

071: The Fourth Syrian War – A Tale of Two Kingdoms

[The king of the north's] sons shall wage war and assemble a multitude of great forces, which shall advance like a flood and pass through, and again shall carry the war as far as his fortress. Moved with rage, the king of the south shall go out and do battle against the king of the north, who shall muster a great multitude, which shall, however, be defeated by his enemy.¹ – Daniel 11:10-11

In the year 222 B.C., the fortunes of two of the world's most powerful dynasties were at complete odds. The kingdom of Egypt, lorded over by the House of Ptolemy, was riding high thanks to the skilled administration of its first three rulers. Its capital of Alexandria was undergoing a cultural efflorescence, and the fertility of the Nile River made them the wealthiest men and women on Earth. Like his forebears, Ptolemy III Euergetes died peacefully in bed that year, and was followed by the smooth transition of power to his twenty-year-old son Ptolemy IV.² In contrast, the geographically larger Seleucid Empire was on the verge of collapse. From the 240s through the 220s, the empire was rocked by a series of crises: the invasion of Ptolemy III during the Third Syrian War, the movement of nomadic tribes from the Eurasian steppes into the Iranian plateau, and revolts from seditious governors. Despite the competency of Seleucus II Callinicus, a civil war between him and his brother Antiochus Hierax would seriously threaten the stability of the monarchy. In 226, Hierax was eventually driven from his kingdom in Anatolia and murdered by a Celtic chieftain.³ Seleucus himself died shortly after from a fall from his horse, leaving the empire in control of his son Seleucus III.⁴ A campaign to retake Asia Minor was in the works, but the younger Seleucus was assassinated by his officers in 223.⁵ There was now only one remaining male in the Syrian dynasty, the nineteen-year-old Antiochus III. The reigns of both Ptolemy IV and Antiochus III were incredibly important to the fates of their respective kingdoms and the wider Hellenistic world, though for very different reasons. Instead of my usual format of splitting each narrative thread into separate episodes, I am going to combine the early careers of each young king before I cover the Fourth Syrian War, the culmination of all previous conflicts between the Seleucid and Ptolemaic houses.

Let us start with Antiochus. A relatively young and inexperienced princeling, the diadem fell upon his brow at the age of nineteen or twenty, and in no uncertain terms his situation was precarious. Seleucus III had been murdered in Asia Minor during the year 223 while Antiochus was probably in Babylonia.⁶ The imperial heartland of Syria was therefore unoccupied, but it did not mean that there would be no competitors if he delayed in his return. Antiochus was able to make his way to Syria to undergo his coronation, but headed back to the east soon afterwards. Given the sudden lack of any male heirs in the family, Antiochus was quickly wedded to a first cousin named Laodice, daughter of Mithridates II of Pontus. The two first met and married at the bridge Zeugma of the twin cities of Seleucia-on-the-Euphrates and Apamea-on-the-Euphrates, before bringing her back to Antioch to present her as his queen.⁷ Though Laodice had Greco-Macedonian ancestry through her mother, it was the first time in almost a hundred years since a Seleucid ruler took a bride from an Iranian background.⁸ Pontus was not

¹ Daniel 11:10-11, NRSV Translation

² Polybius, 2.71.3

³ Justin, 27.3.11; Pliny the Elder, 8.158

⁴ BCHP 10, Rev. 8'-9'; BCHP 12

⁵ Polybius, 5.40.6, 5.41.2; Appian, *Syrian Wars*, 66; Pompeius Trogus, 27; Justin, 29.1.3; OGIS 272, 277

⁶ Polybius, 5.40.5 says Antiochus was dwelling "in the interior"; Grainger, J.D. (2015): 1, 5 argues it was likely Babylonia.

