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Copy No....

SUPREME HEADQUARTERS,
ALLIED EXPEDITIONARY FORCE

SHAEF (44) 22

10 March, 1944



SUBJECT: Operation 'OVERLORD'

TO : Admiral Sir Bertram H. Ramsay, KCB, KBE, MVO,
Allied Naval Commander, Expeditionary Force,

General Sir Bernard L. Montgomery, KCB, DSO,
Commander-in-Chief, 21 Army Group,

Air Chief Marshal Sir Trafford L. Leigh-Mallory, KCB, DSO,
Air Commander-in-Chief, Allied Expeditionary Air Force.

PREVIOUS DIRECTIVES

1. COSSAC (43) 76 and COSSAC (44) 4 are cancelled and the following substituted therefor.

OBJECT

2. The object of Operation 'OVERLORD' is to secure a lodgement area on the Continent from which further offensive operations can be developed. The lodgement area must contain sufficient port facilities to maintain a force of some twenty-six to thirty divisions, and enable that force to be augmented by follow-up shipments from the UNITED STATES and elsewhere of additional divisions and supporting units at the rate of three to five divisions per month.

3. The operation will be carried out in two phases:-

Phase I - The effecting of an assault landing on the NORMANDY beaches between the limits of QUINEVILLE in the WEST and CABOURG-LES-BAINS in the EAST, to be followed by the early capture and development of airfield sites and the capture of the port of CHERBOURG.

Phase II - The enlargement of the area captured in Phase I so as to secure the whole of the CHERBOURG, LOIRE and BRITTANY group of ports.

TARGET DATE

4. The target date for this operation is 31st May, 1944.

COMMAND AND CONTROL

5. The Supreme Commander controls and co-ordinates the planning and execution of the operation as a whole.

6. You will be responsible to him for the planning of the operation and for its execution, when so ordered.

7. You will work in close consultation with the Service Ministries (through the Executive Planning Section) and with Headquarters, ETOUSA, in connection with the mounting of the operation.

DECLASSIFIED

DOD DIR. 5200.9, Sept. 27, 1958

NE by WGL Date 1-14-69

DECLASSIFIED

Authority J.C.S. MEMO
Date 7/5/72
By DJH, NARS Date 11/16/73

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2.

8. The Commander-in-Chief, 21 Army Group, will be responsible for the command of all ground forces engaged in the operation until such time as the Supreme Commander allocates an area of responsibility to the Commanding General, First (US) Army Group.

9. The Supreme Commander will effect the allocation of an area of responsibility to the First (US) Army Group by the designation of an appropriate boundary line, the general principle being adopted that UNITED STATES forces will be on the right and BRITISH/CANADIAN forces on the left of the line throughout the operation. The effective date for the allocation of an area of responsibility to First (US) Army Group will be when, in the opinion of the Supreme Commander, the number of UNITED STATES troops landed on the Continent warrants their control being exercised by the First (US) Army Group Commander.

ALLOTMENT AND CONSTITUTION OF FORCES

Naval Forces

10. An estimate of the landing ships and craft which will be available for the operation is shown at Appendix 'A'.

11. Other naval forces which will be available to you will be designated later.

12. An estimate of merchant shipping which will be available is shown at Appendix 'B'.

Ground Forces

13. A suitable staff and signals increment from First (US) Army Group will be attached to Headquarters, 21 Army Group, at a time to be mutually arranged. This increment less such staff as may be necessary for liaison or administration of any US force remaining under command of Commander-in-Chief, 21 Army Group, will rejoin Headquarters, First (US) Army Group, when the latter is set up on the Continent.

14. An estimate of the UNITED STATES and BRITISH/CANADIAN ground forces which will be available in the UNITED KINGDOM for the operation on 31st May, 1944, is attached at Appendix 'C'.

15. In addition to the forces forming 21 Army Group and such commandos as are required, the following UNITED STATES troops will be under the command of the Commander-in-Chief, 21 Army Group, for the operation, until such time as the Supreme Commander allocates an area of responsibility to the Commanding General, First (US) Army Group, (see paragraph 8).

a. First (US) Army reinforced by:-

- (1) Such UNITED STATES airborne troops as are required for the operation consistent with the air lift available.
- (2) Such ranger battalions as are required for the operation.
- (3) Such additional US Army Group troops as are required for the support and maintenance of UNITED STATES forces.
- (4) A supply and maintenance organisation to consist of a Base Section Headquarters and such SOS troops and personnel as are necessary. These troops will pass to the control of First (US) Army Group in the Communications Zone when Headquarters, First (US) Army Group, is set up on the Continent.

