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This book is experimental not only because it provides unique details about the preparation and conduct of Soviet Operation Don, the Southern Front’s offensive to capture Rostov in January and February 1943, but also because it reveals the full contents of recently released Russian archival materials related to this offensive. As such, rather than exploiting these archival materials to construct a narrative account of the operation, the book integrates these archival materials, in either full or extracted form, into its narrative and its extensive endnotes. Conclusions at the end of each chapter summarize the nature and course of each stage of this offensive operation, while simultaneously revealing the nature and contents of these often brutally candid archival documents.

It is important to understand the provenance and unique nature of these newly released archival materials. In the past—that is, during the more than sixty-five years since the end of World War II—researchers investigating the Red Army’s wartime operations have had to do so on the basis of two general categories of sources. The first category includes Soviet- or Russian-produced studies, most of which were written by serving Soviet and Russian military officers and published by the official state publishing houses Voenizdat (Voennoeizdatel’stvo, or “Military Publishing House”) and Nauka (or “Science,” the publishing house of the Soviet or Russian Federation’s Academy of Sciences). Depending on the date they were published, these sources were heavily censored to remove references to military operations that proved embarrassing to the government, the Red Army, or the reputations of senior Soviet military or political leaders. These works were also censored to deny foreign armies and readers information that could be damaging to Soviet national security, in particular, the military methodologies and operational and tactical techniques derived from the war and now deemed applicable to employment by the postwar Soviet armed forces.

Although far more revealing and candid studies appeared during periods of glasnost’ (openness) under Khrushchev and, later, Gorbachev, censorship always remained a problem. Despite this censorship, some detailed and candid Soviet military studies sometimes made their way into the hands of foreign scholars through Western intelligence channels. These included formerly classified studies and collections (sborniki) of documents prepared
by the Red Army or Soviet Army General Staff either in wartime or during the postwar years.²

Ameliorating these censorship problems a bit, Voenizdat, Nauka, and tens of local (regional) publishing houses produced hundreds, if not thousands, of books on military topics, including memoirs, divisional and other unit histories, and special studies on a wide variety of topics. By plowing through this immense mass of material, researchers could often detect or infer details about military operations that escaped the censor’s eagle eyes to form a more accurate mosaic of what really transpired on the Russian battlefield.

The accuracy and credibility of Russian-produced military studies improved drastically after the establishment of the Russian Federation in 1991. Thereafter, a wide variety of Russian civilian scholars gained more extensive access to archival materials and began writing histories of their own, often on once-forbidden themes. In addition, new civilian-led commercial publishing houses were established that published this new generation of more accurate and candid histories. This resulted in the publication of hundreds of new books, many of them far more accurate than their Soviet-era predecessors.

The second category of source materials includes German archival materials and studies based primarily on German sources. The first generation of German-based studies emerged shortly after war’s end, when many wartime German officers wrote about various topics for use by the US Department of the Army. These were followed in the 1950s by the memoirs of many senior German military commanders and the availability of the official records of forces at every level of the wartime Wehrmacht in the US National Archives. Although war studies within Germany itself became a relatively “forbidden” topic, historians in the West “mined” these records to produce more balanced histories of the war. Of particular value in this work were the records of German intelligence organs such as Foreign Armies East (Fremde Heeres Ost), whose detailed studies of the Red Army opened a valuable window on its nature and performance. However, a cultural bias against Russian Slavs inevitably colored these intelligence assessments in darkened hues.

In about 2014, the Ministry of Defense of the Russian Federation created a new website (pamyat-naroda.ru, or “Memory of the People”) that is ostensibly dedicated to exposing, explaining, and clarifying the nature of the Red Army’s military operations during the Soviet-German War (1941–1945). After two years of work digitizing wartime records and posting them on this website, the Ministry of Defense’s archives administration has provided researchers unique opportunities to study how the Red Army prepared and conducted many if not most of its wartime operations. To date, these records include materials from the daily combat journals (Zhurnal boevykh deistviia) of wartime Red Army fronts, armies (combined-arms, tank, and air), groups
(cavalry-mechanized and operational), corps (rifle, tank, and mechanized), and even selected divisions and brigades. The journals themselves are either complete or composite, meaning that they consist of extracts from the journals of formations and units subordinate to armies. To be sure, gaps still exist in the Red Army’s wartime combat record; however, these gaps are steadily closing.

This study exposes a slice, albeit a narrow one, of these newly released Russian archival documents. I deliberately included most of the documents related to Operation Don in this study: first, to demonstrate the scope, the often astonishing content, and the relative candor of these archival releases; second, to underscore what may be available with regard to other wartime operations; and third, to reveal the promise of what may be released in the future.

This study also includes 91 maps integrated into the text. These either describe the operational and tactical situation during the most important stages of the operations or provide the names of towns, villages, and terrain features found in multiple areas of operations. Here, it is important to note the differences when transliterating Russian to English, particularly with regard to place names referenced in the text and on the maps. Without describing the intricacies of the various transliteration systems, it is sufficient to note that I used the Library of Congress system in the text and on the maps I prepared, while the regional maps use the US government system. Thus, place names such as Alekseevka, Matveev Kurgan, Aleksandrovka, Ryazhenaiia, Veselyi, and Dubovskoe in the text become Alekseyevka, Matveyev Kurgan, Ryazhenaya, Veselyy, and Dubovskoye on the regional maps. Complicating matters, Germans render these names Alekssejevka, Matwejev Kurgan, Rjashenaja, Wesselyj, and Dubowskoje, substituting the letters j for i, w for v, s for z, ss for s, and sh for zh. The book’s index describes these many variations.

The appendices contain critical Soviet planning documents and initial reports associated with Operation Don (appendix A), a detailed exposé of the experiences of Tank Group Titov as it spearheaded Cavalry-Mechanized Group Kirichenko’s failed advance toward Rostov during late January 1943 (appendix B), and a selection of tables reflecting the organization and combat strengths of the armies, corps, divisions, and brigades subordinate to the Southern Front and the casualties suffered by these formations during virtually every stage of the offensive (appendix C). With few exceptions, this sort of data has been absent in previous works about the Red Army’s performance in the Soviet Union’s so-called Great Patriotic War.

