

LEADERSHIP ■ STRATEGY ■ CONFLICT



# ERICH VON MANSTEIN

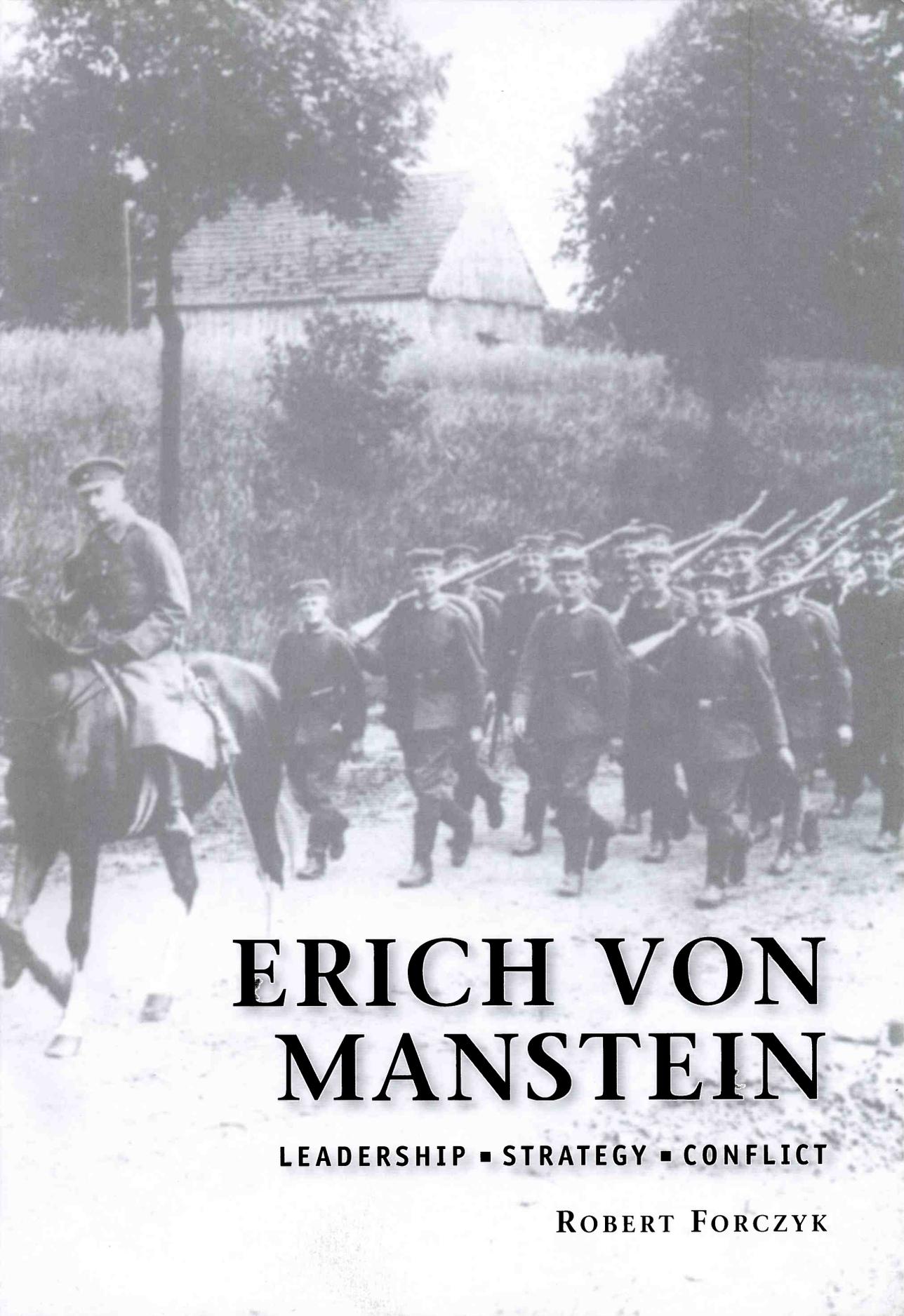
ROBERT FORCZYK

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#### **Dedication:**

This volume is dedicated to SSG Collin J. Bowen, 1-175 IN, 29 ID (LT), MD-ARNG; died 14 March 2008 from wounds received in Afghanistan.

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## INTRODUCTION

From the 17th century, the Prussian Army developed a tradition of *Bewegungskrieg* (manoeuvre warfare), which was gradually refined by the creation of the *Großer Generalstab* (Great General Staff) in the 19th century. Due to the necessity of having to fight enemies on multiple fronts and often outnumbered, Prussian doctrine favoured the use of bold operational manoeuvring to put the enemy in a position of disadvantage and to seek a rapid conclusion to campaigns in a decisive battle before the enemy's superior numbers could be brought to bear. Prussian armies demonstrated a great talent for *Bewegungskrieg* during the Austro-Prussian War of 1866

Erich von Manstein in 1895, age 8. (Author's collection)



and the Franco-Prussian War of 1870–71, where they succeeded in outmanoeuvring and defeating strong opponents in lightning campaigns. Imperial Germany carried this tradition into World War I and its Schlieffen Plan tried to use rapid manoeuvre to knock France out of the war in a matter of weeks. However, this time *Bewegungskrieg* failed to achieve a knock-out blow in the first round and Germany was forced to fight a *Stellungskrieg* (war of position) in the trenches, which resulted in her armies being ground down by four years of attritional combat. One participant who learned his trade as a young staff officer in this war was Erich von Manstein, who would later become one of the most successful exponents and practitioners of manoeuvre warfare in the next global conflict.

Manstein believed in the Prussian traditions of *Bewegungskrieg* as an article of faith and his operational genius lay in the ease with which he was able to impose simple solutions upon complex military problems. During World War II, Manstein used his talent for manoeuvre warfare to make vital contributions to the Third Reich's war effort. First, he conceived the *Sichelschnitt* plan that enabled German armies to defeat

France in just six weeks. Second, he conquered the Crimea and virtually annihilated four Soviet armies in the process. Third, he helped to prevent a complete collapse of the German southern front in the disastrous winter of 1942–43 and mounted a skilful counteroffensive that regained the operational initiative. Later when the war in the east turned against Germany, Manstein advocated a mobile defence as the best means of avoiding costly *Stellungskrieg* and gradually wearing down the enemy.

In addition to being an apostle of manoeuvre warfare in both offensive and defensive situations, Manstein was a tactical innovator who sought means to increase the battlefield effectiveness of his troops. Prior to the war, he recommended the development of *Sturmartillerie* units. During the war, he daringly used assault boats to outflank tactical obstacles and experimented with novel formations, such as an artillery division and a heavy Panzer regiment – both of which were very successful.

However, Manstein's style of warfare gradually became less applicable as Germany's resources were exhausted in six years of bitter warfare. As the tide of war turned against Germany, Hitler forced German armies to defend territorial objectives that he regarded as critical for either political or economic resources, but which effectively tethered his commanders. Unable to conduct true *Bewegungskrieg*, Manstein was reduced to trading space for time. After the war, Manstein was one of the first German commanders to write his memoirs, which he used to develop his reputation as 'Hitler's most brilliant general'. In fact, Manstein's skills were not unique and the Wehrmacht had other skilled practitioners of *Bewegungskrieg*. Yet there is little doubt that Manstein was one of the most ardent exponents of manoeuvre warfare in World War II and his campaigns marked the apogee of the Wehrmacht's operational art.



Cadet Manstein, age 15, in his last year at the Kadettenanstalt in Plön in 1902. (Author's collection)

## THE EARLY YEARS, 1887–1913

The future field marshal was born in Braunfels in Hesse on 24 November 1887. His father was a Prussian artillery officer, Generalleutnant Eduard von Lewinski (1829–1906) and his mother was Helene von Sperling (1847–1910). Erich was the couple's tenth child and Helene had made an arrangement with her sister Hedwig and her husband, Oberst Georg von Manstein (1844–1913), to allow them to raise their newborn, since they had no sons to carry the family name.

The Preußische  
Hauptkadettenanstalt  
(higher cadet academy)  
at Gross Lichterfelde,  
where Manstein received  
his military education  
from 1902 to 1906.  
(Author's collection)



Between the Lewinskis, Sperlings and Mansteins, Erich was related to no fewer than five Prussian generals and he was immersed in Prussian military traditions from the very beginning. Both of Erich's grandfathers had been generals and one of them, General Albrecht von Manstein, had led IX Armeekorps during the Franco-Prussian War. One of his mother's sisters, Gertrud, married Paul von Hindenburg, which made the future *Generalfeldmarschall* and president of Germany Erich's uncle.

Leutnant Erich von  
Manstein in the formal  
dress uniform of the 3.  
Garde-Regiment zu Fuß,  
June 1907. (Author's  
collection)



Erich began his formal education at the age of seven, attending the Lycée in Strasburg where he spent the next five years. In 1900, the 13-year-old Erich was sent to the Kadettenanstalt (cadet school) at Plön in Schleswig-Holstein. During this period, Erich was also enrolled in the Corps of Pages, which required him to serve in Kaiser Wilhelm's court during the winter breaks. He apparently enjoyed his service as a page quite a bit, since he mentioned it more extensively in his memoirs than his service in World War I.

In 1902, Erich went to the Preußische Hauptkadettenanstalt (higher cadet academy) at Gross Lichterfelde in the south-west suburbs of Berlin, which was the primary training centre for Prussian officers. On 6 March 1906 he was commissioned as a *Fähnrich* (ensign) in the infantry. He then attended the Königliche Kriegsschule (royal military academy) at Schloss Engers on the Rhine, near Koblenz, for further training.

As a freshly minted infantry officer, Manstein was posted to the 3. Garde-Regiment zu Fuß, which was Hindenburg's old regiment. This regiment was regarded as a parade unit and a place for noblemen to earn military decorations. Erich served in the regiment as a junior officer for eight years. In 1913, the regiment sent him to attend the Kriegsakademie, which put him on a possible path to the prestigious Großer Generalstab. However, before Manstein could complete the course, a crisis in the Balkans escalated into a major European conflict.

# THE MILITARY LIFE, 1914–43

## World War I, 1914–18

When World War I began in August 1914, Leutnant von Manstein was assigned as adjutant of the 2. Garde-Reserve-Regiment and served initially in Belgium but was then transferred with his unit to East Prussia, which gave Manstein his first taste of action against the Russians. Manstein was involved in the advance towards Warsaw in October 1914 before Russian counterattacks forced the outnumbered German forces to retreat. During the withdrawal, Manstein was wounded near Kattowice, west of Krakow. After recovering in Wiesbaden for six months, he returned in 1915 to serve as a junior staff officer first in Poland, then in Serbia. For his performance during the Serbian Campaign, Manstein was awarded the Eisernes Kreuz 1. Klasse (Iron Cross, 1st Class). Afterwards, Manstein was transferred back to France in April 1916, where he served as a staff officer in the Verdun sector and then later on the Somme sector. Although he had not been trained as a Generalstab officer, in October 1917 Manstein was made a division-level la (operations) officer and he spent the rest of the war in that role.

Although he was an infantry officer, Manstein held no troop commands during the entire war, which was rather odd for a company-grade officer. Furthermore, most of his staff assignments were of a very secondary nature until very late in the war. Compared to those of his peers who survived and went on to become senior officers in the Wehrmacht, it was not exactly a brilliant war career but Manstein did achieve recognition as a skilled and diligent staff officer, which ensured his inclusion in the post-war Reichswehr.

## Service in the Reichswehr, 1919–35

Once the Armistice was signed and revolutionary turmoil broke out in Berlin, the Imperial Army began to disintegrate and Manstein found himself involved in the process of trying to salvage useful fragments from the chaos. Manstein was sent to Breslau in February 1919 to work with General der Infanterie 'Fritz' von Loßberg in organizing the post-war Reichswehr, which was limited to only 100,000 men under the terms of the Treaty of Versailles. Loßberg was a gifted Generalstab officer and he soon became one of Manstein's best mentors.

During his New Year's holiday in January 1920, the 32-year-old Manstein returned to Silesia where he met Jutta Sybille von Loesch, who was 19. He abruptly proposed three days later and they were married on 10 June 1920. Jutta was from a very wealthy aristocratic family in Silesia who lived only 2km (1 mile) from the new border with Poland and who consequently had lost

Hauptmann von Manstein in late 1915, while he was serving as an adjutant in 10. Armee in northern Poland. (Author's collection)



Hauptmann Erich von Manstein (on horseback) with his 6. Kompanie, Infanterie-Regiment 5, on a training march in 1923. He normally spent three days a week on training marches and one day at the firing range. (Author's collection)



much of their land due to the Treaty of Versailles. Manstein settled into married life and a daughter, Gisela, was born in April 1921.

In October 1921 – after 15 years in the infantry – Manstein was finally given his first troop assignment: command of 6. Kompanie of Infanterie-Regiment 5 in Angermünde, north-east of Berlin. While he was at Angermünde, his first son, Gero, was born in December 1922.

After two years as a company commander, Manstein returned to staff duties. Since the Treaty of Versailles had stripped Germany of its Generalstab and forced the closure of its *Kriegsakademie*, the Reichswehr sought to evade these restrictions by training a new group of professional German officers in small study groups. Manstein was one of the lucky few who were brought into these groups and this became a critical period in the development of his military concepts. Generaloberst Hans von Seeckt directed Reichswehr officers to intensively study wartime operations in order to retrain the German army for modern warfare. These studies led to the development of a new doctrine that took existing traditions of *Bewegungskrieg* and updated them with infantry infiltration tactics, tanks, aircraft, gas warfare and motorization. Under Seeckt, the Reichswehr was built for offensive manoeuvre warfare, not the defensive force envisioned by the Allies at Versailles.

Manstein was promoted to *Major* in 1928 and in October 1929 he was assigned to the *Truppenamt* (troop office), T1 section (operations and planning), which covertly incorporated the functions of the former Generalstab within the guise of an administrative organization. Within the *Truppenamt*, Manstein was responsible for developing mobilization plans and preparing studies on weapons development. Manstein was at his best in a demanding intellectual environment and he took to these tasks with great relish. In recognition of his contributions, Manstein was promoted to *Oberstleutnant* in April 1931. During his stay in the *Truppenamt*, Manstein's family continued to grow with the birth of his son Rüdiger.

In the summer of 1931, *Oberstleutnant* Manstein accompanied the new head of the *Truppenamt* on a trip to the Soviet Union. Since 1922, Germany had been secretly conducting military training and weapons development

in the Soviet Union in order to evade the Versailles Treaty restrictions. Manstein visited the Panzer training unit at Kazan, as well as touring Soviet military facilities in Moscow, Kiev and Kharkov.

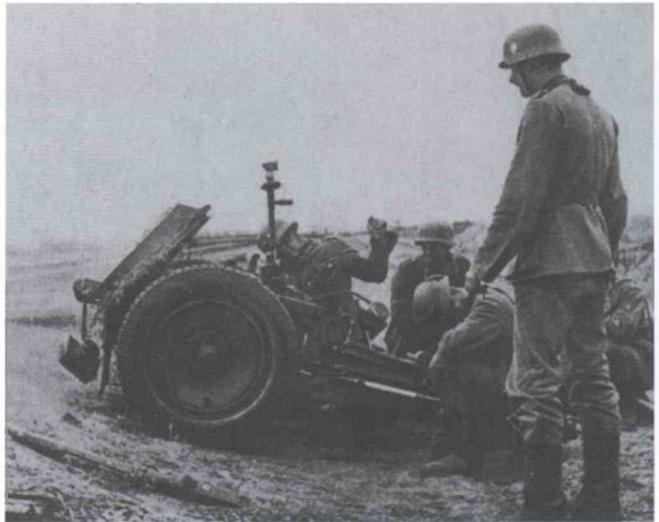
In October 1932, Manstein once again had to punch the command ticket in order to further his career and he went to take over II Jäger Bataillon of 4. Preußen-Infanterie-Regiment in Kolberg. Manstein enjoyed his 16 months with the battalion and later referred to this time as one of the best years of his career. Manstein was at Kolberg when Adolf Hitler became Reichskanzler in January 1933 and he began to notice the effect of new policies

upon the military enacted by the Nazi regime. Soon, all German military personal – including Manstein – were required to take the new service oath (the *Führereid*) that pledged personal loyalty to Adolf Hitler.

### Wehrmacht service, 1935–39

Hitler moved swiftly to reform the German military and prepare it for rapid expansion to 36 divisions, beginning with the reintroduction of conscription in March 1935. Hitler openly violated the Versailles restrictions by reintroducing the forbidden Generalstab within the Oberkommando des Heeres (OKH). In July, Oberst von Manstein was put in charge of the operations branch of the resurrected Generalstab des Heeres. Generaloberst Werner von Fritsch was the first head of the OKH and General der Artillerie Ludwig Beck was the new chief of the Generalstab. Manstein was directed to write the Wehrmacht's first war plan, for war against France or Czechoslovakia. He wrote *Fall Rot (Case Red)* to enable Germany to have a reasonable chance of defending the Ruhr and recommended to Beck that Germany begin a major fortification construction programme along the border with France.

Manstein and Beck were drawn into a doctrinal dispute with the Panzer advocates, led by Generalmajor Oswald Lutz and his outspoken chief of staff, Oberst Heinz Guderian, who were pushing for an independent Panzer arm. Beck had little patience for Guderian and told him that, 'You move too fast for me.' Echoing his chief, Manstein regarded Guderian as a mere 'technician'. As an alternative to Guderian's Panzer divisions, Manstein wrote a memorandum to Beck suggesting the development of *Sturmartillerie* with 75mm howitzers on tank hulls to provide direct fire support to infantry divisions. He proposed equipping each infantry division with a battalion of assault guns by 1940. These units would fall under the control of the artillery branch, which artilleryman Beck regarded as preferable to an independent Panzer branch. Manstein's proposal to create *Sturmartillerie* units did eventually result in the creation of the assault guns that played such a vital



German troops training with the 75mm le IG 18 (light infantry gun). While Manstein was assigned to the Truppenamt in the early 1930s, he was directly involved with infantry training and the integration of new weapons such as the IG 18. (Author's collection)



Generalleutnant Manstein as commander of 18. Infanterie-Division in 1938. After his dismissal from the Generalstab following the Blomberg-Fritsch affair, Manstein was sent to troop command and he was uncertain if he had any future career prospects in Hitler's Wehrmacht. (Bundesarchiv, Bild 183-H01757)

role in World War II. However, the offensive-oriented concepts of Lutz and Guderian had won Hitler's approval and the OKH was ordered to form the first three Panzer divisions while the development of assault guns lagged.

Most of the high-ranking Wehrmacht generals, including Beck, Fritsch and Rundstedt, approved of the rearmament programme begun by Hitler and even approved of small wars to eventually 'correct' the borders with Poland and Czechoslovakia, but they were worried about provoking war with a major power before the Wehrmacht was ready. Manstein wrote Operation Plan *Winterübung* (*Winter Exercise*) for the reoccupation of the Rhineland, which resulted in a political triumph for Hitler when the British and French failed to react.

In October 1936, Manstein was promoted to *Generalmajor* and he became Oberquartiermeister I and Beck's deputy. As the second highest man in the Generalstab, Manstein was intimately involved with

the rapid expansion and reorganization of the Wehrmacht. In June 1937, Hitler's aggressive intentions became clear when he directed the OKH to prepare plans for a surprise attack on Czechoslovakia. Manstein was one of the key participants who drafted the first version of *Fall Grün* (*Case Green*), as well as *Sonderfall Otto* (*Special Plan Otto*) for the occupation of Austria.

Due to his close personal association with Beck and Fritsch, Manstein was drawn into the growing struggle between the new Nazi leadership and the traditional military leadership for control over the army, which came to a head with the Blomberg-Fritsch scandals of 1938. After both officers were forced to resign, pressure was also put upon Beck to quit due to his growing criticisms of the Nazi regime and he was replaced eventually by General der Artillerie Franz Halder. Amidst this house cleaning, Manstein was removed from the Generalstab and sent to command the 18. Infanterie-Division in Liegnitz. As a close protégé of Beck, Manstein was lucky to remain on active service in the Wehrmacht. Manstein was offended by the abrupt discomfiture of Beck and Fritsch – both of whom he admired – but he avoided any public criticism that might terminate his military career.

Manstein's 18. Infanterie-Division was one of 11 new divisions formed in 1934 and when Manstein took it over from Generalleutnant Hermann Hoth, it was still incomplete. Relieved to be away from the political intrigues in Berlin and promoted to *Generalleutnant*, Manstein later wrote that, 'it was a joy to be standing at the head of this division'. Yet he had little time to prepare his division before the Sudetenland Crisis escalated during the summer of 1938 and Hitler ordered the OKH to prepare to execute *Fall Grün* on 30 September. Manstein's division was assigned to Generaloberst Ritter von Leeb's AOK 2 for a deliberate assault on the formidable Czech border

fortifications. However, the British and French politicians folded at the Munich Conference just before X-Day, delivering the Sudetenland to Hitler on a silver platter.

After a brief spell of occupation duty in Czechoslovakia, Manstein was ordered to report to Generaloberst Gerd von Rundstedt's headquarters, located in a monastery at Neisse. Manstein learned that he was appointed chief of staff for Heeresgruppe Süd in *Fall Weiß* (*Case White*), the upcoming invasion of Poland. Manstein was happy to work

with Rundstedt – whom he regarded as an old-style, courtly gentleman – and the Ia (operations officer) was Oberst Günther Blumentritt, one of Manstein's few close friends. Together, they worked to implement the deployment plan. This time, there was no diplomatic solution and Heeresgruppe Süd was ordered to invade Poland at 0445hrs on 1 September.

