



# WORLDSPANNER FACTIONS

## Rulebook Sets 1 & 2

### Welcome to the Games

June, 2530. Across the Forty Worlds, entertainment-seekers engage in the Worldspanner Games. They immerse in a thousand settings, taking the role of a favorite hero or villain of any age, enjoying delights from masquerade balls to Roman festivals to star-surfing.

The most popular contest is Factions. Challengers assume the identity of one of 360 famous personas known as the Full Degree. These heroes are icons, role-models, scoundrels and bogeymen, and they are known universally.

You're alone in a VR chamber, listening to the commlink chatter of your fellow Psiclone teammates. You review game stats, awaiting the rival team—the Skyhawks.

The standby alarm sounds. You adjust your feedback suit. Lights dim. A holovision appears...

In the vast arena nearby, you and your teammates first appear as ghosts, but you take form. The audience cheers as they recognize who you are—a ruggedly handsome Latino in a twentieth century American military uniform.

Lines of black camouflage paint streak your face and your hair is neatly slicked back. A personality template clamps onto your mind, dampening your true self but placing your inner

will in control of a new personality. You ARE Private Sanchez, the best sniper in the mix.

The first of your teammates appear in the arena.

Your turn comes. There is a flash and you find yourself in the darkness of an entry dome. You step out, choose an objective, and race towards it. But an enemy charges out of the dome to your right. And she wields a weapon...



PSICLONES



SKYHAWKS

### Overview

Build a random map known as the Land. Divide into two teams. Each controls a squad of heroes.

You can play 1v1, 2v3, 4v4, and everything in between.

Your heroes appear in the arena and race out to gain loot and glory, by skill at adventure and combat.

Some heroes will shine, some will fail, and some will end up in the Underpit.

Heroes often teleport to new locations, changing the power balance every turn. Watch your back!

Victory goes to the team that earns the most favor with the Faction houses and with the Queen Mother of the games, Lith.





# COMPONENTS & MAP

## Map Pieces

The map uses **platters** and **keys** like a puzzle.

Keys come in three types:

- **Dome keys**, each containing 4 purple Domes.
- **Faction keys**, representing the nine Factions.
- **Lith keys** named Lith's Lair and Death's Edge.

Lith and Faction keys are **adventure keys**.



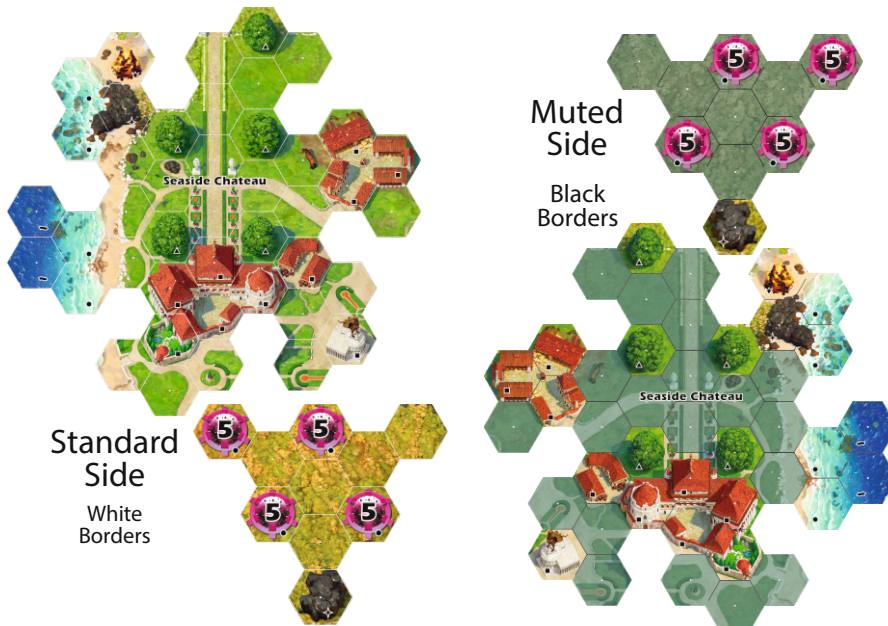
## Map Sides - Standard & Muted

The map pieces have two sides. The Standard side has white hexagon borders, while the Muted has black hexagons.

The Muted map has a uniform color to all non-Cavern Clear spaces. This makes it less colorful but more obvious where terrain is.

You quickly get used to the symbol-based terrain of the Standard side, but the Muted side is there if you prefer enhanced clarity. Use the Muted side for new players.

You must use either the Standard side or the Muted side. They don't mix.



Component	Set 1	Set 2
Map Platter	6	4
Dome Key	6	0
Lith Key	2	0
Factions Key	7	2
Vista Key	0	6
Hero Card	49	55
War Card	36	36
Secret Card	36	36
Elite Card	18	18
Quest Card	84	78
White Challenge Card	36	36
Black Challenge Card	36	36
Player Aid Card	6	0
Faction Favor Tile	7	2
Hero/Minion Standee	57	60
White Standee Base	24	0
Black Standee Base	24	0
Victory Marker	30	6
Yellow Victory Marker	0	36
Boost Marker	24	8
Tracker Marker	18	12
Gold Marker	48	26
Gold Five-Value	6	0
Defeat Marker	9	4
Wound Marker	30	20
Tribute Value Marker	6	0
Market Tile	1	0
Campaign Aid Tile	0	2

## Sets 1 & 2 Contain Set 3 Items

To make production efficient, items for Set 3 are included in Sets 1 and 2. This includes 28 purple-tinted large-format cards and 3 player aid tiles. Set them aside and keep safe until you have Set 3.



## Vista Keys

Set 2 contains six **Vista keys**. Use them in the expanded map designs and the campaign.

Vista keys are not adventure keys. You cannot capture them or gain glory from them. Their primary purpose is to create emptier zones on the map, but each has a potentially useful space.

Each Vista key contains a special space with a circle:

### River Run

**Panning for gold** - Free: A hero in this space gains 1 gold.

### Hunting Lodge

**Hunter's expertise** - Free: A hero in this space gains 1 Boost.

### Cow Pasture

**Milk, beef, manure, and leather** - Free: A hero in this space heals 1 wound.

### Horse Pasture

**A swift horse** - Free: A hero in the space gains +2 Speed in their upcoming Action step.

### Lone Rock

**Perfect vantage point** - A hero in this space gains +2 Hit with Aim attacks.

### Open Prairie

**No cover** - A hero in this space gains +2 Hit with Point attacks.

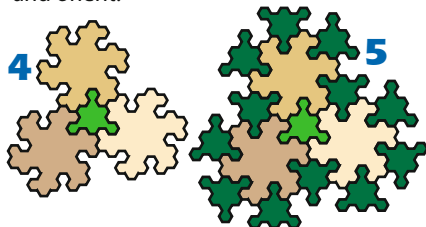


# SETUP

## Build the Map

1. Randomly select 3 platters.
2. Randomly select 5 Faction keys.
3. Add the 6 Dome keys and 2 Lith keys. You now have 13 keys and 3 platters.
4. Take one random key. Attach the three platters to it.
5. Fill in the slots around the map edge with randomly selected and rotated keys.

To randomly choose keys, pull from a bag or from under table, have a player call out a number, or use dice to select and orient.



### Fix dead ends

The position of a key might block heroes from moving into part of that key. If so, spin the key clockwise and check it again.

In your first games, you might not discover dead ends until later. That's okay. Fix it when you find it.

INVALID: The only entrance to Celestial Theatre is blocked by the Great Tree's wall.



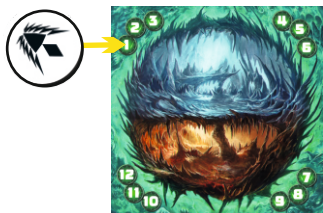
## Game Length

Choose the number of rounds to play:

Intro: 8 Average: 10 Expert: 12

Factions has a long mastery curve. The more you play, the better you will become at keeping your heroes alive. Stick with 10-round games until you get good.

Place the defeat board. Place a victory marker on the turn "1" circle.



## Choose Teams

Divide players into two teams: Psiclones (Black) and Skyhawks (White). You don't need the same number of players per team. Teams sit on opposite sides of the table.

## Choose Heroes

Decide on the number of heroes per team:

- 6 for an introductory game
- 9 if either team has three players
- 8 otherwise

Shuffle the hero deck. Deal out your chosen number of heroes to each team, then deal six more to each team. Secretly look through your heroes and discard six. Reveal heroes once both teams have chosen.

Divide the heroes between the players.

So, deal 12 cards to each team when playing 6 heroes per team and 15 when playing 9 heroes per team.

There is no difference between your heroes and those of your teammates. You are playing cooperatively against the other team.

In your first games, don't worry about choosing the right heroes. Just choose the cool ones.

## Prepare Heroes

Line the hero cards face up in front of the owning player. Find the standee tile for each hero, attach it to a base of your team color, and place it on the hero card.

### Draw loot

Many heroes start with treasure cards or gold. Look at the bottom right of each hero card for these symbols:

- ① Give the hero the gold amount shown (p. 10).
- 1 Draw cards from the War deck equal to the number shown (p. 4, 10).
- 1 ...from the Secret deck (p. 4, 10).
- 1 ...Elite deck (p. 4, 10).
- +1 Begin with 1 Boost marker (p. 23).

Look at the cards but keep them face down, tucked half-under the owning hero, unrevealed to your opponents.

## Set 2 Map Designs

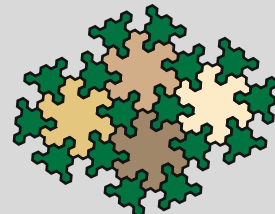
With Set 2, you can use other map designs. All use the two Lith keys (Death's Edge and Lith's Lair) and the six Dome keys.

Remember that teams always bring on one-third of their heroes during Reinforce, rounded up. So, bring on 4 heroes each turn if you are playing with 10-12 heroes.

### Quad

Platters: 4  
Faction Keys: 7  
Vista Keys: 1  
Heroes: 10-12

A bigger map for experienced players.



