The conference of the Council of Elders had been interrupted by a deafening turmoil. “The Witches! The Witches!” a young voice was shouting, and fists were knocking on the door of the assembly hall at which the ancestors of the Chaos Magicians had met. Finally, the door had been opened, and a young female magician came rushing into the hall. “I’ve seen them!” she was shouting while gasping for breath. The stern looks of the elders made her pause.

“How dare you break in on our conference?” the venerable spokeswoman of the Council of Elders sharply rebuked the disturber. “And if this is really important, then talk to us reasonably. What did you see?”

Shara Nindée, the young Chaos Magician, took a deep breath and made herself report everything that she saw one thing at a time. “I’ve been to the south, on the edge of the forest. There’s Witches everywhere. They’re riding their stupid broom sticks above our heads, then landing in the southern forest. And their numbers are still growing! They’re about to settle here!”

This was an unpleasant message indeed. The Council of Elders had just decided to cut down the southern forest to redirect some lava streams there and transform that forestland into treeless wasteland – just how they liked it. The teams for this task had already been formed. And now it seemed the Witches had preempted that. Witches were a forest-dwelling people and as such, they had spread to a number of forests. Even worse – they used to plant trees where there had been none to convert all land gradually to forest. What a nightmare for the Chaos Magicians who try hard to transform all land into wasteland.

Then Malkuzar, an old and wise Chaos Magician, spoke up. The reason they called him wise was that he had survived five or more of his self-experiments. “There is nothing that can be done. It’s not necessarily bad for us to have neighbors, it’s good for trading. When building our own settlements, we can save a lot of gold by trading.”

Some of the elders nodded, others looked doubtful. “But our people are ready to go and commence the groundwork,” argued the spokeswoman. “Shall we just give up? We need more wasteland!”

“Send Shara to the west, to the mountains,” Malkuzar suggested. “Usually, there are some underground lava streams in the mountains that we can open up. Mountains are much easier to convert to wasteland than forests, anyway. This is how we may preempt the Witches!”

The decision was taken. “As to you, Shara…” The young magician had to gulp when she met the serious look of the old Malkuzar. “As you’re so keen, I’ve got a mission for you. Immediately travel to the west, to the mountains. Check if things are still calm over there. Dwarves are usually hanging around mountains. That’s just what we need.”
In *Terra Mystica* each player governs one of 14 factions trying to develop more successfully than their opponents. Terra Mystica is a magical world: its inhabitants are able to transform the terrain they are living in. Each faction is bound to a specific type of terrain: it can only build structures on its “Home terrain”. This is why each faction over the centuries needed to develop *Terraforming* capability.

A faction either lives in the **Plains**, the **Swamp**, the **Lakes**, the **Forest**, the **Mountains**, the **Wasteland**, or the **Desert** – and each of them strives to transform the terrain according to its needs.

In the game, the players need to expand to build Dwellings. However, as they gain Power when another player builds Dwellings or upgrades Structures directly adjacent to them, each player has to face the challenge of finding the right balance between adjacency to other players and free space for expansion.

Existing Dwellings can be upgraded in multiple steps: to a Trading house at first, then to a Stronghold or Temple. One Temple can be upgraded to a Sanctuary. Dwellings provide Workers. Upgrading a Structure increases your income in Coins, Power, or Priests.

A **Dwelling** may become a **Sanctuary** in three steps. Alternatively, one **Trading house** may become a **Stronghold**.

Besides geographic expansion and upgrading Structures, players can also develop four Cults: Fire, Water, Earth, and Air. Progress in these will be displayed on the Cult board. Developing them also provides an increase in Power and other rewards.

In the end, the player who developed their faction the best wins the game.
365 natural-colored Workers
40 small Coins (value 1)
25 medium Coins (value 2)
20 big Coins (value 5)
65 purple Power tokens
1 orange Starting player token
17 Action tokens
1 Game end token
5 “100 Victory points” tokens
28 oval Favor tiles
(1+3+3 tiles per Cult)

per faction color (green, yellow, blue, brown, red, black, grey):

8 Dwellings
4 Trading houses
1 Stronghold
3 Temples
1 Sanctuary
7 Priests
7 Markers
3 Bridges

56 Terrain tiles
(double-sided)

1 Game board
with the map in its initial state

5 “Actions” Overview tiles

1 Game board
(with the four Cult tracks and Orders)

1 Cult board
7 double-sided Faction boards
(each side displays a different faction)

1 Game end token
5 “100 Victory points” tokens
28 oval Favor tiles
(1+3+3 tiles per Cult)

8 rectangular Scoring tiles

Note: As this game cannot be played with more than five players, it can never happen that all seven colors are used within the same session.

56 Terrain tiles
(double-sided)

12 zip-lock bags

this rule book plus appendices in English
this rule book plus appendices in French
Put the Game board in the middle of the table and the Cult board next to it.

**Assignment of factions**

For your first game, we recommend you play Terra Mystica with predefined factions. Depending on the number of players, take the recommended factions and distribute them among the players:

- **2 players:** Witches (green), and Nomads (yellow)
- **3 players:** Witches (green), Nomads (yellow), and Alchemists (black)
- **4 players:** Witches (green), Nomads (yellow), Halflings (brown), and Mermaids (blue)
- **5 players:** Witches (green), Nomads (yellow), Halflings (brown), Mermaids (blue), and Giants (red)

**Components in faction colors**

Each Faction board has a Transformation cycle. It shows the seven types of terrain with the Home terrain of a given faction highlighted by its larger size. (The color of your Home terrain matches your faction’s color.)

Take all the tokens in your faction’s color: **Priests, Structures, Markers**, and the **Bridges**. (Priests, Structures, and Bridges are limited by the token quantity.)

- Put the 7 Priests and the 3 Bridges next to your Faction board.
- Put the Structures on the corresponding spaces on your Faction board.

Priests and Bridges are put next to the Faction board forming your “supply”.

Distribute the 7 Markers of your color.

Place one Marker on the leftmost space of the Shipping track (value 0).

*Only the Mermaids start with value 1. The Fakirs and Dwarves do not have Shipping and therefore do not need this Marker.*

Place one Marker on the bottommost space of the Exchange track of your Faction board – this is the space where 3 Workers equal 1 Spade.

*The Darklings do not need this Marker.*

Place another Marker on space 20 of the Victory point track on the Game board.

Distribute the remaining 4 Markers on space 0 of each of the 4 Cult tracks on the Cult board.

*Red text in italics and parentheses highlights differences between the base rules and faction-specific ones. These differences are also depicted on each individual Faction board and are explained in detail on the last page of this rule book (see Appendix VI).*

**Faction setup**

The setup for each faction is depicted on its Faction board.

**Starting resources**

Collect your starting resources. They are depicted at the top right corner of your Faction board, under your faction’s name:

- **Workers**
- **Coins**
- **Priests**
  - of your color

Take the depicted resources and place them on your Faction board. (On top of these starting resources, you will get your income for the first round. See page 8.)

