

# Panzer Campaigns: Kiev '43

## Design and Campaign Notes



*Dedicated to John Tiller*

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## Part 1 – Design Notes



### Introduction

Panzer Campaigns: Kiev '43 was a project that was initially started by Mike Avanzini and Dave "Blackie" Blackburn until the latter's death in 2016. Wargame Design Studios (WDS) picked up the project in 2018 and worked on the project until 2021 when it was completed.

An early assessment of the game project determined that the map created by Mike and Blackie still needed some work. Mike Avanzini had built the original order of battle files for October and November. We would have to assess how much we may need to add as we read the battle narratives and staff notes for both sides.

There are not a lot of good accounts of this campaign in English that go into the kind of detail that we needed for the project. Instead, David Freer and Nicholas Bell had to read through the German staff notes to determine the setup and reinforcement schedule for the Axis forces. Harrison's translation of the Soviet Army staff notes gave us sufficient information for the status of the Russian army along with David Glantz' maps and maps from both armies' staff archives which were to help provide us with the setup locations for the forces. David will cover more about the OB and setup work that he had to do during production of Kiev '43.

The campaign saw both sides on the offensive at various times and thus the players can alternate being the attacker and defender. We feel that the product accurately reflects the drama of the Eastern front battle to retake Kiev in the Fall of 1943 and should provide the WW2 gamer with many hours of enjoyment.

## Scenario Designer Notes

The completion of Kiev '43 was a joint project between David Freer and Bill Peters. Bill set up the large November campaign scenario with input from Mike Avanzini, Nicholas Bell and David Freer. David set up the large "Operational" scenarios of November 12<sup>th</sup>, 15<sup>th</sup> and 20<sup>th</sup>, December 19<sup>th</sup>, as well as the large December campaign scenario. Bill built the sub-scenarios and variants for the game.

Transportation Network - Initially it was determined that the rail network on the west side of the Dnepr River would be left intact for the large November campaign file but that for any scenario starting on the 12<sup>th</sup> or later then the rail network would have damaged sections to reflect the Germans having destroyed portions of the rail line during their retreat. The Germans will still be able to use their rail ability to some benefit, despite the loss of Fastov but for the most part, the Russians would be hampered in using the rail lines.

Bridges - the records indicated that the Germans had destroyed all the bridges across the Dnepr with the exception of the rail bridge at Kiev. Thus, at the beginning of the November campaign the only road bridges available are those built by the Russians. The Russians also built numerous ferries across the Dnepr. Thus, several engineer bridges and ferry locations are in place to start the November campaign.

Weather, Air power and Ground Conditions – We pieced together the data for the Weather date file from accounts in the staff records as well as narratives or input from authors such as David Glantz. The weather during both November and December was mainly overcast with low lying clouds or fog making air strikes difficult for level-flying bomber aircraft which had trouble seeing their targets. The Luftwaffe was having to juggle their assets between the 4<sup>th</sup> Panzerarmee near Kiev and the 8<sup>th</sup> Armee near Cherkassy and thus will not



always be present in force.

The Russians were able to put up large amounts of sorties on the good flying days while on those days where the weather was marginal, the Germans only flew a smaller number of planes. Both sides were grounded by severe weather during the campaign. The Germans were forced to move their aircraft on November 5<sup>th</sup> so did not fly any missions on that day.



During November, the ground state varied from normal to muddy. The accounts differ as to whether the forces were hampered by the mud. The viewpoint we got from some sources was that the Germans were using the mud as an excuse for their lack of victory. The Russian viewpoint was that the ground was firm enough to support combat operations. By the end of November, heavy rain turned the ground into a quagmire, ending for the most part, all offensive

operations by the German army. By 6 December, the ground had frozen making movement for wheeled and tracked vehicles permissible. Note that during December 1943 there was not a lot of snow. Thus, veteran Panzer Campaigns players will note that the “Frozen” ground condition was not used in the scenarios. Instead, the Normal ground condition reflects the frozen condition of the ground, but the typical “Frozen” snow terrain and crossable rivers will be absent.

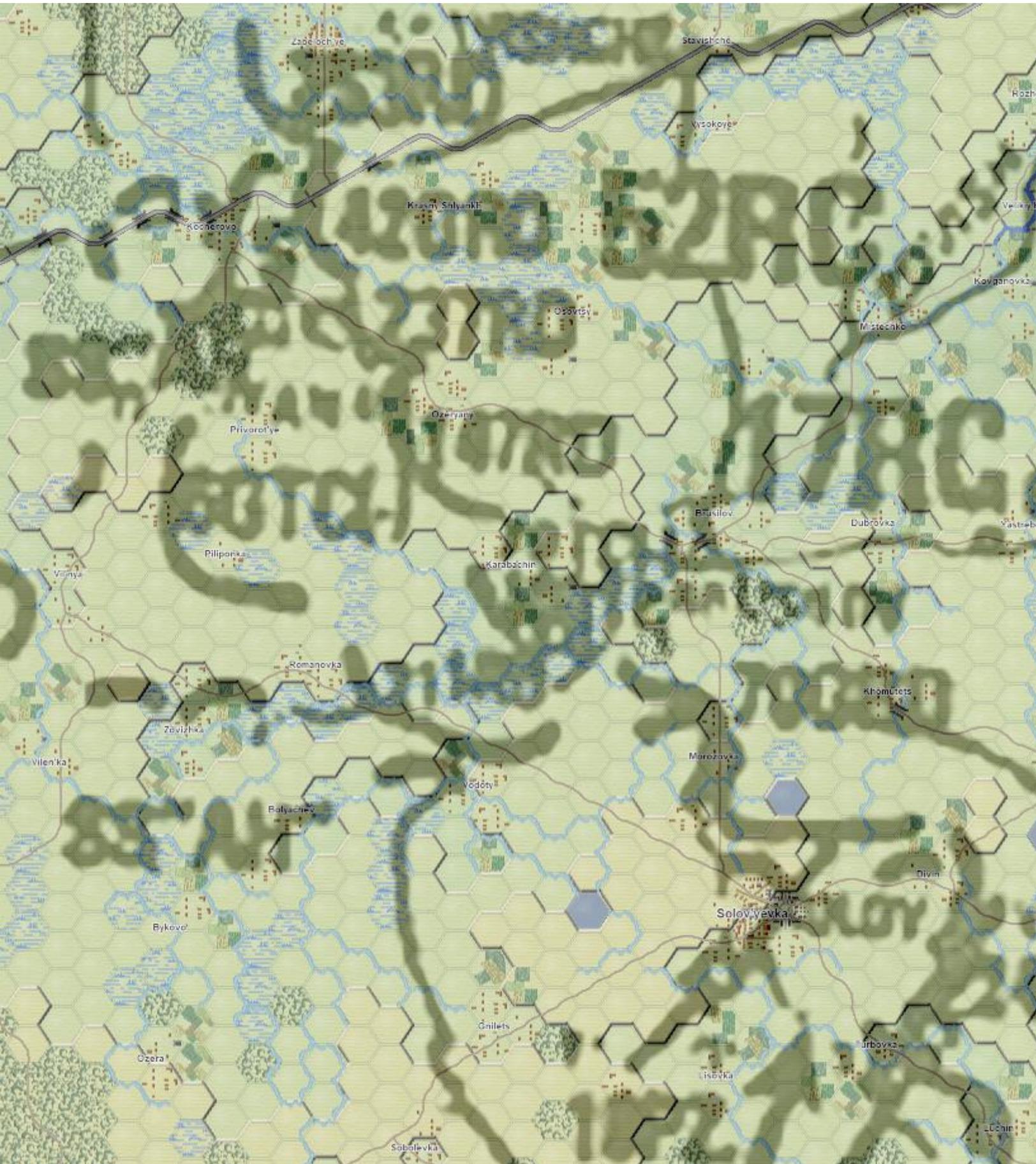
## Scenario Planning

Right away it was obvious we needed to place our primary emphasis on the November and December operations. We felt that the players would be spending most of their time playing the various scenarios that depicted the breakout, pursuit, and German counterattack rather than those of the September and October periods where the gains were minor in comparison. With that in mind we split up that part of the project into the Russian breakout and pursuit during early November followed by the two major German offensive periods of mid-November to late December. The Russian counter-offensive in late December was not covered as it would involve a string of scenarios reflecting the forming of the Korsun Pocket.

While the partisans did play a role in interdicting the airfields and creating issues in the German rear areas, the Kiev area itself, was devoid of partisan activity. Two security divisions are fixed in some of the scenarios to depict their “patrolling” role that they were undertaking. Rather than have actual Partisan units it was felt that this would suffice.

For the six campaign/operation scenarios of November 3<sup>rd</sup>, 12<sup>th</sup>, 15<sup>th</sup>, 20<sup>th</sup>, and December 6<sup>th</sup> & 19<sup>th</sup> unit placement was determined using a daily map set that David Glantz had published. Following, you can see an example of Glantz’s map for November 20<sup>th</sup>, interposed over the actual game map so we can determine where

units should be set-up. This approach allowed us to get formations correctly placed and boundaries determined. The map shown is 50% of the size of the actual placement map used.



# The Campaign and Operational Level Scenarios

## The November Campaign Scenario - #43\_1103\_01: Kiev November Operations

This is the longest scenario in the game. It features the big breakout by the Russian army out of the Liutezh bridgehead (38<sup>th</sup> and 3<sup>rd</sup> Guards Tank Armies) and the 60<sup>th</sup> Army area to the north followed by a pursuit phase where the Russians took Fastov, Zhitomir and Korosten but tried to do too much with their forces and became overextended. The German response occupies the largest part of the scenario from the 12<sup>th</sup> up to the 24<sup>th</sup> of November.