## World War II

### Poland 1939

As chief of staff of Heeresgruppe Süd, Generalleutnant von Manstein was in a good position to observe the dawn of the new German operational form of war that was soon dubbed blitzkrieg. He was located over 80km (50 miles) behind the front line in his monastery and he communicated with the three subordinate armies by telephone. Furthermore, he was working in an office environment and in his memoirs the only hardship he mentioned was that the sausage they were served in their officers' mess was hard to chew. It is also clear from Manstein's memoirs that he regarded an attack on Poland as justified and he accepted Nazi claims of Polish 'aggression'. Manstein's role was to coordinate the three subordinate armies during the initial stage of the invasion, which rapidly broke through the Polish border defences and raced towards Warsaw.

Two weeks after the end of the Polish campaign, Rundstedt's headquarters was ordered to move west for operations against the Anglo-French. Manstein stopped off at the OKH headquarters in Zossen, south of Berlin and picked up the operations order for *Fall Gelb* (*Case Yellow*) on 21 October. He then proceeded to Koblenz, where Rundstedt's headquarters was now redesignated Heeresgruppe A and put in charge of AOK 12 and 16 assembling near the Belgian border. Blumentritt remained as the Ia but was joined by Oberstleutnant Henning von Tresckow, a clever Generalstab officer of whom Manstein was very fond. The staff was set up in the luxurious Hotel Riesen-Fürstenhof, next to the Rhine.



German armour advancing into the Sudetenland in October 1938. Manstein helped develop *Fall Grün* for the attack on Czechoslovakia and then participated in the occupation of the country after the Munich Crisis was resolved. (Bundesarchiv, Bild 146-1970-050-41)

## ***Sichelschnitt* and the French campaign**

Hitler was determined to attack the Anglo-French allies as soon as possible after Poland, but no plan for an offensive in the west existed because of his earlier assurances to the Generalstab that the Allies would not fight for Poland. However once Britain and France declared war, the OKH suddenly had to develop a plan in barely a month. Faced with a lack of time and anticipating that Hitler would call off the offensive when he realized how unprepared the Wehrmacht was, Halder simply dusted off the Schlieffen Plan from 1914 and updated it with Panzers and Luftwaffe support. As in 1914, the original *Fall Gelb* plan placed the German *Schwerpunkt* on the right flank in Belgium, but this time Holland would also be invaded. In Halder's plan, Generaloberst Fedor von Bock's Heeresgruppe B, with three armies and six of the ten Panzer divisions, would converge on Brussels and push the Allied forces back towards the Channel coast around Dunkirk. Rundstedt's Heeresgruppe A, with two armies and a single Panzer division, would make a supporting attack through the Ardennes towards Sedan. Halder issued an updated version of the plan on 29 October that allocated all armour to the drive on Brussels.

German armour pours through the Ardennes in May 1940, as part of the *Sichelschnitt* plan conceived by Manstein and Guderian. Manstein sought to find a manoeuvre solution to overcome France's defences, rather than the brute-force approach of the original *Fall Gelb*. (HITM Archives)

Once Rundstedt, Manstein and Blumentritt began to examine *Fall Gelb* and the minor role assigned to Heeresgruppe A, they quickly recognized that this plan did not embody the traditional Generalstab concepts of *Bewegungskrieg* and could not lead to decisive *Kesselschlachten* (battles of encirclement). Foremost, Manstein objected to the German main effort being made into Belgium, since he felt that the Allies would expect this move. Under Halder's plan, Manstein expected a massive frontal assault into the teeth of Allied resistance in Belgium, leading to a battle of attrition that Germany could not expect to win.

With Rundstedt's support, Manstein wrote a memo to the OKH that suggested an alternative scheme of manoeuvre that he claimed offered better

odds of success than the current plan. Manstein argued that in order to defeat the roughly equivalent Allied armies, the Wehrmacht needed to achieve operational-level surprise by striking the enemy where they least expected it and which offered the chance for the kind of manoeuvre warfare in which the Germans excelled. In order to accomplish this, he argued that the *Schwerpunkt* should be in the centre with Heeresgruppe A and that surprise could be achieved by sending four Panzer divisions through the Ardennes Forest to cross the Meuse River at Sedan. Once a breakthrough was achieved, the Panzer units would





After crossing the Meuse at Sedan, the German Panzer formations fanned out and cut a swath across northern France to the English Channel. The audacity of Manstein's scheme of manoeuvre caught the Allies flat-footed and rapidly led to decisive success for the Wehrmacht. (HITM Archives)

conduct a *Sichelschnitt* ('sickle-cut') envelopment to reach the Channel coast and thereby trap the main Allied armies in Belgium and following that, a second 'sickle-cut' southwards towards Dijon to cut off the French forces in the Maginot Line. Manstein's concept represented a classic Generalstab solution, by using surprise, concentration and manoeuvre to achieve decisive results. Manstein wrote a total of six memos about his plan to OKH during the winter of 1939–40 but heard nothing in return. Halder, who resented Manstein's efforts to influence OKH planning, ensured that Hitler saw none of these memos. Manstein's concept also benefited from the contributions of Panzer expert General Heinz Guderian, who was also stationed in Koblenz in the autumn of 1939.

Halder was incensed by Manstein's constant barrage of memos and he decided to silence him by having him transferred on 27 January 1940 to take command of the new XXXVIII Armeekorps (AK) forming in Stettin. A third version of *Fall Gelb* was issued on 30 January 1940, which allocated two Panzer divisions to Heeresgruppe A, but which now had a total of three *Schwerpunkts*, spreading the German armour across a broad front. Although Heeresgruppe A was ordered to secure a bridgehead at Sedan, Halder did not envision this occurring until Day 10 of the offensive and Guderian's XIX AK (mot.) was not tasked to conduct any deep penetration on its own.

However, some of Manstein's protégés managed to leak details of his alternate plan to members of Hitler's staff. By this point, Hitler was disenchanted with Halder's plan since it likely would lead to a long struggle of attrition with the Allies, which he wanted to avoid. He became particularly interested in the Sedan area, which seemed to offer a better avenue into north-east France than through Belgium. On 17 February 1940, Manstein and six other senior commanders were ordered to breakfast with the Führer in Berlin and afterwards, Hitler took him aside and asked for his views on *Fall Gelb*. After being briefed by Manstein on his concept, Hitler decided to adopt this new scheme of manoeuvre and ordered the OKH to issue a revised *Fall Gelb*. The new plan increased Heeresgruppe A from 24 to 44 divisions, including the newly formed Panzergruppe Kleist, which would have five Panzer divisions with 1,222 tanks.

Manstein could savour his victory, but only from a distance. When *Fall Gelb* kicked off on 10 May 1940, he was 700km (435 miles) away in Liegnitz and he wrote in his diary, 'it has started and I am sitting at home'. However, his corps was soon ordered to move west by train to join the second-echelon forces, but by the time that he arrived at Rundstedt's new headquarters in Bastogne, the German Panzers had already achieved a clean breakthrough at Sedan and were racing towards the coast. It took some time for Manstein's corps to march from Belgium toward the Somme and it was not until 27 May that his troops arrived near Amiens to take over a 48km (30-mile) stretch of the river line. Manstein's corps was placed under Kluge's AOK 4 and he was assigned to hold the bridgeheads at Abbeville and Amiens. Manstein was chomping at the bit to expand the bridgeheads but Kluge ordered him to remain on the defensive until more German forces reached the Somme.

Once Heeresgruppe A eliminated the trapped Allied forces at Dunkirk, its Panzers turned southwards to finish off France. *Fall Röt (Case Red)*, the second phase of the German offensive in the west, began with a multi-corps attack across the Somme River on the morning of 5 June. Manstein's XXXVIII AK attacked with two infantry divisions and succeeded in pushing back two French divisions. After two days of fighting, the French were in retreat and Manstein launched a pursuit that succeeded in gaining a crossing over the Seine at Vernon on 9 June and reached the Loire River on 19 June. Although his troops had engaged in only light combat, his corps had advanced 480km (300 miles) by foot in only 17 days.

Manstein's direct participation in the French campaign was short but successful and he was promoted to *General der Infanterie* and awarded the Ritterkreuz der Eisernen Kreuzes. Indirectly, his contribution to revising *Fall Gelb* enabled the Germans to achieve complete surprise and gain the initiative for the entire campaign. Although others, including Hitler, contributed to the final plan, it was Manstein's operational concept that laid the groundwork for the greatest military victory ever achieved by German armies.

#### OPPOSITE

1. 22–26 June 1941: Manstein's LVI Armeekorps (mot.) advances to Dünaburg, then Pskov and then veers eastwards to encircle Soviet defences around Luga. His corps is then diverted towards Demyansk.
2. Commanding AOK 11, Manstein breaks through the Perekop Peninsula (24 September 1941) before defeating a Soviet counteroffensive along the Sea of Azov. AOK 11 then occupies the bulk of the Crimea (1–14 November) before crushing Soviet resistance at Sevastopol and in the Kerch Peninsula by 4 July 1942.
3. 10 September–1 October 1942: transferred to the Leningrad front, Manstein's AOK 11 defeats the Soviet effort to raise the siege and encircles part of the 2nd Shock Army.
4. As commander of Heeresgruppe Don in November 1942, Manstein conducts Operation *Wintergewitter* to relieve the Stalingrad pocket on 12–19 December 1942, but the effort fails.
5. Manstein organizes a defence of the Rostov area with Armeebteilung Hollidt to enable Heeresgruppe A to escape from the Caucasus, January 1943.
6. Manstein's 'backhand blow' counteroffensive from 20 February to 18 March 1942 inflicts a severe defeat on the Soviet Southwest and Voronezh Fronts, resulting in the recapture of Kharkov.
7. Operation *Zitadelle*, 5–15 July 1943: Manstein's Heeresgruppe Süd fails to reach Kursk.
8. 30 July to 3 August 1942: Manstein commits two Panzer corps to crush the Soviet breakthrough across the Mius River.
9. After Vatutin's offensive ruptures his left flank on 3 August, Kharkov is lost on 22 August and the 4. Panzerarmee is pushed westwards.
10. Vatutin captures Kiev on 6 November. Manstein mounts a major counteroffensive at Zhitomir on 15–25 November and Radomyshl on 6–23 December, but fails to recapture Kiev or encircle the Soviet tank armies.
11. 24–28 January 1944: Operation *Watutin*, Manstein counterattacks the 1st Tank Army, inflicting significant losses.
12. 1–17 February 1944: Operation *Wanda*, Manstein commits two Panzerkorps to rescue the 56,000 German troops trapped in the Korsun Pocket, which succeeds in rescuing two-thirds of the encircled forces.
13. 28–30 March 1944: when a new Soviet offensive encircles most of Hube's 1. Panzerarmee, Manstein begins organizing a rescue effort but is relieved of command before it occurs.

# Manstein's campaigns in the east, 1941-44



## ***Seelöwe and Barbarossa***

After the French armistice, XXXVIII AK was moved to the Boulogne area to prepare for a possible invasion of England. Under Operation *Seelöwe* (*Sealion*) – the invasion plan developed by the OKH and the Kriegsmarine – 380 barges would carry Manstein's corps from Boulogne to Beach 'D' off Bexhill. However, the Luftwaffe failed to achieve air superiority over the Channel and Hitler decided to postpone the operation. In his memoirs, Manstein regarded the invasion as risky but said that it was the only strategy that offered potentially decisive results against Great Britain. With *Seelöwe* postponed, Manstein passed much of the autumn of 1940 either in Paris or home on leave, as did many of his troops. The war seemed as good as won.

When Hitler ordered the OKH to begin developing a plan to invade the Soviet Union, Halder ensured that Manstein was not involved. Instead, in February 1941 Manstein was ordered to take command of the LVI AK (mot.) headquarters, forming in the quiet spa town of Bad Salzuflen. On 30 March, Manstein was one of 250 senior German officers briefed on Operation *Barbarossa*. He learned that his unit would be one of two motorized corps assigned to Generaloberst Erich Höpner's 4. Panzergruppe in Generalfeldmarschall Ritter von Leeb's Heeresgruppe Nord. The other motorized formation was the XLI AK (mot.) under General der Panzertruppe Hans George Reinhardt. The objective was to overrun the Soviet forces in the Baltic States and then drive rapidly on Leningrad, which was expected to fall within six to eight weeks. Two weeks prior to the invasion, Manstein and other senior commanders were briefed on the Führer's intent to fight a campaign of extermination in the Soviet Union, including the notorious *Kommissar Befehl* (commissar order) that required the summary execution of all captured Soviet political officers.

Manstein was assigned the 8. Panzer-Division, 3. Infanterie-Division (mot.) and 290. Infanterie-Division, meaning that his corps was only partly motorized. His corps moved into its assembly area in the woods near Tilsit in late May 1941 and Manstein arrived only six days before the start of *Barbarossa*. Höpner tasked both Manstein and Reinhardt to punch through the relatively thinly held Soviet border defences, encircle any units of the Soviet 8th Army that got in their way and advance rapidly to seize separate crossings over the Dvina River.

Manstein as corps commander, conferring with General der Panzertruppe Erich Brandenberger, commander of the 8. Panzer-Division, in the summer of 1941. Brandenberger's division was roughly handled at the battle of Soltsy. (Bundesarchiv, Bild 101I-209-0086-12, Fotograf: Koch)



### **Drive on Leningrad**

Manstein attacked across the Nieman River at 0300hrs on 22 June 1941 with his 8. Panzer-Division and 290. Infanterie-Division. The attack struck the lightly defended boundary between the Soviet 8th and 11th Armies, and 8. Panzer-Division advanced 70km (44 miles) on the first day. Unknown to Manstein, part of the Soviet 3rd Mechanized Corps made an attack into the flank of 4. Panzergruppe but passed right

by Manstein's spearheads and engaged in a major tank battle with Reinhardt's corps around Raseiniai.

While Reinhardt was busy fending off the Soviet armour, Manstein's corps continued its rapid advance to the Dvina River along the Dvinsk highway against negligible opposition. On the morning of 26 June, after an advance of 315km (196 miles) in 100 hours, the lead *Kampfgruppe* of 8. Panzer-Division and a company of Brandenburg troops in Soviet uniforms seized both the road and railway bridges over the Dvina at Daugavpils intact. Manstein's dash across Lithuania had accomplished the *Panzergruppe's* intermediate objective at the cost of only 365 casualties. However, the German bridgehead was precarious, since Manstein was 100km (62 miles) ahead of the rest of Heeresgruppe Nord and it took another two days for his infantry to reach the bridgehead. Even worse, the rapid advance had consumed 5.5 VS (*Verbrauchssatz*) of fuel – equivalent to 545 tons of gasoline – that left his spearhead virtually immobilized. Lacking prior direct experience with armoured force logistics, Manstein simply ran his corps forwards at maximum speed until it ran out of fuel and had no hope of immediate resupply. Nor had Manstein's dash done very much damage to the Soviet 8th or 11th Armies, since his corps took fewer than 5,000 prisoners in the first two weeks of the offensive and no major units were overrun or encircled.

The Soviets were determined to recapture the bridges over the Dvina and subjected Manstein's corps to persistent attacks from tactical bombers. On the morning of 28 June, the Soviet 21st Mechanized Corps under General-Major Dmitri Lelyushenko attacked Manstein's bridgehead with 60 BT-7 light tanks and several battalions of motorized infantry. Lelyushenko was a very experienced and combat-savvy commander; for the first time, Manstein was up against a capable opponent. The Soviet counterattack pressed Manstein's isolated, out-of-fuel corps fairly hard but Lelyushenko's corps was in even worse shape and after losing most of his tanks he had to break off the attack and retire northwards.

Once the rest of Heeresgruppe Nord reached the Dvina River, Manstein's corps was refueled and he was given the SS-Division 'Totenkopf' for the pursuit of Lelyushenko's forces. However, Manstein's pursuit was sluggish and it was Reinhardt who made greater progress towards Leningrad, capturing Pskov

Left:

An abandoned Soviet KV-2 heavy tank in Lithuania, June 1941. These tanks proved to be a severe shock to the *Panzertruppen*.

Manstein's rapid dash to Dünaburg meant that he missed a head-on clash with these giants and left Reinhardt's corps to fight the Soviet armour on its own. (Bundesarchiv, Bild 101I-209-0091-11, Fotograf: Nägele)

Right:

German armour advancing through a forest track towards Leningrad.

Manstein's corps was caught strung out along these type of roads by the Soviet counterattack at Soltsy on 15 July 1941. (Bundesarchiv, Bild 101I-209-0074-16A, Fotograf: Zoll)





A PzKpfw IV medium tank of the 8. Panzer-Division bypasses a destroyed bridge, July 1941. German armour usually breached river lines before the Soviets could form effective defences. (Bundesarchiv, Bild 101I-209-0052-35A, Fotograf: Koch)

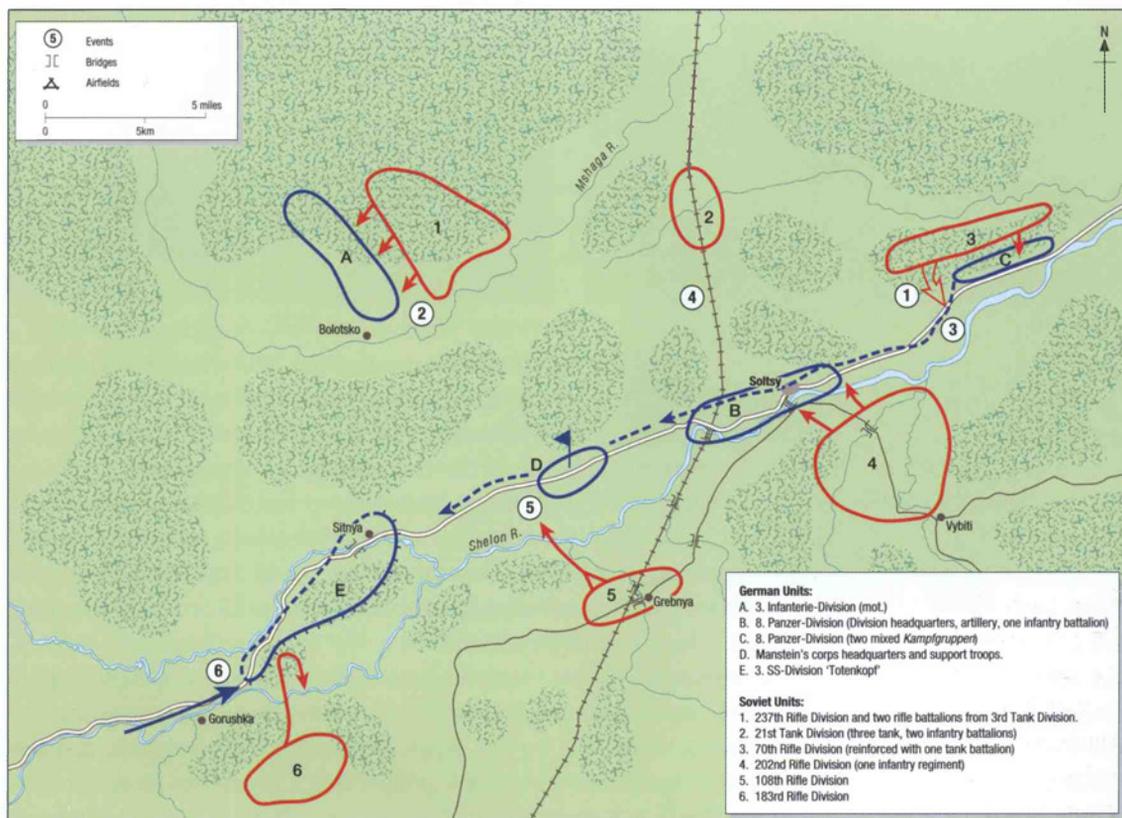
on 8 July. With the capture of Pskov, Höpner hoped to get his Panzers across the Luga River before the Soviets could establish a new defensive line, so he decided to conduct a classic pincer attack on the Soviet concentration around Luga by sending Reinhardt's corps westwards to cross the river, while Manstein's corps would move to the north-east towards Novgorod. Manstein's corps marched towards Lake Il'men, with the 8. Panzer-Division in the lead. Manstein's troops were able to advance fairly rapidly and had only sporadic contact for the first several days.

Although the Soviets were frantically trying to establish a strong defensive position behind the Luga River, Marshal Kliment E. Voroshilov decided to use his limited reserves to conduct a spoiling attack. Noticing that the two German motorized corps were too far apart to provide mutual support, he ordered the 11th Army to counterattack Manstein's corps near Soltsy. Voroshilov sent his chief of staff, Nikolai Vatutin, to organize the counterattack.

On the morning of 15 July, the 8. Panzer-Division was strung out along the main road east of Soltsy, with virtually no flank protection. Manstein's corps command post was west of Soltsy and the 3. Infanterie-Division (mot.) was even further back. Unknown to Manstein, General-Major Ivan Lazarev had assembled two full-strength units – the 21st Tank Division and the 70th Rifle Division – in the woods north of Soltsy, while three weak rifle divisions from the 22nd Rifle Corps were massing south of Soltsy. Vatutin ordered these two groups to mount a coordinated pincer attack to cut the main road behind the Germans. Thus, it was a great surprise when the 8. Panzer-Division was attacked in force on its left flank by waves of enemy infantry, supported by over 100 T-26 light tanks, considerable artillery and even some air support. As the 8. Panzer-Division recoiled back towards Soltsy, the southern assault group severed the road behind Soltsy and soon the 8. Panzer-Division was encircled. In desperation, Manstein ordered the 8. Panzer-Division to fight its way out of the encirclement and arranged for limited air resupply. After two days of heavy fighting, the 8. Panzer-Division finally broke out of the encirclement but was so battered that it had to be pulled back into reserve to refit, leaving Manstein with no armour. Eventually, Höpner sent reinforcements and the exhausted Soviet assault groups called off the counteroffensive. Due to Vatutin's counteroffensive, Manstein was unable to fulfil his mission to get behind the Luga line and the battle of Soltsy was his first defeat.

