No. 301

Main topic: O r e l 1943.
Contribution: The defensive combats of the XX th Corps in the area southwest of Orel in the summer 1943 and th retreat via Desna and Dnjepr to the border of the Pripet Marshes.

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I. The situation of the Corps near Ssewsk from April to the middle of August 1943.
The effects of the Russian offensive before Orel on the situation of the Corps.

II. Russian preparations of attack in front of the corps lin.
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XX CORPS IN THE DEFENSE OF THE AREA SOUTHWEST OF OREL.

The Withdrawal Across DESNA and DNEPR

to the Border of the PRIPET Marshes.

Summer 1943

I.

In the beginning of April 1943, XX Corps assumed command over the divisions which near SEVSK had checked the strong Russian westward drive from KURSK. The Corps front began approximately at POGREBY, south of SEVSK, ran along the eastern edge of SEVSK, crossed the SEVSK River at KRIVTSOVO and extended northeast across the LOKOT - DMITRIEV railroad near CHEBLOVO to the area southeast of DMITROVSK. XIII Panzer Corps was on the right, XLVI Panzer Corps on the left. From spring to summer, the following four divisions were committed in this sector: 251st, 137th, 45th and 72d Infantry Divisions.

Operation "Zitadelle" began on 6 July. Its objective was to launch simultaneous attacks from the north and south in order to cut off and destroy the enemy forces in the Russian salient which protruded as far west as SEVSK. One assault force was to advance from OREL, the other from KHARKOV. Due to superior enemy forces, the attacks which at first progressed according to plan soon slowed down and finally came to a halt. The two assault forces were unable to meet. The Russians launched a well-prepared major offensive. In mid-July the Russians started to gain ground. They were able to push back the German front line south of OREL and advance to the northwest. Finally, OREL too was lost. The Russians proceeded to attack in the northwest and then

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established contact with XLVI Panzer Corps and with the left wing of the 72d Infantry Division in the XX Corps area. To insure a uniform chain of command, Ninth Army attached the 72d Infantry Division to XXXXVI Panzer Corps.

II.

The situation on 20 August was as follows: XX Corps had known for some time that it would soon be drawn into the fighting. Enemy preparations along corps front indicated an impending attack. New enemy units had been identified by reconnaissance patrols and through interrogations of prisoners of war. Air reconnaissance and raports from an observation battalion showed the massing of artillery in the SEVSK salient. Artillery was facing west, northwest and north. Aerial and ground reconnaissance at night established that large motor convoys were moving along the roads leading from DMITRIEV to the front. Presumably, they transported troops and ammunition.

Corps took every possible defensive measure.

A. Positions were improved by utilizing all available means. Well protected dugouts and foxholes which were recessed into the trenc wall gave adequate protection against the expected artillery preparation.

B. Switch positions and chord positions were prepared deep into the defense sector, which facilitated elimination of enemy penetrations and launching of counterattacks. A second line of defense and an antitank ditch was completed or in progress behind the front line.

C. Reserves for counterattacks were available and ready. They familiarized themselves with their future mission.

D. The artillery was registered on concentration and barrage areas. Fire

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concentrations of every type had been prepared. A net of observers, many of

-2- them with the infantry, guaranteed observation of the battle field, and directed appropriate defensive fire. Alternate firing positions had been reconnoitered; they could be speedily occupied and batteries were able to open fire on the most important targets immediately. A number of batteries in each division sector were designated as roving batteries; these had to be able to change position in the shortest possible time and move to any threatened sector in the corps area.

E. Antitank defenses were thoroughly tested. Assault guns had reconnoitered possibilities for their commitment. Bridges had been reinforced and roads repaired. Assault guns and tanks could easily be moved behind the main line of resistance.

F. Corps headquarters, in RADOGOSHCHI since May, moved to SHAROVO in order to be closer to the front and because SHAROVO was located favorably for communications. From there, corps could ward off the expected enemy threat to the SEVSK sector. Corps was transferred from Ninth Army to Second Army. Second Army realized the seriousness of the situation and assigned the 86th Infantry Division to corps. The division was committed between the 251st and 137th Infantry Divisions, thereby considerably reducing the length of their sectors. Corps, with four divisions in the line, awaited the enemy attack (Annex 1).

III.

On 26 August the enemy began his attack with an artillery preparation along the entire corps front and especially against the sectors of the 251st and 86th Infantry Divisions. This preparation lasted about one hour and was followed by an infantry attack. It was soon established that the attacks against the 45th and 137th Infantry Divisions were weak and were intended to contain our forces.

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The attacks were repelled. Fierce fighting which lasted for several days developed along the front of the 251st and 86th Infantry Divisions. Russian infantry and artillery were always 3 - 5 times stronger than our own. During see-saw battle fighters and tanks supported the enemy who penetrated German lines on both sides of SEVSK. Northwest of the town the enemy broke through a narrow sector in the direction of SEREDINA BUDA and stood almost halfway between the two towns. The situation south of SEVSK, especially in the dense wooded area of the adjacent unit on the right, was completely obscure. It was hard to ascertain how far the Russians had advanced there. The 7th Infantry Division, which was hastily moved up by Second Army was unable to improve the situation in the 251st Division sector. The division was greatly exhausted by earlier fighting east of DMITROVSK and could not be committed as a whole but was forced to throw its units piece-meal into the battle wherever they arrived. The operation was unsuccessful.

The Russians launched up to 25 daily attacks (battalion to division strength) against the left wing of the 251st Division northwest of the SEVSK River, particularly against the front of the 86th Division. All were beaten off with heavy losses. The 8th Panzer Division, which was unexpectedly assigned to Corps, shared greatly in the successful defense by preventing an enemy breakthrough in the NOVO YAMSKOYE area.

In the meantime the situation on the right southwest of SEVSK had reached such a critical point that on 28 August Army had to transfer the 8th Panzer Division to this sector. In spite of its successful participation in a counter-attack, some of its units were pulled out immediately, and the main body followed the next day. The 6th Infantry Division, which came from Army Group to take its place had not yet arrived in force. Only motorized elements of the engineer battalion and several battalions which constituted the division advance detachment

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could be committed in place of the 8th Panzer Division. This weak force was unable to prevent the Russians from gaining ground near and southwest of NOVO-YAMSKOYE. Motor columns and the main body of the 6th Infantry Division arrived on 29 August. They had to be committed immediately and became engaged in fierce fighting. The 6th and 8th Infantry Divisions on the left, however, were able to hold the second line running from the southern edge of NOVO-YAMSKOYE via SHVETSHIKOVY along the road to GLEBOVO.

-3- Meanwhile the SEVSK River had become the Corps' right boundary. The 25lst Division was committed south of the river and became assigned to the unit adjoining to the south. Elements still north of the river joined the division.

The supply situation was very tense due to the fact that the main supply road, which ran south-southwest from LOKOT, was temporarily used by 4th and 12th Panzer Divisions. These divisions were ordered by Army Group to proceed from Ninth Army to Second Army, in order to alleviate the critical situation southwest of SEVSK. The mentioned supply road was the only one practicable for the transfer of the panzer divisions, but a heavy rainstorm during the evening of 29 August made this road impassable in many places. This resulted in delays also caused by the many rivers and marshes in the area. At bypasses, the fault lay with the lack of bridges capable of supporting tanks. The unfavorable effect of such conditions on the corps supply is obvious, especially since the supply base, for traffic reasons, was 45 km. behind the front; this is too great a distance for horse-drawn columns. Experience shows that all efforts must be made to reinforce bridges and to establish forward supply bases, despite all the difficulties confronting such operations.