The Witches get 3 Workers and 15 Coins during setup.
**Cult Advancements**

Your Faction board depicts some Cult symbols next to the starting resources. For each such symbol, move the corresponding Marker on the Cult board up **one space**.

The Nomads (yellow) start on space 1 in the Cults of Fire and Earth, the Halflings (brown) start on space 1 in the Cults of Earth and Air, the Witches (green) start on space 2 in the Cult of Air, and the Mermaids (blue) start on space 2 in the Cult of Water.

**Bowls of Power**

Your Faction board displays **three Bowls of Power** at its top left corner. Distribute a total of **12 Power tokens** (occasionally simply called Power) between Bowls I and II as indicated on your Faction board.

The Witches start with **7 Power in Bowl II** and **5 Power in Bowl I**.

**Game and Cult Board**

For your first game, we recommend you play with the following setup. What follows is the setup for a 4-player game explained in detail. The setup for a different number of players follows afterwards.

*From left to right, take the Dwellings off your Faction boards and place them on the Game board as depicted.*

There is a predefined order of Scoring tiles. Cover the right half of the uppermost Scoring tile with the Game end token. The covered part shall be ignored during the game.

Sort the Workers, Coins, and Town tiles and put them easily accessible next to the Game board. Turn the 10 Town tiles face-up.

The player who most recently has dug a planting bed in their garden takes the Starting player token and becomes the Starting player.

The Bonus cards are depicted as scrolls. Which ones you use depends on the number of players. The figure shows the cards used in a 4-player game.
The Bonus cards and setup for a 2-player game.

Note: Each faction (but one) has two special abilities: one from the beginning of the game on, the other one once its Stronghold has been built. These abilities are depicted on the Faction board and explained in detail on the last page of this rule book. Make sure all players know the special abilities of the participating factions before starting the game.

6

Unlike the introductory game, randomly select which Bonus cards and Scoring tiles to use. Then, after these basic parameters are set, freely choose your factions. Also, freely place your first Dwellings. (The positions of the first Dwellings are not preset.)

Note: Alternatively, randomly assign the factions. (Take one Dwelling of each color and randomly distribute them among the players.) Then choose one of the two factions: the front or back of the corresponding Faction board.

Once each player has decided on a faction, proceed with the faction setup as explained for the introductory game. Also, distribute the components of your color as explained there. However, do not place your Dwellings on the Game board, yet (see “Placing the first Structures”, page 8).

### Changes in the Main Game

The Game shows 6 spaces for the Scoring tiles (numbered 1-6). Each such space corresponds to one round. Shuffle the Scoring tiles and place them face-up on these spaces one after another, beginning with space 6. If you draw the Scoring tile with a Spade on its left side for spaces 5 or 6, put it aside and draw another one instead. Then shuffle it back in. (In the example, this tile is on space 3). Finally, cover the right half of the Scoring tile on space 6 with the Game end token.

### Scoring tiles

- Reduced Scoring tile for round 6
- Scoring tile for round 5
- Scoring tile for round 4
- Scoring tile for round 3
- Scoring tile for round 2
- Scoring tile for round 1

### Bonus cards

Shuffle the 9 Bonus cards. The number of cards needed in the game depends on the number of players.

<table>
<thead>
<tr>
<th>No. of players</th>
<th>2</th>
<th>3</th>
<th>4</th>
<th>5</th>
</tr>
</thead>
<tbody>
<tr>
<td>No. of Bonus cards needed</td>
<td>5</td>
<td>6</td>
<td>7</td>
<td>8</td>
</tr>
</tbody>
</table>

Randomly draw the required number of Bonus cards and place them face-up next to one another. (Put the remaining cards back into the game box.)

### Choosing a Faction board

The Starting player chooses a faction and takes its Faction board. In clockwise order, each other player takes one of the remaining Faction boards and chooses which side to use.

Note: Each faction (but one) has two special abilities: one from the beginning of the game on, the other one once its Stronghold has been built. These abilities are depicted on the Faction board and explained in detail on the last page of this rule book. Make sure all players know the special abilities of the participating factions before starting the game.
Nomads are a horse people of the desert. They used to live in tents and were always on the move. Even today, they build their dwellings using plain and light materials. This way they can populate large areas really quickly. Nomads only dwell in deserts, and their hordes of horsemen can cause a sand storm that may propagate to neighboring landscapes.

There is a Scoring tile for each of the six rounds. Each of them displays how to get Victory points in a given round:
- by building Dwellings (Action #1, page 9), Trading houses, the Stronghold, or the Sanctuary (Action #4, page 11). Additional Victory points may be awarded for transforming Terrain spaces (spade symbol) and founding Towns (key symbol).

You will be facing a dilemma: on the one hand, you might want to build the best Structures for your faction (one faction wants a quick Stronghold, another many Temples), on the other hand, you might want to concentrate on the Structures that score Victory points this round.

Three out of the nine Bonus cards award Victory points when you have completed all the actions you wish to take in the current Action phase (called passing):
- all of your Dwellings on the Game board,
- all of your Trading houses on the Game board, or
- your Stronghold and Sanctuary on the Game board.

Two Favor tiles award Victory points for Dwellings and Trading houses whenever you build them.

Another Favor tile awards Victory points for already built Trading houses when passing.

You get Victory points when founding Towns. (More details on page 14.) You also get additional rewards on top of that.

You get Victory points when improving your Shipping (Action #2, page 11) or Terraforming skills (Action #3, page 11). This is why these actions are not only useful in the beginning of the game, but also towards its end.

Some factions have special abilities to gain additional Victory points. (For example, the Alchemists are particularly good at converting Coins to Victory points.)

At the end of the game, Victory points are awarded for the largest connected areas on the Game board (Area scoring). Improving your Shipping and Terraforming skills not only provides Victory points directly, but is also helpful in creating a large connected area.

Also at the end of the game, Victory points are awarded for progress on the four Cult tracks (Cult scoring).

On the one hand, you want to have a lot of Dwellings to create a large connected area but on the other hand, the more valuable Temples and the Sanctuary provide a lot of Priests. These are needed to score well in the Cult scoring (Action #5, page 13).

Close adjacency to other players enables you to trade Victory points for Power (see page 12). (This is why you start the game with 20 Victory points.)
Placing the First Structures

Skip this section when reading for the first time. In the introductory game, the first Structures are placed on predefined spaces.

Beginning with the Starting player and in clockwise order, place one of your Dwellings on an existing Home terrain. Then, beginning with the last player and in counterclockwise order, place a second Dwelling in the same fashion. (The Nomads place their third Dwelling after all players have placed their second one. The Chaos Magicians place their only Dwelling after all other players have placed all of their Dwellings – if necessary, after the Nomads have placed their third Dwelling.)