⁷ Polybius, 5.43.1-4

⁸ The last time was Seleucus I and Apama, see below. Roller, D.W. (2020): 50-51

a particularly powerful kingdom at the time, but securing a friendly neighbor's loyalty and acquiring a wife for the last remaining male in the family made it a very convenient arrangement. Their marriage on the border of Seleucia and Apamea was quite symbolic – perhaps Antiochus was looking to reinforce the idea of dynastic unity by directly recalling his ancestor Seleucus' marriage to the Iranian Apama, as reflected in the names of each city. A display of familial harmony would strengthen Antiochus' unsteady position, and their union would provide enough children to swell the dynasty's numbers, as attested to by the couple's siring of at least four daughters and three sons.⁹

With his coronation complete and the imperial household somewhat stabilized, Antiochus had to take an inventory of the problems afflicting the empire. In Asia Minor, the Attalid dynasty overseeing Pergamon had moved from being semiautonomous governors to independent kings, and were actually the target of Seleucus III's Anatolian campaign before his untimely murder. The furthest satrapies of Bactria and Parthia had either been placed under new management or lost entirely during the reign of Seleucus II, but their remoteness meant that they would have to be dealt with another time. Nestled in Egypt, the Ptolemies were the greatest rivals of the Seleucids, and with three Syrian Wars historically occurring after the accession of a new king, a conflict seemed inevitable. They appeared to have their own problems though, and did not seem poised to take the initiative at this time. Ironically, the greatest threat to the safety of Antiochus and the empire as a whole would come from the king's own council. The main political body of the empire was always centered around the king and a group of elites serving as his ministers and officials, often referred to as the *philoï* or Royal Friends. Unfortunately for Antiochus, many of these men had grown quite powerful, either under the wavering eye of Seleucus III or shortly following his death. As with Antiochus' contemporary Philip V of Macedonia, these officials divided into several factions, some looking to manipulate the young king for their own gain while others looked to carve a piece out of the fracturing realm as their own personal fiefdoms.

The council of the king was made up of four major members: Hermeias, Epigenes, Achaeus, and Molon. Of the four, Hermeias of Caria held the greatest amount of power, having previously served as the standing regent while Seleucus was in Anatolia, and continued to occupy a similar role under Antiochus. According to Polybius, Hermeias was also the most malignant and paranoid influence in the court, eager to prop up his own position while conspiring to put down others who he deemed as rivals for the affection of the king.¹⁰ Alongside the minister would be Epigenes, a soldier through and through who served on the council as a military advisor. Unfortunately, Hermeias absolutely loathed the man since he was a popular figure among the soldiery, and the minister would repeatedly try to undermine the general's credibility. Far away in the western periphery of the empire, there was Achaeus. This name may be familiar to those who remember my episode on the War of the Brothers: there was a prominent house of Asia Minor during the third century descended from a man named Achaeus the Elder, who may or may not have been a blood relation of Seleucus I. His children and grandchildren would be tightly woven into the family trees of several dynasties, including the Seleucids and later the Attalids of Pergamon. Antiochus' mother Laodice was herself a granddaughter of the Elder Achaeus, and aunt of the Younger Achaeus.¹¹ This Achaeus accompanied Seleucus III at the time of his death, and even avenged the fallen king by apprehending the assassins and immediately executing them. It is a tad

⁹ Kosmin, P.J. (2016): 210-211; Kurht, A. and White, S.S. (1993): 15

¹⁰ Polybius, 5.41.1-3

¹¹ Polybius, 4.51.4

suspicious that they were never interrogated, but we are told nothing else to indicate any sort of wrongdoing.¹² His troops initially offered him the diadem, but he declined and pledged his loyalty to Antiochus instead, who allowed him to remain the governor of Asia Minor. His first order of business was to continue the Anatolian campaign where Seleucus left off, as he battled against Attalus I with great success, driving the king back to Pergamon.