On 31 August, the 86th Infantry Division was ordered to be relieved during the following night for employment elsewhere. Its sector was taken over by the

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6th and 137th Infantry Divisions. Extension of the sector was not particularly welcome because the 86th Division was opposed by at least six Russian divisions which had received up to 2,000 replacements during the last few days. Although these replacements consisted mostly of very young men 17 to 19 years old, and older men 45 to 50 years old, the divisions were considered ready to attack. Continuous, heavy fighting which developed in this sector confirmed this opinion.

IV.

The intention to withdraw the front behind the DESNA became known on the same day. This decision was prompted by the fact that the Russians had succeeded in penetrating [illegible] - 60 km. south of SEVSK. The withdrawal became even more imperative, since Russian forces had already begun to turn northward in order to cut off all German divisions in front of the DESNA. As a precaution, all available motorized and horse-drawn trains were ordered to proceed westward. They reached the area west of the DESNA after a three-day march.

Simultaneously, corps organized a reconnaissance party and dispatched it into the DESNA area with the mission to reconnoiter a main line of resistance, plan the assignment of sectors, guide the trains and the troop units, due later, to their areas and sectors, and immediately employ all available division service personnel for construction [illegible] positions.

Heavy fighting continued on 1 September. The 6th and 137th Divisions relieved the 86th Division. Their courageous effort and unbroken will to resist repelled the enemy and held the positions. The 45th Infantry Division sector remained quiet, except for several reconnaissance patrols during the last few days.

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The withdrawal behind the DESNA began in the night of 1/2 September. It was caused by the situation in the sector of the unit on the right, the 31st Division; this division had been forced to fall back due to deep enemy penetration exposing the right flank of XX Corps. Since no signal communications to Army existed at the time, the commanding general decided on the withdrawal of the front. The order to withdraw the main line of resistance from 6 to 8 km. was issued at 2300 hours and posed an almost insoluble problem. Nevertheless, the disengagement from the enemy was successful but proceeded under heavy enemy pressure on the left wing; the new position was established during the morning of 2 September. (Annex 2)

During the following days, Corps continued its systematic withdrawal behind the DESNA. The lack of bridges was again felt during the SEVSK River crossing. The few existing crossing sites were overcrowded with the trains of our own corps and units of other divisions, such as the relieved elements of the 86th Division. Bad traffic tie-ups were the result. The difficulties increased when the move of the entire corps had to be routed via SEREDINA - BUDA due to the enemy situation and road conditions. From there several routes of march were available. The roads which ran through the southern part of the BRYANSK forest were inadequate for large troop movements. Partisans had prepared many road blocks, which could have been eliminated only by fighting the partisans.

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At the beginning of the withdrawal, the 45th Division was released from its assignment to corps. Regardless of all difficulties, the division had to work its way through the northern part of the BRYANSK Forest together with the corps on the left. Due to shifting of units in the sector of the unit on the right, the 102d Division made direct contact with XX Corps to which it

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became assigned. Following some critical moments, the division succeeded in overcoming the SEREDINA - BUDA bottleneck and continued its march to the DESNA along the SEREDINA - BUDA - CHERNATSKOYE - URAKOVO - ROGOVKA highway, the CHERNATSKOYE - LESNOYE - SNOP TRUBCHEVSKAYA - UNITSI - VITEMLYA road, and the SEREDINA BUDA - NOVAYA GUTA - STARAYA GUTA - ULITSA - UNICHI - VITEMLYA road. Time and again, delaying positions were prepared in which the pursuing enemy was engaged. Such delays covered the withdrawal of the divisions. The highway bridge in ROGOVKA and the railroad bridge near VITEMLYA served for Corps' crossings. The 102d Division was assigned to the bridge, the 6th and 137th Divisions as well as all Corps troops, to the second bridge. However, it was necessary to cover the VITEMLYA bridge with planks and to improve its approaches, so that motorized and horse-drawn vehicles were able to cross. The corps engineer battalions, together with the construction battalions under the direction of the corps engineer, worked feverishly, often under air attacks, and completed the bridge in time.

Meanwhile, the Corps and division reconnaissance units had also been active. The main line of resistance was reconnoitered, and a continuous trench with machine-gun pits and chord positions was constructed by service troops. A series of artillery observation posts had also been completed. Organization Todt proved to be valuable in this work. All obstacles which interfered with the DESNA crossing had been eliminated. In the early morning of 6 September one unit after the other proceeded across the bridges. A strict traffic control system, in which all control points were connected by telephone, aided the continuous flow of traffic, especially at the VITEMLYA bridge which was used as a crossing site by two divisions.

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In the morning of 7 September, the last German troops marched across the bridges. At 1200 hours the VITEMLYA railroad bridge was blown up. Shortly thereafter, the Russians appeared on the eastern bank of the DESNA and began to shell our work details.

V.

In the meantime the divisions and regiments had occupied their sectors. A sufficient number of construction troops were available to improve the positions. The corps sector was approximately 60 km. wide and extended from LESKONOGI (about 15 km. north of NOVGOROD SEVERSKI), via ROGOVKA - KAMENSKAYA SLOBODA - VITEMLYA, to SAGUTYEVO (Annex 2). The right sector was occupied by the 102d Division, the center by the 137th Division, and the left by the 6th Division. Unfortunately the combat strength had greatly diminished owing to the fighting near SEVSK and the withdrawal that followed. The battalions had only about 45 to 70 riflemen. In view of the width of the sector, double sentries in three shifts were posted every 250 meters. It came as no surprise that on 7 September, 30 Russians crossed the river in the 37th Infantry Regiment sector (6th Division). But the main reason for the successful enemy crossing lay in the fact that the DESNA had many bends and arms and frequently flowed through marshy terrain, which could not be incorporated into the main line of resistance. To close this line, chord positions away from the river had to be prepared at some points. The shortening at the main line of resistance was also necessary in order to save troops which were small in number. The river had thus lost its value as an obstacle. On the contrary, because of the dense growth on the river banks, the attacker might have had the advantage of approaching our positions without being detected.

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-5- Therefore, construction of positions behind the main line of resistance had to begin immediately. The presence of construction troops proved invaluable.

In the meantime the Russians had moved up to the DESNA along the entire front, and conducted raids across the river against all divisions. Once the enemy had gained a foothold on the west bank of the river, a successful counter-attack against the penetration from both flanks was made difficult by accurate fire from well camouflaged machine guns and snipers on the opposite bank. Up to 13 September, the Russians succeeded in establishing several small infantry bridgeheads on our side of the river. In some places they began to build bridges. Since we lacked troops to eliminate these bridgeheads, our divisions were withdrawn, at first to the chord positions, then to a second position on the heights west of the DESNA. Enemy reinforcements in the bridgeheads and the appearance of much artillery in front of the 102d Division sectors pointed to a new enemy attack. Corps headquarters moved to KOSTOBOSR in order to cope with this situation. All efforts were directed against any possible breakthrough which would have been fatal to Ninth Army on the left whose forces were still echeloned to the front. No more reserves were available and measures were taken to make the conduct of battle more flexible. The first step was to send trains and non-combat units to the rear.

The next days were critical for the right wing of Second Army. As part of their breakthrough via KONOTOP to KIEV, the Russians now attacked in the direction of CHERNIGOV. This left the deep flank of Army open as far as to the DNEPR. In addition, the enemy was able to occupy a wide sector of the DESNA bank near and southwest of NOVGOROD SEVERSKI and continued to gain ground to the west. The withdrawal of Army's left wing and center behind the SOJ and

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its right wing behind the DNEPR was unavoidable.

VI.

Corps began to withdraw during the night of 17/18 September. The critical situation at the right wing of Army necessitated a more rapid withdrawal of the right corps wing. The left corps wing had to be withdrawn slowly because Ninth Army on the left was still echeloned far to the front. The fighting, therefore, proceeded temporarily along an oblique front of more than 100 km. length, which ran from northeast to southwest. Difficulties increased when Army ordered the relief of the 137th Division and its transfer to the right wing of Army as flank protection reserve. The whole defense burden now rested on corps' 102d and 6th Infantry Divisions. The number of occupation forces for the lines of resistance was very inadequate. The fact that the front line was oblique created great difficulties in the movement from one line to another. Nevertheless these movements were successful because the Russians desisted from any large scale attacks, although they pursued us closely.

