Welcome to the Romance of the Three Kingdoms Podcast. This is episode 40.

When we left off last time, Yuan Shao was dead, and his three sons quickly took to squabbling with each other and getting smacked around by Cao Cao. When push came to shove and Cao Cao was on the brink of destroying them, however, the three brothers put their differences aside for just long enough to hold down the fort in Ji (4) Province and prevent Cao Cao from breaching the city. Cao Cao then decided that the best course of action was to give these guys a little breathing room and wait for them to turn on their most hated enemy -- each other. So Cao Cao marched his army off to invade Liu Biao's Jing (1) Province instead.

The sons of Yuan Shao did not turn on each other immediately. They first took a few minutes to congratulate each other on fending off Cao Cao. But after Yuan Xi (1), the middle brother, and Gao (1) Gan (4), their cousin, left for their respective home provinces, Yuan Tan (2), the eldest brother, and Yuan Shang (4), the youngest, began to plot against each other.

Yuan Tan said to his advisers Guo Tu and Xin Ping, "I am the eldest son, but I did not get to inherit my father's title. Yuan Shang was born to my stepmother, and yet he got the inheritance. I cannot let this go."

"My lord, you should move your troops to outside the city," Guo Tu said. "Then invite Yuan Shang and his adviser Shen (3) Pei (4) to your camp for a feast, where you can ambush and kill them. Then all will be taken care of."

Yuan Tan agreed. Just then, Wang (2) Xiu (1), the assistant inspector of Qing (1) Province, arrived.

Yuan Tan told him what he was planning, and Wang Xiu said, "Brothers are like left and right hands.

Right now you are fighting against an enemy. How can you cut off your right hand and still expect to

win? If you cannot hold your brother dear, then whom can you hold dear? Please turn a deaf ear to those who would turn brother against brother for some trifle gain."

Alas, the only one Yuan Tan turned a deaf ear to was Wang Xiu (1), as Yuan Tan angrily dismissed him and proceeded with the plan to off his brother.

When Yuan Shang got the dinner invitation, he talked it over with Shen Pei, who easily saw through the deception.

"This must be Guo Tu's scheme," Shen Pei said. "If you go, you would walk into their trap. Instead, you should take this opportunity to attack them."

So Yuan Shang donned his armor and led 50,000 troops out of the city. When Yuan Tan saw his brother show up with 50,000 uninvited guests, he knew the plan was a bust. So the heck with it! He also donned his armor and led his troops out to settle this on the battlefield.

As soon as they saw each other, Yuan Shang began to curse Yuan Tan, and Yuan Tan returned the favor, accusing him of poisoning their father. The two then engaged in a little mano-a-mano single combat, but Yuan Tan was no match for his little brother, so he turned and ran. Yuan Shang, braving stones and arrows in a way he never did against Cao Cao, drove his brother's army off in the direction of Pingyuan (2,2) before returning to the city.

Despite his setback, Yuan Tan soon came back for round two. He ordered an officer named Cen (2) Bi (4) to attack the city, and Yuan Shang led an army out to meet him. Once they lined up, Cen (2) Bi (4) began to curse Yuan Shang. But before Yuan Shang could ride out to meet him, his general Lü (2) Kuang (4) had beaten him to the punch, wielding his saber and riding out to fight Cen (2) Bi (4). After just a few bouts, Lü Kuang cut down Cen (2) Bi (4), so Yuan Tan's army once again scurried back to Pingyuan.

At Shen Pei's advice, Yuan Shang pursued all the way to Pingyuan, where Yuan Tan could not hold his ground and retreated inside the city and refused to come out. Yuan Shang then laid siege to the city on three sides.

When Yuan Tan consulted his adviser Guo Tu, the latter said, "There are few provisions in the city, and the enemy is too strong. In my unworthy opinion, you should send a messenger to Cao Cao to submit your surrender and ask him to attack Ji Province. That will force Yuan Shang to fall back to save his city, and then you can pursue and attack. Then Yuan Shang will be yours for sure. If Cao Cao destroys Yuan Shang, then we can seize Yuan Shang's supplies and deny them to Cao Cao. Cao Cao's army is far from home. Once their provisions run low, they will naturally retreat, and then we can claim Ji Province and plan our next step."

Yuan Tan agreed, and they decided to send Xin (1) Pi (2), the younger brother of Xin (1) Ping (2), another of Yuan Tan's advisers, as the envoy. Yuan Tan gave him a letter addressed to Cao Cao and sent 3,000 soldiers to escort him to the border of their territory.

