathered during the day, we decided to prepare a new attack for the morning, regrouping our forces as best we could during the night.

Late in the evening I had a call from Stalin.

"How are things at Stalingrad?" he wanted to know.

I reported on the heavy daylong battle and said that the

enemy had shifted some of his forces from Gumrak to the front north of Stalingrad.

"That is very good," Stalin said. "It is of great help to the city."

But I continued: "Our forces did not advance very far, and in some sectors they remained in their original positions."

"Why was that?"

"Because we did not have enough time to prepare the offensive and reconnoiter the enemy's artillery positions and therefore could not aim our preparatory fire effectively. When our ground forces attacked, the enemy was able to stop them with his fire and counterattacks. In addition, enemy planes had superiority in the air and bombed our positions all day."

"Just continue the attacks," Stalin ordered. "Your job is to divert as many of the enemy forces as possible from Stalingrad."

The following day the battle was renewed with even greater ferocity. During the night our planes had bombed the enemy's positions. In addition to our front-line air force, these strikes were joined by the long-range bombing force under the command of Lieutenant General A. Ye. Golovanov, who was with me at the command center of the First Guards Army.

On September 6, the enemy brought up new forces and dug in tanks and self-propelled guns on dominant elevations as strongpoints. These could be rendered harmless only by powerful artillery fire, and we had very few big guns at our disposal at the time. On the third and fourth days the battle was limited largely to artillery exchanges and aerial dogfights.

On a tour of front-line units on September 10 I reached the conclusion that we would be unable to break through the German lines and eliminate the enemy's corridor with our available forces. Generals Gordov, Moskalenko, Malinovsky and Kozlov concurred in that view.

In reporting to Stalin that day, I said, "We will not be able to break through the enemy corridor and join up with the Southeast Front with the forces at the disposal of the Stalingrad

Front. The Germans have greatly strengthened the northern front with units brought up from Stalingrad. Further attacks with the present forces would be useless and would result in heavy casualties. We need reinforcements and time to regroup for a more concentrated frontal assault. Thrusts by individual armies are not sufficient to dislodge the enemy."

Stalin said in reply that it might be well for me to fly to Moscow and report on the situation in person.

I flew to Moscow on September 12 and was at the Kremlin within four hours. Vasilevsky, who had also been summoned, reported on the movement of new German forces toward Stalingrad from the direction of Kotelnikovo, on fighting near Novorossisk, and on the German drive toward Grozny.

Stalin listened closely and then summed up: "They want to get at the oil of Grozny at any price. Well, now let's see what Zhukov has to say about Stalingrad."

I repeated what I had told him by telephone, adding that the Twenty-fourth, First Guards and Sixty-sixth armies, which had taken part in the battle of September 5 to 11, were basically good fighting units. Their main weakness was the absence of reinforcements and the shortage of howitzers and tanks needed for infantry support. The terrain on the Stalingrad Front was extremely unfavorable to us—it was open terrain dissected by deep gullies that provided excellent cover for the enemy. Having occupied a number of commanding heights, the Germans could now maneuver their artillery fire in all directions. In addition, they could also direct long-range artillery at our forces from the area of Kuzmichi, Akatovka and the experimental state farm. Under those conditions, I concluded, the Twenty-fourth, First Guards and Sixty-sixth armies of the Stalingrad Front were unable to break through the enemy defenses.

"What would the Stalingrad Front need to eliminate the enemy corridor and link up with the Southeast Front?" Stalin asked.

"At least one full-strength field army, a tank corps, three tank

brigades and four hundred howitzers. In addition, the support of at least one air army during the time of the operation."

Vasilevsky expressed agreement with my estimate.

Stalin reached for his map showing the disposition of Supreme Headquarters reserves and studied it for a long time. Vasilevsky and I stepped away from the table and, in a low voice, talked about the need for finding another way out.

"What other way out?" Stalin suddenly interjected, looking up from the map.

I had never realized he had such good hearing. We stepped back to the map table.

"Look," he continued, "you better get back to the General Staff and give some thought to what can be done at Stalingrad and how many reserves, and from where, we will need to reinforce the Stalingrad group. And don't forget about the Caucasus Front. We will meet again tomorrow evening at nine."

Vasilevsky and I spent the entire following day studying possible alternatives. We concentrated on the possibility of a single major operation which would avoid using up our reserves in a large number of isolated operations. By October we were to have completed the formation of strategic reserves that would include well-equipped new tank forces. By that time Soviet industry would also have increased the production of newly designed planes and of ammunition for our artillery.

After discussing the various alternatives, Vasilevsky and I decided to submit the following plan to Stalin: first, to continue to wear down the enemy by an active defense; second, to prepare a counteroffensive of such magnitude against the enemy at Stalingrad as to shift the strategic situation in the south decidedly in our favor.

As for a detailed plan for such a counteroffensive, we were, of course, unable in one day to prepare all the necessary calculations, but it seemed clear to us that the main thrusts would have to be directed against the Rumanian-held flanks of the

Stalingrad grouping. Rough estimates showed that such a counteroffensive could not be prepared before the middle of November. Our assessment was based on the assumption that the Germans were in no condition to fulfill their strategic plans for 1942 and that the forces at their disposal in the autumn of 1942 would not suffice to achieve their objectives either in the Northern Caucasus or on the Don and the Volga.

All the forces that the German command could send into the Caucasus and toward Stalingrad had been greatly worn down and weakened. The enemy was evidently incapable of moving additional troops into the south and would ultimately have to go over to the defensive on all sectors just as had happened after the Battle for Moscow.

We knew that Paulus' Sixth Field Army and Hoth's Fourth Tank Army, two of the Wehrmacht's most effective striking forces, had been so weakened in the grueling fighting for Stalingrad that they would be unable to complete the capture of the city.

As for the Soviet troops, they had suffered such heavy casualties in the fierce fighting on the approaches to Stalingrad, and were to suffer more within the city itself, that they were unable to defeat the enemy with existing forces. The large strategic reserves equipped with new arms were not yet ready. But by November Supreme Headquarters would have at its disposal strong new mechanized and tank forces equipped with the world-famous T-34 tanks, which would enable us to undertake more far-reaching tasks. In addition, our senior commanders had learned a great deal in the first period of the war and, through hard experience with a strong enemy, had become masters of the military art. Commanders, political commissars and ordinary fighting men of the Red Army had also learned through bitter experience how to meet the enemy in any situation.

On the basis of front-line reports, the General Staff had

studied the strong and weak sides of the German, Hungarian, Italian and Rumanian troops. The satellite forces were found to be less well armed, less experienced and less capable, even in defense, than the German units. And, most important, their soldiers and even many of their officers had no desire to die for others on the distant fields of Russia, where they had been sent by Hitler, Mussolini, Antonescu, Horthy and the other Fascist leaders.

The situation of the enemy was further complicated by the fact that he had few troops in his operational reserve in the Volga-Don sector. They amounted to no more than six divisions and were scattered over a broad front. We were also favored by the operational configuration of the front. Soviet forces held enveloping positions with respect to the enemy and might relatively easily improve their bridgeheads south of the Don River at Serafimovich and Kletskaya.

In the evening of September 13, Vasilevsky called Stalin and said we were ready to report. Stalin said he would be busy until ten o'clock and that we should come at that time. We were in his office at the appointed hour.

He greeted us by shaking hands (which he seldom did) and said with an air of annoyance, "Tens and hundreds of thousands of Soviet people are giving their lives in the fight against Fascism, and Churchill is haggling over twenty Hurricanes. And those Hurricanes aren't even that good. Our pilots don't like them."

Then, in a quiet tone without any transition, he continued: "Well, what did you come up with? Who's making the report?"

"Either of us," Vasilevsky said. "We are of the same opinion." Stalin stepped up to our map.

"What have you got here?" he asked.

"These are our preliminary notes for a counteroffensive at Stalingrad," Vasilevsky replied.

"What are these troops at Serafimovich?"

"That would be a new front. We will have to set it up to launch a powerful thrust into the rear of the German forces at Stalingrad."

"We don't have the forces now for such a big operation."

I said that according to our calculations we would have the necessary forces and could thoroughly prepare the operation in forty-five days.

"Wouldn't it be better to limit ourselves to a thrust from north to south and from south to north along the Don?" Stalin said.

I explained that the Germans would then be able to shift their armored forces from Stalingrad and parry our thrusts. An attack west of the Don, on the other hand, would prevent the enemy from quickly maneuvering his forces and bringing up his reserves because of the river obstacle.

"Aren't you out too far with your striking forces?" Stalin said.

Vasilevsky and I explained that the operation would proceed in two stages: after a breakthrough of the German defenses, the enemy's forces at Stalingrad would be surrounded and a strong outer front would be created, isolating his forces from the outside; then we would proceed to destroy the trapped Germans and stop any attempts to come to their aid.

"We will have to think about this some more and see what our resources are," Stalin said. "Our main task now is to hold Stalingrad and to keep the enemy from advancing toward Kamyshin."

At that point Poskrebyshev walked in and said Yeremenko was on the phone.

After his talk with Yeremenko, Stalin said, "Yeremenko says the enemy is bringing up tank forces near the city. He expects an attack tomorrow."

Turning to Vasilevsky, Stalin added, "Issue orders immediately to have Rodimtsev's 13th Guards Division cross the Volga and see what else you can send across the river tomorrow."

Then Stalin told me: "Call Gordov and Golovanov and tell them to start air attacks immediately. Gordov will have to attack first thing in the morning to tie down the enemy. You better get back to the Stalingrad Front and size up the situation around Kletskaya and Serafimovich. In a few days Vasilevsky will have to visit the Southeast Front and study the situation on its left wing. We will talk about our plan later. No one, beyond the three of us, is to know about it for the time being."¹¹

I boarded my plane an hour later and flew back to the headquarters of the Stalingrad Front.

¹¹ Vasilevsky supports Zhukov's reference to Stalin's insistence on extreme secrecy. Stalin warned both generals that they were not to discuss the intentions of Supreme Headquarters with anyone. (Vasilevsky, in *Stalingradskaya Epopeya*, Moscow, 1968, p. 83.) H.E.S.

8

The Balance Tips Toward Russia

September 13, 14 and 15 were difficult days, very difficult days, for Stalingrad. Regardless of cost, the enemy kept pressing step by step through the ruins of the city toward the Volga bank. It almost seemed as if we could not stop him. But the men of the Sixty-second and Sixty-fourth armies stood their ground and turned the ruins of the city into a fortress.

The turning point in those days, and in what seemed to be the last few hours, was the introduction of Rodimtsev's 13th Guards Division into the battle (after its transfer from the Supreme Headquarters reserve). It crossed the Volga and immediately counterattacked the enemy in what was evidently an unexpected blow. On September 16 we recaptured the hill of Mamayev Kurgan. The Stalingrad defenders were also aided by air strikes from Golovanov's long-range bombers and Rudenko's Sixteenth Air Army as well as by attacks and artillery fire from troops of the Stalingrad Front in the north against elements of the Germans' 8th Army Corps.