### Tri Line

Platters: 3  
Faction Keys: 5  
Vista Keys: 1  
Heroes: 8-9

Excellent for conventions and narrower tables.



### Quad Line

Platters: 4  
Faction Keys: 8  
Vista Keys: 2  
Heroes: 10-12

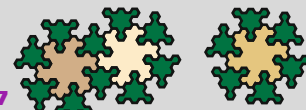
Tri line and Quad line are excellent for conventions and narrower tables.



### Tri Split

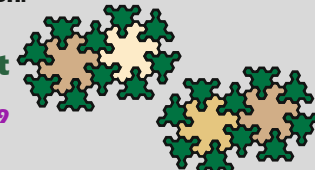
Platters: 3  
Faction Keys: 7  
Vista Keys: 1  
Heroes: 8-9

These maps are separate and cannot be accessed using normal movement. When building the map, at least one adventure key and one Dome key must be on each separate section.



### Quad Split

Platters: 4  
Faction Keys: 9  
Vista Keys: 3  
Heroes: 10-12



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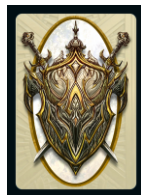
# SETUP

## Treasure Decks

Shuffle and place the War, Secret, and Elite decks all in a row.

## Market

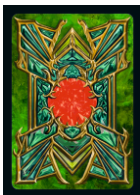
Turn over the top card of the War, Secret and Elite deck and place below the deck. This is the Market. Put the brown market tile next to this as a reminder.



War



Secret



Elite



## Challenge Decks

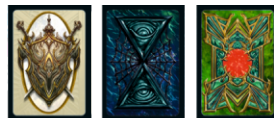
Each team has a challenge deck. Shuffle and place between the teammates with room for a discard pile.

## Quest Decks

Each Faction key has a matching Quest deck with the same large faction symbol. Shuffle each and place as close as possible to its Faction key. Put the unused decks in the box.



## Treasure

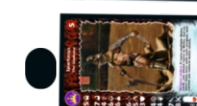
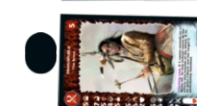
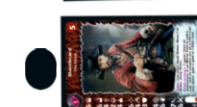


## Market



## Market Tile

## Markers



Team Black

The two Team White players sit on this side of the map.

They divide the eight heroes four per player.

They draw their starting cards, gold, and boosts.

They set their hero standees by their heroes.

They place the White challenge deck between them, with room for a discard pile.

They set each Quest deck near its Faction key.

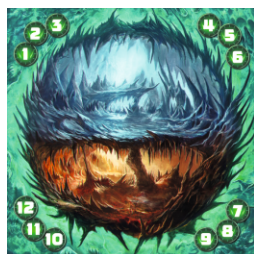
They set the War, Secret, and Elite decks in a row and turn over one each for the Market.

They make the markers handy.

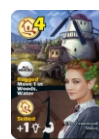
They place a victory marker on the "1" of the defeat board.

They set the stack of favor tiles to the side.

Team White



## Defeat Board



## Favor Tiles



# VICTORY

At game end, the team with the most **glory** wins! There are 7 ways to gain glory in Set 1, more in Set 2.

## Gold Tie-Breaker

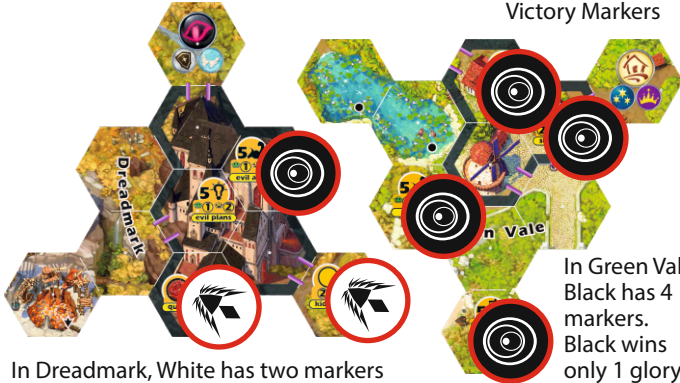
If both teams have the same amount of glory, the team with the most gold carried by their undefeated heroes at game end wins. If that is tied, use least heroes that end defeated, then least total wounds on undefeated heroes. If these are equal, that's amazing, and the game ends in a tie.

## Glory 1 to 5: Faction Keys

Check each of the Faction keys. The team with the most victory markers on that key gains 1 glory. If tied, neither team gets glory.



Victory Markers



In Dreadmark, White has two markers and Black one. White wins 1 glory.



In Hope Hospice, each team has 1 marker. Neither team wins the glory.

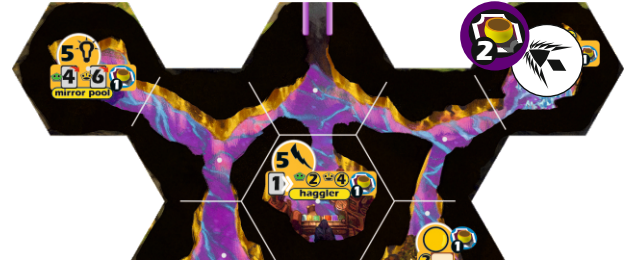


In Crown District, White has one marker. White wins 1 glory.

## Glory 6: Tribute to Lith

The team that gave more tribute to Queen Mother Lith gains 1 glory. See p. 17. If tied, neither team gains glory.

White has given Lith 2 more tribute than Black. They gain the Glory point.

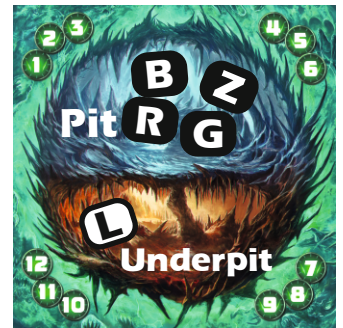


## Glory 7: No One Deep Down

A team that ends the game with no heroes in the **underpit** gains 1 glory. Heroes in the **pit** do not prevent you from gaining the glory. See Defeat, p. 18.

Unlike other glory, both teams can gain a point of glory for No One Deep Down.

Team White has 1 hero in the Underpit. Black has 4 in the Pit. White gains no glory. But Team Black gains the glory because they have no one in the Underpit.



## Who Won?

Team White gained Dreadmark, Crown District, and Lith. 3 Glory.  
Team Black gained Green Vale and No One Deep Down. 2 Glory.  
Team White Wins!



Factions is a game engine that is massively moddable by you. Create your own content on the worldspanner website. There you will find tools that help you design and balance new heroes and print their cards. Design something awesome, and we might use it! Follow the code...



# HEROES

Heroes are wildly different from each other, spanning every age and genre. Some are deadly fighters, some are potent adventurers. Some are friendly and diplomatic, some stealthy and swift, and some are just plain scary. Some can kill you with a sword, some with their brain, and some are simply useless in combat. All are equal in value, if you use them correctly.

## Health

Number of wounds the hero can take before being defeated.



## Faction

Each hero aligns with one of nine factions.

Seven of these Factions are found in Set 1. Exemplars and Adventurers are found in Set 2.

### Exemplars



You don't need to memorize the hero ratings. It will be clear at any point what rating to use. But if new to the game, grab a player aid and set the right edge next to the left edge of a hero card. This will help you quickly associate rating names with symbols.



## Ratings

Hero skills are rated 0 to 9—0 being awful and 9 superhuman.

### Speed

How fast the hero can move.

### Strength

Physical power and the experience to put it to use. Strong heroes can use heavier equipment treasures.

### Intellect

Knowledge and memory. Intelligent heroes can use more complex equipment treasures.

### Virtue

How the hero treats others, both friend and enemy, and whether the hero is trustworthy and honorable.

### Fame

How the hero is regarded by others. High Fame heroes are adored or feared. Low Fame heroes are overlooked, treated as nothing.

### Agility

Agile heroes are light on their feet, with fast reflexes. Agility is defense against melee attacks.

### Stealth

A stealthy hero knows how to remain unseen. Stealth is defense against ranged attacks.

### Armor

The defense against any attack that hits.

### Aim

Steadiness, balance, and keenness of sight. Used for steady weapons such as rifles.

### Point

Hand-eye coordination and throwing skill. Used for hand-eye weapons such as pistols and thrown weapons.

### Wits

Cleverness and reaction speed. High Wits heroes attack first in melee.

### Melee

Higher melee has a better chance of hitting with a melee attack.

### Power

The chance that the hero's fists/claws get through the target's armor.

### Wound

Number of wounds caused by fists/claws, from 0 to 4. An empty bar means 0 wounds.

A 0 Wound rating can still cause damage!



### Nature

At the card's bottom right is the hero's basic Nature— Man, Woman, Child, Being, Fairy, Machine, or Fiend. Most heroes have only one Nature, but some have two.





# ROUNDS

## Rounds of Play

Factions is played in **rounds**. Each round is broken into 2 **turns**. Skyhawks (white) take their turn first, followed by Psiclones (black). Skyhawks is the **active team** during their team's turn while Psiclones is the **inactive team**. Psiclones then take their turn.

In each turn, take the following steps.

### Free Step

During Free, only the **ACTIVE** team can:

- Trade loot between heroes (p. 11).
- Pick up loot off the ground (p. 11).
- Use special abilities tagged as Free (p. 22).

### Action Step

Only for the **ACTIVE** team.

Each hero on the active team takes one action. You choose the order in which the heroes take their actions.

Don't wait for your teammates to finish. Take your actions at the same time.

- Move the hero (p. 9).
- Slip Away: Trade places with an enemy and move a small distance (p. 9).
- Shoot a ranged weapon (p. 19).
- Unleash one minion (p. 23).

### Reaction Step

Only the **INACTIVE** team acts during the Reaction step.

Each hero on the inactive team can take one reaction, in any order.

- Shoot a ranged weapon (p. 19).
- Use special abilities that are tagged as used during Reaction (p. 22).

