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14 The Ptolemaic Period (332–30 BC)

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Ptolemaic Egypt is a tale of two cultures. Differing in ethos, focus, and aspiration, these cultures initially maintained a wary coexistence, in which convenience and the balance of power generated a viable degree of cooperation usually sufficiently effective to mask their mutual distaste. From the end of the third century BC, even this collaboration was increasingly eroded by the divisive pressures exerted by dynastic schism, maladministration, economic crisis, and Egyptian resentments. Not the least fascinating aspect of this complex relationship is the fact that, despite all its inner tensions, Egypt of the Ptolemies was in many ways spectacularly successful, whether we consider the achievements of the Graeco-Macedonian élite or those of the Egyptian cultural milieu.

Prelude

It is most appropriate to begin the study of Ptolemaic Egypt with the arrival of Alexander the Great in 332 BC, thus bringing to an end the Second Persian Period, the passing of which was lamented by no one. Before Alexander resumed his conquests in 331 BC, he was obliged to address the problem of how to administer his new province.

The foundation of Alexandria was clearly an innovation intended to create a new base for governing the country, but in other respects Egypt's ancient ways prevailed. If we can trust the *Alexander Romance* (a semi-mythicizing biography written anonymously under the pseudonym of Callisthenes in about the second century AD or earlier), Alexander had himself crowned in the temple of Ptah at Memphis,

thereby firmly asserting that he was assuming the mantle of an Egyptian pharaoh, but there is no doubt at all that he was conceptualized in those terms by the Egyptians, who gave him a standard royal titulary, and that he showed great respect for Egyptian religious susceptibilities. Keenly aware of the intrinsic strategic dangers latent in Egypt's wealth and geographical position, he evidently fought shy of concentration of power: the administration of the country was committed to an Egyptian called Doloaspis; the collection of tribute was entrusted to Kleomenes of Naukratis; the army was placed under the command of two officers, Peukestas and Balakros; and the navy was allotted a separate commander in the form of Polemon. Kleomenes was subsequently appointed governor of the entire province, which he administered with a high degree of corruption.

On Alexander's death in Babylon in June 323 BC, his mentally unpredictable half-brother Arrhidaeus (323–317 BC) was declared king, with Perdiccas as regent, on the understanding that, if the child yet to be born to Alexander's Bactrian wife Roxane were male, that child should be joint king. Major sections of the empire were at this point allocated by Perdiccas to Alexander's marshals, and in this division Ptolemy, son of Lagos, acquired Egypt, Libya, and 'those parts of Arabia that lie close to Egypt' with Kleomenes as his second in command.

The settlement of Perdiccas could not hold. It merely set the scene for the Wars of the Successors, which inevitably broke out to determine whether Alexander's empire would survive intact. This complex series of operations falls into two phases: the first, which ran from 321 to 301 BC, was fought out between the 'unitarians' (above all Perdiccas himself, Antigonus 'the one-eyed', and his son Demetrius 'the besieger'), who attempted to preserve the unity of the empire, and the 'separatists' (pre-eminently Ptolemy, Seleucos, and Lysimachos), who were determined to carve out their own kingdoms. Ptolemy's ambition speedily brought him to the fore as the major headache for the unitarians, who paid him the compliment of two invasions of Egypt, the first by Perdiccas in 321 BC and the second by Antigonus in 306 BC, both of which were defeated by Egypt's geography rather than by Ptolemy himself. The unity issue was resolved by the defeat and death of Antigonus at Ipsus in 301 BC, which decided this phase of the conflict in favour of the separatists. By that time all the major protagonists, including Ptolemy, had already anticipated this outcome by declaring themselves kings.

High Summer of a Kingdom

The second phase of the Wars of the Successors ran from 301 to 280 BC and is characterized by struggles between the separatists to establish, maintain, or increase their kingdoms. It came to an end with the death of Lysimachos at Corupedium in 281 BC, and the subsequent assassination of his conqueror, Seleucus, later in the same year. The outcome of these events was critical for the subsequent history of the hellenistic world in that it yielded three great kingdoms: Macedon, with pretensions to rule neighbouring states that were sometimes realized, sometimes not; the Seleucid empire, based on Syria and Mesopotamia; and the empire of the Ptolemies, the core of which was Egypt and Cyrenaica. With these kingdoms we are confronted with the protagonists in a power game that was to dominate the



Map of the Mediterranean region during the Ptolemaic Period (332–30 BC)

eastern Mediterranean and the Levant until Egypt was brought under Roman control in 30 BC.

It is important to grasp that the rivalry between these kingdoms was not confined to matters of political or military control, important though these issues were. The underlying psychological motivation lay where we should expect it to lie in any Graeco-Macedonian context—that is, in an invincible impetus to self-assertion that would, in turn, generate prestige. Cutting a fine figure in the great arena of Graeco-Macedonian activity—even beyond—and placing the opposition firmly in the shade were ultimately the most important issues. Certainly, military conquest was a major means of achieving this, but the creation of a kingdom of unequalled splendour was equally important and could absorb an enormous amount of effort and resources. In this battle for power and prestige the Ptolemies were beyond doubt the outright winners, in the third century at least.

To all three kingdoms the key issue of high politics and grand strategy was to expand their empires at the expense of their rivals by whatever means they could, but the history of their conflicts is far from simple. It is clear that the ambitions of the early Ptolemies were such that they posed a serious threat to the aspirations of both the other major players, who found it convenient to pool their resources against the common enemy. Not surprisingly, therefore, in the early 270s BC we find a peace being concluded between Macedon and the Seleucids, which was to become one of the very few constants in the history of the third century BC.

For the Ptolemies there were two main areas of expansionist activity: (1) the ancient centres of Greek culture in the eastern Mediterranean, and (2) Syria-Palestine. As for the first, it is important to grasp that the rulers of all these Hellenistic kingdoms felt themselves to be Macedonians with Macedonian traditions and a close and deep affinity with Greek culture. Therefore, the arena in which they above all wished to make their mark was the mainland of Greece, the Aegean, and the Greek cities on the coast of Asia Minor. For the Ptolemies of the third century BC this meant in political and military terms a long struggle for the hegemony of Greece against Macedon, which had acquired control of a large part of the area in the time of Philip II and regarded it unequivocally as Macedonian by right of conquest. This struggle, in turn, enmeshed the Ptolemies in supporting the major political forces in the Greek world, above all Epirus, the Aetolian and Achaean leagues, Athens, and Sparta, who inevitably looked to Egypt for help against the common enemy, but it also entailed efforts to maintain bases on and in the Aegean and along the south coast of Asia Minor, control of Cyprus, and a requirement to maintain an alliance with the strategically and economically important island of Rhodes. Inevitably, Ptolemaic ambitions in Asia Minor brought them into stark conflict with Seleucid interests in that area.

