
Prelude to *Fall Blau*: The Second Battle of Kharkov

Tormod B. Engvig

The Second Battle of Kharkov represented the Wehrmacht at its highest watermark, and the Red Army at its lowest ebb. Despite its incapability for large-scale offensive action in the spring of 1942, the Red Army attempted to recapture the city of Kharkov in a pincer movement from bridgeheads east of the city. Troops of the South-Western Front, commanded by Marshal Semyon Timoshenko, initially made good ground against *Generalfeldmarschall* Fedor von Bock's thinly stretched Army Group South, only to be defeated by superior tactical and operational expertise in a smashing German counterattack.

The Soviets intended "Second Kharkov" to be their first properly organized warm-weather offensive of the Great Patriotic War. Instead, thanks to deficient intelligence, poor planning, inadequate logistics, and inept leadership, the Soviet offensive proved to be a precarious, ad hoc affair. Though it initially caught the Wehrmacht by surprise, the battle ended in another Soviet catastrophe reminiscent of the great defeats of 1941. The destruction of the Soviet armies near Kharkov left the South-Western Front virtually naked on the eve of *Fall Blau* (Operation Blue), the German offensive that would culminate in the Battle for Stalingrad.

However, obscured by the Soviet defeat were signs that German military power was passing its zenith. The Second Battle of Kharkov brought a little-known German general to the forefront, Friedrich Paulus, who would later gain notoriety for surrendering his 6th Army at Stalingrad. Kharkov, though a crushing victory for the Wehrmacht, imbued it and Adolf Hitler with a false sense of security, a mistaken belief that the Red Army was a beaten force. German high-risk operational patterns—part necessity, part overconfidence—laid down at Kharkov manifested themselves again at Stalingrad with disastrous results, and contributed decisively to the destruction of Germany's eastern satellite armies and the encirclement of the 6th Army before the end of the year.

The Second Battle of Kharkov had its genesis in the failure of Operation

Barbarossa—Hitler’s audacious plan to defeat the Soviet Union in the summer of 1941. Forced to spend the winter in hostile Russia, Army Group South was rocked by a South-Western Front counteroffensive in January 1942. Though failing in its main goal—liberating Kharkov—the attack recaptured the town of Barvenkovo and gained bridgeheads across the Northern Donets River near Staryi Saltov. These formed a threatening salient that bulged into the German line (see Fig.1). As exhausted German and Soviet armies paused to replenish and prepare for the coming spring, both saw in the Barvenkovo salient the opportunity for offensive action: the Germans as a prelude to *Fall Blau*, their thrust into the resource-rich Caucasus, the Soviets as the first step in a drive aimed at nothing less than the destruction of German armies in Russia.¹

The German offensive to squeeze out the Barvenkovo salient was named Operation *Fridericus* and was set in motion in late March 1942. Aimed at cutting off the salient along the Donets River and destroying Soviet forces within, it was seen—along with the destruction of Soviet forces in the Crimea—to be an essential operational prerequisite for the launch of Blue. *Fridericus* would be mounted by the forces of *General der Panzertruppen* Friedrich Paulus’s 6th Army and *Generaloberst* Ewald von Kleist’s Army Group von Kleist; Paulus would strike from the north, Kleist from the south. While rightfully confident of victory against an enemy seen as tactically and operationally inept, von Bock had to repeatedly delay his offensive due to logistics and manpower shortages. Meanwhile, his air support—from General Kurt Pflugbeil’s *Fliegerkorps IV*—was largely preoccupied in the Crimea. While the Germans dithered, the Soviets struck first.²

While von Bock’s offensive plans against the Barvenkovo salient were kept within the realm of the attainable, the same cannot be said for Stalin’s strategic offensive ambitions in the spring of 1942. The Soviet leader, hubristic after the successful defense of Moscow, insisted on keeping up the pressure with multiple offensives all along the front. The Barvenkovo salient was the obvious place from which to mount what Stalin hoped to be the first in a series of blows to drive the occupier from Soviet soil. At the same time he hoped to upset the timetable for what he assumed would be a renewed German offensive against Moscow. Horrified, members of the *Stavka* (High Command) had no choice but to acquiesce; to do anything else would be to invite a stint in the Gulag (Soviet prison system) or worse. Timoshenko was duly instructed to plan his offensive. Unsurprisingly, the operation was flawed from the outset. Notwithstanding the

impressive reputation it would gain in later battles, Soviet intelligence on the enemy was completely lacking. Timoshenko's command and logistics were badly muddled as well; for example, while he viewed massed artillery as his army's trump card, one-third of it was still en route at the start of the offensive, with the remainder hamstrung by serious ammunition shortages.³