A great deal of credit must be given to the soldiers of the Twenty-fourth, First Guards and Sixty-sixth armies of the Stalin-

grad Front and to the airmen of the Sixteenth Air Army and the long-range bombing force, who, at no matter what sacrifice, gave invaluable help to the Sixty-second and Sixty-fourth armies of the Southeast Front in holding Stalingrad.

Here is what a German officer with Paulus' army has written: "At the same time our corps suffered heavy casualties in September in repulsing fierce attacks by the enemy, who was trying to break through our lines in the north. The divisions on that sector were greatly weakened, with company strengths down to 30 or 40 men."¹²

At about this time General Yeremenko, with Stalin's approval, visited the command center of the First Guards Army to discuss the situation. General Golovanov and I were also there, and Gordov and Moskalenko briefed Yeremenko on all details.

Since Stalin had told me not to talk about our plan for a counteroffensive, the discussion ranged mainly over reinforcements for the Southeast and Stalingrad fronts. When Yeremenko asked whether a more powerful counterattack was in the offing, I said that Supreme Headquarters hoped to launch stronger counterattacks at a later date but did not have the forces for such a plan for the time being.¹³

Toward the end of September I was again summoned to Moscow by Stalin to discuss the plan for a counteroffensive. By that time Vasilevsky had also returned to Moscow from his visit to the Southeast Front. He and I met for a discussion before going to Supreme Headquarters.

There Stalin asked me what I thought of General Gordov, the commander of the Stalingrad Front. I said he was a skilled operations man, but seemed to be unable to get along with his staff and his commanders.

Stalin said in that case we'd better get another commander for

¹² Joachim Wieder, *Stalingrad*, Munich, 1962.

¹³ This is a dig at Yeremenko, who has tried to claim some credit for the plan of the Stalingrad counteroffensive. H.E.S.

that front. I suggested Rokossovsky. Vasilevsky agreed. We also decided [as of September 28] to change the name of the Stalingrad Front to Don Front, and the Southeast Front to Stalingrad Front (to reflect their geographical locations more accurately). Rokossovsky was appointed commander of the Don Front, with M. S. Malinin as his Chief of Staff. Lieutenant General N. F. Vatutin was suggested as candidate for the command of a newly created Southwest Front. The headquarters of the First Guards Army was to serve as the nucleus of a headquarters for the new Southwest Front. The First Guards Army commander, General Moskalenko, was transferred to the Fortieth Army.

After a detailed discussion of our counteroffensive plan, Stalin said to me, "You better fly back to the front and take all the steps necessary to wear down the enemy. Have another look at the proposed concentration areas for reserves and the jumping-off areas for the Southwest Front and the right wing of the Stalingrad Front, especially around Serafimovich and Kletskaia. Comrade Vasilevsky will have to have another look at the left wing of the Southeast Front."

After another on-the-spot examination of all conditions for the counteroffensive, Vasilevsky and I returned to Supreme Headquarters for another round of discussions. At that time the plan was officially approved. Vasilevsky and I signed the map showing the counteroffensive plan, and Stalin added the word "Approved" and his signature.¹⁴

Stalin then told Vasilevsky, "Without divulging our plan, we should now ask for the views of the front commanders concerning future operations."

The Stalingrad Front became the Don Front as of September 28. I had been instructed to inform the Military Council of the Don Front personally about future operations. I still remember that conversation of September 29 in a dugout in the

¹⁴ The code name of the plan was "Uran"—Uranus. H.E.S.

ravine north of Stalingrad where General Moskalenko had his command center.

In reply to my instructions to keep up active operations to prevent the enemy from shifting forces from the Don Front to the storming of Stalingrad, Rokossovsky said our strength had been depleted and there was not much that we could accomplish. He was right, of course. I held the same view, but without our help the Southeast (now the Stalingrad) Front would not be able to hold the city.

On October 1 I returned to Moscow for more work on the plan for the counteroffensive. I flew with General Golovanov, the commander of the long-range bomber force, who was at the controls of the plane. It was a pleasure to fly with such an excellent pilot.

We were still some distance from Moscow when the plane suddenly made a turn and began to descend. I figured that we were changing course. But a few minutes later Golovanov landed the plane on an unfamiliar airfield. I asked him, "Why did we land here?"

"We were lucky that we were so close to this field, otherwise we might have crashed."

"What happened?"

"Icing."

While we were talking, my own plane, which had been following, also touched down, and I flew on to Moscow's Central Airport.

All those hurried flights under difficult conditions could, of course, not always end happily. I remember another plane incident that almost cost me my life. It was on a flight from Stalingrad to Moscow a few days later. It was raining and Moscow reported fog and limited visibility. But we had to fly; Stalin had summoned me.

The flight to the Moscow area was not bad, but at Moscow visibility was down to three hundred feet. My pilot was ordered by the flight command of the air force to land at another

airfield. In that case I would have arrived late at the Kremlin, where Stalin was waiting.

Taking all responsibility upon myself, I ordered the pilot to land at Central Airport and remained with him in the cockpit. As we passed over Moscow, we suddenly saw the top of a factory chimney thirty to fifty feet from the left wing of the plane. I looked at the pilot. "Without batting an eye," he lifted the plane just a bit, and two or three minutes later we were safe on the ground.

"That was a close shave," I told the pilot.

He smiled, and said, "Anything is possible if you disobey the flying rules."

"It was my fault," I replied, firmly shaking his hand.

In the intervening years I unfortunately have forgotten the pilot's name, though I think it was Belyayev, a wonderful man and a highly experienced pilot. I must have flown a total of 130 hours with Comrade Belyayev. He was later killed in an air accident, I am sorry to say.

In October Supreme Headquarters ordered six reconstituted divisions across the Volga into Stalingrad to reinforce the Sixty-second Army, of which little remained beyond headquarters and support units. The Don Front was also reinforced to some extent with manpower and equipment.

Supreme Headquarters and the General Staff gave particular attention to the formation of the newly constituted Southwest Front.

Heavy fighting continued throughout October in Stalingrad itself and in adjoining areas. Hitler issued orders to the command of Army Group B and to Paulus, the Sixth Army commander, to seize Stalingrad in the immediate future.

For its decisive thrust the German command shifted German forces from the flanks and replaced them by Rumanian troops, thus greatly weakening its defensive positions near Serafimovich and south of Stalingrad.

In the middle of October the enemy launched one more

offensive in the hope of finishing off Stalingrad once and for all. But again the Soviet forces stood fast. The units that distinguished themselves particularly were A. I. Rodimtsev's 13th Guards Division, V. A. Gorishny's 95th Division, V. D. Zholudev's 37th Division, I. Ye. Yermolkin's 112th Division, S. F. Gorokhov's group, I. I. Lyudnikov's 138th Division, and D. N. Bely's 84th Tank Brigade.

The battle raged without stopping for several days and nights, in the streets of the city, in buildings, in factories, on the Volga River bank, everywhere. But our forces, though suffering heavy casualties, held on to a few small "islands" in the city.

To provide some relief for Stalingrad, troops of the Don Front began an offensive on October 19. The Germans were again compelled to divert a substantial amount of air power, artillery and tanks from the battle for the city to deal with the new offensive. At the same time the Sixty-fourth Army made a counterattack against the enemy flank in the sector of Kuporosnoye and Zelenaya Polyana, just south of the center of Stalingrad.

Both the Don Front offensive and the counterattack by the Sixty-fourth Army to some extent eased the situation of the Sixty-second Army in the city and frustrated the enemy's plans. Without this relief the Sixty-second Army might not have been able to hold on to the city and the Germans might possibly have taken it.

At the beginning of November the Germans tried several times to eliminate a number of nests of resistance in the city, and, on November 11, when our forces were completing the vast preparations for their counteroffensive, the enemy attempted one more attack, again without result.

By that time the Germans were at the end of their strength. Prisoner interrogations revealed that the enemy's forces had been greatly reduced, that the morale and political conviction of both soldiers and officers were low, and that few expected

to emerge alive from the inferno of Stalingrad.

During the entire period of June through November the enemy had lost 600,000 men, 1,000 tanks, 2,000 guns and mortars, and 1,400 planes in the region of the Don, the Volga and at Stalingrad. The operational situation of German forces on the Volga had deteriorated. Divisional and corps reserves had been used up, and the flanks of Army Group B were held by unreliable Rumanian, Italian and Hungarian troops that were beginning to understand their hopeless situation.

The Soviet forces on the Don River were in a favorable position for a counteroffensive by the Southwest and Don fronts. South of Stalingrad the Fifty-first Army, in a local counterattack, had expelled the enemy from the lake defiles and was in complete control of the favorable defense line along lakes Sarpa, Tsatsa and Barmantsak. On Vasilevsky's recommendation, this line had been selected as the jumping-off point for the November counteroffensive by the left wing of the Stalingrad Front.

The fierce battle for Stalingrad was in its fourth month. The entire world followed developments with bated breath. The success of the Soviet forces and their courageous struggle against the enemy inspired all mankind and instilled confidence in ultimate victory over Fascism.

The Battle of Stalingrad was also a tremendous education for victory for our troops. Unit headquarters and staffs received practice in coordinating infantry, tanks, artillery and air power. Our troops learned how to put up stubborn resistance in city streets, combining it with maneuvers on the enemy's flanks. The morale of our forces rose substantially. All this provided favorable conditions for our counteroffensive.

The defensive fighting around Stalingrad and in the Northern Caucasus in the middle of November of 1942 marked the end of the first period of the Great Patriotic War, which played such a

special role in the life of the Soviet people. This was an extremely difficult period for the nation and its armed forces, for the German troops, sowing death and destruction, had driven to the very outskirts of Leningrad and Moscow and occupied most of the Ukraine.

By November, 1942, enemy troops occupied a huge part of the Soviet Union, with an area of 700,000 square miles and a prewar population of eighty million. Millions of Soviet people who had been caught by the war were compelled to abandon their cities, villages, factories and plants and move eastward to avoid the enemy occupation. Soviet troops were forced by the military situation to retreat into the interior, suffering substantial losses in manpower and matériel.

But even during that difficult period neither the Soviet nation nor its armed forces lost faith in the prospect of the ultimate defeat of the enemy hordes. The mortal danger helped to rally our people even more closely around the Communist Party, and, despite every hardship, the enemy was finally stopped in all sectors.

The first period of the war provided a serious education in armed struggle with a strong and experienced enemy. The Soviet Supreme Command, the General Staff and the unit commanders and staffs received invaluable experience in organizing and conducting defensive battles and counteroffensives.

The mass heroism of Soviet soldiers and the courage of their commanders, reared by our Party, were demonstrated with particular force during the fierce fighting of that period. A positive role was played by the personal example of Party members and Young Communists who, when necessary, sacrificed themselves for the sake of victory. Bright pages in the chronicle were also contributed by the heroic resistance of the frontier fortress of Brest and of Leningrad, Moscow, Odessa, Sevastopol, Stalingrad, Liepaja, Kiev and the Caucasus.