### Melee Step

During Melee, each hero from **BOTH** teams can make one melee attack against one adjacent enemy (p. 18).

### Adventure Step

Each **ACTIVE** team's hero that is now standing on an adventure space may challenge that adventure (p. 14).

### Reinforce Step

All heroes start the game off map. They enter during Reinforce.

During Reinforce, only the **ACTIVE** team selects 1/3 (rounded up) of their heroes and brings those into the game by dismissing them, one by one. See the Dismissal rules to the right.

So, when playing with six heroes per team, bring on two heroes in round 1, two in 2, and two in 3.

With eight heroes per team, bring on three heroes in round 1, three in 2, and two in 3.

With nine, it is three in rounds 1, 2, and 3.

So, after three turns, all of a team's heroes have entered the map.

Round 1 is short. With no heroes yet on the map, the only step taken by each team is Reinforce.

### Mark Round

When Psiclones (black) finishes their turn, move the turn marker on the defeat board to the next round.

## Interstep Events

Some special abilities happen between steps. These are labeled with **start of** or **end of**. Consider these tiny steps of their own.

For example, "End of Free" occurs once the Free step is complete.

If multiple interstep events occur at the same time, the active team determines the order in which they are resolved.

## End of Game

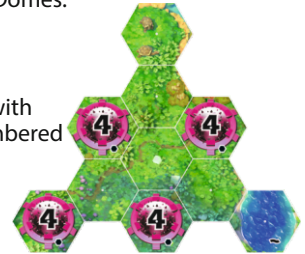
The game ends when the round marker is on the chosen number of rounds, and team black finishes their turn.

# DISMISSAL

## Dismiss & Banish

Heroes are often dismissed or banished, reappearing in Domes.

Dome key with  
Domes numbered  
"4"



### Dismiss

Draw a challenge card. Place the hero standee in an empty Dome within the number range shown. If no empty Domes are in that range, use the next highest number. If you go past 6, return to 1 and continue on up.

Finish dismissing one hero before drawing for the next.

Note that one card states "1 or 6" instead of a range like "3-6".

During the Reinforce step, heroes use this dismissal process to enter the map.

### Banish

Banishment follows the same rules as dismissal, but the **ENEMY** team draws one of their challenge cards and places the hero.

You draw a card showing 3-4. Place the hero in any Dome marked 3 or 4, but not in the one already containing a hero.



Is your map lopsided? Are all the Dome keys in one area, and the Factions keys way over there? Wonderful! Lopsided maps require different tactics, so they're great! Don't be a big baby and change it.





# THE MAP

## Spaces and Terrain

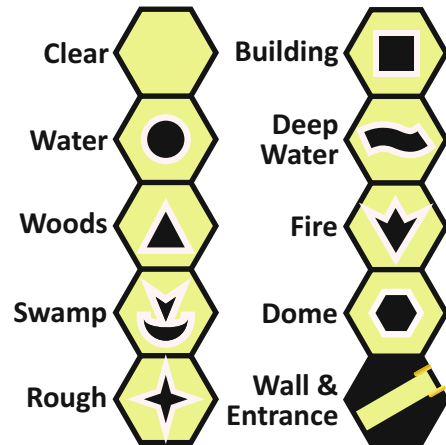
The map has hexagonal **spaces**. Each hero is represented by their standee, which is always placed in a space. Only one hero can be in each space.

### Terrain

Each space has one terrain type, shown by a symbol in one corner of the space. Most spaces have no symbol. These are Clear.

### Map Edge

The map edge is off limits, solid Wall.

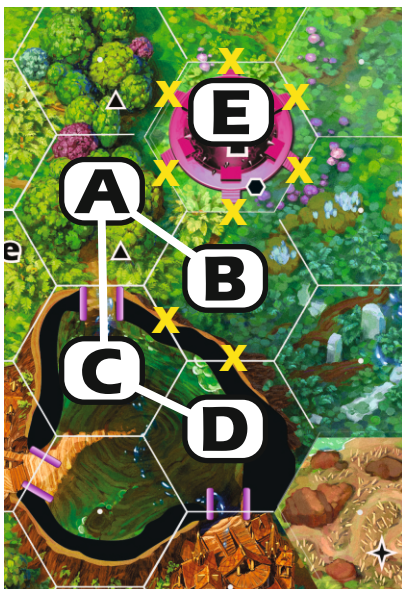


## Adjacency

The rules commonly refer to heroes that are **adjacent**. Normally, adjacent means being in any of the six surrounding spaces next to the hero's space. But there are two exceptions:

A Wall without an entrance shown between the spaces prevents adjacency. Heroes inside a Dome are not adjacent to any space.

A hero inside a Dome is in a dark enclosure, easily heard but not seen.



A is adjacent to B and C. C is adjacent to D and A.

B is adjacent to A. Walls block B from being adjacent to C and D.

E is inside a Dome, and so is isolated, adjacent to no space.

## Adventure



## Adventure Spaces

Adventure spaces contain a gold adventure plaque. These are always Clear spaces.

## Walls and Caverns

### Walls

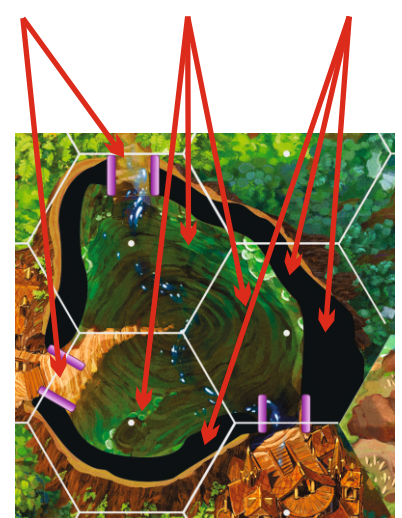
Walls are impenetrable barriers such as rock, thick-walled structures, or trunks of giant trees. They are shown by black borders or areas. The edge of the map is also a wall.

### Caverns

Caverns are areas enclosed by walls. That enclosure is called a cavern. Cavern spaces are always Clear spaces.

Caverns have distinct entrances shown by a pink doorway symbol. These are the only ways to get into a cavern.

## Entrance Cavern Wall





# MOVE & SLIP AWAY

## Move Action

During the Action step, a hero can take the Move action. The hero's Speed rating is used as **move points**.

Example: A hero with 5 Speed can move 5 "points" of movement.

Heroes do not need to move full Speed, or even move at all.

Be sure to show the opponents which spaces you are moving into, space by space, in case they plan to shoot at you.

### Terrain

Each space costs 1 or 2 move points to enter. Clear is 1. Building, Woods, Water, Swamp, and Rough are 2. Heroes cannot enter Fire, Deep Water, or Dome.

If a space costs 2 and the hero has only 1 move point left, they cannot enter that space.

### Walls

Walls block movement unless there is an entrance between the spaces.

### Must leave a Dome

A hero in a Dome must use a Move action to leave the Dome in their Action step.

Enemies might surround a Dome, preventing the hero from taking any action that step.

### Enemy and allied characters

No space can have more than one **character**, whether that is a hero or a minion. Allies are friendly characters, enemies are not!

Characters can move through allies, but cannot end the Action step in the same space. Characters CANNOT move into or through a space containing an enemy.

### Prohibited terrain

Fire and Deep Water are prohibited terrain. Unless allowed by a special ability, heroes cannot enter or be forced to enter these spaces.



Move Cost

Clear		1
Water		2
Woods		2
Swamp		2
Rough		2
Building		2
Deep Water		X
Fire		X
Dome		X
Wall		X

## Slip Away Action

Slipping away involves switching spaces with an adjacent enemy and moving a short distance:

### 1) Switch places

First, the hero switches spaces with an adjacent enemy.

### 2) Shift 2

The hero then takes a Shift 2. A Shift is a special kind of movement. Use the normal Move rules but ignore the hero's Speed. The hero gains 2 move points, which is NEVER affected by any speed modifiers such as Transports or Boosts.

This Shift 2 does not become Shift 3 if the hero has a +1 Speed bonus, or Shift 1 from a -1 penalty.

### Slip Away restrictions

You must have an enemy adjacent to your hero. You cannot target an ally.

Each enemy can be space-switched only ONCE per step. That enemy is immune after the first switch.

Neither hero can be forced into terrain that they are not allowed to enter, so if one is sitting in terrain that the other cannot enter, you cannot slip away using them.

## Flying

Some heroes and special abilities allow flying. A hero can choose to fly, or not, during a Move or Slip Away action. They must use one or the other on that entire move.

Flying is considered a short hop, where the hero lands at the end of movement.

### When flying:

Ignore enemies and all terrain except Walls. Pay 1 move point per space. You may not end in an enemy space or a space that you could not normally enter - Fire, Deep Water, and Dome as examples.

During this turn's Reaction step, a flying hero gains no terrain Stealth bonuses, and no terrain blocks a shot at them—except Walls.

Enemies inside a Dome cannot see out. They are never allowed to take a shot, even against fliers.



Six heroes take Move or Slip Away actions during their Action step. All have Speed 5, so they have five "points" to spend.

Hero 1 must leave the Dome. She moves through the Woods. She would like to enter the Swamp space, but that would cost a total of 6. She ends in the clear space.

Hero 2 wants to reach the quest in Watchman Keep. He must go around the Wall.

Hero 3 must leave the Dome. She decides to move one space out.

Hero 4 wants to head south but cannot move through Deep Water. He must go around.

Hero 5 wanted to head south through the great tree. But enemy X is in the way. He enters the great tree to take on X and Y in melee.

Hero 6 decides not to move at all.

Hero 7 can fly. She flies over the building at move cost 1, over enemy X and Y, and exits out the tree entrance on the south.

Hero 8 uses a Slip Away action. She switches places with enemy Z, then shifts 2, using 2 move points, passing through 3's new space.



# LOOT

## Loot

Loot includes treasure cards, gold, and other items tagged as **loot**. Heroes can carry any amount of loot.

## Gold

Gold, represented by coins, is useful for purchasing cards and bonuses, and is a tie-breaker at game end.