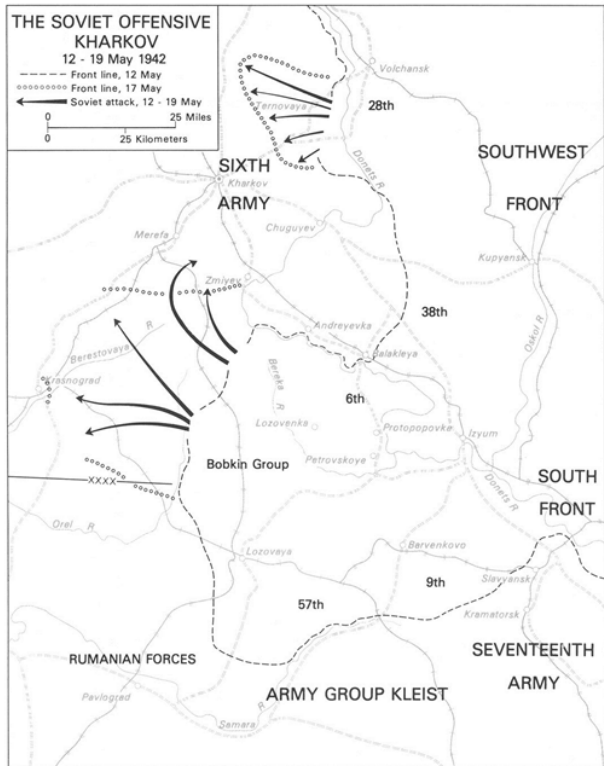
Ready or not, the Soviet offensive got underway on 12 May with General-Lieutenant Dmitri Ryabyshev's 28th Army, supported by 21st and 38th Armies with the 3rd Guards Cavalry Corps as an exploitation force, striking from the Staryi Saltov bridgehead in the north. General-Lieutenant Avksentiy Gorodnianski's 6th Army, with Army Group Bobkin (a combined-arms force) on the flank, and the 2nd Cavalry Corps and 21st and 23rd Tank Corps as an exploitation force, advanced from the Barvenkovo salient in the south. Though Timoshenko had at his disposal a powerful offensive force with a large armored reserve, he had failed to appoint an overall commander for the northern drive; responsibility was essentially "shared" between the army leaders. To make matters worse, the forces in the Barvenkovo salient were split between his own South-Western Front (6th Army and Army Group Bobkin) and subordinate General-Lieutenant Rodion Malinovski's Southern Front (9th and 57th Armies). This caused a further muddling of the chain of command.⁴

Despite its dangerously premature launch, the offensive caught the Germans by surprise as the latter, though aware of the Soviet buildup, were not expecting an attack so soon. German air cover over Kharkov was minimal, as the Luftwaffe—ominously short on resources with ever-widening areas of responsibility—had only token forces in place at the start of the offensive. General Fedor Falaleev's Voenno-Vozdushnye Sily (VVS) South-Western Front thus dominated the skies the first two days of the battle, as Soviet armies slammed into the thinly spread divisions of Paulus's 6th Army. A number of German formations soon found themselves encircled in "hedgehogs" (defensive strongpoints) and fighting desperately against the Russian advance.⁵

The Wehrmacht had been critically weakened from the previous winter's privations. As the *rasputitsa* gave way to summer, its leaders knew that the impending Operation Blue would determine the fate of the Third Reich. However, the bloodletting of the previous year meant that Army Group South would enter the 1942 campaigning season with only three-quarters of the infantry strength that had been available for *Barbarossa*. Most of the replacements were still en route to

the front when Timoshenko's offensive began. Therefore, while Wehrmacht doctrine stipulated that a full-strength division could defend an eight to ten kilometer frontage, Paulus's divisions, many of them at two-thirds authorized troop strength, held average frontages of eighteen kilometers. Manpower shortages were not the only thing plaguing the Germans. Army Group South's panzer divisions were by May 1942 only at about fifty to sixty percent of their authorized strength, while in artillery (especially antitank) the Germans were seriously deficient. The *Landsers* were as butter scraped over too much bread—an unsettling indicator that the Wehrmacht was stretched to the breaking point trying to hold the vast expanse of the Soviet interior.⁶

It would also be a mistake to assume that every German formation consisted of highly trained men and superior equipment. Due to the shortage of frontline manpower, the Germans were forced to use



MAP 23

Figure 1 Map of the Soviet offensive out of the salients north and south of Kharkov <http://www.ibiblio.org/hyperwar/USA/USA-EF-Decision/USA-EF-Decision-13.html>.

