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**OPERATIONS OF THE BRITISH EXPEDITIONARY FORCE, FRANCE
FROM 12TH JUNE, 1940 TO 19TH JUNE, 1940.**

The following Despatch was submitted to the Secretary of State for War on 22nd June, 1940, by Lieutenant-General Sir ALAN BROOKE, K.C.B., D.S.O. Commanding II Corps, British Expeditionary Force, France.

I have the honour to report that, in accordance with the Instructions of 10th June, 1940, received by me from the Secretary of State for War, I duly left Southampton by ship at 1400 hours on 12th June, and reached Cherbourg at 2130 hours the same evening.

For reasons connected with local French orders, it was not possible to disembark until 0030 hours on 13th June, when Brigadier G. Thorpe (Base Commandant) came out to the ship in a tug and took me ashore with my staff.

2. At 0800 hours 13th June I left Cherbourg by car, and reached Le Mans at 1400 hours after a journey much hampered by the crowds of refugees on the roads.

There I was met by Lieutenant-General Sir Henry Karslake, Major-General P. de Fonblanque, G.O.C., Lines of Communication Troops, and Brigadier J. G. des R. Swayne. I at once took command of all British troops in France from General Karslake. I instructed him to return to England, which he did by plane that afternoon.

3. At 1500 hours I left Le Mans with Brigadier Swayne for an interview with General Weygand and, after a journey of some 170 miles, reached the Headquarters of No. 1 Mission* (Major-General Sir Richard Howard-Vyse) at 2000 hours that evening.

General Weygand was away at a Cabinet meeting, but, on his return, he sent a mes-

sage to say that he would see me at 0830 hours on 14th June.

4. I had left my staff at Le Mans to get in touch with the situation as it was known by General Karslake and Major-General de Fonblanque. The general inference of the enemy's intention seemed to be that, after crossing the Seine south of Rouen, the bulk of the troops engaged would move South in order to encircle Paris.

The situation on the front that evening, so far as it was known, was that the Tenth French Army, which included the 157th Infantry Brigade of the 52nd Division, Armoured Division (less one Brigade) and Beauman Force*, was holding a line from the sea West of the Seine to Neubourg and thence to Conches. Between the Southern flank of the 157th Infantry Brigade and Damville, there was a gap of some 8 miles, which was only lightly held by elements of the 3rd D.L.M. South of this area the Army of Paris was supposed to be holding a line from Dreux to Bonnecourt on the Seine, but there was no confirmation that this Army was actually in position.

14th June.

5. At 0830 hours I saw General Weygand. He spoke most frankly and explained the situation to me. He said that the French Army was no longer capable of organised resistance, that it had now broken up into four groups—

* The Beauman Division was an improvised formation which on 13th June, was organised as follows:—

" B " Bde.—Formed of personnel from auxiliary military Pioneer Corps.

" C " Bde.—Formed of personnel from infantry base depots.

4 Provisional Battalion—Formed from reinforcement personnel.

" E " Anti-tank Regiment (improvised).

" E " Field Battery (improvised).

212 Army Troops Company, Royal Engineers.

213 Army Troops Company, Royal Engineers.

* No. 1 Mission, under Major-General Sir Richard Howard-Vyse, represented British interests at the French Army Headquarters (Chief of Staff, General Weygand) in Paris.

one of which was the Tenth Army (General Altmayer) with which the B.E.F. was operating—and that considerable gaps existed between the groups.

The Armies, he explained, would continue to fight under the orders of their own Commanders, but co-ordinated action of the force as a whole would no longer be possible. Reserves were exhausted and many formations worn out.

He then informed me that, in accordance with a decision taken by the Allied Governments, Brittany was to be defended by holding a line across the peninsula in the vicinity of Rennes. He suggested that we should proceed to General Georges' Headquarters to discuss with him the details of this project.

