

THE ART OF WAR

by Sun Tzu

A Plain-English Adaptation

Faithful modern prose, chapter by chapter

Adapted for modern readers

A Note on This Edition

The Art of War is a Chinese military treatise attributed to Sun Tzu (Sunzi), traditionally dated to the late Spring and Autumn period, around the 5th century BCE. It is organized into thirteen chapters, each devoted to a distinct facet of warfare, from the moral and material calculations that decide whether to fight, through terrain, maneuver, logistics, and the use of spies.

This edition is a plain-English adaptation. The chapter structure and numbered passages of the original are preserved, but the language has been rewritten in clear, contemporary prose so a modern reader can follow the argument without the friction of archaic phrasing. Fixed metaphors that no longer carry their old force have been rephrased in ordinary terms; the underlying counsel is left as Sun Tzu gives it.

The original text is in the public domain. The wording of this adaptation is a fresh paraphrase and does not reproduce any modern translator's language.

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Chapter 1 — Assessing the Situation

1. War is a matter of life and death for a nation. It decides survival or ruin, so you must study it with the greatest care.
2. There are five factors that decide the outcome, and you weigh them by asking seven questions.
3. The five factors are: moral cause, weather, terrain, leadership, and discipline.
4. Moral cause is what puts the people in step with their ruler, so they will follow him through anything without fear.
5. Weather covers heat and cold, the seasons, and the times when nature helps or hinders you.
6. Terrain covers distance, whether the ground is easy or difficult, open or closed in, and whether it favors life or death.
7. Leadership means wisdom, honesty, kindness, courage, and firmness in the commander.
8. Discipline means clear organization, a proper chain of command, and tight control of supplies.
9. Every commander has heard of these five. The one who truly understands them wins; the one who does not, loses.
10. So when you plan, weigh the situation by asking: Whose leadership has the stronger moral cause? Which commander is more capable? Which side has weather and terrain in its favor? Whose discipline is tighter? Whose army is stronger? Whose troops are better trained? Whose system of reward and punishment is clearer?
11. From the answers to these seven questions I can tell you, before a single blow is struck, who will win and who will lose.

12. A commander who takes my advice will win — keep him. One who ignores it will lose — send him away.
13. Once you have accepted the plan, look for every advantage beyond it. Adapt to changing circumstances rather than clinging to the plan.
14. All warfare is based on deception.
15. So when you are able, appear unable. When you are active, appear inactive. When you are near, make the enemy believe you are far. When you are far, make him believe you are near.
16. Lure him with the promise of gain. Throw him into disorder and then strike.
17. If he is prepared, be ready for him. If he is strong, avoid him.
18. If he is quick to anger, provoke him. Pretend to be weak so his pride grows.
19. If he is rested, wear him down. If his forces are united, drive a wedge between them.
20. Attack him where he is not prepared. Appear where you are not expected.
21. These are the moves that lead to victory, but they cannot be spelled out in advance.
22. Now, the commander who wins does his careful counting in the war room before the fighting starts. The one who loses does little counting beforehand. Much counting leads to victory; little counting leads to defeat — and no counting leads to certain ruin. By watching this alone I can see who will win and who will lose.

Chapter 2 — Waging War

1. In an operation of a thousand fast chariots, a thousand heavy chariots, and a hundred thousand armored troops, with supplies moved a thousand miles, the daily cost — at home and at the front, for guests of state and for materials like glue and paint, and for keeping the chariots and armor in working order — will reach a thousand pieces of silver a day. That is what it takes to raise an army of a hundred thousand.
2. When you go to war, the goal is quick victory. Drag it out, and your weapons dull, your soldiers' spirit fades, and if you besiege a city your strength gives out.
3. Keep an army in the field too long, and the country will not be able to pay for it.
4. Once your weapons are dull, your spirit gone, your strength spent, and your treasury empty, other rulers will move against you while you are down. Then no adviser, however wise, will be able to save you.
5. So in war I have heard of clumsy speed, but I have never seen skill that came from delay.
6. No country has ever profited from a long war.
7. Only a leader who fully understands the cost of war can fully understand how to fight it profitably.
8. The skilled commander does not raise a second call-up or send a third convoy of supplies from home.
9. Take your equipment from home, but take your food from the enemy. That way your army eats well.
10. A country grows poor by supplying an army at a distance. Long-distance supply drives the people into poverty.

11. Where an army is stationed, prices rise. When prices rise, the people's savings run out. When savings run out, they cannot pay their share of the war.
12. With strength drained and money gone, families are stripped bare. Sevenths of what an ordinary household earns disappears. Government stores — chariots broken, horses spent, armor and helmets, bows and arrows, spears and shields, oxen and wagons — lose six-tenths of their value.
13. So a wise commander lives off the enemy. One cartload of the enemy's grain is worth twenty of your own. One measure of his fodder is worth twenty of your own.
14. What drives soldiers to kill is anger; what drives them to seize the enemy's supplies is reward.
15. So when you take ten or more chariots in a chariot battle, reward the man who took the first one. Change out the enemy's flags for your own, mix the captured chariots into your own force, and treat the captured soldiers well. This is what it means to defeat the enemy and grow stronger while doing it.
16. In war, then, what you want is a decisive victory, not a long campaign.
17. So the commander who understands war holds the people's fate in his hands. He decides whether the country lives in peace or in danger.