Once the setup was done, we had to determine the victory point locations. Kiev is the main prize but places like Fastov, Zhitomir, Brusilov and Korosten are also key locations for either side to control. Exit hexes were not used because the goal of the Russian army was not to exploit the situation off the map.

As both players will find out, they each will have force limitations which will prohibit them from completely overwhelming their opponent's forces. The Germans must be careful while withdrawing from Kiev to the west and south playing for time for their armored reinforcements to arrive and take up their primary role for the big counterattack by the middle of the month.

Both players will note the absence of a strong fortification line for the Germans forces at the start of the scenario. Hitler had ordered that no bunkers be built thus the Germans will only have trenches for protection. There is also no ability to build bunkers during the campaigns which accurately reflects the fact that neither side really had time to pursue building a defensive line during November and December.

The Bukrin Bridgehead is part of the map for this scenario. Historically, it was a watershed area where little to no activity occurred. The players will have to decide when they can pull formations from that area for the main effort elsewhere on the map. The Russian command had the 10<sup>th</sup> Tank Corps and 8<sup>th</sup> Guards Tank Corps



as well as the 52<sup>nd</sup> Rifle Corps moved from this area to cross the Dnepr River and reinforce the 38<sup>th</sup> Army.

Meanwhile, the Germans would pull the 2<sup>nd</sup> SS “Das Reich” Panzer Division from this area and redeploy them to participate in the offensive operations to take Brusilov during the period 15-24 November. The 3<sup>rd</sup> Panzer Division would eventually be withdrawn to aid the German forces south of the 4<sup>th</sup> Panzer Army’s area of operations by the evening of 21 November. The latter move is represented by a Withdraw order in the historical scenario but in one of the variants the division remains on the map.

### 12<sup>th</sup> November '43 Operations - #43\_1112\_01\_High Tide of the Russian Offensive

This scenario starts with the continuation of the Russian breakout up to the point where the German reinforcements make further forward progress almost impossible. It continues up to the end of the counterattack by the Germans when the mud made operations impossible.

### 15<sup>th</sup> November '43 Operations - #43\_1115\_01\_The 4<sup>th</sup> Panzer Army Response

Players wishing to jump right in and get the German attack going into high gear can play the shorter operational level scenario starting on 15 November 1943. As the scenario opens the Germans are poised to retake Zhitomir. Most of their armored forces have arrived and are on or near the front lines.

### 20<sup>th</sup> November '43 Operations - #43\_1120\_01 Kiev November 20-24 '43 Ops

This scenario is all about the final phase of the German attack to take Brusilov and other key locations west and southwest of Kiev. While retaking Kiev is mainly out of the question, the Axis player can inflict a lot of losses on the frontline forces thus partially disrupting the idea of a static frontline for the upcoming December



counteroffensive. The arrival and proper deployment of the 1<sup>st</sup> Guards Army will be an integral part of the Allied player's strategy to stop the Axis player from taking key objectives. In particular, the German SS "Das Reich" Panzer Division's release and point of attack will greatly affect events in the south. By this time, the Zhitomir operation had wound down but there remained fighting that played out during this period of the campaign.

### 06<sup>th</sup> December '43 Operations - #43\_1206\_01 December Operations

This scenario depicts the final German attack for 1943 in the Kiev area of operations. It initially involved a huge flanking attack by a large portion of their armored divisions to the north of Zhitomir with the intention of



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Foto: Wehmeyer | 17. November 1943

surrounding much of the Russian forces deployed to the north of that city. The German attack started on 6 December but by the 10<sup>th</sup> had lost a great deal of its momentum. The Irsha and Teterev Rivers formed perfect defensive barriers to help halt the German advance. Russian forces were hurried to the threatened points on the Allied defensive line and secured the front. A final attack to the north by the Germans towards Korosten succeeded reestablished the link between the forces of the 4<sup>th</sup> Panzerarmee and the 2<sup>nd</sup> Armee. This is the final operational-sized scenario in Kiev '43.

### 19<sup>th</sup> December '43 Operations - #43\_1219\_01 Final December German Operations

This is the final attack by the Wehrmacht forces in December. The Germans sought to transfer two panzer divisions to the Korosten sector to try and envelope a large group of Russian forces to the southeast of the town. Starting on December 19, it lasted until December 22<sup>nd</sup> when it was obvious that the attack had stalled. There is some substance to the belief that the Germans called off the attack when they noted a large buildup of Russian forces concentrating west of Kiev, in what would be the launch point for the large Soviet Christmas offensive which would eventually lead to the forming of the Korsun pocket.



## Order of Battle Notes

There are several decisions that need to be made when building an order of battle (OOB) for a Panzer Campaign's game. After a review of Mike Avanzini's original 2009 Kiev '43 order of battle, Mike decided to completely rebuild the OOB from scratch for the Wargame Design Studio (WDS) release. This was in the main due to the changes in design philosophy since the original order of battle was created.

There are four order of battles included with the game, one for October and December respectively and two for November 1943.

### ★ Order Of Battle

- ☐... ★ 1st Ukraine Front : Dec 6th, 1943 (329362 Men, 6568 Guns, 1730 Vehicles, 594 Planes, 100 Units)
  - ☐... HQ 1st Ukraine Front [Gen Vatutin, HQ, Motorized, 50 Men, C Quality, Command = 100 Units]
  - +... ☐... 13th Army (17995 Men, 240 Guns, 60 Vehicles, 67 Units)
  - +... ☐... 18th Army (43761 Men, 458 Guns, 26 Vehicles, 135 Units)
  - +... ☐... 27th Army (10561 Men, 210 Guns, 63 Vehicles, 57 Units)
  - +... ☐... 38th Army (70229 Men, 2048 Guns, 402 Vehicles, 408 Units)
  - +... ☐... 40th Army (45642 Men, 639 Guns, 42 Vehicles, 174 Units)
  - +... ☐... 60th Army (79808 Men, 1373 Guns, 241 Vehicles, 377 Units)
  - +... ★ 1st Gds Army (29045 Men, 610 Guns, 64 Vehicles, 122 Units)
  - +... ★ 3rd Gds Tank Army (13945 Men, 356 Guns, 152 Vehicles, 89 Units)
  - +... ☐... Front Subordination (7413 Men, 402 Guns, 324 Vehicles, 72 Units)
  - +... ☐... 2nd Air Army (594 Planes, 24 Units)
  - +... ☐... 1st Tank Army (10913 Men, 232 Guns, 356 Vehicles, 69 Units)
- ☐... ☒ PzAOK. 4 (107968 Men, 1365 Guns, 1730 Vehicles, 340 Planes, 1147 Units, Repl = 2%)
  - ☐... HQ PzAOK. 4 [Gen Obst Hoth, HQ, Motorized, 100 Men, A Quality, Command = 100 Units]
  - +... ☐... XXIV. PzAK (18335 Men, 284 Guns, 229 Vehicles, 210 Units)
  - +... ☐... XIII. AK (14450 Men, 138 Guns, 57 Vehicles, 149 Units)
  - +... ☐... LIX. AK (12498 Men, 117 Guns, 29 Vehicles, 125 Units)
  - +... ☐... XXXXVIII. PzAK (24757 Men, 300 Guns, 885 Vehicles, 257 Units)
  - ☐... ☐... XXXXII. AK (0 Units)
  - +... ☐... Armeegruppe M (Korp) (24305 Men, 362 Guns, 485 Vehicles, 243 Units)
  - +... ☐... Armeetruppen (2261 Men, 9 Vehicles, 17 Units)
  - +... ☒ VIII Fliegerkorps (340 Planes, 22 Units)
  - +... ☐... Armeegruppe M (Armee) (11262 Men, 164 Guns, 36 Vehicles, 123 Units)
- ☐... ☒ AOK. 2 (6976 Men, 88 Guns, 212 Vehicles, 81 Units, Repl = 2%)
  - ☐... HQ AOK. 2 [Gen Obst Weiss, HQ, Motorized, 100 Men, A Quality, Command = 80 Units]
  - +... ☐... LVI. PzAK (6876 Men, 88 Guns, 212 Vehicles, 80 Units)

## The Soviet Order of Battle

The Soviet publication: *Boyevoy Sostav Sovetskoy Armii* – Combat Strength of the Soviet Army (BSSA) was invaluable for the Soviet forces. This series of books list's the complete Soviet order of battle at the first of each month. The text identifies all the major formations (Division / Corps) that make up each army. In addition, all Corps, Army and Front attachments were identified at a regiment, brigade, battalion and even company level. A second series of books, the *Boyevoy Sostav Obshchevoyskovykh Armiy* – Combat Strength of the Combined Armies (BSOA) breaks the BSSA down further to listings for every ten days allowing identification of changes during the month. This is critical for the various battles around Kiev, as the Soviet forces moved regularly in response to the changing situation.

A master listing of each army's components was built for October 15<sup>th</sup>, November 3<sup>rd</sup> / 15<sup>th</sup>, and December 6<sup>th</sup>, 1943. These listings were overlaid with reinforcement, transfer and withdrawal information for each formation that changed during a month. All these various components were included in the applicable OOB with the December version being the largest, including both the engaged forces as well as the newly arriving formations for the Soviet December 24<sup>th</sup> offensive. These additional units are included to increase the range of potential variation scenarios.



Formation strengths were another area to be considered and came in two flavours – how many men, tanks etc. ‘should’ be in a formation and how many ‘were’ at a particular point of time. By 1943, the Russian divisions had been standardised and much of the ad-hoc nature of units from 1941/42 had been expunged. That said, very few Soviet units were close to their authorised strengths. Having fought across the Ukraine since the battle of Kursk in July, very few units had been out of action or had seen the most basic of refits. In consideration, unit strengths were capped at a lower level than full table of organisation and equipment (TO&E) to represent the known strengths at the time of battle. This represented the ‘were’ as mentioned above. A range of values were determined for battalion manpower and this represented the maximum value that formation could grow too. This was rarely at the full TO&E value, but rather a lower percentage. This general view was taken on all Soviet forces with a focus on units in battle before November 3<sup>rd</sup>, 1943 as having lower values. This reflects the hard fighting that had been ongoing since the fourth battle of Kharkov had started in early August 1943.