The first period of the war also saw the emergence of the

Soviet Guards. The honorary title of Guards, for mass heroism and valor, was given to four cavalry corps, 36 rifle divisions, 27 tank brigades, 32 air regiments and other units. In the Navy the Guards title was awarded to two cruisers, four submarines, one destroyer and one mine sweeper. Among the first units to receive the title were: the 1st Moscow Motorized Rifle Division of Colonel A. I. Lizyukov, the 2nd Cavalry Corps of General P. A. Belov, the 3rd Cavalry Corps of General L. M. Dovator, the 4th Tank Brigade of General M. Ye. Katukov, the 26th Fighter Plane Regiment of Major A. P. Yudakov, the 31st Dive Bomber Regiment of Lieutenant Colonel F. I. Dobysh, the 215th Assault Air Regiment of Lieutenant Colonel L. D. Reino, the 440th Artillery Regiment of Major A. I. Bryukhanov, and the 289th Antitank Artillery Regiment of Major M. K. Yermenko.

The tense armed struggle against the German forces required great expenditure of arms, munitions and supplies. But despite the loss of key economic regions, factories and plants, the Soviet people strove with self-sacrificing labor to provide the armed forces with the equipment of war. By the end of the first phase of the war the country had been converted into a military camp. The Soviet people considered it their duty to do everything in their power for victory over the enemy.

Heroic work was also accomplished by members of the Red Army's support services. As many as 6.4 million carloads of military supplies moved over the railroads in the first year and a half of the war. The army was provided with 113,000 carloads of munitions, 60,000 carloads of arms and equipment, and 210,400 carloads of fuel and lubricants. In 1942 truck transport units alone carried 2.7 million men, 12.3 million tons of supplies, 1,923 tanks and 3,674 guns. Transport planes carried 532,000 men, including 158,000 wounded.

The reorganization of the support services undertaken at the beginning of the war was a complete success. The new or-

ganizational structure and skillful selection of commanders, political commissars and Party unit leaders ensured proper use of the tremendous resources that were being made available to the armed forces.

And what were the capabilities of the enemy whom the Soviet forces confronted during this first period?

That question demands an answer, if only to make clear to our young generation the gravity of the struggle waged by the Soviet people in defense of their homeland. Some of the memoirs and works of fiction do not always show the preparation, experience and strength of the enemy with whom Soviet soldiers had to deal.

First of all, let us consider the basic mass of German troops—soldiers and officers.

The German forces invaded the Soviet Union intoxicated by their easy victories over the armies of Western Europe; they were poisoned with Goebbels' propaganda, and firmly convinced both of the possibility of an easy victory over the Red Army and of their own superiority over all other nations. The younger soldiers and officers of the armored forces and air units were in a particularly arrogant mood. I had occasion to interrogate prisoners in the first few months of the war, and I must say they really believed in Hitler's adventurist promises.

Their fighting capacity, their special training and military indoctrination were without question on a high level, particularly in armored units and the air force. The German soldier knew his business in battle and in service in the field; he was steadfast, self-assured and disciplined.

In short, the Soviet soldier faced an experienced, strong enemy who was not to be easily defeated.

German headquarters forces and smaller military units were trained in all the techniques of modern warfare. Communications with fighting units in battle were assured mainly by radio, for which equipment was available in abundance at all

command levels. Ground forces did their utmost to fulfill their assignments, benefiting from skillful air support that would often clear the way for them.

In this initial period of the war I also had a rather high opinion of the upper German command levels. It was obvious that they had carefully planned and organized their initial thrusts in all strategic sectors; they had picked experienced commanders for armies and other major units, and had correctly evaluated the direction, manpower and troop composition needed for strikes against weak sectors in our defense lines. Despite all this, the military and political strategy of German Fascism turned out to be deeply erroneous and shortsighted. Gross miscalculations and mistakes were made in political and strategic estimates. The forces at Germany's disposal, even including satellite reserves, were clearly inadequate for waging simultaneous operations in the three major sectors of the Soviet-German front.

Because of this the enemy was compelled to halt his drive toward Moscow and to assume defensive positions on that front in order to divert part of the forces of Army Group Center to the support of Army Group South, facing our troops on the Central and Southwest fronts.

Similarly, before the Germans were able to carry through their offensive at Leningrad, they were compelled to divert air power and armor from that city and regroup them west of Moscow for the support of Army Group Center. In October and November, 1941, the German forces were in a position to concentrate their offensive in only one sector, the Moscow sector, but even there the growing Soviet resistance demonstrated that the enemy lacked sufficient forces to achieve the objectives of Operation Typhoon. The same gross strategic miscalculation was made in planning the summer campaign of 1942.

At the basis of all these miscalculations were an obvious underestimation of the strength of our Socialist land and its

people under the guidance of the Party of Lenin and an overestimation of the Germans' own forces and capabilities.

In planning the invasion of the Soviet Union, Hitler and his associates intended to throw all their available forces against us. This was the miscalculation of a reckless gambler. Despite the treason of the Pétain Government, the working people of France did not bow their heads before the German occupation. Nor did the freedom-loving peoples of Yugoslavia, Poland, Czechoslovakia and other countries. All of them kept up an armed struggle against the occupying forces. The enemy was thus confronted with a massive resistance movement. Britain also continued to fight, even though she did not use her capabilities to the fullest.

Despite their initial successes up to the Battle of Moscow, the German forces were confronted with a number of unforeseen circumstances as soon as they invaded the Soviet Union. They never expected that they would have to fight both the Red Army at the front and a powerful guerrilla movement led by underground Party units at the rear.

Nor did the Germans anticipate the failure to achieve a single strategic objective that compelled them to take up defensive positions along the entire Soviet front in 1941. They lost their strategic initiative, and their troops were exhausted and demoralized. The same thing happened at Stalingrad at the end of 1942.

Enemy troops suffered tremendous losses in the first sixteen months of fighting on the Soviet-German front. By November, 1942, their losses exceeded two million dead, wounded and missing in action. The best elements of the German forces were among the casualties, and the Nazi command had no replacements for them at the end of this first phase of the war.

Nor did the enemy expect that the Soviet people, rallying around the Party, would so swiftly effect the nation's changeover to a wartime economy and launch the mass production of tanks,

planes, artillery, munitions and everything else needed by the Red Army to achieve superiority over the German forces and ultimate victory.

Despite the setbacks in the first phase of the war, the Red Army did not collapse under the German onslaught the way the Western armies had. On the contrary, the rugged conditions of war served to toughen and mature our troops so that when they were supplied with the necessary arms, they were able to transform a defensive, retreating army into an offensive force.

The organization and inspiration of our entire Party yielded brilliant results both in the field and at home. The Soviet people quickly mobilized to provide the materials and supplies for the Red Army's struggle against the German forces.

And so the first period of the Great Patriotic War ended with the imminent collapse of all the strategic plans of the Nazi command and with substantial depletion of the forces and capabilities at Germany's disposal. This basic result of the struggle thus far predetermined to a large extent the subsequent course of the entire Second World War.

9

Operation Uranus Takes Shape

After the heavy fighting in the south, around Stalingrad and in the Northern Caucasus, the Nazi military leadership believed that Soviet troops were in no condition to carry out a major winter offensive in the region.

To confuse the enemy, we conducted operations against Army Group Center west of Moscow in the summer and autumn of 1942. Supreme Headquarters intended to give the impression that it was there, and nowhere else, that we were preparing a winter offensive.

In October, therefore, the Nazi command began to concentrate large forces opposite our western sectors. A tank division, a motorized division and an infantry division were shifted from Leningrad to Velikiye Luki. Seven divisions from France and Germany showed up in the area of Vitebsk and Smolensk. Two tank divisions previously identified at Voronezh and Zhizdra were moved to the area of Yartsevo and Roslavl. By the beginning of November a total of twelve divisions plus other reinforcements had been shifted to strengthen Army Group Center.

These operational miscalculations by the Germans were

further aggravated by poor intelligence. They were unable to detect preparations for our Stalingrad counteroffensive, which involved 11 armies, several separate mechanized, cavalry and tank corps, brigades and other units, 13,500 guns and mortars, 1,100 antiaircraft guns, 115 detachments of rocket artillery, 900 tanks and 1,115 planes.

By the start of our counteroffensive the enemy's operational-strategic dispositions in the south of the Soviet Union were as follows:

The main forces of Army Group B operated in the area of the middle Don, at Stalingrad and farther south along the Sarpa Lakes, and included the Italian Eighth Army, the Rumanian Third and Fourth armies, and the Germans' Sixth and Fourth tank armies. The average sector per division was ten to fifteen miles.

This army group contained more than a million men, 675 tanks and self-propelled guns, and 10,000 guns and mortars. Numerically the two sides were almost equal, except for a slight Soviet superiority in tanks.

Army Group B was supported by the Fourth Air Fleet and the 8th Air Corps.

In working out its plan for a counteroffensive, the Soviet Supreme Command assumed that a defeat inflicted on the enemy at Stalingrad would also seriously endanger enemy forces in the Northern Caucasus and compel them to pull back in a hurry or face entrapment.

Since Stalin's death there has been some confusion as to the real author of the counteroffensive plan, whose scale and results would be so far-reaching. Even though the question of authorship is not so important under Socialism and I have already described the various steps in the formulation of the plan, I would like to make some additional comments.

It has been assumed that the first outlines were worked out at Supreme Headquarters as early as August, 1942, and that the

first version called for a rather limited counteroffensive.

Actually, that was not the plan for the great counteroffensive, but one for a counterattack intended to stop the enemy on the approaches to Stalingrad. At that time no one at Supreme Headquarters even dreamed of a major counteroffensive since we lacked both the manpower and the matériel for such a massive operation.¹⁵

It has also been said that the Military Council of the Stalingrad Front [the former Southeast Front] on its own initiative recommended the organization and execution of a counteroffensive to Supreme Headquarters on October 6. To this Vasilevsky has given the following reply:

At dawn on October 6 N. N. Voronov, V. D. Ivanov and I visited the observation post of the Fifty-first Army [near Lake Tsatsa]. There we heard a report by the army commander N. I. Trufanov. That same evening, at a meeting with the front commander [Yerenko] and his Military Council [Khrushchev] at front headquarters, we again discussed Supreme Headquarters' counteroffensive plan. Since the front command had no basic objections to the plan, we drafted a report accordingly to the Supreme Commander in Chief during the night. The following day I asked the commander of the Don Front to prepare a similar report on his own front for Supreme Headquarters.¹⁶

I do not think there is anything to add to this. Vasilevsky convincingly shows that it was Supreme Headquarters and the General Staff that played the main role in the planning of the counteroffensive.

Some of the historical accounts say that General Vatutin, the

¹⁵ Zhukov emphasized earlier that the first discussion of the great counteroffensive was on September 13. Here he is seeking to rebut a version that was incorporated in histories written in the Khrushchev period which sought to blur the authorship of the great design by confusing the early minor counterattack discussion with the plans for the major operation. H.E.S.

¹⁶ *Voyenno-Istoricheskii Zhurnal*, October, 1965, p. 20.

commander of the Southwest Front, later offered a plan for a counteroffensive. This raises the following questions: how much later, what plan, and was it a plan for his own front or a general plan for a counteroffensive?

We know that the Southwest Front was not formed until the end of October, when manpower and matériel for the new front were already being massed according to the plan for the general counteroffensive, which Supreme Headquarters had already approved.