Chapter 3 — Winning Whole

1. In war, the best outcome is to take the enemy's country whole; smashing it is a worse result. Better to take his army whole than to destroy it. Better to take a regiment, a company, or a squad intact than to break it.
2. So winning a hundred battles out of a hundred is not the highest skill. Breaking the enemy's will without fighting is the highest skill.
3. The best strategy is to defeat the enemy's plans. Next best is to break up his alliances. After that comes attacking his army in the field. The worst is besieging his walled cities.
4. Siege is the last resort. Building shields and siege engines takes three months. Piling up the earthworks takes another three.
5. A commander who cannot hold his temper and orders his men to swarm the walls like ants will lose a third of them and still not take the city. That is the disaster of a siege.
6. So the skilled commander subdues the enemy's army without fighting a battle, captures his cities without a siege, and overthrows his country without a long campaign. He aims to take everything whole and win the whole world — his troops never wear out, and his gains are complete. This is the art of winning by planning.
7. The rule of war is: with ten to one, surround him. With five to one, attack him. With two to one, split him in half.
8. If forces are even, be ready to fight. If you are fewer, be ready to withdraw. If you are far weaker, be ready to slip away.
9. A small force that fights stubbornly to the last will only be captured by the larger one.
10. A commander is the support beam of the country. If the beam is solid, the country is strong. If the beam is cracked, the country is weak.

11. There are three ways a ruler brings disaster on his own army:
12. By ordering an advance when the army cannot advance, or a retreat when it cannot retreat. This is hobbling the army.
13. By trying to run the army as if it were his court, without understanding how it works. This confuses the officers.
14. By meddling in the chain of command without understanding how authority flows. This shakes the troops' confidence.
15. Once the army is confused and its confidence is shaken, rival rulers will move in. That is what it means to throw away victory by disturbing your own army.
16. There are five ways to know you will win. You will win if you know when to fight and when not to fight. You will win if you know how to handle both large and small forces. You will win if the whole army — top and bottom — has the same purpose. You will win if you are ready and wait for the enemy who is not. You will win if your commander is capable and the ruler does not interfere. These five are the signs of coming victory.
17. So it is said: know the enemy and know yourself, and you will not be in danger in a hundred battles. Know yourself but not the enemy, and for every win you will lose. Know neither, and you will lose every fight.

Chapter 4 — Positioning

1. In the old days, skilled commanders first made themselves impossible to beat, and then waited for the enemy to make himself possible to beat.
2. You control whether you can be beaten. Whether the enemy can be beaten is up to the enemy.
3. So even the most skilled commander can make himself unbeatable — but he cannot force the enemy to be beatable.
4. That is why it is said: you can see victory coming, but you cannot always make it happen.
5. You make yourself unbeatable by defending. You beat the enemy by attacking.
6. You defend when your strength is not enough. You attack when you have more than enough.
7. The best defender hides deep in the earth. The best attacker moves as if from high in the sky. That way he protects himself completely and wins a total victory.
8. Seeing a victory that everyone else can see is not real skill. Winning a battle and having the whole country call you brilliant is not real skill either.
9. Lifting a light hair does not prove you are strong. Seeing the sun and moon does not prove your eyesight is sharp. Hearing a thunderclap does not prove your ears are keen.
10. The commanders the ancients called skilled were the ones who beat opponents who were already easy to beat.
11. So their victories brought them no reputation for cleverness and no medals for courage.

12. They won because they made no mistakes. No mistakes means the victory was already certain — they only had to defeat an enemy who had already lost.
13. The skilled commander puts himself in a position where he cannot be beaten and does not miss any chance to beat the enemy.
14. So the winning army wins first and then fights. The losing army fights first and then hopes to win.
15. The good commander builds up moral cause and holds discipline together. That is how he controls whether he wins or loses.
16. There are five things to check when planning: distance, quantity, calculation, comparison, and outcome. Measure the ground, and you get quantity. From quantity you get calculation. From calculation you get comparison. From comparison you get the outcome.
17. So a winning force is like a pound weight against a grain — massively outmatched. A losing force is a grain against a pound.
18. When a winning force goes into action, it is like pent-up water crashing down into a canyon. That is what position looks like.