Though the Soviet formations were ‘cookie cutter’, there was still a range of different layouts for each formation type. Late 1943 formations were different to the structure of those that started the year. Michael Avanzini had completed some ground-breaking work that identified the evolution of Soviet Rifle & Cavalry divisions over time. Several Russian language websites confirmed the current version of each Division and when various changes were made to a particular formation.

The Soviets also have Guard’s Infantry, Cavalry and Airborne Divisions. These formations have been set at C morale (unlike the Russian infantry ‘D’ default), to represent their higher experience and overall better status.

For armored formations, this was a period of transition in equipment with the mainstream T-34/76 suffering heavy losses at Kursk and the subsequent fighting across the Ukraine. The appearance of the German Panther and increasing number of Tiger tanks, accentuated the need for better armored vehicles to handle the heavy German panzers. With the T-34/85 yet to enter production, the Soviet forces had to rely on the outgunned T-34/76 or the temporary hybrids like the KV-85. Charles C Sharp’s ‘Soviet Order of Battle, Volume II’ was a great source for the layout of each Tank Corps & Brigade, highlighting that there was little consistency in the tank strengths or models deployed. Another gem in David Glantz’s book ‘Colossus Reborn’ is the armored strength and composition of each tank formation at various dates. This proved invaluable to getting the armored strengths right in the scenarios.



Mechanized Corps were also present in the summer of 1943. Many of these corps were formed in 1942 but only slowly committed after the German defeat at Stalingrad. These formations were much stronger than tank corps having integrated brigades with more infantry and dedicated tank regiments in each. A mechanized corps was usually paired with a tank corps or two to form a tank army, with the infantry component vital for

holding ground that had just been taken. The advent of these more balanced tank armies was a sign of both the Soviets on the offensive and learning from the hard lessons of the last two years. Both the mechanized and tank corps had additional units added to their structures during 1943 reflecting more experience in the field. Some examples of additional units are dedicated SU regiments (self-propelled AT/artillery), AA units and engineering resources. The regular Russian armored and mechanized are rated at C morale to reflect both this increased experience, but also the fact that many of these units are only cadres after the summer fighting and had taken on minimal reinforcements to supplement the battle experienced survivors.

When it came to supporting arms such as artillery and engineering forces, both Glantz and a range of Russian language sources provided the nominal table of equipment (TOE). A number of Artillery Divisions were available for the Soviet assault on Kiev, and these were used sparingly during the campaign. With the next major Soviet offensive planned for December 24<sup>th</sup>, these units were rarely committed in the more operational fighting covered in this title.

The Soviet forces were built around an Army formation that belonged to a Front (or Army Group). The infantry and tank/mechanized corps that started the war had been disbanded due to a lack of experienced officers and staff, but by 1943 the corps was again the default level of command for in the field forces.

Within the order of battle, all units that are divisional size or higher have named commanders with the appropriate rank for that date. Thanks to Michael Avanzini for providing some of the more obscure formation leaders.

A good article to understand the level of detail that went into the creation of the Soviet order of battle can be found here: [KV-85 Tanks and Rabbit Holes](#)



## The German Order of Battle

Like the Soviet Order of Battle, the Axis Order of Battle has been built up from a range of sources with significant cross referencing. Unlike the Soviets, there was limited fresh formations introduced into the Kiev operation after the initial attack by the Soviets on November 3<sup>rd</sup>. XXXXVIII Panzer Korps had been intended to fight further south along the Dnepr near Krivoi Rog but that plan had to be abandoned as the situation turned critical further north. Across the period, there were significant movement of Divisions between Corps and that has been reflected in the various scenarios and OOB's.

A range of books as well as English and German language websites have been primary sources.

Unlike the Soviet forces there was significant variation in the German formations, whether they were Infanterie or Panzer. All units are built at known strength levels at the OOB date and then losses if required, are applied based on the current scenario and date. There is some disparity between the size of battalions in the infanterie divisions. This is more evident in November after the summer Soviet offensives and the German retreat to the Dnepr. The retreat took a heavy toll on vehicles and tanks due to the inability to recover and repair damaged equipment and starting strengths will reflect this.

The composition of the Infanterie forces reflects changes in organisation during 1943. Most infanterie regiments were now down from three to two infanterie battalions. A fusilier battalion (usually on bicycles) as well as Feldersatz (training/reserve) battalions had been added. Essentially the infanterie division had dropped from nine battalions to eight. Within the OOB, all infanterie battalions are built with four companies with the



heavy weapons company spread across the battalion. Several composite units such as Korps-Abt-C were present, created from the remnants of full divisions.

There was two panzer-grenadier divisions present, the 10<sup>th</sup> & 20<sup>th</sup>. These were different to the infanterie divisions in that they only had two panzer-grenadier regiments but with three battalions each for a total of six. Beyond the lesser number of battalions, these formations were motorised allowing them to move further if required.



There was also substantial variation between the panzer divisions. All the starting divisions were very under strength in available tanks and panzer-grenadiers with all VII & XIII Korps at Kiev refitting after the heavy fighting since the battle of Kursk. The individual OOB for each panzer division came from both Thomas Jentz's 'Panzertruppen' and Osprey's 'Panzer Divisions 1941 – 1943'. In the panzer divisions the panzer-grenadier regiments had now been standardised with two regiments with two battalions each. The recon battalions (Aufklärung) were varied between divisions with a range of motorized and tracked formations coupled with armored cars. The panzerjaeger (anti-tank) battalions had a mix of towed and self-propelled guns. A flak battalion was also attached with a mix of 20mm & 88mm AA/AT guns.

Several of the Wehrmacht's elite formations fought in the Kiev operation. Famous Panzer Divisions such as the 1<sup>st</sup>, 3<sup>rd</sup>, & 7<sup>th</sup> all took part.

The SS were represented by both Liebstandarte and Das Reich divisions. Das Reich had been in continuous action over the summer, while Liebstandarte was returning from Italy where it had been sent after the invasion of Sicily. Das Reich had only a single composite panzer-grenadier regiment available, while Leibstandarte was stronger with its original two. Much of the divisional layout had not changed since the battle of Kursk, but Panther tanks were now present, in place of the previous Pz III vehicles. It should be remembered that these were still early version Panther D's with many of the initial production bugs not yet fixed. Both the Panther and Tiger tanks in game are marked as low reliability to represent the aforementioned issues as well as the lack of in-field maintenance facilities available to the Germans at this time.

Both the Wehrmacht & SS tank strengths were determined by the daily Armeekorps and divisional reports and these have been reflected in the various OOBs and scenarios.

The Luftwaffe was present through the 2<sup>nd</sup> Fallschirmjaeger (Parachute) Division, which had only been raised in France in the first half of 1943 and then deployed to Italy when that country surrendered in September 1943. It began arriving in Russia in November.

In terms of specialist units, there has been an inclusion of more rear area troops as these were regularly caught up in the desperate fighting. These include Kavallerie-Regt Süd with larger formations such as 213<sup>th</sup> & 454<sup>th</sup> Sicherungs (Security) Divisions. The Sicherungs formations had to be redeployed from their anti-partisan roles to front-line positions,

### The Features of the Panzer Campaigns Kiev '43 Order of Battle

- An Order of Battle (or two) for each month of the battle. Formations were setup in such a way that the Corps attachment feature could be used to reflect the changing subordination of Divisions and Corps. This is important for both sides where various reorganisations occurred over time.
- All values have used an updated McNamara system that was standardized across Ed William's alternate mods of all Panzer Campaign games.
- All German infanterie and Panzer Grenadier battalions have four identical companies rather than the more standard three. In real life, the actual setup was three infanterie and one heavy weapons company.
- Armor formations have a TOE that covers the maximum number of vehicles available during the period covered, but the actual tank strengths match the records of the day.
- All Brigade units and higher have named commanders where known.
- Supply units are not available for explicit supply. All scenarios should be played with Virtual Supply Trucks.
- Morale ratings are standardised with Soviet forces either C (Guards and regular armor & mechanized) or D (all others). German forces are usually A or B with a few exceptions such as security or rear area troops.