We then went to General Georges' Headquarters, at Briare, where we continued the discussion. I pointed out that the length of the proposed line was some 150 kilometres which would require at least fifteen Divisions. I gathered from both General Weygand and General Georges* that they did not consider the Brittany project to be a feasible proposition with the forces that now remained available in the Tenth French Army including the B.E.F. General Weygand referred to the project as "romantic," and said that it had been adopted without military advice. General Weygand stated, however, that, since the Allied Governments had issued instructions for the defence of Brittany he must carry out their orders. Consequently, in consultation with General Georges, he had drawn up instructions for the participation of the B.E.F. in the scheme. Being under the impression that H.M. Government had approved this plan, I signed the document which prescribed the rôle of B.E.F. in it. (Copy attached at Appendix 'A').

6. In view of the gravity of the situation which General Weygand had described to me, I immediately sent a telegram to inform the C.I.G.S. I also requested Major-General Sir Richard Howard-Vyse to proceed to the War Office as soon as possible to report more fully to the C.I.G.S., and to take to the C.I.G.S. a copy of the document reproduced in Appendix "A".

7. I then returned to my Headquarters at Le Mans, arriving at 1615 hours. I spoke to the C.I.G.S. by telephone at 1630 hours and explained the situation. I asked whether the Brittany scheme had H.M. Government's approval and told him that both Generals Weygand and Georges appeared to consider it impracticable with the force available. The C.I.G.S. informed me that he knew nothing of the Brittany scheme, but said he would refer the matter to the Prime Minister.

I told the C.I.G.S. that, in view of the general state of disintegration which was beginning to spread in the French Army, I considered that all further movement of troops and material to France should be stopped, and that arrangements should be started for the evacuation of the B.E.F. from available ports. The C.I.G.S. informed me that orders had already been issued to stop the dispatch of further troops and material to France.

8. An hour later (1715 hours) the C.I.G.S. telephoned to say that the Prime Minister knew

* General Georges was C.-in-C., North-Eastern Theatre of Operations.

nothing of the Brittany plan, and that all arrangements were to start for the evacuation of those elements of the B.E.F. which were at that time not under the orders of the Tenth French Army.

As H.M. Government had not been consulted with regard to the Brittany scheme, and the withdrawal of the B.E.F. had been approved, I considered that I was no longer in a position to carry out the dispositions settled with Generals Weygand and Georges. I therefore requested the C.I.G.S. to inform General Weygand, and I understood this was to be done. The instructions which I received later (see paragraph 10 below), stating that I was no longer under General Weygand's orders, confirmed this opinion.

Orders outlining the arrangements for the evacuation were at once issued, and an officer was dispatched to Lieutenant-General J. H. Marshall-Cornwall requesting him to come to my Headquarters.

9. The C.I.G.S. telephoned again at 2015 hours and said that it was most important that everything should be done to ensure good relations between ourselves and the French, and to avoid, in every possible way, giving the impression that the B.E.F. was deserting them. I replied that I would most certainly see that this was done, that I was moving no troops engaged with the Tenth Army, but that I was arranging to move back all other troops and material towards the ports.

At this stage the Prime Minister himself spoke and asked about the employment of those elements of the 52nd Division which were not under the orders of the Tenth French Army. I assured him that I considered that no useful purpose could be served by adding them to the forces already with that Army. They could not possibly restore the situation on that front, nor could they close the gap of some 30 miles which now existed between the Tenth French Army and the Army of Paris.

The Prime Minister then agreed to my proposal that the troops under orders of the Tenth French Army should remain fighting with that army for the present, whilst the withdrawal of the remainder of the B.E.F. should proceed.

Moves to ports of embarkation were therefore continued, Canadian forces moving on Brest, corps troops on St. Malo, 52nd Division (less elements with Tenth French Army) on Cherbourg, L. of C. troops and material on St. Malo, Brest, St. Nazaire, Nantes and La Pallice. Finally those elements with Tenth French Army were to embark at Cherbourg when the situation admitted of their withdrawal from that Army.