Chapter 5 — Force

1. Managing a large army is the same as managing a small one — it is a matter of organization and clear signals.
2. Fighting with a large army is the same as fighting with a small one — it is a matter of formations and clear communication.
3. You can make sure your whole army can take a shock from the enemy and still hold together by mixing the direct move with the indirect move.
4. Your army should hit the enemy like a grindstone dropped on an egg — the solid crushing the hollow.
5. In battle, engage directly, but win by moving indirectly.
6. A commander who is good at surprise moves has more of them than the sky has weather patterns, more than the rivers have flow. Like the sun and moon, they set and rise again. Like the seasons, they pass and come around.
7. There are only five musical notes, yet their combinations make more melodies than anyone can hear. There are only five colors, yet their mixes make more shades than anyone can see. There are only five tastes, yet their blends make more flavors than anyone can name.
8. There are only two kinds of moves in battle — the direct and the indirect — but their combinations are endless.
9. Direct and indirect give birth to each other in a circle with no beginning or end. Who could ever exhaust them?
10. Water rushing down with enough force will lift stones — that is the power of position. A hawk striking hard enough to break its prey — that is the power of timing.
11. So the skilled commander creates overwhelming force and picks the exact moment to release it.

12. His force is like a fully-drawn crossbow. His timing is like the trigger being pulled.
13. In the noise and dust of battle, when everything looks like confusion, he keeps his own force from actually falling into confusion. In the chaos, when formations swirl in circles, he cannot be defeated.
14. Disorder can be born out of order. Cowardice can be born out of courage. Weakness can be born out of strength.
15. Whether an army looks orderly or disorderly comes down to organization. Whether it looks brave or cowardly comes down to positioning. Whether it looks strong or weak comes down to how it is arrayed.
16. So the commander who is good at moving the enemy shows him a shape the enemy has to react to. He offers a bait, and the enemy takes it. He dangles a prize, and moves the enemy where he wants him, with his own troops ready to pounce.
17. So the skilled commander looks to the force of the situation, not to individual soldiers. He knows how to pick the right people and then let the force of the situation work through them.
18. A man who understands this force moves his soldiers the way you would roll logs and stones. Logs and stones stay still on flat ground and roll on a slope. Squared logs sit; round ones roll.
19. So the force built by a skilled commander is like round stones rolling down a mountain a mile high. That is what force looks like.

Chapter 6 — Weakness and Strength

1. Whoever gets to the battlefield first and waits is rested. Whoever gets there second and rushes into the fight is worn out.
2. So the skilled commander makes the enemy come to him instead of letting the enemy make him come.
3. He can make the enemy come to him by dangling a reward, and keep the enemy away by threatening pain.
4. If the enemy is rested, wear him out. If he is well-fed, starve him. If he is settled, keep him on the move.
5. Show up where the enemy has to hurry to meet you. Move fast to places he does not expect.
6. You can march a thousand miles without exhausting the men if you travel through empty country.
7. You can be sure of taking your objective by attacking places the enemy is not defending. You can be sure your defense will hold by defending places the enemy will not attack.
8. So against a good attacker, the enemy does not know where to defend. Against a good defender, the enemy does not know where to attack.
9. So subtle — so subtle it becomes invisible. So mysterious — so mysterious it becomes silent. That is how you become master of the enemy's fate.
10. When you advance and cannot be blocked, it is because you are hitting where he is weak. When you pull back and cannot be caught, it is because you move too fast to be followed.
11. When I want to fight, the enemy cannot avoid it — even hiding behind high walls and deep ditches — because I strike where he has to defend. When I do not want to fight, I can hold a line drawn on the ground and he will not attack, because I have pulled him off in another direction.

12. So I show the enemy some shape while keeping my own shape hidden. That way my forces stay concentrated and his get spread out.
13. If I am concentrated in one place and he is spread across ten, I outnumber him ten to one at the point of contact. I can meet a smaller force with a much larger one.
14. If he does not know where I plan to strike, he must be ready everywhere. The more places he prepares, the fewer men he has anywhere in particular.
15. If he defends his front, his rear is weak. If he defends his rear, his front is weak. If he defends his left, his right is weak. If he defends his right, his left is weak. If he tries to defend everything, he is weak everywhere.
16. Weakness comes from getting ready for everything at once. Strength comes from making the enemy get ready for everything at once.
17. So if you know where the fight will happen and when, you can march a thousand miles to be there.
18. If you do not know where or when, then your left cannot help your right and your right cannot help your left, your front cannot help your rear and your rear cannot help your front — and that is over even short distances.
19. By my count, an army may be large but that alone will not decide the fight.
20. So I say: victory can be made. Even if the enemy is bigger, I can keep him from fighting the battle he wants to fight.
21. So probe him and find out his plans. Study him and see the shape of his strengths and weaknesses. Force him to show his formation and see where he stands. Test him at a small point and see where he is strong and where he is weak.
22. The perfect formation shows no shape at all. When there is no shape to see, no spy — no matter how deep inside — can figure out your plans, and no strategist can outsmart you.