Perhaps we need only point out that, according to existing practice and regulations, every front commander was expected to work out an operations plan for his front and to submit it either to Supreme Headquarters or to its representative on the scene for approval. In that process the front commander could of course express his views about coordination with neighboring fronts and make other recommendations.

The magnitude of the Stalingrad counteroffensive required a plan based not only on operational considerations but also on concrete calculations of supplies and matériel.

Who was able to make the necessary calculations for an operation on such a scale? Naturally only the agencies that controlled the manpower and matériel. And that could only be Supreme Headquarters and the General Staff. It must be remembered that the General Staff was the creative and working apparatus of the Supreme Command throughout the war and that not a single strategic operation could be carried out unless the General Staff had initiated and organized it.

Supreme Headquarters and the General Staff thoroughly analyzed as a matter of course all the intelligence about the enemy received from individual fronts and armies in order to determine enemy intentions and the character of his military operations. They also considered suggestions advanced by the various staffs, front commanders and services before arriving at a particular decision.

Consequently, a plan for any strategic operation of magnitude

could evolve only as a result of the combined effort of all services, staffs and commanders.

But the final and decisive responsibility for the planning and organization of such a major strategic operation belongs without question to Supreme Headquarters and the General Staff. It is equally evident that the actual defeat of the enemy was the work of those who risked their lives smashing the enemy with their bold thrusts, accurate fire, courage and military skill. I am referring to our glorious soldiers, sergeants and generals who, after the test of the first phase of the war, were now ready to take the initiative and to inflict a catastrophic defeat on the Germans.

Supreme Headquarters and the General Staff should be given credit for having analyzed all the factors of this great operation with scientific precision and for having anticipated the progress and conclusion of the battle. But the total plan for the counteroffensive cannot be attributed to any particular person.¹⁷

¹⁷ Vasilevsky supports Zhukov's view that plans for the counteroffensive were worked out by the General Staff, and that the coordination of the Stalingrad fronts was handled by himself and Zhukov. Zhukov had responsibility for the Southwest and Don fronts (north of Stalingrad) and Vasilevsky for the Stalingrad Front (the city and the region just to the south). The local commanders worked out details, but the General Staff handled the over-all outline and concept. Secrecy was intense. No official order on the formation of the new Southwest Front or the naming of General N. F. Vatutin to head it and of General S. P. Ivanov as his Chief of Staff was issued until October 25. Vatutin and Ivanov worked out their plans on a single map. At a large command meeting near Filonovo in late October, presided over by Zhukov, Colonel General A. A. Novikov, chief of the Red Air Force, Colonel General N. N. Voronov, chief of artillery, and Lieutenant General Ya. N. Fedyunenko, chief of tanks, were present. It was apparent from Novikov's comments that he had no notion of the scale of the counteroffensive being planned. Zhukov worked out even tiny details—supply questions and recognition signals to be used when the Southwest Front and Stalingrad Front troops met after encircling the Nazis. He refused to permit any written orders to be drafted lest the secrecy break down. As troops were brought up for the counteroffensive, they were

The main role in the first phase of the counteroffensive was to be played by the Southwest Front under General Vatutin. This front was to strike powerful, deep-ranging blows out of its bridgeheads on the south bank of the Don near Serafimovich and Kletskaya. The Stalingrad Front was to attack from the area of the Sarpa Lakes south of Stalingrad. Shock forces of the two fronts were to meet near Kalach and Sovetsky, trapping the main forces of the enemy at Stalingrad.

The Southwest Front, with a main striking force consisting of the Twenty-first Field Army, the Fifth Tank Army and elements of the First Guards Army, was to break out of its bridgeheads, smash through the defenses of the Rumanian Third Army, and drive with its mobile units toward the southeast to reach the Don between Bolshe-Nabatovsky and Kalach. This would place the troops of the Southwest Front in the rear of the enemy forces at Stalingrad, cutting off their communications with the west.

This advance was to be protected on the southwest and west by an outer front formed by the First Guards Army under General Lelyushenko and later by the Fifth Tank Army under Lieutenant General P. L. Romanenko. These forces, driving toward the west, southwest and south, by the third day of the operation were supposed to reach a line running through Veshenskaya, Bokovskaya and along the Chir River to Oblivskaya.

The ground forces of the Southwest Front were to be supported by the Second and Seventeenth air armies, commanded by Major Generals K. N. Smirnov and S. A. Krasovsky.

The Don Front was expected to launch two auxiliary attacks. One, coordinated with the Southwest Front, involved a thrust by the Sixty-fifth Army from the bridgehead east of Kletskaya,

permitted to move only at night and were dispersed into villages. No reference to the upcoming attack was permitted in either letters or telephone conversations. (S. P. Ivanov, *Novaya i Noveishaya Istoriya*, January, 1969, pp. 20-21.) H.E.S.

with the objective of rolling back enemy defenses along the south bank of the Don River. The other called for a thrust by the Twenty-fourth Army from the area of Kachalinskaya southward along the east bank of the Don in the general direction of Vertyachi, with the objective of cutting off enemy forces in the small Don bend from the troops at Stalingrad.

The Sixty-sixth Army north of Stalingrad was to engage the enemy so as to prevent him from maneuvering his reserves. The ground operations of the Don Front were to be supported by the Sixteenth Air Army under General Rudenko.

The Stalingrad Front was expected to launch an offensive with its main forces, consisting of the Fifty-first, Fifty-seventh and Sixty-fourth armies, on a sector running from Ivanovka, south of Stalingrad, to the northern end of Lake Barmantsak. Their objective was to break through enemy defenses and drive northwestward for a link-up with forces of the Southwest Front near Kalach and Sovetsky, thus completing the entrapment of the German forces at Stalingrad.

The Fifty-first Army under Major General N. I. Trufanov had the task of breaking through enemy defenses from bridge-heads in the strips of land between Lakes Sarpa, Tsatsa and Barmantsak and driving toward the southwest in the general direction of Abganerovo.

The Fifty-seventh Army of General F. I. Tolbukhin and the Sixty-fourth Army of General M. S. Shumilov were to attack from the area of Ivanovka to the west and northwest, with the aim of enveloping the enemy forces at Stalingrad on the south.

Troops of the Sixty-second Army of General Chuikov were to tie down enemy forces in the city and be ready to go over to the offensive.

The advance of the Stalingrad Front was to be protected on the southwest by the creation of an outer front by the Fifty-first Army, including General T. T. Shapkin's 4th Cavalry Corps, which was to advance southwestward in the general direction

of Abganerovo and Kotelnikovo. All these operations were to be supported by the Eighth Air Army under T. T. Khryukin.

Preparations for the counteroffensive involved the transportation of vast numbers of troops and quantities of supplies for all fronts, especially the newly formed Southwest Front. Credit for this must be given to the General Staff and to the staff of the Red Army's support services. They did a brilliant job in massing men and matériel for the operation. A total of 27,000 trucks were used to transport men and goods. The railroads delivered 1,300 carloads a day. Men and matériel for the Stalingrad Front had to be ferried across the Volga River under difficult autumn-ice conditions. From November 1 to 19 the Volga ferries handled 160,000 soldiers, 10,000 horses, 430 tanks, 600 guns, 14,000 trucks and 7,000 tons of ammunition.

Vasilevsky and I, along with other representatives of Supreme Headquarters, spent the end of October and the beginning of November at the front, going over the operations plan with commanders and staffs. Review conferences held at the headquarters of fronts, armies and lesser units demonstrated that commanders and political commissars had carried out the complex planning work with a high degree of responsibility and initiative.

Operation plans for the Southwest Front were reviewed and revised between November 1 and 4, followed by a similar review of those for the Twenty-first Field Army, the Fifth Tank Army and the First Guards Army. I and other representatives of Supreme Headquarters took part in these preparations, closely coordinating the operational plans of the air force, artillery, armored forces and army engineers.

On November 4 we reviewed the plans of the Twenty-first and Sixty-fifth armies at a conference held at Twenty-first Army headquarters. The commands of the Don Front and of the Sixty-fifth Army were present. At the same time Vasilevsky was reviewing plans with the Fifty-first, Fifty-seventh and Sixty-

fourth armies. I was to join him later.

In preparation, we concentrated first on the enemy, learning all we could about him, the nature of his defenses, the disposition of his main forces and general firing systems, and the location of antitank defenses and antitank strongpoints.

We were also concerned with our artillery preparations—the barrage density that would be needed, the likelihood of destroying enemy targets, and coordination between artillery and ground forces during the offensive. We also worked on coordinating air support and artillery, assigning them targets, and coordinating them, in turn, with tank forces both during and after the breakthrough. Operations between neighboring armies also had to be coordinated, especially in the case of mobile forces advancing deep into the enemy's defenses. In the course of this review, we made practical recommendations, suggesting what more had to be learned about the enemy, what further plans should be drawn up and what work remained to be done.

The commanders and political commissars focused on the need for a rapid breakthrough in the enemy's tactical defenses, first stunning them with a powerful blow and then quickly bringing up the second echelons so as to turn the tactical breakthrough into an operational offensive.

This was painstaking work for commanders and political commissars, but it paid off well during the actual counteroffensive.

As Vasilevsky and I had agreed, I arrived at the command center of the Fifty-seventh Army at Tatyankovka in the morning of November 10 to go over the final preparations. In addition to members of the front's Military Council, among those present were M. M. Popov, M. S. Shumilov, F. I. Tolbukhin, N. I. Trufanov, corps commanders V. T. Volsky and T. T. Shapkin and other generals of the front. Before the conference, we took a last look at the terrain over which the forces of the Stalingrad Front were to attack.

After this reconnaissance we discussed problems of coordination with the Southwest Front, the details of the proposed link-up near Kalach and other aspects of the impending operation. After discussing problems at the top-command level, we reviewed the operations plans of individual armies as reported by the various army and corps commanders.

In the evening of November 11 I sent the following telegraphic message to Stalin:

I have just spent two days with Yeremenko. I personally examined enemy positions facing the Fifty-first and Fifty-seventh armies and went over in detail with divisional, corps and army commanders their assignments under Operation Uranus. I noted that Tolbukhin's preparations for Uranus are the most advanced. . . . I gave instructions for further reconnaissance and work on the operations plan on the basis of information obtained. Comrade Popov seems to be doing his job well.

Two rifle divisions (the 87th and the 315th) assigned to Yeremenko by Supreme Headquarters have not yet arrived because of a shortage of transport and horses. Only one of the mechanized brigades has arrived so far. The operation will therefore not be completely prepared by the stated deadline. I gave orders to be ready by November 15.

We must make 100 tons of antifreeze available to Yeremenko immediately or he will not be able to move his mechanized units. Transportation should be provided quickly for the 8th and 315th rifle divisions, and it is urgent that the Fifty-first and Fifty-seventh armies be provided with warm outfits and ammunition no later than November 14.

KONSTANTINOV [my code name]

No. 4657

November 11, 1942

It should be noted that Stalin gave a great deal of attention to the problem of air support. In reply to a message of mine complaining of unsatisfactory preparations for the counteroffensive in this area, Stalin sent me the following telegram:

COMRADE KONSTANTINOV:

If air support for Yeremenko and Vatutin proves unsatisfactory, the entire operation will fail. Experience shows that we can defeat the Germans only with superiority in the air. Our air force must do the following:

First, concentrate its attacks in the area of operation of our shock forces, harass the German air units and cover our own troops.