Details

- Dwellings may only be placed on a faction’s Home terrain. (Other than that, there are no restrictions.)

When placing the first Structures, players may not transform any Terrain spaces. This will only be possible later in the game.

- All Structures, including the Dwellings, are taken from left to right off your Faction board.

After placing the first Structures, there will be empty spaces on the Dwelling track. These spaces define your income (see below).

Choosing the First Bonus Card

Beginning with the last player and in counterclockwise order, each choose and take one Bonus card.

Bonus cards provide additional income, unlock Special actions, or award Victory points for certain Structures at the end of a round.

Flow of Play Over Six Rounds

Each of the six rounds goes through three phases:

- Phase I: Income Phase
- Phase II: Action Phase
- Phase III: Cult bonuses and Clean-up Phase

Phase I: Income

Collect new Workers, Coins, Priests, and Power.

You also go through this phase on the 1st round. Consequently, you first collect your faction-specific starting income and then also the income for the 1st round.

Your income depends on the Structures you have built, on the Bonus card you have chosen, and (later in the game) on the Favor tiles you own. On all components, income is symbolized by an open hand.

Basic Income for Structures

Workers: Take a number of Workers from the general supply equal to the number of visible Worker symbols on your Dwelling track.

In Phase I, this player collects 3 Workers as indicated on his Dwelling track.

Coins: Take a number of Coins from the general supply equal to the number of visible Coin symbols on your Trading house track.

Priests: Take a number of Priests from your supply equal to the number of visible Priest symbols on your Temple track. Another Priest symbol will be visible once you have built your Sanctuary. (Both the Swarmlings’ Sanctuary and the Darklings’ Sanctuary provide 2 Priests.)

Put the newly gained Workers, Coins, and Priests on your Faction board. (If the supply of Workers or Coins runs out, replace the missing components with something else. Only your supply of Priests is limited.)

Power: Power is gained according to the visible Power symbols on the Trading house track. The Stronghold usually provides additional Power (except for the Alchemists who collect 6 Coins instead, or the Chaos Magicians who collect 2 Workers instead, or the Fakirs who collect 1 Priest instead).

How to use Power is explained in the next section, “The Bowls of Power”.

Flow of Play
**Additional Income for Cards and Tiles**

Beside the income collected via your Faction board, add the income depicted on your Bonus card (see Appendix IV, page 19) and Favor tiles (see Appendix II, page 18).

If you got the depicted Favor tile and Bonus card, you would get the following:

- 1 Worker
- 6 Coins
- 1 Power

**Spending Power**

You can only spend Power tokens that are in Bowl III. Move them to Bowl I when spending them.

After gaining 3 Power in the above scenario, you can now spend up to 6 Power for a Power action. More about these later.

**Phase II: Actions**

During the Action phase, beginning with the Starting player and in clockwise order, each player takes exactly one Action. Continue to do so until no player wants to take any more Actions. There are eight possible Actions to choose from. Except for passing, all Actions can be taken multiple times during the same Action phase (but only once per player turn).

**Overview of Actions**

This section explains the relations between the Actions. Action #1 is to build Dwellings on unoccupied terrain. Actions #2 and #3 facilitate building. At the end of the game, there is a special scoring for the largest connected area.

Action #4 is to upgrade Structures. Many factions need to build their Stronghold as soon as possible. On the other hand, Temples and the Sanctuary are also very valuable as they provide Priests and Favor tiles, needed to score well during the Cult scoring at the end of the game.

Action #5 directly affects the Cult scoring and provides additional Power via Priests and Cults. Power can then be used for special Power actions (#6).

Action #7 explains the Special actions that you can unlock during the game.

Finally, Action #8 needs to be taken when you cannot or do not want to take any more Actions in the current Action phase.

**1 - Transform and Build**

First, you may change the type of one Terrain space. Then, if you have changed its type to your Home terrain, you may immediately build a Dwelling on that space.

**Building a Dwelling**

In order to build a Dwelling on a Terrain space, this space needs to be...

- of your color (i.e. 8 needs to be your Home terrain)
- unoccupied
- directly or indirectly adjacent to one of your Structures (“Adjacency” is defined in the next section).

Also, you need to pay its building costs. Each Dwelling costs 1 Worker and 2 Coins. (Exceptions: The Engineers build Dwellings for 1 Worker and 1 Coin, the Swarmlings for 2 Workers and 3 Coins.)

**The Bowls of Power**

Each player has 12 Power tokens that are distributed among three Bowls. Power actions (see Action #6, page 13) require Power in Bowl III (the one on the right).

In this scenario, you have 5 Power at your disposal. You may use all of the Power in Bowl III regardless of the number of Power tokens in Bowls I and II.

Whenever you gain Power in the game (as income, when an opponent builds Structures, or by advancing on the Cult tracks), you do not get new Power tokens, but rather move the existing ones from Bowl to Bowl. Also, when spending Power on a Power action, you do not lose Power tokens, but move them around again.

Power tokens move (always in clockwise order) according to the following rules:

**Gaining Power**

When gaining Power, proceed in the following order.

1. If there are Power tokens in Bowl I, for each 1 Power you gain move one token from Bowl I to Bowl II.

2. Once Bowl I is empty, for each 1 Power you gain move one token from Bowl II to Bowl III.

3. Once all Power tokens are in Bowl III, you cannot gain further Power.

If you gain 3 Power in this scenario, move the 2 tokens from Bowl I to Bowl II first, then move 1 token from Bowl II to Bowl III as now Bowl I is empty.

**Spending Power**

You can only spend Power tokens that are in Bowl III. Move them to Bowl I when spending them.

After gaining 3 Power in the above scenario, you can now spend up to 6 Power for a Power action. More about these later.
Transforming a Terrain space

To ensure the first condition is met, you are allowed to transform one unoccupied Terrain space into your Home terrain immediately before building a Dwelling. Place a Terrain tile of your color on that space.

Transformation has its price: Each step between the source and destination terrain on the Transformation cycle of your Faction board costs 1 Spade. Thus, transforming adjacent types of terrain (on the Transformation cycle) into one another costs 1 Spade, with a maximum cost of up to 3 Spades if they are on opposite sides of the cycle as you can move in either direction on the cycle. (Exception: Giants always have to pay exactly 2 Spades to transform any type of terrain into their Home terrain.)

Spades can be acquired in a variety of ways:

- You may exchange Workers for Spades. The Exchange track of your Faction board displays the Exchange rate: At the beginning of the game, this is usually 3 Workers for 1 Spade (see Action #3).

  The Marker indicates that the Exchange rate is 3 Workers for 1 Spade.

- 1 or 2 Spades can be acquired via certain Power actions (see Action #6, page 13, or Appendix I, page 17).

  One of the Bonus cards provides 1 Spade (see Action #7, page 14, or Appendix IV, page 19).

(Halflings and Giants gain additional Spades for immediate use after building their Stronghold.)