23. I take victory from the shape of the enemy right in front of me, and yet the crowd cannot see how I did it. Everyone sees the shape my victory took, but nobody sees the shape I had to see in order to win it.
24. So I never repeat the tactics that won me the last fight. I keep changing my methods to fit the endless variety of situations.
25. War is like water. Water flows down from high ground to low. War flows away from strength and toward weakness.
26. Water shapes itself to the ground it runs across. An army shapes its victory to the enemy it faces.
27. So an army has no fixed method, just as water has no fixed shape.
28. The commander who can change his tactics to fit the enemy and still win is the one people call divine.
29. Of the five elements, none always wins over the others. Of the four seasons, none stays forever. Days come short and long, and the moon waxes and wanes.

Chapter 7 — Maneuvering

1. The rule of war is this: the commander receives his orders from the ruler. He gathers the troops and forms the army, and camps them where they need to be. Then comes the hardest part — maneuvering.
2. The hardest part about maneuvering is turning a long, winding route into the shortest one, and turning trouble into an advantage.
3. So take a roundabout path, and lure the enemy off with the promise of a reward. That way you can leave after him and still arrive first. That is understanding the trick of the winding route.
4. Maneuvering can bring big rewards and it can bring disaster.
5. If you push the whole army with all its baggage to grab an advantage, you will not get there in time. If you leave the baggage behind, you will lose it.
6. If you strip the men down and force-march them day and night, covering twice the normal distance to reach an objective a hundred miles away, all three of your commanders will be captured. The strong soldiers get there first, the tired ones drop behind, and only about one in ten arrives.
7. If the march is fifty miles, the commander of the leading force will go down and only about half your army will get there. For thirty miles, about two-thirds will make it.
8. An army without its supply train is done for. Without food, it is done for. Without material reserves, it is done for.
9. So without knowing the plans of the neighboring rulers, you cannot make alliances. Without knowing the ground — mountains, forests, cliffs, marshes, swamps — you cannot march the army. Without local guides, you cannot use the ground to your advantage.
10. So an army uses deception to keep going, weighs the situation to decide when to move, and splits up and combines as needed.

11. Fast, it moves like the wind. Slow, it stands like a forest. It raids like fire. It sits like a mountain. It hides like the dark. It hits like a thunderbolt.
12. When you plunder the countryside, split up the men to search it. When you take new ground, split up your forces to hold it.
13. Weigh every move carefully before you make it.
14. The commander who first grasps the trick of the winding route wins. This is what maneuvering is about.
15. The Book of Army Command says: because voices cannot carry far, we use drums and gongs. Because eyes cannot see far, we use flags and banners.
16. Drums, gongs, flags, and banners are how you focus every man's ears and eyes on the same thing. Once the army is acting as one, the brave cannot rush ahead alone and the cowards cannot slink back alone. This is how you manage a large force.
17. So in night fighting, use plenty of torches and drums. In day fighting, use plenty of flags and banners. That way you can reach the ears and eyes of every soldier.
18. You can steal the enemy army's spirit. You can steal the enemy commander's confidence.
19. In the morning, soldiers have keen spirit. By midday it grows flat. By evening they only want to go back to camp. So a skilled commander avoids the enemy when the enemy's spirit is keen and hits him when it is flat or gone. This is knowing how to manage spirit.
20. You stay organized to face an enemy who is disorganized. You stay calm to face an enemy who is agitated. This is knowing how to manage the mind.
21. You wait close to the battlefield for an enemy coming from far away. You wait rested for an enemy who is exhausted. You wait full for an enemy who is hungry. This is knowing how to manage strength.

22. You do not intercept an enemy whose banners are in perfect order. You do not attack an army lined up in solid formation. This is knowing how to handle changing conditions.
23. So the rule of war is: if the enemy holds high ground, do not attack uphill. If he has a hill at his back, do not press him. If he pretends to run, do not chase. Do not attack elite troops. Do not swallow the bait. Do not stop an army going home. Leave an opening for a trapped enemy. Do not press a cornered enemy too hard.
24. This is the rule of war.

Chapter 8 — The Nine Variations

1. The rule of war is this: the commander receives his orders from the ruler, gathers the troops, and forms the army.
2. Do not camp on broken ground. On crossroad country, make alliances. On dangerous ground, do not linger. On enclosed ground, make a plan. On desperate ground, fight.
3. There are roads you do not take. There are armies you do not attack. There are cities you do not besiege. There is ground you do not fight over. There are orders from the ruler you do not carry out.
4. A commander who really understands these variations knows how to run an army. If he does not understand them, then even if he knows the ground he cannot make use of it.
5. A commander who runs an army without knowing these variations cannot even get the best out of his men, even if he knows the five basic advantages.
6. That is why a wise commander always considers both the advantage and the danger in every situation. Considering the advantage keeps him confident. Considering the danger keeps him out of trouble.
7. You keep other rulers under control by threatening what they cannot afford to lose. You keep them busy by giving them problems to deal with. You keep them moving your way by offering them something they want.
8. So the rule of war is: do not count on the enemy failing to come — count on being ready for him. Do not count on him failing to attack — count on making it impossible for him to attack you successfully.
9. There are five dangers in a commander that can ruin him: If he is reckless, he will get killed. If he is a coward, he will be captured. If he is quick to anger, he can be provoked. If he is too fond of his reputation, he can be shamed into

a mistake. If he loves his men too much, he can be worn out worrying about them.