Reconnaissance of holding positions, the timely dispatch of advance detachments which were to stop the enemy in front of the established lines of resistance and insure an orderly occupation of these positions, measures to insure artillery support and cooperation from heavy weapons, operating procedures and the construction of engineer obstacles which were to prevent the enemy from following too rapidly, night marches and preparations for the defense of positions, created a great strain on the organizational work load of all staffs and required the complete devotion of the troops.

Continued fair weather favored the withdrawal. But it was soon discovered that the entire area was infested with partisans. They mined roads and conducted

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raids. This made increased security measures necessary.

On 19 September the withdrawal had to be accelerated since the Russians had ...led to take CHERNIGOV, and were now advancing northwest of the city. Therefore, intermediate positions could not be held more than 24 hours. Advance parties, which were to reconnoiter the SOJ position had been dispatched and timely completion of their mission, even under the increased pressure of time, could be counted on.

On 20 September the Corps occupied a straight line on both sides of SEMENOVKA and established its headquarters in CHELHOV. The right wing was held by the 102d Division, the center by a Regimentsgruppe of 137th Infantry Division which could not be relieved and the left wing was occupied by the 6th Infantry Division. A Russian attack on SEMENOVKA was repelled in the morning under the direct leadership of the division commander. In the afternoon, however, the enemy advanced south and southwest of the city, penetrated the lines of resistance and exerted heavy pressure on the corps wing and flank. The corps on the right, LVI Panzer Corps, had already withdrawn because the enemy exerted heavy pressure on its deep flank in the CHERNIGOV area. At 1500 XX Corps decided to withdraw its right wing to the new line of resistance at the SNOV, while the 6th Division with its left wing was to make contact with the 45th Division on the left (XXXV Corps) and hold the SEMENOVKA line on 20 September. Marching at top speed, the division reached the SEMENOVKA line on 20 September, but could not cross the SNOV River.

The withdrawal during the night of 20/21 September was used for the relief of the Regimentsgruppe of the 137th Division. The 102d Division which was withdrawing beyond the SNOV, was closely pursued by the Russians. Nevertheless,

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the occupation of the new line of resistance was accomplished.

Fuel and ammunition became scarce. This supply crisis was due to the disruption of railroad lines by partisans, especially in the principal area west of GOMEL. Also bridge equipment became scarce. Only one bridge across the DNEPR between KIEV and GOMEL had been completed. To gain time for additional bridge construction, Army ordered the SNOV positions to be held as long as possible.

The seven Russian divisions facing corps had been identified in the meantime. They launched an attack on 22 September (Annex 3). Following heavy fighting in the 102d Infantry Division sector, an enemy penetration in the vicinity of UBORKI and KAMENSKIY was sealed off. The 6th Division, reinforced by the 133d Infantry Regiment of the 45th Division, which had been attached to Corps, succeeded in mastering the situation; by nightfall a breakthrough had been prevented and, although the fighting was heavy and the enemy pursued our troops relentlessly, the division was able to withdraw beyond the SNOV river during the night of 22/23 September. But at 1900 the enemy attacked from [illegible] and pushed weak delaying forces of the 102d Division beyond SOLOVYEVKA. A counter-attack by a battalion of the 58th Infantry Regiment, 6th Division, ejected the enemy from the village. During the night all units succeeded in establishing contact with units on the right and left which during the morning of 23 September resulted in the establishment of a thin but continuous line of defense.

The main body of the 45th Division arrived in the NOVO-ROPSKI assembly area during the night of 22/23 September, after a march of 90 km. and with men and horses completely exhausted. The division could not be committed before the following night, which made holding of the defense line even more necessary.

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In the morning of the rainy 23 September, the Russians succeeded in capturing MALINOVKA in the 6th Division area. Assault guns of the 6th Division counterattacked and frustrated the Russians' intention to cut off the left wing of XX Corps and to thrust into the flank ofXXXV Corps on the left. The village was recaptured. Supported by partisans, the enemy attacked at the same time elements of the 102d Infantry Division on the extreme right of the corps flank in GORSK. The breakout of the encircled companies in the densely wooded terrain resulted in a large number of casualties and the loss of heavy weapons, but the village was recaptured.

In the afternoon, the northern units (4th Panzer and 31st Infantry Division) on the left wing of LVI Panzer Corps were assigned to XX Corps after LVI Panzer Corps Headquarters was relieved and sent to the rear with the task of preparing the defense of the DNEPR.

VII

During the night of 23/24 Septem r Corps withdrew behind the TRUBESH river and during the following night to a line of resistance extending from ANDREYEVKA via USOJ to LENINO and ASARICHI. On 26 September the withdrawal continued to an expanded bridgehead position east of the SOJ river which ran approximately from GLINYANKA via DOBRYANKA to GRABOVKA and TERYUSHA. The withdrawal demanded great march efforts from Corps, especially from its left wing. Time worked against us since the Russians had advanced in unknown strength across the DNEPR along the CHERNIGOV - CHERNOBYE highway; in order to hold the SOJ - DNEPR line, the so-called Panther Position, it was necessary to drive the enemy from the west bank of the DNEPR.

According to statements by prisoners of war, the enemy had suffered heavy

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losses at the DESNA. For the past days he had pursued the left wing and the center of corps without launching any attacks. However, local fighting with partisans developed in front of the right wing, especially in the sector of
-7- the 4th Panzer Division, which resulted in some penetrations. These penetrations were sealed off in counterattacks and many prisoners and much material captured in the course of the operation

The SOJ bridge in SHARPILOVKA, which had been completed by the engineers on 25 September was designated as the corps crossing site. All division trains, columns and non-combat elements which could be spared crossed the river. Corps was also directed to use the GOMEL highway, east of the SOJ, and the bridge at GOMEL in order to relieve traffic over the SHARPILOVKA bridge. This route was used by numerous motor vehicles of all divisions and a large number of units of the 6th Division which were not needed at the DOBRYANK bridgehead position.

During 26 September the enemy remained quiet. However, during the night of 26/27 September the situation demanded a withdrawal to the second bridgehead position which formed a semi-circle around the bridge over the KRAVTSOVKA. Corps headquarters was located in SHARPILOVKA and remained there.

On 27 September traffic proceeded across the bridge without interruption and according to plan. Air attacks on the crossing sit[illegible] to cause any appreciable damage or losses of men or material. The enemy exerted strong pressure against the southern sector of the corps. Fierce fighting developed everywhere and some critical situations arose, but the enemy remained unsuccessful. However, the situation deteriorated to such an extent that the withdrawal of the second bridgehead position across the SOJ had to be ordered for the morning of 28 September. In the meantime, all divisions sent their unnecessary staffs

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and units to the rear and assigned them to security missions and construction tasks for the defense of the SOJ position.