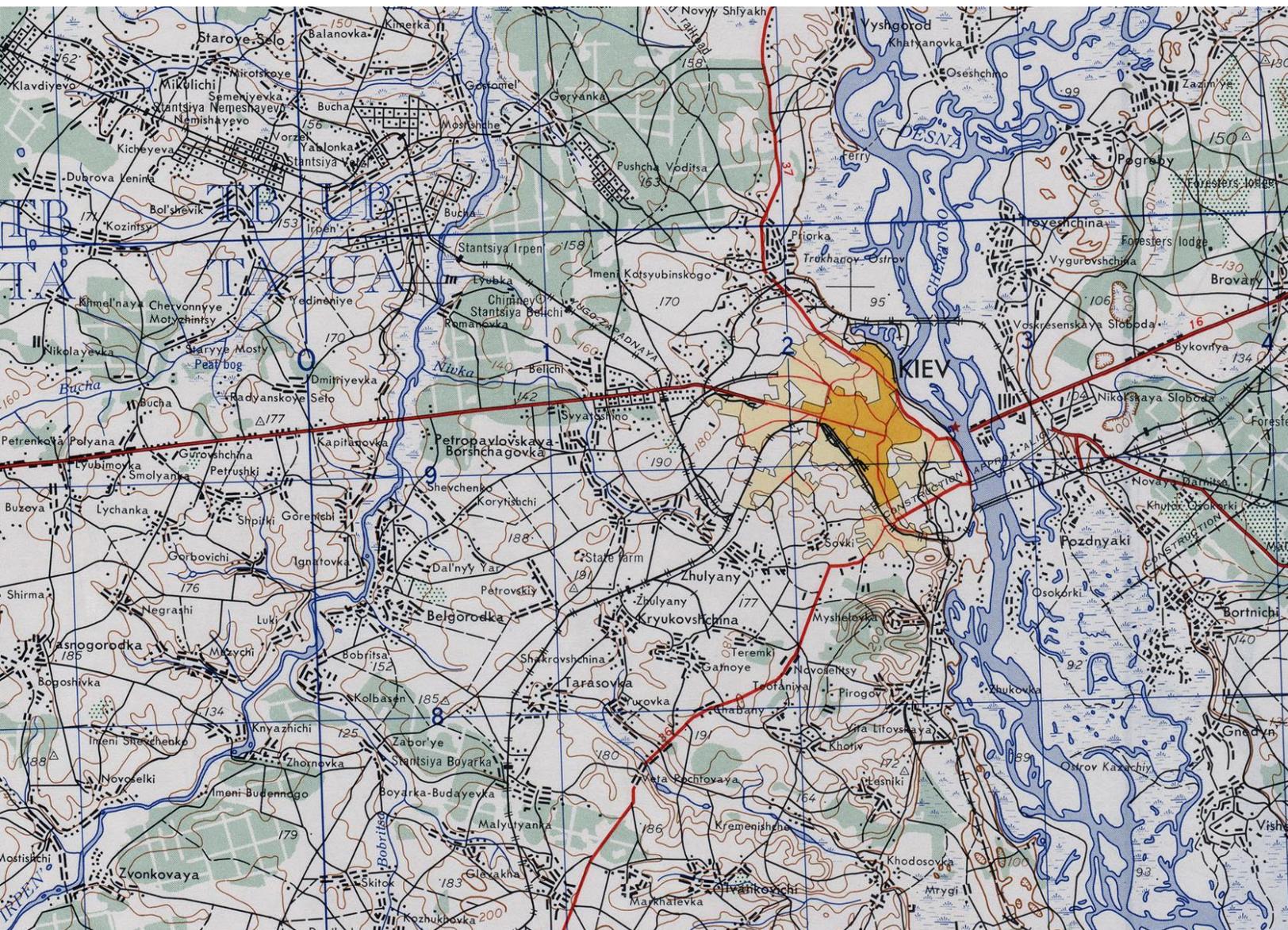
## Map Notes

The map is based on an overlay image of the US Army Corps of Engineers 1:250,000 scale topographical maps dated 1959 which were derived from Russian maps of 1936-40. The difference of each contour level on the map is 20 meters. Each hex is one kilometer.

Dave "Blackie" Blackburn and Mike Avanzini did the initial work on the master Kiev map and Bill Peters added in a northern portion of the map to include Chernobyl and other key areas of the Russian 15<sup>th</sup> and 60<sup>th</sup> Army's zone of operations as well as complete the rail network. Bill also added in an eastern extension to the map so that the Bukrin bridgehead area had additional space east of the Dnepr River. David Freer added in some corrections to the map as well.

Nick Bell helped Bill by checking with the German staff notes concerning state of the road network. Several of the highways were under-developed at the time of the battle. Thus, several Primary Roads which were on the original map file were downgraded to Secondary Roads during production.

Additional secondary roads were added in to connect numerous towns on the map to the major highway net.



## Part 2 – Campaign Notes

### Introduction: The Summer of '43



*(Refer to the Situation Map “The Advance to the Dnepr River: July to September 1943” while reading this section)*

With the loss at the Battle of Kursk in July, the Germans were as good as done in the Eastern Front. They had shot their last bolt and would from that time forward be on the strategic defense. Not only had the Germans lost a lot of irreplaceable men but they also had found that their new Panthers were faulty on the battlefield and would need further refinement before it would become one of the leading medium battle tanks of the war. Add in the enormous number of supplies that had been consumed in the “Citadel” operation and the remainder of 1943 would find the Wehrmacht short of just about everything.



The fighting at Kursk was ending on the northern part of the battlefield when Zhukov launched “Operation Kutuzov” on 12 July. The Western and Bryansk Fronts struck against Heeresgruppe Mitte’s Orel bulge. A combined 1,287,000 soldiers, over 21,000 artillery guns and 2,400 AFVs would comprise the forces available to the Red Army. More than 2,000

aircraft would support the advance from above. The Germans only had 600,000 men supported by 7,000 guns, a meager 1,000 AFVs and 1,100 aircraft. Most of the planes were worn down by the constant fighting of the summer and unlike their Russian counterparts were not up to the incredible burden placed upon them. There were only five divisions in reserve.

Model's 9<sup>th</sup> Army had to give up their modest gains on the Kursk battlefield area and go over to the defense to ensure that the salient did not collapse. Orel was liberated on August 5<sup>th</sup>. The offensive terminated by August 14<sup>th</sup> with the Russians having been slowed by torrential summer rains but nonetheless having accomplished most of their goals. The Germans had averted a major disaster only because they had diverted armored assets to assist in holding the salient.



The campaign to liberate the eastern Ukraine began on August 26<sup>th</sup> when Marshall Rokossovky's legions struck against Kluge's right flank after Akhtyrka had changed hands for the last time on August 25<sup>th</sup>. The Russians were soon poised to split both Armeegruppe's Mitte and Sud apart. Hitler allowed them both to withdraw to the west to Krolevets.

The Ukraine is basically rolling flat land with very few features, and other than the rivers, there was not much that could be used for defense. Hitler placed his hopes on the mirage of an "Eastern Wall," called the Panther-Wotan Line, composed of fixed field fortifications which had only been partially constructed. In fact, as will be discussed later, he had forbidden the construction of bunkers west of the Dnepr River during the Spring when it was possible to build up the defences. The only lines that had been built in this sector of Ukraine ran from Chernigov in the north to Lubny in the south and another further east from Romny in the north to Krasnograd

in the southeast. Neither of these defensive lines would be sufficient to hold back the hordes of Russians driving on the Dnepr River.

By September 15<sup>th</sup>, Hitler begrudgingly allowed the army to fall back again to the Dnepr River. The carefully conceived retreat plan soon fell to a full-scale rout of the German army with their forces lunging to the major crossing points with the Russians breathing down their necks. With very few troops on the west bank of the Dnepr River, the Soviet army was able to establish many small and medium bridgeheads across the river.

## Crossing the Dnepr – Early Efforts



Early attempts at crossing the river were done by small groups of men and by the end of September three points of the river had been crossed. A sharp action at Chernobyl resulted in the capture of that town but a German counterattack made quick work of the Russian defenders resulting in their retreat across the Dnepr.

A crossing north of Kiev resulted in the Liutezh Bridgehead being formed. Early attempts to try and break out of the bridgehead were foiled by desperate German counterattacks. The bridgehead troops could not be dislodged thus a stalemate during the month of October resulted.

The best chance for a breakout came when the Russians enlarged the Bukrin Bridgehead during October. With the arrival of numerous infantry, mechanized and armored troops, the Russians seemed on the verge of blowing open a hole in the German line. A failed airborne and river crossing operation at Kanev had left the situation in stalemate.

## Crossing the Dnepr – Part 1: Bukrin Bridgehead – The Foiled Attempt



*(Refer to the Situation Map “Bukrin Bridgehead: 12-15 October 1943” while reading this section)*

The Russians would build up the bridgehead by utilizing forces from two armies, the 27<sup>th</sup> and the 40<sup>th</sup>. Added to the mix was the 3<sup>rd</sup> Guards Tank Army, a strong force of armored and mechanized troops. By the 11<sup>th</sup> of October, the troops and artillery had been crammed into the bridgehead with supporting forces placed on the northern and eastern sides of the river. By the 12<sup>th</sup> of October, the attack commenced.

The 40<sup>th</sup> army occupied the right side of the bridgehead with the 27<sup>th</sup> army positioned on the left. Piled into the front line were the elements of eight Rifle Divisions supported by small detachments of tanks with additional engineers added in to help to clear the minefields. Another smaller bridgehead (Shchuchinka) existed to the west and two more were south of the Bukrin area (Grigorovka and Studenets). The bridgehead just to the south would attack to link up with forces coming from the left flank in the Bukrin bridgehead. The goal was to advance forward eight to twelve kilometers on the first day and by the third day break out into the open rolling countryside and on the way to capturing Kiev.

The attack commenced on the 12<sup>th</sup> of October at 6 AM with a massive artillery barrage from the numerous guns stationed either in the bridgehead or just across the river. The German troops were showered with shells for about forty minutes. The effects of the barrage were not quite what the Russians had hoped to achieve as they had failed to properly note the location of the German fortifications, thus reducing the number of enemy casualties as a result.



By 7 AM the infantry and supporting engineers and tanks advanced towards the German positions. Heavy artillery fire rained down on them halting the advance in numerous locations. The German left was held by the 72<sup>nd</sup> Infanterie Division and was the weakest link in the line. The Russian moved up more armored and mechanized forces to back up the infantry forces and despite fierce resistance had broken through the German lines and advanced a total of 8 kilometers and captured Khodorov.

Over on the left, the 27<sup>th</sup> Army's infantry divisions had a much harder time. The 20<sup>th</sup> Panzergrenadier Division had put up a staunch defense and the 112<sup>th</sup> Division Kampfgruppe had done a decent job of holding back the 30<sup>th</sup> Rifle Division. The 27<sup>th</sup> Army forces were unable to crack the line and by the end of the first day had yet to link up with the smaller bridgehead to the south.