Despite the challenge of two great kingdoms, the first three Ptolemies were initially highly successful in realizing their ambitions in the Aegean. Reviewing their achievements in that quarter, Polybius writes as follows:

their sphere of control included the dynasts in Asia and also the islands, as they were masters of the most important cities, strongholds and harbours along the whole coast from Pamphylia to the Hellespont and the region of Lysimachia. They kept watch on affairs in Thrace and Macedonia through their control of Aenus and Maronea and of even more distant cities, and, in this way, having extended their reach so far and having shielded themselves at a great distance with these client kings, they never worried about the safety of Egypt. That was why they rightly devoted much attention to external affairs . . . (Polybius, 5.34)

However, we should read these words with care. Polybius does not say that these kings held an empire with clearly defined frontiers and a coherent imperial administration. The passage reveals—and this is confirmed by other evidence—that this 'empire' was, in truth, a thing of nuances, an amalgam of bases, alliances, protectorates, and friendly factions or individuals, frequently bought with Egyptian gold, forming a network of nodes through which the Ptolemies were able to exert political and military power. Nor, indeed, was the sphere a static one even in these early years. In the struggles generated by these ambitions, the early Ptolemies enjoyed mixed fortunes, but ultimately the Macedonians and Seleucids prevailed. By the end of the third century BC, Ptolemaic influence in Greece was gone as a significant force, although a garrison was maintained on Thera in the south Aegean until 145 BC. As for Asia Minor, the triumphs of Antiochus III in that area during the Fifth Syrian War precipitated the end of Ptolemaic hegemony on the west and south coast by c.195 BC.

The pattern of initial expansion giving way to severe recession by the early second century BC was repeated in Syria-Palestine. The determination to bring Coele-Syria and the Phoenician cities into the Ptolemaic kingdom surfaced early. The area had, of course, been a traditional focus of concern in pharaonic times, but there were better reasons than precedent for the Ptolemies to wish to hold it: strategically, its occupation facilitated the defence of Egypt as well as the Ptolemaic province of Cyprus; control of Phoenicia gave the Ptolemies

access to Phoenician naval resources; finally, the occupation also yielded major economic benefits both in fiscal terms, and with regard to access to major trade routes (including the great commercial centre of Petra), and, in particular, the ability to exploit the timber resources of the Lebanon, which was a significant source of shipbuilding timber for the Ptolemaic fleet. Not surprisingly, therefore, Ptolemy I (305-285 BC) made repeated efforts to gain control of this area: he held it in the period 320-315 BC and briefly after the Battle of Gaza in 312, but in 301 BC he occupied Syria-Palestine probably as far as the Eleutherus River, despite the fact that this territory had been allocated to Seleucus after Ipsus. The determination of the Seleucids to maintain their claims gave rise to no fewer than six Syrian Wars beginning in the reign of Ptolemy II (285-246 BC) and ending with that of Ptolemy VI (180-145 BC), although the issue was decided to all intents and purposes by the Egyptian defeat at Panion in 200 BC, as a result of which Ptolemy V (205-180 BC) conceded the claims of the Seleucids to Syria and Phoenicia in c.195 BC.

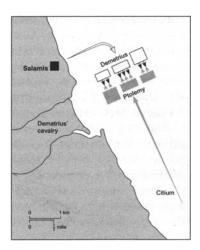
These Ptolemaic military successes and ultimate failure were linked to a number of prerequisites: an effective army and navy; an administrative system at home that provided the basis, above all the economic infrastructure, to fund expansion; conditions within the kingdom that made it possible to concentrate such efforts on foreign enterprises; and rulers with the vision and capacity to carry them forward.

Military Might

The Ptolemaic army, like all its Hellenistic counterparts, was the army of Alexander, modified in the light of experience and necessity. Alexander's forces consisted of a variety of complementary units that reflected a tactical concept based on pinning the enemy down by infantry pressure along much of the line and delivering the crucial assault at a selected point by means of heavy cavalry. This meant that the major tactical elements were a phalanx of heavy infantry armed with pikes of considerable length (5.5 m., later increased) and a strike force of heavy cavalry made up of squadrons of Macedonians, Thessalians, and allies. The gap inevitably arising in action between these elements was plugged by élite light infantry called *hypaspists*, 3,000 strong. These field forces, on which victory in general actions depended, were supplemented by a wide range of light troops, both horse and foot, and largely mercenary, and complemented by a highly sophisticated siege train.

When we turn to the armies of the Ptolemies, we encounter much that Alexander would have found immediately recognizable. At Gaza in 312 BC the Ptolemaic assault was delivered by a force of 3,000 cavalry armed with swords and the traditional Macedonian cavalry pike or xyston. This succeeded in turning the flank of the opposing cavalry force, which broke and fled the field, exposing the enemy phalanx to an assault on its left flank. Faced with this threat, they quickly turned tail and fled in confusion. Almost a century later the tactical thinking at Raphia (217 BC) was very similar: Ptolemy IV's cavalry on the left wing was driven from the field by its Seleucid opposite numbers, whilst the Ptolemaic cavalry on the right wing reciprocated by defeating the Seleucid horsemen facing them. In this battle, however, victory was decided by Ptolemy's phalanx, which, on the king's personal encouragement, levelled pikes and charged the opposing phalanx which quickly collapsed. In 200 BC, Panion provides yet another example of cavalry as the striking wing, here very much to the disadvantage of the Ptolemaic army, since the Seleucid cavalry was able to demolish its left wing, drive it from the field, and then return to threaten the rear of the Ptolemaic phalanx, which had no alternative but to withdraw.