10. At 2235 hours I spoke to the C.I.G.S. and told him of the Prime Minister's approval for evacuation. The C.I.G.S. informed me that I was no longer under the orders of General Weygand, and that the B.E.F. was to act as an independent force. I was, however, to continue to co-operate in every way possible with the Tenth French Army.

11. During the night of 14th/15th June, my staff and myself were busily engaged in perfecting the arrangements for the embarkation and evacuation of approximately 150,000 personnel, with large stocks of vehicles and material which had been accumulated since September, 1939. Major Macartney of the Quartermaster General's Movement Staff

arrived from the War Office that night. He brought with him a list showing the order of priority for shipment of stores, etc., and a suggested outline plan for evacuation. A Senior Naval Officer also arrived early next morning.

15th June.

12. At 0315 hours Lieutenant-General J. H. Marshall-Cornwall reported to me, and we discussed the situation. I placed all British troops with the Tenth French Army under his command, and gave him orders to co-operate with that Army until an opportunity arose to disengage his troops and withdraw them to Cherbourg for embarkation to the United Kingdom.

The subsequent operations of Lieutenant-General J. H. Marshall-Cornwall's troops (Norman Force*) are described in that officer's report which is attached at Appendix "B".

13. The withdrawal of B.E.F. started in the early hours of 15th June. The flights of the Canadian Division which had arrived in the Concentration Area were sent back to Brest for embarkation, corps troops were re-embarked at St. Malo, and various L. of C. troops in the Le Mans area were moved nearer the port areas.

14. Information as to the position of the enemy on the front of the Tenth French Army and southwards was very meagre as bad visibility prevented air reconnaissance, and there were no ground troops to reconnoitre between Alençon and Tours.

The general inference, however, was that there was little enemy activity west of Rouen, but hostile infantry were engaging the 157th Infantry Brigade in the area of Conches.

A British pilot of a Bomber aircraft, who had made a forced landing, reported that he had run into heavy anti-aircraft fire about Evreux and that he had seen a column of all arms moving south in that area. This report seemed to confirm previous information that the Fourth German Army was moving South with its left on Chartres.

15. At 0810 hours I considered that my position at Le Mans was too exposed, since there was no known body of troops covering that area. I therefore moved my Headquarters back to Vitre, just west of Laval. I took with me the G.O.C. L. of C. Area, a part of whose staff I had amalgamated with my own since I was entirely dependent on L. of C. Signals for my communications. My own staff consisted only of four officers and two clerks, the remainder having been stopped at St. Malo and sent back to England.

16. At 1230 hours the C.I.G.S. telephoned to say that the Prime Minister was anxious about the withdrawal of the 52nd Division (less the detachment with Tenth French Army). The Prime Minister wished the embarkation to be cancelled, as he feared the effect of such a withdrawal on the morale of the French.

I pointed out that my plans had already received approval, that orders had been issued for the move, and that any alterations now would complicate the embarkation at Cherbourg

and might well endanger it. The C.I.G.S., however, said that the Prime Minister did not wish the division to be embarked without the approval of His Majesty's Government.

17. At this time the complete absence of any information of the whereabouts of the enemy on the Le Mans front caused me some anxiety, as any penetration of enemy troops towards Laval and Rennes would have seriously endangered the safety of the B.E.F.

18. I spoke again to the C.I.G.S. at 2150 hours. I explained to him the situation as I knew it, and I once more impressed on him the need to evacuate 52nd Division (less the detachment with Tenth French Army). The necessary shipping was available at Cherbourg and was being kept idle. The air situation was also at that time favourable.

An hour and a half later the C.I.G.S. gave permission to embark one field regiment, one field company and other details of 52nd Division which were not needed to support the infantry of the Division. Orders implementing these instructions were at once issued.

19. Later that night another battalion and a troop of anti-tank guns from 52nd Division were put under General Marshall-Cornwall's orders for the protection of the Cherbourg peninsula at St. Sauveur.

No information of the enemy's movements could be obtained, but he did not appear at the moment to have exploited the gap at Le Mans.