Spades may only be applied to a single Terrain space. However, there are two special cases:

- If the Spades gained via a Power action or Bonus card do not suffice to transform a Terrain space into your Home terrain, you may exchange Workers for the missing Spades (at the current Exchange rate of your Exchange track).

  (*The Darklings pay 1 Priest for each missing Spade instead.)

- When gaining 2 Spades, if you only need one of them to transform a Terrain space into your Home terrain, you may apply the second Spade on another Terrain space. However, you may not place a Dwelling on this second space. (The same is true when the Halflings build their Stronghold, immediately gaining 3 Spades, see last page.)

Details on building Dwellings

- When building, take Structures (incl. Dwellings) from left to right off your Faction board.

  This Scoring tile awards 2 Victory points for building Dwellings.

- If the current Scoring tile depicts a Dwelling, you get 2 Victory points for each Dwelling you build.

  This Scoring tile awards 2 Victory points for using Spades.

- You may not save Spades for future Actions. Spades need to be used immediately.

- If the left side of the current Scoring tile depicts a Spade, you get Victory points for using Spades during the current Action phase.

- After transforming a Terrain space, you do not need to build a Dwelling immediately. You can do this in another Action at a later point in time.

- You do not need to transform a Terrain space into your Home terrain, you may stop at any other type of terrain (e.g. if you cannot afford more Spades). However, during their turns, your opponents may claim that Terrain space for themselves. (Terrain spaces with Terrain tiles on them but no Structures are considered unoccupied.)

- Even when transforming a Terrain space without building a Dwelling, the transformed Terrain space needs to be directly or indirectly adjacent to one of your Structures (see page 11).

- You may not transform a Terrain space containing Structures.

- You may also get Spades via Cult bonuses (see Phase III of a round, page 15). As these Spades are gained outside the Action phase, you may not build a Dwelling immediately afterwards, nor do you get to exchange Workers for more Spades. (You have to wait for the next Action phase to build a Dwelling.)

Giants are beings of enormous size and physical strength. They can pull out trees or level out mountains with ease – as a matter of fact, they actually enjoy it. They are able to transform any landscape into wasteland in no time. Various Giants have already tried to transform land into something else, but it ended up being wasteland anyway. Apparently, they simply have no knack for the finer things.
Auren are mysterious forest-dwelling people that are said to exist without a physical body. Unfortunately, one cannot prove this as you will never get to see them when wandering through the woods. When threatened or expecting relatives to visit, they simply blend with the trees and become invisible.

Due to some other rules (see “Power via Structures” on page 12), it is important to distinguish between direct and indirect adjacency of Terrain spaces. (This distinction does not matter when building Dwellings, which is what this section is all about.)

**Direct adjacency**

Terrain spaces and Structures are considered directly adjacent to one another if they share a hexagon edge. Additionally, Terrain spaces and Structures separated by a River but connected via a Bridge are also considered directly adjacent to one another (see Power action “Building a Bridge”, Appendix I on page 17).

These Terrain spaces are directly adjacent to one another. As soon as you build a Structure on the other Terrain space, both Structures will be considered directly adjacent as well.

**Indirect adjacency**

Terrain spaces and Structures are considered indirectly adjacent to one another if they are (not directly adjacent to one another, but) separated by one or more River spaces and your Shipping value is high enough to cover the distance. (Shipping is another Action and will be explained in the next section.) (Terrain spaces and Structures that Dwarves can reach via Tunneling and Fakirs via Carpet Flight are also considered indirectly adjacent to one another.)

In order to make these Structures indirectly adjacent to one another, you need a Shipping value of at least 2.

**Note:** When building Dwellings, your opponents get the chance to gain Power. This will be explained in Action #4 “Upgrading a Structure”. Before that, let us have a look at the following two Actions that facilitate building Dwellings for the remainder of the game: advancing on the Shipping track and lowering the Exchange rate for Spades.

**2 - Advancing on the Shipping track**

Terrain spaces and Structures need to be indirectly adjacent to one another if you want to expand beyond River spaces.

In order to transform Terrain spaces or build Structures beyond River spaces, as an Action, you may move the Marker on your Shipping track forward one space. Your Faction board displays the costs of this Action: 1 Priest and 4 Coins.

As a reward for taking this Action, get a number of Victory points as indicated on the Shipping space you move to.

The Auren (green) get 3 Victory points for advancing on the Shipping track. From now on, the green Dwellings in the example above are considered indirectly adjacent to one another.

**3 - Lowering the Exchange rate for Spades**

At the beginning of the game, Spades cost 3 Workers each (see Action #1). In order to reduce this cost down to 2 Workers or even down to 1 Worker, as an Action, you may move the Marker on your Exchange track up one space. Your Faction board displays the costs of this Action: 2 Workers, 5 Coins, and 1 Priest.

(Exception: Halflings pay fewer Coins, and Darklings do not even have an Exchange track as they exchange Priests for Spades.)

As a reward for taking this Action, you get 6 Victory points.

From now on, the Auren (green) only need to pay 2 Workers for each Spade.

**4 - Upgrading a Structure**

Structures can be upgraded step by step. The costs for each upgrade are depicted on the Faction board to the left of a Structure.

**Details**

- Always take newly placed Structures from left to right off your Faction board.
- When upgrading, you are replacing Structures by one another. Take the Structure that you wish to upgrade off the Game board and return it to your Faction board. This reduces your income for the given type of Structure. (When returning Structures to your Faction board, always put them as far to the right as possible on their proper track.) Place the new Structure on the same space on the Game board where the just removed Structure has been.

When building a Trading house, return a Dwelling to your Faction board.

There are four possible upgrades (two of which can only be done once per game).

Upgrading a Dwelling to a Trading house costs 2 Workers and 6 Coins*. If there is at least one opponent’s Structure directly adjacent to that Dwelling, you only need to pay 3 Coins instead of 6. If the current Scoring tile depicts a Trading house, get 3 Victory points for this upgrade.

This Scoring tile awards 3 Victory points for building a Trading house.

*Auren are mysterious forest-dwelling people that are said to exist without a physical body. Unfortunately, one cannot prove this as you will never get to see them when wandering through the woods. When threatened or expecting relatives to visit, they simply blend with the trees and become invisible.
Upgrading a Trading house to a Stronghold costs a number of Workers and Coins depending on the faction. After building its Stronghold, each faction gains a specific special ability (see Appendix VI, page 20). If the current Scoring tile depicts a Stronghold, get 5 Victory points for this upgrade.

Upgrading a Trading house to a Temple costs 2 Workers and 5 Coins*. As a reward, immediately choose and take one Favor tile and put it face-up in front of you. (You may immediately take advantage of the newly gained Favor tile, or use it during the current Action phase, respectively.) You may not take a Favor tile that you already have. For further details on Favor tiles see Appendix II on page 18.