Despite the underlying tactical similarity to the armies of Philip II and Alexander, there was one crucial innovation that featured in all three actions: the use of war elephants, which was a tactic learned from the Indians. The elephants were employed as an ancient equivalent of the tank, in order to assault and disrupt the enemy line. One solution



Fleet dispositions at the Battle of Salamis exemplify the principle of a concentrated heavy assault on part of the enemy line much used in land warfare after the Battle of Leuctra in 371 BC. Demetrius' left wing, which he led personally, was the heavy wing on which he relied to shatter its opposite number and roll up the line against the shore, the centre and the right wing were relatively lightly held. Ptolemy placed the weight of his attack on the left wing. Ptolemy's left was victorious, but Demetrius' heavy contingent routed the opposing right wing and then induced the collapse of the Ptolemaic centre

to such an assault was to prevent them reaching the line in the first place, and this was achieved brilliantly by Ptolemy I at Gaza by throwing out in front of his army a screen of men armed with iron-covered stakes that were fixed into the ground to block the advancing elephants of Demetrius. Another remedy, clearly generally adopted, was to attack the elephants and their drivers with highly mobile light troops armed with javelins or bows. This meant, in turn, that any force using elephants could not advance without its own light-armed troops in attendance to neutralize those of the opposition. The major problem of the Ptolemies in using the elephant was that of getting an adequate supply of good quality animals—that is, Indian elephants. We hear of none in the army of Ptolemy I at Gaza, but after the defeat of Demetrius' elephant force he captured the survivors. The Ptolemaic attempt to solve the problem in the long term was to use African elephants, and hunts for these animals are mentioned on several occasions in our sources. Unfortunately, the only trainable elephants in Africa are the forest variety which is smaller than the Indian, so that it is not surprising to find that Ptolemy IV's elephants at Raphia quickly turned tail and fell back on his lines, with serious, though not disastrous, consequences for the army as a whole. We hear of no Ptolemaic elephants at Panion, though our one surviving source on this action is highly defective, but it is interesting to note that Seleucid elephants are claimed to have panicked the Aetolian cavalry on the crucial Egyptian left wing, and elephants are also mentioned as participating in the final encircling movement against the Ptolemaic phalanx that sealed the defeat of the entire army.

One of the most notable changes in the Ptolemaic army in the fourth and third centuries BC is the progressive dilution of its Macedonian element, initially in favour of mercenaries but ultimately leading to the incorporation of the Egyptian *machimoi*, or warrior class. As early as Gaza in 312 BC Diodorus describes the army as containing 18,000 infantry and 4,000 cavalry, partly Macedonian, partly mercenary, but we are also informed that there were numerous Egyptians in it, some employed as baggage-carriers, others as soldiers, presumably auxiliaries. By the time we get to Raphia these trends have gone much further. Here Ptolemy IV disposed of an élite cavalry force 3,000 strong, of which over 2,000 were Libyans or Egyptians. Similarly, in a phalanx of probably 45,000 men no fewer than 20,000 were Egyptian. Ptolemy fielded, in addition, 2,000 mercenary cavalry, both Greek and non-Greek, 3,000 Cretans, 3,000 Libyans, and 4,000 Thracians and Galatians. Indeed, it is highly improbable that

Macedonians and their descendants formed more than a small proportion of this army.

The cost of funding such a large mercenary force was clearly a heavy drain on the resources of the Crown, which could be met only if the economy of the country was functioning properly, but the internal disruptions that rose thick and fast after the death of Ptolemy IV were bound to impair the ability of the rulers of Egypt to maintain such troops. The problem of guaranteeing an adequate supply of soldiers drawn from ethnic groups traditionally exploited by Macedon was addressed at an early stage by the Ptolemies through the creation of a large military reserve stationed in settlements throughout the country. In these places they were given land allotments whose size was determined both by rank and type of unit. These plots they often did not farm themselves but simply used as a source of income, but they received them on the understanding that, whenever they were needed, they would be called up for service, as in the case of the 4,000 Thracians and Galatians mentioned in the build-up to the Raphia campaign. It is, however, intriguing that this is the only contingent in this category mentioned by Polybius at that juncture, and the fact that it formed a relatively small part of the army fielded for this operation indicates that cleruchs (military settlers to whom the king gave allotments of land called kleroi) were not regarded as the ideal source for the bulk of the army.

Another obvious solution to the military manpower problem was the Egyptian militia or *machimoi*, a remedy first tried apparently at Gaza that fell into abeyance for many years, probably through a keen awareness of its possible political disadvantages. Ultimately, short-term necessity swept long-term considerations imperiously away, and we find this group being exploited with spectacular success at Raphia, where the bulk of the phalanx which gave Ptolemy the victory consisted of Egyptian soldiers. The growing reliance on this class created by the increasing difficulty in acquiring troops from traditional Ptolemaic sources led to a critical shift in the balance of power within the country, which is sharply highlighted by Polybius:

As for Ptolemy, his war against the Egyptians followed immediately on these events. For the aforementioned king, by arming the Egyptians for his war against Antiochus decided on a course of action which was appropriate to the immediate circumstances, but ignored the future consequences. For the soldiers, exalted by their victory of Raphia, were no longer inclined to obey orders, but were casting around for a leader and figurehead, thinking themselves capable of looking after themselves. In this they finally succeeded, not long afterwards. (Polybius 5, 107)

The army, however, was not the only requirement. The realization of Ptolemaic ambitions in the Aegean and Eastern Mediterranean was also dependent on the maintenance of a powerful battle fleet. This force was not only a means of establishing and maintaining a Ptolemaic presence in the area but also served as a weapon in the propaganda battle for prestige and status. As in more modern times, large and powerful naval units could be used to generate a sense of power even when direct armed confrontation was not at issue. The critical strategic importance of the fleet was grasped from the very beginning of the Ptolemaic period, and its rise and decline are an unfailing barometer of Lagid imperial and political fortunes in the Greek world.

Tactically, naval warfare developed to a marked degree in the late fourth century BC. The trends emerge clearly in the best recorded of Ptolemaic sea fights, the Battle of Salamis, which was fought off the east coast of Cyprus in 306 BC and ended in the catastrophic defeat of the Egyptian fleet. The action arose from an attempt by Ptolemy to relieve his brother Menelaos, who was being besieged in Salamis on land and sea by Demetrius, son of Antigonus. Ptolemy had approximately 140 warships, facing perhaps 180 of the enemy. Diodorus, our fullest source, unfortunately for our purposes, gives more information on the fleet of Demetrius than that of Ptolemy, but there can be little doubt that these details apply equally well to the opposition. A number of points emerge: in the first place, we hear of soldiers being embarked and of much action involving them; secondly, Demetrius equipped his ships with ballistae and catapults capable of firing bolts three spans (c.o.5 m.) in length, which were used to good effect; thirdly, ships of various rates were engaged—for example, Demetrius' powerful left wing contained 30 'fours', 10 'fives', 10 'sixes', and 7 'sevens', though the bulk of his fleet consisted of 'fives'. The Ptolemaic fleet, on the other hand, was made up entirely of 'fives' and 'fours'; furthermore, both fleets appear to have drawn up for battle as three blocks of shipsa centre with a wing on either side—but Demetrius made his seaward wing particularly powerful while Ptolemy did likewise on the landward side; finally, we should note that the fleets employed a primitive system of signalling.