## Treasure Cards

Treasure cards (or **cards**) are weapons, equipment, secrets, and other goodies. Keep treasure cards with the hero who owns them.

### Treasure decks

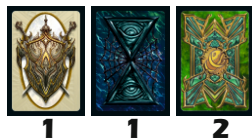
There are three treasure decks: War, Secret, and Elite. The War deck is majority weapons, the Secret deck is majority secrets and surprises, and the Elite deck contains a powerful mix.



### Drawing cards

A hero that wins cards from an adventure can draw a mix of cards. War and Secret cards cost one draw. Elite cards cost two.

Example: You win 2 cards. You can draw 2 War, or 2 Secret, or 1 War and 1 Secret, or 1 Elite.



### Strength/Intellect limits

Treasure cards show Strength and Intellect ratings. To gain the card's benefits, a hero must have Strength and Intellect equal to or greater than the card ratings. A hero can carry any card, regardless of their ability to gain benefits from it.

Heroes that have the matching bonus symbol for the card ignore Strength and Intellect restrictions.

Example: A hero must have at least 5 Strength and 3 Intellect to use the Dread Mount card to the right, or have the Mount bonus symbol.

### Revealing cards

Keep cards face down with the hero who owns them. They are inactive until revealed. Unless stated otherwise on the card, you may reveal a card at any time to gain its effects. Once revealed, it remains revealed for the remainder of the game.

### Card use limits

Each card has a use limit symbol in the upper right.

- The card is permanent, not lost after use.
- The card is usable only once, then discarded.
- The card is discarded after it defeats a hero (not a minion).

Cards CANNOT be deliberately discarded or dropped! They can only be discarded after being used up, as above.

## Card Bonuses

Heroes gain treasure bonuses, as shown by Bonus symbols found on most hero cards. If a hero matches the card's symbol:

- They ignore the card's Strength and Intellect limits.
- They gain the bonus described under the Bonus box on the card. (Other text on a card is not part of the Bonus.)

### Weapons

Ranged	Melee	Minion	Item
Rifle	Blade	Pet	Stealth
Pistol	Swing	Bot	Gadget
Energy Rifle	Thrust	<b>Transport</b>	Medical
Energy Pistol	Brawler		Armor
Heavy		Mount	
		Vehicle	

## Own, Use, and Employ

Some treasure cards have special abilities that apply when **owned**, others apply when **used**. Any reference to **employing** a card applies to both owned and used effects.

Abilities that apply when owned are mandatory if the card is revealed. The effect applies even when the card is not being used.

Abilities that apply when used are optional, and activated by the hero at the appropriate time.

Trading, discarding, picking up, and paying for an adventure are not considered employing a card.

The Dread Mount's hit bonus and Virtue penalty apply just by owning and revealing the card. But the 7 Speed is gained only when the hero chooses to use the card for movement.



Back in 2003, Duel of Ages came out, containing heroes, motorcycles, and a velociraptor. In before Pratt, know what I mean?





## Trading Loot

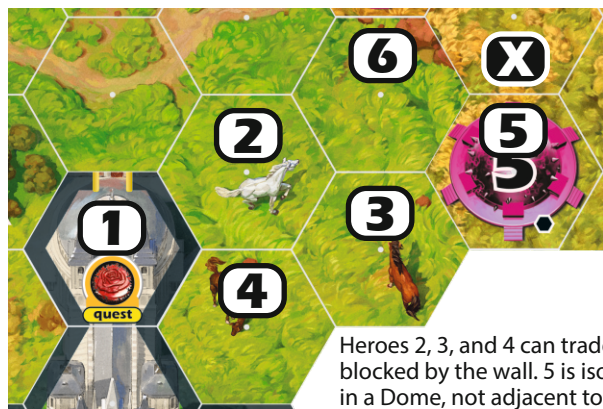
During their Free step, heroes adjacent to each other can trade any amount of loot back and forth between them. If you have a chain of heroes adjacent to each other, they can pass any amount between connected heroes.

### When you CANNOT trade

**Adjacent enemies** — A hero cannot trade if an enemy is adjacent to them.

**No-Trade heroes** — A hero with the No-Trade symbol on their card cannot trade loot with anyone.

**Unleashed minions** — Minions that have already been unleashed cannot be traded.



Heroes 2, 3, and 4 can trade. 1 is blocked by the wall. 5 is isolated in a Dome, not adjacent to anyone. 6 is adjacent to enemy X and cannot trade or pick up loot.

## Picking Up Loot

Loot might be lying on the ground, often from a hero being defeated. During their Free step, a hero in that space can pick up any of the loot. (They could then trade it away in the same Free step if possible.)

**Heroes CANNOT pick up items if an enemy is adjacent.**

Trading and picking up loot are the only activities that an adjacent enemy prevents. Heroes can freely shoot, adventure, etc., even if an enemy is adjacent.



## Steal and Destroy

Some special abilities allow a hero to Steal loot from an enemy.

Example: Steal 2 allows you to steal two items of loot from an enemy.

**When loot is stolen or discarded, the owner always chooses the loot being stolen.**

**If an unleashed pet or bot card is stolen, it is removed from the map (see Minions p. 22).**

**Destroy is considered a Steal. However, on a Destroy, the stolen loot is discarded instead of handed over.**

On a Steal 1, the hero being stolen from can hand over 1 gold or 1 card, their choice (assuming they have both). It could even be special loot, such as eggs found in Set 3's campaign.

### An Armor Card

The card's bonus symbol (Armor). Heroes that have this symbol at the bottom of their card gain +1 Armor while they own it.



This card is permanent.

This is Body Armor, under the more general category of Armor, then Item.

### A Weapon Card

Uses Aim for Hit rating.

Has Power 4, Wound 3, and range 2 to 5.



This card is discarded after defeating a hero (not a minion).

Heroes must have at least this much Strength and Intellect to use this card.

### A Minion Card

A minion has many of the ratings that a hero does.



This kitty has 3 health.

### A Medical Card

Discard after using this card.





# CARD TYPES

## Melee

Use a Melee card in place of the hero's natural melee attack.

**Bonus:** Gain +1 Hit when using the weapon.



## Ranged

Although a few heroes have a natural ranged attack, most must acquire a Ranged weapon to make a ranged attack.

**Bonus:** Gain +1 Hit when using the weapon.



## Armor

Armor comes in three types: Body, Helm, and Shield. A hero can use only one of each type at a time, though they can own many.

Armor improves a hero's Armor rating or provides a Block ability. See Blocking, p.23.

**Bonus:** The Armor bonus usually gives +1 Armor when using the armor.



## Transports — Mounts and Vehicles

Transports increase a hero's Speed or replace it with their own Speed. Using a Transport is voluntary.

A hero can use only one Transport during a Move. They must use the chosen Transport through the entire Move.

Heroes might have movement special abilities, such as moving faster or slower through certain terrain. These abilities still apply when using a Transport. Many Transports prevent flying, however.

Any Speed increases or decreases that affect the owner also affect the Transport's Speed.

**Bonus:** The Transport bonus usually provides +1 Speed when used.



## Medical

Healing kits and potions.

**Bonus:** Some increase a certain rating while you own the card. Others allow spreading the healing across multiple heroes.



## Gadgets, Packs and Stealth

These cards provide advantages as described on the card. Reveal them when you first wish to gain those advantages.

**Bonus:** The bonus for many of these items increase a hero's rating while the card is owned.



## Cubes

Cubes are one-use event triggers.

**Bonus:** When you play the Cube, you draw another secret card as a replacement if the hero's Fame (👤) is equal to or higher than the value shown next to the Fame symbol.



## Surprises and Soulstones

A Surprise is a wonderful event that occurs if you set up the necessary situation. Use as described on the card.

Soulstones are powerful items for honorable heroes. They change one rating of the owner to match their Virtue +1 (👤).



## Glory Cards

Certain Lith cards allow you to win a Glory point for victory. If at any moment your team achieves the requirement on the card, reveal the card and set it aside, out of play. At game end, you count it as one glory point.

The card owner does not need to achieve the requirement alone. It is a team effort. Once accomplished, it is not lost if you no longer meet the card's requirements.



## Minions — Pets and Bots

Minions are creatures **unleashed** by a hero to roam the map and attack enemies. See Minions, p.23.

Minions come in two types. Pets are living creatures, while bots are non-living.

Minions can't carry loot or attempt adventures.

The bonus for minions allows the hero to Shift 1 (p. 22) after unleashing the minion.



Remember that cards begin unrevealed. The enemy does not know what you have. So if you have a chicken but you convince them you have a rifle, you win.



# FACTIONS

Faction houses welcome your heroes, each a potential friend or ally if you assist their cause. And deep in her lair, Queen Mother Lith awaits acts of honor and gifts of tribute.

**In Set 1, seven of the nine Factions are represented. Rules and descriptions are provided in this rulebook for the final two, which are found in Factions Set 2.**

## Crown District

Behind marble walls lies the domain of the prosperous and elite, the seat of power in the Land. The District might listen to those who can wield influence or craft plans to keep taxes flowing and stop rabble from becoming a bother.



**Lords**

## Steel Bastion

Home of the mightiest mercenary corps, the Bastion watches over the frontier and trains without ceasing. It honors those who can wield either weapons or the loyalty of its brave soldiers. Weak sentimentality and lax discipline have no place here.



**Warriors**

## Watchman Keep

The Keep is law and order over the Land. Wielding sword, musket, and justice, Watchmen Knights act as guards, protectors, rescuers, and mob-crushers. They wage an eternal struggle against the law-breaking factions, and anyone else who threatens peace and order in the Land.



**Defenders**

## Dreadmark

To outsiders, Dreadmark is known as the Arts Patronage, wise stewards of good society. But within the castle, all manner of terror is concocted. Evil is the job, the hobby, and the daydream of Dreadmark agents. Those who dared to stand against Dreadmark are no longer among the living...



