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 K.O.S.B.) was withdrawn between 12 noon and 3 p.m., and the last boat left at 4 p.m. All weapons were removed, except one 3.7 in.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 with-When the last troopship left, the drawal. Germans had penetrated to within three miles of the harbour.

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

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