- 10.** These five faults are disasters in a commander and ruin in a war.
- 11.** When an army is destroyed and its commander killed, you can always trace it back to these five. You must think hard about them.

Chapter 9 — The Army on the March

1. When it comes to camping the army and reading the enemy, follow these guidelines.
2. In mountains, cross by way of the valleys, camp on high ground with a clear view, and never climb up to attack. That is how you handle mountain country.
3. After crossing a river, get well away from it. If an invading enemy is crossing a river toward you, do not meet him in the water — let half his army cross, then hit him. That is the best moment. If you want a battle, do not fight him right at the water's edge. Camp high with the sun at your back. Never fight moving upstream. That is how you handle river country.
4. In salt marshes and swamps, get across quickly and do not linger. If you have to fight in marshland, keep the water and grass close and put a stand of trees at your back. That is how you handle marsh country.
5. On flat ground, take a level spot with your right and rear on higher ground, danger in front and safety behind. That is how you handle open ground.
6. These four kinds of country are the reason the ancient rulers who understood these things won so much.
7. Every army prefers high ground to low, sunny ground to shady. If the men are healthy and the camp is dry, sickness will not touch them — and that means victory.
8. When you come to hills or embankments, camp on the sunny side with the high ground on your right and rear. This favors your troops and uses the ground.
9. When there has been rain in the hills upstream and foam is coming down, wait before crossing.

10. Any country of steep cliffs and torrents, deep hollows, walled-in ravines, tangled thickets, quicksands, or narrow passes should be left as fast as possible and never approached. Keep your distance from such places and force the enemy to be the one near them. Face them, and put them at his back.
11. If the country near your camp has ravines, ponds, reeds, brushwood, or thick woods, search them carefully — that is where ambushes hide.
12. When the enemy is close and quiet, he is depending on his position. When he is far off and trying to provoke a fight, he wants you to come to him. If he has camped on easy ground, he is offering you an opening.
13. When trees stir, he is coming. When there are many suspicious traps in the underbrush, he is trying to unsettle you.
14. Birds flying up in alarm mean an ambush. Startled animals mean a surprise attack.
15. Dust that rises high and narrow means chariots. Dust that spreads low and wide means foot soldiers. Dust spread out in scattered streaks means firewood parties. A little dust moving back and forth means the enemy is setting up camp.
16. Soft words while he strengthens his positions means he plans to attack. Harsh words and a threatening advance means he plans to pull back.
17. When light chariots move out first and take the flanks, he is drawing up his line. When he asks for a truce without any reason, he is planning something. When his troops are hurrying around and forming up, the moment for action has come.
18. When some of his men come forward and some fall back, he is trying to bait you.

19. When his men lean on their spears, they are hungry. When his water-carriers drink first, they are thirsty. When he sees an advantage and does not press it, he is worn out.
20. Birds circling over his camp mean it is empty. Shouting in the night means the men are afraid. Confusion in the camp means the commander has lost his grip. Flags moving around means the men have broken ranks. Officers losing their tempers means the whole army is tired.
21. When he feeds the horses grain and kills off the pack animals for meat, when the men leave their cook-pots behind and refuse to go back to their tents, he is desperate enough to fight to the death.
22. Soldiers muttering in little clusters mean the commander has lost their trust. Handing out too many rewards means he is out of ideas. Handing out too many punishments means he is at his wits' end. A commander who first bullies his men and then is afraid of them is at the bottom of the barrel.
23. When the enemy sends envoys with polite words, he wants a truce.
24. When the enemy comes marching up in anger and then stands facing you for a long time without either attacking or leaving, watch him carefully — something is up.
25. In war it is not necessarily better to have more men. Just do not advance blindly. Concentrate your strength, watch the enemy, and get the men to trust you — that is enough.
26. A man who acts without any planning and looks down on the enemy will end up captured.
27. If you punish soldiers before they are attached to you, they will not obey. Once they will not obey, they are useless. Once they are attached to you, if you fail to enforce discipline, they will still be useless.
28. So lead them with kindness and rein them in with discipline. That way you have an army that is certain to win.

29. If discipline is consistent while the men are being trained, they will obey. If it is not, they will not. When training and the men's trust go together, everyone gains.