When Xin (1) Pi (2) found Cao Cao, Cao Cao was on his way to attack Jing Province. Liu Bei, who had recently found refuge with Liu Biao, the imperial protector of Jing Province, after being whipped by Cao Cao, was leading an army as Liu Biao's vanguard to meet the invaders. The two sides had pitched camp but had not yet fought a battle.

Xin Pi met with Cao Cao, conveyed Yuan Tan's desire to submit, and offered up Yuan Tan's letter as proof. Cao Cao read the letter, then kept Xin Pi in his camp while he discussed the matter with his staff.

"Yuan Tan is reeling from attacks by Yuan Shang. His surrendering to us is not by choice and cannot be trusted," said Cheng (2) Yu (4), one of Cao Cao's advisers.

The officers Lü (3) Qian (2) and Man (2) Chong (3) also chimed in and said, "Your excellency has already brought your army here. How can you turn around now to help Yuan Tan?"

However, another adviser, Xun (2) You (1), disagreed.

"You are in error," he said to the other three. "In my unworthy opinion, the country has just seen a drastic turn of events, yet Liu Biao merely sits within his own borders instead of trying to expand because he lacks ambition. The Yuans, on the other hand, hold four provinces and hundreds of thousands of troops. If these two brothers put aside their differences and work together to defend what is theirs, then who knows how things will play out? Right now, they are fighting each other and one of them has been pushed into surrendering to us. We should take this opportunity to eliminate Yuan Shang, then wait for the right moment to wipe out Yuan Tan. Then the country will belong to us. We cannot miss this opportunity."

Cao Cao was delighted with Xun You's analysis, so he invited Xin Pi (2) back to his tent for wine. As they were drinking, Cao Cao asked Xin Pi, "Is Yuan Tan's surrender real or fake? How certain are you that we can defeat Yuan Shang's army?"

"Your excellency need not ask whether this surrender is real or fake," Xin Pi answered. "The situation speaks for itself. The Yuans have suffered defeat year after year. Their armies are exhausted, and their advisers have been either dismissed or executed. Slander and scheming have divided the brothers and their realm. Throw in successive waves of famine, natural disasters, and human crises, and even a fool can see that the Yuans are on the verge of collapse. Heaven has doomed them. If your excellency attack Yejun (4,4), the capital of Ji (4) Province, if Yuan Shang does not turn around to save the city, he would lose his home base. But if he turns around, then Yuan Tan would attack him from behind. Pitting your might against these exhausted foes would be like a storm sweeping away dead leaves.

"Compare that to your current campaign against Jing Province. Jing is a prosperous territory where the government and the people exist in harmony. It is too strong to be shaken right now. Besides, your biggest concern is none other than the Hebei region controlled by the Yuans. If you tame Hebei, your hegemony will be set. Please consider this."

At this, Cao Cao said happily, "I only regret not having met you sooner!"

So that day, Cao Cao ordered his army to turn around and make for Ji Province. On the other side of the battlefield, Liu Bei was worried about potential trickery, so he did not give chase and instead returned to Jing Province.

When Yuan Shang heard that Cao Cao was coming back his way, he hurriedly retreated to Yejun (4,4) and ordered his top generals Lü (3) Kuang (3) and Lü (3) Xiang (2) to guard his rear. When Yuan Tan saw Yuan Shang retreating, he mobilized his forces and gave chase. After pursuing for just 10 miles, his forces ran smack into Lü Kuang (3) and Lü Xiang (2), who were waiting with two detachments of soldiers.

But instead of coming to blows with these two, Yuan Tan instead said to them, "When my father was alive, I always treated you two with respect. Why do you now serve my brother and turn against me?"

When they heard this, the Lü (3) brothers dismounted and surrendered to Yuan Tan, but Yuan Tan told them, "Do not submit to me. Submit to Prime Minister Cao."

So the two officers followed him back to camp. When Cao Cao's army arrived, Yuan Tan introduced him to the Lü brothers. Cao Cao was so delighted that he promised Yuan Tan his daughter's hand in marriage and ordered the Lü brothers to serve as matchmakers, a very important role in the ancient Chinese nuptials.

Having gotten on Cao Cao's good side, Yuan Tan now asked him to besiege Ji Province, but Cao Cao hemmed and hawed on this.

"Right now I'm having trouble resupplying my army because transportation is difficult," Cao Cao said. "I am redirecting a couple waterways to make it easier. Once my supply route is improved, then I will attack."

So Cao Cao told Yuan Tan to sit tight at Pingyuan for the time being, while he led his army temporarily back to Liyang (2,2). He also took the Lü brothers with him, giving both titles of nobility.

