

### Death of a Division

The United States 5th Infantry Division (Mechanized) jumped off on its raid on June 19th from Chojnice and Człuchów in a converging drive on the Bydgoszcz and Toruń area. Contact was made with partisans of the 2nd Polish Free Legion in Tuchola, and they reported the road ahead clear. Guides were provided and on the 21st advanced elements of the division had reached Toruń, with follow-up forces closing up. Only scattered resistance from some local militia had been encountered. The division spent a week in the Toruń area distilling fuel in anticipation of the second bound. On June 29th it moved out south on the road to Włocławek, which the division's recon battalion (4th squadron of the 12th Cavalry, mounted on horseback) had scouted as far south as Krośniewice. The division closed up on Włocławek by the evening of June 30 and advanced elements were in the strategic road junction of Krośniewice by July 1.

The division again paused for maintenance and fuel distillation while the cavalry scouted south. On July 3rd the 4-12 Cavalry reported a strong blocking position in front of Łódź at the town of Zgierz. Interrogation of prisoners revealed the blocking force to be the Polish 6th Border Guard Brigade. The division commander ordered the division's 256th Mechanized Brigade (Louisiana National Guard) to deploy against the blocking position while the 4-12 Cavalry made a wide turning movement through Koło, Uniejów, Szadek and Łask to hit Łódź from the southwest. The division's 1st Brigade consolidated the division base camp area at Krośniewice, while its 3-11 Infantry Battalion split off to the west to hold Kutno. The division's 2nd Brigade was pushed west toward Konin to guard against a possible counterattack by the 1st Polish Tank Army, known to be in the Poznań area.

**July 9th:** The 4-12 Cavalry reported by radio that it had encountered Polish cavalry in superior strength at the town of Pabianice, a few kilometers south of Łódź, and that it was falling back to Łask. Later, outposts of the 2nd Brigade guarding the road bridge across the Warta river at Konin successfully resisted an attack by mechanized troops identified as elements of the Polish 10th Tank Division. The Polish troops withdrew, but could be seen digging in several kilometers from the bridge.

**July 10th:** The division commander ordered the 3-11 Infantry of the 1st Brigade, then in Kutno, to move out east toward Łowicz to develop an attack from the northeast against Łódź. At the same time he ordered the 1st Brigade at Krośniewice to detach the 1-40 armor battalion<sup>1</sup> and move it overland south to Uniejów in preparation to support the 4-12 Cavalry. Almost immediately, the 3-11 Infantry from Kutno encountered advancing mounted troops in superior numbers and was driven back to Kutno under heavy pressure. By evening, 3-11 infantry had determined that it was facing the advanced elements of the Soviet 89th Cavalry Division (formerly 89th Motorized Rifle Division), which had last been identified as being deep in Byelorussia. 4-12 Cavalry had identified its antagonist as the Polish 11th Border Guard Brigade, formerly at Lublin.

**July 11th:** German Third Army reported by radio that it was under attack by strong cavalry and mechanized forces from the Piła area, and had identified elements of the 1st Polish Tank Army. It also reported the Toruń area had been overrun by elements of the Soviet 22nd Cavalry Army from Byelorussia.

<sup>1</sup> Note - the original text says "...he ordered 256th brigade at Ozorków to detach a battalion and move it overland south to Uniejów...". This unit is never named. However later on July 15th, when the 1st brigade is stuck on the east side of the Warta river in Uniejów waiting for the bridge to be rebuilt, its 1-40 Armor battalion is sent to Kalisz **on the west of the river**. This means that the 1-40 had previously been detached and sent across the river prior to the assault on Łódź. Rather than an unnamed unit from the 256th, presumably it was the 1-40th that was sent to Uniejów, and entrenched their tanks on the western end of the bridge before it was blown up..

## *Escape from Kalisz*

The division commander held an afternoon conference with his brigade commanders and staff and decided that the division should attempt to break out through Łódź and then drive east through Piotrków Trybunalski and Radom to be positioned for a drive north. This would avoid the major enemy troop concentrations, cause maximum damage to the lines of communications of the newly committed 22nd Cavalry Army, and leave the door open for a possible link-up with troops on the northern Baltic coast. Accordingly, 256th Brigade began shifting southwest toward Szadek while 1st Brigade took over the position at Ozorków.

**July 12th and 13th:** Little enemy resistance was encountered, and all units successfully completed their planned movements.

**July 14th:** The 1st and 256th Brigades began their attacks on Łódź, and immediately encountered stronger resistance than had been anticipated. The right hand attack by 256th Brigade along the Łask-Pabianice road brushed aside outlying cavalry pickets, but then encountered entrenched and well-equipped infantry in front of Pabianice. After several of the brigade's remaining tanks and infantry fighting vehicles had been knocked out, the brigade paused to regroup. Within an hour, however, the brigade was struck in the flank by tanks and armored personnel carriers advancing from Piotrków Trybunalski and was pushed back to Łask. 1st Brigade's attack had encountered dug-in tanks of the Soviet 20th Tank Division as soon as it crossed its start line and had made no progress all day. The 20th Tank Division had last been reported in the Ukraine as an element of the 4th Guards Tank Army. At midday, the 2nd Brigade's 3-77 Armored at Koło was probed by Polish mechanized forces, and the division rearguard at Krośniewice came under attack by the Soviet 96th Cavalry Division.

By nightfall, it was apparent that there had either been a major intelligence failure or the Warsaw Pact had succeeded in moving up reserve formations with more speed than anyone had anticipated. It was also clear that, rather than making headway toward a breakout, the 5th Division was badly scattered and hard pressed on all fronts. The division commander decided that it was time to concentrate and attempt to get some room to maneuver. The division would move west toward Kalisz. 2nd Brigade would remain roughly in place, with the 3-77 Armored holding Koło as a bridgehead across the Warta River. 1st Brigade and the division command would move overland to Uniejów. A battalion would hold the river crossing while the main body moved into reserve across the river. 256th Brigade was to fall back along the road to Sieradz and hold the Warta River crossing there.