3.

b. Such additional UNITED STATES troops including those required for logistical support as are placed under command of Commander-in-Chief, 21 Army Group, in the execution of plans prepared for the seizure of the lodgement area and for initiating operations subsequent to the seizure of the lodgement area. (See paragraph 25.)

16. All allied contingents now under the control of the Commander-in-Chief, 21 Army Group, may be employed in conformity with the existing directive issued to each of them.

Air Forces

17. An estimate of the air forces which will be available on 31st May, 1944 is shown at Appendix 'D'.

18. An estimate of the air lift which will be available on 31st May, 1944 for the operation is shown at Appendix 'E'.

TRAINING

19. Under direction of the Supreme Commander, you will be responsible for the training of all forces now assigned to your commands, and, effective on date of assignment, of such additional forces as may subsequently be placed under your command.

Constitution of forces

20. You will be responsible that the forces under your respective commands as given in paragraphs 10-11, 15-16 and 17-18 are properly constituted, and will report to Supreme Headquarters at the earliest possible moment any major deficiencies in men or material which cannot be met through normal channels.

EXECUTION OF THE OPERATION

21. You will adhere to the broad design of the operation as given in the Outline Plan which has been approved by the Combined Chiefs of Staff. A copy of this Plan (COSSAC (43) 28: COS (43) 416 (0)) has already been issued to you.

22. You will plan on the basis of a simultaneous lift of eight assault brigades being available.

23. You will ensure the earliest establishment of 'MULBERRIES' at ARROMANCHES and ST LAURENT, the exact positions of which have already been notified to you.

24. The Commander-in-Chief, 21 Army Group, will direct and co-ordinate the planning, by First (US) Army Group, for the employment of UNITED STATES troops, in addition to those troops referred to in paragraph 15a, which will be required for the seizure of the lodgement area and for initiating operations subsequent to the seizure of the lodgement area. (See Part III, COSSAC (43) 28)

25. Except in emergency, and then only for the shortest possible time, the Commander-in-Chief, 21 Army Group, will avoid placing a UNITED STATES or BRITISH formation lower than a corps under the command of another nationality.

SOE/SO

26. Headquarters, SOE/SO, in LONDON is under the operational control of the Supreme Commander for operations in North-West EUROPE. You are authorised direct communication with Headquarters, SOE/SO, in the formulation of plans for their activities in connection with this operation. Approval of this Headquarters will be obtained prior to the execution of such plans. SOE/SO liaison missions will be appointed, as necessary, in order to place you in contact with SOE/SO resistance groups inside occupied territory and to facilitate the co-operation of these groups, and other indigenous movements, with your forces.

ADMINISTRATION

Functions of Supreme Headquarters

27. The functions of Supreme Headquarters as regards administrative policy and co-ordination are defined at Appendix 'F'. Administrative Instructions conveying the policy of the Supreme Commander will be issued as may be necessary.

Maintenance

28. You are responsible for determining the requirements in material and personnel for the maintenance of all forces under your commands, and for making the necessary arrangements for obtaining the required resources and for distributing resources which are obtained.

29. For this purpose you will deal direct with Headquarters, ETOUSA, COMNAVEU, and the Service Ministries on related matters which are within the announced policies of this headquarters or which are not of common concern to BRITISH and UNITED STATES forces. Recommendations on matters of common concern not already covered by announced policies will be submitted to this headquarters.

30. You will be responsible for ensuring sound maintenance and for directing administrative development within the zone of operations in accordance with directives from this headquarters. Administrative procedures of UNITED STATES forces will function as far as practicable through normal UNITED STATES channels.

Ground Forces

31. The Commander-in-Chief, 21 Army Group, will be responsible for the administration of all ground forces engaged in the operation until such time the Supreme Commander allocates an area of responsibility to the Commanding General, First (US) Army Group. Pending such time, the First (US) Army Group will attach to the 21 Army Group an adequate Staff Section for administration of UNITED STATES ground forces which are now under, or may come under, command of 21 Army Group.

Base and lines of communication

32. Initially the main base will be the UNITED KINGDOM.

33. Subject to such general direction as may be exercised by the Supreme Commander, the Commander-in-Chief, 21 Army Group, in collaboration with Air Commander-in-Chief, Allied Expeditionary Air Force, is responsible for the preparation of plans for, and the general supervision of, the development and operation of the lines of communication on the Continent; for determination of requirements for movement to the Continent; and for supervision of movement on the Continent. The Deputy Theater Commander (US) is the Command of the Communications Zone (US). He will designate a Deputy Commander, Communications Zone (US), with adequate staff, who will be responsible under the general direction of the Commander-in-Chief, 21 Army Group, for initial planning, development and operation of the UNITED STATES Communications Zone on the Continent. The Communications Zone will be attached to 21 Army Group and will remain so attached until an area of responsibility on the Continent has been assigned to First (US) Army Group by the Supreme Commander at which time the attachment will pass to First Army Group.