Once Cao Cao left, the adviser Guo Tu said to Yuan Tan, "Although Cao Cao promised to marry his daughter to you, it may not be sincere. And now he has taken Lü Kuang and Lü Xiang (2) with him and rewarded them handsomely. He is trying to win over the people of the North. This will be trouble for us eventually. Your lordship should secretly deliver two seals of office to the Lü brothers, naming them generals, so as to keep them loyal to you and have them be your inside men. Once Cao Cao has defeated Yuan Shang, then we can move against him."

Yuan Tan did as Guo Tu suggested and sent the seals of office to Lü brothers. But when they received the seals, they immediately showed them to Cao Cao. When Cao Cao saw these, he laughed and said, "Yuan Tan is trying to make you his mole within my ranks so that he can move against me once I defeat Yuan Shang. You should accept his offer for now. I will deal with this."

From that point on, Cao Cao began to harbor intentions of doing away with Yuan Tan.

As for Yuan Shang, he was talking with his adviser Shen Pei about how to prepare for the attack that was surely coming now that Cao Cao is moving to shore up his supply lines.

"Have the officer Yin (3) Kai (3) garrison the city of Maocheng (2,2) to shore up that supply line,"

Shen Pei suggested. "Also, have Ju (3) Gu (3), the son of the late adviser Ju (3) Shou (4), defend the

city of Handan (2,1) as backup. Your lordship can then launch a lightning strike against Yuan Tan at Pingyuan. Eliminate him first, and then defeat Cao Cao."

Yuan Shang liked that idea, so he left Shen Pei and the civil official Chen (2) Lin (2) in charge of Ji Province, while he himself led an army to attack Pingyuan.

When Yuan Tan got word of this coming invasion, he immediately reported it to Cao Cao, who said, "This time, Ji Province will be mine for sure."

As they were speaking, Xu (3) You (1), the adviser who abandoned Yuan Shao to join Cao Cao a couple episodes back, arrived in camp from the capital. When he heard about Yuan Shang's attack, he went in to see Cao Cao.

"Why is your excellency just sitting around?" Xu You asked. "Are you waiting for an act of god to kill the Yuan brothers?"

"I have it all figured out," Cao Cao said with a smile. He then ordered the general Cao Hong (2) to attack Yejun (4,4), while Cao Cao led an army to attack Maocheng (2,2).

When Cao Cao's army got near, Yin (3) Kai (3), the guy Yuan Shang sent to defend Maocheng (2,2), led an army out to meet them. When Yin (3) Kai (3) rode out to the front, Cao Cao turned and asked, "Where is Xu (2) Chu (3)?"

At that, Xu Chu galloped out and made straight for Yin (3) Kai (3). Yin Kai was caught off guard and was cut down with one swing of Xu Chu's blade. The rest of his men all scattered and eventually surrendered to Cao Cao.

So Cao Cao now pushed onward to attack Handan (2,1), where Ju (3) Gu (3) came out to face him. This time, it was the officer Zhang Liao who rode out for battle. Within just three bouts, Ju (3) Gu (3) proved to be no match for Zhang Liao and tried to flee. Zhang Liao gave chase, and when he had drawn near, he fired an arrow that fell Ju (3) Gu (3). Cao Cao's troops then scattered the rest of the enemy.

So both lines of defense that Yuan Shang had set up had now fallen, and Cao Cao's main army arrived at the walls of Yejun (4,4). Cao Cao ordered his men to construct dirt mounds and secretly dig tunnels to try to breach the city.

Inside the city, Shen Pei mounted a stiff defense and ran a very tight ship. Feng (2) Li (3), the officer defending the east gate, got drunk one day and missed his patrol duties and was severely punished by Shen Pei. Bearing a grudge, Feng (2) Li (3) slipped through an underground passage to outside the city and defected to Cao Cao. Cao Cao asked him for ideas on taking the city, and Feng (2) Li (3) said, "The earth is thick behind one of the small gates. we can tunnel our way in through there."

So Cao Cao ordered him to lead 300 crack troops and tunnel in overnight. However, Shen Pei was no dummy. Ever since Feng (2) Li (3) defected, Shen Pei had been personally inspecting the troops defending the wall every night. That night, when he arrived at the small gate that Feng (2) Li (3) was talking about, Shen Pei noticed that there were no lights outside the city on that wing, and he immediately guessed what was going on. So he ordered his men to bombard the tunnel with heavy rocks. The tunnel caved in, and Feng (2) Li (3) and his 300 soldiers were all buried alive. After this setback, Cao Cao gave up on the whole tunneling idea and moved his army back to the banks of the Huan (2) River to wait for Yuan Shang to come back.