**July 15th:** In the morning, the 1st brigade began its withdrawal but was hit by the Soviet 20th Tank division while moving across the open ground to Uniejów. By afternoon, over a dozen Soviet tanks were burning and the 20th Tank Division had been driven back badly mauled. 3-11 Infantry, however, had been overrun at Kutno. A badly depleted brigade limped in to Uniejów by nightfall, only to find the bridge across the Warta blown. The 7th Engineer Battalion began rebuilding the bridge by torchlight with what local materials it could find. 256th Brigade's main body remained in Łask all day due to lack of fuel, but 4-12 Cavalry moved back and secured Sieradz and the Warta River bridge there. 1st Brigade, with the 3-143 Infantry at Konin and the 3-77 Armored at Koło, sent its remaining battalion, 1-40 Armored, south to Kalisz to secure the division rear area.

**July 16th:** The division's situation began deteriorating rapidly. 256th Brigade at Łask was hit hard from the east and northeast by strong mechanized forces and the brigade headquarters was overrun. Still short of fuel, most of the brigade's tanks fought and died in place, and surviving personnel broke out on foot into the woods to the southwest. The attacking force was identified as the Soviet 124th Motorized Rifle Division, another component of the 4th Guards Tank Army. At the same time that the 256th Brigade

## *Escape from Kalisz*

was being overrun, advanced elements of the Soviet 21st Motorized Rifle Division appeared behind 4-12 Cavalry's positions at Sieradz, having approached on the road from Złoczew. This was yet another division of the 4th Guards Tank Army. 4-12 Cavalry, by now reduced to only 200 troopers, withdrew up the road to Kalisz.

By late afternoon, the 1-40 Armored of the 1st Brigade at Kalisz was pushing back infantry probes from the direction of Pleszew to the west and Ostrów Wielkopolski to the southwest. The bridge at Uniejów was completed by late morning and 1st Brigade began bringing across its heavy equipment. Polish cavalry from the west was cautiously probing 1st Brigade's positions at the crossing point.

That evening, the division commander ordered all elements of the division to blow the Warta River bridges and concentrate at Kalisz. While this was possible at Konin, Koło and Uniejów, the bridge at Sieradz had already fallen and the 21st Motor Rifle Division had crossed further south at Wieluń, in any event.

**July 17th:** By daybreak, the pressure on 1-40 Armored, by now joined by the remnants of 4-12 Cavalry, was mounting. Polish infantry from Pleszew was now being joined by light armored vehicles believed to be from the 10th Polish Tank Division. The infantry at Ostrów Wielkopolski had been identified as elements of the Soviet 12th Guards Tank Division, a weak formation which had been in reserve near Legnica. However, it was now being joined by mechanized vehicles believed to belong to 21st Motorized Rifle Division. At midday, advanced pickets of the 4-12 Cavalry reported a large mechanized column advancing up the road from Sieradz toward Kalisz. 1-40 Armored was beginning to strain under the pressure from the west and southwest and couldn't spare any troops for the new threat.

Advanced elements of the 1st Brigade were approaching from the north, however, and the remaining 10 M1E2s of 3-70 armor turned south off the road between Kalisz and Turek and advanced overland to take the Soviet column in flank. 2-21 Field Artillery pulled its six howitzers off the road behind them and set up to deliver supporting fire. 3-10 Infantry, mostly in trucks, would follow up to support the tanks.

3-70 Armored reached a position two kilometers north of the road at 1100 hours with nothing left in its fuel tanks but fumes. Taking up defilade positions atop a low rise, the battalion commander saw the main body of the Soviet 124th Motor Rifle Division stretched out on the road below him. At 1110 hours the battalion opened fire and immediately began registering hits along the length of the column. Soon the column was covered in dense black smoke from burning vehicles, through which the tankers could see numerous secondary explosions as ammo vehicles went up.

By 1220 hours the Soviets were counterattacking, but several attempts to storm the position by tanks and armored personnel carriers were broken up, and the 2000 meters of open ground between 3-70 Armored's position and the road became littered with the wrecks of most of the Soviet division's remaining armor. A late afternoon attempt to outflank the position was thwarted by the arrival of 3-10 Infantry.

As night fell, the division commander took stock of the situation. 1st Brigade, with 3-70 Armored and 3-10 Infantry, was on the left overlooking the Sieradz road. 4-12 Cavalry and 1-40 Armored were holding Kalisz. 3-143 Infantry of 2nd Brigade was in the woods north of Kalisz on the road to Konin, guarding the division's right, while 2nd Brigade's 3-77 Armored formed a small division reserve just behind Kalisz. 3-19 Field Artillery was deployed with 3-77 Armored, while 2-21 Field Artillery was still several kilometers to the northeast, along with most of the division supply and maintenance echelon.

## *Escape from Kalisz*

The Soviet 124th Motor Rifle Division had been shattered on the Sieradz road, but pressure was building from the Soviet 21st Motor Rifle Division at Ostrów Wielkopolski and the Polish 10th Tank Division at Pleszew. Rearguard parties were reporting increased activity along the Warta River line behind the division, and the remnants of the Soviet 20th Tank Division were still out there somewhere.

The division commander decided on a breakout to the south, exploiting the damage 1st Brigade had handed to the 124th Motor Rifles the day before. The division's emergency fuel reserve would be dispersed to the units, everyone would top off and draw as many rations and as much ammo as they could carry. Supply and maintenance parties would split up and attach themselves to the nearest combat unit and follow them out.

2nd Brigade would spearhead with the 3-77 Armored and 3-143 Infantry (moved down by night from the north), driving south by southeast from behind Kalisz. 1st Brigade would cover its left flank with a drive south from its blocking position. The division artillery would put every available round on Ostrów Wielkopolski to break up any potential attack from the 21st Motor Rifles. 4-12 Cavalry would follow up the 2nd brigade and work its way into the woods between Ostrów Wielkopolski and Ostrzeszow to cover the right flank. 1-40 Armored would hold Kalisz until the remaining elements of the division had moved south, and then fight a delaying action against pursuit. Considering the odds, the chances of success were slim, but it was the only show in town.