The Germans knew that despite the lack of a clear breakthrough by the Russians, they had to reinforce the line so that evening the 11<sup>th</sup> "Ghost" Panzer Division was called upon to reinforce the 48<sup>th</sup> Panzer Corps. The division started arriving by the afternoon of the 13<sup>th</sup> and was placed in reserve. The 2<sup>nd</sup> SS "Das Reich" Panzer Division sent a large force over to back up the 20<sup>th</sup> Panzergrenadier Division.

October 13, the second day of the attack, dawned with a resumption of the Russian attack. The Germans had reinforced the line defending the bridgehead and launched several counterattacks which held the Russians at bay for most of the day. German air attacks struck the forces near the bridges causing a serious bottleneck at the crossing points. Everywhere the Russians were in short supply of ammunition and fuel. While their superior numbers should have decided the issue, they simply could not bring them all into action.

By the afternoon of the 14<sup>th</sup>, the Russians knew that their offensive was going to fail. From that point on the Russian advance was stalled. By the 15<sup>th</sup>, with the 11<sup>th</sup> Panzer Division still in reserve, the Russians had failed to crack the second line of trenches and the offense was halted.

A new offensive was planned for a week later with much of the 3<sup>rd</sup> Guards Tank Army shifting their forces to attacking the Studenets bridgehead, but because of the constricted nature they once again were not able to use their huge advantage in tanks, infantry and mechanized vehicles to breakout. The Germans had a field day shooting up the dense formations. The offensive was called to a halt on the second day after many tanks and much equipment had been destroyed. They would have to make their breakout elsewhere.



## Crossing the Dnepr – Part 2: Liutezh Bridgehead – Determination Rewarded



*(Refer to the Situation map “The Liberation of Kiev: 3-6 November 1943” while reading this section)*

The Russians had exploited two other areas in and around Kiev. One was in the 60<sup>th</sup> Army zone of operations, but the Russians preferred to place their main emphasis on the area just north of Kiev situated around the village of Liutezh. Attempts to break out from this area had failed in October. Perhaps it was because the Germans felt that it was unlikely that any serious effort would be made here that it eventually would succeed. Despite the presence of two mobile divisions (7<sup>th</sup> Panzer and 20<sup>th</sup> Panzergrenadier Divisions), the Russians would make use of the element of surprise.

First, the losses to the 3<sup>rd</sup> Guards Tank Corps were made good by stripping the 8<sup>th</sup> Guards and 10<sup>th</sup> Tank Corps of the bulk of their armor. Placing wooden dummy tanks in likely locations in the Bukrin bridgehead, the 3<sup>rd</sup> Guards Tank Corps moved out to the north and thence across the Dnepr River and into the Liutezh bridgehead. The movement occurred at night so that the Luftwaffe reconnaissance planes did not detect their actions.

Secondly, the 1<sup>st</sup> Guards Cavalry Corps had arrived and would back up the attack of the 38<sup>th</sup> Army. Placed in reserve to the east of the Dnepr River, but within striking distance after having crossed the river via bridges, they would be moved up on the second day of the attack.

The Breakthrough Artillery Divisions were moved up to the Liutezh area to support the attack. A tremendous artillery bombardment was planned to strike the frontline German positions prior to the attack. It was hoped that, unlike the artillery attack on the first day of the Bukrin attack, this time the Germans would be decimated by the devastating fire from thousands of guns. An air assault would follow up throughout the morning and into the afternoon.

## Liutezh Bridgehead Deployment

On the Russian right flank stood the 50<sup>th</sup> Rifle Corps, which was comprised of three Rifle Divisions, all of which were in the front lines (from right to left: 163<sup>rd</sup>, 232<sup>nd</sup> & 167<sup>th</sup>). On the left stood the 50<sup>th</sup> Rifle Corps comprised of three Rifle Divisions (from right to left: 180<sup>th</sup>, 240<sup>th</sup> & 136<sup>th</sup>). These two corps were expected to advance 11 kilometers on the first day and altogether a total of 45 kilometers over a four-day period.

Supporting the attack of these two Rifle Corps would be the 5<sup>th</sup> Guards Tank Corps, which was comprised of three tank brigades (20<sup>th</sup>, 21<sup>st</sup> & 22<sup>nd</sup> Guards) and one motorized brigade (6<sup>th</sup> Guards). These units were expected to crack the main German defensive line. The 3<sup>rd</sup> Guards Tank Army would follow up behind these forces to exploit the openings in the Germans lines and along with the 1<sup>st</sup> Guards Cavalry Corps, break out to the west and southwest to capture Zhitomir, Fastov and Korosten.

Defending against this host of Russian forces was the German VII Corps. The frontline defenders were the 68<sup>th</sup> Infanterie Division on the left and the 88<sup>th</sup> Infanterie Division on the right. Positioned directly behind the 88<sup>th</sup> was the smaller Kampfgruppe of the 323<sup>rd</sup> Infanterie Division (basically 3 battalions of infantry, an engineer company, and some artillery).

Further to the rear, defending Kiev, was the 75<sup>th</sup> Infanterie Division. Positioned in reserve to counterattack any breakthrough of the lines was the 7<sup>th</sup> Panzer Division and further south of Kiev was the 20<sup>th</sup> Panzergrenadier Division.



## The 60<sup>th</sup> Army Deployment

To the north of the Liutezh bridgehead was the 60<sup>th</sup> Army. Like the 38<sup>th</sup> Army, they had crossed the Dnepr via a series of small bridgeheads which later broadened out into three areas. The northern section was held by (from south to north) the 17<sup>th</sup> and 18<sup>th</sup> Guards Rifle Corps. In the center was (from south to north) the 77<sup>th</sup>, 24<sup>th</sup> and 30<sup>th</sup> Rifle Corps. The 30<sup>th</sup> Rifle Corps was spread out over a longer area with their southernmost division (121<sup>st</sup>) separated from the rest by a minor river. They would have to wait until the breakout to the north had succeeded before they could expect to link up with the rest of the corps.



The German defenses were composed of the forces of the LIX and XIII Corps. The former had its 291<sup>st</sup> Infanterie Division facing the 17<sup>th</sup> and 18<sup>th</sup> Guards Rifle Corps while the Korps-Abt C, a hodge-podge of understrength infantry divisions, faced the center of the 60<sup>th</sup> Army. The XIII Corps was composed of the 340<sup>th</sup> Infanterie Division, just to the north of the Liutezh bridgehead and facing the Russian 121<sup>st</sup> Infantry Division, while the 208<sup>th</sup> Infanterie Division was positioned on the Irpen River helping to contain the 38<sup>th</sup> Army in the bridgehead. To the southwest of the 208<sup>th</sup> was the 8<sup>th</sup> Panzer Division in reserve.

The short-lived XXXXII Corps, comprising the 454<sup>th</sup> Sicherung (Security) Division, was across the Teremetsy River at Ivankov to the rear of Korps-Abt-C. It was mainly in the area for anti-partisan activities but would see heavy fighting in the campaign.

## The Breakthrough



The artillery barrage opened at 0800 on November 3rd in both the 38<sup>th</sup> and 60<sup>th</sup> army areas followed by the advance of both armies. In the Liutezh bridgehead, the 50<sup>th</sup> and 51<sup>st</sup> Rifle Corps were able to advance 5-7 kilometers on the first day. By the afternoon, the 7<sup>th</sup> Panzer Division was making its presence felt and they were able to help keep the breakout to a minimum.

The Soviet air forces were heavily involved in the attack as they would be throughout the campaign. For November 3<sup>rd</sup> they would fly many sorties but for the 4<sup>th</sup> and 5<sup>th</sup> the low cloud cover would hamper their efforts to spot their targets. The German Luftwaffe was forced to relocate to bases further back from Kiev near Zhitomir and thus had a lessened effect on the battle for Kiev.



The 60<sup>th</sup> Army was making similar progress. In the center, the 24<sup>th</sup> Corps was making decent progress towards Alekseyevka while the 20<sup>th</sup> Corps (75<sup>th</sup> Guards Rifle Division) was able to crack the German defenses and advance some 5-7 kilometers. By the second day they were sweeping down the Irpen River threatening to envelop the rear of the VII Corps. Despite fierce resistance by the 8<sup>th</sup> Panzer Division, the Russians made good progress and by the night of the 5<sup>th</sup> the Germans were retreating to the west.

By the second day, in the Liutezh area, the 5<sup>th</sup> Guards Tank Corps had become heavily involved with the 7<sup>th</sup> Panzer Division and part of the 3<sup>rd</sup> Guards Tank Army, likewise, had been drawn into the battle. Lead elements of the 1<sup>st</sup> Guards Cavalry Corps were brought into play and by the end of the second day the writing was on the wall. The Germans were not going to be able to hold Kiev. By the evening of the 5<sup>th</sup>, the Russians had entered the city and by the 6<sup>th</sup> it was considered secured. The Germans pulled out to the west and south rather than be encircled in the city.



## The Breakout and Pursuit



*(Refer to the Situation map “The Russian Breakout: 1 – 11 November 1943 while reading this section)*

The Russian forces were now poised to advance to the west and south of Kiev and hopefully encircle and destroy several German formations. The 60<sup>th</sup> Army split into two groups, with the 18<sup>th</sup> Guards Rifle Corps performing essential flank duties while the 17<sup>th</sup> Guards Rifle Corps hurriedly reorganized and was ordered to make a long march further to the southwest and assist the 38<sup>th</sup> Army in its mission.