The evacuation of the bridgehead started at 1400, 28 September, on a rainy day. Strong rearguard forces were left behind and ordered to disengage from the enemy at 2200 hours. To protect the bridge, elements of the 17th Infantry Regiment, 31st Division, moved into positions which had been prepared in a narrow semi-circle around the bridge, for the purpose of receiving all troops from the front, including the rear guards. The companies committed in this position were to cross the river on floats, after blowing up the bridge. In the early morning, the Russians, guided by partisans through the densely wooded terrain, succeeded in infiltrating in battalion strength through a gap in the front line, near MARKOVICHI, and advanced to the SOJ; the enemy then turned south along the east bank, and launched an attack against the bridge. Under heavy anti-tank and machine-gun fire, the bridge, both river banks, and SHARPILOVKA were captured. This thwarted any attempt to cross the river. Due to the loss of the bridge, elements of the 4th Panzer Division, 31st and 102d Infantry Divisions, withdrawing from the second bridge position, ran the risk of being cut off. At this critical moment the 232d Infantry Regiment of 102d Infantry Divisions, arrived at the crossing site. The regiment was committed immediately and in a magnificent counterattack it forced the enemy to withdraw. Numerous weapons were captured, among them six anti-tank guns and three mortars. Traffic across the bridge was resumed, although harassing artillery fire, anti-tank gun and mortar fire was still falling on the entire area around the bridge. To secure the narrow bridgehead position, the arriving units of the 4th Panzer Division were also committed. At approximately 1300 hours all units, including

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the rear guards, completed the crossing according to plan. The bridge was blown at 1315. Shortly thereafter the last rear guards crossed the river in pneumatic floats.

The main line of resistance along the SOJ was occupied by the 102d Division on the right wing, the 31st Division in the center, and the 6th Division on the left. XXXV Corps in the GOMEL bridgehead remained the adjoining unit on the left and XLVI Corps on the right. The situation along Army's right wing was still critical; the Russians continued their advance to the west. The anticipated counterattack by several panzer divisions had not yet begun. After the crossing was completed, XX Corps moved to KHOLMETS on the DNEPR. The 4th Panzer Division was detached from Corps.

The troops were greatly exhausted from the uninterrupted marches and battles of the previous weeks. The combat strength of each division had dropped to about 20 - 25 officers, 90 - 100 non-commissioned officers and 600 men. The average width of each division sector was about 15 km. Under such conditions the position could not be held for any length of time. Replacements were urgently needed. As an expedient the trains were once more thoroughly combed for available combat personnel. Convalescents and furlough personnel were quickly assigned to the division.

-8- From 28 September to 5 October, the enemy tried constantly to cross the river. Due to numerous bends in the river, especially in the sectors of the 6th and 31st Divisions, the enemy succeeded in gaining a foothold in a number of places along the west bank and started the construction of bridges. Because of the meandering river, the nature of its banks and the weakly manned main line of resistance, the SOJ like the DESNA presented no obstacles. The 6th and

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31st Divisions, were attacked from the bridgehead by every company and battalion, sometimes supported by tanks. Inevitable counterattacks to neutralize every penetration forced them into continuous battles in which they suffered heavy losses. The corps sector became increasingly unimportant. Should the Russians break through the corps, they would be able to take GOMEL from the rear.

Since early morning on 6 October, the Russians attempted to extend their penetration in the 6th Division sector (Annex 4). They captured the villages of STARO-DYATKOVICHI, NOVO-DYATKOVICHI and KRASNAYA DOLINA, fed new reinforcements into the gap and attempted to break through toward the northwest. After an unsuccessful counterattack, the penetration area in which two enemy divisions had been identified, was sealed off by a weak security line. Army attached the 210th Infantry Division of XXXV Corps to XX Corps; the division and an assault gun battalion proceeded immediately to XX Corps, and recaptured KRASNAYA DOLINA on 7 October. Further success was denied us in the penetration area, and heavy fighting continued through 7 and 8 October.

9 October was another day of heavy fighting. At 1000 hours strong Russian forces attacked from the penetration area, broke through northward along the west shore of the SOJ lake, pushed on beyond SHEREBNAYA and captured the small woods west and southwest of the village. These objectives were regained in a counterattack, and our artillery personnel also retook the artillery positions which had been lost there. SHEREBNAYA could not be recaptured. As a result XXXV Corps was forced to abandon the GOMEL bridgehead. The main line of resistance was taken back to the SOJ, and both corps had to take measures for the annihilation of the enemy at SHEREBNAYA.

From 10 to 13 October the 45th Division tried unsuccessfully to retake

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SHEREBNAYA from the north, and the 216th Division as well as reserve elements of the 102d Division from the south. Against a greatly superior enemy, our success was limited. The 45th Division reached BABOVICHI and the area south of it, the 216th Division reestablished contact with the 45th Division, and the 6th Division closed the gap in the 216th Division sector by recapturing KRASNAYA DOLINA. This resulted in a continuous though weakly manned front. The next few days passed quietly.

During the night of 14 October, the 216th Infantry Division had to be relieved and was attached to XLVI Corps. Following a strong artillery preparation, the enemy attacked on 15 October; therefore, the 6th Infantry Division had to relieve the 216th Infantry Division during the night of 15 to 16 October. This operation became even more complicated because it was necessary to change regimental boundaries in order to enlarge the division sector. XLVI Corps lost LOYEV in the 137th Division sector and the enemy penetrated north of the village. Following its relief, the 216th Division proceeded in a forced march along the DNEPR highway in the direction of the 137th Division, but was delayed by enemy air attacks. The most urgent task for XX Corps was to establish flank protection for the southern flank at the right corps boundary. The corps engineer battalion and alert units of the 102d Infantry Division were committed for this purpose. No other reserves were available, because the 102d Division was engaged in continuous fighting in the SOJ position. These battles, although successful, had resulted in heavy casualties for the division.

VIII.

During the night of 16 to 17 October corps withdrew to the "Panther

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Position". The right wing of 102d Division was located in the DNEPR main line of resistance in the KASAROGI area. Adjacent to the division was the main body of the 31st Division, located along the CHAPLIN heights, its left wing in a chord position which ran approximately from CHAPLIN via MARIMONOVA diagonally through the area between the DNEPR and SOJ, and made contact with the 45th Division near MIKHALKI. The 6th Infantry Division occupied the chord position in the MARIMONOVA - MIKHALKI area. This position needed much improvement and was not protected by any obstacles.

-9- The enemy failed to extend his penetrations to the north in the XXXXVI Corps sector, but succeeded in gaining some ground toward the west. The 216th Division was committed at the left wing of XXXXVI Corps. On 17 October, after the DNEPR position had been manned, the 102d Division was assigned to XXXXVI Corps sector, but succeeded in gaining some ground toward the west. The 216th Division was committed at the left wing of XXXXVI Corps. On 17 October, after the DNEPR position had been manned, the 102d Division was assigned to XXXXVI Corps in order to bring the LOYEV area under a uniform command.

On 18 and 19 October the enemy launched rather weak attacks in the sectors of the 31st and 6th Division, following their withdrawal. KOSAROGI in the 102d Division sector on the right fell to the enemy. The plan to eliminate the penetration in the vicinity of LOYEV was abandoned, due to lack of personnel. On the left in the 45th Division sector the enemy launched strong attacks against SHEREBNAYA. Corps headquarters moved to YANOVKA.

On 20 October, strong Russian armored forces and motorized infantry, pierced the northern front of the penetration area near KASOROGI, and advanced via PROGRES to NIVA. At the same time, enemy infantry broke into MOKHOVO.

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The 102d Division bore the brunt of the attack and was thrown into great confusion. For the time being, its defensive power could not be reckoned with. Since XLVI Corps was unable to continue its control over this front sector, XX Corps assumed jurisdiction there as well as the command over the 102d Division. Despite the critical situation, Corps ordered the formation of a Regimentsgruppe and its commitment at the threatened right wing. The 31st Infantry Division, located in a quiet sector along the DNEPR, released several companies. In the evening all these troops, together with alert units of all types, succeeded in establishing a defensive line which ran from STRADUBKA (at the DNEPR) via REKORD and north of NIVA to SMELY. SMELY was given up during the night in order to shorten the front line.

This day constituted the worst crisis of the entire withdrawal. If the enemy attacks continued to be successful the entire DNEPR front was in danger of being split. Such an enemy success could cause untold damage to Second Army, echeloned to the front, and to the entire Ninth Army. No substantial reserves were available. They could only have been organized by releasing some units from the front line. Further weakening of the main line of resistance would then have ensued. Therefore, XX Corps ordered the relief of one battalion of the 37th Infantry Regiment on the left wing of the 6th Division; this battalion sector was taken over by the adjacent 45th Division. In addition, XXXV Corps had to assign the 904th Assault-gun Battalion to XX Corps.