formations like the 454 *Sicherungs-Division* (a rear area security unit) to buck up the line. These consisted of older, less well-trained men with a motley collection of multinational equipment—some of it World War I vintage. Lacking effective antitank weaponry, their ability to stand up to a determined enemy attack was questionable at best; predictably, the 454 *Sicherungs-Division* was routed during

the Soviet onslaught.⁷

As a way to offset their manpower and resource deficiencies, the Germans at Kharkov relied increasingly on their Romanian, Hungarian, and Italian allies. By using Axis satellite troops to hold perceived quiet sectors, the Germans were able to shift their more mobile and effective formations to where they could be best utilized—dependent of course on intelligence divining the enemy's *Schwerpunkt* (point of concentration). This dependence on dubious allies may have been born from necessity, but in its successful employment at Kharkov it may have helped set a standard of acceptance that the Germans would come to rue six months later—as the Red Army smashed the Axis satellite armies guarding the flanks of the German offensive against Stalingrad.⁸

Nevertheless, at Kharkov German deficiencies were compensated for by outstanding tactical acumen, further aided by a doctrinally confused and poorly led Red Army, which in the spring of 1942 still had much to learn about mobile warfare. In the words of historian David Glantz, “The more experienced and streamlined German Army smashed the Red Army’s force structure and embarrassed those in the Red Army military leadership it did not kill.”⁹

Elements of *Fliegerkorps IV* were hastily recalled from the Crimea, and this flying “mobile fire brigade” quickly made its presence felt over the battlefield. By 15 May the VVS, qualitatively outmatched, was driven from the skies, leaving Timoshenko’s men and tanks exposed to shattering Luftwaffe air attacks. Additionally, despite heavy losses and encirclements many of the German hedgehogs withstood the Soviet onslaught, slowing Timoshenko’s advance. Meanwhile, Paulus and Kleist regrouped for a devastating counterattack in accordance with the plans laid out in *Fridericus*.¹⁰

The Soviets reaped a number of hard-won successes in the first five days of their offensive. In the south, Army Group Bobkin achieved a successful breakthrough alongside 6th Army, while in the north 21st, 28th and 38th Armies liberated towns and encircled ad hoc German *Kampfgruppen* (battle groups). An interesting facet of this battle from a military history standpoint was the large-scale employment of horse cavalry by the attackers. The Red cavalry held a special place in the hearts of Soviet generals, and Timoshenko—himself a cavalry man—sought to utilize his favorite branch to the fullest. How effective such units could hope to be on a modern battlefield dominated by artillery and tanks was less clear. Nonetheless, several episodes took place where Soviet cavalry, harking back to an

earlier time, charged bewildered *Landsers* and cut down or captured hundreds of them.¹¹

Also illustrated in this battle was the murderous nature of the war on the Eastern Front. Very few of the soldiers captured by either side at Kharkov would live to see their homelands again. Many of the Germans captured during the Red Army's offensive were simply executed, while their Soviet counterparts usually faced slower deaths from starvation and exposure in German captivity. Such was the fate of men and women thrust between two unscrupulous and pitiless dictatorships. It may be shocking for many Americans to learn that this single battle—largely ignored by western scholarship in favor of events in the Western Desert and Northern France—resulted in greater combined casualties than the total suffered by the American Armed Forces in the *entire war*.¹²

Despite apparent Soviet success, however, a dangerous pattern soon developed. The experienced Germans, recovering expertly, launched vigorous local counterattacks. By 15 May (two full days before the launch of *Fridericus*), panzer divisions had already contained 28th and 38th Armies. By now aware of the German buildup and plan for a counteroffensive, the Soviets nonetheless continued placing their necks farther into the German noose on the insistence of Stalin who appeared to have lost touch with reality. To compound the issue, an indecisive Timoshenko—hampered by an uninspiring staff and his political commissar Nikita Khrushchev—failed to exploit Bobkin's success in the south by committing his armored reserve. On the day of *Fridericus's* launch, the marshal finally released the 21st and 23rd Tank Corps, but by then it was too late. Timoshenko had lost control of his battle; the move only served to funnel two more formations into the German trap.¹³