After Soltsy, Manstein's command was reduced to only a single division for two weeks, but in early August he was given two more infantry divisions to conduct frontal attacks against the main Soviet defences around Luga while Reinhardt's Panzers executed a single envelopment from their bridgehead. Soviet resistance was fierce, but Manstein was on the verge of linking up with

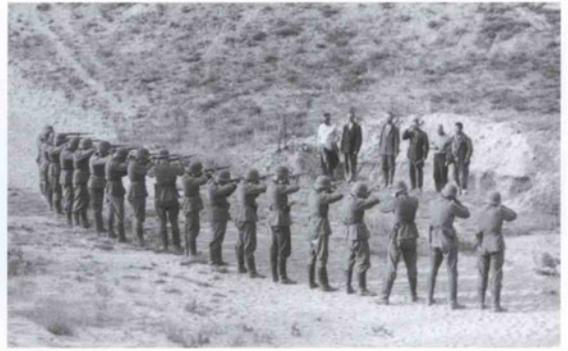
## The battle of Soltsy, 15–17 July 1941



- 15 July, morning: the 70th Rifle Division attacks and seizes the road behind the spearhead of the 8. Panzer-Division.
- The 237th Rifle Division launches multiple attacks on the German 3. Infanterie-Division (mot), preventing it from going to help the 8. Panzer-Division.
- 15–16 July: the spearhead of the 8. Panzer-Division manages to fight its way out of the encirclement and retreats westward to Soltsy.
- 16 July: the Soviet 21st Tank attacks and threatens to cut the road west of Soltsy, while the weak 202nd Rifle Division attacks Soltsy from the south. Surrounded on three sides, the 8. Panzer-Division abandons Soltsy.
- 17 July: as the Soviet XXII Rifle Corps attacks with the 180th and 183rd Rifle Divisions to cut the main road to Soltsy, the 8. Panzer-Division continues to retreat westwards.
- 18 July: The 3. SS-Division 'Totenkopf' arrives and clears the road to enable the battered 8. Panzer-Division to move into reserve. Manstein re-establishes a new corps front line around Sitnya.

Reinhardt's Panzers when once again, Marshal Voroshilov decided to disrupt German operations with a counterstroke of his own.

On 12 August, the Soviet 11th and 34th Armies attacked with ten divisions against the three divisions of the German X AK in Staraya Russa. This was virtually a repeat of the Soltsy counterattack – except on a larger scale – and within three days the Soviets had isolated X AK, presenting Heeresgruppe Nord with a serious crisis. Since Reinhardt's Panzers were too far away to help, Leeb decided to use Manstein's corps to mount a relief operation. Manstein was given the SS-Division 'Totenkopf' and the 3. Infanterie-Division (mot.) to mount a two-division pincer attack against General-Major Kuzma M. Kachanov's 34th Army on 19 August. Luftwaffe close air support helped Manstein's attack make rapid progress and he



Left:  
Russian prisoners taken by Heeresgruppe Nord, July 1941. Manstein's corps took few prisoners during the advance on Leningrad; his troops did comply with Hitler's *Komissar Befehl*.

Throughout his career in Russia, Manstein turned a blind eye to the fate of enemy prisoners. (Bundesarchiv, Bild 101I-010-0919-39, Fotograf: Georg Schmidt)

Right:  
German troops executing Soviet 'partisans' in the Heeresgruppe Nord area of operations near Leningrad in September 1941. (Bundesarchiv, Bild 101I-212-0221-06, Fotograf: Thiede)

not only re-established ground communications with X AK but encircled elements of five Soviet divisions. Manstein claimed that his corps captured 12,000 prisoners within the *Kessel* and there is no doubt that he inflicted a heavy defeat upon Kachanov, who was executed for his failure.

Despite success at Staraya Russa, Leeb decided to detach Manstein's corps to support AOK 16's drive eastwards towards Demyansk, due to increasing Soviet activity in this sector. Near Demyansk on 12 September, Manstein was informed that he was being given command of AOK 11 in Heeresgruppe Süd and he departed the next day.

As a corps commander, Manstein demonstrated that he was an aggressive leader who understood how to conduct *Bewegungskrieg* in order to achieve operational-level success. However, he accomplished fewer of his missions than his peer Reinhardt and his corps only had a Panzer division attached about half the time. During much of the 12-week drive on Leningrad, he was actually leading just infantry formations. Manstein's operations in Lithuania and Latvia did reveal that he still had a great deal to learn about mechanized force logistics and properly identifying restricted terrain. More worrisome, the surprise at Soltsy indicates that Manstein did not anticipate enemy actions, which is a mistake that he would repeat in the future.

### Conquest of the Crimea 1941–42

Manstein arrived at AOK 11 headquarters in Nikolyaev on 17 September, right after that formation had gotten across the Dnepr River at Berislav. At this point, AOK 11 consisted of XLIX Gebirgs-Armee-korps, XXX AK and LIV AK, with a total of nine German divisions, and the attached 3rd Romanian Army. Generalfeldmarschall Gerd von Rundstedt, commander of Heeresgruppe Süd, assigned AOK 11 two missions after crossing the Dnepr: pursue the retreating Soviet forces eastwards to Rostov and conquer the Crimea.

Initially, Manstein tried to accomplish both missions, even though this pulled his army in different directions. He sent General der Kavallerie Erik Hansen's LIV AK with three divisions to open an entrance to the Crimea by capturing the Perekop Isthmus, while the rest of his army advanced towards Melitopol. Hansen spent six days battering his way through the 8km-wide (5-mile) neck of the Perekop Isthmus, until the 51st Army began to retreat in disarray. However, Manstein's hopes for exploiting this success were dashed

when a Soviet counteroffensive near Melitopol overran a Romanian brigade. Manstein was forced to commit the SS-Division (mot.) 'Leibstandarte SS Adolf Hitler' to save the situation in the east, which left him no fresh units to exploit the success gained at Perekop. Instead, he launched fixing attacks against the front of the Soviet 9th and 18th Armies, while Kleist's 1. Panzergruppe enveloped the hapless Red Army divisions from the north, trapping them against the Sea of Azov by 7 October.

After the battle of the Sea of Azov, Rundstedt reduced Manstein's AOK 11 to six German infantry divisions and the Romanians, but allowed him to focus just on the Crimea. Hansen's corps was badly outnumbered by the Soviet 51st Army, which occupied fortified positions near Ishun at the southern end of the Perekop Isthmus. A huge set-piece battle began on 18 October and continued for ten days as the Germans slowly fought their way through the Soviet defences. When the Soviet troops

began to fall back into the interior of the Crimea, Manstein began a vigorous pursuit with extemporized motorized columns, Romanian cavalry and force-marching infantry that kept the enemy on the run. German troops entered Simferopol on 1 November – where Manstein set up his new headquarters – and Kerch was overrun on 16 November. The Soviet Navy established hasty landward defences around the fortress of Sevastopol, but Manstein hoped to take it before reinforcements arrived by sea. He tried a probing attack on 10 November that failed due to lack of heavy artillery and air support. Resigned to a siege, Manstein ordered XXX and LIV AK to invest the city, while the newly assigned XLII AK and the Romanians guarded the eastern coast of the Crimea.

By the beginning of December 1941, Manstein's AOK 11 in the Crimea was the only Wehrmacht formation still attacking on the Eastern Front. Yet Manstein's supply situation was poor and he had little artillery or air support to mount a deliberate attack on a fortified area. Nevertheless, he launched a six-division offensive against Sevastopol on 17 December that gained some ground but failed to capture the city. After AOK 11 suffered 8,500 casualties, Manstein called off the offensive and settled into a siege. However, on 26 December the Soviet 51st Army landed 5,000 troops at Kerch and three days later the 44th Army landed at Feodosiya. Manstein had underestimated the threat of Soviet amphibious operations and he left only one division from Generalleutnant Hans Graf von Sponeck's XLII AK to guard over 150km (93 miles) of coastline. Sponeck succeeded in smashing the smaller Kerch landing but the loss of Feodosiya threatened to cut off his troops so he asked Manstein permission to withdraw. Manstein refused the request. Sponeck decided to retreat without orders and conducted a



Manstein's attempts to seize Sevastopol in November–December 1941 failed and he was forced to mount a winter siege of the city. (HITM Archives)

100km (62-mile) forced march that saved his troops from encirclement, then formed a new front west of Feodosiya that contained the Soviet landings. In spite of the fact that disaster had been averted, Manstein relieved Sponeck of command and reported his disobedience to the OKH. Even though he was a recipient of the Ritterkreuz, Sponeck was hauled before a court of honour in Germany and sentenced to death, but Hitler commuted the sentence to six years in the military prison at Germersheim.

Manstein sent XXX AK to reinforce the hard-pressed XLII AK and then launched an amazing winter counterattack on 15 January 1942 that succeeded in recapturing Feodosiya and inflicting over 16,000 Soviet casualties. However, AOK 11 had exhausted its last reserves in retaking Feodosiya and the Stavka used the subsequent lull to reinforce the newly formed Crimean Front under General-Lieutenant Dmitri T. Kozlov.

During the period of February–April 1942, Manstein found himself conducting a two-front defensive campaign with greatly inferior resources. The Soviet Black Sea Fleet poured reinforcements and supplies into Sevastopol – mocking German claims that the city was under siege – and General-Major Ivan Petrov's Coastal Army was rebuilt into a powerful force that actually outnumbered Hansen's besieging force. Stalin was quick to note that together, the forces of Petrov and Kozlov outnumbered Manstein's AOK 11 by two to one and he bullied both commanders into launching premature offensives. Between February and May 1942, Manstein repulsed three Soviet offensives, which failed to break the AOK 11 siege lines. However, when Heeresgruppe Süd sent the 22. Panzer-Division to reinforce the Crimea, Manstein used it in a poorly planned counterattack against prepared Soviet defences that failed with the loss of 32 tanks. This counterattack was a sobering lesson for Manstein in the use of Panzers; trying to breach enemy minefields and anti-tank ditches without support from pioneers, infantry and artillery was suicidal. Like many German commanders, Manstein had been conditioned by the easy victories of 1940–41 to think that Panzer divisions could overcome all opposition on their own, but now he learned that proper combined arms tactics were required to overcome a dug-in and determined opponent.

After Kozlov's attacks petered out in April, Manstein flew to meet with Hitler at the Wolfsschanze in East Prussia to receive guidance for the 1942 campaign. Hitler listened to Manstein's operational plans for dealing with both Soviet positions and for once, gave his commander on the spot a relatively free hand. Manstein informed Hitler that he intended to crush the Soviet Crimean Front with a surprise offensive in May known as Operation *Trappenjagd* (*Bustard Hunt*), then once the Kerch Peninsula was

Soviet naval infantry landing near Kerch on 26 December 1941, threatening to annihilate Manstein's thin covering forces. Manstein had not expected amphibious landings during the winter and underestimated Soviet resourcefulness. (RIA Novosti, 90324)



cleared, to concentrate all of AOK 11 for a mighty assault upon Sevastopol in July known as Operation *Störfang* (Sturgeon Haul).

Manstein succeeded in concentrating five infantry, one Panzer and two Romanian divisions against Kozlov's front, which had been reinforced to three armies with the equivalent of 20 divisions. Kozlov constructed three lines of defence across the Parpach narrows, with his 44th and 51st Armies up front and the 47th Army in reserve. Given that Manstein's forces were outnumbered two to one and that swamps protected the southern portion of the Soviet front, Kozlov thought that his position was impregnable. Instead, Manstein launched one of the most amazing attacks of World War II on the morning of 8 May 1942. As in the *Sichelschnitt* plan, Manstein placed his *Schwerpunkt* in the worst terrain, attacking through the swamps to pulverize the two front-line divisions of the 44th Army with massed artillery and Stuka dive-bombing. Meanwhile, Manstein employed his secret weapon – the 902. Sturmboote Kommando – to land a reinforced infantry company behind the main Soviet defences. In just 3½ hours, the Soviet front was pierced and Manstein pushed his second echelon forces through to widen the breach. Richthofen's Fliegerkorps VIII – whose arrival Soviet intelligence had not detected – launched a series of devastating attacks that quickly gained air superiority over the Crimea. Before Kozlov was even aware of the extent of the danger posed by the German breakthrough, Manstein committed the 22. Panzer-Division on the second day of the offensive, and this time it committed a perfect enveloping attack that pinned the bulk of the 51st Army against the Sea of Azov. After that, Manstein quickly force-marched infantry and small motorized units to overrun the eastern Kerch Peninsula, while the rest of his army finished off the trapped Soviet troops. With his command shattered and its survivors retreating in disorder toward the port of Kerch, Kozlov ordered an evacuation to the Taman Peninsula, but was only able to save 37,000 of his 212,000 troops before Kerch was captured on 15 May. Manstein had demolished three Soviet armies in just one week and at the cost of only 3,397 casualties. Now, he could turn to deal unhindered with Sevastopol.

After the fall of Kerch, the Stavka rushed 5,000 reinforcements to Petrov's army in Sevastopol, but the Soviets did not anticipate the scale and intensity of Operation *Störfang* when it began on 2 June. Manstein assembled over 900 medium and heavy guns, which he used to soften up the defences with a five-day bombardment while Fliegerkorps VIII pounded the harbour areas. After methodically eliminating a number of the forward Soviet positions, Manstein once again used Hansen's LIV AK as a battering ram, gouging a

German *Feldgendarmerie* round up civilians in Simferopol in January 1942. Despite the fact that his headquarters was located in this city, Manstein later claimed that he was unaware that over 14,000 civilians were executed here. This photo clearly shows that Manstein's own AOK 11 soldiers were involved in roundups, in accordance with his directive of 20 November 1941. (Bundesarchiv, Bild 183-B18164, Fotograf: Hans Zündorf)





Manstein as commander of AOK 11 in early 1942, wearing his Ritterkreuz and recently awarded Romanian Order of Michael the Brave, 3rd Class. (Bundesarchiv, Bild 101I-231-0718-12A)

deep dent in the northern Soviet lines on 7 June. The XXX AK, under General der Artillerie Maximilian Fretter-Pico, was assigned to conduct a supporting attack against the southern Soviet defences, but Manstein was dissatisfied with Fretter-Pico's sluggish and unimaginative attacks. The Romanian Mountain Corps was also attached to AOK 11 for *Störfang*, but Manstein used them to hold the relatively quiet central sector. Early on, it became obvious that Operation *Störfang* would be a battle of attrition, consuming ammunition and infantry at a prodigious rate and victory would go to the side that maintained its combat effectiveness the longest. Since he was attacking the equivalent of eight heavily fortified enemy divisions with only nine of his own divisions, Manstein ensured that he had as many combat multipliers as possible to increase the effectiveness of his assaults. He assigned two pioneer battalions to each assault division to breach obstacles and he managed to get three assault gun battalions for close support.

Manstein observed the initial ground assaults from a concealed observation post, but he did not visit the front lines much during the offensive, due to the threat from persistent sniper and mortar fire. Unlike commanders such as Erwin Rommel or Heinz Guderian, Manstein was not comfortable with front-line leadership and preferred to operate from a fixed command post where he could best coordinate his three corps commanders, his artillery and Richthofen's air support. His relationship with the Romanian corps commander, General-Major Gheorge Avramescu, deteriorated during the campaign when Manstein made it clear that he didn't trust the Romanian troops. Yet when the Romanian mountain infantry were committed to action in the final stages of the battle, they performed well despite Manstein's misgivings.

By late June, Manstein's AOK 11 had made considerable progress in reducing Sevastopol, but his infantry units were badly depleted, much of the heavy artillery was running out of ammunition and Fliegerkorps VIII was due to transfer north to support Operation *Blau*. Manstein decided to gamble before his offensive ran out of steam; he brought in the 902. Sturmboote

Kommando to enable Hansen's LIV AK to make a surprise night crossing of Severnaya Bay, while Fretter-Pico's XXX AK made a night assault on the Sapun Ridge on 29 June. Both attacks achieved success, which fatally compromised the Soviet defence. When they realized that their defence was crumbling, the Soviets began a last-second evacuation that saved Petrov and the senior leadership, but left the bulk of the Coastal Army in the lurch. German troops entered the ruins of Sevastopol on 1 July and all resistance was crushed within three days. Manstein had captured one of



the strongest fortresses on earth at the cost of over 35,000 German and Romanian casualties. The Soviets lost 113,000 troops killed or captured, with seven divisions annihilated. It was a stunning if costly victory and Hitler was satisfied enough to award Manstein his *Generalfeldmarschall's* baton on 1 July. Manstein had reached the pinnacle of his military career.

Manstein had fought a nine-month campaign in the Crimea that was virtually independent from the rest of the Wehrmacht effort in the Soviet Union, receiving only sporadic support from Heeresgruppe Süd. During this period, he smashed four Soviet armies and inflicted in excess of 360,000 casualties upon the enemy. The restrictive terrain in the Crimea forced Manstein to fight the kind of campaign that offered few opportunities for *Bewegungskrieg*, but he seized these opportunities when they did arise and he fought a far more intelligent battle of position than Paulus would fight at Stalingrad in the autumn of 1942. However, Manstein's triumph was tarnished by the disloyalty that he demonstrated to his subordinates and Romanian allies, as well as his acquiescence to the SS execution of thousands of Soviet prisoners and civilians after the fall of Sevastopol.

### Return to the Leningrad front, August–November 1942

After the fall of Sevastopol, Manstein spent several weeks in Romania on vacation and when he returned, new orders from the OKH directed AOK 11 to proceed by rail to join Generalfeldmarschall Georg von Küchler's Heeresgruppe Nord in the siege lines outside Leningrad. In Hitler's mind, Manstein had proven himself an expert in siege warfare and was the logical choice to bring the year-long siege of Leningrad to a successful conclusion.

When Manstein reached the Leningrad front on 27 August 1942, the period of mobile operations was long gone and this area had settled into positional warfare reminiscent of World War I. Due to transportation difficulties, AOK 11 would not arrive all at once, but trickled northwards over a two-month period.

Manstein was dubious about taking Leningrad, since his experience at Sevastopol taught him that a battle of attrition in an urban area defended by 200,000 enemy troops would probably bleed his forces white. Furthermore, Heeresgruppe Nord lacked sufficient pioneers, artillery, assault guns, air support and even ammunition to use the kind of tactics that had worked at Sevastopol. Not wanting a Pyrrhic victory, Manstein developed plan *Nordlicht* (*Northern Lights*) that employed a typically bold scheme of manoeuvre. He intended to use five infantry divisions and his available artillery to achieve a penetration of the Soviet fortified lines south of Leningrad and then conduct a night assault crossing of the Neva River. Once a bridgehead was secured, Manstein would push the 12. Panzer-Division and four fresh infantry divisions across the river to outflank the Soviet 55th Army and then push north to sever



Above:  
Manstein's secret weapon in the Crimea – a *Sturmboote* carrying a squad of infantry. Twice he succeeded in unhinging strong Soviet defences by infiltrating infantry across unprotected water flanks and he intended to use them again at Leningrad to cross the Neva River. (Bundesarchiv, Bild 101I-266-0058-14, Fotograf: Vorpahl)

Opposite:  
Soviet prisoners captured by the 22. Panzer-Division during Operation *Trappenjagd* in the Crimea, May 1942. Manstein's troops captured 147,000 prisoners during the operation – the largest haul he ever took. (Bundesarchiv, B 145 Bild-F016237-0022A)

A destroyed 305mm gun turret at Fort Maxim Gorky in Sevastopol, June 1942. Manstein reduced this fortress by careful use of combined-arms tactics, aided by overwhelming Luftwaffe close air support. (Bundesarchiv, N 1603 Bild-117, Fotograf: Horst Grund)



the Leningrad–Osinovets railway line. If he could cut Leningrad's tenuous supply lines across Lake Ladoga, the city could be quickly starved into submission and he would thereby avoid a costly city fight as in Stalingrad.

Meanwhile, Soviet intelligence detected the arrival of AOK 11 elements near Leningrad and concluded that a German offensive was imminent. The Stavka ordered General Kirill Meretskov's Volkhov Front and General-Lieutenant Leonid Govorov's Leningrad Front to conduct a pincer attack upon the Siniavino Heights in order to disrupt the German preparations for an offensive. On 27 August – the day that Manstein arrived – both Soviet fronts attacked. Govorov's initial efforts to get across the Neva River failed, leaving Meretskov to attack the Siniavino Heights with his 8th Army. Using their large superiority in numbers, the Soviet infantry succeeded in pushing a deep bulge into the German lines, into which Meretskov then pushed part of the 2nd Shock Army.

### ***Schwerpunkt!* German troops cross the Soviet anti-tank ditch near Parpach during Operation *Trappenjagd*, 8 May 1942**

Manstein began Operation *Trappenjagd* on the morning of 8 May 1942 with the objective of destroying the three Soviet armies in the Kerch Peninsula. Although his forces were outnumbered, Manstein decided to surprise his opponents by making his main effort – his *Schwerpunkt* – in the swampy terrain south of Parpach. The Soviets did not expect an attack in this sector, but dug an 11m-wide (36ft) anti-tank ditch just to be sure. However, Manstein ordered XXX AK to breach the anti-tank ditch and create a penetration corridor for the 22. Panzer-Division to exploit. The 28. leichte-Division was the tip of Manstein's spear and he ensured that it was reinforced with a battalion of assault guns, assault pioneers, massed Stuka sorties and the corps artillery. Armed with this support, the *Jäger* blasted their way through the outer Soviet defences and reached the ditch before dawn. Here, the *Jäger* have just secured the far side of the obstacle, while assault guns, artillery and Stukas keep the enemy's heads down. Due to Manstein's concentration of overwhelming force at the decisive point, he was able to breach a seemingly impregnable Soviet defence using fire and manoeuvre. Once this penetration was made and German armour began to cross the anti-tank ditch into the Soviet rear areas, the defence of the entire Soviet Crimean Front was rapidly compromised, leading to the greatest victory in Manstein's career.