Obviously, the nature of this book requires it to be studied as well as read. But whether studied, read, or reread, its contents offer fresh perspectives on the nature of the twentieth century’s most terrible war, as well as the un-
bounded promises associated with the opening of the Russian Federation’s vast military archives.
That being said, I alone am responsible for the book’s shortcomings.

David M. Glantz
Carlisle, Pennsylvania
Selected Abbreviations

German (Axis)

Higher Commands
OKW (Oberkommando der Wehrmacht)—Armed Forces High Command
OKH (Oberkommando des Heeres)—Army High Command
AG (H. Gr.) (Heeresgruppe)—army group
A (AOK) (Armeeoberkommando)—army
Pz A (Pz. A)—panzer army
Harko (Hoherer Artilleriekommando)—higher artillery command (army level)
Arko (Artilleriekommando)—artillery command
AC (A.K.)—army corps
PzC (Pz. C)—panzer corps
D (Div.)—division
ID (I.D.) (J.D.)—infantry division
PzD (Pz. D)—panzer division
ID (JD) (mot)—motorized division
MotD (Mot. D)—motorized division
CavD (Cav. D, K.D.)—cavalry division
MtnD (Mtn. D)—mountain division
SecD (Sec. D)—security division
LFD—Luftwaffe field division
Br.—brigade
IB (Inf. B)—infantry brigade
MotB (Mot. B)—motorized brigade

Soviet

Commands and Forces
A—army
GA (Gds. A)—guards army
SA—shock army
TA—tank army
TC—tank corps
GTC (Gds. TC)—guards tank corps
MC—mechanized corps
GMC (Gds. MC)—guards mechanized corps
RC—rifle corps
GRG (Gds. RC)—guards rifle corps
CC—cavalry corps
GCC (Gds. CC)—guards cavalry corps
MAC—mixed aviation corps
RD—rifle division
RDNKVD—NKVD rifle division
GRD (Gds. RD)—guards rifle division
CD—cavalry division
GCD (Gds. CD)—guards cavalry division
AAD—assault aviation division
BAD—bomber aviation division
NBAD—night bomber aviation division
FAD—fighter aviation division
MAD—mixed aviation division
FR—fortified region
RB—rifle brigade
TB—tank brigade

(continued on next page)
Selected Abbreviations

German (Axis)

Higher Commands
- PzB (Pz. B)—panzer brigade
- Rgt. (R)—regiment
- Sec. R—security regiment
- AR—artillery regiment
- IR—infantry regiment
- PzR (Pz. R)—panzer regiment
- PzGR (Pz. Gren. R)—panzer-grenadier regiment
- EngR (Eng. R)—engineer regiment
- MotR (Mot. R)—motorized regiment
- MtrcR (Mtrc. R)—motorcycle regiment
- Bn (Btl.)—battalion
- PzBn (Pz. Bn)—panzer battalion
- MotBn (Mot. Bn)—motorized battalion
- InfBn (Inf. Bn)—infantry battalion
- EngBn (Eng. Bn)—engineer battalion
- MG Bn—machine gun battalion
- Co. (kp.)—company
- Btry (battr.)—battery

Miscellaneous
- Abt. (abteilung)—detachment or battalion
- A.A.—reconnaissance abteilung
- Pz. A.A.—panzer reconnaissance abteilung
- Abschnitt—section or sector
- Aufkl. (Aufklärung)—reconnaissance
- Gp. (Gruppe)—group
- HKL—front lines (hauptkampflinie or main combat line)
- Inf.—infantry
- Kpfgp. (Kgr.)—kampfgruppe (combat group)
- mot.—motorized

Soviet

Commands and Forces
- GTB (Gds. TB)—guards tank brigade
- MB—mechanized brigade
- MRB—motorized rifle brigade
- NRB—naval rifle brigade
- DB—destroyer brigade
- RR—rifle regiment
- GRR (Gds. RR)—guards rifle regiment
- TR—tank regiment
- GTR (Gds. TR)—guards tank regiment
- AR—artillery regiment
- Gds. AR—guards artillery regiment
- ATR—antitank regiment
- TDB—tank destroyer (antitank) artillery regiment
- AAR—assault aviation regiment
- BAR—bomber aviation regiment
- MAR—mixed aviation regiment
- RAR—reconnaissance aviation regiment
- CAR—corps artillery regiment
- GAR—gun artillery regiment
- HAR—howitzer artillery regiment
- G-MR (Gds. MR)—guards mortar (multiple-rocket launcher or Katiusha) regiment
- MtrR (Mtr. R)—mortar regiment
- MRR—motorized rifle regiment
- CR—cavalry regiment
- GCR (Gds. CR)—guards cavalry regiment
- RAS—reconnaissance aviation squadron
- RBn—rifle battalion
- TBn—tank battalion
- AABn—antiaircraft artillery battalion
- ATBn—antitank battalion
- MG-ArtyBn (MG Arty Bn)—machine gun—artillery battalion
**Selected Abbreviations**

*Flak* (fugabwehrkanone)—antiaircraft guns  
*Jg* (Jäg.) (Jäger)—light  
i. G.—in the General Staff  
*Pak* (panzerabwehrkanone)—antitank gun  
*Pi*—Pioneer (engineer)  
Pkw (personenkraftwagen)—personnel carrier  
Pz. *Jg.* (panzerjäger)—antitank unit  
St. G. (*Stu.Gesch.*)  
(stürmgeschütz)—assault gun  
IG (infanteriegeschütz)—infantry gun  
v.—von  
z.b.V.—temporarily formed  
(R) (r. or ru.)—Romanian  
(I)—Italian  
(H)—Hungarian  
(G)—German  

G-MBn (Gds. MBn)—guards  
mortar battalion  
Sep. Armd. Car Bn—separate  
armed car battalion  
Armd. Train Bn—armored train  
battalion  
Co—company  
Btry—battery  

**Miscellaneous**  
AA—antiaircraft  
Arty—artillery  
AT—antitank  
Cav.—cavalry  
CP—command post  
DAG—division artillery group  
DD—long-range artillery group  
Det.—detachment  
FD—forward detachment  
G (Gds.) as a prefix with any  
abbreviation—guards  
Gp.—group  
MTS—motor tractor station  
MTF—motor tractor factory  
OP—observation post  
PVO—antiaircraft defense  
RAG—regimental artillery group  
RVGK—Reserve of the *Stavka* of  
the Supreme High Command  
Sep.—separate  
SF—state farm  
Res.—reserve  
PPD—7.62mm Degtariev  
submachine gun  
PPSh—7.62mm Shpagin  
submachine gun  
DShK—12.7mm Degtariev  
antiaircraft gun  
M-8—82mm multiple-rocket  
launcher (*Katiusha* or Stalin organ)  
M-13—132mm multiple-rocket  
launcher (*Katiusha*)
CHAPTER ONE