As it happened, the 21st Motorized Rifle Division and Polish 10th Tank Division struck first. The attack came in hard three hours before dawn, using infrared lights. 3-143 Infantry had already pulled out of its blocking position north of Kalisz and was on the road marching through the crossroads when the first artillery rounds began falling on the town.<sup>2</sup> 1-40 Armored holding the perimeter had the advantage of being in place and its thermal sights were less affected by the smoke that soon covered everything than were the Soviet IR lights. But 10th Polish Tank Division's attack hit empty positions, and within an hour they were behind Kalisz in the division rear. Shortly before sunup, Polish armored vehicles entered the division headquarters area. The division commander radioed in the clear to all units, "Good luck. You're on your own, now."

### **U.S. 5th Division Organization**

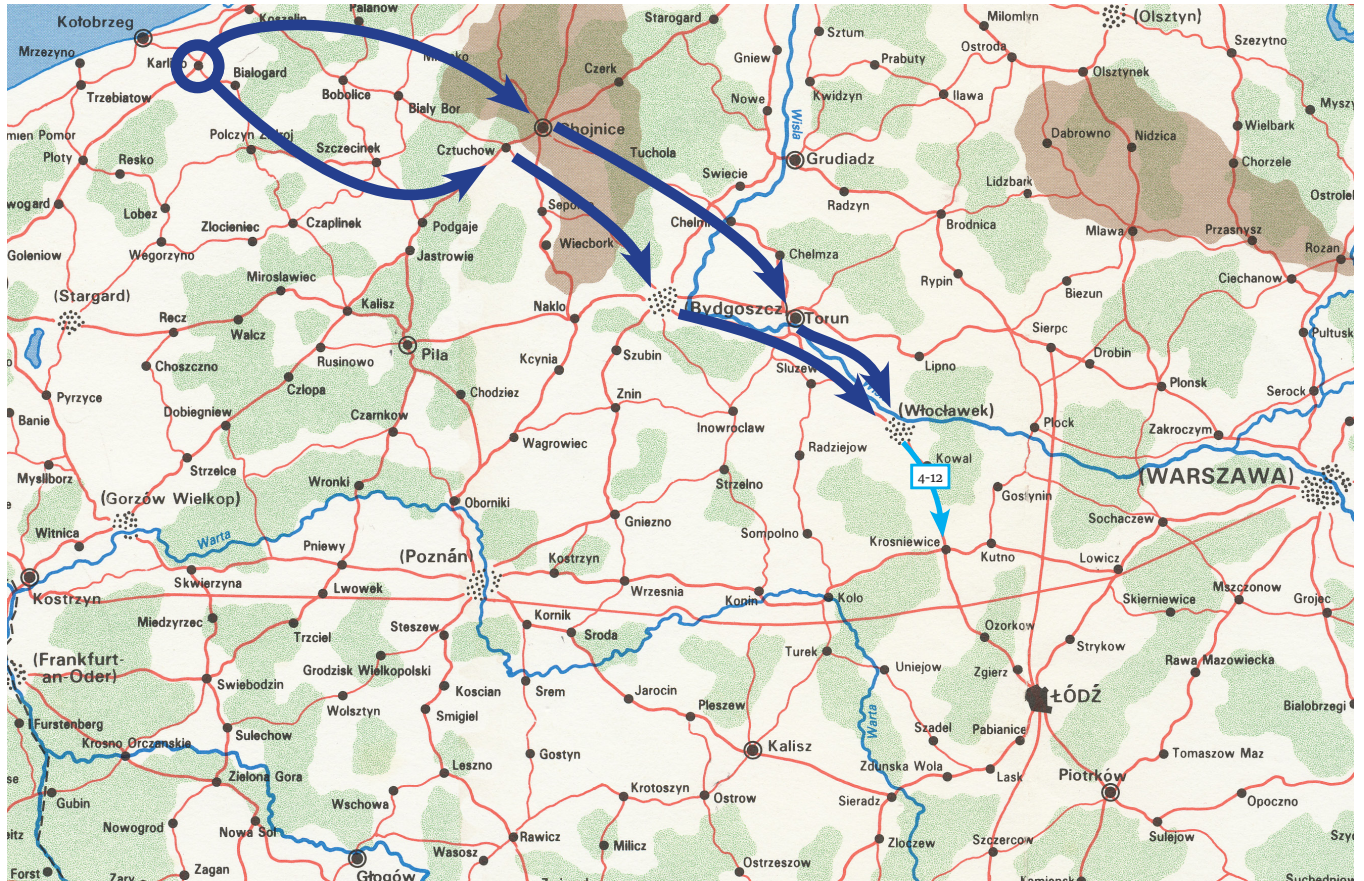
<b>1st Brigade</b>	<b>2nd Brigade</b>	<b>256th Brigade<sup>3</sup></b>	<b>Recon Brigade</b>
1-40 Armor	3-70 Armor	1-156 Armor	4-12 Cavalry (mechanized)
3-10 Infantry	3-77 Armor	2-156 Infantry	
3-11 Infantry	3-143 Infantry	3-156 Infantry	
2-21 Field Artillery	3-19 Field Artillery	1-141 Field Artillery	

<sup>2</sup> *The original text refers to a unit called "1-61 infantry" getting caught in the crossroads, which has no previous mention. Since the plan was for the Second Brigade to lead the move south, and the 3-143 is the only infantry unit in the 2nd brigade, and was just north of Kalisz, it seems safe to assume that there was a typo, and the author meant the 3-143 instead of this mysterious 1-61.*

<sup>3</sup> *The unit composition of the 256th was never stated, so these were taken from Wikipedia.*