Manstein and his staff aboard his command train on the Leningrad front, September 1942. Oberst Theodor Busse (Ia) is on his right and Generalmajor Karl Friedrich Schulz (chief of staff) is on his left. (Author's collection)

An offensive originally intended only as a spoiling attack suddenly appeared capable of reopening a land corridor to Leningrad.

Hitler realized that the entire siege of Leningrad was in jeopardy and he ordered Manstein to take personal command of all the forces around the Siniavino Heights and to use some of the assault divisions preparing for the attack on Leningrad to eliminate the Soviet salient. Although Manstein had to feed two of his veteran divisions into battle piecemeal to block any

further Soviet advance, he realized that the best long-term solution was to conduct a pincer attack to cut off the Soviet salient. Manstein attacked on 21 September with six divisions and succeeded in encircling the salient and trapping parts of the 8th Army and the 2nd Shock Army. Manstein then spent the next three weeks reducing the *Kessel* with artillery and air bombardments. By mid-October, Manstein's AOK 11 had eliminated the *Kessel* and taken 12,000 prisoners, but it suffered over 10,000 casualties itself. Heeresgruppe Nord decided to postpone *Nordlicht* until its units could be refitted.

While mulling over the prospects for mounting *Nordlicht* in spring 1943, Manstein received news on 30 October that his eldest son, Leutnant Gero von Manstein, had been killed the previous day near Lake Il'men by Soviet air attack. Manstein had dined with Gero on 18 October and his death took the gloss off victory in the first battle of Lake Ladoga.

### **The Stalingrad relief operation, December 1942**

While Manstein stabilized the German front around Leningrad, the Wehrmacht was involved in a death struggle with the Red Army at Stalingrad. General der Panzertruppe Friedrich Paulus' AOK 6 and part of Generaloberst Herman Hoth's 4. Panzerarmee had reached the Volga River in early September 1942, but after two months of intense combat the Soviets still held part of Stalingrad. A crisis developed when the Soviet Southwest Front under General Nikolai Vatutin and the Stalingrad Front under General-Colonel Andrei Yeremenko attacked the Romanian 3rd and 4th Armies guarding Paulus' flanks on 19 November and achieved spectacular breakthroughs. With the Romanians disintegrating, Hitler and the OKH realized that AOK 6 was in danger of being encircled and decided to establish Heeresgruppe Don to deal with the crisis. Having just crushed the Soviet offensive at Leningrad, Hitler felt that Manstein was the right man for the job and picked him to lead the new formation on 20 November.

Manstein decided to take his chief of staff, Generalmajor Karl Friedrich Schulz and his Ia, Oberst Theodor Busse, with him on this new assignment. However, Manstein did not appear to be in a great hurry to reach his new

command and took nearly a week to reach the area of operations, during which events were moving very rapidly. In his memoirs, he claimed that 'the weather was too bad for flying' and this required him to go by train the entire way, but in his memoirs, Friedrich W. von Mellenthin reports that he travelled by air from Rastenberg to Rostov in a single day in order to reach Heeresgruppe Don.

By the time that Manstein arrived at Novochoerkassk near Rostov on 26 November, Vatutin's and Yeremenko's forces had already linked up at Kalach, surrounding over 250,000 German and Romanian troops in the Stalingrad Pocket. General der Infanterie Karl Hollidt quickly formed *Armeeabteilung Hollidt* to hold the Chir River, but he only had rear-area troops, *Luftwaffe* flak units and the remnants of the 22. Panzer-Division, along with some Romanian remnants salvaged by Oberst Walther Wenck. Generaloberst Hermann Hoth was also able to save some Romanian troops and he focused on safeguarding the railhead at Kotelnikovo for the expected reinforcements.

Once Manstein's headquarters became operational at Novochoerkassk (over 200km [125 miles] behind the front) on the morning of 27 November, Heeresgruppe B transferred command over the troops in the Stalingrad *Kessel* to the new Heeresgruppe Don. However, Manstein's headquarters suffered from poor communications with its subordinate units for several days, hindering his efforts to pull the new command together. Manstein's initial orders from the OKH were 'to bring the enemy's attacks to a standstill and recapture the positions previously occupied by us', but once Stalingrad was surrounded, the orders were upgraded to a relief operation to save Paulus' army – which was now about 135km (84 miles) from the new German front line at Kotelnikovo. In his memoirs, Manstein asserted that, 'Sixth Army's subordination to HQ Heeresgruppe Don was more or less a fiction' and he claimed that the OKH and Hitler exercised direct command over Paulus. He added that, 'the army group could no longer command it, but merely give it assistance'. Manstein was aware that the Stalingrad crisis was likely to end badly for the Wehrmacht and he made great efforts to shift blame for what followed to the OKH and Hitler, clearly shirking his command responsibilities.

Although most of the Soviet attention was focused on reducing the Stalingrad *Kessel*, Vatutin assigned General-Major Nikolai Trufanov's 51st Army to defend the south-west approaches to Stalingrad. Despite the Herculean efforts of Hollidt, Hoth and Wenck, Manstein had pitifully little to work with when he first arrived and he doubted whether he could hold the existing front, never mind advance 135km (84 miles) to relieve Paulus.

The OKH promised Manstein reinforcements to mount the relief effort but Hitler was reluctant to shift units from the closest source – Heeresgruppe A in the Caucasus – and agreed only to the transfer of the weak 23. Panzer-Division.



Manstein and his 19-year-old son Gero in mid-October 1942. Two weeks later, Gero was killed in action near Lake Il'men by a Soviet air attack. Gero was serving as an ordnance officer in Manstein's old unit, the 18. Infanterie-Division. (Author's collection)

The only experienced and full-strength unit available to mount the relief effort was Generaloberst Erhard Raus' 6. Panzer-Division, en route from Belgium with a full complement of 140 tanks. The lead elements of the 6. Panzer-Division arrived at Kotelnikovo on 27 November. The 11. Panzer-Division also arrived to give Hoth a mobile reserve on the Chir River front. By early December, Hoth began to form these reinforcements into the XLVIII Panzerkorps and the LVII Panzerkorps. Meanwhile, Manstein's staff developed a rescue plan, Operation *Wintergewitter* (*Winter Storm*), which envisioned a two-pronged offensive with the XLVIII Panzerkorps attacking on the left from the Chir River and the LVII Panzerkorps attacking on the right from Kotelnikovo. However, even if the rescue succeeded in reaching Stalingrad, Manstein knew that Hitler would not authorize the city to be evacuated.

Meanwhile, Vatutin and Yeremenko had no intention of giving Manstein a respite in order to prepare a proper offensive and they sent General-Major Prokofii Romanenko's 5th Tank Army to attack Hoth's thin line on the Chir River. On 6 December, the 5th Tank Army made a deep penetration across the Chir River, forcing Manstein to commit the XLVIII Panzerkorps to restore the front. Thereafter, the Soviet 5th Tank Army kept up a series of small attacks on the Chir River line that prevented the XLVIII Panzerkorps from participating in *Wintergewitter* and thereby reduced the relief effort to a single corps operation.

Manstein preferred to wait for more reinforcements but Soviet efforts to reduce the Stalingrad *Kessel* indicated that a relief effort must be made before AOK 6 was too weak to break out. Reluctantly, he ordered Hoth to begin Operation *Wintergewitter* on 12 December, with only the 6. and 23. Panzer-Divisionen from LVII Panzerkorps; a total of just 180 tanks. Nevertheless, Hoth's Panzers easily overran Trufanov's two rifle divisions north of Kotelnikovo and the Luftwaffe even managed to scrape up some air support from Fliegerkorps IV. By the end of the first day, Hoth's Panzers had advanced about 20km (12 miles), but Yeremenko quickly sent the 4th Mechanized Corps and 13th Tank Corps to reinforce the wavering 51st Army. On the second day of *Wintergewitter*, Hoth's Panzers reached the Aksay River but Stalin ordered General-Lieutenant Rodion Malinovsky's reinforced 2nd Guards Army to contain the German relief effort.

In a futile race against time, Hoth's Panzers finally succeeded in crossing the Aksay River but then ran straight into the Soviet reinforcements. Raus fought and won a two-day tank battle with the Soviet 4th Mechanized Corps around Verkhne Kumski, but the delay was fatal. Raus succeeded in

### Planning a rescue mission

Generalfeldmarschall Erich von Manstein **(1)** conferring with Generaloberst Hermann Hoth **(2)** (commander of 4. Panzerarmee), aboard his command train about the plan to rescue the encircled AOK 6 at Stalingrad, early December 1942. In less than two weeks, Manstein and Hoth were able to plan Operation *Wintergewitter* and assemble a relief force to conduct one of the most desperate German operations of World War II.



1

2



Operation *Wintergewitter* begins on 12 December 1942. Reconnaissance units from the 6. and 23. Panzer-Divisionen begin pushing across the frozen landscape towards Stalingrad. Despite desperate efforts, Hoth's Panzers were unable to rescue the trapped AOK 6 in Stalingrad. (Bundesarchiv, Bild 101I-218-0545-15, Fotograf: Dieck)

slipping a *Kampfgruppe* through to seize a crossing over the Myshkova River – within 48km (30 miles) of the Stalingrad *Kessel* – on the evening of 19 December but they ran into the lead elements of Malinovsky's army, which made any further advance suicidal.

Manstein realized that the relief force was not going to get any closer, but he was reluctant to issue the codeword '*Thunderclap*' initiating a breakout to Paulus, for fear of openly

disobeying Hitler. Instead, he sent his Ic (intelligence officer), Major Hans Eismann, into the pocket to convince Paulus to take the initiative on his own. However, Paulus was not the kind of officer to take chances and he asked permission from the OKH to break out, which was refused. Meanwhile, the Soviets began Operation *Malvyy Saturn* (*Little Saturn*) on 16 December, against the Italian 8th Army and Romanian 3rd Army, which pushed in Heeresgruppe Don's left flank. Within a week, Soviet armour was racing towards the Donets and the airbases that supported the Stalingrad airlift. Even worse, the 5th Tank Army got across the Chir River in force and Hollidt could no longer protect Hoth's flanks.

Despite the writing on the wall, Manstein was reluctant to call off *Wintergewitter* while there was still a chance that Hitler might change his mind. For three days he kept Hoth's Panzers on the Myshkova River, vainly hoping to get permission for a breakout or for Paulus to do so on his own. Neither happened. Instead, Malinovsky pounded the stalled Panzer divisions, inflicting serious losses, while the weak Romanian VI and VII Corps guarding Hoth's flanks fell back. By the time Manstein finally called off *Wintergewitter*, virtually his whole front was collapsing and Soviet tanks were overrunning the main Luftwaffe airbase at Tatsinskaya. Worse still, the effort to relieve Stalingrad had badly depleted the LVII Panzerkorps, which was the only mobile reserve available to Heeresgruppe Don. Hoth's forces were so weak that Malinovsky was able to push him all the way back to Kotelnikovo in just five days and by the end of the year, all of Manstein's forces were in retreat.

## THE HOUR OF DESTINY

### The front collapses, January–February 1943

With AOK 6 written off, Manstein had to focus on building a new southern front on the Donets in order to prevent the Soviets from reaching Rostov, but this was complicated by Hitler's insistence on keeping most of Heeresgruppe A in the Caucasus. Despite the fact that Manstein had only the weak 19. Panzer-Division screening a 60km-wide (37-mile) sector around Starobyelsk

after the collapse of the Italians, Hitler was reluctant to give up his bridgehead in the Caucasus when it wasn't under serious attack. Yet as long as Heeresgruppe A remained in the Caucasus, Manstein was forced to keep the 4. Panzerarmee and Armeeabteilung Hollidt tied down protecting their supply lines through Rostov. Thus, Manstein had few forces remaining to deal with his open left flank, which invited a Soviet envelopment. He shuffled his few depleted Panzer divisions about to try and shore up the crumbling front and they succeeded in bruising some of the Soviet spearheads, but even this proved grossly insufficient to break the momentum of the Soviet offensives, which seemed to come one after the other. Raus' once-powerful 6. Panzer-Division was reduced to only 32 tanks by early January, but it was still the best mobile unit left in Heeresgruppe Don. Emboldened by the weakness of Manstein's forces, Vatutin's Southwest Front pushed into the void towards Millerovo and the Donets, forcing the OKH to form Armeeabteilung Fretter-Pico hurriedly in order to delay the steamroller.

It was fortunate for Manstein that AOK 6 held out for another month and tied up seven Soviet armies that would otherwise have been pushing westwards. Nevertheless, a new disaster began on 13 January 1943, when the Bryansk and Voronezh Fronts launched a massive offensive against Heeresgruppe B and quickly overwhelmed the Hungarian 2nd Army. In a week, the Soviets took 89,000 prisoners and the entire Axis front between Orel and Rostov was in a shambles. Heeresgruppe B patched together a screening force from remnants – Armeeabteilung Lanz – to cover the 150km-wide (93-mile) gap between the two army groups. With the entire southern front facing catastrophe Hitler finally authorized part of the 1. Panzerarmee to begin evacuating the Caucasus on 24 January and Manstein promptly directed these three divisions toward his open left flank, which he later referred to in chess terms as 'castling'.

Yet unknown to the Stavka, powerful reinforcements were en route to Manstein's command from Western Europe. SS-Obergruppenführer Paul Hausser's SS-Panzerkorps, with the SS-Panzergrenadier-Divisionen 'Leibstandarte Adolf Hitler', 'Das Reich' and 'Totenkopf', was just beginning to arrive in the Kharkov area in late January. Hausser's corps had 317 tanks, which made it one of the most powerful armoured formations on the Eastern Front. However, Hitler rightly considered this corps to be a strategic asset and he insisted that it would remain under direct OKH control and that Manstein could not use it without permission.

With Armeeabteilung Hollidt retreating towards Rostov, Manstein was forced to abandon his headquarters at Novocherkassk and relocate to Zaporozhe. Stalin ordered the Red Army to press its advantage and the Stavka decided that it was time to put the theory of 'deep operations' into practice. Although Soviet forces were

In early January 1943, Heeresgruppe Don received 29 Tiger tanks in schwere-Panzer-Abteilung 503, but instead of committing them to reinforce Manstein's crumbling left flank, they were sent to assist 1. Panzerarmee's withdrawal to Rostov. By the time they returned to Manstein's control, only a handful of Tigers were still operational. Many of those immobilized by mechanical defects, like this one, had to be blown up during the retreat. (Nik Cornish, WH 916)



depleted and logistic support was inadequate, the Stavka assessed that Heeresgruppe B and Heeresgruppe Don were disintegrating and decided to mount two major offensives to prevent the Germans from establishing a new front east of the Dnepr River. On 29–30 January, Vatutin's Southwest Front would begin operation *Skachok (Gallop)* by attacking Manstein's weak left flank. Once a penetration of the thin German defence line was achieved, Vatutin would push Mobile Group Popov, which had over 200 tanks in four tank corps, southwards 300km (186 miles) to the Sea of Azov to cut off Heeresgruppe Don. Even though most front-line Soviet units were down to about 60 per cent strength, they still began these new offensives with a two to one numerical advantage in manpower and a four to one superiority in armour. On 2 February, General-Colonel Filipp I. Golikov's Voronezh Front would begin Operation *Zvezda (Star)* with three armies advancing on Kharkov and two armies toward Kursk. Malinovsky's Southern Front would continue to push slowly toward Rostov to pin Heeresgruppe Don, while Golikov and Vatutin advanced into the gap between Heeresgruppe B and Heeresgruppe Don.

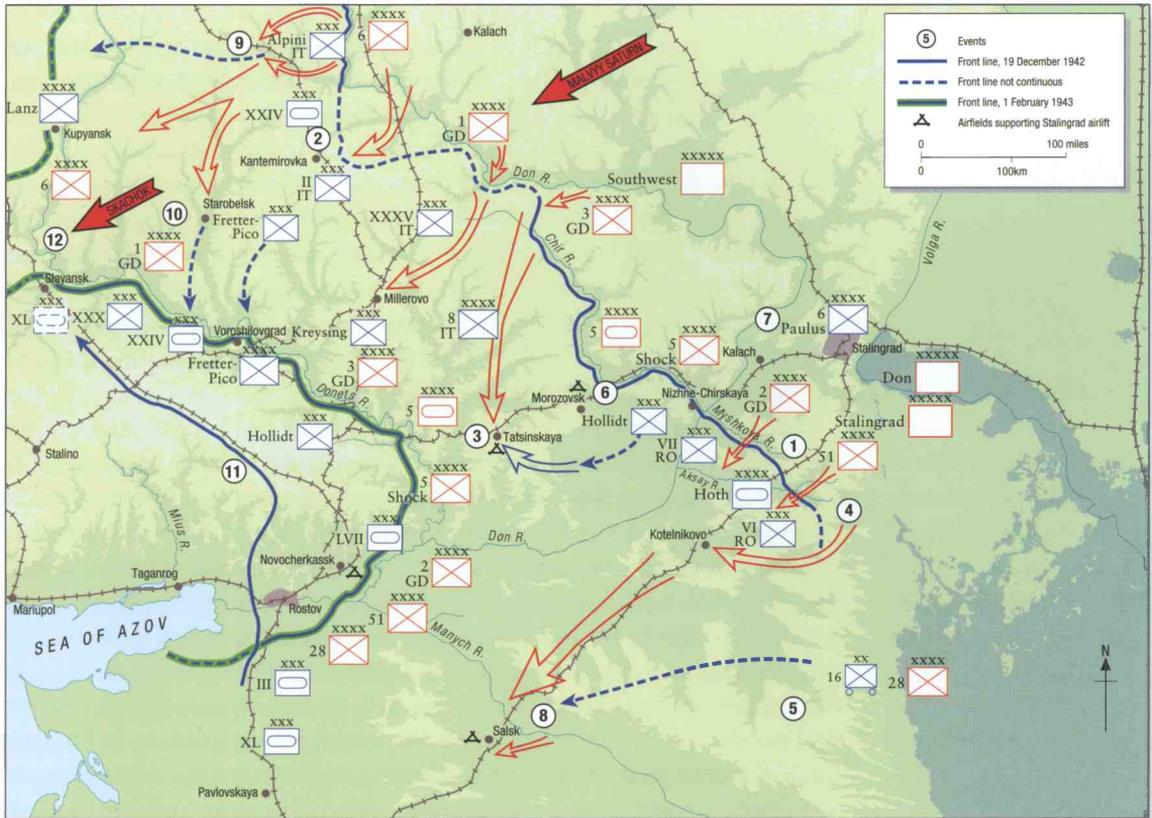
Initially, the twin Soviet offensives went well and the Germans were forced to give up a great deal of ground, albeit slowly. On Vatutin's front, the 1st Guards Army succeeded in crossing the Donets River on 1 February, but then ran straight into III Panzerkorps at Slavyansk. Vatutin was surprised to find that reinforcements from 1. Panzerarmee had already arrived in Manstein's command, but rather than going around this obstacle, he began a two-week battle for these towns. When the tired Soviet rifle divisions proved too weak to gain a breakthrough on their own, Vatutin foolishly committed part of Mobile Group Popov – intended for exploitation – to overwhelm the German strongpoint at Slavyansk. Popov managed to encircle the 7. Panzer-Division for a time, but this slugfest consumed Vatutin's limited supplies of fuel and ammunition and diverted him from his true operational objectives. Meanwhile, Manstein prodded 1. Panzerarmee to rush its XL Panzerkorps to reinforce III Panzerkorps at Slavyansk. It was not until 11 February that Vatutin came to his senses and decided to remove Popov's armour from the inconclusive fight at Slavyansk and send it around 1. Panzerarmee's open left flank. Utilizing the superb mobility of their tanks to the fullest, the 4th Guards Tank Corps advanced over 50km (30 miles) through deep snow and surprised the Germans by occupying Krasnoarmeyskoye, thereby severing Heeresgruppe Don's main line of railway communications back to Dnepropetrovsk. When Vatutin realized that there were virtually no Germans defending a 100km-wide (62-mile) gap between 1. Panzerarmee and the SS-Panzerkorps, he finally energized the 6th Army and the rest of Popov's armour to push toward Pavlograd and the Dnepr River. Unless decisive action was taken quickly, Vatutin's forces would soon isolate Heeresgruppe Don.

On Golikov's Voronezh Front, Operation *Zvezda* succeeded in pushing back *Armeeabteilung Lanz*,<sup>1</sup> and in desperation Lanz began committing parts

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1. Renamed *Armeeabteilung Kempf* on 21 February when Lanz was relieved of command for the loss of Kharkov.