Lastly, there was Molon. His background is unknown, but he was considered important enough to be granted the satrapy of Media in central Iran, and his brother Alexander was also the satrap of Persis.¹³ These men were responsible for the remaining territories that formed the Upper Satrapies, but they appear to have been chafing under Hermeias' tyranny, and did not hold a high opinion of Antiochus on account of his age and apparent malleability by his advisor. As early as 222, Molon and Alexander declared their independence once the king had left for Syria, providing enough bribes to secure the loyalty of local troops and officials alike.¹⁴ Instead of sending Epigenes to deal with these rebellious satraps, Hermeias' jealousy compelled Antiochus to give command to two generals named Xenon and Theodotus, who marched to confront the rebels in the autumn of that year. These men were not prepared for the ferocity of Molon's attacks, and were soon sent scurrying by the combined might of the forces arrayed under the satrap. With no immediate opposition, Molon and his army spent the winter of 222/221 camped near Ctesiphon, intending to besiege Seleucia-on-the-Tigris, the royal capital of Mesopotamia.¹⁵

Antiochus was deeply disturbed by the news, but was preoccupied with the management of another campaign. Epigenes advised that having the direct presence of the king could convince much of the rebellious troops to change sides, but with the reassurance of Hermeias, Antiochus issued another general Xenoetas to head to the Upper Satrapies and strike down this insolent governor once and for all.¹⁶ Xenoetas quickly met up with the remaining loyal satraps of Susiana and the Persian Gulf, and approached the Tigris River by the spring of 221. Emboldened by the defection of some of Molon's soldiers, the general led his men across the river and successfully captured the camp of his opponent, for it appeared that Molon had fled in the face of the royal army.¹⁷ After a night of celebration and drinking, the unwary Seleucid troops were roused from their slumber by the stampede of horses and men charging into the camp. It turns out that Molon had feigned his retreat and hid in the countryside, before returning to slaughter the somnolent troops. Nearly the entire Seleucid force was killed, including Xenoetas himself. Seleucia was soon taken afterwards, as were the cities Susa and Charax Spasinou along the Gulf.¹⁸ Molon had marched west as far as Dura-Europos at the Euphrates, meaning that he was now the master of Mesopotamia, depriving Antiochus of one of the empires' richest and populous provinces, along with the humiliation of losing an imperial heartland.¹⁹

¹² Polybius, 4.48.5-9

¹³ Polybius, 5.40.5

¹⁴ Polybius, 5.41.1, 5.43.5-6

¹⁵ Polybius, 5.43.7-8, 5.45.1-4; A loyal Seleucid official named Zeuxis had removed all of the boats from the region before Molon's arrival, meaning that he was unable to cross the Tigris River until the spring.

¹⁶ Polybius, 5.45.5-7

¹⁷ Polybius, 5.46.6-47.7

¹⁸ Parpas, A.P. (2016) : 154-155

¹⁹ Polybius, 5.48

With word of Molon's success, Antiochus had no choice but to call an emergency meeting to discuss his next plans of action. The situation was spiraling out of control, with as much as a third of the empire now in the hands of an aggressive rival, and the troops at home were on the verge of mutiny due to issues with missing backpay, compounded by the deprivation of Mesopotamia's taxes. Epigenes once again urged the king to remove himself from Syria and march out to defeat the traitorous satrap to restore his people's confidence, but Hermeias descended into a frothing rage upon hearing this suggestion, to the point where Antiochus was deeply disturbed by the behavior of his advisor. He chose to side with Epigenes on the matter, but excluded the general from participating in the campaign after Hermeias offered to pay the mutinous soldiers out of his own pocket on that condition.²⁰ Polybius' portrayal of the advisor, the only account we have on these events, seems almost comically one-sided, leading some authors to suggest that the historian was relying on Seleucid chronicles that sought to shift the blame for any of the king's mistakes.²¹ Such seems to be the case when Hermeias planted a forged letter from Molon among Epigenes' personal belongings, which apparently was enough to convince Antiochus to have the general executed for treason.²²

By December of 221, Antiochus crossed the Euphrates River with his troops in tow, while Molon was sequestered in Babylon. With several different avenues available to him, the king chose to split his army into three parts following the arrival of spring: based on the advice of Hermeias, headed south along the western riverbanks of Tigris, until it reached the Royal Canal that connected its waters with that of the Euphrates, which involved an arduous six-day march through desert. The other would be led by the general Zeuxis, who offered the more sensible solution by crossing the Tigris and travelling down its eastern bank, which was better provisioned and would prevent Molon from either retreating to or drawing troops from his native satrapy of Media. Antiochus journeyed down this route as well, though he made a pit stop to relieve the siege of Dura and make his presence felt among the various communities of Babylonia. Startled by the king's arrival, Molon departed from Babylon and headed north after making a lengthy crossing of the Tigris, coming to a pass in the Jabal Hamrin mountains of northeastern Iraq, where he ran into Antiochus' waiting army.²³