This summary reveals several important features. In the first place, naval warfare has clearly been powerfully influenced by warfare on land. While ramming manœuvres were still being executed, the emphasis has shifted from fighting battles of manœuvre to conducting land battles at sea, which placed a heavy premium on developing ever bigger units capable of carrying large forces of marines who force a

decision by slogging it out toe-to-toe with the enemy. Athenaeus' description of Philadelphus' fleet demonstrates the point perfectly: not only does he state that it contained 2 'thirties', I 'twenty', 4 'thirteens', 2 'twelves', 14 'elevens', 30 'nines', 37 'sevens', 5 'sixes', 17 'fives' (as well as a force of ships rated as 'fours' to 'one-and-a-halfs' which was numerically double the rest), but he also describes a monstrous 'forty' of Ptolemy IV that he makes a point of saying was capable of carrying no fewer than 2,850 marines. The structure of these heavy ships has been much misunderstood, older literature interpreting the terms used to designate them as referring to banks of oars. This is quite impossible. These vessels were propelled mainly, if not completely, by multiple-rower sweeps and would never have had more than three banks of oars, and the 'rating' must refer to the number of oarsmen in a unit of rowers. The largest ships are now known to have had a catamaran structure that would obviously greatly increase the deck space available for marines, making such ships a particularly formidable proposition in a land-battle-at-sea. The militarization of naval warfare is also illustrated by the mounting of artillery aboard ship, a practice that obviously reflects the greatly enhanced importance of artillery for both siege warfare and field use in the army of Philip II and Alexander. The use of a heavy wing as a strike force by both protagonists is another case of adapting land warfare to the sea, since the employment of that principle was a fundamental tactical device in the Macedonian army. The use of signals will also emanate from the same source.

Powerful and effective though the Ptolemaic fleet was in the first half century of the dynasty, their shipbuilding efforts in themselves could not guarantee consistent success, and in the mid-third century BC their fleets suffered three hammer blows that presaged the gradual unravelling of Ptolemaic sea power in the area: at Ephesus (probably in 258 BC) a Ptolemaic fleet suffered a reverse at the hands of the Rhodian admiral Agathostratus, probably, in this case, being outmanœuvred by superior seamanship rather than outfought in a struggle between marines; apparently about the same time the Ptolemies suffered a second major reverse off Cos at the hands of Antigonus Gonatas, king of Macedon, in which a powerful three-banked ship played a critical role in bringing the Macedonians victory; subsequently, apparently c.245 BC, Antigonus, although outnumbered, inflicted another defeat on the Ptolemaic navy at Andros, this time probably by outfighting the Ptolemaic marines.

The Land of Egypt

The Ptolemies' intense competitive spirit of self-assertion did not confine itself to military conflict. There were other weapons in the struggle for status and prestige in the cockpit of the hellenistic world, which included their capital city of Alexandria. Founded by Alexander in 331 BC, this city became the Ptolemaic capital and was vigorously exploited from the beginning of the period as the major showcase for Ptolemaic wealth and splendour and by the same token as the most



The city of Alexandria. Its commercial pre-eminence was based on three main harbours: the deep Great Harbour formed by Cape Lochias and Pharos Island which was joined to the mainland by the artificial Heptastadium (also an aqueduct) and capable of taking the largest ships: Eunostos Harbour to the west: and the harbour on Lake Mareotis which received cargoes from inland which fed the export trade. The city's streets were designed on a chessboard pattern with the main thoroughfare (30m. wide) running east—west from the Canobic Gate to the Gate of the Moon. The main quarters of the city were (from west to east) the Necropolis (famed for its gardens), Rhakotis (the Egyptian area), the Royal Quarter, and the Jewish Quarter

significant non-military means by which the Ptolemies could vie with and surpass their rivals. It quickly became the most spectacular city in the hellenistic world. Strabo, who visited the city just after the demise of the Ptolemaic dynasty, had no doubt of the importance of conspicuous display in Ptolemaic building on the site: he describes the palace quarter in the northern part of the city as follows:

The city has most beautiful public enclosures and the palaces, which cover a fourth or even a third of its entire area. For just as each of the kings from love of splendour used to add some ornament to the public monuments, so also would he invest himself at his own expense with a residence in addition to those already in existence so that now, to quote the Poet [Homer], 'there is building after building'. All, however, are connected both with each other and with the harbour, even those that lie outside the harbour. (Strabo, *Geography* 17. 1. 8)

But there was much more than that. Closely associated with these installations was the Sema, the burial place of the Ptolemaic kings, also containing the body of Alexander the Great himself, which had originally been enclosed in a gold sarcophagus, though this was subsequently replaced by one of glass. The possession of this body was, in itself, one of the greatest propaganda assets that the Ptolemies enjoyed and was the result of an astute hijacking operation carried out by Ptolemy, son of Lagus, when the corpse was being transferred to Macedon for burial in the royal necropolis at Aegae. The most spectacular of all Alexandria's buildings was, of course, the lighthouse on the east end of Pharos island. Yet another renowned feature of the city was the Mouseion, of which the world-famous library formed part. This institution was founded by Ptolemy I as part of a policy of making Alexandria the centre of Greek culture. The Mouseion was modelled on the schools of Plato and Aristotle at Athens and, like them, was a centre of research and instruction. Great efforts were expended to get volumes for this library, and Ptolemy I's agent Demetrius of Phalerum dispatched searchers all over the Greek world to obtain the required texts. So successful were the efforts of the Ptolemies in this respect that by the end of the period the library appears to have held no fewer than 700,000 volumes, and the entire installation provided a superb context for the pursuit of scholarship and scientific enquiry, so that Alexandria quickly became the major centre for these activities, boasting such figures as Eratosthenes of Cyrene (c.285-194) in science, Herophilus of Chalcedon (c.330-260 BC) in medicine, Zenodotus of Ephesus (born c.325 BC) and Aristarchus of Samothrace (c.217-145 BC) in literary scholarship, and Apollonius of Rhodes and Callimachus of Cyrene (both third century BC) in creative writing.