## The crisis of Heeresgruppe Don, 19 December 1942–1 February 1943



- 19 December: Hoth's Panzers reach the Myshkova River, but can advance no further. Paulus opts not to attempt a breakout from the Stalingrad pocket.
- 19 December: Operation Malvyy Saturn (Little Saturn), which began on 16 December, continues to demolish the Italian Eighth Army. Kantemirovka falls.
- 24 December: Soviet tanks overrun the airfield at Tatsinskaya, severely disrupting the airlift to Stalingrad.
- 24 December: the Stalingrad Front's 51st and 2nd Guard Armies begin pushing Hoth's Panzers back from the Myshkova River. Both Romanian corps guarding Hoth's flanks disintegrate in a matter of days, forcing him to fall back to Kotelnikovo.
- 30 December: the 16. Infanterie-Division (mot), responsible for screening the open Kalmyuk steppe, begins to retreat. The Soviet 28th Army pursues.
- 2 January: the airfield at Morozovsk is captured, which also severs the rail line to Armeearbeitung Hollidt. Hollidt orders a withdrawal back to the Donets.
- 10 January: the Don Front begins Operation *Koltso (Ring)* to reduce AOK 6 in the Stalingrad pocket. Fighting continues for three weeks, until Paulus surrenders.
- 11 January: the Soviet 51st Army and 2nd Guards Army reach the Manych River, threatening the rear of Heeresgruppe A in the Caucasus.
- 13 January: the Soviet 6th Army attacks and isolates the Italian Alpini corps. After desperate fighting, the Italian survivors succeed in breaking out and reaching the Donets.
- 24 January: the 6th Army captures Starobyelsk. Both the XXIV Panzerkorps and Armeearbeitung Fretter-Pico withdraw south of the Donets.
- 24 January: once Hitler finally authorizes 1. Panzerarmee to withdraw from the Caucasus to support Manstein's defence on the Donets, Manstein promptly sends III and XL Panzerkorps to plug the hole in his line around Slavyansk.
- 29–30 January: Vatutin's Southwest Front begins Operation *Skachok (Gallop)* by attacking Manstein's weak left flank on the Donets. The 6th Army does not cross the Donets until 1 February.

of the newly arrived 2. SS-Panzergradien-Division 'Das Reich' to set up blocking positions position east of Kharkov. Hitler objected to this piecemeal commitment of the SS-Panzerkorps but this act succeeded in buying vital time for the rest of the 'Das Reich' and 'Leibstandarte' divisions to arrive in Kharkov. Indeed, 'Das Reich' repulsed every effort by the 3rd Tank Army to cross the

Donets River between 5 and 9 February. Meanwhile, Manstein flew to meet Hitler at the Wolfsschanze in Rastenberg on 6 February to iron out priorities for dealing with the two Soviet offensives. Although Manstein was more worried about Vatutin's breakthrough, Hitler was only concerned with Kharkov, which he dictated be held at all costs. Manstein finally convinced Hitler that in order to gain the reserves needed to mount a real counteroffensive, he would have to shorten his line by giving up Rostov. Hitler reluctantly authorized *Armeeabteilung Hollidt* to retreat over 120km (75 miles) back to the Mius River, where it could form a stronger defensive line. He also gave Manstein permission to shift Hoth's 4. *Panzerarmee* from the Rostov area to stop Vatutin's drive toward the Dnepr. Thus, the 6 February conference finally gave Manstein the flexibility that he needed to conduct his kind of *Bewegungskrieg*, rather than just positional warfare reacting to Soviet offensives.

While Hitler and Manstein were deciding the operational context for the German counterblow, Lanz and Hausser conducted a dogged but futile defence of Kharkov. Hausser held the approaches to the city with his two divisions, reinforced by the *Infanterie-Division 'Großdeutschland'* (mot.), but Golikov was approaching with three armies. Golikov began a frontal assault upon Kharkov with the 69th Army and 3rd Tank Army on 10 February but Hausser repulsed these attacks. However, the retreat of *Armeeabteilung Lanz* from Belgorod left no continuous German defence north of Kharkov and Golikov sent the 40th Army, to envelop the city. Even worse, the Soviet 6th Guards Cavalry Corps moved into an undefended area south of Kharkov and threatened to sever the only remaining rail line into the city. Lanz only had enough reserves to deal with one threat at a time and he chose to eliminate the Soviet cavalry, but this weakened the defence of the city at a critical moment. By 14 February, Rybalko's 3rd Tank Army reached the eastern outskirts of Kharkov and the Soviet 40th Army was enveloping the city from the north-west. On that day, Hitler gave Manstein command over both *Armeeabteilung Lanz* and the *SS-Panzerkorps*. Based on Hitler's promises

Panzers from the 'Leibstandarte's Kampfgruppe Witte pause on the outskirts of Kharkov, 11 March 1943. Manstein's rapid recapture of the city and rout of the Soviet Southwest and Voronezh Fronts earned him further prestige with Hitler. (Bundesarchiv, Bild 101III-Cantzler-067-14, Fotograf: Cantzler)



of more reinforcements, Manstein ordered Lanz and Hausser to hold Kharkov at all costs. However, Hausser recognized that his corps was in danger of encirclement and he immediately requested permission to withdraw from the city, which Manstein refused. With the trap about to close, Hausser decided to evacuate Kharkov in direct disobedience of Hitler's order to hold the city at all costs. Manstein radioed Hausser to hold Kharkov but, confusingly, told him to avoid encirclement. Manstein



clearly didn't want to lose the bulk of the SS-Panzerkorps in a hopeless battle to save a prestige objective, but as with Paulus at Stalingrad, he lacked the moral courage required of higher commanders and left it up to his subordinates to risk their own necks when tough calls had to be made. After heavy fighting, Golikov's forces fought their way into Kharkov by noon on 16 February, but the Großdeutschland Division and the SS-Panzerkorps escaped to fight another day. Nevertheless, both the 'Leibstandarte' and 'Das Reich' suffered heavy losses in the Kharkov fighting and only one-third of their Panzers were still operational.

Enraged by the loss of Kharkov, Hitler flew to Manstein's headquarters at Zaporozhe on 17 February to find out why his orders had been disobeyed. Manstein was aware that his career, along with those of Hausser and Lanz, was on the line and according to Josef Goebbels, Hitler was prepared to relieve Manstein for the loss of Kharkov. Instead, Manstein deftly managed to shift blame onto Lanz and Hausser and Hitler was satisfied with replacing Lanz with Werner Kempf. Hitler also wanted Manstein to make the recapture of Kharkov the main priority for the upcoming counteroffensive, but Manstein successfully pointed out the more serious danger posed by Vatutin's advance towards the supply lines over the Dnepr. Reinforcing Manstein's case, Soviet tanks from Mobile Group Popov approached to within 32km (20 miles) of the Dnepr River on the day of Hitler's arrival. When the Führer saw on the situation maps that there were virtually no German units in their path to prevent them from severing the main supply networks across the Dnepr in the next few days, he finally realized the gravity of the situation. Hitler agreed that Manstein could use the SS-Panzerkorps first to stop Vatutin, then to recover Kharkov. Given the disintegration of virtually all of Heeresgruppe B's constituent formations, Hitler decided to dissolve that headquarters and to redesignate Manstein's command as Heeresgruppe Süd, effective immediately. Thus, Manstein was now responsible for stopping both operations *Zvezda* and *Shackok*, each of which seemed to be on the verge of achieving decisive success. For Manstein, the hour of destiny in his military career had now arrived and it would require every bit of his professional skill to stave off a catastrophe.

Generalfeldmarschall von Manstein greets Hitler at Zaporozhe on March 18, 1943. Hitler was grateful to Manstein for stabilizing the front and recovering Kharkov. (Bundesarchiv, Bild 146-1995-041-23A)

## Kharkov 1943: the backhand blow

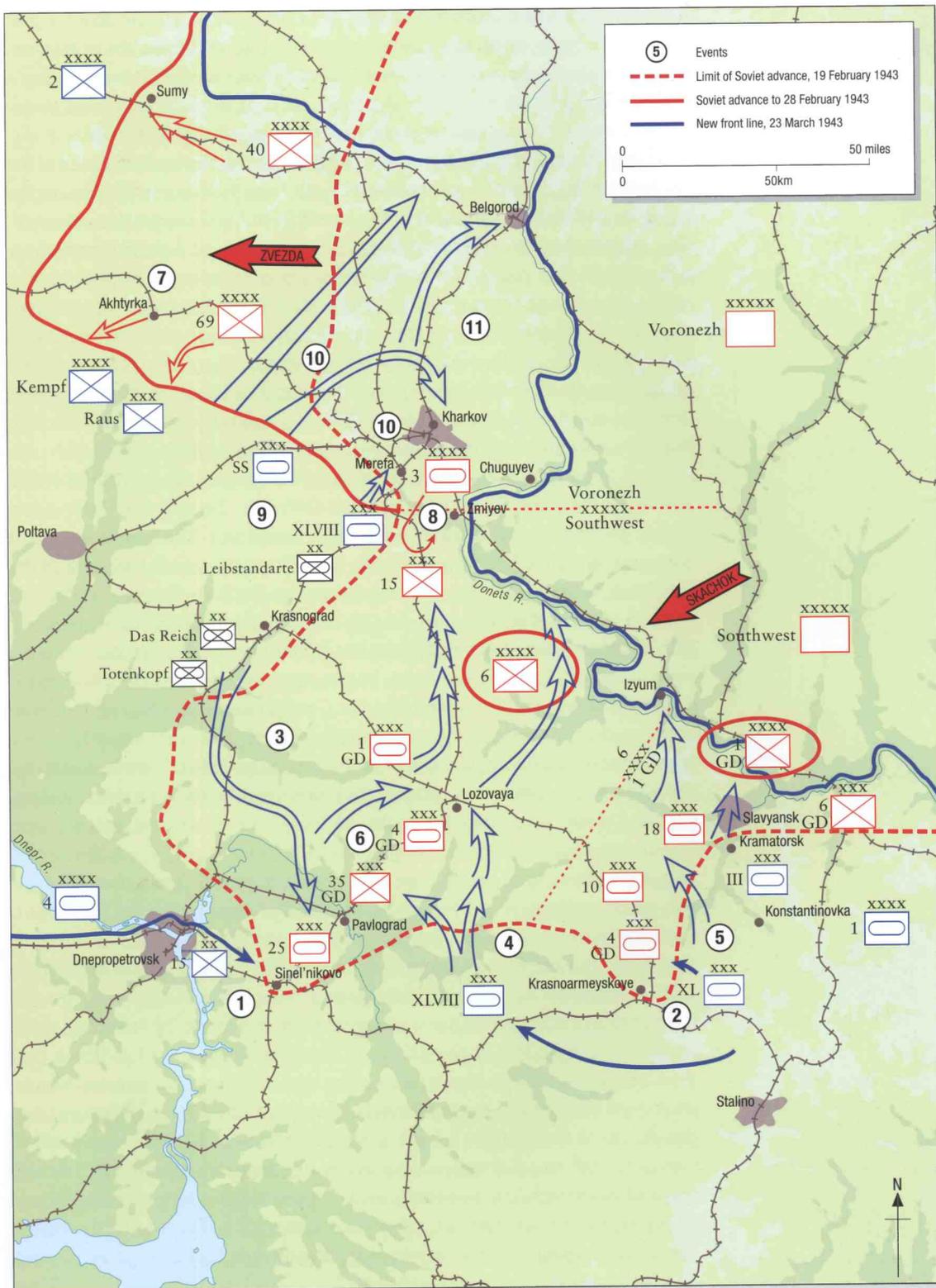
Manstein had been preparing for a counteroffensive throughout February, but in order to mass sufficient forces for a credible strike, he had to accept risk in some areas. Once behind the Mius River, Hollidt's group was able to secure Heeresgruppe Süd's right flank for the time being. Heeresgruppe Süd was also beginning to receive some fresh infantry divisions from Western Europe, which freed the Panzer divisions from front-line defence duty. Yet even after the arrival of 1. Panzerarmee, Manstein's left flank still had a huge gap between it and Armeeabteilung Kempf – into which Popov's armour and the Soviet 6th Army were advancing. Manstein's planned a classic *Bewegungskrieg* solution – a concentric pincer attack with fast-moving formations to cut off and destroy the Soviet penetration. By capturing Kharkov, the Soviets actually facilitated Manstein's plan by releasing the SS-Panzerkorps from a fixed defence of that city. Manstein now ordered Hausser to concentrate his corps near Krasnograd and prepare for a counterattack. To block the approaches to the Dnepr River, Manstein shifted XLVIII Panzerkorps from Hoth's 4. Panzerarmee to Dnepropetrovsk. Hoth would be in charge of the main effort, consisting of the SS-Panzerkorps and XLVIII Panzerkorps, while Mackensen's 1. Panzerarmee would launch a supporting attack with XL and LVII Panzerkorps.

On the other side of the hill, Vatutin reported to the Stavka that, 'without a doubt, the enemy is hurrying to withdraw his forces from the Donbas [Donets Basin] across the Dnepr'. Soviet intelligence detected Manstein concentrating Panzer units, but misinterpreted them as indicators of a German evacuation. Vatutin mistakenly concluded that the Germans were on the run and he pushed his forces past the culmination point where they were effective. While it was true that the 25th Tank Corps was within 32km (20 miles) of the Dnepr River, it was virtually out of fuel and Mobile Group Popov was spread out, rather than concentrated. Golikov also decided to push his 40th and 69th Armies further westwards after capturing Kharkov, but this simply dispersed the exhausted Voronezh Front even further. Armeeabteilung Kempf slowly fell back under pressure and Kempf begged for reinforcements to prevent

### OPPOSITE

- 19 February: Manstein boldly orders the 15. Infanterie-Division to detrain just outside Sinel'nikovo. This move catches the Soviet 25th Tank Corps by surprise and the town is recaptured.
- 19 February: XL Panzerkorps defeats the Soviet 4th Guards Tank Corps at Krasnoarmeyskoye.
- 20 February: 2. SS-Panzer Grenadier-Division 'Das Reich' and 3. SS-Panzer Grenadier-Division 'Totenkopf' begin attacking into the flank of the Soviet 6th Army near Pavlograd.
- 21 February: XLVIII Panzerkorps begins attacking north towards Lozovaya.
- 23–24 February: XL Panzerkorps (5. SS-Panzer Grenadier-Division 'Wiking', 7. and 11. Panzer-Divisionen) rolls up Popov's three stranded tank corps north of Krasnoarmeyskoye.
- 25–26 February: the battle of Lozovaya. The SS-Panzerkorps and XLVIII Panzerkorps envelop the town and, after heavy fighting, crush the trapped defenders.
- 20–28 February: the Soviet 40th and 69th Armies continue to advance westward, pushing back Armeeabteilung Kempf. Golikov shifts to the defence once it is clear that Vatutin has been defeated.
- 3–5 March: the Stavka orders Rybalko's 3rd Guards Tank Army to move south to stop the 4. Panzerarmee drive on Kharkov, but the SS-Panzerkorps encircles and destroys Rybalko's armour.
- 6 March: Hoth shifts the SS-Panzerkorps and XLVIII Panzerkorps westwards and begins the advance on Kharkov, with six mechanized divisions on line.
- 7 March: Korps Raus begins a supporting attack against the 69th Army, which begins to withdraw.
- 10–14 March: the Third battle of Kharkov. The SS-Panzerkorps succeeds in enveloping the city to the north, but XLVIII Panzerkorps lacks the strength to complete the encirclement. The SS-Panzerkorps fights its way into the city against fierce resistance.

# The 'backhand blow' – the third battle of Kharkov, February–March 1943



a complete collapse. Manstein knew that he lacked the resources to both help Kempf and mount a counteroffensive, so he told Kempf that he could expect no further help until the counteroffensive had achieved its objectives. Although Manstein was aware that Kempf lacked the forces to maintain a continuous front, he took the calculated risk that his own counteroffensive would succeed before Golikov could destroy *Armeeabteilung Kempf*.

Manstein took another calculated risk by ordering the lead elements of the 15. Infanterie-Division – just arriving by rail from France – to detrain on the outskirts of Sinel'nikovo, which the Soviet 25th Tank Corps had occupied. The infantrymen succeeded in bringing in a regimental-sized *Kampfgruppe* before the Soviets could react and they proceeded to push the surprised Soviet tankers out of the town on 19 February. By seizing Sinel'nikovo, Manstein placed a fresh blocking force between the Soviet spearheads and the Dnepr River, so Hoth could now focus on collapsing the flanks of the Soviet penetration. In another preliminary operation, XL Panzerkorps isolated and defeated the Soviet 4th Guards Tank Corps at Krasnoarmeyskoye, which helped to clear the rail line to keep *Armeeabteilung Hollidt* in supply.

Hoth began the counteroffensive early on the morning of 20 February. While leaving the SS-Panzer Grenadier-Division 'Leibstandarte SS Adolf Hitler' to help delay Golikov's advance west from Kharkov, the rest of Hausser's SS-Panzerkorps struck south from Krasnograd into the flank of the 6th Army. Initially only the SS-Panzer Grenadier-Division 'Das Reich' attacked with 56 tanks and assault guns, but SS-Panzer Grenadier-Division 'Totenkopf' joined in two days later with another 90 tanks. The XLVIII Panzerkorps, with 6. and 17. Panzer-Divisionen, began attacking north towards Lozovaya. The ground was frozen enough for the German armoured *Kampfgruppen* to advance over 100km (62 miles) in three days, but after that an early spring thaw produced thick mud that reduced German mobility. Vatutin remained oblivious to the threat and ordered the 6th Army to conduct a river crossing of the Dnepr River on the night of 21–22 February but instead, the SS-Panzer Grenadier-Division 'Das Reich' isolated part of the 6th Army and recaptured Pavlograd on 22 February. The next day, XL Panzerkorps joined the counteroffensive on the right of XLVIII Panzerkorps. At this point, Vatutin finally recognized the threat and began trying to shift reserves to deal with the enemy counteroffensive and he asked the Stavka to have Golikov suspend his westward advance.

Manstein's counteroffensive gathered momentum on 24 February, as XL Panzerkorps rolled up Popov's three isolated tank corps, each of which had been reduced to a few dozen tanks. The three German *Panzerkorps* simply destroyed Vatutin's forces piecemeal before they could react, although they did put up a tough fight in the town of Lozovaya. Vatutin never issued orders to shift to a defence, so the Germans caught many units still strung out and dispersed. The Luftwaffe also reappeared and helped to smash up Soviet troop concentrations. After the capture of Lozovaya, Hoth shifted the SS-Panzerkorps' axis of advance north towards Kharkov, while XL and XLVIII Panzerkorps pushed Vatutin's forces back to the north-east. Even

though XLVIII Panzerkorps was down to only eight operational tanks between its two Panzer divisions, the Soviet 6th Army and 1st Guards Army were in full retreat back to the Donets and put up only minimal resistance. Despite Vatutin committing the remaining reserves from the Voronezh Front to try and hold his one toehold across the Donets at Slavyansk, the 1st Guards Army was forced to retreat across the river.

While Manstein was demolishing Vatutin's command, Golikov continued to push back *Armeeabteilung Kempf*. However, once the Stavka realized the threat to the Southwest Front, it ordered Golikov to suspend his offensive and send Rybalko's 3rd Tank Army to support Vatutin's hard-pressed forces. It was a case of too little and too late, since Rybalko's army had barely 30 tanks left and by the time that it arrived Vatutin's forces were already in full retreat. Rybalko moved south from Kharkov on 3 March and ran straight into the SS-Panzerkorps, which quickly smashed his armour to pieces. By 5 March, Rybalko had no tanks left but he still had three rifle divisions and the 6th Guards Cavalry Corps to protect the southern approaches to Kharkov. To replace his losses, the Stavka managed to send Rybalko two more tank brigades and more infantry, but the battlefield initiative had passed to the Germans.

The defeat of 3rd Tank Army's mobile units provided the perfect lead-in for the second phase of Manstein's counteroffensive, in which he intended to encircle and destroy the bulk of Golikov's Voronezh Front. Golikov placed the 40th and 69th Armies to defend Kharkov but he had occupied far more ground than his depleted rifle divisions could hold and he no longer had an armoured reserve. Manstein designated the 4. Panzerarmee with all three divisions from the SS-Panzerkorps as his main effort, supported on their right by three Panzer divisions from XLVIII Panzerkorps. Hausser began his attack on 6 March and made rapid progress towards Kharkov against three rifle divisions from the 69th Army. On 7 March, *Armeeabteilung Kempf* joined the counteroffensive by attacking the over-extended 40th Army with the *Infanterie-Division 'Großdeutschland'* (mot.) and two infantry divisions. Within three days, the *Waffen-SS* troops were on the outskirts of Kharkov and by 10 March they were enveloping the city to the north. Manstein preferred to encircle the city and avoid costly urban combat, but an impatient Hitler spurred Hausser to finish off the defenders quickly and he ordered the SS-Panzergranadier-Division '*Leibstandarte*' to fight its way into the city. After heavy urban combat, Hausser's SS troops secured Kharkov on 14 March and succeeded in pushing Golikov's troops all the way back to the Donets. In one last spasm, Hausser's troops reoccupied Belgorod on 16 March but the *Infanterie-Division Großdeutschland* (mot.) bumped into three full-strength Soviet tanks corps that had been rushed to the area by the Stavka, indicating that the days of smashing weak, unsupplied formations were over. Manstein had hoped to continue on to seize Kursk, but now that Soviet reinforcements were appearing in great numbers and the roads were turning into muddy quagmires, he decided to quit while he was ahead. The SS-Panzerkorps had suffered 11,519 casualties in the counteroffensive and was reduced to barely

100 operational tanks and assault guns. The XLVIII Panzerkorps was in even worse shape, with only about 40 tanks still operational.