The 24<sup>th</sup> and 77<sup>th</sup> Corps were both ordered to march to the west and take Korosten. The 20<sup>th</sup> Corps was to maintain contact between both the 60<sup>th</sup> Army and 1<sup>st</sup> Guards Cavalry Corps, whose mission was to link up with the 23<sup>rd</sup> Rifle Corps, which would be advancing west down the main road from Kiev to join in the efforts to capture Zhitomir.

The 38<sup>th</sup> Army would advance to the west and southwest to take Fastov, Belaya Tserkov and hopefully link up with the 27<sup>th</sup> and 40<sup>th</sup> Armies in the Bukrin bridgehead. The 3<sup>rd</sup> Guards Tank Army would be positioned in the center of the 38<sup>th</sup> Army’s area of operations with its primary role of taking Fastov and further splitting the German forces retreating on Zhitomir from those retreating to the south.

The advance in the north was held up due to the numerous water barriers and it would take almost nine days before the northern wing would be able to descend on Korosten. It was not until the 17<sup>th</sup> of November that

the Russians would take the town, but they had helped to further split Armeegruppe Sud from Armeegruppe Mitte. The Germans did a great job of destroying bridges and basically holding up the advance as much as possible.

Likewise, the 1<sup>st</sup> Guards Cavalry Corps and 23<sup>rd</sup> Rifle Corps were hampered in their efforts to advance to the west and capture Zhitomir. With several water barriers to cross, the Russian forces were unable to take the city until the evening of November 12<sup>th</sup>.

The Russian advance to the south was hampered by forces from the XXIV Panzer Corps that moved north to form a new front line as their countrymen streamed to the south. The 3<sup>rd</sup> Panzer Division was moved over to anchor the right flank along the river and along with three infantry divisions stopped the Russians from linking up with the 27<sup>th</sup> and 40<sup>th</sup> Armies.

The 3<sup>rd</sup> Guards Tank Army fanned out to the south of Kiev with the 6<sup>th</sup> Guards Tank Corps and 9<sup>th</sup> Mechanized Corps and these forces linked up with the 21<sup>st</sup> Rifle Corps to press back the 7<sup>th</sup> Panzer Division and 20<sup>th</sup> Panzergrenadier Division.

The 7<sup>th</sup> Guards Tank Corps moved in to take Fastov. The newly arrived 25<sup>th</sup> Panzer Division only had some of its panzer-grenadiers present and they were no match for the more numerous Russian tank forces. Fastov fell to the Russians and the 25<sup>th</sup> Panzer Division fell back to the south to await the arrival of more reinforcements. The weakened 5<sup>th</sup> Guards Tank Corps, in reserve near Vasil'kov, lay ready to counter any movement by the Germans in this area.

The 40<sup>th</sup> Army was given orders to cross the Dnepr River south of Kiev and north of the Bukrin bridgehead and aid the 38<sup>th</sup> Army in holding the left flank. They would remain in this role throughout the campaign, only having a small part in the campaign and thus will not be mentioned again in this narrative.

The Soviet General Staff (STAVKA) by now knew that the Germans were moving forces into the area and knew that their advance would have to grind to a halt. The breakout and pursuit phase were over.



General Nikolai Vatutin – 1943

# Axis Counterthrust – Part 1: November Battles

## German Reinforcements to the Front

*(Refer to the Situation map “The Russian High Tide: 12 – 14 November 1943, while reading this section)*

The German General Staff was not idle during this period and obtained permission to bring up several divisions from the panzer reserve. The green 25<sup>th</sup> Panzer Division was ordered to march to the aid of the 4<sup>th</sup> Panzerarmee during the early part of November to secure Fastov and Belaya Tserkov. As has been noted above, they were only able to accomplish part of their mission in that they failed to retake the town.

The 1<sup>st</sup> Panzer Division began to arrive south of Fastov by the 12<sup>th</sup> and shortly afterwards were able to destroy two Russian brigades which had advanced too far in front of their lines. This panzer division would take up position to the south of Solov'yevka allowing the 7<sup>th</sup> Panzer Division to slide over to the west to exploit the gap between the 21<sup>st</sup> and 23<sup>rd</sup> Rifle Corps which had developed because of the Russians advancing too far with too little.

The 1<sup>st</sup> SS “Leibstandarte SS Adolf Hitler” Panzer Division likewise was brought up and arrived in conjunction with the 1<sup>st</sup> Panzer Division on the 12<sup>th</sup>. 1<sup>st</sup> SS would be positioned to the right of the 1<sup>st</sup> Panzer Division for the upcoming attack on Brusilov. Both divisions helped secure the southern flank.

The 2<sup>nd</sup> SS “Das Reich” Panzer Division was transferred from the Bukrin bridgehead once the Germans realized that the Russian strength there had been greatly reduced by transfers to the 38<sup>th</sup> Army. They took up position to the right of the 25<sup>th</sup> Panzer Division, southeast of Fastov once all that division's forces had arrived.



Field Marshal Erich von Manstein

The revised German command system included one corps in the north (LIX) and four corps in the south: XIII, VII, XXXXVIII and XXIV. The 4<sup>th</sup> Panzerarmee and a quasi-corps-army level HQ known as Armeegruppe-M would have overall leadership of the attack. Many of the divisions would be transferred back and forth between these corps' organizations throughout the remainder of the campaign.

Once Zhitomir fell on the 12<sup>th</sup> the lines of both armies were stretched. This worked more to the German's benefit than for the Soviets as the panzers would be fighting against thinly held lines in many places. The Russians were not given much time to prepare any defensive system when the Germans struck on November 15<sup>th</sup>.

## The Germans Strike!



*(Refer to the Situation map “The Russian High Tide: 15 – 19 November 1943, while reading this section)*

By 15 November, the Germans were facing an over-extended foe that had lost a fair number of men and vehicles in the early part of November and had pushed their forces further out from the Ukrainian capital than they probably should have. However, the time of year would work against the Germans as with the low cloud cover it made visibility difficult for the Luftwaffe and with the rainy weather the mud would eventually slow down the offensive to a crawl. The Wehrmacht had at most two weeks of fair weather to smash the Russian armies and recover Kiev before “General Mud” dictated otherwise.

The German plan was to retake Zhitomir with the XIII and VII Corps, a road hub which would allow them to better communicate with the forces to the north at Korosten, while the XXXXVIII Corps drove forward to take Brusilov and then turn east and encircle the forces of the 3<sup>rd</sup> Guards Tank and 38<sup>th</sup> Armies.

## Retaking Zhitomir

XIII Corps, led by the 8<sup>th</sup> Panzer Division, struck the western side of the Zhitomir defenses on the morning of November 15<sup>th</sup>. The Russians were dug in along the wood line west of the town, making the attack difficult but by the afternoon the panzers had pushed out the forces of the 1<sup>st</sup> Guards Cavalry Corps. The 208<sup>th</sup> Infanterie Division supported the attack. The weakened 2<sup>nd</sup> Guards Cavalry Division fell back onto the forces of the reduced 218<sup>th</sup> Rifle Division. By the evening of the 16<sup>th</sup>, Zhitomir was in sight.

To the south, and across the Teterev River, the 340<sup>th</sup> Infanterie Division struck against the weakened 1<sup>st</sup> Guards Cavalry Division. Further to the east, the 213<sup>th</sup> Sicherung (Security) Division attacked the 23<sup>rd</sup> Rifle Division pinning them down so that the 7<sup>th</sup> Panzer and 20<sup>th</sup> Panzergrenadier Divisions could drive a wedge between the 20<sup>th</sup> and 23<sup>rd</sup> Rifle Corps. Soon the panzers were pouring through the breach causing the Russians to fall back in disarray. By the close of the first day the Germans had advanced some 12 kilometers towards the Teterov. Only the river's presence stopped them from encircling the forces in Zhitomir.

Soon the Russians were scrambling to escape the trap. With the 1<sup>st</sup> Cavalry putting up a staunch fight with the 340<sup>th</sup> Infanterie Division, on one hand, and the 23<sup>rd</sup> Rifle Division falling back to the bridges to the north, the situation was dire indeed.

With the 8<sup>th</sup> Panzer and infantry support advancing from the west and the 7<sup>th</sup> Panzer Division poised to force the Teterev River the Russians moved in part of the 30<sup>th</sup> Rifle Corps to help salvage the situation but by the 19<sup>th</sup> it was obvious that Zhitomir would fall to the Germans.

The 340<sup>th</sup> Infanterie Division, with the 20<sup>th</sup> Panzergrenadier supporting them on their right flank, finally forced the Teterev River and along with the 8<sup>th</sup> Panzer pushing in from the west were able to encircle Zhitomir by the 18<sup>th</sup>. The Russians ordered the surrounded Cavalry troops to break out on the night of the 19<sup>th</sup> and most of the forces escaped. The Germans captured the town by the 20<sup>th</sup> but had missed a golden opportunity to bag a large group of Russians troops.



## Attack to Solov'yevka

Over to the east, the 1<sup>st</sup> Panzer and 1<sup>st</sup> SS Panzer Divisions launched an attack of their own. Both divisions formed up south of Brusilov by the 14<sup>th</sup> of November and launched an attack on the next day to assault the various infantry and tank formations and take Solov'yevka and then move on to take Brusilov. Both sides clashed with the Russians losing more men and vehicles. The situation was desperate as the panzers drove on Solov'yevka, but with the arrival of two Russian tank corps and the 52<sup>nd</sup> Rifle Corps, the German offensive was stopped by the 19<sup>th</sup>, but only after Solov'yevka had fallen to the determined attacks of the tankers.