Speaking of Yuan Shang, he was in the middle of attacking Pingyuan when he got word that Cao Cao had broken through all his defenses and had surrounded Ji Province. So he turned his army around to save his home base. His officer Ma (3) Yan (2) said, "Cao Cao must have laid down an ambush on the main road. We should take the backroads and launch a surprise raid on his camp to break the siege."

Yuan Shang took his advice and led the main army onward, with Ma (3) Yan (2) and another officer, Zhang (1) Yi (3), bringing up the rear. But spies soon delivered this intel to Cao Cao, who could not be happier that Yuan Shang was taking the backroads.

"If he had come along the main road, I would have tried to avoid him," Cao Cao said. "But if he's taking the backroads, then I can capture him with one battle. I expect Yuan Shang will use fire as a signal for the troops inside the city to charge out and provide reinforcement, so I shall divide my troops to face them."

When Yuan Shang arrived at the mouth of the Fu (4) River along the backroads, he stationed his army at Yangping (2,2), a few miles away from Ji Province, with the banks of the river bordering one side of his camp. He then ordered his men to prepare firewood so they can start a fire to send a signal that night.

He also had his first secretary, Li (3) Fu (2), disguise himself as an enemy commander so that he could slip through the enemy ranks and reach the walls of the city. Once there, Li (3) Fu (2) shouted for the soldiers inside to open the gates. Shen Pei recognized his voice and let him in.

"Yuan Shang has stationed his army at Yangping (2,2) and is waiting to make a move," Li (3) Fu (2) told Shen Pei. "If you send troops out from the city, start a fire as the signal."

So Shen Pei prepared to start a fire. Li Fu (2) then suggested, "The city is running low on provisions. We can send the old and weak soldiers, along with the women, out of the city to surrender. While the enemy's guard is down, our troops can storm out on the heels of the civilians to attack them."

Shen Pei took this advice. The next day, a white flag went up on the city wall, saying, "The civilians of Ji Province are surrendering."

Cao Cao, however, was not fooled. "They are running low on provisions, so they are sending the civilians out to surrender. Their army will surely be right behind the civilians."

So Cao Cao had his generals Zhang Liao and Xu Huang each lead 3,000 troops and lie in wait on the wings. Cao Cao himself rode under a canopy to the foot of the city. There, he saw the city gates flung open, and civilians streamed out, all holding white flags. And sure enough, as soon as the last civilian had gone out of the city, troops followed.

But Cao Cao was well-prepared. With one wave of a red flag, Zhang Liao and Xu Huang's troops stormed out and pushed the enemy troops back inside the city. Cao Cao himself galloped toward the city gate, but when he reached the drawbridge, he was greeted with a shower of arrows, one of which pierced his helmet and almost struck his head.

Cao Cao's officers quickly hustled him back to his own lines, but Cao Cao was not ready to call it a day. He changed clothes and horses, and then led his officers to attack Yuan Shang's camp. Yuan Shang came out to fight, but in the ensuing scrum, his army was routed.

Yuan Shang fled and fell back. Once he managed to get his army to regroup and set up camp, he sent for the two officers who were bringing up the rear, intending on using their troops for reinforcement. But unbeknownst to him, Cao Cao had sent the Lü brothers to go convince those two guys to surrender, which they did and were promptly rewarded with their own titles of nobility.

That same day, Cao Cao advanced on Yuan Shang's position, using his former officers to cut off his supply lines. Yuan Shang knew he couldn't hold his position, so he fled that night to Lankou (2,3). But before he could set up camp, torches lit up all over, and enemy troops sprang out of hiding. With no time to don their armor or saddle their horses, Yuan Shang's troops were sent running again for another 15 miles or so.

By now, Yuan Shang's troops were exhausted, and he had no choice but to send word to Cao Cao's camp that he was willing to surrender. Cao Cao, ever the crafty one, said, "Sure, I'll accept your surrender." But that very night, he sent Zhang Liao and Xu Huang to go raid Yuan Shang's camp. Yuan Shang left everything behind and fled toward Zhongshan (1,1).

Having dealt with Yuan Shang, Cao Cao now turned around and went back to laying siege to Ji

Province. Xu You suggested that he redirect the Zhang (1) River to flood the city, so Cao Cao sent his
soldiers out to dig a trench around the city that had a circumference of more than 10 miles to prepare
to receive the water from the river.

Shen Pei was watching from the city walls and saw that Cao Cao's troops were digging a trench, but it was a rather shallow trench. So he laughed and said, "They are trying to use the Zhang River to flood the city. But to do that, you need a deep trench. What good is such a shallow trench going to do them?"