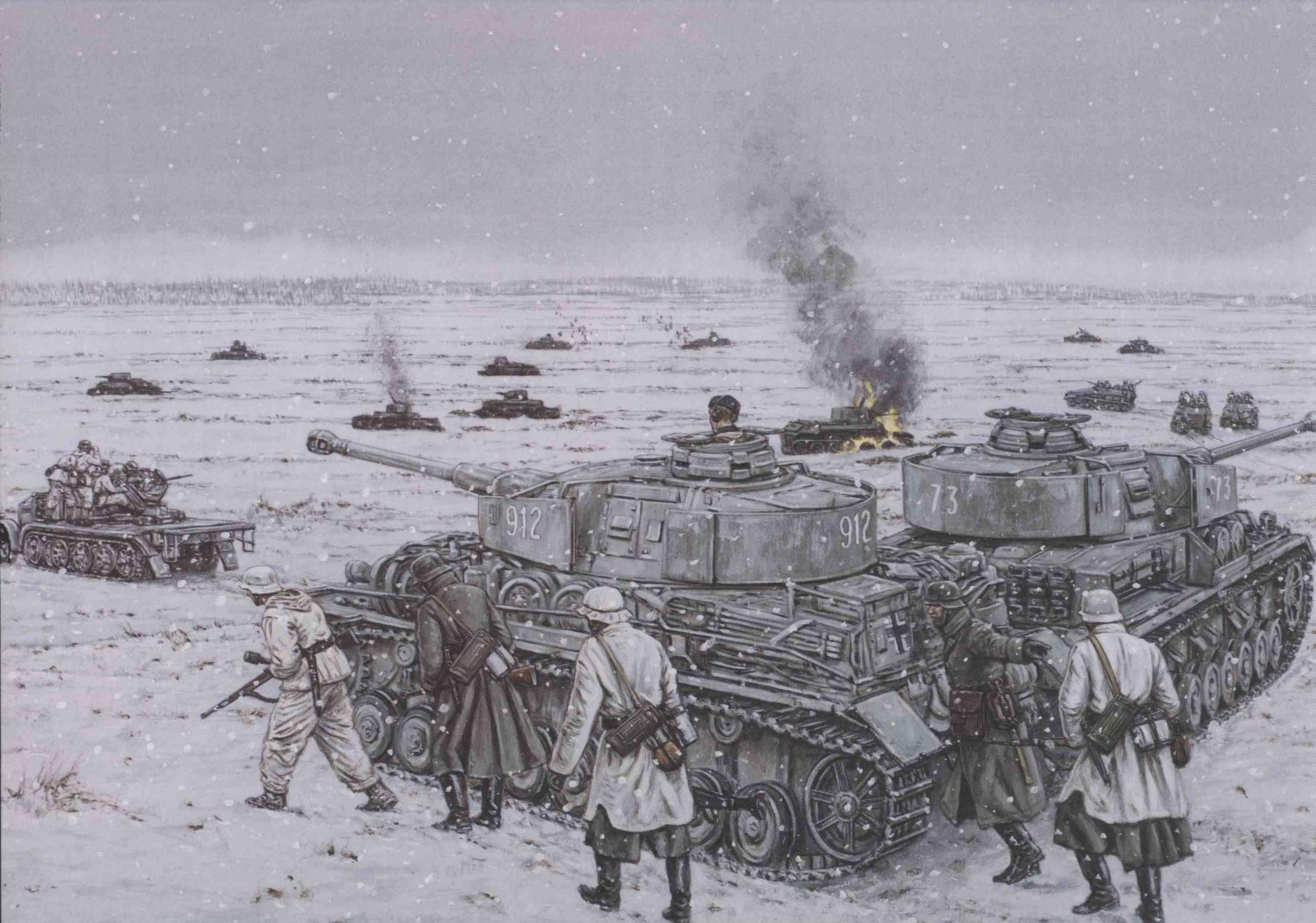
All told, Manstein's month-long counteroffensive had completely defeated Vatutin's front and severely battered Golikov's front. Vatutin's command had suffered about 30,000 casualties and Golikov's 58,000 casualties, as well as significant material losses. Although the haul of prisoners by 4. Panzerarmee was small by earlier standards – Hoth claimed 12,430 were captured – Manstein's counteroffensive had succeeded in mauling eight of the 20 Soviet tank corps on the Eastern Front. While none of these corps were destroyed, virtually all of them required three to four months to rebuild and recover, which gave the Wehrmacht vital breathing space. The only substantial gain that the Soviets managed to retain from either *Zvezda* or *Skachok* was the Kursk salient, which jutted into the boundary between Heeresgruppe Süd and Heeresgruppe Mitte. Manstein's counteroffensive brought the string of Soviet victories to a sudden, ignominious end and restored some hope to the Wehrmacht. Despite defeat at Stalingrad, Manstein's victory demonstrated that the Wehrmacht could still conduct successful *Bewegungskrieg* – albeit on a limited scale and under favourable circumstances.

## Operation *Zitadelle*

The spring thaw gave both sides time to rebuild and to ponder their next move. Manstein realized that despite the success of his 'backhand blow', Heeresgruppe Süd was still very weak and would have difficulty containing another full-scale Soviet offensive. Hitler was grateful that Manstein had recovered Kharkov and restored the front, but he rejected a defensive strategy and sought to regain the initiative in 1943 by launching a limited-objectives offensive in a location where the odds of German success were favourable.

### ***Kessel!* German troops encircle and destroy Soviet armour in February 1943**

As part of Operation *Gallop*, Vatutin's Southwest Front committed Mobile Group Popov, with four tank corps, to sever Heeresgruppe Don's supply lines and to reach the Dnepr River. They nearly did it, but ran out of fuel before they reached their objectives. On the morning of 20 February 1943, Manstein began his counteroffensive, relying on speed to surround and encircle Popov's four stranded tank corps between Krasnoarmeyskoye and Stepanovka. In just three days of fighting, the XL Panzerkorps overwhelmed one Soviet tank corps after another, until Popov's command was destroyed. Although the Germans lacked the infantry to properly seal off these *Kessel* and many Soviet troops escaped, they were forced to abandon all their equipment. Here, a mixed *Kampfgruppe* from the 7. Panzer-Division has surrounded part of the Soviet 10th Tank Corps. Two German PzKpfw IVF2 tanks establish a hasty blocking position with a few *Panzergranadiere*, while a mobile flak unit forms another blocking unit on their left flank. Lacking fuel and ammunition, the Soviet tankers can no longer put up effective resistance; a few surrender, but most escape on foot to the woods in the distance. Manstein's *Kessel* tactics did not require large armoured forces but instead relied on speed and efficient coordination to literally run rings around their stronger opponents.



Manstein recommended the elimination of the Kursk salient as a logical continuation of his March counteroffensive and argued that success there would be a major setback for the Red Army. When Manstein made his initial proposal for an attack on the Kursk salient in late March, the Voronezh Front was still reeling from its losses around Kharkov and it seemed ripe for the picking. The OKH agreed to Manstein's proposal, but it was Generaloberst Kurt Zeitzler, chief of the Generalstab, who actually developed the plan for Operation *Zitadelle*. Zeitzler's plan for *Zitadelle* required Manstein's Heeresgruppe Süd to launch a massive pincer attack on the Kursk salient in conjunction with Generalfeldmarschall Günther von Kluge's Heeresgruppe Mitte as 'soon as the weather permits'. Ideally, the two army groups would meet at Kursk, trapping perhaps five to six Soviet armies in the giant *Kessel*. Thus, Manstein had a great influence upon German strategic choices made in 1943 and bears considerable responsibility for *Zitadelle*.

However, Hitler shifted back to one of his risk-averse moods after Stalingrad and he wanted the German summer offensive of 1943 to be a sure thing, not some jury-rigged attack like the March battles. Heinz Guderian, now inspector of Panzer troops, advised against *Zitadelle* and suggested that it could bleed Germany's last reserves dry. A worried Hitler decided on 30 April to delay *Zitadelle* until the Panzer units committed to the offensive could be further strengthened, although this also gave the Soviets time to rebuild their depleted forces, as well.

Instead, it was not until 5 July 1943 that Hitler finally decided to launch *Zitadelle*, by which point the operation had grown from a limited counteroffensive to one that involved 60 per cent of all the German armour on the Eastern Front. The mission assigned to Manstein's Heeresgruppe Süd in *Zitadelle* was to penetrate that part of the Voronezh Front (now under Vatutin) held by the 6th Guards Army and advance due north towards Oboyan. The ultimate objective, Kursk, lay some 120km (75 miles) from the German start line. At Kursk, Manstein's forces would link up with Generaloberst Walter Model's AOK 9 advancing south from the Orel salient. Manstein made Hoth's 4. Panzerarmee his main effort, with XLVIII Panzerkorps on the left and Hausser's II SS-Panzerkorps on the right. After three months of rebuilding, these two corps began the offensive with 925 tanks and 170 assault guns, which made Hoth's 4. Panzerarmee the strongest German armoured strike force ever assembled in the Soviet Union. Manstein also directed Armeeabteilung Kempf to make a supporting attack on 4. Panzerarmee's right flank to widen the initial breach and to counter the expected reaction of the Soviet armoured reserves. Kempf committed III Panzerkorps with 369 tanks and assault guns to this supporting attack against the Soviet 7th Guard Army. Manstein knew that *Zitadelle* was going to be a much tougher fight than the March battles, particularly since his three attacking corps would have to penetrate three heavily fortified belts held by full-strength guards units then deal with counterattacks by one or more Soviet tank armies. In order to give his assault units all possible advantages, he used his experience in dealing with Soviet fortified belts at Sevastopol to provide lavish artillery and engineer support.

Fliegerkorps VIII was also expected to help pin down Soviet reserves and to disrupt enemy troop concentrations, as it had in previous offensives.

Initially, Manstein committed only 14 of the 42 divisions in Heeresgruppe Süd to the *Zitadelle* offensive. Armeeabteilung Hollidt, renamed as the new AOK 6, continued to hold the Mius River line with 12 divisions, while Generaloberst Eberhard von Mackensen's 1. Panzerarmee held the Donets River front with 11 divisions. In order to conduct *Zitadelle*, Manstein

had to concentrate 85 per cent of his available armour on a narrow, 50km-wide (31-mile) attack front, while Hollidt and Mackensen defended more than 200km (120 miles) of front with minimal armour support. Manstein had got away with this type of risk in 1942 when the Soviets were spread thinly themselves, but now he was slow to realize that the Red Army of 1943 had transformed itself into a much more capable force.

After a preliminary attack on 4 July to clear away the 6th Guards Army's combat outposts, Hoth's 4. Panzerarmee began its main attack at 0400hrs on 5 July. Manstein was expecting most of the assault divisions to reach the Soviet second line of defence near the Psel River – up to 45km (28 miles) north of the start line – by the end of the first day, based upon the ability of Panzer divisions to breach Soviet fortified lines in the past. However, the furthest advance achieved by XLVIII Panzerkorps on the first day was only 5km (3 miles) and it failed to penetrate the Soviet first defensive line. In the centre, Hausser's II SS-Panzerkorps succeeded in penetrating the first defensive line and advanced up to 20km (12 miles), but with heavy casualties. On the right, III Panzerkorps made minor advances of 3–6km (2–4 miles) against the 7th Guards Army. Manstein and Hoth were shocked by the difficulty experienced on the first day, since the Panzers had never failed to achieve a breakthrough. Without a doubt, the Soviets had massed anti-tank defences, minefields, artillery and infantry fieldworks in sufficient densities to take the stride out of Manstein's style of *Bewegungskrieg*.

Hoth and Kempf continued their attacks on 6 July but it was soon clear that Heeresgruppe Süd was involved in a costly battle of attrition rather than the free-ranging manoeuvre warfare that Manstein preferred. Hausser's II SS-Panzerkorps continued to grind forwards, but XLVIII Panzerkorps had considerable difficulty on the left flank and by the time it got within 26km (16 miles) of Oboyan on 9 July its strength was nearly spent. By the same date, Kempf's attack had also run out of steam and it failed to protect the right flank of Hausser's corps. Kempf's attack did force Vatutin to commit the 1st Tank Army prematurely and the Stavka decided to bring up the 5th Guards Tank Army and 5th Guards Army to stop Hoth's advance once and for



Soviet anti-tank gunners firing point-blank at a German StuG III assault gun during the battle of Kursk in July 1943. Manstein's forces bent, but could not break Vatutin's defences. The days of easy victories for the Panzers were over. (RIA Novosti, 288)

all. In response, Manstein transferred XXIV Panzerkorps from 1. Panzerarmee to reinforce Hoth's faltering attack. However, it was already clear that *Zitadelle* had failed, since Model's AOK 9 was unable to achieve a penetration north of Kursk and shifted to a defensive posture. Hoth made one last effort to batter his way through at Prokhorovka on 12 July and succeeded in defeating the 5th Guards Tank Army, but 4. Panzerarmee was spent.

Hitler summoned Manstein and Kluge to Rastenberg on the day after Prokhorovka to announce that he was suspending *Zitadelle*. Manstein was adamant that his offensive continue, saying 'victory on the southern front of the Kursk salient is within reach. The enemy has thrown in nearly his entire strategic reserves and is badly mauled. Breaking off action now would be throwing away victory.' However, Hitler realized that the offensive no longer had any chance of encircling large Soviet formations and that it was only grinding up the Wehrmacht's precious armoured reserves in a useless battle of attrition. Hitler directed Manstein to transfer 1. SS-Panzer Grenadier-Division 'Leibstandarte SS Adolf Hitler' to Italy in response to the Allied landing on Sicily on 10 July and authorized Heeresgruppe Süd to fall back to the defensive positions it held at the start of *Zitadelle*.

Manstein's forces had suffered 29,102 casualties during the offensive, including 4,759 killed. Although Heeresgruppe Süd reported only 190 tanks as total losses during the offensive, less than half its armour was operational by 15 July. Vatutin's Voronezh Front and reinforcements from Steppe Front had suffered over 90,000 casualties, including 18,097 killed. Soviet armour losses in this sector were 1,254 tanks out of 2,924 committed. While Manstein had succeeded in inflicting better than three to one losses on Vatutin's front and advancing a maximum of 38km (24 miles), he had failed to achieve his operational objective of encircling any enemy units.

## Retreat to the Dnepr

Once the great offensive was called off, Manstein later wrote that he 'hoped to have given the enemy so much punishment in the course of *Zitadelle* that we could now count on a breathing space in this part of the front'. However, on 17 July the Soviets began probing attacks along the Donets and Mius rivers that gained small bridgeheads. Hollidt's forces were hard pressed and he failed to prevent two Soviet mechanized corps from crossing the Mius. Unable to penetrate the dense Soviet defences around Kursk, Manstein now saw these small Soviet offensives as a perfect opportunity to conduct another 'backhand blow' that might redeem the failure of *Zitadelle*. However, in his eagerness to pull off another *Bewegungskrieg* coup, Manstein made the fatal mistake of underestimating his opponent. Believing that Vatutin's force were no longer an immediate threat after *Zitadelle*, Manstein dispatched the two remaining divisions of II SS-Panzerkorps, along with III and XXIV Panzerkorps, to crush the Mius River crossings. Thus by late July, Manstein had shifted most of his armour southwards but he failed to realize that these probing attacks were diversions intended to draw his attention away from the critical Belgorod-Kharkov sector. In his memoirs, Manstein admitted that this

decision proved to be 'disastrous,' but crassly blamed it on Hitler's insistence on holding the Donets Basin.

After repulsing the Soviet breakthrough at Izyum, Hausser's II SS-Panzerkorps attacked the Soviet bridgehead across the Mius River on 30 July. Amazingly, Hausser ran into the same kind of lethal anti-tank defences encountered at Kursk and lost more than 70 tanks on the first day. Hausser only succeeded in eliminating the Soviet bridgehead and capturing 18,000 prisoners after three days of heavy fighting. Although this was a tactical success, it came at a heavy cost since the II SS-Panzerkorps was reduced to fewer than 70 operational tanks and assault guns.

Unnoticed by Manstein's staff, Vatutin had quickly replaced his losses after *Zitadelle* and massed over 800 tanks from the 1st Tank Army and the 5th Guards Tank Army in a narrow 12km (7-mile) sector north-west of Belgorod, near the boundary between 4. Panzerarmee and Armeeabteilung Kempf. Marshal Georgiy Zhukov and the Stavka began preparing Operation *Rumantsyev* even before *Zitadelle* ended and they provided Vatutin with an overwhelming force to recapture Kharkov and press on to the Dnepr River. Zhukov wanted no amateurish offensive this time, but a well-planned and well-supported operation that minimized the risk from any 'backhand blows' from Manstein. The offensive began on 3 August with a massive two-hour artillery preparation against 4. Panzerarmee's LII Armeekorps. In order to conduct the counterattack on the Mius, Manstein had reduced Hoth's army to only four infantry and three Panzer divisions and the Soviet 5th Guards Army was able to rapidly punch through Hoth's weak defences. Vatutin then committed two tank armies into the gap and Hoth's depleted Panzer divisions could not stop the onslaught. By nightfall on the first day, Vatutin's spearheads had advanced up to 26km (16 miles). Vatutin also put heavy pressure on Armeeabteilung Kempf's positions north of Belgorod with attacks from the 53rd and 69th Armies.

Manstein was stunned by the intensity of Vatutin's offensive, which smashed three infantry divisions on the first day. He ordered the III Panzerkorps and the 2. SS-Panzer Grenadier-Division 'Das Reich' to return from the Izyum sector, but before they arrived the Soviet 69th Army captured Belgorod on 5 August and the 6th Guards Army eliminated 7,000 German troops in the Borisovka Pocket. The defeated remnants of Hoth's 4. Panzerarmee retreated westwards down the Vorskla River valley, leaving a wide undefended gap between it and Armeeabteilung Kempf. It was not until 7 August that Panzer units from the Mius front began to arrive in Kharkov, by which point the 5th Guards Tank Army's spearheads were within 25km (16 miles) of the city. Between 8 and 12 August, Hoth and Kempf managed to re-establish a line of



German anti-tank units exacted a heavy toll on enemy armour but could not stop the Red Army's drive to the Dnepr River in September 1943. Here, an 88mm Pak 43/41 anti-tank gun waits in ambush. (Bundesarchiv, Bild 101I-705-0270-18, Fotograf: Bauer-Altwater)

sorts, but these measures only slowed Vatutin's advance. Just when Manstein thought that he might be able to get the situation under control, the Soviet Southwest Front attacked 1. Panzerarmee in the Donbas and the South Front attacked AOK 6 on the Mius. Both attacks were powerful and quickly gained ground, since both armies had transferred their armour northwards to save Kharkov. Manstein was now faced with simultaneous heavy Soviet attacks against all four of his armies and all his reserves were committed. Rather than wasting time shifting armour back to the Mius front, he kept his best units at Kharkov, hoping to bleed Vatutin dry.

With victory in sight, Vatutin got a bit overconfident and ordered a series of costly frontal assaults that allowed the Germans to inflict near-crippling losses on the 5th Guards Tank Army. Nevertheless, Manstein ordered Kempf to evacuate Kharkov – against Hitler's orders – before he was surrounded, and the city fell on 22 August. The victory cost Vatutin over 156,000 casualties and 1,864 tanks, but Operation *Rumantsyev* had achieved its objectives and set the stage for a rapid advance to the Dnepr River. The day after Kharkov fell, AOK 6 began to retreat from the Mius River under heavy pressure and Kempf was relieved by Hitler for losing Kharkov. Armeekorps Kempf was renamed AOK 8 and placed under General der Infanterie Otto Wöhler. On 27 August, Hitler flew out to Vinnitsa to meet with Manstein to discuss the latest defeats. Manstein pressed Hitler to adopt a policy of 'flexible defence' that allowed tactical withdrawals in order to mass forces for counterattacks as during the 'backhand blow', but Hitler forbade any more retreats. Manstein also urged Hitler to evacuate AOK 17 from the Kuban in order to release some of its 21 divisions to reinforce Heeresgruppe Süd, but Hitler refused this as well.

By the end of August, Manstein was facing defeat on virtually all fronts. Heeresgruppe Süd suffered 133,000 casualties in August but received only 33,000 replacements. The five Soviet fronts attacking Heeresgruppe Süd had also suffered heavy losses, but they still had over 2.6 million men and 2,400 tanks against Manstein's 800,000 men and 500 tanks. Manstein played

for time, using small counterattacks to bruise the Soviet armoured spearheads, but after the loss of Kharkov he knew that the only hope for halting the powerful Soviet offensives was to establish a new defensive line on the Dnepr River. On 8 September, Hitler flew to Zaporozhe to meet again with Manstein, who pleaded for permission to withdraw behind the Dnepr, but Hitler refused. Hitler did authorize the evacuation of the Kuban but stipulated that AOK 17 would defend the Crimea, not reinforce Manstein's forces. It was not until 15 September – with Heeresgruppe Süd's defences

Manstein meets with Generalmajor Hans Speidel, chief of staff of AOK 8, during the retreat to the Dnepr River in September 1943. Speidel was closely involved with the conspiracy against Hitler but managed to survive. (Bundesarchiv, Bild 101I-705-0262-06, Fotograf: Mahla)



crumbling virtually everywhere – that Hitler authorized Manstein to retreat behind the Dnepr. However, Hitler decided to transfer Hollidt's AOK 6 to Kleist's Heeresgruppe A, leaving Manstein with only three armies to defend the Dnepr line between Kiev and Dnepropetrovsk.

It all became academic a few days later, when the Stavka released Rybalko's rebuilt 3rd Guards Tank Army to Vatutin. Rybalko was assigned the sole mission of punching through the remaining flotsam from 4. Panzerarmee in his path and establishing a bridgehead across the Dnepr. In an amazing display of operational mobility, Rybalko advanced 160km (100 miles) in two days and actually made it to the Dnepr before most of the retreating German units. Rybalko then established a bridgehead over the Dnepr at Bukrin on 22 September and the 5th Guards Tank Army secured another bridgehead at Kremenchug on 29 September. Manstein had confidently expected to gain a reprieve once his exhausted troops were securely positioned behind the Dnepr but he was now shocked to find out that the Soviets had already punctured the formidable barrier before his main forces had even reached safety. Instead of a reprieve, Manstein was now forced to fight a desperate battle to eliminate the Soviet bridgeheads before they could be expanded.

