Antonius himself was this way inclined, and he ordered the entrenched camp to be invested. At first they fought from a distance with arrows and stones, the Flavianists suffering most, as the enemy's missiles were aimed at them from a superior height. Antonius then assigned to each legion the attack on some portion of the entrenchments, and on one particular gate, seeking by this division of labour to distinguish the cowardly from the brave, and to stimulate his men by an honourable rivalry. The 3rd and 7th legions took up a position close to the road from Bedriacum; more to the right of the entrenchments were stationed the 8th and the 7th (Claudius'). The 13th were carried by the impetuosity of their attack as far as the gate looking towards Brixia. There ensued a little delay, while from the neighbouring fields some were collecting spades and pick-axes, others hooks and ladders. Then raising their shields over their heads, they advanced to the rampart in a dense "testudo." Both used the arts of Roman warfare; the Vitellianists rolled down ponderous stones, and drove spears and long poles into the broken and tottering "testudo," till the dense array of shields was loosened, and the ground was strewn with a vast number of lifeless and mangled bodies.

Fiercest struggle was maintained by the 3rd and 7th legions, and Antonius in person with some chosen auxiliaries concentrated his efforts on the same point. The Vitellianists, unable to resist the combined and resolute attack, and finding that their missiles glided off the "testudo," at last threw the engine itself on the assailants; for a moment it broke and overwhelmed those on whom it fell, but it drew after it in its fall the battlements and upper part of the rampart. At the same time an adjoining tower yielded to the volleys of stones, and, while the 7th legion in wedge-like array was endeavouring to force an entrance, the 3rd broke down the gate with axes and swords. All authors are agreed that Caius Volusius, a soldier of the 3rd legion, entered first. Beating down all who opposed him, he mounted the rampart, waved his hand, and shouted aloud that the camp was taken. The rest of the legion burst in, while the troops of Vitellius were seized with panic, and threw themselves from the rampart. The entire space between the camp and the walls of Cremona was filled with slain.
Difficulties of another kind presented themselves in the lofty walls of the town, its stone towers, its iron-barred gates, in the garrison who stood brandishing their weapons, in its numerous population devoted to the interests of Vitellius, and in the vast conflux from all parts of Italy which had assembled at the fair regularly held at that time. The besieged found a source of strength in these large numbers; the assailants an incentive in the prospect of booty. Antonius gave orders that fire should instantly be set to the finest buildings without the city, to see whether the inhabitants of Cremona might not be induced by the loss of their property to transfer their allegiance. Some houses near the walls, which overtopped the fortifications, he filled with the bravest of his soldiers, who, by hurling beams, tiles, and flaming missiles, dislodged the defenders from the ramparts.

[...] Meanwhile the population of Cremona was roughly handled by the soldiers, who were just beginning a massacre, when their fury was mitigated by the entreaties of the generals. Antonius summoned them to an assembly, extolled the conquerors, spoke kindly to the conquered, but said nothing either way of Cremona. Over and above the innate love of plunder, there was an old feud which made the army bent on the destruction of the inhabitants. It was generally believed that in the war with Otho, as well as in the present, they had supported the cause of Vitellius. Afterwards, when the 13th legion had been left to build an amphitheatre, with the characteristic insolence of a city population, they had wantonly provoked and insulted them. The ill-feeling had been aggravated by the gladiatorial show exhibited there by Cæcina, by the circumstance that their city was now for the second time the seat of war, and by the fact that they had supplied the Vitellianists with provisions in the field, and that some of their women, taken by party-zeal into the battle, had there been slain. The occurrence of the fair filled the colony, rich as it always was, with an appearance of still greater wealth. The other generals were unnoticed; Antonius from his success and high reputation was observed of all. He had hastened to the baths to wash off the blood; and when he found fault with the temperature of the water, an answer was heard, "that it would soon be warm enough." Thus the words of a slave brought on him the whole odium of having given the signal for firing the town, which was indeed already in flames.

Forty thousand armed men burst into Cremona, and with them a body of sutlers and camp-followers, yet more numerous and yet more abandoned to lust and cruelty. Neither age nor rank were any protection from indiscriminate slaughter and violation. Aged men and women past their prime, worthless as booty, were dragged about in wanton insult. Did a grown up maiden or youth of marked beauty fall in their way, they were torn in pieces by the violent hands of ravishers; and in the end the destroyers themselves were provoked into mutual slaughter. Men,
as they carried off for themselves coin or temple-offerings of massive gold, were cut down by others of superior strength. Some, scorning what met the eye, searched for hidden wealth, and dug up buried treasures, applying the scourge and the torture to the owners. In their hands were flaming torches, which, as soon as they had carried out the spoil, they wantonly hurled into the gutted houses and plundered temples. In an army which included such varieties of language and character, an army comprising Roman citizens, allies, and foreigners, there was every kind of lust, each man had a law of his own, and nothing was forbidden. For four days Cremona satisfied the plunderers. When all things else, sacred and profane, were settling down into the flames, the temple of Mephitis outside the walls alone remained standing, saved by its situation or by divine interposition.