(*Engineers pay less and Swarmlings pay more when upgrading to a Trading House or Temple.)

Upgrading a Temple to a Sanctuary costs a number of Workers and Coins depending on the faction. This is also awarded with a Favor tile. If the current Scoring tile depicts a Sanctuary, get 5 Victory points for this upgrade.

(**Chaos Magicians always get 2 Favor tiles instead of 1.)

Finally, more about the already mentioned rewards you get when an opponent builds a Structure.

POWER via STRUCTURES
Each Structure has a Power value. The Power value of each Structure is depicted to the right of its track on the Faction board:

- The Stronghold and Sanctuary have a Power value of 3.
- Trading houses and Temples have a Power value of 2.
- Dwellings have a Power value of 1.

When building a Dwelling (Action #1) or upgrading a Structure (Action #4), you must inform the owners of Structures directly adjacent to your Structure that they may gain Power (see “The Bowls of Power”, page 9).

In order to determine the total number of Power an opponent may gain, add up the Power values of their Structures directly adjacent to your newly built Structure.

The Mermaid player (blue) needs to inform the Nomad player (yellow) that he may gain exactly 3 Power due to the newly built blue Dwelling: 1 Power for the yellow Dwelling plus 2 Power for the yellow Temple. The Nomad player does not gain Power for the yellow Trading house as it is not directly adjacent to the blue Dwelling.

- You do not gain Power for your own Structures. Power can only be gained when an opponent builds Structures.
- Beginning with the player to the left of the active player and in clockwise order, each affected opponent needs to decide whether to actually gain the Power or not. (The next section explains why you might want to refuse to gain Power.)

THE PRICE of POWER
Unfortunately, Power gained via Structures is not free. To gain that Power, you need to lose a number of Victory points equal to one fewer than the number of Power gained.

Thus, gaining 1/2/3/4/… Power costs 0/1/2/3/… Victory points.

In the above example, the Nomad player may gain 3 Power. If he does, he will lose 2 Victory points.

- You may not end up with a negative score when losing Victory points.
- You may not gain less Power in order to save Victory points. Either take it all or gain nothing. (Exceptions: If you have not enough Power tokens in Bowls I and II, gain as many Power as needed to move all of them to Bowl III and lose Victory points accordingly. Also, you may gain less Power to avoid a negative score. In this case, only gain as many Power as needed to end up with 0 Victory points.)
- You only lose Victory points when gaining Power via Structures. You do not lose any Victory points when gaining Power otherwise.

SUMMARY: HOW do I GAIN Power?

You gain Power...

- when an opponent builds or improves Structures
- as income from your Trading houses and Stronghold (and Temples if you are playing the Engineers)
- as income from two specific Bonus cards
- as income from two specific Favor tiles
- as a one-time reward when founding a Town and taking the specific Town tile (see page 14 for details on founding a Town)
- as a one-time Cult bonus in Phase III if the specific Scoring tile is up for the current round (see page 15 for details on the Cult bonus)
- when advancing on the Cult tracks (as explained below).
Initially, Engineers were a mountain tribe living in inaccessible valleys and ravines. Now, they have learned how to build bridges and mountain roads to keep their remote settlements connected. They enjoy dominating nature by means of technology. They appear eccentric to the other factions when poring over their construction plans.

There are two types of Power actions: fully-fledged Actions and auxiliary Actions.

### Power actions on the Game board

The Power actions on the Game board (indicated by orange octagons) may only be taken once per round—first come, first served.

Whenever taking one of these Actions, move a number of Power tokens from Bowl III to Bowl I equal to its indicated cost. Then, put an Action token on its space on the Game board to indicate that this Action may not be taken again this round.

Use Action tokens to cover taken Power actions. Power Actions on the Game board cost 3, 4, or 6 Power.

All the Power actions on the Game board are explained in detail in Appendix I on page 17.

### Conversions (Anytime)

Anytime during your turn, on top of your Action, you may do any number of Conversions. Therefore, you have the following options (also depicted in Bowl III on your Faction board):

- Spend 5 Power for 1 Priest.
- Spend 3 Power for 1 Worker.
- Spend 1 Power for 1 Coin.
- Convert a Priest to a Worker.
- Convert a Worker to a Coin.

This illustration reminds you of the available Conversions.

### Details

- A Conversion is not considered your Turn action.
- On your turn, you may do any number of Conversions before or after your Action.

### Sacrificing Power

If you do not have enough Power in Bowl III to take a specific Power or Conversion action, on top of your Action, you may move Power tokens from Bowl II to Bowl III and then immediately take the desired Action. However, for each Power token moved in this fashion, you need to remove 1 Power token from Bowl II from the game. From now on, you will irrevocably have to deal with fewer Power tokens in your cycle. (You may not sacrifice Power if you only have 1 Power token in Bowl II.)

These icons remind you of the ability to sacrifice Power.

Power can also be gained on the Cult tracks of Earth, Water, Fire, and Air. You gain 1/2/3 Power when advancing to the 3rd/5th/7th/10th space of a Cult track. You only gain this Power once when advancing to or passing by these spaces.

The Nomad player (yellow) gains 4 Power for advancing these 3 spaces in the Cult of Air.

### Only one player on space 10

Only one player may advance to space 10 of each Cult track. To do so, you also need to have founded a Town for each space 10 you want to advance to. See page 14 for details on founding a Town.

After founding two Towns, you may advance to space 10 on two Cult tracks (unless another player beats you to it).

### 5 - Send a Priest to the Order of a Cult

There are 4 spaces below each of the Cult tracks of Fire, Water, Earth, and Air that each can hold exactly 1 Priest. As an Action, you may place one of your Priests on one such space to advance 3 or 2 spaces (as indicated on the space) on the corresponding Cult track.

Details

- You may gain Power when advancing on a track (see “Power via Cult tracks” above).
- There is no way of getting these Priests back. Keep in mind that you only have a total of 7 Priests at your disposal.

If you do not want to lose a Priest, alternatively, return him to your supply (next to your Faction board) and only advance 1 space.
Cultists love rituals. Their entire life is based on strict rules. Even the simplest things are accompanied by secret symbols and invocations of the elements. For instance, when a Cultist wants to fill a bucket of water from a well, he first needs to appease the elements of earth and water which he is tearing apart, then he also needs to ensure the element of fire that he is not going to extinguish it with that water. This may seem overly elaborate, but the Cultists also greatly benefit from the power of the elements.

Witches live in the woods, but they also dominate the air. Riding their brooms, they fly from place to place. This is why a forest that has never seen a Witch before all of a sudden may become full of Witches. Witches are social, so they gladly join up in large Witch towns, where they keep trading love potions and portable curses with each other.

7 - Special actions

Each Special action may be taken **only once per round**. Special actions, like Power actions, are indicated by orange octagons and can be gained in a variety of ways. Some factions unlock a Special action when building their **Stronghold**. (These are explained in Appendix VI on page 20.)