**Villains**

## Celestial Theatre

The tireless entertainers of Celestial Theatre pour their soul into bringing the finest experiences into the pathetic, drab lives of the Land. Fame is the currency and influence the coin of the Theatre. Wipe your muddy boots, you sods and soldiers!



**Icons**

## Smugglers Den

Smuggler's Den is hidden near the dockyards, buried within Poortown, a tangle of slums where the unimportant are forgotten. The Den has no outside allies, and so must take care of their own. Beware the fat coin purse that wanders near.



**Outcasts**

## Hope Hospice

There are physicians and apothecaries beyond Hope Hospice, but none have the dedication to selfless service as is found in this house of healing. Hospital, boarding house, orphanage, and sanctuary, the Hospice serves all without regard to wealth, power or station.



**Exemplars**

## Lostlight Society

The Society concerns itself with preserving the artifacts of history and protecting the lives of those who pursue progress in the arts and sciences. To many, the Society is nothing more than a high-class thieves guild. To others, they are the guardians of the future and the past.



**Adventurers**

## Green Vale

The Green Vale is the scent of mint fields and the creak of windmills driving the milling stones in producing the flour that feeds the Land. Here life moves steadily and with purpose, where family and lineage count far more than wealth and wine cellars.



**Commoners**

## Queen Mother Lith

Beautiful, terrifying Lith is the ultimate authority in the Land, a shape-shifting being of the elements. Within her lair, where the walls are lava and floor is ice, Lith accepts tribute of humanity's greatest treasures and provides treasure of her own—magical cubes, arena secrets, and artifacts that honor the virtuous.





# ADVENTURE BASICS

## The Basics

To **adventure**, a hero must be standing on a space with a gold adventure plaque. Adventuring is voluntary. A hero can stand on an adventure space and not adventure.

Adventures are resolved during the Adventure step only, and **ONLY** for the active team.

Adjacent enemies do **NOT** prevent adventuring.

After **EVERY** adventure, the adventuring hero will be either dismissed (usually) or banished (you messed up).



## Challenges

Many adventures (as well as attacks) are resolved by a **challenge**. In a challenge, two ratings are compared, and then a challenge card is turned over to determine the result.

Place used cards in a discard pile. You cannot look through the discard pile.

Each team has a challenge deck of their own. This deck flattens the luck and makes sure both teams are abused equally.

### Reading the Challenge card

Determine the difference between the hero's rating and the opposing rating. Find this difference on the challenge card. Look at the face next to that amount. The difference cannot be greater than 6 or less than -6.

A positive difference is commonly referred to as being "Better By." A negative difference is known as "Worse By."



Example: Your hero's Aim is 6, versus the 5 Aim challenge shown here. The difference is 1. You draw a challenge card. "1" is in a green band containing a happy face. The hero Passes!



**Amaze! The hero rocked it.**



**Pass. The hero did well enough.**



**Squeak. The hero failed, but learned something.**



**Fail. Hang your head in shame.**



**Fopp (Failure of Painful Proportions). Let's pretend this never happened.**

### Common Adventure Results

On **EVERY** adventure, a Squeak, Fail, and Fopp have the same results.



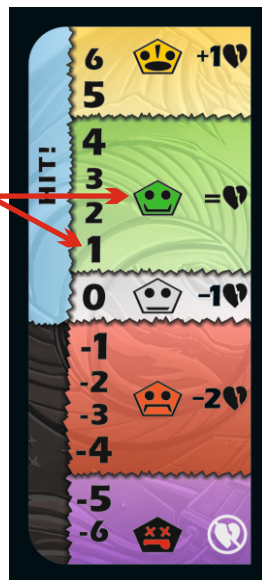
**Squeak: The hero gains a Boost and is dismissed (see p. 7 and p. 23).**



**Fail: The hero is dismissed (see p. 7).**



**Fopp: The hero is banished (see p. 7).**



## Capturing a Faction Adventure

The goal of all adventures on the Faction keys is to capture them. If your adventure result tells you to capture that adventure space, do the following:

If there is no **victory marker** on that space, place your team's victory marker there.

If the enemy already has their marker there, remove it. Do **NOT** place your own.

If your own team's marker is already there, do nothing. You've already captured it. Only one victory marker can be on a space.



## Faction Relations

Factions prefer to work with heroes of a like mind, while those of opposite factions are met with suspicion.

Each hero has one faction that they naturally relate to, known as their **home faction**. This is shown by the symbol in the upper left of the hero card.

Heroes also have two **opposing factions** that naturally treat them with disfavor.

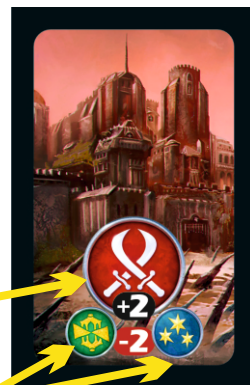
Heroes gain a +2 adventure bonus on their home faction key, while suffering -2 on the two opposing factions keys.

These modifiers apply only to adventures that are challenges—ones that require a challenge card to be drawn.

Steel Bastion is home to Warriors. Warrior heroes gain +2 to tasks and quests in Steel Bastion, feeling right at home there.

But Adventurers and Icons are met with suspicion, suffering -2 penalty.

**Adventures where you spend money or cards give no benefit to home heroes or penalty to opposing heroes. Money greases all wheels.**



That symbol on the right-center of the challenge cards is used in Set 3. It drives the decisions of the AI in solo/co-op skirmish mode and campaign.



# FACTION ADVENTURES

## Faction Tasks

The Factions strive to keep ahead of their competitors. Your assistance in this daily labor is required. The Crown District needs influential heroes to handle duties of state, while Steel Bastion can use help leading combat drills or teaching at the war college...

**Most Faction Keys have two Tasks. These adventures are always 5-rated challenges. Doing well earns the hero gold.**

1. Compare the hero's rating shown for the task, versus 5.
2. Add 2/subtract 2 if the faction relationship applies (p. 14).
3. Draw a challenge card and determine success:

- Banished!**
- Dismissed.**
- Give the hero a Boost token (p. 23). Dismissed.**
- Give the hero 1 gold. Capture the adventure space. Dismissed.**
- Give the hero 2 gold. Capture the adventure space. Dismissed.**



## Card-Paying Tasks

Celestial Theatre and Crown District each contain a card-paying adventure, requiring the hero to discard cards.

1. Discard one or more cards.
2. The hero gains 2 Boosts per card, regardless of card deck. See Boosts (p. 23).
3. If the hero's faction matches the key, also gain 1 gold per card.
4. Capture the adventure space (p. 14).
5. Dismiss the hero.

A hero cannot attempt a card-paying task without a card.



## Faction Quests

Quests are resolved like a Task, but use the faction's Quest deck. To challenge:

Turn over the top card of the deck (if not already face up). The hero cannot back out of the challenge and must complete it.

Compare the hero's rating to the rating on the card. Add or subtract 2 if faction relationship applies (p. 14).

Draw a challenge card and find the success face:

**Banish the hero. Leave the Quest card face up on the deck. This Quest must be faced by both teams until beaten by one.**

**Dismiss the hero. Leave the Quest card face up on the deck. This is the quest until beaten.**

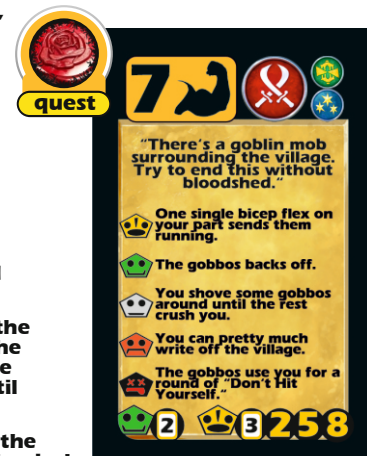
**The hero gains a Boost and is dismissed. Leave the Quest card face up on the deck. This is the quest until beaten.**

**Pass! The hero gains a number of card draws shown on the bottom of the card. Draw cards equal to this amount, with War/Secret worth 1 and Elite worth 2. Capture the adventure space. Place the Quest card at the bottom of the deck. Dismiss the hero.**

On this Pass, the hero gets two card draws. He could draw 2 War, or 2 Secret, or 1 of each, or 1 Elite.

**Gain the card draw points shown, and the hero gains a Virtue bonus. Compare the hero's Virtue (♂) rating to the numbers shown on Amaze. For each number with a rating equal to or less than the hero's ♂, the hero gains 1 gold.**

In this example, a hero gains 3 card draws. They would also gain 1 gold if their Virtue is 2 or greater, another if 5 or greater, and a third if 8 or greater.



## Task Example

Rizzik is on the Uphold Law space of Watchman Keep.

Rizzik's Virtue is 4. Against the 5-rated Virtue challenge, he is 1 worse. But he is a Defender, which gains +2. So, he is 1 better.

You draw a challenge card. The Better By 1 line shows a happy face. Pass! Rizzik gains 1 gold and his team places a victory marker in the Uphold Law space. Rizzik is then dismissed.



## Gold-Paying Quests

Some quests require gold for payment. Unlike standard quests above, you can refuse to pay on gold-paying quests.

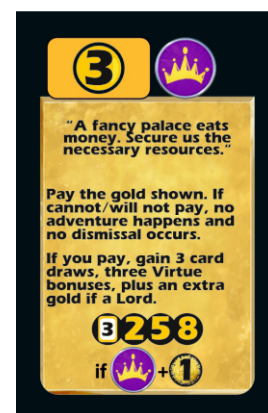
1. Discard the amount of gold shown.
2. The hero gains the number of card draws and Virtue bonuses shown.
3. If the hero's faction matches the key, also gain 1 gold.
4. Capture the adventure (p. 14).
5. Dismiss the hero.

If the hero cannot or will not pay the gold, no adventure happens and no dismissal occurs.

Example: Rizzik pays the 3 gold. He gets three card draws and decides to draw 1 Secret card and 1 Elite card.

His Virtue rating is 4. Against the 2/5/8 Virtue bonus symbols, he is equal or better than only one. He gains 1 gold.

He is not a Lord, so he does not gain an additional gold.