Alexandria also offered potential as a venue for great panhellenic events that attracted participants from the entire Greek world, who were thus able to marvel at the city that became the Ptolemies' masterpiece. Ptolemy II went so far as to establish a four-yearly festival called the Ptolemaieia (probably in 279/8 BC), which was intended to honour his father and, at the same time, the dynasty that he founded. Our sources are quite clear that this festival was intended to be equal in status to the Olympic Games themselves. We are particularly well informed on a spectacular piece of grand theatre organized on behalf of Ptolemy II, which illustrates the lengths and expense to which these rulers would go to impress their Graeco-Macedonian audience. Callixeinus of Rhodes describes in very great detail a pompe, 'procession', performed in the city's stadium and, as a preamble, tells of a remarkable pavilion constructed in the palace area that was intended to house a great symposion, 'drinking party', for the most distinguished guests. This structure was remarkable for its size and splendour and contained many extraordinary features: enormously expensive and lavish fittings and equipment, a remarkable variety of animal pelts of unusual size, rich floral embellishment that would not have been possible anywhere else in the world, and sculptures and paintings of the highest quality and value. In addition, this structure was designed to make statements about Ptolemaic kingship: it combined at several points Greek and Egyptian motifs, gave prominence to the Ptolemaic heraldic eagle linking the family with Zeus, insisted on the military aspects of Ptolemaic kingship, and asserted links with Dionysus and Apollo. The procession of Dionysus, which this remarkable structure was meant to service, continues the same propaganda line: the dynastic agenda emerges strongly in the association of Ptolemy I, Berenice, and Alexander the Great himself; the marked Dionysiac dimension to the procession asserts the dynasty's affinities with the god; the wealth of the kingdom is heavily emphasized in the copious references to the valuable commodities to which it had access such as frankincense, myrrh, saffron, and gold, as well as to Egypt's agricultural productivity. Access to remarkable animals in great quantities is also a major feature; we have a foreign-policy reference in the symbol representing the strategically critical city of Corinth in the procession; and the military might of Egypt is powerfully impressed on the spectator by the participation of a force of no fewer than 57,600 infantry and 23,200 cavalry. In all this activity at Alexandria, architectural and otherwise, the overwhelming cultural emphasis is on things Graeco-Macedonian, but the Ptolemies were strongly aware of the fascination that pharaonic civilization had long held for the Greek world and were far from averse to adding a touch of exotic spice drawn from that quarter. It is not surprising, therefore, to find evidence of the large-scale removal of Egyptian monuments to Alexandria or to identify examples in the city of colossal statues of Ptolemaic kings and queens represented in traditional Egyptian style.

The expense of maintaining these military operations and dynastic pretensions was enormous and presupposed a highly effective infrastructure capable of maximizing the potential of the Egyptian economy both internally and externally. The most effective methods for running the land of Egypt had been devised by the ancient Egyptians themselves. This the Ptolemies knew full well and contented themselves essentially with refining this ancient system in the interest of maximum economic return. The key principle of government was kingship, but a kingship rather more complex than that of the Ptolemies' Egyptian predecessors: the Ptolemies were not simply pharaohs but also Macedonian kings ruling a Graeco-Macedonian élite within the country, as well as subject peoples beyond. In the eyes of the Macedonians the king's claim to Egypt and its dependent provinces lay in the fact that it was 'spear-won' territory—that is, his right to rule was the right of conquest, and by that right the kingdom became his estate to administer as he thought fit. Initially, this kingship was exercised by Alexander the Great, then Arrhidaeus, his brother, and Alexander IV (317–310 BC), Alexander's son, while Ptolemy, son of Lagus, was technically only the governor of the province, but in 305 BC Ptolemy himself assumed the crown, and a crown that had to be held fully within Macedonian tradition. In Macedon, to make good a claim to the throne two things were traditionally necessary: that Argead blood should flow through the veins of the claimant and that the army should formally approve the accession. The problem of satisfying the first condition was neatly solved by the claim that Ptolemy I was not the son of his historical father Lagus at all but of Philip II himself, who had already impregnated Ptolemy's mother before she was given to Lagus. As for acclamation by the army at Alexandria, it is not conspicuous in our sources but it was clearly long a recognized principle.

The process of validating Ptolemaic kingship in non-Egyptian contexts did not stop at such traditional Macedonian principles, as indeed it could not, because very quickly Macedonians lost their importance in the kingdom to the myriad Greeks who offered their services to Egypt or simply featured as subjects in the far-flung foreign domains that fell initially under Ptolemaic authority. From the time of Ptolemy

II we find the claim being made that the king and his wife were themselves gods, a notion that quickly developed into the concept that the king belonged to a hiera oikia or 'sacred family' consisting of the living king and all dead rulers of the dynasty, including Alexander, through whom Ptolemies could derive their ancestry from Zeus himself (if the claim of direct descent from Philip was not accepted). These concepts also brought with them a claim of descent from Heracles and Dionysus that played a prominent role in the Ptolemaic propaganda of kingship. This body of concepts was associated with an offering cult in honour of the king and his consort that was essentially a ruler cult providing an opportunity to Greek subjects for the corporate acknowledgement and reaffirmation of the Ptolemies' political position—that is, we are confronted with a clear case of the use of cult activity as a support for a political system, a mechanism whose merits were subsequently not lost on Roman emperors. This development has frequently been claimed to have been inspired by Egyptian concepts, but anyone familiar with the development of fourth-century Greek thought on the relationship between human and divine and the clear blurring of the dividing line between man and god will have no difficulty in identifying the hellenic antecedents of this notion.

A very remarkable development within this royal house was the establishment of full brother-sister marriage as a recurrent, though not consistent, practice. This usage, initiated by Ptolemy II, who married his full-sister Arsinoe II, has frequently been claimed to have evolved on the basis of Egyptian historical precedent, a notion that has persisted into recent literature, despite the total lack of reliable pharaonic evidence that full brother-sister marriage was ever practised by Egyptian kings. It is possible that the mythological brothersister marriage between Isis and Osiris had some influence in moving the Ptolemies in this direction, and a parallel was certainly drawn, but brother-sister marriage has an obvious Greek mythological prototype in the marriage of Zeus and Hera, which was easy to invoke for a family that claimed Zeus as an ancestor. Be that as it may, the underlying rationale for introducing the practice is likely to have had a severely practical dimension. Arsinoe II was a woman of formidable ability and strength of character, like so many Graeco-Macedonian women of rank—it is no coincidence that the best-known Ptolemy is Cleopatra VII (51-30 BC)—and the marriage guaranteed, or helped to guarantee, that she worked for, not against, him. Furthermore, it ensured that she did not marry a possible rival whose position would thereby have been powerfully enhanced. Above all, the union ensured Ptolemaic control of the major assets at her disposal from her previous marriage. The precedent, once set, was followed by many Ptolemaic rulers and was far from an unalloyed asset. Most obviously, by giving an institutional basis for the exercise of royal power by royal women at the very highest level, the Ptolemies impaired the position of the monarchy itself and contributed significantly to the long history of dynastic instability that crippled the family. The inherent dangers of the practice were further aggravated by the Ptolemaic taste for polygamy, which could not but create disastrous rivalries for the succession.