20. During the preceding 24 hours just over 12,000 troops were reported to have been evacuated from the different ports.

16th June.

21. At 0700 hours the C.I.G.S. rang me up and said that all arrangements could be made for the evacuation of 52nd Division (less the detachment with Tenth French Army), but that no actual movement was yet to take place. At 0830 hours, however, he rang up again and confirmed that 52nd Division (less the detachment with Tenth French Army) could now begin to embark: Norman Force itself was to continue to co-operate with the Tenth French Army. I then asked the C.I.G.S. what the policy should be with regard to troops of the French Army who might wish to embark at Cherbourg. He informed me that they would be allowed to do so. Orders for the embarkation of 52nd Division (less the detachment with the Tenth French Army) were issued.

I issued orders to G.O.C. L. of C. to the effect that work of re-embarkation of personnel, stores, and vehicles was to continue at all ports as long as the tactical situation permitted.

22. Owing, once more, to poor visibility no air reconnaissance was possible, but reports from Motor Contact Officers and from Norman Force showed that the enemy was in contact with the Tenth French Army along its front but that he was attacking seriously only against 157th Infantry Brigade. Further to the South enemy movement seemed to be directed on Chartres.

Information was received later from captured orders which showed that the Fourth German Army was to attack that day with the ultimate object of gaining Cherbourg and Brest.

23. The C.I.G.S. telephoned at 1325 hours to confirm that 52nd Division (less the detachment with Tenth French Army) could now embark. He said that he was still unable to give

* Norman Force, was an improvised formation which, on 15th June, comprised:—

3rd Armoured Brigade.

157th Brigade Group (157th Infantry Brigade; 71st Field Regiment R.A.; Troop-Carrying Company, 52nd Division).

Beauman Division (see Footnote page 1).

orders as to the future of Norman Force, which was to continue in the meantime to co-operate with the Tenth French Army. I pointed out that that Army was carrying out the Brittany plan and had been ordered to withdraw on Laval and Rennes. I therefore asked that Norman Force should be allowed to disengage and withdraw on Cherbourg.

The C.I.G.S., however, was not prepared to give the decision, and asked that I should ring him up again on my arrival at my new Headquarters.

24. At 1430 hours, I moved my Headquarters S.W. from Vitre to Redon, which lies about 30 miles N. of St. Nazaire, and reached Redon soon after 1615 hours. I then rang up the C.I.G.S. who said that it had been decided that Norman Force was to stay with the Tenth French Army until that Army started to disintegrate, when General Marshall-Cornwall could withdraw his force for embarkation either to Cherbourg or the nearest available port.

25. I had previously arranged that 90,000 rations, as well as ammunition, should be sent up to Cherbourg, as this was the port on which Norman Force would be based. Any alterations to this plan at this stage would have caused a breakdown in the supply arrangements which were very difficult because the roads were congested and the railways working spasmodically.

26. During that evening I was in touch with Major-General J. S. Drew commanding the 52nd Division. He informed me that he had embarked one of his brigades and expected to get the other away the next day. I gave him orders to proceed to the United Kingdom with his second brigade.

27. Brigadier J. G. des R. Swayne, Head of No. 2 Mission*, reported to me on his way to the United Kingdom.

I also dispatched Brigadier N. M. Ritchie, B.G.S., 2nd Corps, to the United Kingdom that night, as there was no longer need for his services in France on account of the reduction of the number of troops.

28. Throughout the day the Germans maintained their pressure on the Tenth French Army. In the evening a message was received from General Marshall-Cornwall in which he gave it as his opinion that the Tenth French Army would disintegrate if it were seriously attacked. This opinion was confirmed by his G.S.O.1 (Lieutenant-Colonel R. Briggs, R.T.R.) who called at my Headquarters about 2300 hours that night. On the rest of the front the German advance continued, and the gap between the Tenth French Army and the Army of Paris was well over 50 miles wide. What German forces were in this gap it was impossible to say, as no Allied fighting troops were in the area and air reconnaissance was much hampered by low cloud and thunderstorms.