# FACTION ADVENTURES

## Gold Adventures

Each Faction key has a gold adventure, where a hero pays gold for some service. The hero must have the necessary gold to attempt the adventure.

### Markets

At a Market, a hero can buy Market cards—the face-up cards in front of the treasure decks. Any number of cards can be bought, if the hero has the gold for it.

**Important!:** The cards must match the type allowed for that Market, shown by card symbol color.

So, you can buy only War cards at the Steel Bastion market, only Elite cards at Crown District, and only Secret cards at Smuggler's Den.

As each card is purchased, take the following steps:

1. The hero pays the 2 or 4 gold as shown on the adventure plaque.
2. Either take the face-up card in this market and keep it face-up, or draw a card from that treasure deck AND discard the card in the market. Keep a drawn card face-down.
3. Draw a new card for the market.

Once done, if the hero purchased at least one card, dismiss the hero. Capture the adventure (p. 14).

### Market cards are market only!

The Market cards can only be gained by paying at a Market. You can't take them in a card draw from winning an adventure!



### Rescue (Watchman Keep)

The hero pays 1 gold. Dismiss one ally. You may repeat this multiple times. You can pay to dismiss the same ally multiple times.

You can also pay 1 gold and not dismiss an ally, just to capture the adventure.

After paying at least 1 gold, capture the adventure and dismiss the hero.



### Inspire (Celestial Theatre)

Pay any amount of gold. The hero gains 1 Boost for each gold paid. See Boosts p. 23.

After paying at least 1 gold, capture the adventure and dismiss the hero.



### Kidnap (Dreadmark)

The hero pays 2 gold. Banish one enemy. You may repeat this multiple times. You can pay to banish the same enemy multiple times.

You can also pay 2 gold and not banish an enemy, just to capture the adventure.

After paying at least 2 gold, capture the adventure and dismiss the hero.



### Infirmmary (Hope Hospice)

The hero pays any amount of gold, and that hero heals the same amount of wounds.

You can also pay 1 gold even if not wounded, just to capture the adventure.

After paying at least 1 gold, capture the adventure and dismiss the hero.



## Gaining Faction Favor

Each faction key has an associated **favor tile** with a side labeled 3 and one labeled 4. If your team has 3 victory markers on a faction key, you gain the favor tile, turning it to the 3 side. If you have 4 markers, flip the tile to the 4 side.

Your team gains the advantages listed on the tile. The "3" side gives a bonus only to your heroes that match the tile's faction symbol.

The "4" side gives an advantage to every hero on your team, and an additional bonus to your heroes that match the tile's faction symbol.

If your victory marker count drops from 4 to 3, immediately flip the tile back over. Remove it if count drops below 3.



Team White has a victory marker on all four adventure spaces of Smuggler's Den. They gain the "4" side of the Favor tile.

Until they lose a marker, all their heroes move 1 in Building. Also, Outcasts can now ignore adjacent enemies when trading and picking up loot.

Factions is won on resource management. Know your resources:

Treasure cards are not only weapons! They are payment for some adventures, and they are often unknown to the enemy. Leverage that uncertainty.

Gold is a flexible resource with many uses, including the game tie-breaker.

Boosts are key power-shifters when you time their use correctly.

Hero actions are limited. You have only 65 actions in a 10-turn, 8-hero game. Use every action wisely.



# LITH ADVENTURES

## Lith's Lair

The arena is ruled by a queen mother, a creature of ice, fire, and ultimate authority. It is wise to bring her tribute.

### Tribute

Unlike Faction keys, you do not place victory markers on each Lith adventure space as you succeed at them. Instead, keep track of the Tribute amount given to Lith.

When your team earns tribute points, place your victory marker on the "Lith's Chamber" adventure space. Place a value of Tribute tokens equal to the tribute gained. If you later gain more, increase this amount.

If the enemy already has tribute points, reduce their tribute by the amount you gained. If you gained more than they have, flip the marker to your team's side and add the remaining amount. If there is ever zero tribute, remove the team marker.

### Lith's Favor

If a team reaches 3 tribute with Lith, they gain the Lith's Favor tile. This gives +1 on Lith's Lair and Death's Edge adventure challenges to all your heroes. At 8 tribute, flip the tile. They now gain +2. If tribute drops, check to see if the tile still applies.

### Lith's Chamber

The hero discards gold and cards in any amount. For each gold given, gain 1 tribute. For each card given (regardless of deck) gain 2 tribute. Dismiss the hero only if tribute was given.

### Bounty

Bounty acts like a Faction market, but sells all three card decks for the price shown: War, Secret, and Elite. After buying at least one card, earn 1 Lith tribute.

For each card bought, either take the card from the market, or discard the market card and draw a card from that treasure deck. Then draw a new card for the market. Once done, the hero is dismissed.

### Haggler

A hero must have at least 1 card to challenge the Haggler. Make a 5 Wits challenge. On Pass, the hero may sell any number of cards for 2 gold each, but must sell at least one card. On Amaze, sell each card for 4 gold, and your team earns 1 Lith tribute.

Elite cards are worth the same as other cards when selling them.

Dismiss the hero on an Amaze/Pass. Use the standard results for Squeak, Fail, and FOPP (p. 14).

### Mirror Pool

Make a 5 Intellect challenge. On a Pass, the enemy team must reveal 4 currently unrevealed cards. On Amaze, they must reveal 6 cards, and your team earns 1 Lith tribute. Dismiss the hero on an Amaze/Pass. Use the standard results for Squeak, Fail, and FOPP (p. 14).



## Death's Edge

The harm caused by the enemy can be undone at Death's Edge.

Like Lith's Lair, you do not place victory markers on each Death's Edge adventure space. Instead, you can gain Lith tribute to place on Lith's Chamber. You may conduct these adventures even if you have no need of them, ignoring the reward.

### Vortex

Make a 5 Virtue challenge. On Pass, the hero heals 2 wounds. On Amaze, heal 4, and your team earns 1 tribute on Lith's Chamber.

Dismiss the hero on Amaze/Pass. Use standard results for Squeak, Fail, and FOPP (p. 14).

### Underworld

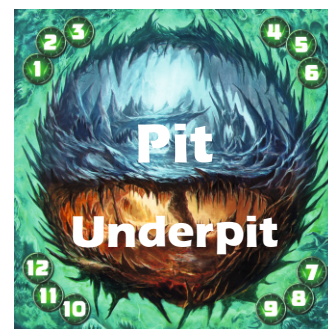
The Underworld adventure takes up three spaces. That means up to three heroes can each try it per Adventure step.

Make a 5 Fame challenge. On Pass, you have two choices:

1. Move a hero from the Underpit to the Pit, or
2. Renew one of your heroes out of the Pit. See **Renewing A Hero**, below.

On Amaze, move up a hero as per Pass, and your team also earns 1 tribute on Lith's Chamber.

Dismiss the hero on Amaze/Pass. Use standard results for Squeak, Fail, and FOPP (p. 14).



## Renewing a Hero

When a hero is renewed, they start fresh. Remove all wounds and other markers. Draw new starting loot for them. All 1-use special abilities are refreshed, even if previously used. Then bring the hero back onto the map using the standard dismissal method (p. 7).

The hero's previous loot remains on the map, available to pick up.



# COMBAT & MELEE

The viewers of the Worldspanner Factions omniverse love an exciting, close contest of skills and strategy. They also love bloodshed! Give the viewers what they crave...at your opponents' expense.

Combat is not the primary goal of a Factions team, but it is an important aspect of victory.

## Health and Wounds

Each hero has a certain amount of Health, shown in the upper right of their hero card.

When a target is damaged, use wound markers to record wounds.



## Defeat

When a hero has as many wounds as Health, that hero is immediately defeated.

If the hero had loot, leave it with the hero card and place a defeat marker in the space. Heroes in the space can pick up the loot (p. 11).

If the hero only had gold, you can stack the gold in the space instead.

Turn the defeated hero card sideways. Remove all wounds. Remove any trackers placed because of the hero, unless specified otherwise. Place the hero's figure on the Underpit area of the defeat placard. The hero and their special abilities are instantly out of play, null and void.

A hero is considered "defeated" when in the Pit or Underpit.

Heroes can be renewed from defeat by visiting Death's Edge (p. 17).



## Defeat Weapons

A card with a skull in the upper right is discarded after causing the defeating attack on a hero. It is NOT lost when defeating a minion.



## Melee vs Ranged Attack

Melee is hand-to-hand combat. Your target must be in an adjacent space.

Every hero has their own natural fists or claws. They don't need a Melee card to make a melee attack—though having one is more fun.

Ranged attacks can hit targets that are spaces away, assuming terrain like buildings and walls are not in the way. Unlike melee, however, few heroes have a natural ranged attack. So, a hero usually must have a Ranged card to make a ranged attack.

Like me, a hero's portrait may show them decked out with weapons and armor. That's cute, but it's pure propaganda. They give me nothing but my suit and choice of tie going into the arena. If I want a gun, I have to find one myself.



## Resolving Melee

During every Melee step, each hero on both teams can make one attack on one adjacent enemy.

Make these attacks in order of Wits, (♠), highest to lowest. This means a hero could be defeated before they get to attack.

If Wits are tied, the hero from the currently active team goes first.

To keep easy track of who has attacked, you should handle the different clusters of melee around the map separately, as directed by the active team.

## Choose Weapon

Every hero has natural melee fists/claws. But you might have a Melee card that you want to use instead. The card must be revealed to use it. Turn the card face-up if not yet revealed. You can use only one weapon.

The natural melee attack is at the bottom left of the hero card, the area circled in yellow on Blackbeard. He has 3 Power and a Wound rating of 2 (shown by two hearts). Let's use his fists in an attack...

## Hit Challenge X vs ♠

Compare the attacker's Melee (X) rating against target's Agility (♠).

Blackbeard has 6 Melee vs Rizzik's 8 Agility—the attacker is 2 worse (-2).

Draw a challenge card. Look at the blue Hit bar. If it is next to your number, you hit.