As for the Egyptians, they cast the Ptolemies in the role of pharaoh, the only form of legitimization of supreme political power that they knew. The first Ptolemy *known* to have been crowned pharaoh in the traditional manner was Ptolemy V, but there is a tradition that Alexander underwent this ceremony, and the balance of probability must lie heavily in favour of the assumption that it was standard practice. Certainly they were all *treated* as pharaohs on Egyptian monuments from the Macedonian conquest itself.

Below the king we find an administrative structure that has all the hallmarks of the pharaonic system made sharper. The overriding concern of the Ptolemaic system at all levels was fiscal, a fact that is reflected in the activities of the dioiketes, 'manager', the major officer of state whose chief concern was the financial administration of the kingdom. He was assisted by a veritable army of subordinates, including the eklogistes, 'accountant', and, at a later stage, the idios logos, 'privy purse', who was responsible for the private resources of the king. This economic focus is also in evidence when we turn to local government, which was based on the traditional system of 'nomoi' (the Greek term for ancient Egyptian sepatu), comprising about forty administrative districts comparable to modern British counties. Within these provinces agricultural production was the key focus. All land technically belonged to the Crown, but for practical purposes it was carefully divided into two categories: basilike ge, 'royal land', worked by 'royal farmers' holding their land on lease and paying a yearly rent, and ge en aphesei, 'remitted land', which fell into a number of categories: hiera ge, 'temple land', allocated to temples as their economic base; klerouchike ge, 'land held by cleruchs', parcels of which could be found throughout the country and consisted of kleroi, 'allotments', assigned to soldiers in return for military service as required; ge en doreai, 'land held in gift', assigned to servants of the Crown as a stipend for exercising government office and tied to that function; idioktetos ge, 'private land'—that

is, land which was *de facto*, if not *de iure*, held by private individuals; and, finally, *politike ge*, 'city land', assigned to the very small number of Greek-style cities in Egypt. However, whatever the land title, agricultural activity was meticulously controlled by central government down to the smallest detail with the simple aim of maximizing the return to the royal treasury. The following extract from an administrative papyrus is typical of the uncompromising and pervasive rigour of this system:

Audit the revenue accounts, if possible, village by village—and we think it not to be impossible, if you devote yourself zealously to the matter. If this is not possible, [do it] by toparchies, approving in the audit nothing but payments to the bank in the case of money taxes, and in the case of corn dues or oil-bearing produce only deliveries to the corn-collectors. If there is any deficit in these, compel the toparchs and the tax-farmers to pay into the banks, for the arrears in corn, the values assigned in the ordinance, for those in oil-bearing produce, liquid produce according to each kind. (*Papyri Tebtunis* 703. 117–34)

The same level of state control is equally visible in all other forms of economic activity—the exploitation of mines and quarries, the production of papyrus, the operation of the novel banking system, currency control, and also foreign commerce, in which Philadelphus was conspicuously active, not only opening or maintaining lucrative foreign trading connections but facilitating it by large-scale engineering enterprises such as the completion of the Pharos lighthouse, the improvement of the Koptos road joining the Nile Valley to the Red Sea, and the reopening of the old Persian canal joining the Pelusiac branch of the Nile to the Gulf of Suez.

The relationship between the Graeco-Macedonian élite and their Egyptian subjects in the earlier phase of Ptolemaic rule is not always clear and, where it is, it shows some inconsistency. An inscription at Akhmim appears to refer to a Ptolemaic princess who had married a prince of the 30th Dynasty, and the old Egyptian aristocracy was certainly not relegated to impotence: members of the 30th-Dynasty royal line seem to have retained high military office into the Macedonian Period; in the reign of Ptolemy II we find a man called Sennushepes as overseer of the royal harem and holding high office in the Koptite nome; evidence from the same reign also places Egyptians in high administrative and military positions within the Mendesian nome. These and other cases justify the strong suspicion that the Egyptian Dionysius Petosarapis, who appears with high court rank in Alexandria in the 160s BC, had more precedents in the early Ptolemaic Period than we are often inclined at present to concede.

Evidence is much fuller for the large class of priests and temple scribes, although we should not fall into the trap of regarding them as a closed group. Priestly office was compatible with secular office, so that we cannot maintain a firm distinction between a secular aristocracy of rank and office, on the one hand, and ecclesiastical status, on the other. The priests were based at numerous temples, which were frequently rebuilt or embellished in Ptolemaic times and still constitute some of the most spectacular and complete remains of pharaonic culture. One of the best examples is the temple of Horus the Behdetite at Edfu, which is virtually completely Ptolemaic, being a focus of building activity from 237 until 57 BC, although it is highly significant that the Ptolemies chose to retain for the holy-of-holies the shrine of Nectanebo II, thus affirming their continuity with Egypt's past. Another major focus of Ptolemaic temple-building activity was Philae, where again we see close links affirmed with the last native Egyptian Dynasty. These and all other temples in the land continued to perform their ancient function as the power houses of Egypt, the interface between the human and divine in which pharaoh, through his proxy, the local high priest, conducted the critical rituals of maintenance for the gods, and the gods, in turn, channelled their life-giving power through pharaoh into Egypt.

One of the distinctive features of major state temples in the Ptolemaic and Roman periods was the provision of a small peripteral temple, invariably placed at right angles to the main temple, for which Champollion coined the term *mammisi* (an invented Coptic word meaning 'birth house'). The Ptolemaic *mammisis* were usually surrounded by colonnades with intercolumnar screen walls, and they were used to celebrate the rituals of the marriage of the goddess (Isis or Hathor) and the birth of the child-god. There appear to have been earlier counterparts of the *mammisi* in the form of 18th-Dynasty reliefs describing the divine birth of the king at Deir el-Bahri and Luxor. The temple of Hathor at Dendera includes two *mammisis*, one dating to the Roman Period and the other to the time of Nectanebo I (380–362 BC), the latter evidently being used for the enactment of thirteen-act 'mystery plays' concerning the births both of the god Ihy and of the pharaoh.

However, the temples were far from being simply cult centres. They were also important foci of economic activity whose resources were provided by the produce from land ceded to them by the Crown, although this land did not become their absolute property, and they also benefited from dues such as tithes and state grants. They produced

manufactured goods for secular purposes, particularly cloth, and were major sponsors of artistic works such as sculptures, which would be created in their hut-nebu or 'houses of gold', or through their building programmes, which generated an enormous market for the skills of sculptors and painters. The work of these artists is of very great interest, since it provides the clearest Ptolemaic evidence of an attempt at cultural accommodation between Greek and Egyptian in that their work was patently taking them in two different directions. In the first place their determination to continue the traditions of Late Period Egypt is particularly evident in the relief sculpture that survives in enormous quantities in Ptolemaic temples, but it also shows through in numerous examples of sculpture in the round, some of it quite unsurpassed in the entire canon of Egyptian sculpture. There is, however, an increasing tendency for the influence of classical sculpture to make an impact, so that works in a rather incongruous mixed style become more and more common, a trend that was destined ultimately to have serious consequences for traditional Egyptian art.