SEPARATE INSTRUCTIONS

34. Separate instructions will be furnished you on the following matters:-

- a. Operational memoranda.
(List of those to be published has been circulated.)
- b. Training.
- c. Cover.
- d. Signal communication.
- e. Civil Affairs.
- f. Psychological Warfare.
- g. Public Relations.
- h. Press Censorship

REPORTS

35. You will keep the Supreme Commander informed of the progress of your planning, including transmittal to SHAEF of planning instructions or data supplementary to, but not issued with, your Initial Plan.

By command of General EISENHOWER:



A handwritten signature in cursive script, appearing to read "W. B. Smith".

W. B. SMITH
Lieutenant General, U. S. Army
Chief of Staff

DISTRIBUTION
of CHAEP (44) 22

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Commanding General, First Army Group,	10 - 12
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The Secretary, The Admiralty,	14
The Under Secretary of State, The War Office (MO 3),	15
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Commanding General, European Theater of Operations, UNITED STATES Army (3 copies for Services of Supply),	17 - 22
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TABLE 'A'

ESTIMATE OF LANDING SHIPS AND CRAFT
AVAILABLE FOR THE ASSAULT



TYPE	NUMBERS ESTIMATED SERVICEABLE ON									REMARKS	
	J4		EASTERN TASK FORCE				WESTERN TASK FORCE				TOTAL
	BR	US	J	S	G	L	O	U	B		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
LSH	-	-	1	1	1	-	1	1	-	5	
APA & XAP	-	-	-	-	-	-	7	3	-	10	davit lift 16
LSI(L) (i)	-	-	-	1	1	-	-	-	-	2	(i) davit lift 24 LCA types
LSI(L) (ii)	-	-	3	3	7	-	2	1	-	16	(ii) davit lif 18 LCA types
LSI(H)	-	-	3	-	-	-	-	-	-	3	davit lift 8 LCA types
LSI(S)	3	3	-	-	-	-	-	-	-	6	davit lift 8 LCA types
LSI(H)	3	3	12	-	-	-	-	-	-	18	davit lift 6 LCA types
LCA	42	42	114	60	114	-	36	18	-	426	
LCA(HR)	-	-	18	9	18	-	-	-	-	45	
LCS(M)	-	-	18	9	18	-	-	-	-	45	
LCS(S)	-	-	-	-	-	-	24	12	-	36	
LCVP	-	-	-	-	-	-	84	36	-	120	
LCH	-	-	4	2	3	-	3	2	1	15	
LCI(L)	-	-	19	28	19	16	18	28	16	144	
LCI(S)	32	-	-	-	-	-	-	-	-	32	
LST(1)	-	-	3	-	-	-	-	-	-	3	Capacity: Each 35 vehicles, 1 personnel.
LST(2)	-	-	20	22	22	46	22	21	48	201	
LCT(3)	-	-	20	10	20	50	-	-	-	100	
LCT(4)	-	-	70	100	90	-	-	30	60	350	
LCT(5 & 6)	-	-	20	-	-	-	110	85	-	215	
LCF	-	-	7	4	7	-	7	4	-	29	
LCG(L)	7	-	7	3	6	-	6	3	-	25	
LCT(CB)	-	-	1	1	1	-	2	-	-	5	
LCT(A)	-	-	8	8	16	-	8	8	-	48	
LCT(HE)	-	-	8	-	-	-	8	-	-	16	
LCS(L)1	4	-	-	-	-	-	-	-	-	4	
LCS(L)2	6	4	-	-	-	-	-	-	-	10	
LCT(R)	-	-	9	5	8	-	9	5	-	36	
LCP(L) Smoke	-	-	36	18	36	-	36	18	-	144	
LBF	-	-	-	-	15	-	-	-	-	15	

- NOTE:-
- (i) The figures given above are for planning purposes only, and are subject to amendment.
 - (ii) Assault Group J4 provides the lift for nine commandos and two ranger battalions.