So Shen Pei did not worry too much about this. But that night, Cao Cao increased the number of soldiers digging ten fold, and by morning, they had a nice, deep trench. The water from the river poured in, and the city was flooded. On top of that, the city had now run out of food, so being wet was the least of their worries, as the soldiers inside were starving to death.

While the guys inside the city were just trying desperately to hold on, outside the city, Xin (1) Pi (2), the guy that Yuan Tan had sent to offer his surrender to Cao Cao, was leading the call for them to give up. He hanged from a spear the clothes and cord that Yuan Shang had left behind in his hasty retreat, and called out to those inside the city walls to surrender.

When Shen Pei saw this, he was outraged. So he rounded up Xin Pi's entire family of 80-some people, who just happened to be living in the city, and brought them to the top of the city walls, where Xin Pi could see them. There, Shen Pei had all of them executed and tossed their heads off the wall. Xin Pi wailed as he watched this massacre. I guess he should've remembered that his family was still inside the city.

Shen Pei may have shut Xin Pi up, but the situation inside the city was no less dire. And his butchering of Xin Pi's family had unforeseen consequences. Shen Pei's own nephew, Shen (3) Rong

(2), was a good friend of Xin Pi's, and witnessing the massacre of his friend's clan did not sit well with him. So he wrote a letter offering to open up the city gates. He then tied the letter to an arrow and fired it off the walls. Cao Cao's soldiers retrieved it, delivered it to Xin Pi, who delivered it to Cao Cao. Cao Cao then gave the order that if his troops breach Ji Province, they are to spare the Yuan clan. As for enemy soldiers and civilians, anyone who surrenders must be spared as well.

The next morning, Shen (3) Rong (2) flung the west gates open, and Cao Cao's army poured in, with Xin Pi leading the way. At that moment, Shen Pei was on the southeastern city wall. When he saw that Cao Cao's enemy had stormed into the city, he led a few riders to go fight to the death. They ran into Cao Cao's general Xu Huang, who captured Shen Pei alive, tied him up, and brought him outside the city.

On their way out, they ran into Xin Pi, and you can guess how ... umm ... happy Xin Pi was to see the guy who butchered his whole family in front of him. With his teeth grinding, Xin Pi whipped Shen Pei on the head with his horse whip and cursed him, "You bastard! Now you are going to die!"

"Xin Pi you traitor!" Shen Pei shot back. "You helped Cao Cao breach my city. My only regret is that I couldn't kill YOU!"

Xu Huang broke up this little back-and-forth and took Shen Pei to see Cao Cao.

"Do you know who opened the city gate for me?" Cao Cao asked Shen Pei.

"No."

"It was your nephew Shen (3) Rong (2)."

"That no good brat!" Shen Pei cursed.

"Yesterday, when I arrived at the foot of the city, why did you fire so many arrows at me?" Cao asked.

"I only wish it were more," Shen Pei answered.

"Your loyalty to the Yuan family left you no choice but to do so," Cao Cao said. "But now, are you willing to surrender to me?"

"Never! Never!" Shen Pei shouted.

When Xin Pi saw Cao Cao attempting to give Shen Pei a way out, he fell to his knees and wept.

"My 80-some family members all met their end at this villain's hand! I pray that your excellency will kill him to avenge them!"

Shen Pei, however, showed no remorse or fear.

"In life and in death, I am a servant of the Yuans, not like you fawning, wheedling villains!" he said to Xin Pi. Then he turned to Cao Cao and said, "You should execute me at once!"

So Cao Cao decided to make everybody happy and ordered executioners to lead Shen Pei outside to his death. As he prepared to meet his end, Shen Pei said to the executioners, "My master is in the north. I must not die facing south!"

So he kneeled facing north and stuck his neck out to receive the killing blow.

A poet later lamented Shen Pei's end thus:

Above the northland's many famous men,

Shen Pei truly rises all the more.

For laying down his life for feckless lord

And standing fast as truest man of yore.

Loyal and straight, to his lord a vassal frank,

Pure and able, proof against temptation.

He faced his lord as he faced his end:

Let all defectors know their degradation.

After Shen Pei was executed, Cao Cao was moved by his loyalty and ordered that he be buried north of the city.

Now it was on to other matters. just as Cao Cao prepared to enter the city, he saw the executioners escorting another prisoner his way. This was Chen (2) Lin (2). Now, we haven't really mentioned him much for a long time, but remember that when Yuan Shao first decided to declare war on Cao Cao, he sent out a declaration that condemned not only Cao Cao, but also Cao Cao's entire ancestral line. The guy who penned that condemnation was none other than Chen Lin.

So what cruel fate does Cao Cao have in store for him? Find out next time on the Romance of the Three Kingdoms Podcast. Thanks for listening.