## **The loss of Kiev**

By late September 1943, Manstein's forces were arrayed with Hoth's 4. Panzerarmee defending the Kiev area, Wöhler's AOK 8 holding the area between Cherkassy and Kremenchug and Mackensen's 1. Panzerarmee holding the area around Dnepropetrovsk. Although these forces had taken a severe beating in the retreat to the Dnepr, some of the Panzer units were still formidable and Manstein tried to use them to eliminate the Soviet bridgeheads. Hoth used XLVIII Panzerkorps to mount a strong counterattack that nearly wiped out the Bukrin bridgehead on 27 September and XIII AK to attack the 38th Army's bridgehead at Lyutezh north of Kiev. After the withdrawal behind the Dnepr, Manstein's headquarters was initially in Kirovograd, but he then moved back to Vinnitsa.

In October, the Stavka developed a new plan to exploit the bridgeheads over the Dnepr and encircle Wöhler's AOK 8, which was considered to be the weak link in Manstein's front. While Malinovsky's Southwest Front attacked Dnepropetrovsk to fix the 1. Panzerarmee, Konev's Steppe Front would break out of the Kremenchug bridgehead on Wöhler's right flank, while Vatutin's Voronezh Front (later renamed 1st Ukrainian Front) broke out of the Bukrin bridgehead with Rybalko's 3rd Guards Tank Army. Konev's front scored a major success at Kremenchug, smashing LVII Panzerkorps and then advancing nearly 70km (44 miles) with the 5th Guards Tank Army to the outskirts of Manstein's headquarters at Kirovograd. Malinovsky also enjoyed some success against 1. Panzerarmee, capturing Dnepropetrovsk and Zaporozhe. However, Vatutin's efforts to break out of the Bukrin bridgehead were frustrated by XLVIII Panzerkorps, which fought Rybalko's tankers to a standstill. The Soviet offensive succeeded in pushing most of Wöhler's army back from the Dnepr, except for two corps holding the front between Kanev and Cherkassy.

Soviet troops from the Steppe Front attack the retreating 4. Panzerarmee near Poltava on 23 September 1943. A Marder III tank destroyer burns on the right. (RIA Novosti, 67381)



At this point, Vatutin demonstrated a great deal of flexibility as well as a firm understanding of his opponent. While leaving some forces to continue the fight at the Bukrin bridgehead, he quietly moved the 38th and 60th Armies and Rybalko's armour 150km (93 miles) northwards to the Lyutezh bridgehead. On 1 November, Vatutin began strong diversionary attacks at Bukrin. Manstein discounted reports of Soviet armour moving to Lyutezh since he regarded the swampy area as unsuitable for mechanized operations – the same mistake the French had made about the Ardennes Forest in 1940. At dawn on 3 November, Vatutin unleashed a massive artillery preparation against VII and XIII AK ringing the Lyutezh bridgehead. Manstein and Hoth were completely surprised by this attack and before they could effectively respond, Rybalko's 3rd Guards Tank Army struck the crumbling German line and routed three infantry divisions. Vatutin's forces rapidly pushed southwards to Kiev and with virtually no intact combat units left in the area, Hoth was compelled to retreat. Manstein hurriedly shifted XLVIII Panzerkorps from Bukrin but it was too late and Vatutin's troops captured Kiev on 6 November. Maintaining the pressure, Vatutin pushed his forces westwards in pursuit, overrunning Hoth's flimsy rearguards and capturing Zhitomir on 12 November.

Manstein was humiliated that he had been fooled by Vatutin and had lost Kiev so easily. Hitler was furious and relieved Hoth, replacing him with General der Panzertruppe Erhard Raus. The OKH immediately sent Manstein substantial armoured reinforcements to retake Kiev. By 15 November, he had assembled six Panzer divisions in XXIV and XLVIII Panzerkorps south-west of Kiev, with an impressive 585 tanks. Manstein intended to repeat the 'backhand blow', by slashing into the flank of Rybalko's 3rd Guards Tank Army and then recapturing Kiev. Manstein's counterattack succeeded in retaking Zhitomir and inflicted about 30 per cent losses upon Rybalko's army, but it was frustrated by poor weather and terrain conditions. Unlike earlier counteroffensives, Luftwaffe support was minimal. By 25 November, Manstein suspended the counteroffensive since it failed to encircle any Soviet units.

Despite the punishment he had received at the hands of Vatutin since August, Manstein could learn from his opponent. He was particularly impressed by the Soviet artillery divisions, which had been used to smash his defensive lines and he decided to form the 18. Artillerie-Division from existing assets. Once assembled, the division had 116 heavy calibre artillery pieces. On 6 December, XLVIII Panzerkorps, supported by the 18. Artillerie-Division, attacked the 60th Army at Radomyshl. The attack succeeded in isolating some Soviet rifle divisions and inflicting heavy losses, but the German forces lacked the strength to destroy these formations. Continuing the attack, XLVIII Panzerkorps unexpectedly bumped into three Soviet tank corps near Meleni and became involved in a protracted tank battle that inflicted heavy losses on both sides. By 23 December, Manstein was forced to call off the counteroffensive, having failed to recapture Kiev or destroy Rybalko's armour, but he believed that the counteroffensive had crippled the 1st Ukrainian Front and ruined its ability to launch any major offensive operations for some time. Once again, Manstein underestimated his opponents and his evaluation of the situation was incorrect.

Unknown to Manstein, the Stavka reinforced Vatutin's 1st Ukrainian Front to a total of 924,000 men and they struck the front of 4. Panzerarmee on the morning of 24 December with a massive offensive. Vatutin attacked with seven armies up front, totally overwhelming Raus' badly outnumbered forces. Despite desperate counterattacks by XLVIII Panzerkorps, the Soviet 1st Tank Army and 3rd Guards Tank Army rapidly pressed eastwards – demonstrating that Manstein's counteroffensive had not crippled them. On 31 December, Rybalko's armour recaptured Zhitomir. Once again, Manstein's left flank was broken and hanging in the air, with masses of Soviet armour pouring into the gap – the year was ending much as it had begun.

## **The Korsun Pocket**

Manstein realized that the only way to shore up his broken left flank was to take forces from Hube's 1. Panzerarmee on his right flank, as he had done previously in the Donbas. However, Hitler realized that a wholesale transfer of 1. Panzerarmee would jeopardize the Nikopol bridgehead, which he was adamantly against evacuating. Nevertheless, Manstein began to quietly shift parts of Hube's army on 1 January 1944. By this risky transfer, Manstein hoped to free up enough troops to stabilize his left flank but he did so by concealing the scale of this transfer from the OKH and the fact that he was voluntarily giving up territory on the Dnepr bend. The transfer also forced the hard-pressed AOK 6 to take over the front that had been held by 1. Panzerarmee. Emboldened by the departure of Hube's army, Konev launched a major offensive on 5 January that pushed AOK 8 back 40km (25 miles) and captured Kirovograd on 8 January. The transfer of Hube's army temporarily enabled Heeresgruppe Süd to slow down Vatutin's offensive, but once Katukov's 1st Tank Army got within 65km (40 miles) of Manstein's headquarters in Vinnitsa, he evacuated to Proskurov on 5 January. Katukov then shifted direction and drove due south towards Uman, driving a wedge between 1. Panzerarmee and AOK 8.

Of course, the wholesale transfer of 1. Panzerarmee and the abandonment of territory on the Dnepr bend did not escape Hitler's notice and he demanded that Manstein report to him personally at Rastenberg on 4 January 1944. Hitler was angered that Manstein had ignored his specific orders not to withdraw from the Dnepr bend and was more concerned with threats to his own authority than Manstein's military arguments. Manstein only made the tense interview worse by bringing up the idea of appointing a commander-in-chief for the entire Eastern Front. Hitler knew that Manstein considered himself as the best candidate for the position and regarded this suggestion as a personal attack on his own authority. Hitler abruptly cut Manstein off and it was clear that their relationship was deteriorating.

Once he returned to Proskurov, Manstein planned Operation *Watutin*, a joint counterattack by 1. Panzerarmee and AOK 8 to cut off and destroy Katukov's 1st Tank Army. However, even if he could stop Katukov's drive on Uman, the boundary between Hube's army and Wöhler's AOK 8 would still be vulnerable in the Korsun salient. The last German foothold on the Dnepr was held by XLII AK, belonging to 1. Panzerarmee, and XI AK, belonging to AOK 8. Even though Manstein requested to withdraw from the Korsun salient before the Soviets cut it off, Hitler forbade Manstein from abandoning the last position on the Dnepr. Already, the Stavka had its eyes on Korsun and Zhukov arrived in mid-January 1944 to coordinate a pincer attack by Vatutin's 1st Ukrainian Front and Konev's 2nd Ukrainian Front in the hope of creating another successful pocket like Stalingrad.

Manstein realized that the Soviets would encircle the Korsun salient and since he was forbidden from evacuating this position, his only two remaining choices were to either deploy his remaining mobile reserves near the salient or to conduct a spoiling attack. In fact, he decided to do both. While Manstein hoped that Operation *Watutin* would delay Vatutin's attack, he ordered Wöhler to keep two Panzer divisions ready to counterattack any Soviet penetration on the eastern side of the salient by Konev's forces. As further insurance,

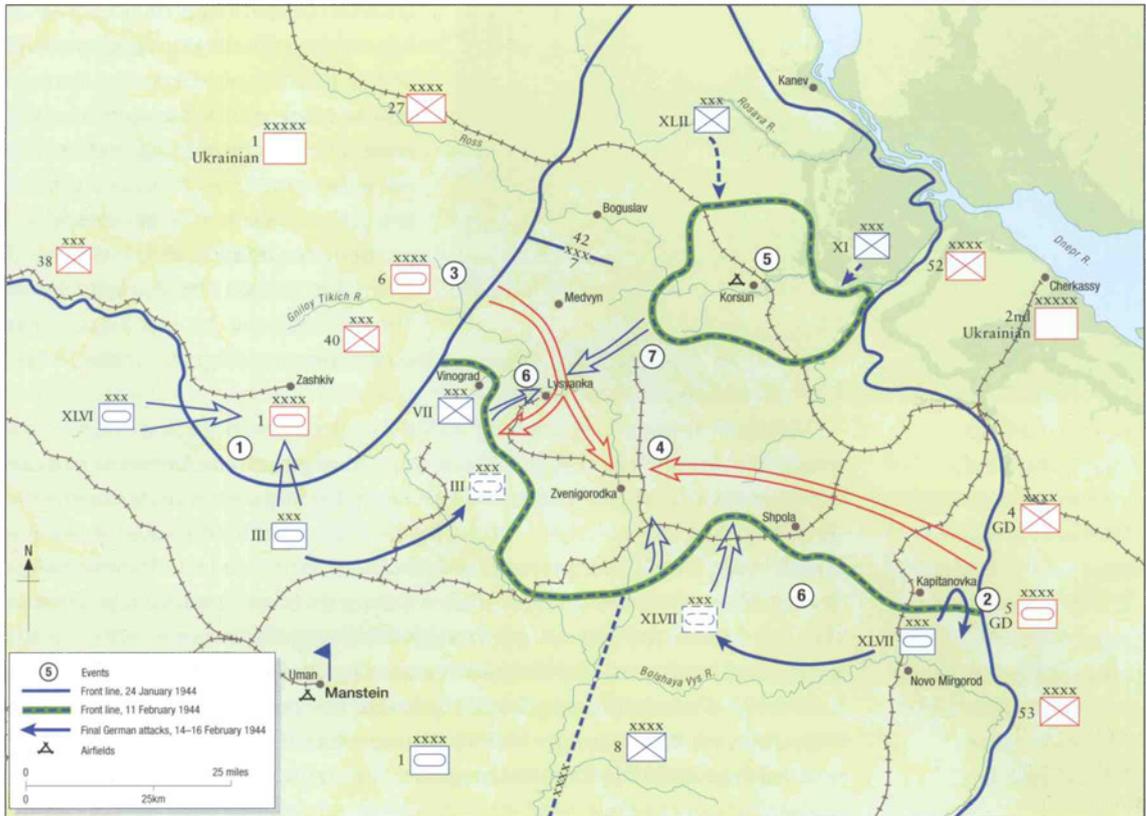
Manstein formed a special mobile fire brigade, known as schwere-Panzer-Regiment 'Bäke', which he could use to deal with any Soviet breakthroughs. This ad hoc unit had a battalion each of Panther and Tiger tanks, plus artillery, engineers and infantry – making it the most powerful formation left in Heeresgruppe Süd.

Operation *Watutin* began on 24 January, but before the counteroffensive could make any progress, Konev

Soviet poster from late 1943: 'The enemy will not escape our revenge!' After Kursk, the Soviets never let up the pressure on Manstein's Heeresgruppe Süd, driving it back until it began to disintegrate. (RIA Novosti, 136592)



## Relief of the Korsun Pocket, February 1944



- 24 January 1944: Manstein begins Operation *Vatutin* to encircle and destroy the Soviet 1st Tank Army before it reaches his headquarters at Uman.
- 25 January 1944: Konev attacks east side of the Korsun Salient with the 4th Guards Army and 5th Guards Tank Army. Counterattacks by XLVII Panzerkorps fail to stop him from achieving a breakthrough.
- 26 January 1944: Vatutin attacks the western side of the Korsun Salient with the 40th Army and 6th Tank Army. Although the German VII AK repulses the main attack, Soviet armour exploits a gap between VII and XLII AK.
- 28 January 1944: the 5th Guards Tank Army and the 6th Tank Army linked up at Zvenigorodka, trapping XI and XLII AK in the Korsun Pocket.
- 1–10 February 1944: the German forces inside the pocket withdraw inwards to hold a hedgehog defence around the airfield. The two corps are formed into Gruppe Stemmermann.
- 1 February 1944: Operation *Wanda*, the relief effort, begins with attacks by III and XLVII Panzerkorps to reach the pocket. Although the Germans succeed in advancing 35–40km (22–31 miles) during the next week and III Panzerkorps reaches Lysanka, Vatutin and Konev rush reinforcements to the area and block any further advance.
- Night, 16–17 February 1944: Gruppe Stemmermann conducts an amazing night breakout operation that succeeds in crossing the last 7km (4 miles) to III Panzerkorps' lines. About two-thirds of the trapped German troops escape, after abandoning their vehicles and heavy equipment.

and Vatutin started their own probing attacks against the Korsun salient. The next morning, Konev concentrated seven rifle divisions, 323 tanks and a great deal of artillery against the German 389. Infanterie-Division, defending a 21km-long (13-mile) stretch of front on the eastern corner of the salient. After the division disintegrated, Konev pushed the 5th Guards Tank Army through to exploit eastwards. Wöhler's Panzer reserves counterattacked but failed to stop the Soviet breakthrough. On the western side of the salient, Vatutin attacked on 26 January with five rifle divisions,



A German truck convoy negotiates a muddy Ukrainian road with difficulty. Manstein's concepts of *Bewegungskrieg* were premised upon an idealized battlefield but rapid manoeuvre often proved difficult in the harsh weather and terrain conditions experienced in the Soviet Union. (Author's collection)

linked up at Zvenigorodka, trapping 56,000 German troops from the XI and XLII AK inside the *Kessel*.

Manstein initiated a Luftwaffe airlift that brought in enough supplies to prevent an immediate collapse by the trapped troops. He was determined not to repeat the mistakes of Stalingrad and he rapidly organized a relief operation by transferring III Panzerkorps and schwere-Panzer-Regiment 'Bäke' as soon as it concluded its role in Operation *Watutin*. He also directed XLVII Panzerkorps to organize a relief attack with its three Panzer divisions. Fortunately, Zhukov directed Konev and Vatutin to concentrate their efforts upon reducing the *Kessel*, which allowed Manstein to construct a screening force across the gap between 1. Panzerarmee and AOK 8. Inside the pocket, the trapped troops were formed into Gruppe Stemmermann and they retreated to a more defensible perimeter, which succeeded in holding an area around the Korsun airfield for the next two weeks.

Operation *Wanda*, the German relief effort, began on 1 February when XLVII Panzerkorps, which had 40 tanks, attacked northwards against Konev's forces. The distance between the *Kessel* and the relief forces was 35–40km (22–25 miles), but extremely muddy conditions seriously reduced German mobility. On 3 February, the stronger III Panzerkorps, with 164 tanks, began its own attack against Vatutin's forces. Soviet resistance was fierce, since Konev and Vatutin had positioned six rifle, three tank and one mechanized corps between the relief force and the *Kessel*. After a week of attacking, neither German corps had advanced more than 20–25km (12–16 miles). Manstein and his staff moved up to Uman in his command train to supervise the operation and ensure the closest coordination between Hube and Wöhler.

Throughout the relief operation, Manstein argued with Hitler about the necessity of Gruppe Stemmermann conducting a breakout once the relief forces approached. Once again, Hitler clung to the idea that Korsun could be held once a link-up occurred. Manstein knew that Gruppe Stemmermann was running out of time and he ordered III Panzerkorps, reinforced with the 1. SS-Panzer-Division 'Leibstandarte SS Adolf Hitler', to make another push on 11 February. III Panzerkorps succeeded in advancing 15km (9 miles) and reached Lysanka, within 7km (4 miles) of the trapped forces in the *Kessel*, but Zhukov positioned several tank corps that blocked any further advance. On the same day, Gruppe Stemmermann lost control of Korsun airfield. Even

but Hube's well-prepared VII AK failed to break. Then, in a display of operational flexibility characteristic of the heyday of blitzkrieg, Vatutin redirected a mobile group into a gap created by a supporting attack and once these tanks succeeded in getting into the German rear areas, he pushed the 6th Tank Army behind them. On 28 January, the 5th Guards Tank Army and the 6th Tank Army

though Hitler had not approved a breakout, Manstein directly radioed Stemmermann on 16 February and ordered him to conduct a breakout that evening. The Germans inside the pocket skilfully organized a night exfiltration and they managed to achieve sufficient tactical surprise for the bulk of the combat troops to penetrate the Soviet cordon and reach III Panzerkorps at Lysanka, at the cost of abandoning their vehicles and artillery. However, once the breakout was detected, the Soviets unleashed their cavalry and artillery against the German support troops, most of whom were massacred or captured. All told, 40,423 Germans escaped the *Kessel*, but 19,000 were killed or captured.



While the breakout from the Korsun pocket reduced the scale of the Soviet victory, the fact remained that all six divisions that escaped were ruined. Indeed, 5. SS-Panzer-Division 'Wiking' was the only division that was ever rebuilt. Furthermore, the relief forces had suffered over 4,000 casualties themselves and lost about 240 tanks and assault guns. Manstein's designated fire brigade, schwere-Panzer-Regiment 'Bake', claimed to have destroyed about 400 Soviet tanks in its month-long existence but it had so few tanks operational by late February that it was disbanded. Although Manstein's rescue effort saved lives in the short run, it had essentially consumed the last mobile reserves available to Heeresgruppe Süd.

## Hube's Pocket

After the end of the Korsun operation, Manstein expected Vatutin to continue his offensive against the weak left flank of Heeresgruppe Süd, while Konev pounded away at AOK 8. In fact, Zhukov switched the main effort to strike the boundary of Raus' 4. Panzerarmee and Hube's 1. Panzerarmee near Tarnopol, while Konev hit Hube's right flank. Once Hube's flanks were penetrated, Vatutin and Konev each had three tank armies to conduct deep mobile operations to encircle the entire 1. Panzerarmee. The Stavka was determined to destroy Heeresgruppe Süd and it took the unprecedented step of massing all six of its tank armies against just one of Manstein's armies. However, five days before the offensive was to start, Ukrainian partisans fatally wounded Vatutin. Zhukov stepped in and took direct command over the 1st Ukrainian Front.

Even if Manstein had known Zhukov's intent, there was little that he could do to stop it, given the dilapidated condition of Heeresgruppe Süd. At the beginning of March, Heeresgruppe Süd was holding an 843km-wide (524-mile) front with only 37 and a half understrength divisions and its armour reserves exhausted after the Korsun relief effort. Zhukov's 1st Ukrainian began the

Although Manstein succeeded in rescuing over 40,000 of the troops trapped inside the Korsun Pocket, XI and XLII AK lost virtually all of their equipment. (RIA Novosti, 187)

offensive on 4 March and Konev's Front joined the next day. Despite fierce German resistance, breakthroughs were achieved, enabling Zhukov and Konev to commit their tank armies. Hube's army had both flanks enveloped by Soviet armour, leaving 1. Panzerarmee in a salient around the town of Kamenets-Podolsky. Manstein was forced to evacuate his headquarters again, this time back to Lwów. By mid-March, the Soviet pincers had nearly encircled 1. Panzerarmee, but Hitler refused Manstein's requests to evacuate the salient. On 28 March, the trap shut when 6th Tank Army captured Khotin, closing off Hube's escape route.

Virtually the entire 1. Panzerarmee with about 200,000 men and 20 divisions were trapped inside the *Kessel*. This time, Manstein had nothing left to mount a relief operation and could only re-establish a thin front across the Carpathians by using the Hungarian 1st Army. Flying to Berlin, he pointed out to Hitler that his favourite 1. SS-Panzer-Division 'Leibstandarte SS Adolf Hitler' and 2. SS-Panzer-Division 'Das Reich' were both trapped inside the *Kessel* and would be lost unless reinforcements arrived to mount a rescue effort. Hitler reluctantly agreed to provide SS-Obergruppenführer Willi Bittrich's II SS-Panzerkorps from the west to mount a rescue operation, but he was adamant that Hube's trapped forces remain in place until the rescue force reopened their supply lines. Manstein agreed but he knew that the Luftwaffe could not sustain this large a force by air. As soon as he returned to his headquarters, Manstein disregarded Hitler's orders and instructed Hube to begin moving the *Kessel* westwards to link up with the 4. Panzerarmee and the expected relief force. Hube disagreed with Manstein because the distance to German lines in the west was about 100km (62 miles), whereas the distance to the Romanian IV Army in the south was half that, even though this would make it more difficult to establish a new front line. Once again, Manstein had to work with a headstrong subordinate who regarded his orders merely as suggestions.