TABLE 'B' - CRAFT AND BARGES
ALLOTTED FOR FERRY SERVICE

Item	Type (a)	For use on BRITISH sector (b)	For use on US sector (c)	Total serviceable D day (d)	Remarks (e)
1	LCM (3)	194	198	392	
2	LCM (1)				
3	LBV (2)	97	87	184	
4	LBE	30	20	50	
5	IBO	49	32	81	
6	LBW	10	6	16	
7	LCVP	316	211	527	
8	LBK	5	3	8	

- NOTE:-
- (i) Two LSD will be available for the operation.
 - (ii) Only one half of the net numbers of ferry craft and barges are expected to be working at any one time.
 - (iii) In addition to the craft and barges in Table 'B' above, all LCT (5) and (6) in the assault forces are earmarked for the ferry service.



Estimate of Merchant Shipping available

MT SHIPPING

1. 224 MT ships can be made available for the operation. In addition, a proportion of the stores coasters (see paragraph 2 below) can be made available to carry MT during the first few days of the operation at the expense of stores tonnages.

STORES SHIPPING

2. The following is the maximum coastal shipping likely to be available for stores:-

<u>No.</u>	<u>Type</u>	<u>Cargo capacity at 80 cubic feet</u>	<u>Total cargo availability</u>	<u>Total Shipping tonnage</u>
80	Small	200 tons	16,000 tons	32,000 tons
130	Medium	450 "	58,500 "	117,000 "
90	Large A (medium MT)	900 "	81,000 "	162,000 "
90	Large B (large MT)	1,750 "	157,500 "	315,000 "
			<hr/> <hr/> 313,000 tons	<hr/> <hr/> 626,000 tons

It is estimated that this shipping will give an average daily lift of 25,000 tons.

3. It will be necessary to release a large proportion of the coasters after the initial phase of the operation. It was originally intended that all except 100,000 tons of coastal shipping should be replaced by ocean-going shipping during the period D plus 30 to D plus 42, but both the period of transition and the coast tonnage to remain in service are now under review.

ESTIMATE OF LAND FORCES AVAILABLE ON 31ST MAY, 1944

UNITS	US		BRITISH AND CANADIAN		REMARKS
	Present in UK	Operationally available (c)	In UK	Operationally available	
Infantry divisions	13	12	10	10	
Armoured divisions	6	5	5	5 (a)	(a) Includes one POLISH armoured division.
Airborne divisions	2	2(-)*	2	2	
L of C divisions			1	1	
Separate parachute regiments	4	4			
Tank and armoured brigades			10	10 (b)	(b) Includes one flail brigade, one CDL brigade, two DD brigades, two independent armoured brigades, and four independent tank brigades.
Armoured group composite	4	4			
Armoured group light	1	1			
Commandos			8	8	
Ranger battalions	2	2			
Independent infantry brigade			1	1	

(c) US units are assumed to be operationally available thirty (30) days after arrival in the theater.

SUMMARY OF UNITS OPERATIONALLY AVAILABLE 31ST MAY, 1944

US
19 divisions (-one Parachute RCT)
5 armoured groups
2 Ranger battalions
4 separate parachute regiments

BRITISH
17 divisions
1 L of C division
10 armoured or tank brigades
1 independent infantry brigade
8 commandos

* The 504 RCT of the 82nd Airborne Division is expected to depart NATO early April for UK. It is not expected to be operationally available by 31st May.

NOTE:
NO BRITISH formations under War Office or Home Forces are included in above totals.

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APPENDIX 'D'
to SHAEP (44) 22
dated 10 March, 1944

ESTIMATE OF THE AIR FORCES AVAILABLE IN
THE UNITED KINGDOM - 1st JUNE, 1944

Type of squadron (a)	U/E A/C per sqn (b)	Estimated number of Sqns available in UK 1st June 1944 (c)	Possible allocation of ARAF Sqns to Operation 'OVERLORD' 1st June, 1944 (d)
<p><u>US</u> (Based on US Flow Chart dated 1st January, 1944, 3rd Edition.)</p>			
<p><u>Eighth Air Force</u></p>			
(Note i) Bomber heavy day	12	165	-
Fighter day	25	45	-
Photo recce	12	4	-
<p><u>Ninth Air Force</u></p>			
Bomber medium	16	32	32
Bomber light	16	12	12
Fighter day	25	63 (note vi)	63
Fighter night	12	3	3
Fighter recce	18	4	4
Photo recce	12	4	4
(Note ii) Troop carrier	13	52	52
<p><u>BRITISH</u></p>			
Fighter day	18	59	42)
Fighter bomber	18	18	16) (Note iv)
Fighter recce	18	8	5 (Note v)
Fighter night	18	22	6 (Note iv)
Bomber light			
(a) Bomber Command	20	6	-
(b) TAF	18	12	12
Photo recce	18 (4 at 20)	8	4
(Note i) Bomber heavy night	20 (Note iii)	72 (Note iii)	-
<u>38 Group</u> (Troop carrier)	26	3	3
	20	2	2
<u>British Transport Command</u>	30	5	-



2.