After building their Stronghold, the Witches may build a free Dwelling once per round.

One **Favor tile** and one **Bonus card** provide a Special action to advance 1 space on a Cult track. Another Bonus card provides a free Spade for transforming a Terrain space.

Whenever taking one of these Special actions, you may advance 1 space on a Cult track of your choice.

Use Action tokens to cover taken Special actions.

8 - Passing and new Starting player

On your turn, if you cannot or do not want to take any more Actions, you have to **pass** and stop taking Actions for the remainder of this round.

The **first player** to pass becomes the Starting player for the next round (and takes the Starting player token). When passing, **immediately return your Bonus card** and take one of the three available ones. This may be a card another player has already returned this round. (**Exception: Do not take any Bonus cards in the last round of the game – round 6.**) If there were Coins on the newly taken Bonus card, put them on your Faction board (see “Coins on Bonus cards”, page 15).

You may get Victory points when returning certain Bonus cards.

When passing and returning the Bonus card depicted on the right, get 1 Victory point for each of your **Dwellings** on the Game board.

When passing and returning the Bonus card depicted on the left, get 2 Victory points for each of your **Trading houses** on the Game board.

When passing and returning the Bonus card depicted on the right, if you have already built your **Stronghold** and/or 4 Victory points if you have already built your **Sanctuary**.

**Hint:** Do not forget to get these Victory points. Always pay attention to the current Scoring tile: you may get Victory points for building certain Structures, for using Spades, or founding **Towns**.

**Details**
- Freely choose which one of the three available Bonus cards you want to take. (You may not immediately take the card that you have just returned.)
- You may wish to put the newly taken Bonus card face-down in front of you to indicate that you have already passed.
- There is **no limitation for how many resources** you may keep for the next round.
- You may take as many Actions as you wish, even if all other players have already passed. As long as there is at least one player left taking Actions, the current Action phase continues.

**Founding a Town**

During the course of the game, one or more Towns may be founded. Towns are founded automatically whenever these two conditions are met:

- There are at least 4 **Structures** of one color **directly adjacent** to one another (see Adjacency, page 11).

**Exception:** Only 3 Structures are required if one of them is a Sanctuary.

- These Structures have a combined **Power value** of at least 7.

**Reminder:** **Dwellings** have a **Power value** of 1, **Trading houses** and **Temples** have a Power value of 2, the **Stronghold** and **Sanctuary** have a Power value of 3.

Indicate a founded Town by choosing and taking a Town tile (see Appendix V on page 19) and placing it under one of the Structures forming that Town.
Founding a Town has three benefits:
• Immediately get a number of Victory points as indicated by the chosen Town tile. Get additional Victory points if the current Scoring tile depicts a key.
• Immediately and only once, collect the rewards depicted on the chosen Town tile (either +1 space on each of the Cult tracks, 1 Priest, 2 Workers, 6 Coins, or 8 Power).
• Each Town provides a key. Each key allows you to advance to the last space of one Cult track (space 10). (Without a key, you have to stop at space 9.)

This Scoring tile awards 5 Victory points for each newly founded Town.

Details
• When founding a Town, all Structures directly adjacent to one another form that Town (Bridges are key here), even if there are more than the required number of Structures.
• Indirect adjacency (especially via River spaces) has no relevance when founding a Town. (Exception: The Mermaids may ignore any one River space when founding a Town.)
• Building new Structures directly adjacent to an existing Town expands that Town rather than forming a new one.
• When a Structure is built combining two existing Towns to one larger Town, these Towns do not lose their individual rights or functions (despite the fact that you cannot tell anymore where their borders are).
• The total number of Towns for one game is limited to 10.

Details on the Cult bonus “Spades”
• The Cult bonuses are awarded in the play order of the next round. (This is relevant for Spades.)
• You may not acquire additional Spades when getting them as a Cult bonus. (Neither may the Fakirs do a Carpet Flight, nor the Dwarves do Tunneling when getting Spades as a Cult bonus. A Carpet Flight and Tunneling have costs that cannot be paid outside the Action phase. Also, if the Giants get only a single Spade as a Cult bonus, this Spade will be forfeit.)
• You may not save Spades for future turns.
• You may apply these Spades on different adjacent Terrain spaces.
• You may not build a Dwelling in Phase III.

Return Action tokens
If there are any Action tokens on
• Power action spaces on the Game board,
• Special action spaces on Faction boards, or
• Favor tiles and Bonus cards, remove them from there.

Mermaids are lovely water creatures inhabiting the waters of Terra Mystica and traveling by its rivers. Deceived by their charm, many a landman has forgotten that the Mermaids would prefer to transform Terra Mystica into a world of water. Mermaids are able to split their fishtail into two legs and traverse on land; however, they only do so when going to flood it with water, or when they need building materials for their floating cities.

Coins on Bonus cards
Put 1 Coin from the general supply on each of the three leftover Bonus cards. (If a card has not been taken by any player for two rounds, it will now have 2 Coins on it.)

Turn the Scoring tile face-down
As the last act of the current round, turn the current Scoring tile face-down so that only the Scoring tiles of the following rounds remain face-up.

Phase III: Cult Bonuses and Clean-up Phase
When all players have passed (see Action #8 on the left), the current Action phase is over. In rounds 1 to 5, the Action phase is followed by a Clean-up phase preparing the next round. (There is no Clean-up phase after the last round.)

Cult Bonuses
First, the Cult bonuses depicted on the current Scoring tile need to be awarded. Each player with enough progress in the depicted Cults gets the depicted reward, multiple times if need be.

In this case, if you were on space 6 in the Cult of Air, you would get 3 Workers, and if you were on space 8 in the Cult of Earth, you would get 2 Spades.

Fakirs have reduced their physical needs to a minimum and tremendously improved their spiritual forces. Their spirit rules over matter in such a way that they are able to levitate things like carpets. Carpets are very convenient flying devices when you know how to operate them. In contrast to brooms, they are capable of transporting loads. Fakirs prefer to live in deserts as these comply with their meditative lifestyle due to the desert’s considerable lack of plants and animals.

Dwarves are always on the hunt for treasures and valuable ores, thus engaging in non-stop burrowing in soil. Their mines are usually located in the mountains, but in the heat of digging, they sometimes end up digging underneath a neighboring area. Even if this is inhabited, its inhabitants most often will only notice when the Dwarves all of a sudden appear on the other side of that area. Dwarves go through so much soil that they are able to form new mountains from the soil, so that future generations of Dwarves may dig through these all over again.
The game ends after all players have passed in the Action phase of the last round. Afterwards, there is a final scoring. (As indicated by the Game end token, there are no Cult bonuses in the final round.)

### Cult Scoring

Score each of the four Cult tracks individually:
- **8 Victory points** for the player highest on a track.
- **4 Victory points** for the player second highest on a track.
- **2 Victory points** for the player third highest on a track.