After a bit of skirmishing, both sides would meet for a decisive confrontation.²⁴ Each armies had their phalanxes and other heavy infantry stationed in the center, though they would play almost no role whatsoever in determining its outcome. Much of its course would be decided by the actions of those situated on the wings, as Antiochus commanded his personal guard of horsemen on the right flank, while Zeuxis and Hermeias oversaw the Companion cavalry on the left, both of which were supported by light skirmishing units. Molon would lead his own cavalry from the right wing, and delegated the left to his brother. When the battle finally commenced, the Seleucid left smashed into Molon's right wing, each side viciously fighting one another without any real progress being made. Meanwhile, as Molon's left approached the royal horsemen on the Seleucid right, they ended up defecting to Antiochus' side after seeing the king riding alongside his men. This left the infantry totally exposed, and they soon fled from the field. Molon, trapped along with the rest of his horsemen by the force of Zeuxis and Hermeias, opted

²⁰ Polybius, 5.49.1-50.9

²¹ Grainger, J.D. (2015): 4

²² Polybius, 5.50.10-14

²³ Polybius, 5.52.4-7; As per Bar-Kochva, B. (1976) : 119 and others, this is likely the modern Qyrmyzy Dereh.

²⁴ Polybius, 5.53.1-54.2; For a reconstruction of the battle with Molon, see Du Plessis, J.C. (2022) : 239-241 ; Bar-Kochva, B. (1976) : 117-123

to commit suicide rather than face the wrath of the victorious king.

Polybius attributes Antiochus' charisma and bravery as being the main contributing factor behind the defeat of Molon. This seems a bit generous, but there is no doubt that his direct participation in the battle was necessary to assert his legitimacy as a king and shake the resolve of the wavering rebel army.²⁵ Given his need for manpower, Antiochus did not exact any punishments on the surrendered troops beyond a stern lecture. The cities in Babylonia that defected were given a reasonable fine, and its administration was restructured to fill the posts with more trustworthy men. Molon's body was retrieved from the battlefield and crucified at the foot of Zagros Mountains as a warning for all those passing into Media, his family and supporters having already followed their kinsman's lead by taking their own lives.²⁶ In one fell swoop, the rebellion of Molon was ended, and Mesopotamia had returned to the fold. Antiochus proved himself in a major battle for the first time, which greatly improved his standing among the army. His victory seems to have also wet his appetite for further glory, as he turned his attention to the semi-autonomous kingdom of Media Atropatene in the east, and brought the local king Artabazanes to heel for siding with Molon. Shortly thereafter, a messenger arrived from Syria bringing the joyous news that Queen Laodice had given birth to a son named Antiochus.²⁷ For the first time in quite a few years, it seemed that stability was returning to the empire, after what seemed to be a hopelessly declining situation.

But along with the good news came the bad. While in Mesopotamia, Antiochus was informed that the situation in the western regions dramatically changed thanks to the action of Achaeus. Though he stood by the royal house in the wake of Seleucus III's death, his success against the Attalids and the remoteness of Antiochus appears to have boosted his confidence, and he used this opportunity to take the title of king in 220.²⁸ This was dangerous precedent since Achaeus could point to Seleucid ancestry, and he may have felt inclined to seize the throne much in the same vein as Antiochus Hierax did with Seleucus II – he already had plenty of military victories under his belt and avenged the murdered king, which gave him plenty of legitimacy as far as Macedonian-style kingships usually required.²⁹ Achaeus hoped that Antiochus would have been killed in his invasion into Babylonia, but was disappointed to hear of young ruler's success. An invasion of Syria was prepared, but his troops – who apparently had gone along with the coronation without much of an issue – mutinied against the idea of campaigning against their "natural" king, forcing him to turn back.³⁰ For now, Antiochus and Achaeus would have to live in a state of uneasy coexistence, as the Seleucid ruler was preparing for his new campaign. But before he could pursue that, there was still one last problem to deal with.