- NOTES:
- (i) The proportion of the heavy day and night bomber effort to be employed for attacks on targets directly related to the land operations will be decided by the Combined Chiefs of Staff. The Air Commander-in-Chief, Allied Expeditionary Air Force, will advise the Supreme Commander on the employment of the allotted effort and will be responsible for passing requirements in this connection to the US and BRITISH Heavy Bomber Commands.
 - (ii) Including four troop carrier groups transferred from NAAF.
 - (iii) Figures are an equivalent based on anticipated total number of aircraft. Some squadrons may have more than 20 U/E. Reduced expansion of total number of squadrons available, from 74 to 72 $\frac{1}{2}$, is due to increased wastage and increased requirements for Halifax aircraft for 38 Group and for overseas.
 - (iv) May be augmented by a maximum of nine fighter and two fighter/bomber squadrons from ADGB. In addition two night fighter squadrons are held in reserve.
 - (v) In addition two squadrons of Hurricane IVs and one squadron of Spitfire Vs (F/R) are held in reserve.
 - (vi) Includes three fighter groups from the MEDITERRANEAN.
 - (vii) A further eight fighter squadrons have been asked for.



APPENDIX 'E'
to SHAEF (44) 22
dated 10 March, 1944

ESTIMATE OF AIR LIFT FOR AIRBORNE FORCES LIKELY
TO BE AVAILABLE ON 1 JUNE 1944

1. AIRCRAFT	U/E A/C	Initial Lift	Immediate Reserve	Tactical Reserve
(A) <u>US IX TROOP CARRIER COMMAND</u> (Based on AGWAR Message R 9669/F314 of 19 February, 1944)				
13½ Groups Dakotas	986 (a)	810 (b)	176	-
(B) <u>38 GROUP</u>				
4 Squadrons Albemarles	104	88	16	-
4 Squadrons Stirlings	104	88	16	-
2 Squadrons Halifax	40	36	4	-
(C) <u>BRITISH TRANSPORT COMMAND</u>				
5 Squadrons Dakotas	150	135 (b)	15	-
TOTAL	1384	1157 (c)	227	-
<hr/>				
2. GLIDERS	CG-4A	Horsa	Hamilcar	
(A) IX Troop Carrier Command	2000	400	-	
(B) 38 Group	-	850	50	
TOTAL	2000	1250	50	
<hr/>				
3. GLIDER PILOTS	CG-4A or Horsa	CG-4A	Horsa	Hamilcar
(A) IX Troop Carrier Command	676	676	-	-
(B) 38 Group	-	-	1170	60
TOTAL	676 (a)	676 (a)	1170 (a)	60 (a)

- NOTES:** (a) This total includes 200 additional aircraft and crews made available by augmenting the strength of US Groups from 52 to 73 aircraft and crews per group.
- (b) Dakotas can carry normal load and tow one CG-4A, or part load and tow one Horsa.
- (c) Total available lift capacity is dependent entirely upon airborne plan and the combinations of paratroop transports, tugs and gliders selected.
- (d) A glider normally carries a crew of two pilots.



ADMINISTRATIVE FUNCTIONS OF SUPREME HEADQUARTERS

First Phase - Command of ground forces vested in 21 Army Group

SHAEF will:-



1. Prepare outline administrative plans for future allied operations.
2. Co-ordinate as necessary both inter-service and inter-allied administrative policy.
3. Allocate material resources in short supply until shipped overseas.
4. Make representation to UNITED STATES Departments or BRITISH Ministries concerning policy and material requirements whenever these influence the theater as a whole.
5. Deal on policy matters with other national authorities.
6. Co-ordinate policy as to requisitioning and purchasing in the theater of operations, including policy as to hiring of labour and policy as to allocation of local resources.
7. Determine policy in POL matters; approve POL plans from the long-term viewpoint; and allocate as necessary POL products.
8. Co-ordinate as may be necessary plans and construction of airfields.
9. Co-ordinate policy on discipline, honours and awards, welfare and health.
10. Co-ordinate policy concerning prisoners of war.
11. Co-ordinate movement policy as a whole so as to ensure optimum use of available facilities including:-
 - a. Shipping routes and requirements.
 - b. Combined movement policy in the overseas theater as a whole.
 - c. Policy as to port and rail development in the overseas theater as a whole.
 - d. Movement policy for Civil Affairs.