Corps faced 21 October with great apprehension. The enemy launched his attack at 1000. Fierce see-saw battles raged throughout the day. All penetrations were sealed off and the enemy was unable to break through. Army gave corps the greatest possible support by providing the following reserves:

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the Army Assault Battalion, the 244th Assault-gun Battalion, one light and two heavy flak battalions. Another flak regiment was promised. The entire flak artillery, including the flak units earmarked for corps during the next few days, was committed in such a manner as to form an anti-mechanized defense line in the most valuable sectors. Enemy tanks would be stopped by this line at the latest. The anti-aircraft mission assumed secondary importance.

In the course of the day, Army assigned the nort rn group of XXXVI Corps, (2d Panzer Division, 102d and 216th Infantry Divisions) to XX Corps hich had previously assumed command over the 102d Division. But an efficient command over the 2d Panzer Division and 216th Divi ion was not possible until signal communications from XX Corps to these units had been established. Due to the excellent support by the Luftwaffe, the position could be held on 21 October. Effective air attacks by 2 Stuka and 4 bombardment wings against the Russian penetration, brought noticeable relief to the heavily fighting infantry.

The situation at the boundary to XLVI Corps had greatly deteriorated. Due to successful enemy attacks on a wide front against the northern sector, this corps had withdrawn to a second line of defense, thus opening a large gap west of the large wooded area between the northern wing of XLVI Corps and the southern wing of XX Corps. Without interference, the Russians were now able to feed reinforcements into the woods.

On 22 October the situation in the corps area was as follows: In the right sector a group consisting of the 2d Panzer Division, the 216th and 102d Infantry Divisions, was organized under the commander of the 2d Panzer Division. The 216th Division, adjacent to 137th Division, near OSTROVY, was the northern most division of the unit on the right and in position in the OSTROVY - CHANEZ sector. There the division made contact with the 102d Division, whose main

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line of resistance ran 1 - 2 km. from the woods around the large forest to the western outskirts of DUBKOVKA. The division was reinforced by elements of the 2d Panzer Division. The main body of the 2d Panzer Division was general division reserve. The 31st Division sector began at DUBROVKA; this division was charged primarily with preventing an enemy breakthrough in the north. In addition, it had a Regimentsgruppe beyond the DNEPR toward MARIMONOVO. There the 6th Division made contact with the left corps boundary near MICHALKI.

At 1030 on 22 October the Russians launched a new attack directed mainly against the 31st Division. With the support of flak battalions, deployed as anti-tank defense behind the main line of resistance the division succeeded in repelling all attacks and was able to seal off all penetrations. The enemy made weak attacks against units of the 2d Panzer Division and remained unsuccessful. In the evening he penetrated at the corps boundary between the 216th and 137th Divisions. Although the penetration was sealed off, the situation became critical, because air reconnaissance reported that the enemy fed infantry reinforcements into the gap. On the right, heavy fighting continued all day.

Due to numerous salients caused by enemy penetrations and heavy losses, XX Corps front became weaker and weaker. Available reinforcements did not suffice. The physical strength and the morale of the troops, especially the infantry were at an all-time low. But day after day, they gave their utmost in defense and counterattack. Under such circumstances it remained questionable whether Corps could delay a Russian breakthrough in the direction of RECHITSA for any length of time.

From 23 to 27 October action subsided, although the enemy continued to attack, especially in the 102d Division sector, in the south of one or two

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regiments supported by tanks in the OBOROK - YASTREBKA area. The attacks were stopped or repelled by flank attacks of strong assault detachments with artillery support. However, all these enemy attacks were of a preparatory nature, although systematic registration of Russian artillery and lively reconnaissance activity on the ground and in the air pointed to the continuation of large scale attacks. Unfortunately, lack of an observation battalion and foggy weather during the last days, prevented identification of the enemy artillery build-up and of his infantry and armor reinforcements.

The offensive began on 28 October (Annex 5). Heavy fighting raged until 30 October. The artillery preparation supported by multi-barrelled rocket launchers began at 0815 and engulfed the entire front west of the DNEPR. Judging from the intensity of the fire, the main effort of the attack was probably directed against the 102d Infantry Division in the LIPNYAKI area. At 0915, the enemy launched his attack which confirmed our estimate. Up to 1400, most of the attacks between UBOROK and LIPNYAKI had been successfully repelled, except for a 4 km. gap on both sides of LIPNYAKI; the village itself was in enemy hands. Strong enemy air activity rendered all movement on the battlefield difficult. At 1500 the 12th Panzer Division, newly assigned to Corps, succeeded in launching a counterattack against LIPNYAKI. The Russians fed reinforcements into the penetration area across the PEREDELK bridge and remained victorious throughout the next day. The recapture of LIPNYAKI was definitely abandoned. On 30 October, however, Russian attacks supported by 30 tanks were squashed in the initial stage by our well directed and heavily concentrated artillery fire. The penetration between LYPNYAKI and VOLKOSHANKA was sealed off, and by midnight the gap between SMELY and LYPNYAKI was closed. The 102d Infantry

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Division was again protected by a continuous front. Honorable mention should be made of the performance of the troops, particularly the 232d Infantry Regiment of the 102d Division, and the 12th Panzer Division. Casualties among the troops were high, especially among the officers. However, 60 enemy tanks and 13 planes were destroyed during these days and 200 prisoners were captured.

The Russians too were exhausted from the heavy fighting. The corps front remained quiet from 31 October to 9 November, except for a few Russian patrols which were to draw fire in order to identify our artillery positions. Heavy fog obstructed all observation and rendered an estimate of the enemy situation difficult. Night reconnaissance identified about 2000 armored vehicles moving towards the front. This indicated fresh enemy reinforcements. Prisoners revealed that preparations for a new offensive had been completed on 8 November. Thereupon Corps ordered increased alertness. Improved weather conditions (on 6 November it was clear and cold) facilitated observation which ascertained that the enemy was improving his positions. It was later established that these improvements consisted of construction of advanced command posts which were to be occupied in the coming attack. Daylight air reconnaissance identified about 200 enemy batteries aimed to the north and northwest. Prisoners who had been taken during our own reconnaissance raids belonged to divisions which had been temporarily withdrawn from the front and apparently had now been recommitted. Corps was of the opinion that the impending offensive could begin at any time.

The enemy attacked on 10 November after a concentrated artillery preparation which lasted for one hour. Strong tank forces appeared in the 102d Division and 12th Panzer Division sector; the latter had meanwhile assumed command over the

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area between UBOROK and SMELY. Fierce tank battles developed on 11 November, in which the Russians broke through to NAIVIN. Enemy attacks on a wide front penetrated the front line in the 5lst Division sector in several places.

The situation demanded a withdrawal. During the night of 11/12 November, the 210th, 10?d Infantry and 12th Panzer Division retired into the so-called "Rear Position," which ran from MIDHAYA TDALLVKA via LESUNY to NAIVIN. There the 5lst Division made contact, with its front to the south, along the general line from PIOKISHI to CHAPLIN. The 6th Division, which in the meantime had assumed command over the entire sector east of the DNEPR, began to attached to XXXV Corps. During the night the division withdrew across the river and occupied the main line of resistance on the west bank, where it made contact with the 5lst Infantry Division.