29. During the previous 24 hours about 47,000 troops and 250 vehicles of all kinds were reported to have been embarked.

17th June.

30. Early that morning I received a message from General Marshall-Cornwall to the effect

* No. 2 Mission had been attached to the Headquarters of General Georges (C.-in-C. North-Eastern Theatre of Operations).

that the Tenth French Army was in full retreat on Laval and Rennes, and that he was withdrawing his troops to Cherbourg. His own Headquarters were moving to Avranches and would go next to Cherbourg. At 1015 hours I spoke to the C.I.G.S. and explained the situation to him.

On receiving General Marshall-Cornwall's report, I ordered Air Commodore Cole-Hamilton—Commanding the Air Component—to move with two fighter squadrons and his one flight of reconnaissance aircraft to the Channel Islands whence he was to co-operate with Norman Force by carrying out reconnaissance tasks and by protecting the embarkation of that Force at Cherbourg. As soon as he had completed these tasks he was to proceed to the United Kingdom. The remaining Fighter Squadron was to operate from Brest to give close protection to that port during the embarkation of the B.E.F.

31. At 1130 hours, I spoke to Air Marshal Barratt, and explained my plan to him. I also discussed with him the arrangements for the withdrawal from La Rochelle of his party, which was defending Nantes and St. Nazaire during the evacuation. He expressed himself as satisfied with the arrangements that were being made.

32. At 1300 hours the C.I.G.S. telephoned and informed me that the B.B.C. had reported that the Petain Government had asked the Germans for an Armistice (this was subsequently confirmed by Capitaine Meric of the French Mission). He agreed that, in view of this, all efforts should now be directed to getting personnel away and afterwards, if the situation allowed it, as much material as possible. He further agreed that I should leave with my staff for the United Kingdom that evening. I said that I would ring up again about 3 p.m. to see if there were any final orders and that, if I should be unable to communicate owing to the cable being cut, I would embark as arranged.

I then saw General de Fonblanque and the Senior Naval Officer (Captain Allen, R.N.), explained the situation and ordered them to make every effort to get all personnel away, and also as many guns and vehicles as possible.

33. At 1445 hours I rang up the C.I.G.S. as arranged, but he had not returned to the War Office. At 1530 hours I rang up again, but was informed by Signals that all communications with London had been cut at Rennes, and that it was also impossible to get in touch with any port except Nantes. I, therefore, decided to leave Redon—which I did at 1615 hours—and proceeded with my staff and the G.O.C. L. of C. Area and the Senior Naval Officer to a point about 4 miles outside St. Nazaire. There I remained until 2045 hours.

34. At 2130 hours I left St. Nazaire in the armed trawler H.M.S. "Cambridgeshire." The destroyer which had been sent for my use by the Commander-in-Chief Western Approaches was not available as she was being used to assist in carrying survivors from the "Lancastria," which had been sunk by enemy aircraft that afternoon. The "Cambridgeshire" remained in the harbour during the night. During that time, three enemy air raids took place, but no damage was done, although a few bombs were dropped ashore.

18th June.

0300 hours. The "Cambridgeshire" sailed as escort to a slow convoy.

19th June.

1800 hours. The "Cambridgeshire" reached Plymouth. I went up to the Commander-in-Chief's house where I rang up the C.I.G.S. and reported my arrival in the United Kingdom.

That evening, with my staff, I caught the midnight train to London and reported to the C.I.G.S. at 0900 hours on 20th June.

APPENDIX A.

Commandement en Chef

Du Front Nord-Est.

Au Q.G. Nord-Est 14 Juin, 1940.

10h. 30.

NOTE.

Etat-Major

3^e Bureau

Secret.

No. 2063 3/Op.

Le Général Brooke Cdt. le Corps Expéditionnaire Britannique a pris contact le 14 Juin matin avec le Général Weygand Cdt. l'ensemble des Théâtres d'Opérations et le Général Georges Cdt. le Front N.E. pour prendre des directives en ce qui concerne l'emploi des troupes britanniques en France.