The Situation on 1 January 1943

STRATEGIC AND OPERATIONAL REALITIES

General

The preeminent reality dominating the attentions and thoughts of Soviet and German military leaders at the end of 1942 was the impending defeat and destruction of German Sixth Army at Stalingrad, a reality that was evolving from likely to inevitable with each passing day. All German attempts to rescue the more than 300,000 soldiers of General of Panzer Troops Friedrich Paulus’s Sixth Army, who had been encircled in late November by Red Army forces conducting Operation Uranus, had failed by 24 December. Although Adolf Hitler still fantasized about rescuing his encircled army, most German military leaders accepted this reality and focused instead on staving off further disasters. With the rescue of Sixth Army now nothing more than a chimera, the Germans struggled to erect a new defensive front capable of halting the Soviet juggernaut. In fact, by late December the Germans viewed Sixth Army simply as an embattled hostage whose mere survival in the Stalingrad pocket now performed the vital task of tying down the seven Soviet field armies that besieged it. This was so because Sixth Army’s defeat or surrender would likely release sufficient forces to ensure the collapse of Axis defenses to the west.

With Sixth Army’s fate all but sealed, the Stavka set about deploying as many of its forces as possible westward to ensure that Axis defenses weakened by the imminent demise of its most powerful and arguably most famous army would collapse. Therefore, it left the seven armies of Lieutenant General Konstantin Konstantinovich Rokossovsky’s Don Front, although significantly weakened by months of fighting, to finish off Sixth Army, while it dispatched virtually all of its newly raised or refitted divisions to its operating fronts responsible for expanding the Uranus offensive toward the west. As of 1 January 1943, these included the Southwestern and Stalingrad Fronts, which were already attacking Axis defenses west of Stalingrad, and the Voronezh and Briansk Fronts, which the Stavka had alerted to be prepared to join the offensive in the near future. At the same time, Stalin urged Rokossovsky to complete the liquidation of Sixth Army quickly, so that his Don Front, with as many of its armies as possible, could reinforce the Soviet
juggernaut driving toward the west. Thus, the reality of Sixth Army’s imminent destruction provided essential context for the military operations that occurred in the first month of the new year.

Strategic and Operational Axes

The dramatic clash of armies that took place in January 1943 unfolded slowly but steadily in the more than 1,600-kilometer-wide sector stretching from the Elets region, 120 kilometers north of Voronezh, southward across the lower Don River east of Rostov to the Mozdok region in the Caucasus, and then eastward to the northern coast of the Black Sea near the port of Novorossiisk. By 1 January the Soviets’ expanded Uranus offensive involved the forces of two Red Army fronts attacking in a 500-kilometer-wide sector. By month’s end, however, it would expand to encompass the forces of five fronts operating across an expanse of more than 1,600 kilometers.

This immense sector ultimately embraced three strategic axes, consisting of as many as nine distinct operational axes, including (see map 1.1):

- Voronezh-Kursk strategic axis
  - Elets-Livny-Orel
  - Voronezh-Kastornoe-Kursk
  - Novaia Kalitva–Rossosh–Belgorod–Khar’kov
- Stalingrad-Dnepropetrovsk/Rostov strategic axis
  - Millerovo-Starobel’sk-Izium
  - Morozovsk-Kamensk-Voroshilovgrad
  - Tormosin-Shakhty-Stalino
  - Kotel’nikovo-Zimovniki-Rostov
- Caucasus strategic axis
  - Mozdok-Stavropol’-Rostov (Bataisk)
  - Maikop-Krasnodar-Taman’

On 1 January 1943 the expanded Uranus offensive was being conducted by the forces of two fronts operating along the Stalingrad-Dnepropetrovsk/Rostov strategic axis and the southern portion of the Voronezh-Kursk strategic axis (see table 1.1).

MILITARY OPERATIONS, 24–31 DECEMBER 1942

Operation Little Saturn

The Stavka began Operation Little Saturn, a truncated version of the more ambitious Operation Saturn, on 16 December 1942 (see map 1.2). Unlike Saturn, which sought to destroy most of German Army Group B and capture Rostov, Little Saturn focused on the more limited aim of destroying the army...
1.1 Strategic axes in the southern Soviet Union
### Table 1.1 Opposing Forces in the Expanding Uranus Offensive, 1 January 1943, and Their Commanders

#### Voronezh-Kursk Strategic Axis

<table>
<thead>
<tr>
<th>Operational Axes</th>
<th>Soviet Forces</th>
<th>German Forces</th>
</tr>
</thead>
<tbody>
<tr>
<td>Novaia Kalitva–Rossosh’</td>
<td>Southwestern Front</td>
<td>Army Group B</td>
</tr>
<tr>
<td>Belgorod-Khar’kov</td>
<td>6th Army</td>
<td>Eighth Army (I)</td>
</tr>
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#### Stalingrad-Dniepropetrovsk/Rostov Strategic Axis

<table>
<thead>
<tr>
<th>Operational Axes</th>
<th>Soviet Forces</th>
<th>German Forces</th>
</tr>
</thead>
<tbody>
<tr>
<td>Millerovo-Starobel’k</td>
<td>1st Guards Army</td>
<td>Army Detachment Fretter-Pico (XXX Army Corps)</td>
</tr>
<tr>
<td>Izium</td>
<td>3rd Guards Army</td>
<td>Army Group Don</td>
</tr>
<tr>
<td>Morozovsk-Kamensk-Voroshilovgrad</td>
<td>5th Tank Army</td>
<td>Army Group Hollidt</td>
</tr>
<tr>
<td>Tormosin-Shakhty</td>
<td>5th Shock Army</td>
<td>XXXVIII Panzer Corps</td>
</tr>
<tr>
<td>(to Southern Front on 3 January)</td>
<td></td>
<td>XVII Army Corps</td>
</tr>
<tr>
<td>Stalino</td>
<td>2nd Guards Army (half)</td>
<td>XXIX Army Corps</td>
</tr>
<tr>
<td>Kotel’nikovo–Zimovniki</td>
<td>2nd Guards Army (half)</td>
<td>Corps Group Mieth</td>
</tr>
<tr>
<td>Rostov</td>
<td>51st Army</td>
<td>Corps Group Hoth</td>
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<td>28th Army (–)</td>
<td>(Fourth Panzer Army)</td>
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#### Caucasus Strategic Axis