On 17 May, *Fridericus* hit the Soviets like a sledgehammer. Slicing into Malinovski's Southern Front, Kleist's *Panzergruppe* crashed into 9th Army and drove north. By 19 May, the advance of 21st Army out of the Staryi Saltov bridgehead had been stopped by a German *Kampfgruppe*; three days later, Kleist's panzers linked up with LI Army Corps (part of Paulus' 6th Army) completely cutting off the Barvenkovo salient. The jaws had snapped shut: Timoshenko's offensive lay in tatters as his forces in the salient were methodically annihilated by the Germans. Repeated breakout and relief attempts failed as the Barvenkovo *kessel* became a place of unspeakable carnage. By 28 May, the last organized resistance in the cauldron ended. To add insult to injury, thirteen days later the

Germans launched a follow-up operation (*Wilhelm*), which from 10 to 15 June also eliminated the Staryi Saltov bridgehead. For decades, the Soviet Union suppressed the true scale of the defeat; research by Glantz suggests that out of the offensive's 765,300 Red Army participants, 170,958 were killed, missing, or captured and 106,232 wounded. The Wehrmacht had achieved these dreadful results at the cost of about 30,000; including at least 5,853 dead and 2,912 missing. For the loss of 108 panzers and 91 combat aircraft, the Germans inflicted 775 tank and 542 aircraft losses on the Soviets.¹⁴

The Second Battle of Kharkov was a Soviet disaster. Forces that should have been available to defend against Hitler's drive on the Caucasus had been thrown away in an ill-advised offensive. On 28 June Army Group South began its long-awaited Operation Blue, and there was very little the South-Western Front could do about it. The road to the Volga lay wide open. Nevertheless, the end of year saw Paulus's 6th Army's encircled at Stalingrad, his military reputation—enhanced by the victory at Kharkov—in ruins, and the beginning of the end for the Third Reich. It also saw the end of Timoshenko's favor with Stalin, and the ascendancy of the preeminent Soviet military commander of the war, Marshal Georgy Zhukov.

As German troops fanned out across the Russian steppe against negligible opposition in the summer of 1942, Hitler no doubt saw in the crushing Soviet defeat at Kharkov tantalizing signs that the Red Army was a broken force. Hidden in the Soviet retreats, however, were indicators that in fact suggested the opposite: that the Red Army was finally, after enormous bloodletting, learning how to wage modern war. In the end, victory at Kharkov reinforced a pattern of reckless risk-taking by the Wehrmacht—partly from necessity, but they ultimately led to its downfall.

The battle was a watershed of both Hitler and Stalin's military policies and habits. The former, ever more convinced that he could run his war better than his generals, increasingly micromanaged Germany's war effort. The latter, tacitly acknowledging his mistakes, finally began to give Soviet generals greater freedom and in the words of historian Mark Healy "seeking to encourage within the Red Army that very operational flexibility and independence in decision-making in the field that had been responsible for Germany's victories in the first three years of the conflict."¹⁵

Notes

1. Vasily Morozov, "The Kharkov Offensives," in *History of the Second World War*, edited by B. H. Liddell Hart, 953-960 (London: Phoebus Publishing Ltd, 1966), 955-958.
2. Joel S. Hayward, *Stopped at Stalingrad: The Luftwaffe and Hitler's Defeat in the East 1942-1943* (Lawrence: University Press of Kansas, 1998), 83-84; Robert Forczyk, *Kharkov 1942: The Wehrmacht Strikes Back* (Oxford: Osprey Publishing, 2013), Kindle eBook Loc 749-754; Morozov, 959-960.
3. Forczyk, 709, 721-727; Stephen G. Fritz, *Ostkrieg: Hitler's War of Extermination in the East* (Lexington: University Press of Kentucky, 2011), Kindle eBook Loc 5230-5243; Gerhard L. Weinberg, *A World at Arms: A Global History of World War II* (New York: Cambridge University Press, 2005), 297.
4. Forczyk, 699-705.
5. Fritz, 5148-5152.
6. Hayward, 130; Forczyk, 311-316, 358.
7. Forczyk, 323-328; Fritz, 5256.
8. Forczyk, 381-399.
9. David M. Glantz, *Kharkov 1942: Anatomy of a Military Disaster Through Soviet Eyes* (London: Ian Allan Publishing, 2010), 96-97.
10. Hayward, 122-123.
11. Forczyk, 416-424.
12. Forczyk, 1382; B.H. Liddell Hart, ed., "The War: An Overview," in *History of the Second World War*, (London: Phoebus Publishing Ltd, 1966), 2598-2599.
13. Fritz, 5268-5289; Hayward, 122.
14. Forczyk, 1728-1744; Glantz, 302; Hayward, 124-128.
15. Mark Healy, *Zitadelle: The German Offensive Against the Kursk Salient 4-17 July 1943* (Gloucestershire: The History Press, 2008), 109.

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