Second, open the way for our advancing forces by systematic bombing of German positions.

Third, pursue the retreating enemy with systematic bombing and harassment to disorganize him and prevent his making a stand on another defense line.

If Novikov [the air force commander] thinks our air force is not yet ready to carry out these functions, we had better delay the operation until we have massed more air power.

Talk this over with Novikov and Vorozheikin [deputy commander of the air force] and let me have your general opinion.

VASILYEV [one of Stalin's code names]

No. 170686

November 12, 1942. 0400 hours

After our review of operations plans at the Stalingrad Front, Vasilevsky and I telephoned Stalin on November 12 and told him that we wanted to discuss a number of aspects of the forthcoming operation in person.

We were at the Kremlin the next morning. Stalin was in a good mood as he inquired about the situation at Stalingrad and the progress of the preparations.

The substance of our report was as follows:

Concerning the relationship of forces, both in quality and in numbers, we pointed out that the lines facing our main thrusts on the Southwest and Stalingrad fronts were still held mainly by Rumanians. If we could trust prisoner interrogations, they were not of high fighting caliber. We would have numerical superiority in those sectors unless the German command

decided to regroup its reserves. So far our intelligence had detected no such moves. Paulus' Sixth Army and the main force of the Fourth Tank Army remained in the neighborhood of Stalingrad, where they continued to be tied down by troops of the Stalingrad and Don fronts.

Our forces continued to mass in the designated areas and, so far as we could tell, the enemy had not detected the troop concentrations. We had taken even more precautionary measures than usual to conceal movements of troops and matériel.

The operations plans of fronts, individual armies and lesser units had been reviewed meticulously. Coordination between services had been worked out on the spot. The proposed link-up of the shock forces of the Southwest and Stalingrad fronts had been reviewed with the commanders and staffs of the two fronts, and with their armies and the units that were actually expected to link up near Sovetsky and Kalach. The air armies would evidently not be ready before November 15.

The formation of both the outer and inner fronts that were to encircle and liquidate the German forces trapped in Stalingrad had been reviewed in detail.

The flow of ammunition, fuel and winter uniforms had been slightly slowed down, but all supplies could be expected to be at the front by November 16 or 17.

The counteroffensive could be launched by the Southwest and Don fronts on November 19, and by the Stalingrad Front one day later. The difference in jumping-off times was due to the fact that the Southwest Front faced a greater task. It was farther from the proposed link-up area of Kalach and Sovetsky and, in addition, would have to force the Don River.

Stalin gave us all his attention. We could tell he was pleased because he puffed unhurriedly on his pipe, smoothed his mustache and listened to us without interrupting. The Stalingrad operation meant the assumption of the initiative by the Soviet forces. We all had confidence in its success, which could have

such far-reaching consequences for our country.

While we were making our report, Stalin was joined by members of the State Defense Committee and the Politburo; and we had to repeat some of the basic points we had covered in their absence. After a brief discussion the plan for the counter-offensive was fully approved.¹⁸

Vasilevsky and I drew Stalin's attention to the fact that as soon as the enemy was in trouble at Stalingrad and in the Northern Caucasus, the German command would be compelled to move relief forces from other sectors, especially from the Vyazma area, west of Moscow. To prevent this, we proposed an offensive north of Vyazma against the German salient around

¹⁸ Vasilevsky gives the following account of their report:

"After these meetings Zhukov and I checked the work of the front commanders and agreed on the tenor of the report we would make to Supreme Headquarters on the state of preparedness of the troops of the Stalingrad fronts. The concrete details of the operation were based on the preparatory work of the fronts, and transferred to the map for our report to Supreme Headquarters.

"In our oral report we said:

"1. Data from the fronts, which have been verified by the General Staff, indicate equal strength on both sides in the Stalingrad sectors.

"Because of the creation of powerful groupings from Headquarters reserves and the temporary slackening of operations in the secondary areas of the fronts, we have achieved a significant superiority over our opponent in the area of the chief thrusts of the front. This will unquestionably contribute toward the success of the operation.

"No significant shift of enemy reserves from distant points to the Stalingrad sectors has been noted. Nor has any essential regrouping of the enemy forces active on the over-all front been observed. The German groupings remain essentially unchanged; their main forces (the Sixth and Fourth tank armies, as before) are engaged in protracted battle in the region of the city. The flanks of these groups—that is, in the areas of our future strikes—are defended by Rumanian units. On the whole, the relative balance of forces in the Stalingrad sectors is favorable for carrying out the tasks assigned by Supreme Headquarters.

"In the course of the operation it is essential to devote special attention

Rzhev. Such an operation could be launched by troops of the Kalinin and Western fronts.

"That would be a good idea," Stalin said. "But which of you would handle it?"

Vasilevsky and I had agreed on that point beforehand, and therefore I said, "The Stalingrad operation is essentially all prepared. Vasilevsky could take over the coordination of operations around Stalingrad, and I could handle preparations for the counteroffensive on the Kalinin and Western fronts."

Stalin agreed, saying, "Return to Stalingrad tomorrow morn-

to the constant strengthening of the fronts with air support, rapid replacement of losses in troops, especially in tank and mechanized forces, and the accumulation of new Headquarters reserves in the area to ensure the successful conclusion of the operation and ensuing developments.

"2. The concentration of troops and essential matériel as ordered by Headquarters, as well as all supplemental measures ordered by the State Defense Committee, especially the development of rail facilities in the front areas, have been carried out with only slight deviation from schedule thanks to enormous efforts on the part of rail and river authorities.

"3. The operational tasks of all front commands down to company commands are correctly understood and have been worked out in practical terms in the terrain. Cooperation of infantry and artillery, and tanks and aviation, has also been worked out down to the company level. Special attention has been given to the preparation of tank, mechanized and cavalry corps.

"With the completion of the area plans of operation no supplemental corrections in the operational orders given the front commanders and armies, and already approved by Headquarters, are needed.

"From the plan it is apparent that the basic role in the opening stage of the operation will be carried out by the Southwest Front, which, in our opinion and in the opinion of the front commander, has sufficient forces and matériel for the task.

"The link-up of the tank and mechanized troops of the Southwest and Stalingrad fronts should occur on the east bank of the Don in the region of Sovetsky and Kalach in the course of the third or fourth day of the operation.

"Measures to establish the outer ring of encirclement provided for in the

ing and make a final check that troops and commands are ready to start the operation."

On November 14 I was back with Vatutin's forces, and Vasilevsky was with Yeremenko's. The following day I received a telegram from Stalin:

COMRADE KONSTANTINOV:

Personal

You can set the moving date for Fedorov and Ivanov [the offensives by Vatutin and Yeremenko] as you see fit, and let me know when you come back to Moscow. If you think it necessary that either one or the other move one or two days earlier or later, I empower you to decide that question according to your best judgment.

VASILYEV

1310 hours

November 15, 1942

After some discussion Vasilevsky and I set November 19 as the date for the offensive of the Southwest Front and the Sixty-fifth Army of the Don Front, and November 20 for that of the Stalingrad Front. Stalin approved that decision.

plan have been worked out with the front commanders and armies and with the commanders of the appropriate military units under their leadership.

"As a result of the enormous political work carried out among the troops, the morale of the forces is good and their fighting spirit is high.

"Everything is set for the offensive by the troops of the Southwest and Don fronts to begin on November 19 and that by the Stalingrad Front on November 20.

"The commanders of the fronts and armies have been instructed to announce the order to their troops on the night before the offensive.

"In conclusion, we wish to report that all commanders of the units which are to participate in this Soviet operation of unprecedented scale and significance share our confidence in its success."

"After the discussion of questions about the plan and the date for putting it into operation, it was finally approved by Headquarters. The coordination of action on all three fronts for the duration of the operation was placed in my hands." (Vasilevsky, in *Stalingradskaya Epopeya*, Moscow, 1968, pp. 87-98.) H.E.S.

On November 17 I was summoned back to Supreme Headquarters to work out the operations plan for the Kalinin and Western fronts.¹⁹

¹⁹ There apparently was a bit more to Zhukov's return to Moscow on November 17 than the question of the Kalinin and Western fronts offensive. Vasilevsky was called back the same day by Stalin—a remarkable thing with the Stalingrad counteroffensive almost at zero hour. An urgent meeting of the State Defense Committee was convened to consider a letter sent to Stalin by General V. T. Volsky, whose 4th Mechanized Corps was to be the southern arm of the pincers that would trap the Germans at Stalingrad. Volsky warned Stalin "as an honest Communist" that the forthcoming Stalingrad operation was doomed to disaster because of lack of manpower and matériel. Vasilevsky (and presumably Zhukov) had to defend their plans. After Vasilevsky spoke Stalin telephoned Volsky from the Kremlin council room. Volsky agreed to withdraw his objections and carry out his orders. To everyone's surprise Stalin spoke calmly, without losing his temper. Apparently satisfied, he permitted Vasilevsky to fly back to Stalingrad, where he arrived on the morning of the nineteenth, just too late for the jump-off of the troops. What this curious episode implied is not clear unless it was to establish grounds for charges against Vasilevsky and/or Zhukov in the event that the counteroffensive fizzled. Meanwhile, Zhukov, supposedly planning the Kalinin and Western fronts offensives, apparently stayed on at Supreme Headquarters in constant touch with Stalin and Stalingrad. Even after going to the Kalinin Front he continued to advise Stalin on the Stalingrad operation. H.E.S.

10

Stalingrad Strikes Back

At 7:30 in the morning of November 19 troops of the Southwest Front thrust powerfully through the defenses of the Rumanian Third Army on two sectors: General Romanenko's Fifth Tank Army advanced from the bridgehead southwest of Serafimovich and Major General I. M. Chistyakov's Twenty-first Army from the Kletskaya bridgehead.

Enemy troops were unable to resist and either retreated in panic or surrendered. German forces behind the Rumanians attempted to halt our advance with a strong counterattack, but were smashed by our 1st and 26th tank corps. A tactical breakthrough in the Southwest Front sector had been achieved.

General Romanenko was in his element. He was a gallant officer and a highly capable commander. His character was singularly suited to this type of mobile operation.

The enemy first expected the main thrust to develop in the Twenty-first Army sector and threw his reserves, consisting of the Rumanian 1st Tank Division and the Germans' 14th and 22nd tank divisions and 7th Cavalry Division, against General Chistyakov's forces. But later the German 22nd Tank Division

and the Rumanian 1st Tank Division were moved against the 1st Tank Corps of the Fifth Tank Army under the command of Major General V. V. Budkov.

The 26th Tank Corps under Major General A. G. Rodin inflicted a heavy defeat on the 1st Tank Division and captured the headquarters of the Rumanian Fifth Army Corps. Some of the Rumanians fled in panic, but most of them surrendered.

As soon as our forces had emerged into operational terrain, the main force of the Rumanian Third Army and the German reserves that had been rushed to its relief were completely smashed and virtually ceased to exist. The 26th Tank Corps of General Rodin and the 4th Tank Corps of A. G. Kravchenko pressed their advance toward Kalach for the planned link-up with the 4th Mechanized Corps of the Stalingrad Front.