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<thead>
<tr>
<th>Operational Axes</th>
<th>Soviet Forces</th>
<th>German Forces</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mozdok-Stavropol’</td>
<td>Trans-Caucasus Front</td>
<td>Army Group A</td>
</tr>
<tr>
<td>Rostov</td>
<td>Northern Group of Forces</td>
<td>First Panzer Army</td>
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<tr>
<td></td>
<td></td>
<td>Group Auleb</td>
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<tr>
<td>Maikop-Krasnodar</td>
<td>Coastal Group of Forces</td>
<td>Corps Felmy</td>
</tr>
<tr>
<td>Taman</td>
<td></td>
<td>XXXX Panzer Corps</td>
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<td>LII Army Corps</td>
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<td>III Panzer Corps</td>
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<td>Seventeenth Army</td>
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<td></td>
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<td>XXXIX Mountain Corps</td>
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<td></td>
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<td>XXXXIV Army Corps</td>
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<td></td>
<td></td>
<td>Group Wetzel</td>
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<td></td>
<td></td>
<td>Cavalry Corps (R)</td>
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<td></td>
<td>V Army Corps (G)</td>
</tr>
</tbody>
</table>
KEY COMMANDERS

Soviet

**Southwestern Front**: Colonel General N. F. Vatutin
- 6th Army: Lieutenant General F. M. Kharitonov
- 1st Guards Army: Lieutenant General V. I. Kuznetsov
- 17th (4th Guards on 3 January) Tank Corps: Major General of Tank Forces P. P. Poluboiarov
- 18th Tank Corps: Major General of Tank Forces B. S. Bakharov
- 3rd Guards Army: Lieutenant General D. D. Leliushenko
- 1st Guards Mechanized Corps: Major General I. N. Russianov
- 5th Tank Army: Lieutenant General M. M. Popov
  - 1st Tank Corps: Major General of Tank Forces V. V. Butkov
  - 1st Guards (formerly 26th) Tank Corps: Major General of Tank Forces A. G. Rodin
  - 5th Mechanized Corps: Major General V. M. Volkov
- 3rd Guards Cavalry Corps: Major General N. S. Oslikovsky
- 2nd Guards Mechanized Corps: Major General K. D. Sviridov
- 51st Army: Major General N. I. Trufanov
- 3rd Guards (formerly 4th) Mechanized Corps: Major General of Tank Forces V. T. Vol'sky
- 13th (4th Guards on 9 January) Mechanized Corps: Major General of Tank Forces T. I. Tanaschishin
- 28th Army: Lieutenant General V. F. Gerasimenko

**Southern Front**: Colonel General A. I. Eremenko
- 3rd Guards (formerly 7th) Tank Corps: Lieutenant General of Tank Forces P. A. Rotmistrov
- 6th (5th Guards on 9 January) Mechanized Corps: Major General of Tank Forces S. I. Bogdanov
- 51st Army: Major General N. I. Trufanov
- 3rd Guards (formerly 4th) Mechanized Corps: Major General of Tank Forces V. T. Vol'sky
- 13th (4th Guards on 9 January) Mechanized Corps: Major General of Tank Forces T. I. Tanaschishin
- 28th Army: Lieutenant General V. F. Gerasimenko

**Trans-Caucasus Front**: Army General I. V. Tiulenev
- Northern Group of Forces: Lieutenant General I. I. Maslemnikov
  - Cavalry Group Kirichenko: Lieutenant General N. Ia. Kirichenko
  - 4th Guards Cavalry Corps: Lieutenant General N. Ia. Kirichenko
  - 5th Guards Cavalry Corps: Major General A. G. Selivanov
- 44th Army: Major General V. A. Khomenko
- 58th Army: Lieutenant General K. S. Mel'nik
- 9th Army: Major General K. A. Koroteev
- 37th Army: Major General P. M. Kozlov

Coastal Group of Forces: Major General I. E. Petrov
- 46th Army: Lieutenant General K. N. Leselidze and Major General I. P. Roslyi
  on 25 January 1943
- 18th Army: Major General A. A. Grechko and Major General A. I. Ryzhov on 5 January 1943
- 56th Army: Major General A. I. Ryzhov and Major General A. A. Grechko on 5 January 1943
- 47th Army: Major General F. V. Kamkov and Lieutenant General K. N. Leselidze on 25 January 1943

(continued on next page)
Table 1.1 (continued)

<table>
<thead>
<tr>
<th>German Army Group B: Colonel General Maximilian Freiherr von Weichs</th>
</tr>
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<tbody>
<tr>
<td>Italian Eighth Army: Army General Italo Garibaldi</td>
</tr>
<tr>
<td>Alpine Corps (I): Lieutenant General Gabriele Nasci</td>
</tr>
<tr>
<td>XXIV Panzer Corps: Lieutenant General Martin Wandel</td>
</tr>
<tr>
<td>27th Panzer Division: Major General Hans Tröger</td>
</tr>
<tr>
<td>19th Panzer Division: Lieutenant General Gustav Schmidt</td>
</tr>
<tr>
<td>Army Detachment Fretter-Pico: General of Artillery Maximilian von Fretter-Pico (XXX Army Corps)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Army Group Don: Field Marshal Erich von Manstein</th>
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</thead>
<tbody>
<tr>
<td>Army Group Hollidt: General of Infantry Karl Hollidt</td>
</tr>
<tr>
<td>XXXVIII Panzer Corps: General of Panzer Troops Otto von Knobelsdorff</td>
</tr>
<tr>
<td>6th Panzer Division: Lieutenant General Erhard Raus</td>
</tr>
<tr>
<td>XVII Army Corps: General of Infantry Dietrich von Choltitz</td>
</tr>
<tr>
<td>22nd Panzer Division: Colonel Eberhard Rott</td>
</tr>
<tr>
<td>Corps Group Mieth: General of Infantry Friedrich Mieth</td>
</tr>
<tr>
<td>7th Panzer Division (10 January): Lieutenant General Hans Freiherr von Funck</td>
</tr>
<tr>
<td>11th Panzer Division: Lieutenant General Hermann Balck</td>
</tr>
<tr>
<td>XXIX Army Corps: General of Infantry Hans von Obstfielder</td>
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</tbody>
</table>