On 12 November in the morning the withdrawal of the 129th and 5lst Divisions into the new position in the NAIVIN area had not yet been completed. An early morning counterattack with NAIVIN, the center of the new main line of resistance, as objective could not be carried out, although the 508th Infantry Regiment of the 129th Infantry Division (XXXV Corps) had been attached to the 5lst Division during the previous afternoon. The Russians strengthened NAIVIN by pouring fresh tank and infantry reinforcements into the village and soon launched an attack to the northwest. They advanced to the TRUP - ARTUKI line, because our flak artillery had not yet completed its withdrawal into the new positions. This caused a serious threat to the west flank of the 5lst Infantry Division which was being attacked along the entire front. The division had to pivot its wing and fall into positions which ran to the south and southwest in the approximate line VRUHIN - CHOLMECH. As the weak Russian forces attacked

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the "Bear Position" in the west. The position was held.

IX.

During the morning of 13 November the Russians enlarged their penetration between TRUD and ARTUKI into a breakthrough because our line of defense was inadequately manned. The enemy seized YANOVKA, advanced with his armored points up to the RECHITSA - KHOINIKI road and blocked it. He poured strong forces, mainly cavalry, into the gap between the 12th Panzer Division and the 31st Division. XX Corps, having moved its CP from YANOVKA via BEREZOVKA to PEREVOLOKA, was no longer in a position to command the 31st Division. Army ordered the division attached to XXXV Corps. At noon, 12 November, the 292d Infantry Division was attached to XX Corps. This division had moved from the RECHITSA area (XXXV Corps) to XLVI Panzer Corps on whose southern wing it had partly been committed. Due to the breakthrough in the XX Corps sector, the units committed on the southern wing of XLVI Panzer Corps were immediately relieved and, together with the units still en route, were transferred to XX Corps. The precarious situation of the 292d Division accounted for its arrival by battalions in the corps area, and owing to the urgency of the situation the division had to be committed piecemeal. Advance elements arrived along the highway in the ANDREYEVKA - BERESOVKA area during the afternoon of 13 November, in time to defend the towns against an enemy attack from YANOVKA. But the Russians advanced south of the villages and captured the small woods on both sides of the main highway northeast of MALODUSH. Units of the 292d Division which arrived from the southwest in the evening were unable to eject the Russians and make contact with our own troops near BERESOVKA. These units

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therefore moved into a position which followed the west edge of MALODUSH to the eastern outskirts of STARO-BARSUK. In the course of the night contact with the 12th Panzer Division was reestablished there. This division had to withdraw its front as had the adjacent divisions to the south, after the enemy had attacked the line many times, scoring only minor gains. After the completion of the withdrawal the line ran approximately from RUDNAYA UDALEVKA via LITISHINY, DUKHANOVKA, NOVY BARSUK to STARY BARSUK.

The early part of 14 November brought no noticeable change in the corps situation. Russian tanks probed the RECHITSA - KALINKOVICHI highway as far as KOROVACHI. There was almost no enemy activity during the afternoon. Turning west, Corps moved to KHOINIKI.

The period from 15 to 19 November was marked, not only by Russian attacks on MALODUSH, but also by our effort to close the wide gap between MALODUSH and the road crossing about 10 km south of RECHITSA. LVI Panzer Corps with 4th and 5th Divisions and units of XXXV Corps, particularly the 45th Division, attempted a thrust from the south and attacked from the north. The attack in the south, east of MALODUSH, was launched through the 292d Division sector but failed. After an initial success, the attack by the 45th Division also bogged down. The plan to close the gap had to be abandoned, since the Russians were gaining ground along the road to KALINKOVICHI. The 4th and 5th Panzer Divisions had to be relieved immediately in order to protect the road. They left XX Corps area at once.

The general situation demanded the continuation of corps' withdrawal to the eastern edge of the PRIPET marshes in the KALINKOVICHI area. This withdrawal became difficult when the 102d and 216th Divisions reported the large

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wooded area around OMELKOVCHINA marshy and strongly infested with partisans. Both divisions considered a movement through this area impossible, even for infantry. As the sole alternative, the 12th and 2d Panzer Divisions, (the latter was greatly reduced and had been unable to fight independently for some time) as well as the 102d and 216th Infantry Divisions were to bypass the woods in the northeast and to proceed along the road to CHOINIKI. The protection of this withdrawal, except for the rear guards of the divisions, was mainly the responsibility of the 292d Infantry Division; to accomplish this mission, the division had to hold its positions at STARY-BARSUK - MALODUSH at all costs. The withdrawal of both panzer divisions and of the two infantry divisions was successful. The move to CHOINIKI on 20 and 21 November proceeded without delay.

By contrast, the situation in the 292d Division sector deteriorated hourly. Besides attacking the MALODUSH front, the Russians continually attempted to outflank the division to the west. The division was thus forced to extend its main line of resistance continuously. Heavy losses made holding of the position more difficult. But the division was fully aware of its responsibility and held the position until 22 November at which time the withdrawal of the other four divisions had been completed. The division repelled many enemy flank attacks and found itself in a rather difficult situation. The climax was reached when the Russians unexpectedly advanced from the east, blocked the road in the DUBROVITSA area and cut off a large part of the division. In a dashing counter-attack, under personal leadership of the division commander, the division cleared the road of enemy forces and successfully reached the CHOINIKI area, where it moved into a new position north of the village, in order to cover the unhindered

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withdrawal of the other divisions.

By 25 November, all divisions arrived via YUREVICHI in the KALINKOVICHI area, without pressure from the badly mauled enemy. While both panzer divisions were transferred for commitment elsewhere, the 216th Division (very weak) and the 102d Division were combined. The 102d and 292d Divisions now formed the divisions of the corps. The 292d Division occupied positions directly south of the railroad and the 102d Division joined in the south. XXXVI Panzer Corps was the adjacent unit on the right, and LVI Panzer Corps [Ed. Note: XLVI ?] on the left. These were the positions occupied by XX Corps for the next few weeks.

The difficulties of the withdrawal from SEVSK to the PRIPET marshes can be summarized as follows:

-13- 1. Lack of improved positions at the DESNA, SOJ and DNEPR; such preparations had been prohibited;

2. Inadequate roads and bridges; their improvement in opportune time had not been possible due to lack of personnel;

3. Russian superiority in men and materiel, especially tanks and planes;

4. Uninterrupted commitment, daily fighting, defense of positions, and night marshes had extended the divisions.

5. The small number of replacements were no compensation for the heavy casualties.

6. Lack of general reserves which might have neutralized some reverses.

7. Supply difficulties, especially shortages of ammunition and fuel, caused chiefly by partisan activity in the rear area.

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Sketch 1

XX CORPS

26 August 1943

5 0 5 10

MILES

FROM LOKOT

XLVI Pz

Dmitrovsk

45

Devatino

Lifish

137

Glebovo

86

Novo Yamskoye

Seusk R.