However, Zhukov made two critical mistakes when he encircled the 1. Panzerarmee: he expected the trapped forces to make a breakout to the south and he did not reckon with the tenacity and resourcefulness of Generaloberst Hans-Valentin Hube. Instead of just sitting tight and waiting for relief as Paulus had, Hube attacked the relatively weakly held western flank of the *Kessel* and began to push outwards. Hube reorganized his forces and managed to keep enough troops and tanks operational to keep moving – which surprised Zhukov because up to that point, trapped German units had generally remained static to hold airfields for resupply. Yet since the Luftwaffe could not supply Hube's army, there was no point in staying in place. When the breakout effort began on 27 March, it appeared to be going well, but Manstein would not see it through to its conclusion. Hitler realized that Hube was in fact giving up territory rather than waiting for rescue and decided that Manstein had defied his orders once too often.

On 30 March, Manstein was ordered to report to Hitler at the Obersalzberg, where he was informed that Walther Model was replacing him. Hitler softened the relief by awarding Manstein the Swords to his Ritterkreuz and told him that, 'the time for grand-style operations in the east, for which I had been particularly

qualified, was now past. All that counted now was to cling stubbornly to what we held.' Hitler also said that he regarded Manstein as one of his 'most capable commanders' and that he would give him another assignment in the near future. As a postscript to Manstein's last operational decisions, Hube's troops managed to fight their way through Soviet lines and linked up with Bittrich's relief force on 6 April, thereby depriving Zhukov of his triumph.

## OPPOSING COMMANDERS

Manstein fought against a number of Soviet commanders, but his most inveterate opponent was Nikolai Vatutin. Despite coming from a peasant background and being 14 years younger than Manstein, Vatutin proved to be just as capable of conducting manoeuvre warfare. Indeed, Vatutin proved to be Manstein's nemesis, defeating him at Soltsy in August 1941 and then hounding him across the Ukraine in 1943, then snatching Kiev from his grasp with a brilliant manoeuvre. Manstein only defeated Vatutin once – in February 1943 – and Vatutin learned from this experience and never allowed his spearheads to be destroyed piecemeal again.

Like Manstein, Vatutin had been a General Staff officer before the war and he was actively involved in mobilization and war plans in the late 1930s. However, Vatutin did not shun politics but instead joined the Communist Party and he was well regarded by Stalin and Zhukov. Vatutin played a key role in delaying the German drive on Leningrad, then encircling the first large German pocket at Demyansk. Shifted southwards in July 1942, Vatutin's Southwest Front later frustrated Manstein's relief of the Stalingrad *Kessel* and then came close to encircling Heeresgruppe Don itself. Vatutin's only serious misjudgement against Manstein occurred in February 1943, when he failed to detect the impending German counteroffensive until his over-extended forces were being cut to ribbons. Unlike Manstein, Vatutin learned from this defeat and took the measure of his opponent.

At Kursk, Vatutin was able to stop Manstein's powerful armoured spearheads well short of their objectives and then shift to a counteroffensive that shattered the German front. Vatutin surprised Manstein at Belgorod in August and thoroughly outmanoeuvred him at Kiev in December. Vatutin demonstrated great flexibility during the Korsun offensive, taking advantage of fleeting opportunities rather than reinforcing failure, which resulted in his armour encircling two German corps. However, Vatutin was unable to prevent Manstein from relieving the Korsun Pocket, but this limited success squandered Manstein's last operational reserves. Vatutin would surely have played a major role in finishing off Manstein's command in the Kamenets-Podolsky offensive if Ukrainian partisans had not fatally wounded him after Korsun. Nevertheless, Vatutin had demonstrated that Manstein's style of *Bewegungskrieg* did not work against a steady opponent and that the Red Army had some commanders who could turn the tables and conduct a form of manoeuvre warfare that astonished even Manstein.

General Nikolai Vatutin, commander of the Voronezh Front in early July 1943. (RIA Novosti, 3900)



## WHEN WAR IS DONE

After he was relieved of command, Manstein went back to his family in Dresden and was assigned to the Führer Reserve. As the situation grew worse on all fronts, he confidently expected to be recalled to duty but no orders ever came. Hitler was convinced that Manstein was not capable of obeying his stand-fast orders and conducting a fanatical defence, which made him poorly suited to the situation facing Germany by mid-1944. Circumstances had forced the Wehrmacht to abandon *Bewegungskrieg* in favour of *Stellungskrieg*.

While sitting on his hands in Dresden, Manstein was aware of the conspiracy within the army to eliminate Hitler. He had been approached three times by representatives of the conspiracy in 1943, including a meeting with Major Claus von Stauffenberg. Each time, Manstein listened to the arguments against Hitler's interference with military operations, but refused to commit to any action against the regime. Manstein simply replied that, 'Prussian field marshals do not mutiny' and steadfastly stuck to his loyalty oath to Hitler. Two of his senior staff officers at Heeresgruppe Süd – Oberst Eberhard Finckh and Oberstleutnant Schulze-Büttger – were involved in the conspiracy and were executed after the failed attempt on Hitler's life on 20 July 1944. Manstein knew that the conspirators intended to kill Hitler but he said nothing, leaving the door open to either cooperate with a new regime if a coup succeeded or to deny involvement if it failed. Although neither Göring nor Himmler trusted Manstein, he did not come under serious suspicion after the conspiracy failed.

By late January 1945, Konev's 1st Ukrainian Front was nearly on Manstein's doorstep and he decided to flee westwards with his family. He still had sufficient influence to secure two army trucks to load his personal belongings and together with his wife, son Rüdiger and his adjutant, they headed west to Hamburg. On the way, Manstein stopped in Berlin, but Hitler refused to see him. Continuing on to Hamburg, Manstein sought out Generalfeldmarschall Fedor von Bock, who had also been relieved by Hitler. Together, they went to see Großadmiral Karl Dönitz, who became the new head of state after Hitler's suicide. Manstein expected that Dönitz would choose him as the new commander-in-chief of the army, but instead Dönitz picked Generalfeldmarschall Ferdinand Schörner. Crestfallen, Manstein left Dönitz's headquarters empty-handed. After sending his adjutant to make contact with the advancing British forces, Manstein surrendered to Field Marshal Montgomery at the elegant Hotel Atlantic in Hamburg on 5 May 1945. On 26 August, he was taken to England as a prisoner of war.

Manstein passed his first year in captivity quietly, but in August 1946 he was brought to Nuremberg to be part of a special defence team, which included Halder and Rundstedt, for the 'OKW Trial'. During the trial, Manstein tried to conceal the collusion between the army and the Nazi regime and argued that the SS were solely responsible for any war crimes. Manstein was cross-examined by the American prosecutor Telford Taylor, who inconveniently produced a copy of his 20 November 1941 order, which said

that, 'the Jewish-Bolshevist system has to be exterminated for all times' and encouraged his troops to treat the local population harshly. Taylor ruthlessly ripped apart Manstein's flimsy excuses and exposed him as a liar. As a witness for the defence, Manstein was a failure and he failed to prevent his former comrades – Leeb, Hoth, Reinhardt, Hollidt and Wöhler – from all being found guilty of war



crimes and receiving prison terms. In particular, Wöhler was convicted for his role in working with Einsatzgruppe D 'special actions' during his time as chief of staff of AOK 11 in the Crimea.

After Manstein's involvement in Nazi atrocities in the Soviet Union became public, he soon found himself before a British military tribunal, with charges that focused on allegations of mistreatment of prisoners of war and civilians in the Soviet Union, as well as use of scorched earth tactics. When the trial began in Hamburg in August 1949, Manstein was confident that he could gain an acquittal by denying any knowledge of war crimes committed in his areas of operation, but this proved to be a major mistake once the prosecution produced documents revealing his condoning the use of terrorism against the civil population. Even worse, the former commander of Einsatzgruppe D testified that he had coordinated 'special actions' with the AOK 11 staff. Manstein proved to be very poor at defending himself in court, particularly in regard to charges that he had ordered the execution of Soviet political officers during the advance on Leningrad. Incredibly, Manstein argued that commissars – who wore military uniforms in compliance with the Hague Convention – were not protected by international law. Despite attracting sympathy during his trial, even from former opponents such as Winston Churchill and Montgomery, Manstein was found guilty on two of the 17 charges and sentenced to 18 years in prison.

Manstein spent the next four years in prison, but he was released for 'good behaviour' in May 1953. Afterwards, he returned to his family and wrote his memoirs, *Verlorene Siege (Lost Victories)*, in 1955 and then *Aus Einem Soldatenleben (From a Soldier's Life)* in 1958. When West Germany began establishing the Bundeswehr, Manstein and a number of retired senior Wehrmacht officers were brought in to advise upon the formation of the new army. For a brief moment, between November 1955 and June 1956, Manstein was back to writing memorandums about military organization and some of his recommendations on brigade structure were used. However, the West German Government was reticent to allow a convicted war

German troops burn Ukrainian villages as they retreat westwards in early 1944. Manstein's use of 'scorched earth' tactics resulted in his conviction for war crimes in 1949. (Nik Cornish, WH 738)

criminal too prominent a place in the Bundeswehr and he was gradually sidelined once the new army got on its feet. By the early 1960s, Manstein's ideas on manoeuvre warfare were increasingly irrelevant to a Bundeswehr that was oriented strictly toward defence. Since his former home was now in East Germany, he moved his family to the village of Irschenhausen, south of Munich. He became involved in veterans' affairs and writing. His wife Jutta died in March 1966, leaving him alone and in failing health. On 10 June 1973, von Manstein died of a stroke at the age of 85.

## INSIDE THE MIND

Manstein always tried to portray himself as a cerebral chess-player, who cunningly waited for his opponent to make a mistake and then at the right moment, delivered a lethal strike at a critical point by means of an unexpected manoeuvre. In terms of the principles of war, Manstein's operational style put greatest emphasis on surprise, manoeuvre and offensive – which were the hallmarks of the doctrine developed by Hans von Seeckt for the Reichswehr back in 1921. In *Sichelschnitt*, *Trappenjagd* and the 'backhand blow', Manstein sought to defeat stronger opponents by means of a surprise attack from an unexpected quarter and each succeeded. However, *Bewegungskrieg* was an integral part of German war making after the costly experience with *Stellungskrieg* in World War I, though not all German commanders were as ardent an advocate of manoeuvre warfare as Manstein.

Manstein's operational plans also paid great heed to the principles of simplicity and mass, by carefully weighting his main *Schwerpunkt* with combat modifiers (engineers, assault guns) and then employing the bare minimum of independent formations. Rather than constantly trying to seek a classic Cannae-style double envelopment, Manstein preferred simple single envelopments, which worked in the Ardennes and the Kerch Peninsula. He also had an excellent grasp of time and space considerations, which is a vital prerequisite for effective battlefield command. Probably the only principle of war that Manstein failed to employ properly was economy of force. Limited resources forced Manstein to accept great risk in some sectors in order to mass his best forces for offensive action, but this required a good assessment of enemy intentions and capabilities – which was not Manstein's strong suit. Time and again, Manstein miscalculated Soviet intentions and left small German blocking forces exposed to encirclement, as occurred with Sponeck's troops at Kerch in December 1941 and Armeeabteilung Hollidt during *Zitadelle*.

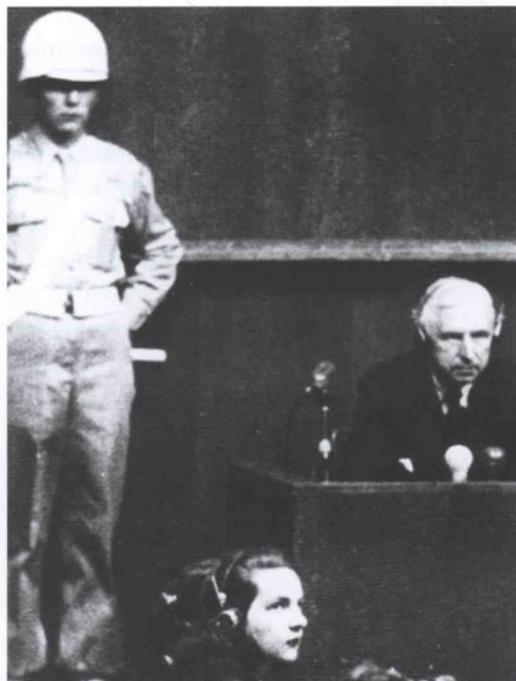
Manstein's son Rüdiger later said that his father's greatest weakness was his inability to understand that he could not persuade Hitler with pure military logic. It is clear that Manstein's relationship with Hitler was only good when he produced victories, but Hitler never really trusted him. Although Manstein complained about Hitler's interference, he actually had a relatively free hand as AOK 11 commander in the Crimea. It was not until

Manstein took over Heeresgruppe Don that he found his concept of *Bewegungskrieg* hamstrung by Hitler's obsession with holding first the Kuban, then Rostov, then the Donbas region, then Kharkov. Forced to hold specific territorial objectives at all costs, Manstein was obliged to fight a *Stellungskrieg* in some sectors of his front, thereby reducing the forces available for counterattacks. However, Manstein's style was ill suited to prevailing circumstances once Germany lost the initiative after Kursk and his methods were essentially reduced to trading space for time and preventing his armies from being encircled. As a defensive commander, Manstein was far less successful than Kesselring, Model or Raus in containing enemy offensives.

As a commander, Manstein's interaction with subordinates was often problematic. He was rarely willing to stick his neck out making tough command decisions that could endanger his position and he failed to support his subordinates (Sponeck, Hausser, Lanz, Kempf, Hoth) when they took actions to save their commands. Indeed, Manstein showed little loyalty to his subordinates throughout the war and seemed to regard himself as irreplaceable on the Eastern Front. As a leader, Manstein lacked the charisma or dominant personality to impose his will on headstrong subordinates such as Hoth, Hausser and Hube, who often ignored his directives. Indeed, Manstein had an effete side to his character that was demonstrated in his preference for luxuries such as his command train, headquartering in castles far from the front and his nightly bridge games. His front-line commanders respected his operational skill but his lack of 'guts' did not inspire others. Dietrich von Choltitz, who commanded a regiment at Sevastopol, later commented that Hitler didn't respect Manstein much either and would 'dig [him] in the paunch with his elbow' at meetings.<sup>2</sup>

Politically, Manstein's views were simplistic in the extreme – like those of many career officers – and he initially resented the Nazi regime. However, once his anti-Hitler superiors fell like ninepins and his own career was threatened, Manstein had a change of heart. When Hitler adopted his *Sichelschnitt* recommendations, Manstein became a devoted follower and admired the Führer until late 1942. Although Manstein found the *Kommissar Befehl* of 1941 distasteful, he obeyed it. In the Crimea, Manstein decided to toe the Nazi line adopted by his superior Reichenau and issued his own order authorizing his troops to 'exterminate the Judeo-Bolshevist' system. He almost certainly held racist views against Jews and Slavs prior to the war, based upon his attitudes toward Poland and Czechoslovakia. When some of his aides protested about nearby SS 'special actions', he ignored them. Indeed, Manstein's

Manstein at Nuremberg in 1946. His knowledge of *Einsatzgruppen* activities in the Crimea was exposed during the hearings and he was eventually convicted on two charges of war crimes and served four additional years in captivity. (Author's collection)



2. Sonke Neitzel (ed.), *Tapping Hitler's Generals* (Frontline Books: St Paul, 2007)

criticism of Hitler was never about Nazi policies, but about the Führer's interference with his command prerogatives.

Although Manstein rebuffed all efforts to bring him into the anti-Hitler conspiracy, he routinely mocked the Führer openly among his own staff, referring to him in a sarcastic tone as 'the greatest military mind of all time'. This sotto voce opposition was highly unprofessional in eroding military discipline and demonstrated his lack of moral courage. Manstein whined constantly about Hitler's interference but always knuckled under. Guderian noticed this and said that Manstein 'never had a good day' when dealing with Hitler.

## A LIFE IN WORDS

Although relatively unknown outside the Wehrmacht until 1940, Manstein emerged to garner immense prestige and recognition in 1941–42. On 10 January 1944, Manstein was on the cover of the American news magazine *Time*. Not flashy like Rommel or tough like Model, Manstein set about developing the image of himself as a brilliant 'chess player', who used his superior mind to overcome his opponents.

Within the Wehrmacht, opinions were divided about Manstein. A great number of senior officers regarded him as arrogant, particularly for the tendency he demonstrated on the Generalstab to ignore the viewpoints of others. His former mentor Ludwig Beck eventually broke off his friendship with Manstein and later said that he was 'not a man of bad character, but a man of no character at all'. Guderian cooperated with Manstein to develop the *Sichelschnitt* plan – which Manstein failed to mention in his memoirs – and felt that Manstein tried to grab all the credit for himself, even though he had no direct knowledge of Panzer operations at the time. Guderian did acknowledge Manstein as 'our finest operational brain', but regarded him more as an ideal staff officer, rather than as a battlefield commander. Later, Wolfram von Richthofen, commander of Fliegerkorps VIII and a close collaborator with Manstein in 1942–43, said that 'he is the best tactician and combat commander we have'.

Manstein's memoirs, *Lost Victories*, appeared in Germany in 1955 and these memoirs were particularly noticeable for the manner in which the author glossed or omitted any items related to the war crimes for which he had just served four years in prison. Instead of focusing on his own wartime activities, the author used *Lost Victories* to build the case that Germany could have won the war in the east – or at least achieved a draw – if Hitler had listened to his generals and allowed them to conduct the kind of manoeuvre warfare at which the Wehrmacht excelled. Thus Manstein laid the blame for the demise of *Bewegungskrieg* squarely on Hitler's doorstep, accusing him of 'throwing victory away'. He also suggested that he was himself uniquely qualified to be made supreme commander of the Eastern Front and Hitler's failure to do so was one of his greatest mistakes. *Lost Victories* was very well received by Western audiences, particularly British military writers such

as Basil Liddell Hart, who viewed Manstein's methods as the epitome of the 'indirect approach'. Hart lavished praise on Manstein, writing that, 'the ablest of all the German generals was probably Field Marshall Erich von Manstein. He had a superb strategic sense, combined with a greater understanding of mechanized weapons than any of the generals who did not belong to the tank school itself.'

Due to the success and readability of *Lost Victories* as well as recognition of his role in developing the 1940 *Sichelschnitt* plan, other historians echoed Hart's evaluation and began to speak of Manstein as 'Hitler's most brilliant general' and the 'foremost practitioner of large-scale mechanized warfare'. However, Hitler himself regarded Walther Model as his 'best Generalfeldmarschall', probably followed by Erwin Rommel. Claims that Manstein was a great armoured commander ignore the fact that he never had more than a single Panzer division under his control as either a corps or army commander and that he never commanded a *Panzerarmee*. By the time that he did gain control over a number of Panzer divisions, as an army group commander, he was far removed from their day-to-day activities. Claims that Manstein was a 'superb strategist' also seem untenable, since he never served in the OKW or OKH in wartime.

Indeed, Manstein's reputation is almost entirely based on just three factors: his role in *Sichelschnitt*, the capture of Sevastopol and the 'backhand blow', all of which figure prominently in *Lost Victories*. His defeats, beginning at Soltsy in 1941 and extending to the loss of Kiev, are glossed over in his memoirs and poorly known. Today, he is still regarded by many as an 'operational genius', but Manstein did not attract biography writers after the war, unlike flashier commanders such as Erwin Rommel. Due to Manstein's conviction for war crimes and the anti-Semitism he demonstrated in his trial, he did not appear to be a sympathetic figure for biographers. Today, Manstein's legacy has begun a slide into relative obscurity, as memories of his victories fade and modern Germany has little need for remembering his principles of *Bewegungskrieg*.

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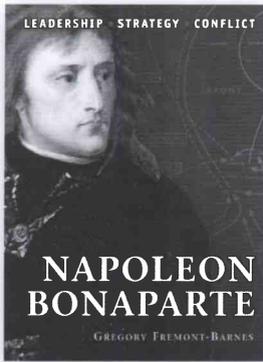
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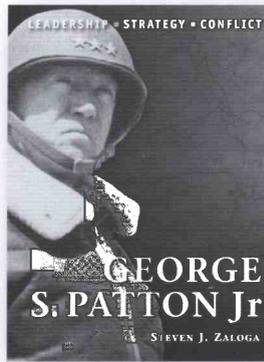
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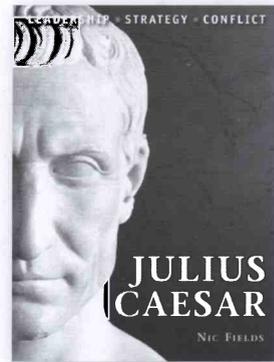
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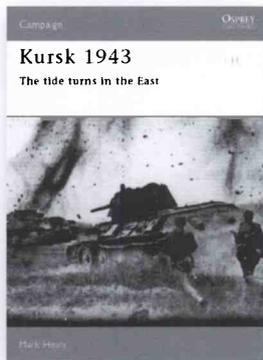


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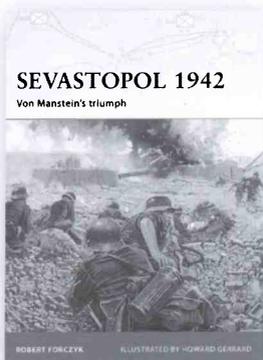
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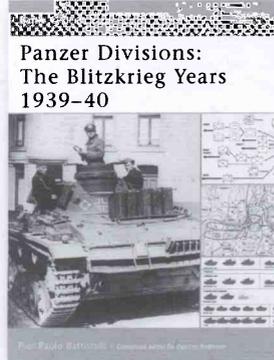
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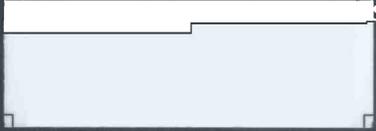
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