## Brusilov Kessel (Cauldron)

*(Refer to the Situation map "The Russian High Tide: 20 - 30 November 1943, while reading this section)*

For the next phase of the campaign the 19<sup>th</sup> Panzer Division was transferred from the XXIV Corps to the XXXXVIII Panzer Corps to support the assault to take Brusilov. By now the Russians were on to the German plan and had moved up their Breakthrough Artillery Divisions to provide artillery defensive fire. The 2<sup>nd</sup> SS "Das Reich" Panzer Division had moved back from the front line to rest, but the plan was to have it march across the rear of the XXXXVIII Corps' rear area and reinforce the 7<sup>th</sup> Panzer Division as more Russian forces poured in from the east.

On November 20<sup>th</sup>, the German artillery erupted with a roar to bombard the Russian lines to the south and west of Brusilov. With the 1<sup>st</sup> and 1<sup>st</sup> SS Panzer Divisions attacking from the west, the 19<sup>th</sup> from the southwest, the German armor hammered on the forces of the 3<sup>rd</sup> Guards Tank and 38<sup>th</sup> Armies. Over to the west the XIII and VII Corps made minor assaults on the 60<sup>th</sup> Army, which had assumed control of the Zhitomir area.

By the 21<sup>st</sup> the Germans were making good headway in their bid to take Brusilov. The Russians countered by bringing up the 1<sup>st</sup> Guards Army, which had just begun arriving in Kiev by the 21<sup>st</sup>. The 94<sup>th</sup> Rifle Corps moved west to cover the gap between the 60<sup>th</sup> and 38<sup>th</sup> Armies while the 74<sup>th</sup> and 107<sup>th</sup> were placed to ensure that Kiev was covered should the Germans make a breakthrough to the east.

It was not long after the 94<sup>th</sup> Rifle Corps began filling the gap that the Das Reich SS troopers arrived to back up the 7<sup>th</sup> Panzer Division. The order was given for it to attack to the north to dislodge the Russians, but the defenders were able to hold their position.

The 1<sup>st</sup> SS and 19<sup>th</sup> Panzer Divisions were able to capture Brusilov but only after they had lost a large amount of their armor and men to the grind of assaulting the numerous Russian formations and fire from the Russian artillery. By the 26<sup>th</sup> the offensive was over. The bad weather had turned the fields to mud, and it was impossible to continue the attack.

## Axis Counterthrust – Part 2: December Battles

### The XXXXVIII Corps' Flank Attack



*(Refer to the Situation map “German Winter Offensive: 6-18 December 1943” while reading this section)*

For December, Von Manstein and his staff planned to redeploy the panzer divisions for a huge sweep up to the north. The 1<sup>st</sup> SS and 1<sup>st</sup> Panzer Divisions would join the 7<sup>th</sup> Panzer Division and 20<sup>th</sup> Panzergrenadier Divisions of the XXXXVIII Panzer Corps at Zhitomir and then drive north and east around the Russian right flank and attempt to unhinge the Soviet line while reestablishing communications with Korosten. If all went well, they would retake Malin and totally unhinge the line in the north at Korosten. The 1<sup>st</sup> SS and 1<sup>st</sup> Panzer Divisions began their move on the 4<sup>th</sup> of December and were in place near Zhitomir by the evening of the 5<sup>th</sup>.

The Russians had moved the 4<sup>th</sup> Guards Tanks Corps out of the 1<sup>st</sup> Tank Army reserves to reinforce the area around Malin. The 13<sup>th</sup> Army oversaw the Korosten area while the 60<sup>th</sup> army was guarding the Irsha.

The offensive kicked off on December 6<sup>th</sup> with an attack by the XXXXVIII Panzer Corps to sweep around the open Russian right flank north of Zhitomir. Their goal was to reestablish communications with the troops at Korosten and attempt to encircle forces of the 60<sup>th</sup> Army in the area south of the Irsha River.

The 30<sup>th</sup> Rifle Corps was the unfortunate victim to feel the wrath of the German assault. With their right flank hanging out in the air they had little to no warning of the attack and one by one each of the divisions was sent reeling back to the north. The 1<sup>st</sup> Guards Cavalry Corps, likewise, was forced to pull back to the north and eventually, with the 30<sup>th</sup> Rifle Corps, set up a new defensive line south of the Irsha River.

The 23<sup>rd</sup> Rifle Corps was in reserve and moved west to try and block the advance of the panzers. Along with the depleted 18<sup>th</sup> Guards Rifle Corps, which was positioned to the north of the 30<sup>th</sup> Rifle Corps, east of Turchinka, in reserve, they tried to plug the gap, but it was to no avail. They were forced to retreat north of the Irsha, taking up a position next to the 24<sup>th</sup> Rifle Corps to block the German advance, thus exposing the rest of the Russian line west of Radmoshyl to the attack of the German armor.

So, with the entire Russian line unhinged, General Vatutin ordered the 18<sup>th</sup> and 38<sup>th</sup> Army commanders to send forces to reinforce the 60<sup>th</sup> Army. The 7<sup>th</sup> Guards Tank Corps and 11<sup>th</sup> Rifle Corps were sent to shore up the line of the Teterev River lest the Germans get across and isolate the 60<sup>th</sup> Army.

By December 9<sup>th</sup>, the Germans were still rolling to the east and on to the Teterev when the resistance began to stiffen due to the arrival of the 11<sup>th</sup> Corps. By the 10<sup>th</sup>, the 7<sup>th</sup> Tank Corps was blocking their path to the Teterev and the fighting grew stiff.

By the 12<sup>th</sup> it was obvious that the offensive had bogged down. The Germans had advanced into an area bordered by two rivers that was easily defended by the Russian forces. Von Manstein called a halt to all operations. While the Germans had linked up with the LIX Corps at Korosten, they had failed to envelope and destroy the left wing of the 60<sup>th</sup> Army. Plans were drawn up for a second offensive to commence on the 19<sup>th</sup>.



## The XXXXVII Corps' Final Attack



*(Refer to the Situation map "German Winter Offensive: 19-24 December 1943" while reading this section)*

The German plan for late December involved a pincer attack that would hopefully succeed where the earlier one had failed. For this attack, the 1<sup>st</sup> SS and the 1<sup>st</sup> Panzer Divisions would move west out of the Irsha-Teterev bend to reinforce the 20<sup>th</sup> Panzergrenadier Division which was to the right of the forces south of Korosten. This wing would then drive east and strike the battered 23<sup>rd</sup> Rifle Corps.

Meanwhile, the 7<sup>th</sup> Panzer Division would attack north, strike the seam between the 18<sup>th</sup> Guards Rifle Corps and 1<sup>st</sup> Guards Cavalry Corps and together both wings would envelope two Russian corps and destroy them.

The attack kicked off on December 19<sup>th</sup> and by the end of the day the Russians were reeling back from their positions as the German forces from the west broke through their lines. Time was not on the side of the Wehrmacht, but it looked like they would be able to smash the Russian front line and roll up the forces at Malin and retake the town.

The 7<sup>th</sup> Panzer Division had not been as successful, and they were not able to cross the Irsha to close the pocket. This would prove to be the undoing of the plan as the Russians were able to concentrate all their reserves against the western pincer.

Prior to the attack, the Russians had brought in two new formations to reinforce the 13<sup>th</sup> Army defending east and north of Korosten. The 76<sup>th</sup> Rifle Corps was moving southwest to a position where they could reinforce the battle as the Germans launched their attack. Along with the 25<sup>th</sup> Tank Corps, they moved west on the 20<sup>th</sup> to attack the German panzers.

The entire front from Korosten down to the hinge in the German lines (20<sup>th</sup> Panzergrenadier) was embroiled in the attack. The two lead panzer divisions were finding the going difficult as the new forces from the east arrived to counterattack. By the 22<sup>nd</sup> the German advance was stalled. The Russian reserves had done their job.

Two more days of fighting ensued but the Wehrmacht forces were not able to make a dent in the Soviet lines. While they had strengthened their connection with Korosten they had also weakened the center. The Russians were moving up the 1<sup>st</sup> Tank Army from Kiev, along with other reserves, to begin their big Christmas offensive that would eventually blow open the German center and split the 4<sup>th</sup> Panzerarmee in two.

The German attempt to retake Kiev had failed. From here on out the Russians would own the initiative in the Ukraine.



# Part 3 – Appendices

## Appendix I – Selected Bibliography and Internet Sources

### Books and Publications

Tank Warfare on the Eastern Front: 1943-1945 - Red Steamroller - Robert A. Forczyk  
The Kiev Operation: 3 November - 24 December 1943 - US Army War College - David M. Glantz  
Drive to the Dniepr: The Soviet 1943 Summer Campaign - Steve R. Waddell  
Forgotten Battles of the German-Soviet War (1941-1945) - Vol. V, Part 2 - David M. Glantz  
The Battle of the Dnepr - Soviet General Staff (STAVKA) - edited/translation by Richard W. Harrison  
Atlas of the Eastern Front 1941-45 - Robert Kirchubel  
Colossus Reborn, The Red Army at War, 1941 – 1943 – David M. Glantz  
Panzertruppen 2: Creation & Combat employment of Germany's tank force 1943-45 – Thomas L. Jentz

### German Army Staff Documents

Lagekarten II. PzAOK 4 - 16 Oct - 30 Nov 43 - German General Staff  
Lagekarten II. PzAOK 4 - 1 Dec - 31 Dec 43 - German General Staff  
KTB Anlagen Abt, Ia - War Diary Dec 1943 Part 1 - German General Staff

### Russian Army Staff Documents

1st Ukrainian Front Combat Journal - Oct 10 to Nov 30, 1943 - Russian General Staff (STAVKA)  
Boevoi Sostav Sovetskoi Armii Oct 1943, Nov 1943, Dec 1943

### Topographical Maps

1:250,000 scale maps, edition 4, sheets NM 35-3, 35-6, 35-9, 36-1, 36-4, 36-7 Edition 4-AMS – US Army Corps of Engineers