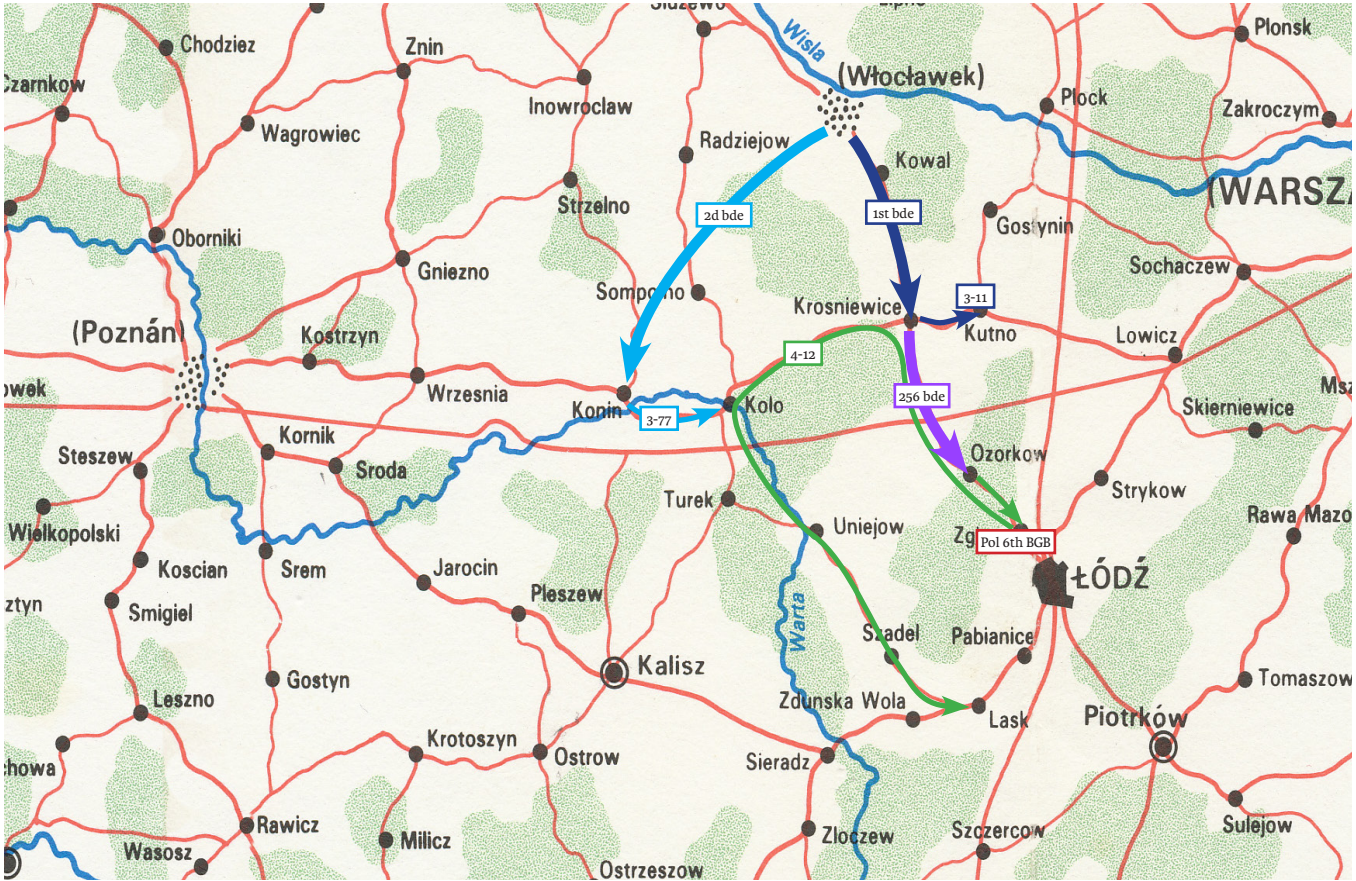
# June 19 - July 3



Brigade	Battalion/Unit	Location (start)	Action
1st Brigade	1-40 Armor	Karlino, Poland	Move to Chojnice and Człuchów in a converging drive on the Bydgoszcz and Toruń area, and after a week moved on to Włocławek
	3-10 Infantry		
	3-11 Infantry		
	2-21 Field Artillery		
	Division HQ		
	<i>Strike Team Zulu</i>		
	Rear Echelon		
2nd Brigade	3-70 Armor	Karlino, Poland	Move to Chojnice and Człuchów in a converging drive on the Bydgoszcz and Toruń area, and after a week moved on to Włocławek
	3-77 Armor		
	3-143 Infantry		
	3-19 Field Artillery		
256th Brigade	1-156 Armor	Karlino, Poland	Move to Chojnice and Człuchów in a converging drive on the Bydgoszcz and Toruń area, and after a week moved on to Włocławek
	2-156 Infantry		
	3-156 Infantry		
	1-141 Field Artillery		
Recon Brigade	4-12 Cavalry (mech)	Włocławek	Krośniewice