During the night of November 22-23 an advanced detachment of the 26th Tank Corps led by Lieutenant Colonel G. N. Filippov seized a bridge across the Don River in a bold thrust, thus ensuring a rapid crossing for the entire tank corps and the capture of the town of Kalach. The Colonel was awarded the title of Hero of the Soviet Union for his heroic feat, and his men were decorated with orders and medals.

On November 24 the Twenty-first Field Army and the Fifth Tank Army took more than thirty thousand prisoners in mopping up a trapped enemy force.

To the left of the Twenty-first Army, the Sixty-fifth Army of the Don Front went over to the offensive under the command of Lieutenant General P. I. Batov.

Stalin, who was seriously worried over the operations on the right flank of the Don Front, sent the following message to General Rokossovsky on the evening of November 23:

COMRADE ROKOSSOVSKY:

Copy for Comrade Vasilevsky

Vasilevsky reports that the Germans have shifted part or all of their 3rd Motorized Division and 16th Tank Division from your

front and are throwing these forces against the Twenty-first Army. This opens up a situation favorable to greater activity by all the armies of your front. Galanin [Twenty-fourth Army commander] is too slow; tell him he has to take Vertyachi no later than November 24.

Also tell Zhadov [Sixty-sixth Army commander] to start more active operations and try to tie down the enemy.

You also have to give Batov a push; he could be much more forceful in the present situation.

STALIN

November 23, 1942
1940 hours

As a result of the successful offensive of the Twenty-first Army and a number of steps taken by the command of the Don Front, the situation with the Sixty-fifth Army was soon straightened out. The Twenty-fourth Army of the Don Front opened its offensive three days later, driving along the east bank of the Don River. But it was generally weak and did not achieve very much.

The Fifty-first, Fifty-seventh and Sixty-fourth armies of the Stalingrad Front opened their offensive on November 20, as planned. The Fifty-first attacked in the direction of Plodovitoye and Abganerovo, the Fifty-seventh toward Kalach, and the Sixty-fourth advanced from Ivanovka toward Gavrilovka and Varvarovka in conjunction with the right flank of the Fifty-seventh Army.

After Soviet forces had smashed through the defenses of the Rumanian 1st, 2nd, 18th and 20th divisions and the German 29th Motorized Division, the Stalingrad Front threw General Volsky's 4th Mechanized Corps into the gap opened up by the Fifty-first Army and Major General T. I. Tanaschishin's 13th Mechanized Corps into the Fifty-seventh Army sector. General Shapkin's 4th Cavalry Corps also joined the action and seized the railroad station of Abganerovo on that same day.

The enemy attempted to halt the advance of the Fifty-seventh

Army toward Kalach by diverting his 16th and 24th tank divisions from Stalingrad. But they were moved too late, and in any case they lacked the strength to stop the powerful thrusts of the Southwest and Stalingrad fronts, which reached the area of Sovetsky with their tank units during the day of November 23.

The Southwest Front's 4th Tank Corps crossed the Don River, linked up with the 4th Mechanized Corps of the Stalingrad Front at Sovetsky and closed the ring around German forces trapped between the Volga and the Don.

Meanwhile, the First Guards Army and the Fifth Tank Army of the Southwest Front and the Fifty-first Army of the Stalingrad Front, reinforced by tank units, were pursuing the retreating enemy in an attempt to throw him back as far to the west as possible from the encircled Stalingrad group and so create the firm outer front needed for the liquidation of the trapped enemy.

This completed the first phase of the counteroffensive. By the first few days of December the noose had been tightly drawn around the German forces, and our troops proceeded to the next phase, the liquidation of the trapped groups.²⁰

All this time Vasilevsky and the General Staff kept me up to date. The counteroffensive had reached its most crucial moment with the encirclement of the German Sixth Army and elements of the Fourth Tank Army, and our task was now to keep the enemy from breaking out.

On November 28 I was at Kalinin Front headquarters discussing the proposed offensive west of Moscow. Late in the

²⁰ An unusual problem developed when the Soviet forces attempted to mop up the Paulus grouping. They met far more resistance than had been expected, and Vasilevsky's calculations were thrown badly out of balance. Later he discovered the reason. His intelligence had estimated that between 85,000 and 90,000 troops had been caught in the trap. The actual number was close to 300,000. (Vasilevsky, *Voyenno-Istoricheskii Zhurnal*, January, 1966, pp. 15-16.) H.E.S.

evening Stalin called me and asked whether I was familiar with the latest reports from Stalingrad. I told him I was. He then asked me to give some thought to how we were to proceed with the liquidation of the trapped German forces.

The next morning I sent Stalin the following telegram:

The trapped German forces are not likely to try to break out without help from a relief force from the direction of Nizhne-Chirskaya and Kotelnikovo.

The German command will evidently attempt to hold its positions at Stalingrad, Vertyachi, Marinovka, Karpovka, and the state farm of Gornaya Polyana; and it will mass a relief force around Nizhne-Chirskaya and Kotelnikovo for a thrust through our forces in the direction of Karpovka to form a corridor to supply and eventually evacuate the trapped forces.

If the enemy succeeds, such a corridor could be formed between a line running through Marinovka, Lyapichev and Verkhne-Chirsky on the north and a line running through Tsebenko, Zety, Gnilovskaya and Shabalin on the southeast.

The following steps will be necessary to prevent the Nizhne-Chirskaya and Kotelnikovo groups from linking up with the Stalingrad group and forming the corridor:

The Nizhne-Chirskaya and Kotelnikovo groups must be thrown back as soon as possible and a strong defense line must be set up from Oblivskaya through Tormosin to Kotelnikovo. Two tank groups of at least one hundred tanks each should be held in reserve in the Nizhne-Chirskaya and Kotelnikovo areas.

The trapped Stalingrad group should be cut in half. This will require a thrust in the direction of Bolshaya Rossoshka and a counter-thrust in the direction of Dubininsky and Hill 135. On all other sectors our forces should take up defensive positions and operate only in detachment strength to wear down and exhaust the enemy.

After the trapped group has been cut in half, the weaker part should be eliminated first, and only then should we strike with all forces against the Stalingrad group.

ZHUKOV

No. 02

November 29, 1942

After I had sent this message to Stalin, I discussed my proposals with Vasilevsky, who expressed agreement. We also discussed future operations on the Southwest Front. Vasilevsky agreed to postpone "Operation Great Saturn" for the time being, and to throw the forces of the Southwest Front against the flank of the enemy's Tormosin grouping. The General Staff also concurred.

The Southwest Front was given the assignment, under the code name "Little Saturn," of striking with the First Guards and Third Guards field armies and the Fifth Tank Army in the general direction of Morozovsk to smash the enemy forces in that area. The thrust was to be supported by the Sixth Army of the Voronezh Front, which would attack in the direction of Kantemirovka.

By this time the Nazi command was in acute need of reserves to rectify the catastrophic situation of its troops at Stalingrad and in the Caucasus.

To prevent the Germans from shifting forces from Army Group Center, Supreme Headquarters had decided to launch an offensive on the Western and Kalinin fronts against the Rzhev salient (as I stated earlier). Planning and preparations for the offensive were completed in the period from November 20 to December 8.

The following directive was issued to the fronts on December 8:

Enemy positions in the area of Rzhev, Sychevka, Olenino and Bely are to be crushed by January 1, 1943, by a joint offensive of the Kalinin and Western fronts, and their troops are to reach a new defense line running through Yarygino, Sychevka, Andreyevskoye, Lenino, Novoye Azhevo, Dentelevo and Svity.

The Western Front should be guided in its operations by the following:

(a) On December 10 and 11 enemy defenses are to be broken through between Bolshoye Kropotovo and Yarygino; Sychevka is to be seized December 15 at the latest. By December 20 at least two

rifle divisions should be moved up into the area of Andreyevskoye and, with the Forty-first Army of the Kalinin Front, close a trap around the enemy.

(b) After our forces have broken through the enemy defenses and reached the railroad, the mobile forces of the front and at least four rifle divisions should turn northward to strike at the rear of the enemy group in the Rzhev-Chertolino area.

The Thirtieth Army should break through enemy defenses in the Koshkino sector, seize the road junction northeast of Burgovo and reach the railroad at Chertolino no later than December 15. There it should coordinate operations with the front's mobile forces, striking along the railroad toward Rzhev with the objective of seizing the town on December 23.

The Kalinin Front should be guided in its operations by the following:

(a) The Thirty-ninth and Twenty-second armies are to continue their offensive in the general direction of Olenino with the objective of destroying the enemy group at Olenino no later than December 16.

Part of the Twenty-second Army is to launch an auxiliary attack in the direction of Yegory with the objective of assisting the Forty-first Army in the elimination of the enemy grouping at Bely.

(b) The Forty-first Army is expected to stop the enemy breakthrough at Tsytsyno by December 10 and restore its initial positions near Okolitsa.

By December 20 at the latest, elements of the Forty-first Army should reach a line through Molnya, Vladimirskeye and Lenino to link up with elements of the Western Front and trap an enemy force from the south. Bely should be in our hands no later than December 20. . . .

SUPREME HEADQUARTERS

J. STALIN

G. ZHUKOV

No. 170700

This operation, to be conducted jointly by two fronts, was crucial in our attempt to eliminate the Rzhev salient, and I

would like to dwell on it here.

The command of the Kalinin Front, headed by Lieutenant General M. A. Purkayev, handled its assignment well. Attacking south of Bely, its troops achieved a breakthrough and advanced in the direction of Sychevka. Troops of the Western Front were, in turn, supposed to break through and join up with the Kalinin Front to trap the enemy's forces at Rzhev. But the Western Front was unable to breach the enemy's defenses.

Stalin asked me to drive immediately to General Konev's headquarters, see what the problem was and, if possible, rectify the situation. When I reached the command center of the Western Front, I soon realized there was no point in repeating the operation. The enemy had evidently guessed our intentions and had massed substantial forces from other sectors in the threatened area.

At the same time the Kalinin Front forces that had achieved their breakthrough were also in trouble. The enemy had succeeded, by a strong thrust against the flanks of our forces, in cutting off and trapping a mechanized corps commanded by Major General M. D. Solomatin.

We called on the Supreme Headquarters reserve for an additional rifle corps to relieve the trapped forces. General Solomatin's corps held out for more than three days until on the fourth night the relief force of Siberian troops was able to reach his men and lead them back to our lines. The soldiers and officers of the trapped corps were so exhausted that they had to be sent to the rear for rest.

Even though our troops failed to eliminate the Rzhev salient, their offensive prevented the German command from moving large reinforcements from this sector to Stalingrad. In fact, the Nazi command had to bring up four additional tank divisions and one motorized division to hold its positions in the Rzhev-Vyazma area.

In reviewing the failure of our offensive on the Western

Front, we realized that we had underestimated the problems of the terrain chosen for our main thrust.

Experience tells us that if the enemy holds positions on easily observable terrain without natural cover against artillery fire, such positions can be readily smashed by artillery and mortar fire and a successful offensive can be assured.