These values are also depicted in the top left corner of the Game board. You cannot gain any Victory points when on space 0. In case of a tie, evenly divide the Victory points of the respective tiers among the tied players (round down if necessary).

**Example:** Two players have advanced to space 9 in the Cult of Fire. $8 + 4 = 12$ Victory points need to be divided between them. Thus, they each get 6 Victory points.

- **The player with the highest number of connected Structures gets 18 Victory points.**
- **The player with the second highest number of connected Structures gets 12 Victory points.**
- **The player with the third highest number of connected Structures gets 6 Victory points.**

These values are also depicted in the top left corner of the Game board. In case of a tie, evenly divide the Victory points of the respective tiers among the tied players (round down if necessary).

**Example:** One player has 10 connected Structures, the other three players have 9. The first player gets 18 Victory points. $12 + 6 + 0 = 18$ Victory points need to be divided among the other three players. Thus, the other players each get 6 Victory points.

### Resource Scoring

Finally, get Victory points for left-over resources: get 1 Victory point per 3 Coins. (All other resources may be converted to Coins for this purpose, see “Conversions” on page 13.)

(The Alchemists get 1 Victory point per 2 Coins.)

### The Winner of the Game

The player with the highest number of Victory points wins the game. In case of a tie, there is more than one winner.

### Credits

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Of all the factions, Swarmlings are the most sociable ones. They simply cannot bear loneliness. They always wander about in large groups, being in water most of the time, yet they get along on land just as well. And when a Swarmling needs work done, he may be assured of the help from friends and relatives who will give strong support. This way they even get the toughest work done.

Alchemists strive for a deeper knowledge of the elements forming the world and how to use them for their purposes. They know how to create gold – the process, however, is very elaborate and is only worth its while when you really need that gold. Alchemists prefer to settle in Swamps as these provide a steady supply of sulfur and other reagents.

There are six appendices.

Appendix I explains the Power actions. These Actions are depicted on the Power action spaces on the Game board.

Appendix II is about the Favor tiles, Appendix III presents the Town tiles, Appendix IV explains the Bonus cards,

Appendix V features the Scoring tiles, and Appendix VI elaborates on the special rules of all factions.

**APPENDIX I: THE POWER ACTION SPACES ON THE GAME BOARD**

In each round, there are six Actions available to all players, but once they are taken, they may not be taken again for the remainder of the current round.

**BUILDING A BRIDGE**

By moving 3 **Power tokens** from Bowl III to Bowl I, you may build a Bridge over a River space. In order to do this, you need to have a Structure on at least one of the Terrain spaces connected by the Bridge. Building the Bridge connects these Terrain spaces and they become directly adjacent to one another (see “Adacency”, page 11).

The Game board indicates where Bridges may be built by depicting unfinished bridges.

**DETAILS**

- Without Shipping, you can only reach a Terrain space beyond a River space by building a Bridge. **During your next Action or later**, you may then transform this Terrain space and/or build a Dwelling on it (see Action #1, page 9).

- Structures connected via Bridges count towards the founding of a Town (see page 14), whereas indirect adjacency via Shipping does not.

- Once built, you cannot reclaim your Bridges. Keep in mind that you can only build a total of three Bridges.

Of all the factions, Swarmlings are the most sociable ones. They simply cannot bear loneliness. They always wander about in large groups, being in water most of the time, yet they get along on land just as well. And when a Swarmling needs work done, he may be assured of the help from friends and relatives who will give strong support. This way they even get the toughest work done.

**7 COINS**

By moving 4 **Power tokens** from Bowl III to Bowl I, you may take 7 Coins from the general supply and put them on your Faction board.

**1 SPADE**

By moving 4 **Power tokens** from Bowl III to Bowl I, you may take Action #1 “Transform and Build” (see page 9) getting 1 free Spade for this purpose.

(If this Spade does not suffice to transform a given Terrain space into your Home terrain, you may exchange Workers* for the missing Spades – at the current Exchange rate on your Exchange track.)

**1 PRIEST**

By moving 3 **Power tokens** from Bowl III to Bowl I, you may take 1 Priest from your supply and put it on your Faction board.

**2 WORKERS**

By moving 4 **Power tokens** from Bowl III to Bowl I, you may take 2 Workers from the general supply and put them on your Faction board.

**2 SPADES**

By moving 6 **Power tokens** from Bowl III to Bowl I, you may take Action #1 “Transform and Build” (see page 9) getting 2 free Spades for this purpose.

(If these Spades do not suffice to transform a given Terrain space into your Home terrain, you may exchange Workers* for the missing Spade – at the current Exchange rate on your Exchange track. If you only need one Spade to transform a Terrain space into your Home terrain, you may spend the second Spade on another Terrain space. However, you may not place a Dwelling on this other space.)

(*Darklings need to exchange 1 Priest for each missing Spade.)
**Appendix II: The Favor tiles**

After building a sacred Structure (*Temple or Sanctuary*), immediately choose and take one Favor tile. *Chaos Magicians always take two Favor tiles.* Put the Favor tile(s) face-up next to your Faction board. You may only have one tile of each type. There are 12 different types of Favor tiles.

- 4 of the Favor tiles, immediately and only once, increase your influence in a given Cult by 3. There is one each of any such tile.

- 8 of the Favor tiles immediately unlock a special ability. Additionally, immediately and only once, they increase your influence in a given Cult by 1 or 2. There are three each of any such tile.

*(While advancing on the Cult tracks, you may pass by certain spaces and gain Power, see "Power via Cult tracks" on page 13.)*

**Appendix III: The Scoring tiles**

Each Scoring tile on the Game board represents one round. Their left side indicates how to get additional Victory points during the Action phase. Their right side displays the Cult bonuses awarded at the end of that round (*in Phase III*). These bonuses depend on your progress on the Cult tracks (*and may be awarded multiple times for the same track*). You do not need to spend the progress to get the bonus.

**Action phase:** Get 2 additional Victory points when building a Dwelling.

**End of the round:** Put 1 Priest from your supply on your Faction board for every 4 spaces you have advanced in the Cult of Water.

**Action phase:** Get 2 additional Victory points when building a Dwelling.

**End of the round:** Gain 4 Power for every 4 spaces you have advanced in the Cult of Fire (*see page 9 for details on Power*).

**Action phase:** Get 3 additional Victory points when building a Trading house.

**End of the round:** Get 1 Spade for every 4 spaces you have advanced in the Cult of Air and apply them immediately (*in the play order of the next round*).

**Action phase:** Get 3 additional Victory points when building a Trading house.

**End of the round:** Get 1 Spade for every 4 spaces you have advanced in the Cult of Water and apply them immediately (*in the play order of the next round*).