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<thead>
<tr>
<th>Army Group Hoth: Colonel General Hermann Hoth (Fourth Panzer Army)</th>
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</thead>
<tbody>
<tr>
<td>LVII Panzer Corps: General of Panzer Troops Friedrich Kirchner</td>
</tr>
<tr>
<td>17th Panzer Division: Lieutenant General Fridolin von Senger und Etterlin</td>
</tr>
<tr>
<td>23rd Panzer Division: Lieutenant General Nikolaus von Vormann</td>
</tr>
<tr>
<td>5th SS “Wiking” Motorized Division: SS Gruppenführer Herbert Gille</td>
</tr>
<tr>
<td>VI Army Corps (R): Lieutenant General Corneliu Dragalina</td>
</tr>
<tr>
<td>VII Army Corps (R): Lieutenant General Floarea Mitrâncescu</td>
</tr>
<tr>
<td>16th Motorized Division: General of Panzer Troops Gerhard Graf von Schwerin</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>Army Group A: Field Marshal Ewald von Kleist</th>
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</thead>
<tbody>
<tr>
<td>First Panzer Army: General of Cavalry Eberhard von Mackensen</td>
</tr>
<tr>
<td>Group Auleb: General of Infantry Helge Auleb</td>
</tr>
<tr>
<td>Corps Felmy: Lieutenant General Helmutz Felmy</td>
</tr>
<tr>
<td>XXXX Panzer Corps: Lieutenant General Siegfried Henrich</td>
</tr>
<tr>
<td>3rd Panzer Division: Lieutenant General Franz Westhoven</td>
</tr>
<tr>
<td>LII Army Corps: General of Infantry Eugen Ott</td>
</tr>
<tr>
<td>III Panzer Corps: SS Obergruppenführer Felix Steiner</td>
</tr>
<tr>
<td>13th Panzer Division: Colonel Wilhelm Crisoli</td>
</tr>
<tr>
<td>Seventeenth Army: Colonel General Richard Ruoff</td>
</tr>
<tr>
<td>XXXXIX Mountain Corps: General of Mountain Troops Rudolf Konrad</td>
</tr>
<tr>
<td>XXXXIV Army Corps: General of Artillery Maximilian de Angelis</td>
</tr>
<tr>
<td>Group Wetzelt: General of Infantry Wilhelm Wetzelt</td>
</tr>
<tr>
<td>Cavalry Corps (R): —</td>
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<tr>
<td>V Army Corps: General of Infantry Wilhelm Wetzelt</td>
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</tbody>
</table>

The group’s Italian Eighth Army and Army Group Hollidt by enveloping both forces from the north and west. The Stavka’s plan for the operation required the Southwestern Front’s 1st Guards, 3rd Guards, and 5th Tank Armies, supported on the right by the Voronezh Front’s 6th Army, to break through Italian Eighth Army’s defenses along the Don River and Army Group Hollidt’s
defenses along the Chir River. Once the forces of Lieutenant General Vasilii Ivanovich Kuznetsov's 1st Guards Army and Lieutenant General Dmitri Danilovich Leliushenko's 3rd Guards Army penetrated these defenses, four tank and one mechanized corps were to spearhead the exploitation southward and southwestward to encircle and destroy the two Axis forces, capture the German airfield at Tatsinskaia, and cut the east-west railroad line at Morozovsk. Simultaneously, on the Southwestern Front's left wing, Lieutenant General Markian Mikhailovich Popov's 5th Tank Army was to conduct secondary attacks along the lower Chir River to tie down Fourth Panzer Army's XXXVIII Panzer Corps, especially its 11th Panzer Division; prevent the corps from reinforcing Army Group Hollidt; and, if possible, advance southward to capture Tormosin. If successful, the Little Saturn offensive would eliminate the two Axis forces from Army Group B's order of battle and cut off or seriously interrupt logistical support for German Sixth Army encircled at Stalingrad and other Axis forces operating along the lower Chir River. Thus, the attacking forces in this offensive were destined to operate along two operational axes—specifically, Millerovo-Starobel'sk-Izium and Morozovsk-Kamensk-Voroshilovgrad—both of which led into the Donbas region of the eastern Ukraine.

Surprised by the suddenness and strength of the Southwestern Front's multiple attacks, the Italians' defenses collapsed after three days of fighting. Critically short of reserves, Field Marshal Maximilian von Weichs's Army Group B was unable to stave off further disaster. With massive holes torn in its defenses, the debris of Italian Eighth Army and the remnants of the forces of General of Infantry Karl Hollidt's army group (detachment) farther to the east had no choice but to conduct a fighting withdrawal to the west, southwest, and south. During the ensuing retreat, which often resembled a rout, large numbers of Italian and German forces were encircled in many towns, including Chertkovo and later Millerovo, while even larger “bubbles” of these forces simply “floated” in the Soviet rear area. Although these encircled and retreating forces hindered 1st and 3rd Guards Armies' advance, the front's exploiting tank and mechanized corps pushed on toward their objectives along the main railroad umbilical to Stalingrad, with few if any Axis forces available to block their advance.

Faced with an obviously crumbling front, early on 22 December Hitler instructed Field Marshal Erich von Manstein, the commander of Army Group Don, to erect a new defensive line stretching northwestward from the Chir River west of Oblivskaia to 30 kilometers northeast of Millerovo to contain the “expanding torrent” of advancing Soviet forces and to hold firmly to Millerovo and Morozovsk. By this time, however, the Southwestern Front's 24th, 25th, and 18th Tank Corps were well beyond this line, with the latter already approaching the outskirts of Millerovo.
1.2 The Red Army’s Middle Don and Kotel’nikovo offensives, December 1942
The Situation on 1 January 1943

The OKH attempted to stem this Soviet tide by borrowing the headquarters of General Maximilian von Fretter-Pico’s XXX Army Corps from Army Group North and using it to organize Army Detachment (Abteilung) Fretter-Pico to restore some stability to the front formerly defended by Italian Eighth Army. Fretter-Pico’s hastily assembled detachment consisted of Major General Ernst Sieler’s fresh 304th Infantry Division, then assembling in the Kamensk-Shakhtinskii region; the remnants of XXIV Panzer Corps’ 27th Panzer and 298th Infantry Divisions, commanded respectively by Major General Hans Tröger and Major General Herbert Michalis, which had been supporting the Italians; Group Kreysing (3rd Mountain Division’s 144th Regiment) in the Millerovo region; SS Group Schuldt (remnants of 213th and 403rd Security Divisions); the withdrawing “bubble” of XXIX Army Corps’ forces; and a battalion of Panzer VI Tiger tanks. This ad hoc force was to protect the crossings over the Northern Donets River near Voroshilovgrad and Kamensk and screen the gap between the undestroyed Italian Alpine Corps in the north and the survivors of Army Group Hollidt in the south.