Dans le cadre de la décision prise par les gouvernements britannique et français, d'organiser un réduit en Bretagne, il a été décidé :

1^o). Que les troupes britanniques en cours de débarquement (E.O.C.A. (1) Brooke, fin de la 52^e division et D.I. canadienne) seront concentrées à Rennes.

2^o). Que les troupes britanniques engagées à la X^e Armée (D.I. Evans, D.I. Bauman et 52^e D.I. non compris ses éléments non encore débarqués) continueront leur mission, actuelle sous les ordres du Général Cdt. la X^e Armée.

Leur emploi dans la manoeuvre d'ensemble de cette Armée devra les amener autant que possible à agir dans la région du Mans pour faciliter leur regroupement ultérieur avec les forces du Général Brooke.

Signé: BROOKE.

WEYGAND et GEORGES.

Pour copie conforme :

Pour le Général Cdt. en Chef.

sur le front Nord-Est.

Le Général Chief d'Etat Major.

APPENDIX ' B. '

SUMMARY OF OPERATIONS OF B.E.F. IN FRANCE FROM 1ST TO 18TH JUNE, 1940.

1. After the evacuation of the main British Expeditionary Force from Flanders in the first week of June the only British troops remaining in France were the 51st Division, which had been holding a sector of the Sarre Front, and the incomplete 1st Armoured Division, which had begun its disembarkation on 20th May and had been rushed up piecemeal in a desperate effort to relieve the sorely tried right flank of the B.E.F. By the 1st June this

attenuated Division, which was incomplete when disembarked and had lost heavily in its first engagement on the Somme, could only muster roughly one-third of its quota of tanks.

2. These two formations, the 51st Division and the 1st Armoured Division, the only British fighting formations remaining in France, were placed under the orders of General Altmayer, commanding Tenth French Army, which held the left sector of the Somme front from Amiens to the sea. The handling of the British troops, which had been delegated to General Altmayer by General Weygand, was co-ordinated and supervised by a British Military Mission at Tenth Army Headquarters.

3. The frontage allotted to the 51st Division on the Somme sector was sixteen miles in extent, an excessive amount, but probably not much greater than that which many French divisions were holding at the time owing to their depleted resources. The Division had already been in action on the Sarre front, and had had a long and arduous journey from the Eastern frontier to its new sector. On 4th June the 51st Division Commander was ordered to carry out an attack on the Abbeville bridgehead, for which operation the newly arrived French 31st Division was placed under his orders, as well as 160 French tanks and a considerable reinforcement of French artillery. The attack, however, was not a success, mainly owing to the difficulty of arranging effective co-operation between British and French infantry, guns and tanks at such short notice, and the 51st Division suffered fairly heavy casualties.

4. On the following day (5th June) the Germans launched a powerful offensive against the whole front held by the Seventh and Tenth French Armies, from St. Quentin to the sea. The 51st Division was by this time in an exhausted condition, after 12 days of continual movement and battle, and was holding too wide a front to be able to resist effectively. The Tenth Army Commander, when asked to relieve the Division from the front, replied that he had no reserves available. The Division fought bravely, but was forced back by German infiltration between its widely scattered posts. Owing to the extent of its frontage the division had no depth in its defences, and had no time to organize rearward defences, nor any reserves with which to counter-attack. It was forced back to the line of the river Bresle, the next natural obstacle, 15 miles in rear.

5. Meanwhile the 1st Armoured Division was re-fitting south of the Seine. Its tanks were in poor mechanical condition, owing not only to battle casualties, but also to the long road distances they had been forced to cover and to the lack of opportunity for adequate maintenance. It was in fact in no condition for offensive operations.

