The 39. Infanterie-Division was formed in July 1942 in Elsenborn from reserve units in Wehrkreis VI and transferred to the Flushing area of Holland, and later to the Bruges, Ghent, and Antwerp areas of Belgium. In March 1943 the division moved to the Krasnograd area of the eastern front. In the spring and summer of 1943 it participated in offensive engagements in the Kharkov, Belgorod, Volchansk, and Chuguev areas.

til Sep 19, 1943, and Gen. Maj. Paul Mahlmann until Nov 11, 1943, when he was

ordered to report to the 353. Inf. Div. as its commander.

From August to October it defended the Krasnograd and Kremenchug areas, when part of the division withdrew to the Uman area via Smela and Znamenka, and part remained in the Kremenchug area until December 5, 1943. The 39. Infanterie-Division staff was transferred to Bruck a.d. Mur, Austria, Wehrkreis XVIII, in November, and re-formed as the 41. Festungsdivision staff, December 2 - 10, 1943.

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Sep 15 - Dec 11, 1943

<u>Item</u>	<u>Dates</u>	Item No.	<u>Roll</u>	1st Frame
Ia, Kriegstagebuch l. Formation of the division in Elsenborn and transfer to the Flushing and Middelburg areas, and in August, to the Bruges, Ostend, Ghent, and Antwerp areas; training activities, occupation duties, air and coastal defense, and construction of fortifications; replacement by the 171. Reserve-Division and transfer to the eastern front. The division was subordinate to Wehrkreis VI (Minster-Westfalen), AOK 15, and Gen.Kdo. "Schelde" (LXXXIX.	Jul 7, 1942 -			. ;;
A.K.) under the command of Gen.Lt. Hugo Höfl.	Mar 7, 1943	27919/1	907	1
Ia, Anlagen z. KTB 1. Reports, orders, and overlays.	Jul 7, 1942 - Mar 2, 1943	27919/2-3	907	104
Ia, Kriegstagebuch 2. Transfer from West Flanders to the Krasnograd-Karlovka area; offensives in the Kharkov, Belgorod, Volchansk, and Chuguev areas; and with-drawal via Kharkov, Merefa, and Staroverovka to the area north of Krasnograd. The division was subordinate to Pz.AOK 4, XLVIII. Pz.K., and the XLII. and LII. A.K., successively, under the command of Gen.Lt. Ludwig Löweneck.	Mar 1 - Sep 15, 1943	36359/1	907	541
Ia, Anlagen z. KTB 2 und Ic, Tätigkeitsberichte. Reports, orders, messages, announcements, directives, maps, and overlays. Also, periodic activity reports of the Intelligence Branch.	Mar 4 - Sep 15, 1943	36359/2 - 36359/12	907 - 909	763, 637
Ia, Kriegstagebuch 3 mit Anlagen. Orders, directives, messages, order of battle charts, and maps pertaining to defensive and antipartisan operations in the Krasnograd, Kremenchug, Znamenka, Smela, and Uman areas until Dec 5, 1943; transfer of the division staff to Bruck a.d. Mur, Austria, Wehrkreis XVIII, in November and its disbandment, and formation of the 41. Festungsdivision staff, Dec 2 - 10, 1943. The division was subordinate to the LII., XI., LXXXIX., and XVIII. A.K., under the command of Oberst Maximilian Hünten un-				