Since the defeat of Molon, Hermeias appeared to be unusually malicious in his behavior and attitude. His orchestration of Epigenes' execution and overall combativeness did not win him any favor with his

²⁵ Bar-Kochva, B. (1976) : 121-123 argues that a flanking maneuver by the supporting infantry on the Seleucid wings was the cause of the center's collapse, which is not explicitly mentioned by Polybius but likely due to his reliance on Seleucid propaganda.

²⁶ Polybius, 5.54.5-13

²⁷ Polybius, 5.55; While this son was named Antiochus, he is not the same individual as Antiochus IV Epiphanes, though confusingly this Elder Antiochus was joint king during the reign of Antiochus III.

²⁸ Polybius, 4.48.10

²⁹ Polybius, 4.51.4, 5.57.5; D'Agostini, M. (2018): 59-66; Chrubasik, B. (2016): 81-86; Notably he declared himself king at the town of Laodicea, which shared the same name as his Seleucid mother

³⁰ Polybius 5.57.6-7

fellow cabinet members, and he was the one who voted for the harshest punishments to be levelled against the cities of Mesopotamia. Antiochus started to tire of his advisor's unreasonable attitude, pushing back against many of these ideas in favor of other ministers, and he began to assert his own authority with greater self-confidence. Hermeias grew increasingly resentful, and soon concluded that his best chance at maintaining his position would be through the newborn prince. Like with Achaeus, he too hoped that the campaign against Artabazanes would result in the king's death, but to no avail. The degree to which Polybius speaks so critically of Hermeias is very bizarre when compared to his assessments of Molon and especially Achaeus, the latter being largely portrayed as an honorable man, despite both outright declaring independence and threatening to invade Syria. Yet these were the circumstances that led up to the premature end of Hermeias' career.

According to the official story, the royal physician Apollophanes became concerned with Hermeias' increasingly hostile attitude, and feared for the safety of Antiochus. Voicing his anxieties in a private meeting once the minister was out of earshot, the king came to an agreement with his doctor, and a plan was quickly formed. Over the next few days, Antiochus appeared to have come down with attacks of dizziness, and so Apollophanes prescribed morning walks to alleviate the condition. Hermeias and the other Royal Friends accompanied the king on these early strolls, the group frequently sauntering outside the confines of the camp, and during one of these walks, they came to a secluded area to allow the king to answer Nature's call. When Antiochus turned his back to relieve himself, the *philo*i pulled out their daggers and plunged them into Hermeias body, killing the hated advisor where he stood, and his family was murdered soon afterwards as well.³¹

With the last immediate threat to his rule dealt with, Antiochus returned to Syria in celebration. While we will never know how much we can fully attribute to the actions of the king, it is clear that he was at least partly responsible for the restoration of the empire's fortunes at this time, despite the ongoing issues that still plagued it. Antiochus' marriage with Laodice had already borne him one son, and he was still a healthy young man, which greatly alleviated concerns regarding the stability of the royal house. In time, Laodice would take on a more prominent role in overseeing the affairs of the realm. Preserved edicts and letters reveal that the pair would style themselves as brother and sister (despite only being first cousins), elevating Laodice's status based on a model originally envisioned by the Ptolemies.³² Antiochus' administration was rebuilt from the ground up, replacing many treasonous or incompetent members with capable and trustworthy men – though the circumstances around this changing of the guard are rather suspect. Lastly, he had demonstrated his ability to conduct himself in military campaigns and combat, something which he would relish in until his dying days. But to truly restore the confidence of the future of his empire, he would look to his neighbors to the south, the Ptolemaic dynasty of Egypt. It had been over twenty years since the last Syrian War, when Ptolemy III Euergetes humiliated Antiochus' father by marching his armies into Mesopotamia and besieging Babylon, and it was high time for a Seleucid king to return the favor. But word soon came out of Egypt announcing Euergetes' death, and the throne was passed to his son Ptolemy IV. If this Ptolemy was anything like his father, then Antiochus needed to prepare to face off against a dangerous rival.