### Websites

|   |   |
|---|---|
| Axis History Factbook                         | <a href="http://www.axishistory.com/">http://www.axishistory.com/</a>   |
| The German Armed Forces 1919 – 1945           | <a href="http://www.feldgrau.com/">http://www.feldgrau.com/</a>   |
| Lexicon der Wehrmacht                         | <a href="http://www.lexikon-der-wehrmacht.de/">http://www.lexikon-der-wehrmacht.de/</a>   |
| Fighting Red Army in WW II                    | <a href="http://bdsa.ru/">http://bdsa.ru/</a>   |
| World War II Armed Forces. OOB & Organisation | <a href="http://niehorster.org/">http://niehorster.org/</a>   |
| Infanterie-Divisionen                         | <a href="http://www.diedeutschewehrmacht.de/infanterie%20division.htm">http://www.diedeutschewehrmacht.de/infanterie%20division.htm</a> |
| Generals of WW II                             | <a href="http://www.generals.dk/">http://www.generals.dk/</a>   |

# Appendix II – Sample Units

## Axis Forces

Here are examples of the various types of units used in the game:

### German Wehrmacht Units - Headquarters



Division HQ



Corps HQ



Army HQ

### German Wehrmacht Units - Artillery



7.5cm PAK 40 (mot) Anti-Tank



1.55cm how Cm17S(f) (mot) Artillery



10.5cm leFH 18 (hs) Artillery



10.5cm leFH 18 (mot) Artillery



10cm K18 (mot) Artillery



15cm K39 (mot) Artillery



15cm sFH 18 (hs) Artillery



15cm sFH 18 (mot) Artillery



15cm sIG 33 (mot) Artillery



17cm K18 (mot) Artillery



21cm M18 (mot) Artillery



2cm Flak 38 (mot) Anti-Aircraft



8.8cm Flak 18 (mot) Anti-Aircraft



15cm NW 41 (mot) Rocket Artillery



21cm NW 42 (mot) Rocket Artillery



28cm sW 406 (mot) Rocket Artillery

### German Wehrmacht Units - Infantry



43 Aufklarung Kp (arm) Recon



43 Aufklarung Kp (bi) Recon



43 Aufklarung Kp (ft) Recon



43 Aufklarung Kp (mot) Recon



43 Aufklarung Kp (mc) Recon



43 Brücko Kp (mot) Bridge Engineer



43 Feldersatz Kp (ft) Training



43 Fusilier Kp (bi) Infantry



43 Fusilier Kp (ft) Infantry



43 Grenadier Kp (ft) Infantry



43 Grenadier Kp (mot) Infantry



43 Cav Kp (hs) Cavalry



43 Kossack Sqn (hs) Cavalry



43 Pionier Kp (mot) Engineer



43 Pionier Kp (ft) Engineer



43 Pz-Grenadier Kp (arm) Infantry



43 Pz-Grenadier Kp (mot) Infantry



43 Sicherung Kp (ft) Security



43 Sicherung Pionier Kp (ft) Engineer

## German Wehrmacht Units – Vehicles



Sdkfz 222-232 Kp Armored Car



PzKw III m Kp Tank



PzKw IV g Kp Tank



PzKw V d Kp 'Panther' Tank



PzKw VI e Kp 'Tiger' Tank



Marder II Kp SP Anti-Tank



Marder III Kp SP Anti-Tank



StuG III g Kp Assault Gun



Sdkfz 10/4 Kp SP Anti-Aircraft



Wespe Kp SP Artillery



Hummel Kp SP Artillery

## German SS Units – Headquarters



Division HQ

## German SS Units – Artillery



7.5cm PAK 40 (mot) Anti-Tank



10.5cm leFH 18 (mot) Artillery



10cm K18 (mot) Artillery



15cm sFH 18 (mot) Artillery



8.8cm Flak 18 (mot) Anti-Aircraft

## German SS Units – Infantry



43 Aufklärung Kp (arm) Recon



43 Aufklärung Kp (mot) Recon



43 Aufklärung Kp (mc) Recon



43 Brücko Kp (mot) Bridge Engineer



43 Pionier Kp (mot) Engineer



43 Pz-Grenadier Kp (arm) Infantry



43 Pz-Grenadier Kp (mot) Infantry

### German SS Units – Vehicles



SdKfz 222-232 Kp Armored Car



PzKw III m Kp Tank



PzKw IV g Kp Tank



PzKw V d Kp 'Panther' Tank



PzKw VI e Kp 'Tiger' Tank



Marder II Kp SP Anti-Tank



StuG III g Kp Assault Gun



SdKfz 10/4 Kp SP Anti-Aircraft



SdKfz 7/2 Kp SP Anti-Aircraft



15cm sIG Gw 38(t) Kp SP Artillery



Wespe Kp SP Artillery



Hummel Kp SP Artillery

### German Luftwaffe Units – Headquarters



Division HQ

### German Luftwaffe Units – Artillery



10.5cm leFH 18 (hs) Artillery



15cm sFH 18 (hs) Artillery

### German Luftwaffe Units – Infantry



43 Fallschirmjaeger Kp (ft) Infantry



43 Pionier Kp (ft) Engineer

## Allied Forces

### Russian Regular Units - Headquarters



Tank Regiment HQ



Brigade HQ



Division HQ



Corps HQ



Army HQ



Front HQ

### Russian Regular Units - Artillery



42 45mm AT (hs) Anti-Tank



42 76mm AT (mot) Anti-Tank



43 85mm AT (mot) Anti-Tank



27 76mm How (hs) Artillery



36 76mm FG (mot) Artillery



36 76mm FG (rail) Artillery



40 107mm Gun (mot) Anti-Tank



76mm-122mm FH (hs) Artillery



38 122mm FH (mot) Artillery



B-2 152mm Gun How (mot) Artillery



31 203mm How (mot) Artillery



39 37mm AA (mot) Anti-Aircraft



39 85mm AA (mot) Anti-Aircraft



37 82mm Mtr (hs) Mortar



82mm-120mm Mtr (mot) Mortar



38 107mm Mtr (mot) Mortar



38 120mm Mtr (hs) Mortar



38 120mm Mtr (mot) Mortar

## Russian Regular Units - Infantry



43 MC Bn (mc) Recon



43 Recon Co (hs) Recon



43 Rifle Bn (ft) Infantry



43 Rifle Bn (mot) Infantry



43 Sapper Bn (ft) Engineer



43 Sapper Bn (mot) Engineer



43 Assault Engineer Bn (ft) Engineer



43 Engineer Bn (mot) Engineer



Pontoon Bn (mot) Bridge Engineer

## Russian Regular Units - Vehicles



T-70 Co Tank



T-80 Co Tank



T-34 76 M43 Co Tank



MK VIII Valentine Co Tank



Su-76m Co SP Anti-Tank



Su-85 Co SP Anti-Tank



Su-152 Co SP Anti-Tank

## Russian Guard Units - Headquarters



Tank Regiment HQ



Brigade HQ



Division HQ



Corps HQ



Army HQ

## Russian Guard Units - Artillery



42 45mm AT (hs) Anti-Tank



42 76mm AT (mot) Anti-Tank



43 85mm AT (mot) Anti-Tank



36 76mm FG (mot) Artillery



76mm-122mm FH (hs) Artillery



38 122mm FH (mot) Artillery



B-2 152mm Gun How (mot) Artillery



39 37mm AA (mot) Anti-Aircraft



38 120mm Mtr (mot) Mortar



300mm Rkt Regt (mot) Rocket Artillery



132mm Rkt Regt (mot) Rocket Artillery

### Russian Guard Units - Infantry



43 MC Bn (mc) Recon



43 Recon Co (hs) Recon



43 Rifle Bn (ft) Infantry



43 Rifle Bn (mot) Infantry



43 Abn Rifle Bn (ft) Infantry



43 Cav Sqn (hs) Cavalry



43 Sapper Bn (ft) Engineer



43 Sapper Bn (mot) Engineer

## Russian Guard Units - Vehicles



T-70 Co Tank



T-34 76 M43 Co Tank



Churchill IV Co Tank



M4A2 Sherman Co Tank



KV-1s Co Tank



KV-85 Co Tank



Su-122 Co SP Anti-Tank



Su-152 Co SP Anti-Tank

## Czech Units – Headquarters



Brigade HQ

### Czech Units – Artillery



42 45mm AT (mot) Anti-Tank



76mm-122mm FH (hs) Artillery



39 37mm AA (mot) Anti-Aircraft

### Czech Units – Infantry



43 Czech Rifle Bn (mot) Infantry

### Czech Units - Vehicles



BA-64 Co Armored Car



T-70 Co Tank



T-34 76 M43 Co Tank



12.7mm AAMG Co Anti-Aircraft

## Appendix III – Online Game Clubs

After you have played the AI in a few battles, and you feel up to playing against a human opponent, you can find many worthy “warriors” at these clubs:

[The Blitz Wargaming Club](#) - Join the club and then check out the “Tiller Operational Campaigns” Ladder.

[The Wargaming Club](#) - Supports all the John Tiller Software products. The World War II section of the club covers the Panzer Campaigns series.

[The Wargaming Society](#)- Join the club and check out the “WW2 and Beyond” section.

[JTS Wargaming Opponent Group](#) - Facebook group, covers all the different JTS series of games.

[JTS Wargaming Opponent Group](#) - MeWe group, covers all the different JTS series of games.

[Wargamers Club for Gentlemen](#) - WGCG - Supports all JTS games with a league and tournaments.

[Punta de Lanza](#) - Supports all JTS games for the **Spanish** speaking community.

[Live Fire](#) - A Discord server to connect with other players of the JTS games.

[Reddit group](#) - Discussion group on Reddit focused on the JTS Games.

# Credits

|                                 |  |
|---------------------------------|--|
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