Manstein chimed in once again on 23 December by essentially terminating the efforts of General of Panzer Troops Friedrich Kirchner’s LVII Panzer Corps to rescue encircled Sixth Army (Operation Wintergewitter) for the sake of blocking Little Saturn. With Hitler’s reluctant permission, the embattled army group commander withdrew Lieutenant General Erhard Raus’s 6th Panzer Division from LVII Panzer Corps and dispatched it, together with the headquarters of General of Panzer Troops Otto von Knobelsdorff’s XXXXVIII Panzer Corps and Lieutenant General Hermann Balck’s 11th Panzer Division, westward from east of the Don and the lower Chir region to defend Tatsinskaia and Morozovsk against the Southwestern Front’s exploiting armor. After XXXXVIII Panzer Corps’ departure, temporary Corps Command (Generalkommando z.b.V.) Mieth, led by General of Infantry Friedrich Mieth, took over responsibility for defending the lower Chir region. Manstein’s decision to emasculate Kirchner’s LVII Panzer Corps was essential if his army group was to hold on to Tatsinskaia and Morozovsk and continue the aerial resupply of Sixth Army. Hitler rationalized his approval by instructing Manstein to hold on to the two supply bases at all costs, as well as LVII Panzer Corps’ forward positions along the relief route to Stalingrad, which, as subsequent events would prove, was clearly impossible.

Despite the Germans’ bold preventative measures, after exploiting southward more than 200 kilometers, Major General of Tank Forces V. M. Badanov’s 24th Tank Corps captured Tatsinskaia on 24 December, thereby temporarily halting the aerial resupply of Sixth Army. At the same time, Major General of Tank Forces P. P. Pavlov’s 25th Tank Corps reached the northern approaches to Morozovsk. Even though Balck’s 11th Panzer Division recaptured the air base on the night on 27–28 December, in the process
decimating Badanov’s corps, the Germans lost at least 50 aircraft, large amounts of supplies, and, worst of all, several days’ worth of relief operations for Sixth Army. Likewise, to the east, Raus’s newly arrived 6th Panzer Division, together with the headquarters of General von Knobelsdorff’s XXXVIII Panzer Corps, reached the Morozovsk region just in time to organize its defenses and prevent its capture. Stalin responded by ordering Badanov, whose tank corps had just been anointed with the title of 2nd Guards, to combine his corps with the remnants of Pavlov’s 25th Tank Corps and Major General I. N. Russianov’s 1st Guards Mechanized Corps and complete the savaging of XXXVIII Panzer’s defenses along the Tatsinskaia-Morozovsk railroad line. This, however, was impossible because the combined strength of the three mobile corps had fallen to roughly 50 tanks, the equivalent of a single tank brigade.

Despite the fact that von Knobelsdorff’s XXXVIII Panzer Corps had recaptured Tatsinskaia and hung on to Morozovsk, keeping Leliushenko’s 3rd Guards Army at bay, the new Army Detachment Fretter-Pico still struggled mightily to contain the advance by Kuznetsov’s 1st Guards Army toward the west and southwest. Beginning on 24 December, Group Kreysing, commanded by Lieutenant General Hans Kreysing, began its epic battle in encirclement at Millerovo against the three rifle divisions of 1st Guards Army’s 6th Guards Rifle Corps, as well as Major General of Tank Forces B. S. Bakharov’s 18th Tank Corps. Fretter-Pico’s beleaguered army detachment defended the remainder of its 150-kilometer front with the scattered regiments of General Sieler’s 304th Infantry Division, 138th Panzer Abteilung, a recruit training regiment, and march battalions (personnel reinforcements) consisting of troops returning from convalescent leave in Germany. The subsequent fight for Millerovo, which resembled Stalingrad in miniature, would last until 18 January, when Kreysing’s kampfgruppe finally escaped its trap.

As the battle for Millerovo raged on, Major General of Tank Forces P. P. Poluboiarov’s 17th Tank Corps, followed by the three rifle divisions of 1st Guards Army’s 4th Guards Rifle Corps, pushed westward toward the Derkul River, a northern tributary of the Northern Donets. There, Major General Gustav Schmidt’s 19th Panzer Division, hastily transferred to the region from the north on 23 and 24 December, along with scattered infantry formations, conducted a defensive battle west of Chertkovo that resembled in microcosm the fighting throughout Army Detachment Fretter-Pico’s entire operational sector. During this period, a single kampfgruppe of this division’s 73rd Panzer-Grenadier Regiment defended a 35-kilometer-wide front along the Derkul River from northwest to west of Chertkovo. Thirty kilometers downstream, the division’s 74th Regiment and 30 tanks concentrated near Belovodsk to prepare an attack via Strel’tsovka to rescue German and Italian forces besieged in Chertkovo. After weeks of often intense “cat and mouse”
fighting, and with 19th Panzer’s indispensable assistance, the Chertkovo gar-

dison would finally make it back to the safety of German front lines.

By day’s end on 31 December, after two weeks of heavy fighting, the

Southwestern Front’s armies had succeeded in carving a 240-kilometer-wide

and 135-kilometer-deep salient into Axis defenses at the boundary between

Army Groups B and Don. Here, the front stabilized for several days as both

sides struggled to regain the initiative.