You draw a card and look at the "-2" row. The bar next to it is blue—a hit!



## Damage Challenge → vs ♥

If an attack hits, compare the weapon's Power (→) with the target's Armor (♥).

3 Power vs. 2 Armor—Blackbeard's fists are 1 better.

Draw a challenge card and look at the correct row. Increase or decrease the weapon's Wound rating by the amount shown. This is the number of wounds caused.

Amaze causes +1 wound  
Pass causes the normal wound amount  
Squeak causes one less wound  
Fall two less wounds  
Fopp no wounds at all

You draw a card and look at the 1 row. It shows -1 wound. Blackbeard's fists have a 2 Wound rating. So, the attack causes 1 wound to the target (2 Wound rating minus 1 for the Squeak).

## Modifiers

Hit modifiers affect your Hit challenge. Damage modifiers affect your Damage challenge, NOT the number of wounds you cause.

+1 melee Hit effectively increases your Melee rating by 1, and +1 Damage increases your Power.



# RANGED ATTACK

To use a ranged attack, a hero uses the Shoot action during the Action and Reaction steps. You get one shot with one ranged weapon.

## Choose Weapon

Unless a hero is lucky enough to have a natural ranged attack (like Rizzik), they must have a Ranged card. You can use only one weapon.

Your weapon must be revealed to use it. Turn the card face-up if not yet revealed.

## Choose Target and Space

### During Action step

If you take the shot during your Action step, simply select your target.

If someone uses a Slip Away action on an enemy, any shots taken at that enemy afterward must target them in the new space, not the old one.

### During Reaction step

During Reaction, you can shoot at a target in any space that the target **moved into** during their previous Action. Because of this, when you move heroes, you must show the opponents exactly which spaces you are moving through. Move them space by space, don't just zip them over to the end space.

You CANNOT shoot at a target in the space where they started their Action step.

This means you cannot shoot at a target that used the Shoot or Unleash actions, because they never moved out of their space.

A target that used the Slip Away action can be targeted in the space they switched into.

It is possible that a shooter is moved into a new space by the enemy switching places with them during their Action step. If that hero takes a shot during their Reaction, they fire from their new space, not the old space.

## Target In Range

Ranged weapons have a minimum and maximum range. The target space must be this number of spaces (not move points) away.

This weapon has min range 2 and max range 5. It cannot fire at a target that is just 1 space away.



## Target In Sight

See Line of Sight for more details.

## Make a Hit Challenge ☉ or 🖐 vs 😬

The ranged weapon card shows which of the hero's ratings to use, in the upper left. In nearly all cases, this is Aim (☉) or Point (🖐).

The target's defense rating is Stealth (😬), modified by terrain.

Handle the Hit in the same way as a melee attack (see previous page).

## Make a Damage Challenge ➡ vs 🛡

Handle the Damage challenge in the same way as a melee attack (see previous page).

## Line of Sight

Some terrain prevents you from seeing a target. Other terrain camouflages the target. To check this, eyeball a line from the little center dot in the attacker's space to the dot of the target space. The line may touch terrain spaces and affect the shot.

Usually this line is obvious. In rare cases you may need a tool to trace the line. If there is an argument, Team White decides. If Team White decides in their favor, Team Black controls the decision-making from then on until they rule in their favor, and so on. You can check sight freely, and you never lose a shot by checking out a shot that is then found to be blocked.

On some cavern spaces, the "center" dot is not actually in the center.

The terrain of a space affects the entire space, not just where the image of the terrain is shown.

When drawing the line, ignore the terrain in the attacker's space EXCEPT for Wall.

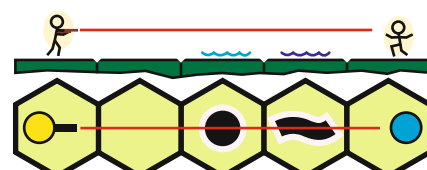
Heroes between the target and shooter have no effect on line of sight.

## Line of Sight along an edge

The line of sight may pass along the edge between two spaces. In this case, the shooter chooses which one of the two spaces affects the shot.

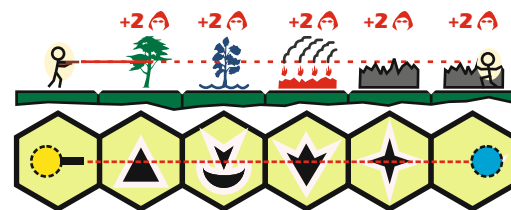
## Clear, Water, Deep Water

These spaces do not affect a shot.



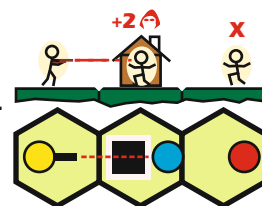
## Woods, Swamp, Fire, Rough

These terrain types camouflage the target. For each of these spaces touched by the line of sight, including the target's space but NOT the shooter's, the target gains +2 Stealth (😬) against the shot.



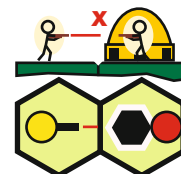
## Building

Building terrain conceals a target in the space, giving them a +2 Stealth bonus against the shot. Building blocks line of sight completely into spaces past it.



## Dome

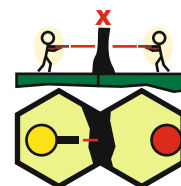
Dome blocks line of sight completely. Heroes inside a Dome cannot shoot out, and outsiders cannot shoot in.



## Wall

Unlike other terrain, the ACTUAL IMAGE of the black Wall areas blocks the line of sight if touched. This includes wall in the space of the shooter. Ignore the pink archway symbols for line of sight.

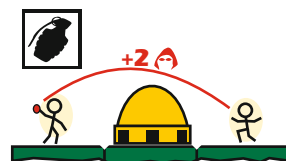
The edge of the map is considered Wall. Line of sight along that edge uses the normal edge rules above.



## Grenade Lob

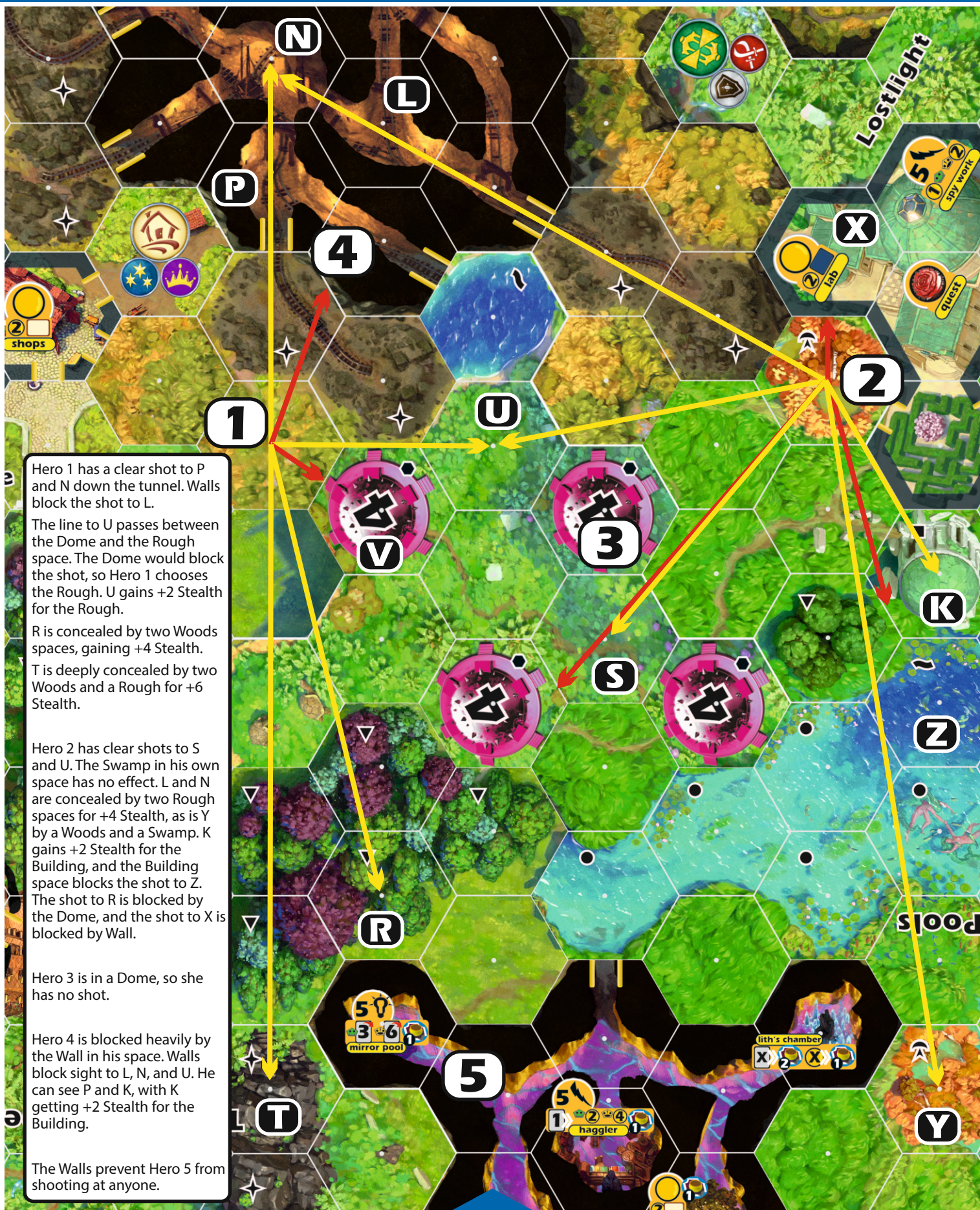
Grenade weapons can be lobbed over Dome and Building spaces to a space on the other side that cannot normally be seen.

To reflect this, Grenades treat Dome and Building spaces as Woods for line of sight. You cannot throw a grenade into or out of a Dome (but can in and out of a Building.)





# LINE OF SIGHT EXAMPLES





# RANGED ATTACK EXAMPLE

Pvt. Sanchez is hunting squirrels, and Lazar is right on time!