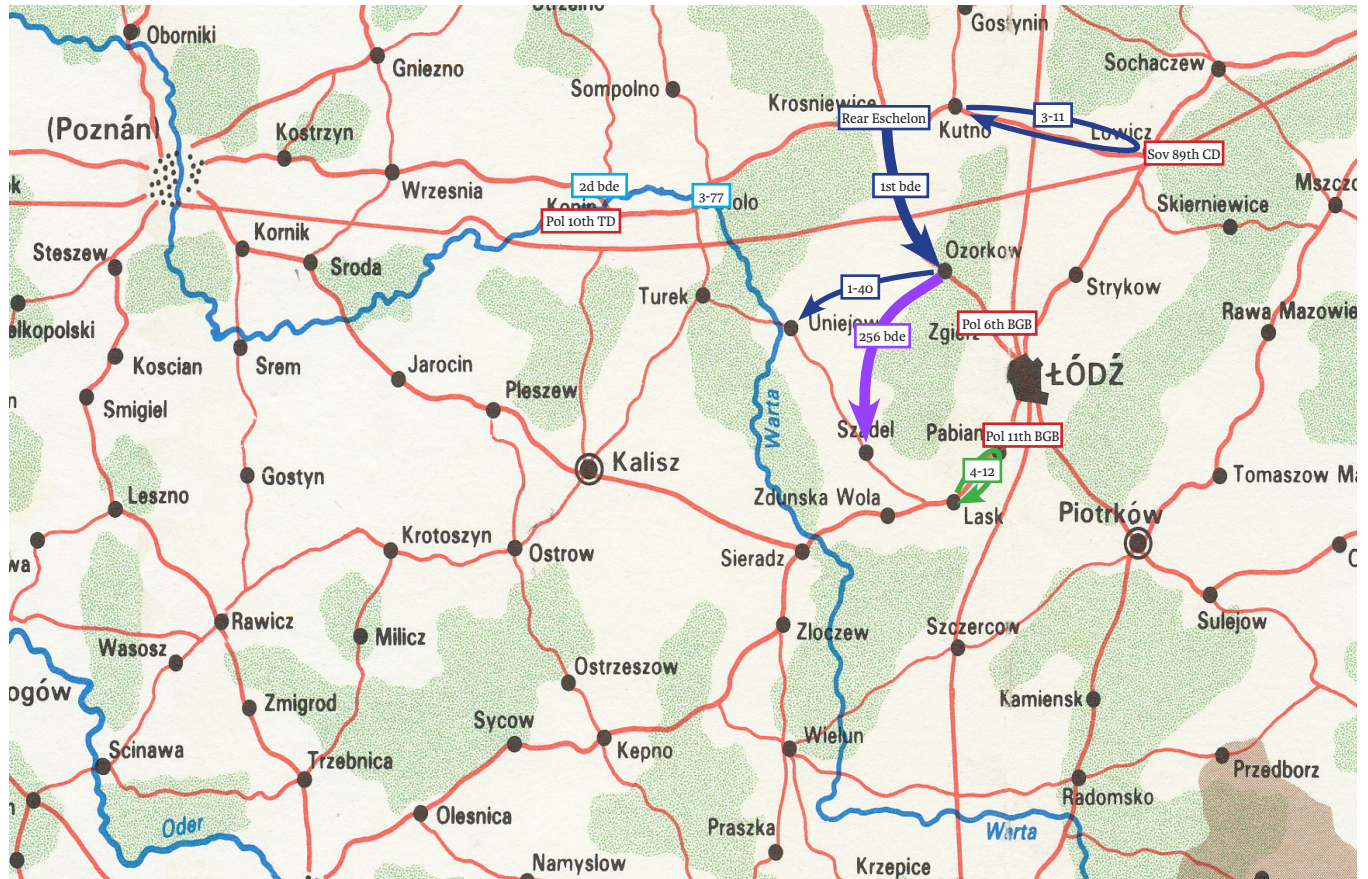
# July 3 - July 8



Brigade	Battalion/Unit	Location (start)	Action
1st Brigade	1-40 Armor	Włocławek	Moves to Krośniewice
	3-10 Infantry		
	2-21 Field Artillery		
	Division HQ		
	<i>Strike Team Zulu</i>		
	Rear Echelon	Krośniewice	Splits off and moves to Kutno
2nd Brigade	3-70 Armor	Włocławek	Moves to Konin
	3-143 Infantry		
	3-19 Field Artillery	Konin	Splits off to Koło
256th Brigade	1-156 Armor	Włocławek	Moves to Ozorków
	2-156 Infantry		
	3-156 Infantry		
	1-141 Field Artillery		
Recon Brigade	4-12 Cavalry (mech)	Krośniewice	Encountered Pol 6th BGB in Zgierz, makes western loops to Łask.