**Action phase:** Get 5 additional Victory points when founding a Town.

**End of the round:** Get 1 Spade for every 4 spaces you have advanced in the Cult of Earth and apply them immediately (*in the play order of the next round*).
Darklings are said to be wicked and smarmy creatures that lure others into dangerous marshy hollows for fun, only to rob and then drown them. Only few have tried to verify these rumors. Darklings are fairly skilled in the elemental cults – that’s for sure. Their priests use their secret knowledge to bog even more land.

Appendix IV: The Bonus Cards

There are nine different Bonus cards (depicted as scrolls). Their main purpose is to get additional income in Phase I. Bonus cards are only valid for a single round. They are returned at the end of each round (see Action #8 on page 14).

Appendix V: The Town tiles

There are two each of 5 different Town tiles. When founding a Town, choose and take one of the remaining Town tiles and with it mark a building in that Town. Each Town tile immediately provides a one-time bonus. (You may have multiple copies of the same Town tile.)

When taking this Town tile, get 9 Victory points and put 1 Priest from your supply on your Faction board.

When taking this Town tile, get 8 Victory points and move 1 space forward on each of the 4 Cult tracks.

When taking this Town tile, get 7 Victory points and put 2 Workers from the general supply on your Faction board.

When taking this Town tile, get 6 Victory points and gain 8 Power (see page 9 for details on Power).

When taking this Town tile, get 5 Victory points and put 6 Coins from the general supply on your Faction board.

Darklings are said to be wicked and smarmy creatures that lure others into dangerous marshy hollows for fun, only to rob and then drown them. Only few have tried to verify these rumors. Darklings are fairly skilled in the elemental cults – that’s for sure. Their priests use their secret knowledge to bog even more land.
This section provides further details on the 14 factions, their special abilities, and the rewards for building their Stronghold. The factions are sorted by Home terrain. Some factions gain an **Action token** after building their Stronghold. This token may already be used on the same round.

### AUREN

**Ability:** After building the Stronghold, immediately and only once get 1 Favor tile. Also, take an Action token. As a Special action (once per Action phase), you may advance 2 spaces on a Cult track of your choice (only advancing to space 10 if you have a key). Use the Action token to keep track of using this Special action.

### WITCHES

**Ability:** Get 5 additional Victory points when founding a Town.
**Stronghold:** After building the Stronghold, take an Action token. As a Special action (once per Action phase), you may build 1 Dwelling on an unoccupied Forest space. Neither pay 1 Worker, nor 2 Coins for this Dwelling. For this build only, ignore the adjacency rule. You may build on any free Forest space as long as it was a Forest at the beginning of this Action (Witches’ Ride). (Thus, you may not transform a Terrain space beforehand.) Use the Action token to keep track of using this Special action.

### ALCHIMISTS

**Ability:** You may trade 1 Victory point for 1 Coin, or 2 Coins for 1 Victory Point anytime and any number of times (Philosopher’s Stone).
**Stronghold:** After building the Stronghold, immediately and only once gain 12 Power. From now on, gain 2 Power for each Spade you get throughout the remainder of the game (regardless of the way you get the Spade).

### DARKLINGS

**Ability:** You need to pay Priests (instead of Workers) when transforming Terrain spaces, Pay 1 Priest and get 2 Victory points for each step of transformation.
**Stronghold:** After building the Stronghold, you may immediately and only once trade up to 3 Workers for 1 Priest each (Ordination of Priests).

### HABILITYS

**Ability:** Get 1 additional Victory point for each Spade you get throughout the game (regardless of the way you get the Spade).
**Stronghold:** After building the Stronghold, immediately and only once get 3 Spades to apply on Terrain spaces following the general rules. You may build a Dwelling on exactly one of these spaces by paying its costs.

### CULTISTS

**Ability:** Whenever at least one of your opponents decides to take Power due to your building activity, advance 1 space on a Cult track of your choice. (You only get to advance 1 space in total regardless of the number of opponents taking Power. If all of your opponents refuse to take Power, do not advance on a Cult track.)
**Stronghold:** After building the Stronghold, immediately and only once get 7 Victory points.

### ENGINEERS

**Ability:** As an Action, you may build a Bridge for 2 Workers. (You may take this Action any number of times during a round. You may still build Bridges via the respective Power action.)
**Stronghold:** After building the Stronghold, each round when passing, get 3 Victory points for each Bridge connecting two of your Structures.

### DWARVES

**Ability:** When taking the “Transform and Build” action, you may skip one Terrain or River space by paying 2 more Workers (Tunneling). Get 4 Victory points each time when Tunneling. You have no Shipping. In the final Area scoring, any Structures that can be reached via Tunneling are considered connected (regardless of the number of your leftover Workers).
**Stronghold:** After building the Stronghold, only pay 1 more Worker instead of 2 when Tunneling.

### MERMAIDS

**Ability:** You may skip one River space when founding a Town. (You decide if and when you want to use this ability. When founding a Town in this fashion, put the Town tile on the skipped River space. Of course, you may build Bridges as usual.)
**Stronghold:** After building the Stronghold, immediately and only once move forward 1 space on the Shipping track. Neither pay 1 Priest, nor 4 Coins for this movement. (Take the rewards associated with the new level as indicated on your Faction board.)

### SWARMLINGS

**Ability:** Collect 5 additional Workers when founding a Town.
**Stronghold:** After building the Stronghold, take an Action token. As a Special action (once per Action phase), you may upgrade a Dwelling to a Trading house. Neither pay Coins, nor Workers for this Trading house. Use the Action token to keep track of using this Special action.

### GIANTS

**Ability:** You always pay exactly 2 Spades to transform a Terrain space into your Home terrain – even for Mountains and Desert. (A single Spade will be forfeit when gained in Phase III as a Cult bonus.)
**Stronghold:** Take an Action token. As a Special action (once per Action phase), get 2 free Spades to transform a reachable Terrain space into your Home terrain. On this space, you may immediately build a Dwelling by paying its costs. Use the Action token to keep track of using this Special action.

### FAKIRS

**Ability:** When taking the “Transform and Build” action, you may skip one Terrain or River space by paying 1 more Priest (Carpet Flight). Get 4 Victory points each time when doing a Carpet Flight. In the final Area scoring, any Structures that can be reached via Carpet Flight are considered connected (regardless of the number of your leftover Priests).
**Stronghold:** After building the Stronghold, you may now skip 2 Terrain, or 2 River spaces, or one each when doing a Carpet Flight. (This also affects the final Area scoring.)

### NOMADS

**Ability:** You start the game with 3 Dwellings instead of 2. Place the third one after all players have placed their second ones (but before the Chaos Magicians have placed their only Dwelling).
**Stronghold:** After building the Stronghold, take an Action token. As a Special action (once per Action phase), you may transform a Terrain space directly adjacent to one of your Structures into your Home terrain (Sandstorm). On this space, you may immediately build a Dwelling by paying its costs. (This ability is not applicable past a River space or Bridge.) Use the Action token to keep track of using this Special action. (The Sandstorm is not considered a Spade.)