The Tormosin Offensive

Long overshadowed by Operations Little Saturn and Kotel’nikovo, the Tor-

mosin offensive, when fully developed during the last ten days of Decem-

ber, filled in the gap between the two more famous offensives by initiating

military operations along the Tormosin-Shakhty-Stalino axis. This operation

contributed materially to Soviet strategic success by frustrating Army Group

Don’s attempts to contain the advance by Lieutenant General Nikolai Fedor-

ovich Vatutin’s Southwestern Front along the Millerovo, Morozovsk, Nizhne-

Chirskaja, and Kotel’nikovo line.

The Tormosin offensive developed in three distinct stages. First, as an

adjunct to Operation Little Saturn, from 18 through 22 December General

Popov’s 5th Tank Army attacked out of its bridgeheads on the southern bank

of the lower Chir River, in particular, with Major General of Tank Forces

M. V. Volkov’s 5th Mechanized Corps. The tank army’s aim was to pin down

XXXXVIII Panzer Corps’ 11th Panzer Division and prevent its transfer west-

ward to bolster Army Group Hollidt’s defense against 3rd Guards Army or

eastward to support LVII Panzer Corps’ Operation Wintergewitter. During

the second stage, which occurred after Manstein transferred the headquar-

ters of von Knobelsdorff’s XXXXVIII Panzer Corps and Balck’s 11th Panzer

Division westward from the lower Chir River to the Tatsinskaia and Moro-

zovsk regions, and after 5th Tank Army did the same with its mobile forces,

Popov’s tank army mounted assaults against Army Group Hollidt’s defenses

along the Tsimla River north of Chernyshkovskii on 27 and 28 December, in

concert with attacks by Leliushenko’s 3rd Guards Army toward Morozovsk.

Although this stage of the offensive failed to achieve most of its objectives,
immense Soviet pressure caused Corps Group Mieth’s defenses along the

lower Chir to noticeably sag.

In the third and culminating stage of the Tormosin offensive, from 28

through 31 December, Popov’s 5th Tank Army continued its attacks on Cher-

nyshkovskii from the north, while Colonel General Viacheslav Dmitrievich

tsvetaev’s 5th Shock Army and half of Lieutenant General Rodion Iakovlev-

ich Malinovsky’s 2nd Guards Army joined the offensive by launching ener-

getic attacks westward across the Don River against the defenses of Fourth
Panzer Army’s Corps Group Mieth. Even though 5th Tank Army’s northern pincer faltered short of Chernyshkovskii, 5th Shock and 2nd Guards Armies’ southern pincer succeeded in capturing Tormosin by 31 December. With the defenses of Corps Group Mieth unhinged, Hollidt had no choice but to dispatch XXXXVIII Panzer Corps’ 11th Panzer Division southward to shore up its defenses along the lower Tsimla River. This not only seriously weakened the panzer corps’ defenses in the Morozovsk regions but also failed to prevent the collapse of Army Group Hollidt’s right wing along the lower Chir. Subsequently, Balck’s 11th Panzer Division was able to delay 2nd Guards Army’s westward advance across the Tsimla River for only three days before it too had to withdraw westward toward the Northern Donets River.

The Kotel’nikovo Offensive

Completing this mosaic of signal victories, Colonel General Andrei Ivanovich Eremenko’s Stalingrad Front launched its Kotel’nikovo offensive on 24 December, thereby activating offensive operations along the Kotel’nikovo-Zimovniki-Rostov axis. It is now clear that, from the very outset, the forces Manstein was able to allocate to Fourth Panzer Army’s LVII Panzer Corps in Operation Wintergewitter were wholly inadequate for the tasks assigned to them. Although Kirchner’s panzer corps managed to orchestrate a spectacular initial advance from the Kotel’nikovo region northward across the Aksai River from 12 to 15 December, its advance stalled for four days in heavy fighting in the Verkhne-Kumskii region. It did so because the Stavka and Eremenko committed Major General of Tank Forces V. T. Vol’sky’s 4th Mechanized Corps and Major General of Tank Forces T. I. Tanaschishin’s 13th Mechanized Corps into the fight. Unlike on previous occasions, when these corps were committed to combat on 15 December, they were well trained, well equipped, and well led. As a result, the ensuing struggles in the Verkhne-Kumskii and Krugliakov regions sapped the strength of Kirchner’s LVII Panzer Corps by more than 50 percent and won time for the Stavka and the Stalingrad Front to shift Malinovsky’s 2nd Guards Army, along with Major General of Tank Forces P. A. Rotmistrov’s 7th Tank Corps and Major General of Tank Forces S. I. Bogdanov’s 6th Mechanized Corps, to the Myshkova River region.

Hence, by 20 December, Kirchner’s panzer corps, already heavily damaged in the fighting for Verkhne-Kumskii, faced not only Lieutenant General Nikolai Ivanovich Trufanov’s weakened 51st Army but also General Malinovsky’s fresh 2nd Guards Army and, soon thereafter, two more tank and mechanized corps. Worse still for LVII Panzer Corps, German intelligence failed to detect the fresh Soviet reinforcements. The subsequent fighting along the Myshkova River, particularly in the Vasil’evka bridgehead, further
damaged LVII Panzer Corps to the extent that, even if Raus’s 6th Panzer Division had not been transferred west on the night of 23 December, the task assigned to Kirchner’s panzer corps—to push a reinforced kampfgruppe northward 40 kilometers toward the Stalingrad pocket—was totally unrealistic, if not utterly suicidal. This truth became apparent on the morning of 24 December, when the combined forces of 2nd Guards and 51st Armies, supported by 7th Tank, 2nd Guards, and 6th Mechanized Corps, unleashed their offensive along the Kotelnikovo axis.

Attacking the severely understrength forces of Fourth Panzer Army’s LVII Panzer Corps a day after its strongest component, 6th Panzer Division, had departed westward across the Don, the Stalingrad Front’s 2nd Guards and 51st Armies savaged their opponents, sending them reeling southward across the Aksai River toward Kotelnikovo. Hence, the Stalingrad Front’s offensive broke the back of Kirchner’s LVII Panzer Corps, leaving it no recourse but to conduct a rapid fighting withdrawal southward past Kotelnikovo, which fell to Eremenko’s forces on 29 December. The collapse of this panzer corps, coupled with the near complete destruction of Romanian Fourth Army, not only ended any German hope of rescuing Paulus’s Sixth Army but also portended subsequent Soviet offensive operations toward Rostov, thus creating another series of far more deadly crises for Colonel General Hermann Hoth’s Fourth Panzer Army and its parent Army Group Don.