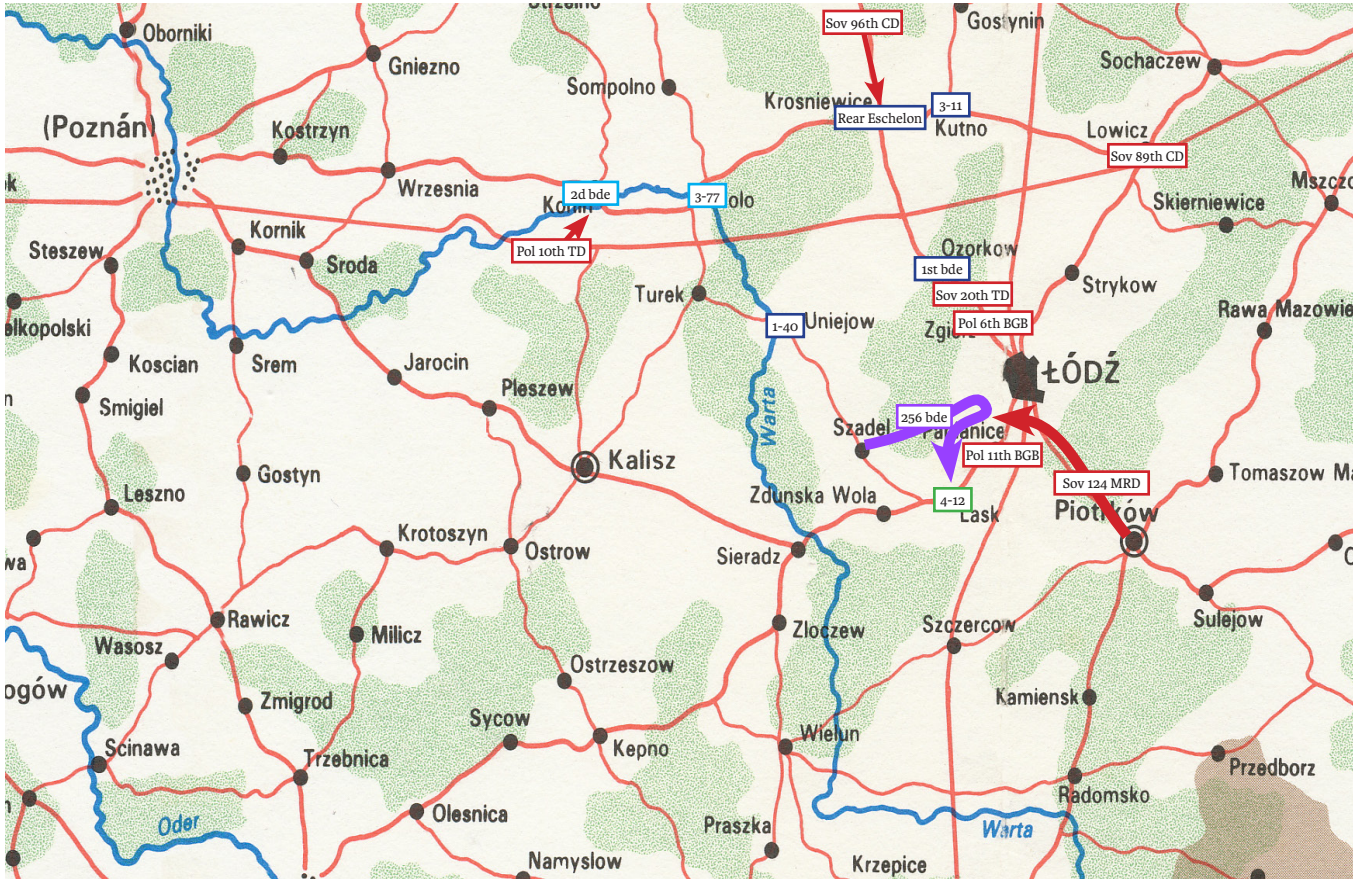
## July 9 - July 13



Brigade	Battalion/Unit	Location (start)	Action
1st Brigade	3-10 Infantry	Krośńiewice	Moves to Ozorków
	2-21 Field Artillery		
	Division HQ		
	<i>Strike Team Zulu</i>	Krośńiewice	As soon as brigade reaches Ozorków, splits off to start Operation Reset.
	Rear Echelon	Krośńiewice	Remains in Krośńiewice
	1-40 Armor	Krośńiewice	Splits off to Uniejów to hold bridge <sup>1</sup>
	3-11 Infantry	Kutno	Moves to Lowice, encounters Sov 89th CD, falls back to Lowice
2nd Brigade	3-70 Armor	Konin	Defends bridge at Konin from Pol 10th TD
	3-143 Infantry		
	3-19 Field Artillery		
	3-77 Armor	Koło	Holds Koło
256th Brigade	1-156 Armor	Ozorków	Moves to Szadec
	2-156 Infantry		
	3-156 Infantry		
	1-141 Field Artillery		
Recon Brigade	4-12 Cavalry (mech)	Łask	Encountered Pol 11th BGB in Pabianice, falls back to Łask.

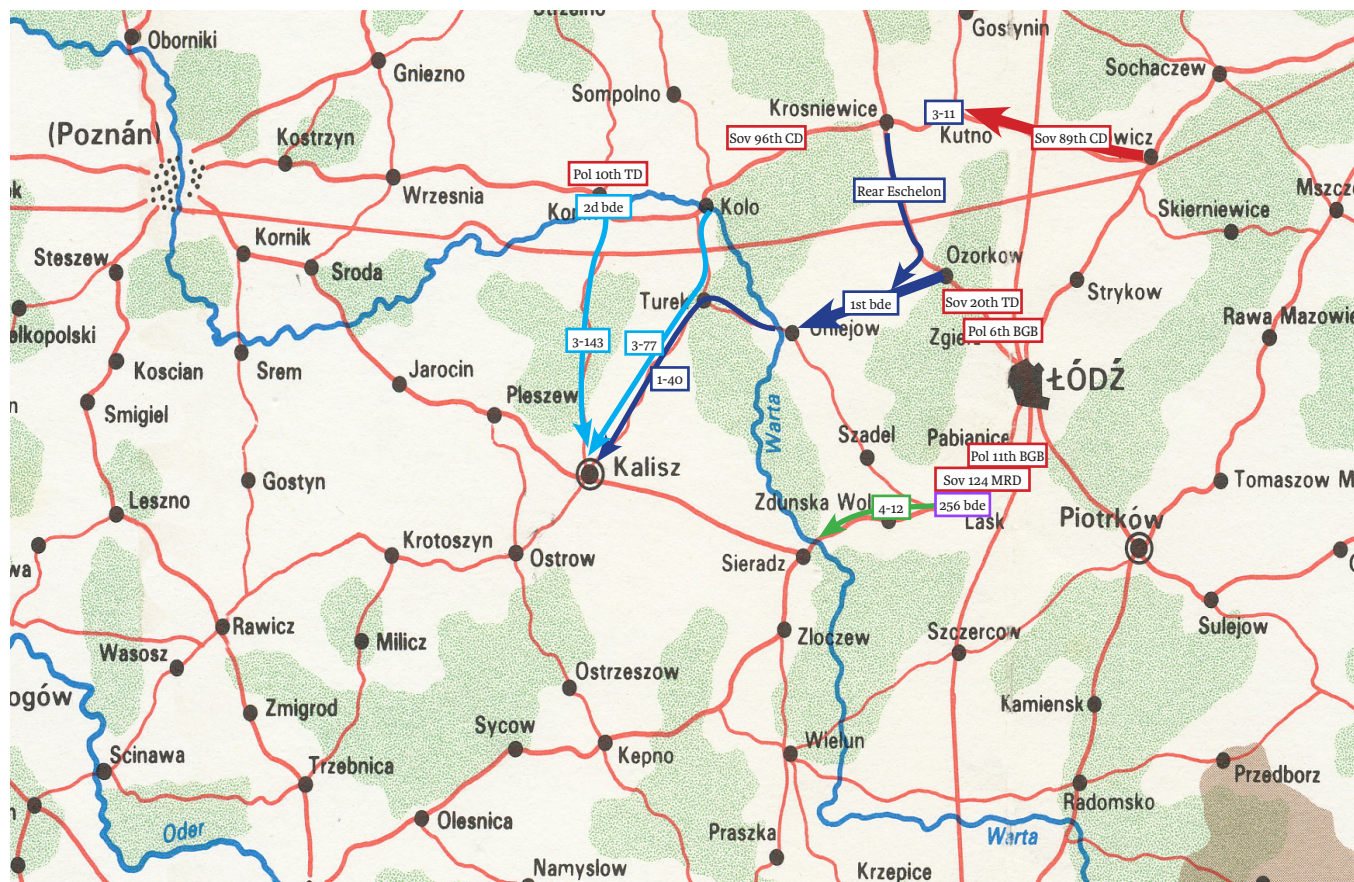


# July 14



Brigade	Battalion/Unit	Location (start)	Action
1st Brigade	3-10 Infantry		Tries to take Łódź, but countered by Sov 20th TD, stuck Ozorków.
	2-21 Field Artillery	Ozorków	
	Division HQ		Contact lost.
	<i>Strike Team Zulu</i>	Łódź	Attacked by the Sov 96th CD
	Rear Echelon	Krośniewice	Holding bridge at Uniejów
	1-40 Armor	Uniejów	Holding Kutno
	3-11 Infantry	Kutno	
2nd Brigade	3-70 Armor		Holding Konin
	3-143 Infantry	Konin	
	3-19 Field Artillery		
	3-77 Armor	Koło	Probed by unknown enemy
256th Brigade	1-156 Armor		Tries to take Łódź, but attacked on the flank by Sov 124th MRD, pushed back to Łask.
	2-156 Infantry	Szadec	
	3-156 Infantry		
	1-141 Field Artillery		
Recon Brigade	4-12 Cavalry (mech)	Łask	Holding Łask