Chapter 10 — Types of Terrain

1. There are six kinds of terrain: accessible, entangling, indecisive, narrow, steep, and distant.
2. Ground that either side can cross freely is accessible. On this ground, get to the sunny high spots first, keep your supply lines clear, and you can fight from strength.
3. Ground that is easy to leave but hard to come back to is entangling. On this ground, if the enemy is unprepared, go out and beat him. If he is ready, going out and losing means you cannot get back — that is disaster.
4. Ground where neither side gains by moving first is indecisive. Here, even if the enemy offers you a prize, do not go out. Fall back, get him to come out halfway, and then strike him. That is your advantage.
5. On narrow ground, be the first to hold it and set up a strong garrison to wait for the enemy. If he holds it first with a strong garrison, do not attack. If his garrison is weak, you may.
6. On steep ground, if you get there first, hold the sunny high side and wait for him. If he gets there first, break off and do not follow him up.
7. When both sides are far from home and evenly matched, it is hard to force a fight, and starting one gives you no advantage.
8. These are the six rules for terrain. It is the commander's job to study them.
9. There are also six ways an army can be ruined by its own faults, not by heaven or the ground: flight, insubordination, collapse, breakdown, disorganization, and rout.
10. All else equal, an army sent against another army ten times its size will run. That is flight.

11. When the soldiers are strong but the officers are weak, you have insubordination. When the officers are strong but the soldiers are weak, you have collapse.
12. When senior officers get angry and disobedient — attacking on their own initiative and picking fights before the commander even knows what they are up against — you have breakdown.
13. When the commander is weak and easygoing, orders are not clear, officers and men have no fixed duties, and formations are sloppy, you have disorganization.
14. When a commander cannot size up the enemy, sends a small force against a large one, sends weak troops against strong ones, and does not put an elite force in the lead, you have rout.
15. These six are all ways to lose. It is the commander's job to study them.
16. The shape of the ground is the commander's biggest ally. Sizing up the enemy, calculating the odds of winning, and figuring out distances and difficulty of the ground are all things the top commander does. A commander who fights with a clear grasp of these will win. A commander who fights without them will lose.
17. So if the situation shows you can win, fight — even if the ruler said not to. If it shows you cannot win, refuse to fight — even if the ruler ordered you to.
18. A commander who advances without seeking glory and retreats without fearing blame, whose only thought is to protect his country and serve his ruler, is a national treasure.
19. If you treat your soldiers like your own children, they will follow you into the deepest valley. If you treat them like your own sons, they will stand with you to the death.

20. But if you spoil them so much that you cannot give an order, or love them so much that you cannot enforce discipline, or ignore them when they get out of hand, then they are like spoiled children — useless.
21. If you know your own troops are ready to attack but do not know that the enemy is not open to attack, you have gone halfway to victory. If you know the enemy is open to attack but do not know that your own troops are not ready, you have gone halfway to victory. If you know the enemy is open to attack, and your troops are ready, but do not know that the ground makes fighting impossible, you have still only gone halfway.
22. So the person who really understands war never gets confused once he starts moving, and never runs out of options once battle is joined.
23. So it is said: know the enemy and know yourself, and your victory will be safe. Know the ground and know the weather, and your victory will be complete.

Chapter 11 — The Nine Kinds of Ground

1. The rule of war recognizes nine kinds of ground: scattering, easy, contested, open, crossroad, serious, difficult, enclosed, and desperate.
2. When a ruler fights inside his own country, that is scattering ground.
3. When he goes into the enemy's country but not far in, that is easy ground.
4. Ground that would be a big win for whichever side takes it is contested ground.
5. Ground where either side can move freely is open ground.
6. Ground that borders three other countries, so whoever holds it can reach most of the known world, is crossroad ground.
7. When you go deep into enemy country, with many enemy cities and towns behind you, that is serious ground.
8. Mountain forests, cliffs, marshes, swamps, and any country that is hard to march through is difficult ground.
9. Ground you enter through a narrow pass and can only leave by winding paths, where a small enemy force can beat a large one, is enclosed ground.
10. Ground where you win only by fighting to the last man and lose otherwise is desperate ground.
11. So: on scattering ground, do not fight. On easy ground, do not stop. On contested ground, do not attack. On open ground, do not let your forces get separated. On crossroad ground, make alliances. On serious ground, live off the country. On difficult ground, keep moving. On enclosed ground, use trickery. On desperate ground, fight.
12. The commanders of old who were called skilled kept the enemy's front and rear from linking up, big and small units from supporting each other, officers and men from helping each other, and men above and below from

cooperating. They kept the enemy's forces scattered and stopped him from ever really concentrating. They moved when it suited them and stopped when it did not.