But if enemy defenses are located on terrain that makes observation difficult and that provides good cover on the reverse sides of hills and in gullies running parallel to the front line, the defenses are not easily smashed by artillery and an offensive is likely to fail, especially when the use of tanks is restricted.

In this particular case we ignored the influence of the terrain, which provided excellent cover for the German defense on the reverse slopes of a highly dissected topography.

Another reason for our failure to achieve a breakthrough was an inadequate supply of tanks, artillery, mortars and air support.

However, let us go back to our operations around Stalingrad. Those operations, designed to liquidate the trapped forces, proceeded very slowly during the first half of December. The enemy, hoping for the relief that Hitler had promised, fought stubbornly for every position. Our troops around the ring, weakened by the diversion of some units to counter the relief force from Kotelnikovo, made little progress.

For the Germans, the defeat at Stalingrad threatened to grow into a catastrophe of great strategic magnitude. To save the situation, the Nazi command tried, first of all, to stabilize the front around Stalingrad so that Army Group A could be pulled out of the Caucasus.

With this objective in mind, the Germans formed a new Army Group Don under the command of Field Marshal Erich von Manstein. In the view of the Nazi leadership, he was the most suitable man for the task and one of the ablest of the German commanders. The new army group was formed out of

units shifted from other sectors of the Soviet-German front as well as from France and Germany.

As we have now learned, Manstein planned to form two shock forces to try to relieve the forces trapped at Stalingrad. One force was to be assembled at Kotelnikovo and the other at Tormosin.

But fate did not smile upon either Manstein or the trapped forces. The Wehrmacht was suffering from an acute shortage of reserves, and whatever forces could be mobilized moved very slowly along the overextended communication lines. Moreover, our guerrillas were aware of the destination of the German troops that were being rushed southward, and they did their utmost to sabotage the enemy's movements. In spite of the Nazis' reprisals and their precautions, valiant patriots succeeded in derailing dozens of trains loaded with German troops.

Time passed and the massing of the German forces that were supposed to go to the relief of Stalingrad continued to be delayed. With a foreboding of impending catastrophe, Hitler ordered Manstein to start the operation without waiting for all his troops to arrive.

Manstein launched the offensive on December 12, driving along the railroad from Kotelnikovo. His striking force included the 6th and 23rd tank divisions, later joined by the 17th Tank Division, as well as a separate battalion of heavy Tiger tanks, four infantry divisions, several reinforcement units and two Rumanian cavalry divisions. Within three days the enemy succeeded in advancing twenty-five miles toward Stalingrad and forcing the Aksai-Yesaulovsky River.

Fierce fighting broke out near Verkhne-Kumsky, and both sides suffered heavy losses. The enemy kept pressing forward regardless of cost. But the Soviet forces, hardened by previous battles, stood fast on their defense lines. Only after the Germans had thrown their 17th Tank Division into the battle and sharply stepped up aerial bombings did elements of the Fifty-

first Army and General Shapkin's cavalry corps retreat behind the Myshkova River.

At that point the enemy relief force was twenty-five miles from Stalingrad and victory evidently seemed quite real to the Germans. But their hopes were premature. On orders from Supreme Headquarters, Vasilevsky reinforced the Soviet troops on December 19 with General Malinovsky's Second Guards Army. This army, well equipped with tanks and artillery, finally tipped the balance in favor of the Soviet side.²¹

²¹ The problem of coping with Manstein's attempt to rescue the beleaguered Paulus was not so simple as Zhukov makes it appear. General Vasilevsky heard of the Manstein offensive on the morning of December 12. He happened to be at headquarters of the Fifty-first Army at Verkhne-Tsaritsynsk with Nikita S. Khrushchev. He immediately perceived the danger. Unable to get through to Stalin, he telephoned Marshal Konstantin Rokossovsky at the Don Front and told him that he intended to divert the crack Second Guards Army of General Rodion Ya. Malinovsky from the Don Front to the Stalingrad Front to cope with Manstein. Rokossovsky protested bitterly, but Vasilevsky insisted that Malinovsky be prepared to move to meet Manstein as soon as the orders could be cleared with Stalin. Vasilevsky was unable to reach Stalin until the evening of December 12. Stalin was not at all pleased. He refused to authorize the transfer immediately, and the best Vasilevsky could get was a promise to "examine the question at a meeting of the State Defense Committee." Meanwhile, Stalin telephoned Rokossovsky, who continued to protest violently at being deprived of Malinovsky's crack forces. The argument apparently went on all night. Vasilevsky was on pins and needles. He feared that Manstein would develop enough momentum to break through and that the Stalingrad encirclement might fail. Finally at 5 A.M. on the morning of December 13 Stalin telephoned and agreed to shift the Second Guards Army over to the Stalingrad Front as of December 15 and let it be used to halt Manstein. It went into action December 19 and within two days had brought Manstein's effort to a halt. (Vasilevsky and Rokossovsky in *Stalingradskaya Epopeya*, Moscow, 1968, pp. 103-107, 172-173.) While Russian memoirists and historians do not mention the fact, the Soviets were greatly aided in coping with Manstein's thrust by Hitler's continued refusal to permit Paulus to attempt to break out or retreat. Thus Paulus did not strike westward to make contact with Manstein but remained fighting defensively inside the circle. H.E.S.

Meanwhile, the Southwest Front, reinforced by the Sixth Army transferred from the Voronezh Front, had started its offensive on December 16, with the objective of smashing the German forces on the middle Don and driving into the rear of the enemy's Tormosin grouping. The attacking forces included the First Guards Army under General Kuznetsov, the Third Guards Army under General Lelyushenko (by that time the First Guards had been divided into two armies: the First Guards and the Third Guards), and the Sixth Army under Major General F. M. Kharitonov.

These forces overcame the Italian Eighth Army and developed a rapid advance in the direction of Morozovsk. The advance was led by the 24th and 25th tank corps and the 1st Guards Mechanized Corps. On the right the 17th and 18th tank corps drove in the direction of Millerovo.

Manstein intended to use his forces in the Tormosin area for a thrust toward Stalingrad, but the rapid advance of the Southwest Front compelled him to use them to counter the threat to the flank and rear of the entire Army Group Don.

In a telegraphic report to Supreme Headquarters on December 28, General Vatutin described the offensive as follows:

Everything that faced our front, i.e., about seventeen divisions, has been completely crushed and their stores have been seized by our forces. We have taken 60,000 prisoners and about the same number of the enemy have been killed, so that, with a few rare exceptions, the pitiful remains of these forces are not putting up any resistance. The enemy continues to stand fast along the line from Oblivskaya to Verkhne-Chirsky. In the area of Morozovsk we took prisoners of the 11th Tank Division and the 8th Airborne Division, which previously faced Romanenko's army. Lelyushenko's army and the mobile forces of our front are encountering the stiffest resistance from enemy units that crossed the Don River from the area of Kotelnikovo and moved up to a line running through Chernyshkovsky, Morozovsk, Skosyrskaya and Tatsinskaya. These enemy forces are attempting to hold that line to halt the further advance

of our mobile forces and thus to enable other German forces to pull back; or the enemy may, under favorable circumstances, try to hold on to that salient altogether for a later thrust aimed at relieving the encircled group at Stalingrad. But it won't work. We will do everything in our power to cut off that salient.

General Vatutin's report continued:

Our aerial reconnaissance is reporting daily enemy troop arrivals in the areas of Rossosh, Starobelsk, Voroshilovgrad, Chebotovka, Kamensk, Likhaya and Zverev. It is hard to judge the enemy's intentions, but he seems to be preparing the Northern Donets as the main line of defense. The enemy will first have to close the two-hundred-mile-wide gap torn in his defenses by our forces. . . . It would be good if we could maintain continuous pressure, but that would require reinforcements. Our present forces are all busy completing Operation Little Saturn, and additional forces would be required for Great Saturn.

Stalin and I replied:

Your first task is to get Badanov out of trouble and to rush Pavlov and Rusiyanov to his assistance. You were right in allowing Badanov to give up Tatsinskaya in an emergency. It would be well if your thrust against Tormosin with the 8th Cavalry Corps were supported by an additional infantry unit. As for the 3rd Cavalry Corps and one rifle division that have been sent through Suvorovsky toward Tormosin, that was very timely. We have already given you the 2nd and 23rd tank corps to convert Little Saturn into Great Saturn. In a week you will be getting two more tank corps and three or four rifle divisions. . . . We have some doubts about the 18th Tank Corps, which you want to send to Skosyrskaya . . . you'd better leave it and the 17th Tank Corps around Millerovo and Verkhne-Tarasovskiy. You should bear in mind that over long distances tank corps are best launched in pairs rather than alone; otherwise they risk falling into a situation like Badanov's.

"Where is the 18th Tank Corps now?" Vatutin was asked.

"The 18th Tank Corps is just east of Millerovo. . . . The 18th won't be cut off."

"Just remember Badanov, don't forget Badanov, get him out at any cost."

"I will do everything possible to get Badanov out," Vatutin assured us.

The 24th Tank Corps under General V. M. Badanov distinguished itself particularly during the offensive of the Southwest Front. It advanced 125 miles in five days and seized Tatsinskaya, cutting the Likhaya-Stalingrad railroad. Badanov's corps was then cut off by superior enemy forces that had been shifted from Kotelnikovo and Tormosin. But his men kept their heads. They put up a stubborn defense, inflicting heavy losses on the enemy, and under their commander's skillful leadership they ultimately broke out of the trap. In view of its great contribution to the defeat of the enemy in the Volga-Don area, the 24th Corps was converted into the 2nd Guards Tank Corps, and its commander was the first in the country to be awarded the Order of Suvorov Second Class. Many of his soldiers, commanders and political commissars also received decorations.

The successful strikes of the Southwest and Stalingrad fronts against the enemy forces in the areas of Kotelnikovo and Morozovsk finally sealed the fate of Paulus' forces encircled at Stalingrad. Our troops, in a brilliant execution of their assignment, broke up Manstein's attempt to reach the trapped Germans.

By the beginning of January, Vatutin's forces had reached a line running through Novaya Kalitva, Krizskoye, Chertkovo, Voloshino, Millerovo and Morozovsk, thus posing a direct threat to all the German forces in the Caucasus.

By the end of December the German troops around Kotelnikovo pulled back to a line running through Tsimlyanskaya, Zhukovskaya, Dubovskoye and Zimovniki. The enemy's Tormosin group pulled back to a line through Chernyshkovskiy, Loznoy and Tsimlyanskaya.

Manstein's attempt to break through our outer front and free the encircled forces at Stalingrad had thus failed. This was now clear to both the command and the soldiers of the trapped

units. Despair and a desire to save themselves from inevitable catastrophe were widespread. Now that their hopes for relief had been frustrated, deep disappointment set in.

After the collapse of the breakout attempt, the Nazi military and political leadership ceased further efforts to save the trapped forces, and instead ordered them to hold out as long as possible so as to tie down Soviet forces. The Germans needed as much time as they could get to pull their forces out of the Caucasus and to shift troops from other areas in order to create a new front capable of halting our counteroffensive.

Supreme Headquarters in turn took measures to liquidate the encircled German troops as rapidly as possible and thus make additional Soviet forces available to move against the retreating enemy in the Caucasus and elsewhere in the south.