## Choose Weapon

Pvt. Sanchez readies his Tommy Gun.

## Choose Target

Lazar is riding Horizon, gaining a Speed of 6. During Lazar's Action, he Moves, passing through the tunnel and out through the building.

During Sanchez's Reaction, he takes the Shoot reaction, targeting Lazar at:

- 1: NO! He can't shoot at the space where Lazar started his Action step.
- 2: NO! He can't shoot through the wall between the spaces.
- 3: NO! Lazar is only 1 space away, and the Tommy Gun has a minimum range of 2.
- 4: YES! Lazar is in range and in sight. However, Lazar will be in a Building, so he gains +2 Stealth.
- 5: NO! Sanchez cannot shoot through the Building space in front of this space.



## Hit Challenge

The Tommy Gun uses Aim to Hit. Sanchez has 9 Aim. Also, he has the bonus symbol for Rifles, so he gains +1 for an attack rating of 10.

Lazar has a Stealth of 7, and gains +2 more from the Building, for a defense of 9.

10 vs. 9 – Sanchez is better by 1.

The Damage challenge card is drawn. Better By 1 shows hit!



## Damage Challenge

The Tommy Gun's Power is 4. Lazar's Armor is 3. Better By 1 again. The Damage challenge card is drawn. Better By 1 shows -2 wounds.

The Tommy Gun does 3 wounds normally. Reduce this by 2. So, place 1 wound marker on Lazar's card.





# SPECIAL ABILITIES

## Hero Special Abilities

Heroes and cards have unique abilities that often let them cheat the rules. Special abilities always supercede the standard rules. The † symbol in special ability text means “this hero.”

### Special abilities apply only when in the arena

Heroes that have not yet entered the map or are defeated have no effect on the game in any way. Ignore their special abilities unless specifically told.

### When specials can be used

Abilities used in the Free step can only be used once unless stated otherwise.

An ability usable in Free, Action, Reaction, Adventure, or Reinforce can be used only during your team's step. However, if used in Melee, it can be used in both team's Melee step.

### Allies and heroes

The words **ally** and **enemy** include heroes and minions. The word **hero** applies to heroes only, not minions.

Specials may not apply regardless. The special “Allies gain +1 Hit” would apply even to minions. The special “Allies draw 1 card” would not apply to minions, because they can't interact with cards.

### Special abilities after renewal

A hero that is defeated but then renewed into play has everything refreshed, including special abilities. This means that any hero with one-use special abilities may use those abilities again after returning, as if the hero were starting the game.

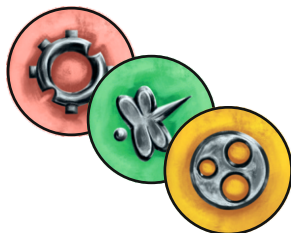
### Conflicting special abilities

In rare cases, special abilities from heroes and cards might conflict. Treasure card special abilities generally override hero abilities. Special abilities that prevent or negate something override abilities that allow that same thing.

By player agreement, a conflict can be resolved in the most logical way. Otherwise, between hero abilities, the hero with the earliest name alphabetically overrides later names.

### Trackers

The game contains a mix of colorful “tracker” markers. Use these to keep track of certain special abilities. Unless stated otherwise, when a hero is defeated, remove all trackers related to them.



### Printed Ratings

When an ability calls for using a hero's *printed* rating, use the rating from the hero card, without applying any modifiers whatsoever, including Boosts.

## Side Switching

On rare occasions, a hero may switch sides, changing teams. This side switching ends if the hero that was switched is defeated. Such a hero goes to the Underpit but returns to their original team at that point.

If the enemy that caused the side switch is defeated, this does NOT undo the switch, unless the special ability text says otherwise.

## Luck

A special ability or rule may call for a Luck check. Usually, checking Luck is part of a challenge. Look at the Luck number on the challenge card that was drawn for the challenge.

Example: If you must check Luck on a Hit, use the Luck shown on the challenge card drawn for the Hit.



## Mental Abilities

Some heroes and cards are designated as “mental abilities.” Minions are immune to all mental abilities.

## Auras

Some special abilities have an area effect called an aura. Auras extend a certain number of spaces outward. Walls block auras, but all other terrain does not, even in/out of Domes.

Unless stated otherwise, auras do NOT affect the aura owner.

Hero 1 has an aura of 3. The aura must be counted around wall. It reaches all other spaces, including into the Dome.

### Determine at start of each step

The area affected by auras is determined at the start of each step. They do not change during the step. So, for example:

During the Action step, if you move an aura-hero, you still measure the aura from where that hero started the Action step.

During Reaction, you again determine auras at the start of Reaction. This means that heroes that moved in the previous Action step now have their auras counted from where they ended their movement, not where they started.

If a hero is dismissed or banished, their aura effects are lost for the rest of that step. The auras of a defeated hero are also immediately lost.



Lazar and Rizzik moved in their Action. Pvt Sanchez plans on shooting at Rizzik in his Reaction. Because Rizzik starts the Reaction step two spaces away from Lazar, he gains the Stealth bonus from Lazar's aura special ability. It does not matter that the space being fired at is outside Lazar's aura range.

## Shift

A Shift is a special kind of movement. Use the normal Move rules but ignore the hero's Speed. The hero gains the stated move points, which is NEVER affected by any speed modifiers such as Transports.

A Shift 2 does not become Shift 3 if the hero has a +1 Speed bonus or a Transport. It does not become Shift 1 from a -1 Speed penalty.

# BOOSTS / TOXIC / MINIONS

## Boosts

Heroes can earn Boost tokens, which provide a temporary ratings increase.

To use a Boost, announce it during the Free step. Flip the marker to the "+1" side. The Boost lasts until the start of your next Free step.

A Boost gives +1 to all numbered ratings down the left-hand side of the hero card. This does not include Wound rating. The Speed bonus also applies to any Transport card used.

A hero can have any number of Boost tokens, but can use only one at a time. Boosts are not loot, and cannot be traded away.

Boosts do not affect the Power of natural ranged attacks, like Rizzik's, or of weapon cards.



A Boost increases all these numbered ratings, but not the symbol-based Wound rating.



## Minions

A minion's purpose is combat. Minions cannot carry, use, trade, or pick up loot. They cannot adventure.

Use the Unleash action to unleash a minion. Place the minion standee in an empty space adjacent to the owner. If there are no empty spaces, the minion cannot be unleashed.

So, a minion cannot be unleashed from a Dome.

After being unleashed in the Action step, the minion can take its own action during that same step! The hero has used their action. However, a hero with the bonus symbol can conduct a Shift 1 (p. 22) after unleashing the minion.

The minion card remains with the hero as a carried card. It cannot be traded away but can be stolen. If stolen or if the owner is defeated, the minion is removed from the map but the card remains.

If defeated, minions are discarded. If they defeat a hero, they are also discarded like any defeat card.

Minions can be dismissed and banished.

### Minion abilities

Minions ignore all mental abilities.

Minions take two wounds from each toxic wound sustained.

Minions do not have all the ratings that a hero does. If a special ability targets a certain rating and the minion does not have that rating, they are immune to that effect.

### Pets and Bots

Minions come in two types—Pets (living) and Bots (non-living). There are no differences between the two, except for their bonus symbol.



## Blocking and Toxic

### Block

Some special abilities block wounds. For each attack that causes wounds, only one block effect can be applied against it, target's choice.

### Toxic

Toxic wounds are treated as normal wounds. However:

1. Toxic negates all "Block" effects.
2. Toxic causes double wounds to minions.
3. Toxic neutralizes some hero special abilities.



Do those enemy minions got you scared? They ruining your day? Remember, if the hero that owns the minions is defeated, their minions go poof! and disappear.





## ALL ADVENTURES



ALL adventures end in a dismiss except on a FOPP!



Pass: Gain 1 gold. Capture!  
Amaze: Gain 2 gold. Capture!



Must have card to attempt.  
Gain 2 Boosts per card, +1 gold per card if hero of this faction. Capture!



Turn over top quest card if not already face-up.  
Pass/Amaze: Capture! Draw cards (War & Secret = 1, Elite = 2). On Amaze, gain 1 gold per Virtue bonus number that is equal to or less than hero Virtue. Discard quest.



Market, each selling from a specific card deck:



Begin: Pay gold. Take card from market slot, or draw card from that market's specific deck and discard card in market slot. Replace market card. May repeat.  
End: Capture!



Begin: Pay 1 gold. May dismiss one ally. May repeat.  
End: Capture!

Begin: Pay 2 gold. May banish one enemy. May repeat.  
End: Capture!

Begin: Pay 1 gold. Gain 1 Boost. May repeat.  
End: Capture!

Begin: Pay 1 gold. May heal 1 wound. May repeat.  
End: Capture!

## Lith's Lair



Market selling all card decks. After use, gain 1 tribute.

Discard cards and gold to gain tribute:  
Each card = 2 tribute.  
Each gold = 1 tribute.

### lith's chamber



Must have a card to attempt.  
Pass: Discard cards, gain 2 gold per card.  
Amaze: Discard cards, gain 4 gold per card, 1 tribute.

Pass: Enemy reveals 4 cards.  
Amaze: Enemy reveals 6 cards, gain 1 tribute.



## Death's Edge



Underworld is in three spaces.  
Pass: Move ally from Underpit to Pit, or renew ally from Pit.  
Amaze: As Pass, and gain 1 tribute.



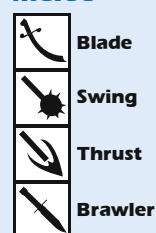
Pass: Heal 2 wounds.  
Amaze: Heal 4 wounds, gain 1 tribute.



### Weapons Ranged



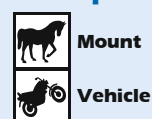
### Melee



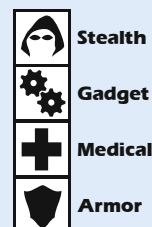
### Minion



### Transport



### Item



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