³¹ Polybius, 5.56

³² For example [OGIS 224](#); Kurht, A. and White, S.S. (1993): 204-206; Ma, J. (1999): 255

At the Egyptian court of Alexandria in 222, the scene was certainly different than that of Seleucid Syria. Ptolemy IV had been crowned as pharaoh and king under auspicious circumstances, adopting the surname *Philopator* (“father-loving” or “one who honors his father”) as tribute to his late predecessor Ptolemy III Euergetes.³³ The kingdom was as prosperous as it had ever been, its coffers filled with a vast amount of treasure brought by trade and the exploitation of the Nile. Its army and navy was well-staffed and provisioned, maintaining their control over much of the eastern Mediterranean. Euergetes was the third of his line to die at an elderly age in bed, a testament to the success and competency of the early Ptolemaic kings, especially in a time where men in such a position usually met with a violent demise. Surviving her husband’s passing would be Berenice II Euergetes, the formidable Queen-Mother who could offer valuable guidance and protection for her son as he transitioned to power. Among his council of advisors included Cleomenes, the exiled king of Sparta who battled the Achaean League and King Antigonos III Doson of Macedonia for nearly a decade, before being defeated and sent packing to Egypt along with his mother and children who were hostages there.³⁴ While the Spartan expatriate was more keen on restoring his position back in Greece, he nevertheless could be called upon for his skill and experience in military matters, which no doubt would be invaluable should a campaign be called. Ptolemy was also quickly married to Arsinoe III, which eased the concern of dynastic continuity –it must also be noted that Arsinoe was his full-blooded sister, the first such incestuous marriage since Ptolemy II and Arsinoe II.

Such were the bright hopes of the Lagidae kingdom at the beginning of Philopator’s reign. Yet it would not be long before they were snuffed out. Unlike his predecessors, Ptolemy IV did not display the political aptitude necessary to oversee the affairs of the realm. While the Ptolemies of the past had been accused of lecherous inclinations, fairly attributed or otherwise, they were at least competent in their ability to lead and delegate.³⁵ Philopator meanwhile seemed more interested in enjoying the perks of being a king and cavorting with his courtesans, rather than taking his responsibilities seriously – some even went so far as to accuse him of playing instruments like lyres and drums as he danced around in the festivities that took on an increasingly Dionysian tone.³⁶ This frustrated those like Cleomenes, who tried instilling some sort of laconic virtues into the young king, but to no avail.³⁷ Polybius was extremely critical of Ptolemy, in the context of both his peers and his own dynasty. There is a stark contrast in the presentation of Ptolemy IV versus the contemporary Philip V of Macedonia and Antiochus III of the Seleucid Empire, men who were aggressively militaristic and displayed the martial virtues that befitted the role of king. Though Polybius generally favored Republics and mixed constitutions, a good king in his eyes led the army in campaigns and paid a great amount of attention to foreign affairs – something that the first three Ptolemies did in spades, whereas Ptolemy IV did not.³⁸

Call it moralizing or slander, it appears that Philopator had left his duties to others, who were not always

³³ Polybius, 2.71.3; Justin, 29.1.5 claims that Ptolemy had murdered his father, but Polybius assures us that Ptolemy III died of sickness. No other source backs up the murder claims.

³⁴ Plutarch, *Life of Cleomenes*, 22.3-6, 32; Polybius, 2.69.11, 5.35

³⁵ Most infamously Ptolemy II, who is said to have nine named mistresses outside his marriages to Arsinoe I and Arsinoe II.