Brigade	Battalion/Unit	Location (start)	Action
1st Brigade	3-10 Infantry	Ozorków	Struck in the flank as it heads to Uniejów by the Sov 20th TD. Limpes to its destination, to find the bridge blown
	2-21 Field Artillery		
	Division HQ		
	<i>Strike Team Zulu</i>	Łódź	
	Rear Echelon	Kroszńewice	Reunifies with the the 1st Brigade main body and makes it to Uniejów.
	1-40 Armor	Uniejów	Sent west to hold Kalisz
	3-11 Infantry	Kutno	Overrun by the Sov 89th CD
2nd Brigade	3-70 Armor	Konin	Holds Konin
	3-19 Field Artillery		
	3-143 Infantry	Konin	Splits off to hold Kalisz
	3-77 Armor	Koło	Moves south to hold Kalisz
256th Brigade	1-156 Armor	Łask	Stuck in Łask due to lack of fuel
	2-156 Infantry		
	3-156 Infantry		
	1-141 Field Artillery		
Recon Brigade	4-12 Cavalry (mech)	Łask	Moves to Sieradz to secure the bridge

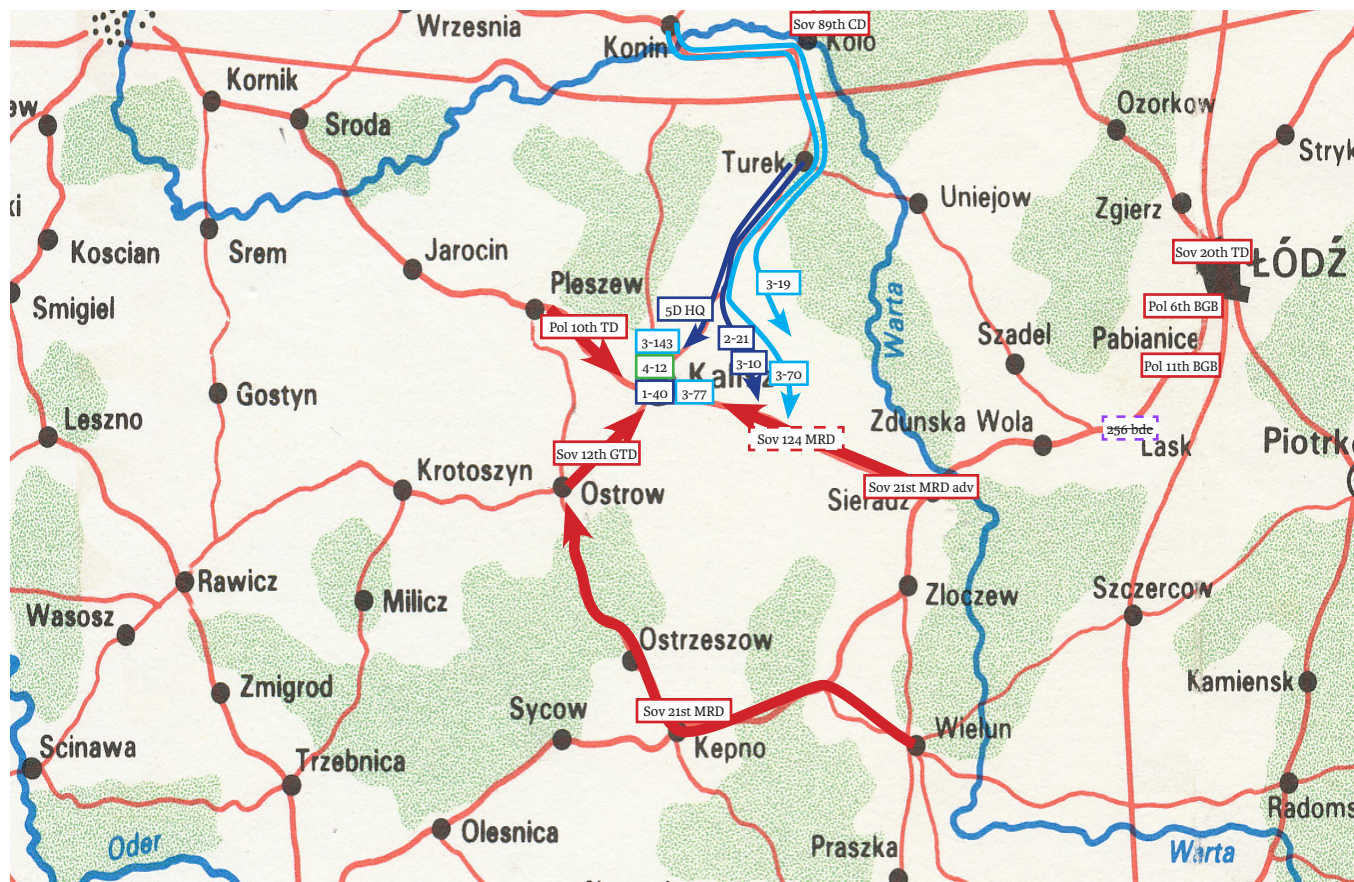


# July 16



Brigade	Battalion/Unit	Location (start)	Action
1st Brigade	3-10 Infantry	Uniejów	Crosses bridge and moves to Turek
	2-21 Field Artillery		
	Division HQ		
	Rear Echelon		
	<i>Strike Team Zulu</i>	Łódź	
	1-40 Armor	Kalisz	Pushes back probing by the 12th GTD and the 10th TD
	3-11 Infantry		
2nd Brigade	3-70 Armor	Konin	Holding Konin
	3-19 Field Artillery		
	3-143 Infantry	Kalisz	Holding Kalisz
	3-77 Armor	Kalisz	Holding Kalisz
256th Brigade	1-156 Armor	Łask	Overrun by the Sov 124th MRD
	2-156 Infantry		
	3-156 Infantry		
	1-141 Field Artillery		
Recon Brigade	4-12 Cavalry (mech)	Sieradz	Moves to Kalisz