13. You may ask: if the enemy comes at me in strong, disciplined formation, how do I handle him? I answer: grab something he cannot afford to lose, and he will do what you want.
14. Speed is the soul of war. Take advantage of the enemy not being ready, hit him by unexpected routes, and strike where he is not defending.
15. The rule for an invading force is this: the deeper you go into enemy country, the more your army sticks together, and the harder it is for the defender to stop you.
16. Take supplies from the rich fields around you, and the army will be well-fed.
17. Take good care of the men and do not overwork them. Keep their morale up and their strength saved. Move the troops around and use crafty plans, so the enemy cannot figure out what you are doing.
18. Put them into a corner they cannot escape, and they will fight to the death instead of running. If they will die rather than run, the officers and men will give everything they have.
19. Soldiers pushed to the edge stop being afraid. With nowhere to run they stand firm. Deep in enemy country they stick together. When they have no choice, they fight.
20. That kind of army is watchful without being drilled, does what the commander wants without being told, is loyal without being pressed, and can be trusted without oaths.
21. Forbid predictions from omens and ban rumors, so the men have nothing to worry about until they die.

22. The men do not throw away their belongings because they do not care about them; they do not want to die because they hate living. On the day of battle, some of them will weep — those sitting will soak their coats, those lying down will wet the ground under their faces. But once you put them in a spot they cannot escape, they will show the courage of a Zhu or a Gui.
23. The skilled commander leads his troops the way one guides a snake. Strike its head and the tail attacks; strike its tail and the head attacks; strike its middle and both head and tail attack together.
24. You may ask: can an army be made to move like that snake? I say yes. The men of Wu and Yue hate each other, but if they were crossing a river in the same boat and a storm hit, they would help each other like the right hand and the left.
25. So tying horses in a row and burying chariot wheels are not enough to keep an army from running. What actually holds an army together — turning every man into a hero — is uniform discipline. Making full use of both strong and weak is a matter of using the ground well.
26. So a skilled commander leads his army as if he were leading one man by the hand. The man has no choice but to follow.
27. It is the commander's job to be calm and hard to read, correct and disciplined, and to keep his officers and men in the dark about what he is up to, so they cannot leak it.
28. He changes his plans and his methods so the enemy cannot see through him. He moves his camp and takes winding routes so no one can second-guess him.
29. When he calls the troops to a critical action, it is like leading them up a ladder and then kicking it away. He takes them deep into enemy country and only then releases the arrow. He burns his boats and breaks his cook-pots —

he drives them like a flock of sheep, this way and that, and no one knows where they are going.

30. He gathers the army and puts it in danger. This is what the commander's job really is.
31. The nine kinds of ground and their variations, the value of contracting and expanding, and the natural patterns of human feeling — the commander must study all of this carefully.
32. As a rule, in an invasion: the deeper in, the more united your force. The shallower in, the more likely it will scatter.
33. When you leave your own country and take the army across the border, you are on cut-off ground. Ground reachable from all sides is crossroad ground. Deep inside enemy country is serious ground. Just barely inside is easy ground. With strong defenses at your back and a narrow pass in front, you are on enclosed ground. When there is nowhere to go, you are on desperate ground.
34. So on scattering ground, I unify the men's purpose. On easy ground, I keep them close together. On contested ground, I hurry my rear units up. On open ground, I keep the defenses tight. On crossroad ground, I strengthen my alliances. On serious ground, I make sure the food supply keeps flowing. On difficult ground, I keep marching. On enclosed ground, I block the exits. On desperate ground, I show the men that survival means fighting.
35. The nature of a soldier is to resist when surrounded, fight hard when forced to, and obey when things are desperate.
36. So you cannot form alliances without knowing the plans of the neighboring rulers. You cannot march your army without knowing the ground. You cannot use the ground without local guides.
37. A commander who does not understand even one of these things is not fit to lead the army of a great power.

38. When a great power attacks a lesser one, the lesser power's allies cannot form up in time. When it puts real pressure on the enemy, the enemy's alliances cannot come together. So the great power does not bother competing to build alliances, does not build up other rulers' power, and does not seek to make peace with anyone. It relies on its own reach. It threatens the enemy with its own strength — and so it takes his cities and topples his country.
39. Give out rewards without regard to standard rules and hand out orders that go beyond the usual practice. Move a large army as if you were giving one man a task.
40. Give the men their orders but do not give them your reasons. Tell them the advantage but not the danger.
41. Put them into desperate ground, and they will survive. Put them into deadly ground, and they will live.
42. It is only when an army is put in a tight spot that it can grab victory out of defeat.
43. The whole art of running a war is to carefully match the pattern of the enemy's moves. Focus all your force in one direction and you can march a thousand miles and still kill the enemy commander. This is what it means to accomplish something by cleverness.
44. So on the day you take command, close the frontier passes, cancel diplomatic travel papers, and stop letting envoys through. Meet with your council in the war room and settle the plan.
45. If the enemy opens the door, hurry through it. Take what he values most before he does, and pick the day of battle in secret. Match his pattern and let it decide the fight.