³⁶ Polybius, 5.34.3; Justin, 30.1.9; Plutarch, *Life of Cleomenes*, 33.2, 36.4

³⁷ Plutarch, *Life of Cleomenes*, 33.1-2

³⁸ Polybius, 5.34.1-10, 5.87.3

the most qualified. One of these was Oenoanthe, a noblewoman or even a courtesan of Ptolemy Euergetes who had two children named Agathocles and Agathocleia.³⁹ Agathocles was the boyhood friend and possible *eromenos* of Philopator, while Agathocleia was his beloved mistress. This dynamic duo, along with the guidance of their mother, would continue exert a great amount of influence in the new king's government.⁴⁰ But the most powerful of these figures was Sosibius, a descendant of previous Ptolemaic administrators who got his start serving under Ptolemy III, gradually making his way to the highest ranks by the time of Ptolemy IV.⁴¹ He held great sway with Philopator, and worked hard to make sure the king was well-supplied with wine and women, while he would be the one pulling the strings behind the scenes. If there was one person that could stop him from thoroughly dominating the will of the king, it would be the Queen-Mother Berenice. It is unclear if the two held any animosity before Euergetes' death, but Sosibius recognized her intelligence and understood her as a threat that had to be eliminated. To turn son against mother, the minister played upon the king's insecurities, for he was not the only male member of the dynasty that could be a potential candidate for the throne. Ptolemy IV's paternal uncle Lysimachus was still alive, but considering that he had survived the reign of his brother Ptolemy Euergetes, it is unlikely that he would have been real competition for the kingship. The same could not be said for Philopator's younger brother Magas, who became quite popular with the army after being placed in a position of command by Berenice.⁴²

As these fears began to cloud the king's mind, Sosibius concocted a scheme to help eliminate the members of the royal family in 220. Magas was murdered in his bath by a general named Theodotus of Aetolia, who dumped a cauldron of boiling water upon the prince's head, and Lysimachus was soon killed afterwards.⁴³ Berenice, the same woman who had her mother and unfaithful first husband killed in their bedroom before becoming the queen of Egypt, was herself confined to her own quarters and condemned to die by drinking a vial of poison. Apparently Ptolemy is said to have been haunted by this crime, and gave her a magnificent burial as a sort of spiritual restitution. This murder was so notorious that it spawned a popular saying among the Alexandrian circles, "The Murderer is Kind", referring to his treatment of Berenice's body after authorizing such a horrible deed.⁴⁴

With much of the royal family dead, there was only one obstacle left. Cleomenes was a wild card, and Sosibius was initially unsure of where the Agiad's loyalty would lie. He could be a valuable asset if persuaded, but the former king seemed to less interested in the machinations of the court than restoring his position back in Sparta after hearing the death of Antigonus III Dison. Sparta by this point had allied with the Aetolian League against the Achaeans and the young Philip V of Macedonia, and there were many supporters in Laconia who would gladly receive him. Cleomenes began to pester Philopator, first to have him fulfil his father's promise of men and money, but then simply just asked to be able to leave Alexandria. Besides the heavy financial investment, Sosibius and others were also concerned that if they did give him the army and resources he needed, Cleomenes would cause a significant amount of chaos in Greece before building an empire that would threaten Ptolemy's own

³⁹ On Oenanthe, see Pomeroy, S.B. (1984):49-51

⁴⁰ Plutarch, *Life of Cleomenes*, 33.2 ; Justin, 30.2.3; Athenaeus, 6.59e; Porphyrius, 45.

⁴¹ Polybius, 15.25.1-2; Josephus, *The Antiquities of the Jews*, 12.2.2

⁴² Plutarch, *Life of Cleomenes*, 33.3

⁴³ Zenobius, 4.92; Polybius, 5.34.1, 5.36.1; Justin, 30.1.2

⁴⁴ Justin, 26.3; Zenobius, 3.94

position in the region.⁴⁵ When the minister put out some feelers regarding the plot against Magas, Cleomenes stood firm against getting too involved, and advised that such a move was a terrible idea which would only cause harm for the realm as a whole. But the Spartan attempted to calm Sosibius' fears regarding a band of mercenaries in the service of Berenice and Magas, explaining that they would not interfere in any of the court's plans since the soldiers were mostly Peloponnesian in origin, and would in fact take up arms alongside the ex-Agiad king thanks to his still-great reputation.⁴⁶