251

TO SEREDINA BUDA

Sevsk

Pogreby

TO DMITRIEV

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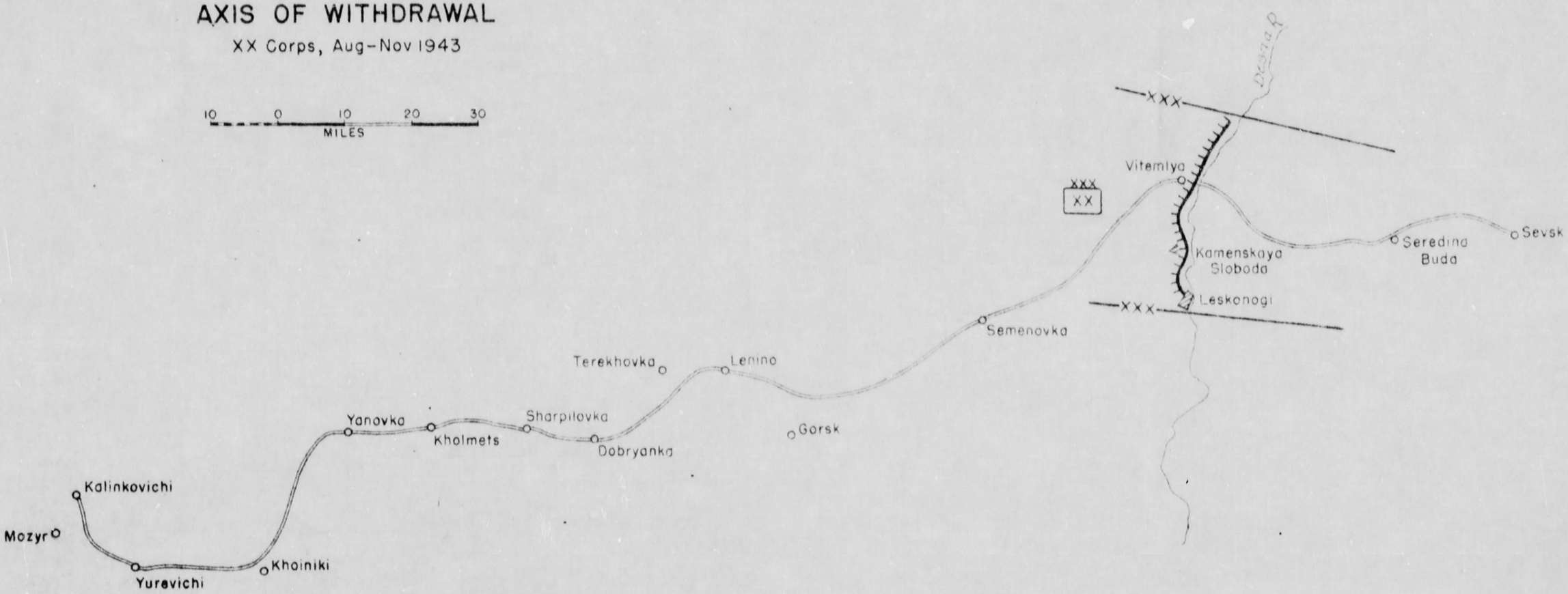
MS No D-153

Sketch 2

AXIS OF WITHDRAWAL

XX Corps, Aug–Nov 1943



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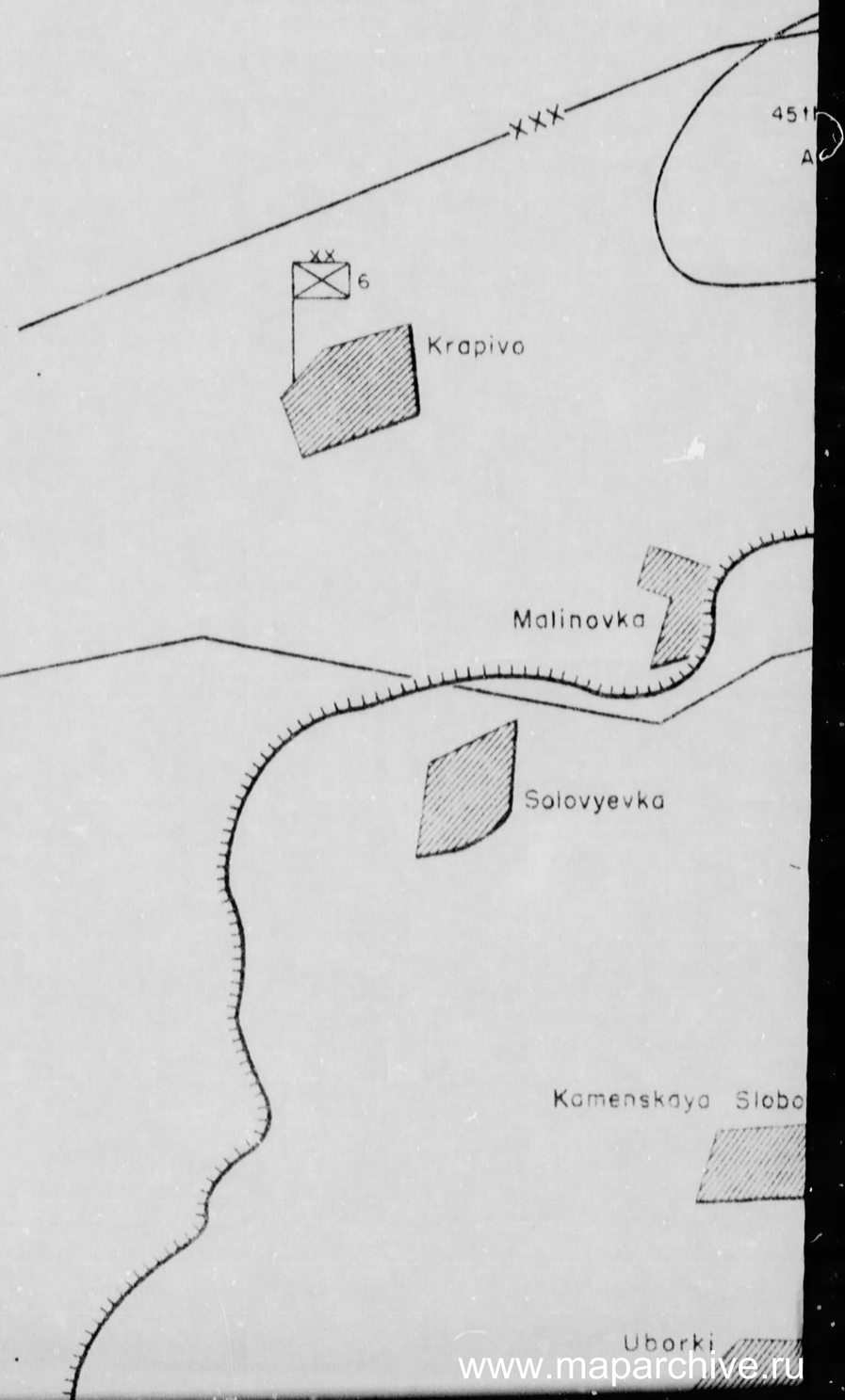
MS No D-153

MAIN LINE OF RESISTANCE AT THE SNOV RIVER

AFTER BREAKTHROUGH ON 23 SEPTEMBER 1943

1 0 1 2

MILES



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THE SNOV RIVER

EPTEMBER 1943

2

Sketch 3

45th DIVISION
ASSEMBLY
AREA

XXX

XX 6

Krapivo

Malinovka

XX

Solovyevka

Snov R

XX 102

Tchurdovichi

Kamenskaya Sloboda

Uborki

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XX
102
Tchurdovichi
Solovyevka
Kamenskaya Sloboda
Uborki
Gorsk
XXX