- 46.** So at first behave like an innocent girl — until the enemy leaves an opening. Then rush in like a hare that has slipped a snare, and he will not have time to stop you.

Chapter 12 — Attack by Fire

1. There are five ways to attack by fire: burn men, burn stores, burn the baggage train, burn arsenals, and burn supply lines.
2. To use fire you need the right conditions. The materials for setting fires must be ready in advance.
3. There are proper seasons for setting fires and proper days for starting a blaze.
4. The proper season is when the weather is dry. The proper days are when the moon is in certain constellations — the Sieve, the Wall, the Wing, or the Crossbar — because those days bring strong winds.
5. When attacking with fire, be ready to respond to the five situations it creates.
6. If fire breaks out inside the enemy camp, be ready outside at the same moment.
7. If a fire is set but the enemy stays calm, wait and do not attack right away.
8. When the flames are at their fiercest, follow up with an attack if you can. If you cannot, hold back.
9. If you can start fires from outside the enemy camp, do not wait for someone inside — set them when the time is right.
10. Set fires upwind, not downwind. Do not attack from downwind.
11. A wind that blows all day will die down at night.
12. The army must know these five ways of fire attack, must watch for the right days, and must always be ready.
13. Using fire as backup for an attack is intelligent. Using water as backup for an attack is powerful. Water can cut an army in two, but it cannot take away everything the enemy owns.

14. Winning battles and taking objectives without following up on your gains is unlucky — call it wasted effort. That is why it is said that an enlightened ruler plans ahead, and a good commander follows up.
15. Do not move unless you see an advantage. Do not commit troops unless you see a way to gain something. Do not fight unless the situation is desperate.
16. A ruler must not send troops just because he is angry. A commander must not start a battle just because he is frustrated.
17. Move if it is to your advantage. Stay put if it is not.
18. Anger can turn back into cheer. Frustration can turn back into contentment. But a country that has been destroyed cannot be brought back to life, and dead men cannot be brought back to life.
19. So an enlightened ruler is careful, and a good commander is on his guard. This is the way to keep the country safe and the army whole.

Chapter 13 — The Use of Spies

1. Raising an army of a hundred thousand and marching it a thousand miles costs the people and the treasury a thousand pieces of silver a day. There is trouble at home and abroad, people worn out on the roads, seven hundred thousand households unable to work their fields.
2. Two sides may face off for years, waiting for the one day the outcome is decided. To grudge the pay and honors it would take to know the enemy's situation is the height of stupidity.
3. A man like that is no leader of men, no help to his ruler, and no master of victory.
4. What lets an enlightened ruler and a good commander move first, hit hard, and win beyond what ordinary men can imagine is foreknowledge.
5. Foreknowledge cannot be pulled out of spirits, or read from omens, or worked out by looking at the stars. It has to come from people — people who know what the enemy is doing.
6. So there are five kinds of spies to use: local spies, inside spies, turned spies, doomed spies, and surviving spies.
7. When all five are working at once and no one can figure out the system, it is what people call the divine web. It is the ruler's greatest treasure.
8. Local spies are ordinary people from the enemy's country whom you use.
9. Inside spies are officials of the enemy whom you use.
10. Turned spies are the enemy's own spies whom you have flipped and now use.
11. Doomed spies are your own agents to whom you feed false information, so they leak it to the enemy.
12. Surviving spies are the ones who come back with reports.

13. So of all the people close to the commander, no one should be closer than his spies. No one should be more generously rewarded than his spies. No one's work should be more carefully hidden than his spies'.
14. Only a truly wise commander can use spies. Only a truly humane and just one can hold on to them. Only a truly subtle and thoughtful one can get the truth out of their reports.
15. Subtle, subtle — there is no place where spies cannot be used.
16. If a piece of secret information gets out before its time, both the spy and everyone he told must be put to death.
17. Whatever army you want to hit, whatever city you want to attack, whatever man you want to kill — you must first learn the names of the guards, the aides, the gatekeepers, and the sentries in charge of him. Send your spies to find all this out.
18. You must find the enemy's spies who have come to spy on you. Bribe them, take care of them, and turn them into your own agents. That is how you get your turned spies, and how you get to use them.
19. Through what a turned spy tells you, you can recruit local and inside spies to work for you.
20. Through what a turned spy tells you, you can feed false information to a doomed spy and make sure the enemy hears it.
21. Through what a turned spy tells you, you can send your surviving spies at just the right times.
22. The ruler must know how to run all five kinds of spies. All of that knowledge starts with the turned spy. So the turned spy must be treated with great generosity.

23. In the old days, the rise of the Shang dynasty was because Yi Yin had served the Xia. The rise of the Zhou dynasty was because Lü Ya had served the Shang.
24. So only an enlightened ruler and a wise commander can put the sharpest minds to work as spies, and by doing so accomplish great things. Spies are the essential thing in war. The whole army moves based on what they report.