Stalin constantly prodded the front commanders. At the end of December in a meeting of the State Defense Committee, he proposed that operations to liquidate the trapped Germans be headed by a single commander. The two front commanders were beginning to get in each other's way. The other members of the Defense Committee agreed.

"Whom should we entrust with the final liquidation of the enemy?" Stalin asked.

Someone suggested Rokossovsky.

"Why aren't you saying anything?" Stalin asked me.

"In my opinion, either commander is capable of doing the job," I replied. "Yeremenko's feelings would be hurt, of course, if you transferred his Stalingrad Front to Rokossovsky."

"This is not the time to worry about hurt feelings," Stalin interjected. "Telephone Yeremenko and tell him about the decision of the State Defense Committee."

That same evening I called Yeremenko on the high-security line and said, "Andrei Ivanovich, the State Defense Committee has decided to charge Rokossovsky with the final liquidation of the enemy's Stalingrad group, and you are to transfer the Fifty-

seventh, Sixty-fourth and Sixty-second armies from the Stalin-grad Front to the Don Front."

"What brought this on?" Yeremenko asked.

I explained the considerations that had led to the decision.²²

The headquarters of the Stalingrad Front was supposed to continue to head the forces operating in the direction of Kotelnikovo. Shortly thereafter the Stalingrad Front was renamed the Southern Front and went into operations against German forces in the Rostov area.

By a Supreme Headquarters directive dated December 30, the three armies of the Stalingrad Front were transferred to the Don Front. As of January 1 the Don Front thus had a total of 212,000 men, 6,500 guns and mortars, 250 tanks and 300 planes.

At the end of December Vasilevsky was mainly concerned with operations against German forces at Kotelnikovo, Tomosin and Morozovsk. General Voronov was appointed representative of Supreme Headquarters at the Don Front, and with the Front Military Council he drew up a plan for the final liquidation of the trapped enemy forces. After the plan had been submitted to Supreme Headquarters and the General Staff, the following directive was sent to General Voronov:

In the view of Supreme Headquarters, your main task in the first phase of the operation should be the cutting off and destruction of the western enemy grouping around Kravtsov, Baburkino, Marinovka and Karpovka. This should be achieved by directing the main thrust of our forces southward from the area of Dmitriyevka, State Farm No. 1 and Baburkino toward Karpovka station, and an auxil-

²² Yeremenko was justly incensed at the decision. "It was completely unexpected," he recalled later. "Ordinarily such a decision (to change the basic task of a front or to reorganize it) is carried out with the agreement of the front commander; or in any case the opinion of the commander and his Military Council is requested. In this instance we were simply suddenly ordered to fulfill the order of the Supreme Commander." (A. I. Yeremenko, *Stalingrad*, Moscow, 1961, p. 426.) H.E.S.

itary thrust by the Fifty-seventh Army out of the area of Kravtsov and Sklyarov for a link-up of the two thrusts around Karpovka station.

In addition, the Sixty-sixth Army should strike through Orlovka in the direction of the settlement of Krasny Oktyabr and join up with a thrust of the Sixty-second Army that would cut off enemy forces in the factory district from the main grouping in the city.

Supreme Headquarters instructs you to revise the plan accordingly. The time set by you for the start of the operation is herewith approved. The first phase should be completed within five or six days.

Submit an operations plan for the second phase through the General Staff by January 9, taking account of the results of the first phase.

J. STALIN
G. ZHUKOV

No. 170718
December 28, 1942

In January the troops of the Southwest and Stalingrad fronts rolled back the outer front in the Don area by 125 to 150 miles to the west. The situation of the enemy forces caught in the ring greatly deteriorated. They had no prospects of being relieved. Their supplies were nearing exhaustion. Soldiers were put on a hunger ration. Their field hospitals were filled to capacity. Mortality from wounds and disease rose sharply. The inevitable catastrophe was at hand.

In an effort to put an end to the bloodletting, Supreme Headquarters ordered the Don Front commander to give the Sixth Army an ultimatum to surrender under generally accepted conditions. The Nazi command rejected our ultimatum and ordered the soldiers to fight to the last bullet while promising relief that the German troops knew would not come.

On January 10, after a powerful artillery softening-up, the Don Front began an offensive to cut up and destroy the enemy grouping piecemeal, but our forces did not achieve complete success.

A second offensive began on January 22 after additional preparation. This time the enemy was unable to withstand the blow and began to pull back.

In his memoirs, an intelligence officer of Paulus' Sixth Army gives the following description of the retreat of the German forces: "We were compelled to pull back along the entire front. . . . However, the retreat turned into flight. . . . In some places panic broke out. . . . Our route was strewn with corpses that the snow soon covered as if in compassion. . . . By now we were retreating without orders."

And he goes on:

"In a race with death, which had no trouble catching up with us and was wrenching its victims out of our ranks in great batches, the army was increasingly pressed into a narrow corner of hell."²³

On January 31 the southern group of German forces finally gave up, and its remnants, led by Field Marshal Paulus, the Sixth Army commander, surrendered to our forces.²⁴ Remnants

²³ Wieder, *Stalingrad*.

²⁴ Rokossovsky described Paulus' surrender as follows:

"Troops of the Sixty-fourth, Fifty-seventh and Twenty-first armies proceeded to the liquidation of the southern [Nazi] group, delivering blows from the southwest and northwest and compelling the enemy to lay down his arms on January 31. Field Marshal Paulus was taken prisoner with his staff, and he was at once brought to us at staff headquarters.

"Marshal N. N. Voronov and an interpreter and I were in the building to which von Paulus was brought. The room was lighted by electricity, and we were sitting at a small table. I awaited this meeting with interest. At last the door opened and the duty officer reported the arrival of the Field Marshal and ushered him into the room. We saw a tall, thin, well-knit man in the field uniform of a general standing stiffly before us.

"His manner betrayed great tension which he could not conceal. A tic contorted his face, and he was obviously upset. It was apparent he was expecting something frightful to happen. This was painful to observe, and, glancing at Marshal Voronov, I invited Paulus with a quiet gesture to sit at the table. Looking to right and left, he timidly sat down. There were cigars and cigarettes on the table. I was smoking, and I invited Paulus

of the northern group followed on February 2. This marked the end of the great battle on the Volga, which had such a disastrous conclusion for this huge grouping of Nazi and satellite forces.

The Battle for Stalingrad was extremely fierce, and I personally can compare it only with the Battle for Moscow. From November 19 to February 2 we destroyed 32 divisions and 3 brigades, and the remaining 16 divisions in the German forces lost 50 to 75 percent of their strength.

Total enemy losses in the entire region of the Don, the Volga and Stalingrad amounted to 1.5 million men, 3,500 tanks and self-propelled guns, 12,000 guns and mortars, 3,000 planes and large amounts of other equipment. Losses of such magnitude had a disastrous effect on the general strategic situation and shook the entire military machine of Nazi Germany to its foundations.

Our victory at Stalingrad marked a turning point in the war in favor of the Soviet Union and the beginning of the expulsion of enemy forces from our territory.

It was a long-awaited and glorious victory not only for our forces, who had taken direct part in the defeat of the enemy, but for the entire Soviet people, who had labored day and night to provide the front with everything it needed. The loyal sons of Russia, the Ukraine, Byelorussia, the Baltic, the Caucasus, Kazakhstan and Central Asia won immortal glory by their steadfastness and mass heroism.

Officers and generals of the German forces as well as the German people themselves began to display increasingly hostile feelings toward both Hitler and the entire Nazi leadership. The

to do the same. He promptly did so and just as promptly drank a glass of strong hot tea, but because of his feverish state the twitching of his face and the shaking of his hands did not stop. To the very end of our conversation he was unable to bring himself fully under control." (Rokossovsky in *Stalingradskaya Epopeya*, Moscow, 1968, p. 186.) H.E.S.

German people began to realize that Hitler and his associates had drawn the nation into an obvious adventure and that the promised victories had expired with their forces in the disaster on the Don and the Volga and in the Northern Caucasus.

"The defeat at Stalingrad threw a scare into both the German people and its army," General Westphal wrote. "Never before in the history of Germany had such a large number of troops suffered such a terrible fate."

The crushing of the German, Italian, Hungarian and Rumanian forces on the Volga and the Don also greatly reduced Germany's prestige among her allies. It gave rise to arguments and friction, a loss of confidence in the Nazi leadership, and a desire on the part of the satellites to extricate themselves from the war into which Hitler had drawn them.

The Soviet victory also had a sobering effect on neutral countries and on countries that had adopted waiting tactics and compelled them to acknowledge the great power of the Soviet Union and the inevitable defeat of Nazi Germany.

Everyone recalls the wave of delight that swept over the world at the news of the German defeat at Stalingrad, inspiring the occupied nations to continued resistance.

The defense of Stalingrad, the preparation of the counteroffensive and my contribution to the other operations in the south also meant a great deal to me. They represented much broader experience in the organization of a counteroffensive than I had had in 1941 during the Battle of Moscow, where the forces at our disposal were inadequate to trap the enemy forces.

For general supervision of the counteroffensive at Stalingrad and its results, I was among those awarded the Order of Suvorov First Class. The award of the first of these orders signified not only a great honor for me but was a symbol of the country's expectation that I would do even more to bring the hour of complete victory nearer. Vasilevsky received the second of the orders, and others who were awarded the Order of Suvorov

First Class were Voronov, Vatutin, Yeremenko and Rokossovsky. A large number of generals, officers, sergeants and soldiers also received high decorations.²⁵

The defeat of the German forces at Stalingrad, on the Don and in the Caucasus created conditions favorable for expanding our offensive on all fronts in the southwest.

Operations in the Don-Volga area were followed by the successful Ostrogozhsk-Rossosh and Voronezh-Kastornoye operations. Soviet forces, pressing on toward the west with their winter offensive, captured Rostov, Novocherkassk, Kursk, Kharkov and several other key places. The over-all operational and strategic situation of the Nazi troops deteriorated along the entire Soviet-German front. The Soviet people, inspired by these historic victories of our forces, took energetic measures to provide the Red Army with even better arms and equipment for complete victory over Nazi Germany.

²⁵ On February 4 Rokossovsky and Voronov were called back to Moscow. When they arrived at the Moscow airport, Rokossovsky looked out the window and saw a group of generals and officers assembled to greet them. "On their shoulders shone dazzling gold epaulets," Rokossovsky recalled. "It was quite a surprise to us. I turned to Voronov and said, 'Look! What have we stumbled into?' He was equally surprised, but we soon recognized the familiar faces and figures of our fellow workers on the General Staff and Supreme Command. Everything became clear. Epaulets had been introduced into the Red Army, and we hadn't heard about it." The two officers went to the Kremlin and were ushered into Stalin's office. "We saw him standing on the other side of the room behind his desk," Rokossovsky said. "He came forward quickly to meet us. Before we could begin our report on developments he shook our hands and congratulated us on the successful completion of the operation to liquidate the enemy groupings. It was evident that Stalin was satisfied with the course of events and didn't hesitate to show it." (Rokossovsky in *Stalingradskaya Epopeya*, Moscow, 1968, pp. 189-190.) H.E.S.