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102

Tchurdovichi

Solovyevka

Snov R

Kamenskaya Sloboda

Uborki

XXX

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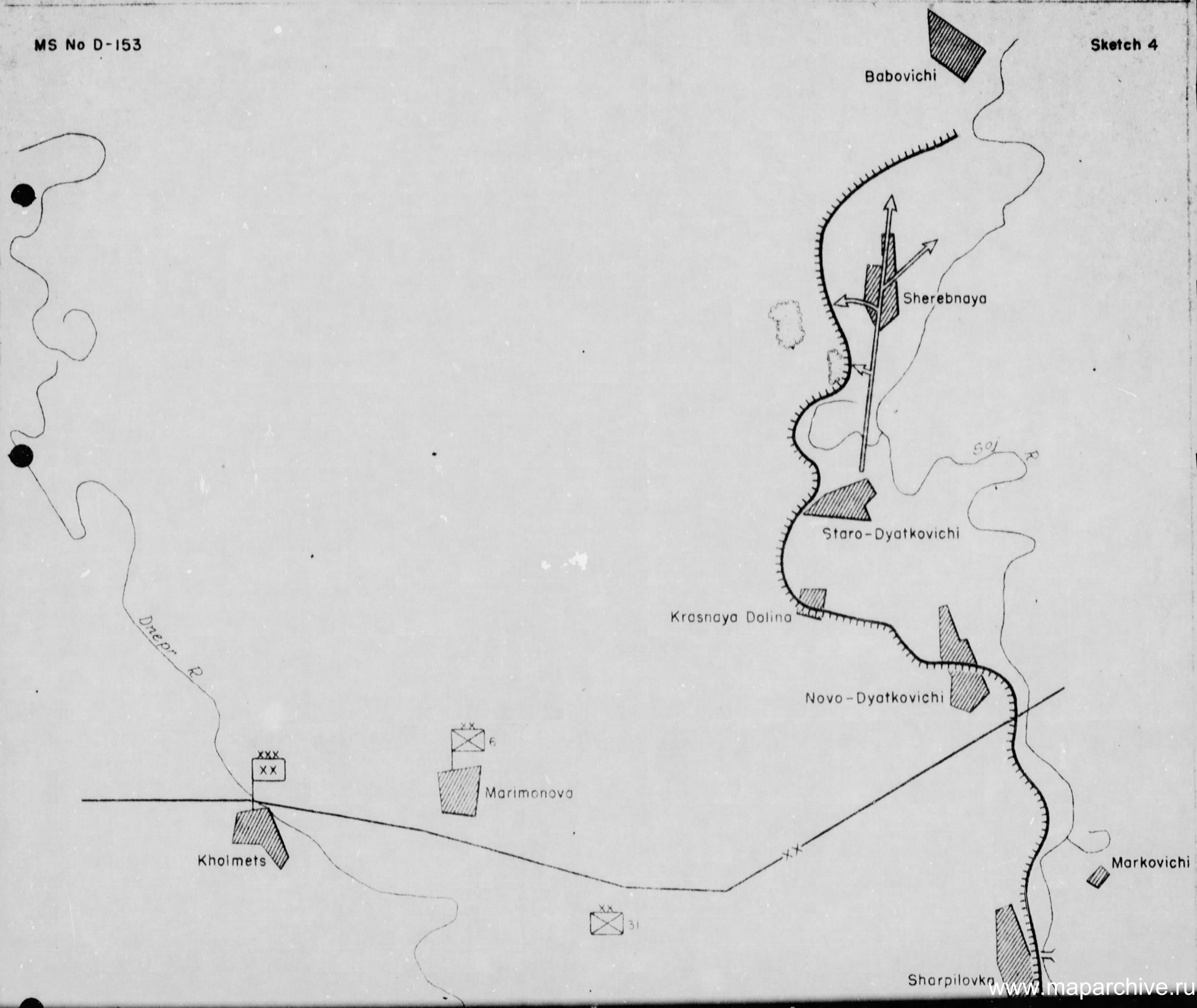
MS No D-153

Sketch 4



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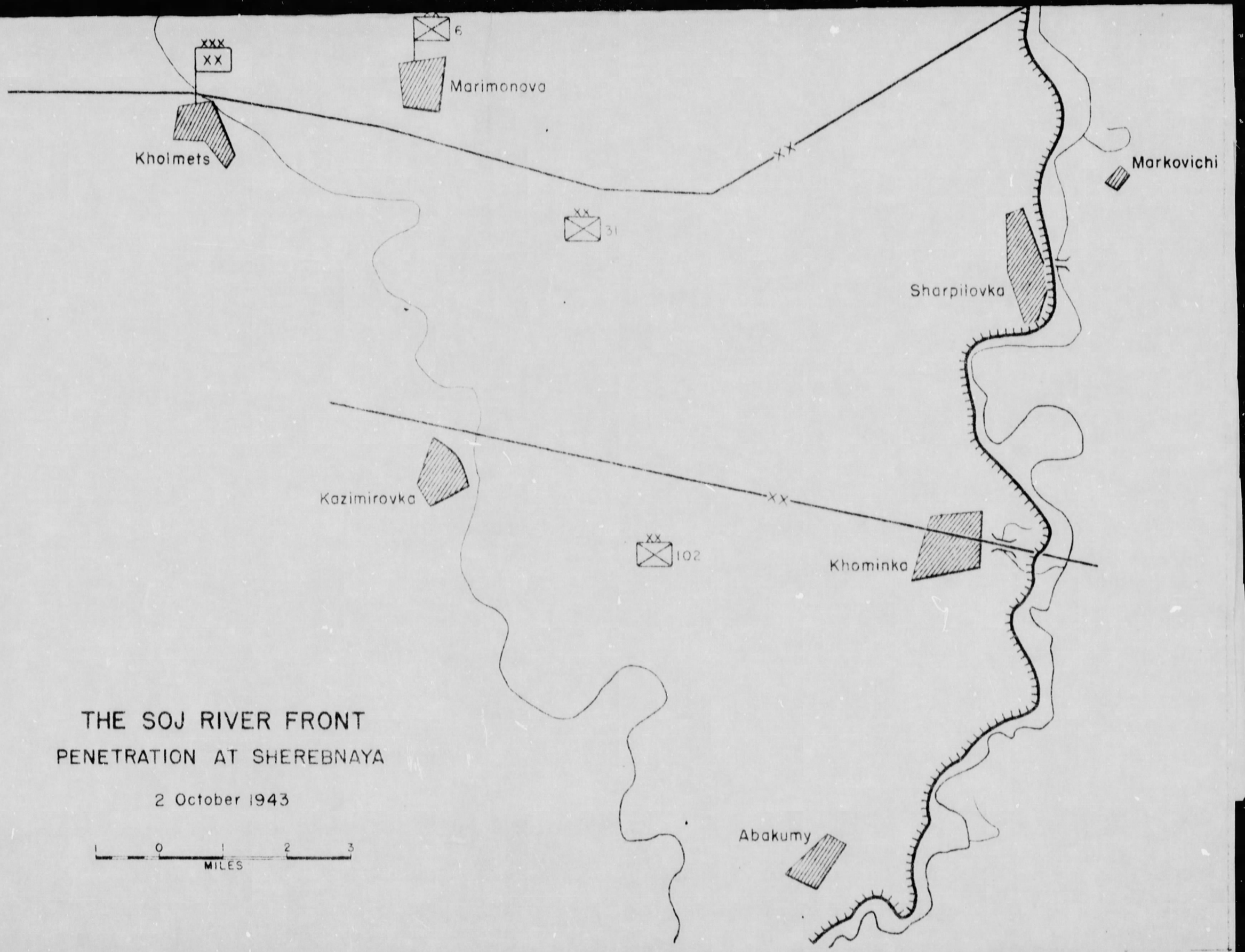

THE SOJ RIVER FRONT

PENETRATION AT SHEREBNAYA

2 October 1943

0 1 2 3
MILES

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MS No D-153

Sketch 5

XX 6
Vasilyevka

Dnepr R.

XX 31
Kazanovka

XX

Marimonova

Kholmets

XX 12
Nadvin

Stradubka

Niva

Lipnyaki

XX 102

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Niva

Lipnyaki

XX
102

Yastrebka

XX

XX
216

XXX
XLVI

Ostrovy

DNEPR FRONT

27 October 1943

0 1 2 3
MILES

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MS No D-153

Sketch 6

FRONT AT MALODUSH

14-21 November 1943

1 0 1 2

MILES

FROM RECHITSA

Andreyevka

Berezovka

Malodush

Stary Barsuk

XX

XX

292

XX

12

Novy Barsuk

Dubrovitsa

Omelokovshchina

TO KHOINIKI

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FRONT AT MALODUSH

14-21 November 1943

1 0 1 2

MILES

FROM RECHITSA

Andreyevka

Berezovka

Malodush

Stary Barsuk

XX

292

XX

12

Novy Barsuk

Dubrovitsa

Omelokovshchina

TO KHOINIKI

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