6. On the 7th June the Germans put in a smashing attack with their 5th and 7th Armoured Divisions on the point of junction between the two Corps of the Tenth French Army. This drive was directed from west of Amiens on Rouen and the lower Seine, with the object of splitting the Tenth Army and cutting off its IX Corps between the Seine Estuary and Dieppe. The IX French Corps then comprised the British 51st Division on the extreme left, and then further east the 31st and 40th French Divisions and the 2nd and 5th Light

¹ Eléments Organique Corps d'Armée.

Cavalry Divisions. The whole of this force was completely sundered from the X Corps on its right by the penetration of the German tanks.

7. Meanwhile, owing to the threat developing to the British base at Rouen, General Sir Henry Karslake, G.O.C. the Lines of Communication, had scraped together an improvised force for its local defence. This force comprised nine infantry battalions of a sort; they consisted partly of second line Territorial units sent out to France for pioneer duties and partly of composite units made up from miscellaneous reinforcements at the base. They had no war equipment except rifles and a few odd Bren guns and anti-tank weapons, which they had never fired before. They were without artillery, means of transport and signal equipment. They were placed under the command of Brigadier Beauman, in charge of the North District, Lines of Communication. Very unfortunately this heterogeneous collection of untrained and ill-equipped units was given the title of a Division. The French were thus misled into thinking that it was a fighting formation, complete with artillery and ancillary services. Beauman's so-called Division had been given the task of holding a back line along the rivers Bethune and Andelle covering Rouen, and had done good work in organizing the defence of this position.

8. While the German armoured attack was at its height on the afternoon of the 7th June, General Weygand personally visited Tenth Army Headquarters east of Rouen and impressed on General Altmayer, and on General Evans commanding the British Armoured Division, the necessity for holding the German attack on the Seine at all costs as this was "the decisive battle of the war."

It was now becoming obvious that to enable the IX Corps to fall back in good order to the line of the Lower Seine, a cover position would have to be held along the river Andelle, some 12 miles east of Rouen. General Evans, therefore, at once ordered his 3rd Armoured Brigade (in fact reduced to some four weak squadrons of 30 tanks in all) to stiffen up the right flank of Beauman's defensive line.

9. On the 8th June the German armoured drive continued on the axis Amiens-Rouen, and succeeded in penetrating the weak British defences on the watershed between the rivers Andelle and Bethune, west of Forges-Les-Eaux. Beauman's ill-equipped units, with the British tanks supporting them, fell back to the line of the Seine. That night German armoured units penetrated into Rouen, and the French Tenth Army lost all touch from then onward with its IX Corps in the Rouen-Dieppe cul-de-sac.

10. The 51st Division was thus completely cut off from its proper line of retirement via Rouen. This was mainly due to the failure or inability of the French High Command to withdraw their left wing while there was still time and space for this manoeuvre. Throughout all these operations it was becoming clear that the French High Command was issuing "die in the last ditch" orders, which their troops had no intention of carrying out. From this time onwards, until the final evacuation of the B.E.F. on the 18th, it was obvious that the spirit of the French Army was crushed and that it had little intention of offering serious resist-

ance. This spirit was also shared by the higher commanders; beginning on the 8th June, the Tenth French Army Headquarters literally ceased to function for 48 hours; it had lost all touch, and its X Corps was broken and in full retreat.

11. The Germans had on the 9th June reached the line of the Seine and had established bridgeheads at several points. The 3rd Armoured Brigade and Beauman's fragmentary units were withdrawn to reorganize, and the 2nd Armoured Brigade, which had been refitting at Louviers, was put in to support General de la Laurencie's III Corps which was trying to hold the Seine crossings south of Rouen. It was now apparent that the German armoured units and air force were being employed elsewhere, while three army corps were detached to drive south-west towards Alençon with a view to separating the Tenth French Army from the Armée de Paris.

12. It was at this critical juncture that the 52nd Division was hastily sent out to France. Its leading brigade, the 157th, under an able and cool-headed commander, Brigadier Sir John Laurie, was rushed up and placed under the orders of the Tenth French Army. On the night of 12th/13th June it took over the right sector of the III Corps front east of Conches, in a very exposed position, with a gap of eight miles on its right, and two newly arrived French battalions on its left west of Evreux.