Though this seems to have been intended as a gesture of goodwill, it was not the best thing to say to a man so deeply wrapped up in paranoia and schemes. After replaying the scene over and over in his head, Sosibius was approaching the breaking point when the opportunity up and presented itself. A man named Nicagoras of Messenia was doing business as a horse-seller in Alexandria, and bumped into Cleomenes walking down the street. Both men were well acquainted with each another from Cleomenes' time in Sparta, and under the presumption of confidence the ex-king made a joke about how Nicagoras should have brought catamites and musicians instead of horses if he wanted the favor of the king.⁴⁷ Despite appearing to be good terms, Nicagoras secretly hated Cleomenes – the Messenian was a family friend of King Archidamus, the Eurypontid ruler of Sparta that was murdered during the reign of Cleomenes, who may have orchestrated the assassination.⁴⁸ Whatever the case may be, Nicagoras clearly believed he was responsible, and became instrumental in his ultimate downfall.

After telling the minister about the off-colored remark, Sosibius used this as the excuse he needed to make his move. Nicagoras left behind one of his servants as he sailed away from Alexandria, but not before writing a letter for the servant to deliver to Sosibius, who in turn brought it to the attention of the king. Addressed to Cleomenes, the letter revealed that the Spartan exile was intending to lead an insurrection and take control of Egypt. Ptolemy did not need much convincing that this forgery was anything but the truth, and Cleomenes was soon placed under house arrest.⁴⁹ Never one for inaction, Cleomenes waited until Ptolemy had departed for the town of Canopus in 219 before engineering his escape. After supplying his guards with food and drink, the Spartan snuck away from captivity and met up with his supporters in the night. They rode throughout the city on horseback, begging for the citizens to rise up and reclaim their freedom from the tyranny of Ptolemy and his corrupt advisors. Yet nobody helped, and as the guards were alerted by the ruckus, Cleomenes was soon trapped. With nowhere to run, he decided to die on terms that befitted his Spartan heritage, and took his own life alongside his followers. His mother Cratesiclea and his children did the same, and Cleomenes' body was displayed in a prominent area of the city on the orders of Ptolemy.⁵⁰ According to Plutarch, a snake had coiled around the fallen king's head and attacked the carrion birds that tried to pick at it, leading many Alexandrians to come worship near the site out of superstitious reverence.⁵¹

Since taking the throne in 222, Ptolemy IV Philopator had not only done little to build upon the work of his predecessors, but actually threatened the kingdom's stability through his own neglect. Much of the

⁴⁵ Plutarch, *Life of Cleomenes*, 34.1-2; Polybius, 5.34.1-3

⁴⁶ Plutarch, *Life of Cleomenes*, 33.3; Polybius 5.33.4-6

⁴⁷ Plutarch, *Life of Cleomenes*, 35.1-2; Polybius 5.37.10

⁴⁸ Plutarch, *Life of Cleomenes*, 5 says that it was a conspiracy formed on part of the ephors, whereas Polybius, 5.37.1-5 asserts it was Cleomenes' doing.

⁴⁹ Plutarch, *Life of Cleomenes*, 35.3-4

⁵⁰ Plutarch, *Life of Cleomenes*, 37-39; Polybius, 5.39

⁵¹ Plutarch, *Life of Cleomenes*, 39

royal household had been culled, and the authority of the monarchy had been undermined by the scheming of the members of his court that he showed favoritism towards. Skepticism may lead us to challenge the portrayal of the king as a slothful and vice-loving manchild by those like Plutarch and Polybius, who may have sought to paint a dramatic comparison with the contemporary Antiochus III and Philip V.⁵² But the persistence of those like Sosibius, Agathocles, and Agathocleia throughout the entirety of his reign lends evidence to the idea that he simply did not care about managing the affairs of the realm. The accession of a king with this kind of attitude could not have come at a worse time. Antiochus, having restored order to his empire, was preparing an enormous invasion force on the Syrian border, intent on reclaiming his ancestral holdings, and the Ptolemaic kingdom was about to face its greatest military threat in over a century. It was only a question of whether Ptolemy was able to meet the challenge that awaited him.

⁵² Hobl, G. (2001): 134-135

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