Therefore, by 31 December it was clear to both sides that the Stavka and its Red Army had indeed won the strategic chess game that had started along the Don, Chir, and Aksai Rivers about three weeks before. In addition to the collapse of Italian Eighth Army and its retreat, along with Army Group Hodlitz, to the Millerovo and Morozovsk region, Axis defenses along the lower Chir River and on both the western and eastern banks of the Don River had caved in. With Kotelnikovo in Soviet hands, the Stavka now hoped to finally fulfill the ambitious aim of Operation Saturn by ordering a general advance on Rostov from the north, east, and south. If successful, this effort would not only threaten further damage to Army Group B but could also lead to the destruction of Army Group Don and, perhaps, Army Group A.

The Caucasus Sideshow

If the Red Army’s operations on both banks of the Don River had yielded impressive gains and unleashed unbounded hopes for further success, prospective military operations in the northern Caucasus region promised to multiply that success. Specifically, if the Trans-Caucasus Front’s two operational groups in that region could exploit German Army Group A’s obvious weaknesses, the stage could be set for an envelopment operation on a far grander scale than that achieved by Operation Uranus. In short, if exploited,
the strategic and operational realities existing on 31 December 1942 could lead to the destruction of Army Groups Don and A in their entirety.

Ironically, German Army Group A’s offensive into the Caucasus region had faltered well before Army Group B’s offensive met its demise at Stalingrad. It did so during the first week of November, when First Panzer Army’s offensive against Ordzhonikidze failed and Major General Hellmut von der Chevallerie’s 13th Panzer Division became encircled on the city’s western approaches. Within days, the ambitious offensive evolved first into an effort to rescue 13th Panzer and then, by 13 November, into a struggle to contain a general Soviet counteroffensive that threatened the panzer army as a whole. On 22 November, shortly after First Panzer Army’s defeat at the gates of Ordzhonikidze, Hitler, who had personally led Army Group A since replacing Field Marshal Wilhelm List in early September, relinquished command of the army group to Field Marshal Ewald von Kleist. In turn, the former commander of First Panzer Army’s III Panzer Corps, General of Cavalry Eberhard von Mackensen, replaced Kleist as commander of First Panzer Army, earning the august rank of colonel general.

However, unlike the situation at Stalingrad, where the fronts conducting Operation Uranus encircled Sixth Army and drove Axis front lines significantly westward, after the struggle west of Ordzhonikidze, the victorious Northern Group of Army General Ivan Vladimirovich Tiulenev’s Trans-Caucasus Front proved unable to exploit its victory. Instead, the multiple offensives it conducted in late November and early December collapsed after achieving only negligible gains, most of which resulted from German tactical withdrawals. As a result, by 24 December 1942, the front lines of Army Group A’s First Panzer Army were still anchored on the Mozdok–El’khotovo–Ursdon River line, from 75 kilometers north to 50 kilometers west of Ordzhonikidze.

However, the dramatic events taking place in the Stalingrad region beginning on 24 December sharply altered these circumstances. The collapse of Kirchner’s LVII Panzer Corps along the Myshkova River created a crisis in Manstein’s Army Group Don, and its effects reverberated throughout Army Group A. With the Stalingrad Front’s 2nd Guards and 51st Armies pushing southward across the Aksai River and descending on Kotel’nikovo from the north and east, Hitler ordered SS Gruppenführer Herbert Gille’s SS Wiking Motorized Division to begin moving northward toward Kotel’nikovo on 25 December. Three days later, on 28 December, Hitler ordered the OKH to subordinate General of Panzer Troops Gerhard Graf von Schwerin’s 16th Motorized Division to Manstein’s Army Group Don and authorized a limited withdrawal by Kleist’s Army Group A, which would later evolve into a full withdrawal beginning overnight on 31 December. Hurrying northward, 16th Motorized Division’s 156th Motorized Regiment closed in on LVII
Panzer Corps’ sector at Shebalin, 13 kilometers north of Atamanskaia on the Sal River, on 27 December, where it prepared to support Romanian VII Army Corps’ 1st Infantry Division. At the same time, SS Viking’s Nordland Regiment began concentrating between Zimovniki and Remontaia in the rear of LVII Panzer Corps’ 17th and 23rd Panzer Divisions, commanded respectively by Lieutenant General Fridolin von Senger und Etterlin and Colonel Josef Rossmann. By 29 December, the day Kotel’nikovo fell to 2nd Guards Army’s 7th Tank Corps, the Nordland Regiment moved northward to Remontaia, as 16th Motorized Division’s 156th Regiment withdrew southward across the Sal River to occupy positions on Nordland’s right flank. All this movement provided context for Army Group A to begin its planned withdrawal.

COMPETING STRATEGIES

German

The LVII Panzer Corps’ defeat along the Myshkova River, along with the demise of Operation Wintergewitter, profoundly altered the strategy being pursued by the German High Command. Because it condemned General Paulus’s Sixth Army to destruction, the corps’ defeat confronted Field Marshal Manstein’s Army Group Don and General Hoth’s Fourth Panzer Army with the frightening prospect of a rapid Soviet advance into the Rostov region, which, if successful, could threaten the withdrawal of General Kleist’s Army Group A from the Caucasus region. Thus, the disappointments of December evolved into terrifying possibilities in January.

The failure of Wintergewitter and the impending loss of Kotel’nikovo prompted Hitler to issue a new Führer directive on 27 December announcing his intentions with regard to future combat along the Eastern Front’s southern wing. The directive began by spelling out priority missions and designating the forces responsible for accomplishing those missions: “The liberation of Sixth Army must remain as the most decisive of all measures and the basis for combat operations in the near future. Army Group ‘Don’ must therefore retain for itself the best possible conditions for the commitment into combat of those units designated for this [purpose] and for the uninterrupted supply of Sixth Army.”

While Weichs’s Army Group B remained responsible for preventing any threats to Army Group Don’s rear, Kleist’s Army Group A was to clear the railroad line running through Rostov for Manstein’s Army Group Don. Specifically, Army Group Don was to hold on to the Kotel’nikovo region as the jumping-off point for the “liberation of Sixth Army,” and Army Group B was to “recover the general Kalitva, northwest of Tatsinskaia, Millerovo line and the Millerovo–Kantemirovka–Don railroad” and destroy the enemy that was