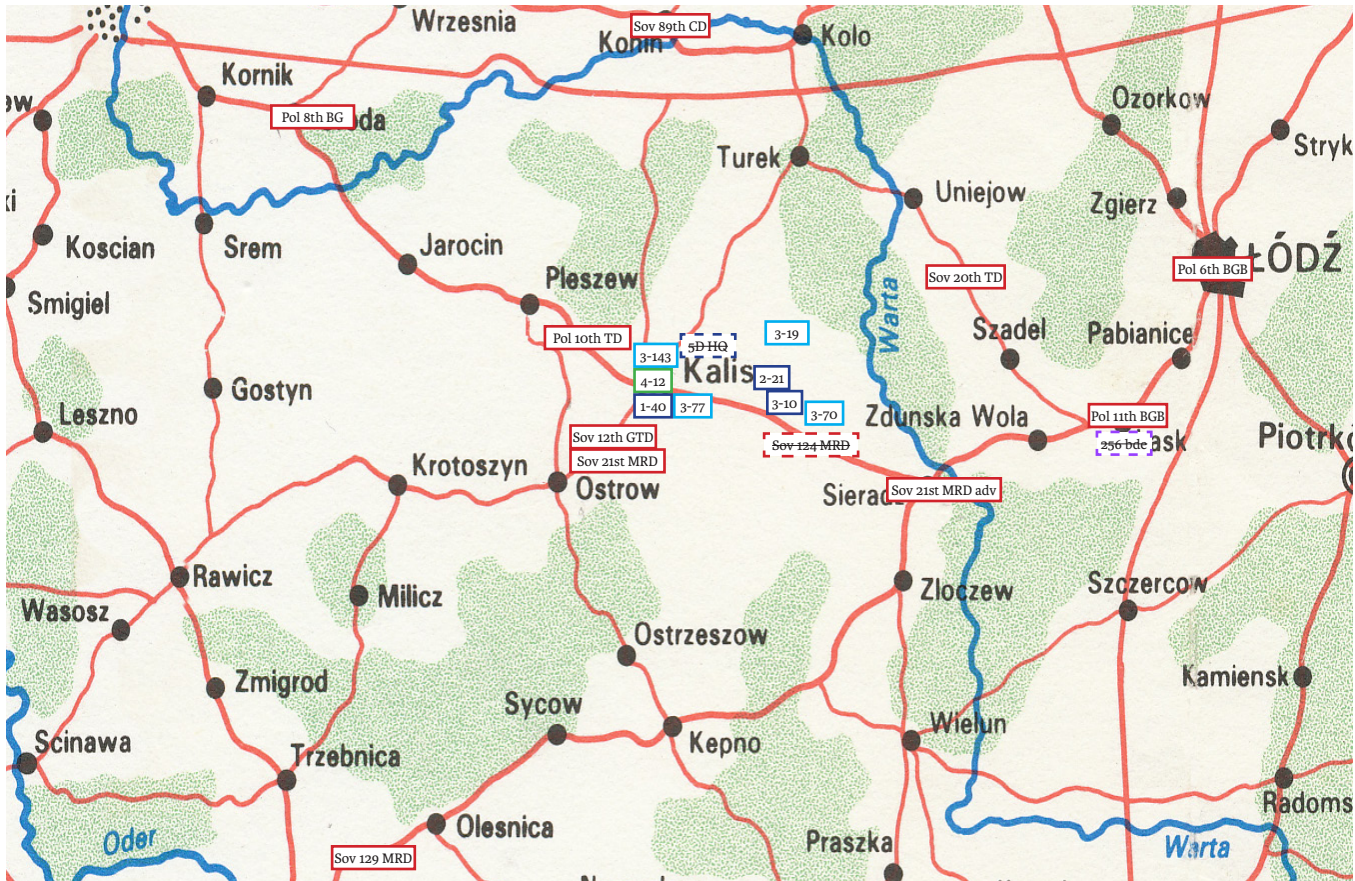




Brigade	Battalion/Unit	Location (start)	Action
1st Brigade	3-10 Infantry	Turek	Moves south to support the 3-70 against the remnants of the Sov 124th MRD
	2-21 Field Artillery	Turek	Moves south, ambushes the 124th MRD on the road from Sieradz.
	Division HQ	Turek	Moves to Kalisz
	<i>Strike Team Zulu</i>	Łódź	
	Rear Echelon	Turek	Moves to West of Kalisz
	1-40 Armor	Kalisz	Holds kalisz
	3-11 Infantry	Kutno	
2nd Brigade	3-70 Armor	Konin	Moves south to toward Kalisz, ambushes the 124th MRD on the road from Sieradz.
	3-19 Field Artillery	Konin	Moves to several km NE of Kalisz
	3-143 Infantry	Kalisz	Woods north of Kalisz
	3-77 Armor	Kalisz	West of Kalisz
256th Brigade	1-156 Armor	Łask	
	2-156 Infantry		
	3-156 Infantry		
	1-141 Field Artillery		
Recon Brigade	4-12 Cavalry (mechanized)	Kalisz	Kalisz



# July 18 - Start of Campaign



Brigade	Battalion/Unit	Last known location
1st Brigade	3-10 Infantry	North of the Sieradz-Kalisz road
	2-21 Field Artillery	North of the Sieradz-Kalisz road
	Division HQ	Overrun north of Kalisz
	Strike Team Zulu	Lost contact once in Łódź
	Rear Echelon	Overrun north of Kalisz
	1-40 Armor	Entrenched in Kalisz
	3-11 Infantry	Overrun in Kutno
2nd Brigade	3-70 Armor	North of the Sieradz-Kalisz road
	3-19 Field Artillery	Several km NE of Kalisz
	3-143 Infantry	Caught in crossroads of Kalisz when Soviet assault began. <sup>2</sup>
	3-77 Armor	West of Kalisz
256th Brigade	1-156 Armor	Overrun in Łask
	2-156 Infantry	
	3-156 Infantry	
	1-141 Field Artillery	
Recon Brigade	4-12 Cavalry (mechanized)	Kalisz