As none of the 52nd Divisional Artillery had yet arrived, the 157th Brigade was given the support of some French batteries.

13. On 14th June the Germans renewed their pressure on the Tenth French Army front, but most of their tanks and aircraft appeared to have been diverted on a south-easterly axis towards Paris. A fairly sharp infantry attack developed on the left flank of the 157th Infantry Brigade, which suffered some 50 casualties, and the French infantry on their left, as well as the French artillery supporting them, retired hastily, leaving the brigade in the lurch. As a result of this pressure the Tenth French Army withdrew south-west a distance of 30 miles to the wooded area north-west of Mortagne. As the Armée de Paris was retiring almost due south on the Loire, this divergence of the lines of retreat of the two armies created a gap of some 30 miles on the right flank of the Tenth Army.

14. In conformity with this withdrawal the 157th Brigade moved back and took up a front of eight miles astride the Mortagne-Verneuil road, with the French Cavalry Corps on its right. On the night of the 14th/15th I was placed by General Brooke in command of all the British troops operating with the Tenth French Army, and was ordered to withdraw them towards Cherbourg for re-embarkation, whilst still co-operating, so far as possible, with the French withdrawal. It had been my intention to leave the 157th Brigade in the line until mid-day on the 19th before withdrawing it, in order to allow General Altmayer to re-adjust his front. I notified General Altmayer of this intention on the 16th, and he appreciated the respite granted him.

15. On the 16th June, however, the German motorized columns had already followed up swiftly the French withdrawal, and the 157th Brigade was attacked all day. The French units on its right and left retired without making any

serious resistance, and the British Brigade was exposed to serious danger by both its flanks being turned. As a result of this enemy pressure, the Tenth Army issued orders for a general retirement on the axis Alençon-Rennes, with a view to withdrawing into Brittany. As co-operation with such a movement would have been contrary to my own instructions, I at once issued orders to Beauman's Force, the 3rd Armoured Brigade (which had once again relieved the 2nd) and the 157th Infantry Brigade, for a withdrawal north-westwards to Cherbourg.

16. In the case of Beauman's Force and the 3rd Armoured Brigade, neither of which were in contact with the enemy, this was a comparatively simple operation, although it involved moving at right angles across the simultaneous line of retreat of the XIV Corps of the Tenth Army. The 157th Brigade, however, was still engaged with the enemy, and it was only due to the cool handling and tactical ability of its Brigadier that it was extricated from its dangerous situation, embussed by midnight on the 16th/17th, moved 200 miles by roads encumbered by columns of troops and refugees and embarked 24 hours later at Cherbourg.

17. In order to protect the embarkation at Cherbourg, I had asked for a fresh battalion of the 52nd Division to be left to occupy a covering position some 20 miles to the south.

This, combined with the five French battalions of the Cherbourg garrison, ought to have provided ample security, and I had hoped to continue the embarkation until the 21st in order to remove all the stores and mechanized vehicles. The enemy, however, again upset our calculations by the speed with which he followed up our rapid withdrawal. At 9 a.m. on the 18th, a column of 60 lorries, carrying motorized German infantry, reached the covering position near St. Sauveur. Finding resistance there, they turned west to the sector held by French troops, and succeeded in penetrating the position by the coast road. The French made little attempt to resist, and I had to make the decision at 11.30 to complete the evacuation by 3 p.m. The covering battalion (5th Bn. K.O.S.B.) was withdrawn between 12 noon and 3 p.m., and the last boat left at 4 p.m. All weapons were removed, except one 3.7 in. A.A. gun, which broke down and was rendered unserviceable, and one static Bofors gun which could not be removed in the time. Two Anti-Tank guns also had to be abandoned during the withdrawal. When the last troopship left, the Germans had penetrated to within three miles of the harbour.

(Sgd.) J. H. MARSHALL-CORNWALL,
Lieutenant-General.

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