The priests enjoyed considerable political power, not least because their good will was evidently seen by the Ptolemies as the key to the acquiescence of the Egyptian population, and some of them, like Manetho of Sebennytus, played a major role in Ptolemaic cultural politics. The High Priests of Memphis were particularly important from this point of view, both because they were the most significant figures in the second city in the kingdom and because they were the supreme pontiffs of Egypt at the time, with wide-ranging contacts and influence in the country as a whole. The Ptolemies did everything they could to ensure this support, but they spread their blandishments much more widely than that, as is indicated in such well-known expressions of priestly gratitude as the Canopus and Rosetta decrees. Indeed, a sensitive reading of such texts reveals an ever greater care on the part of the Ptolemies to keep the priests on the side of the government as the political and military power of the state declined.

The priests and scribes were the pre-eminent repositories and exponents of traditional Egyptian culture, a role in which they were clearly spectacularly successful in Ptolemaic times. If we consider textual material produced for use in the temple cult, such as *The Legend of Horus of Behdet and the Winged Disc* carved on the inside of the west enclosure wall at Edfu, we encounter a profound knowledge of ancient tradition combined with an impressive capacity for narrative and an ability to write surprisingly good classical Egyptian, despite some contamination from Late Egyptian and Demotic stages of the language, and

an exuberant development of the potential of the hieroglyphic script that would have made the text frequently unintelligible to any reader of the high Middle or New kingdoms. In other contexts we find the old genres continuing to flourish—for example, tomb biographies and cognate mortuary texts, pseudepigrapha, ritual texts, stories, and wisdom texts. The old compositional principles retain their currency, and the conceptual world is unequivocally that of late pharaonic culture.

In the Ptolemaic concept of the afterlife, the judgement of the dead was still central, as was the conviction that the verdict of the tribunal (before which all must come in the underworld) depended on a virtuous life. Negative attitudes to death could certainly emerge, in that there was a willingness to complain of the injustice of an untimely end to life and the helplessness of man in the face of death, and this could lead, in turn, to a conviction that man should make the most of life while it was possible to do so. However, in relation to both death and life, there was the overriding conviction that the gods were maintaining a moral order and that it was of critical importance to determine their will and abide by it. This order was clearly seen as a definitive framework of long standing that could not be changed, the structure and workings of which could be determined by looking to the past, and in particular to the ancient texts described in one passage as 'the Souls of Re'. There was a very strong sense of dependence on the will of the gods and a conviction that they would exact retribution for unacceptable behaviour. There was much talk of something that we translate as 'Fate', but it is evident that this could become coterminous with the will of the gods. However, the Egyptians were not left completely in the dark as to what that will might be, for they were convinced that the gods frequently communicated with man, particularly by means of dreams.

There was also an increased taste in Ptolemaic times for apocalyptic literature, which was believed to give a direct insight into the workings of the divine order. There continued to be a strong conviction that there were experts who could break outside the normal range of human capacity through their knowledge of words and actions of power (heka) that could create changes, often spectacular, in the physical world. As for the concept of the make-up of man, this had not changed, and the view of his social relations contains nothing surprising. Thus the Egyptians continued to see themselves in a social context that transcended the present to embrace both ancestors and descendants whose good report was a significant part of the immortality which Egyptians craved. There was also a clear sense of social hierarchy and a

recognition that a person's position within that structure determined his authority. In day-to-day living, family solidarity and the interests of the local town were emphasized, as was the time-honoured paternalistic principle and active concern for those less well-off than oneself. On the other hand, the wisdom literature could express a hard-headed practicality and circumspection that left little room for trusting one's fellow man; it could also betray a misogyny that had much to do with the recognition of the sexual power of woman.

As of old, much weight was placed on self-control and restraint as cardinal virtues, and in political relations the pharaoh could still be seen as a divine benefactor whose support was essential to success, although there was a greater willingness to concede even his dependence on the gods and the possibility that he could act in a manner unacceptable to them that would bring retribution on him and the kingdom. Finally, we should not ignore the important point that there was one aspect of this vital culture that made a deep and lasting impression on Egypt's Hellenic masters—religion, where the success, in particular, of Isis and the Egyptianizing cult of Serapis constitute a remarkable example of cultural syncretism.

Below the large group of Egyptian scribes engaged in temple duties was a significant number of scribes who functioned as civil servants and secretaries. Indeed, there were ample opportunities in local and provincial government if they were prepared to learn enough Greek to act as intermediaries between Egyptians and the Graeco-Macedonian élite. Lower in the social hierarchy were the artisans and craftsmen who might express their talents in the temples, but there was certainly scope in Ptolemaic Egypt for the independent entrepreneur, particularly in the larger centres of population where we encounter numerous small businessmen and even businesswomen producing for the retail trade. Below them again we encounter the machimoi or militia who were largely Egyptian and functioned as soldiers or policemen (see Chapter 13). Having their origins in pharaonic times, the machimoi continued into the Ptolemaic period, and, after their success at Raphia in 217 BC, their importance in the military establishment increased. Their economic and social status was not, however, high, since the land allotments that they received were significantly smaller than those of their non-Egyptian counterparts, typically 5 or 7 arourai (1 aroura = 0.7 acre) as against the 20, 30, 70, or even more allocated to Greek cleruchs. The productivity of these allotments was such that there was no margin to employ assistant labour, so that, if machimoi were called away for military service, they could run into severe economic difficulties.

Not much lower than the machimoi was the great mass of the Egyptian peasantry engaged in the agricultural production that formed the basis of the economy. This involved the back-breaking task of creating and maintaining the irrigation system in addition to the normal agricultural activities of cereal and fodder production, arboriculture, and stock rearing. The peasantry might carry out these tasks as labourers or tenants on Crown and temple land or on great estates, and the more enterprising and successful might rent additional acreage from landholders such as cleruchs who had no taste for the agricultural life themselves. Some of them were also perfectly capable of making the most of any additional opportunities for supplementing their income—for example, acting as transport agents as required by government or local centres of economic production. Indeed, it is clear that some tenants of Crown land were in quite a good line of business, but in most cases the peasantry was evidently operating at the level of marginal subsistence, and its lot could easily become intolerable, particularly in times of internal political disruption, which were increasingly common from the end of the third century BC.

A Long Decline

The erosion of the Aegean and Syrian possessions of the Ptolemies in the late third and early second centuries BC was to leave them with only two foreign provinces: Cyrenaica and Cyprus. Polybius blames the rot squarely on the character deficiencies of Ptolemy IV himself, but the decline of Ptolemaic power lay deeper than the iniquities of a single ruler. In the first place, dynastic schism, which had its roots in the very institutional character of the monarchy itself, became a recurrent feature of Ptolemaic history, generating murderous bouts of internecine strife that at best were enervating and at worst raised instability in the kingdom to a disastrous level. These problems were often aggravated by the fury of the Alexandrian mob, which first surfaced at the death of Ptolemy IV in the lynching of his minister Agathocles—indeed, nothing gives a better picture of their unbridled and vicious temper than Polybius' description of the murder of Agathocles' relatives and associates:

All of them were then handed over together to the mob, and some began to bite them, others to stab them, others to gouge out their eyes. As soon as any of them fell, the body was torn limb from limb until they had mutilated them all; for the savagery of the Egyptians is truly appalling when their passions are aroused. (Polybius, 15. 33)

Their predilections as king-makers are subsequently demonstrated in numerous episodes. Thus the long conflict between Ptolemy VI and VIII frequently involved the actions of the mob, and in 80 BC they excelled themselves by assassinating Ptolemy X himself. Finally in 48/7 BC their anarchic propensities reached a crescendo that culminated in the summary destruction of their power by none other than Julius Caesar. The effects of these inherent weaknesses at the centre of the kingdom were compounded on many occasions by the self-seeking ambition of high-ranking Greeks, military and civilian, who were determined to do anything to further their personal interests.

In Egypt outside Alexandria the political situation rapidly deteriorated from the late third century BC onwards, as the country seethed with internal discord. These circumstances certainly facilitated the elevation of some of the more able and enterprising Egyptians, and there is clear evidence that they were succeeding in closing or even eliminating the gap that normally existed between Greek and Egyptian, gaining estates of some considerable size and even attaining the rank of provincial governor (strategos) or governor-general (epistrategos). The recurrent civil unrest has often been seen as a nationalistic, ethnically motivated reaction by Egyptians against the hated Greek, but the situation was clearly much more complex than that and is probably better read as the natural outcome of the weakening of royal authority that created a context where ancient rivalries and aspirations of various kinds were no longer contained by central authority. These might be hostilities between Egyptian cities, as when Hermonthis (Armant) and Theban Crocodilopolis went to war against each other in the time of Ptolemy VIII (170-116 BC). Again, when, between 205 and 186 BC, an independent state was established in the Thebaid, governed in succession by two native kings called Haronnophris and Chaonnophris, we may well be seeing a resurgence of the ancient political ambitions of the priesthood of Amun, and it is worth noting that, in the final battle in 186 BC, Nubian troops fought in Chaonnophris' army—that is, we may also have evidence of a resurgence of the ancient interest in Thebes by Nubian devotees of the god. However, since religiously determined xenophobia is a soundly documented phenomenon in the Late Period, it would be extremely suprising if it were totally absent from Egyptian motives in this move to independence.

There are many other signs, large scale and otherwise, of disaffection among the Egyptian population—strikes, flight (sometimes to the point where whole settlements were abandoned), brigandage, attacks

by desperadoes on villages, despoliation of temples, and frequent recourse to the temples' right of asylum. These are indisputably the reactions of people pushed beyond the limits of endurance by famine, rampant inflation, and an oppressive and vicious administrative system operated by officials who were all too often corrupt and beyond the effective control of central government. Against such men, the lower strata of society, who were largely Egyptian, were, in reality, defenceless and, therefore, easy targets. Uprisings by these people might easily be construed as nationalistic, given the close congruence between economic status and ethnic origin, and we can be confident that they acquired that dimension explicitly from time to time, but at the most fundamental level the uprisings were those of the oppressed against the establishment regarded as responsible for that oppression, and that establishment could just as easily be perceived as the Egyptian priesthood and their temples as Graeco-Macedonian officialdom. Whatever the motivation, however, the corrosive economic effects of these disruptions struck a deadly blow at the economic infrastructure at precisely the time when alternative sources of wealth had largely dried up.

All these internal events were played out against the backdrop of growing interventionism by Rome in the Eastern Mediterranean. Sometimes solicited, sometimes not, this process led progressively to the elimination of the kingdom of Macedon (167 BC), the acquisition of the kingdom of Pergamum in 133 BC, the gradual erosion of Seleucid power culminating in the annexation of the rump of the kingdom in 64 BC, and eventually the demise of the kingdom of the Ptolemies itself. The last event was long in coming and was the last episode in Ptolemaic relations with Rome that went back to the early years of the dynasty and evolved through several phases. Starting on a basis of equality in the reign of Ptolemy II with diplomatic courtesies between equals expressed in an embassy to Rome in 273 BC, we move in the early second century BC to a situation where Rome became the guarantor of Egyptian independence.

Polybius' description of C. Popilius Laenas' removal of Antiochus IV from Egyptian territory in 168 BC perfectly illustrates the ensuing shift in power. On handing the king the Senate's decree:

Popilius did something which seemed insolent and arrogant to the highest degree. With a vine stick which he had in his hand he drew a circle around Antiochus and told him to give his reply to the message before he stepped out of that circle. The king was astounded by the arrogance of this action and hesitated for a short time and said he would do everything the Romans asked. (Polybius, 29, 27)

From this it was a natural progression to become the mediator in dynastic disputes: during the long-drawn-out quarrel between the brothers Ptolemy VI and VIII, Rome was the arbitrator; Ptolemy XI (80 BC) owed his kingdom to Rome and allegedly left it to his benefactor by will; in the dispute between the Alexandrians and Ptolemy XII (80–51 BC), Rome played a decisive role; and Rome's involvement in the murderous conflicts between Cleopatra VII and her brothers Ptolemy XIII and XIV ushered in the last phase of Ptolemaic kingship.

In this maelstrom, and improbably, Cleopatra was able briefly to resurrect past glories $c.36~\rm BC$ when, through the largesse of Mark Antony, we see the fleeting resurgence of Ptolemaic control in southern Asia Minor and Syria–Palestine, but this ran counter to the general trend that featured Rome as the sole beneficiary of the long decline of the dynasty: Cyrenaica was acquired in $96~\rm BC$, Cyprus in 58. Finally, it was Egypt's turn. In $30~\rm BC$, through a struggle as spectacular and dramatic as anything that antiquity can offer, this brilliant and ancient kingdom fell to Rome, thereby initiating the final long-drawn-out chapter in the history of pharaonic culture.