

Shadowlords



For 2 to 4 players
Ages 10 to adult

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Index

Attack Hand	page	7
Battle, The	7,8	7
a. Order of Battle	14	7
b. The Outcome	15	7
Bribing an Enemy Character	16	7
Building Space Ships	13	7
Calling In Allies	9	8
Capturing a Star Master	14	3,7,12
Cast of Characters	19	21
Challenging a Loose Space Ship Owner	3	19
Diplomatic Immunity	19	17
Dismissing a Member of Your Alliance	18	4,7,11
Distributing Space Ships for Battle	14	23
Drawing Power Cards	18	23
End of Game	8	12
End of Voting	21	6
Equipment	21	4,7,11
Fighting a Shadow	4,5	8
Game Board	18	22
Game Play Summary	4	11
Home Planets	7	16
How to Move a Character	4,8	16
Lost Fortress	9	16
Making and Breaking Verbal Agreements	4,19	16
Moving a Shadow	22	16
Multiple Duels	13	21
	16	

The Cast of Characters: The Portrait Cards

The following characters are the players' potential allies and enemies.

Star Masters:

Each player assumes the role of one of the Masters of Earth, Air, Fire, or Water. These are the most important characters, for if a Master is defeated, that player is out of the game. Each Star Master has a combat value of 8.

Warriors:

They fight the duels for the Master who controls them. Each has a combat value of 6.

Merchants:

They build the space ships that make their alliance powerful. When they are called to battle, they can fight like Warriors. Each has a combat value of 3.

Diplomats:

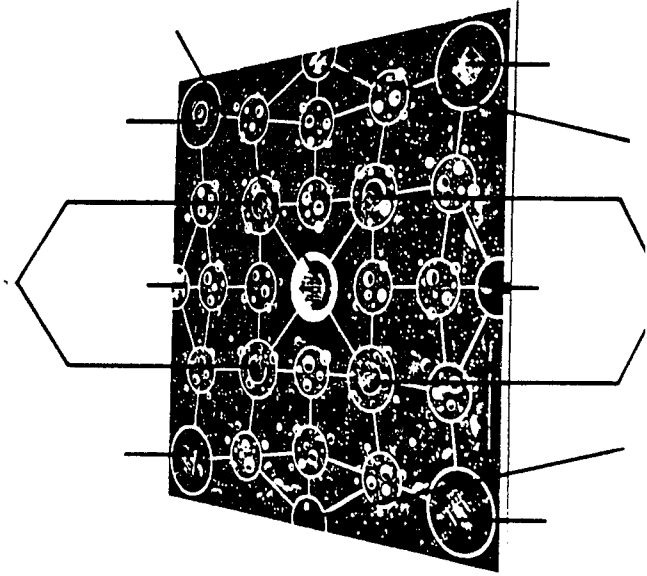
They search the galaxies for allies. They also have the power of Diplomatic Immunity that protects their allies from being attacked. They have no combat value since a Diplomat never fights.

The Shadows:

They are the common enemies of all the players. Their



The Game Board

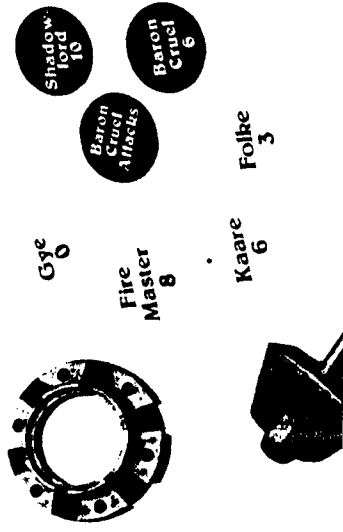


The Equipment

Power Rings. The vehicles that transport the characters of your alliance.

Character Discs. There is one character disc for each Star Master, Warrior, Merchant, and Diplomat. There are two character discs for each of the Shadows and one for the Shadowlord. Place a character disc onto a Power Ring, and that character becomes a member of a particular alliance.

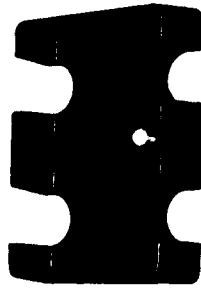
Space Ships. When inserted into a Power Ring, space ships give a character the ability to move. They also give a character added strength in battle.



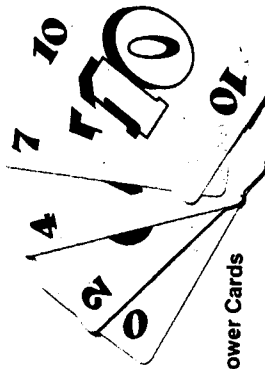
The Power Stone. Possess the Power Stone and your alliance can have added strength in battle. The Power Stone Timer looks just like the Power Stone. It is placed into the card tray to monitor the length of time the Power Stone is in the Shadowlord's possession.

The Power Cards. Used in battle to give strength to your characters. The cards have the following distribution:

8-0s	15-4s	2-10s
15-2s	10-7s	



The Power Stone



The Power Cards

The Battlefield. A plane beyond the galaxies upon which all battles are fought.

The Guide Cards. They guide each player through the events of this adventure.

The Dice. Once every turn, you will roll the dice to see which SPECIAL EVENT turns up to help you.



The Battlefield



The Dice



Set Up

1. Each player sits in front of one of the four home planets and assumes the identity of the Master who rules that planet. Take the portrait and character disc of the Master you've become and place them in front of you.
2. Each player also takes:
 - a. the portrait of any **one Warrior** and its matching character disc;
 - b. the portrait of any **one Diplomat** and its matching character disc;
 - c. **three Power Rings** that match the color of your home planet;
 - d. **three space ships** that match the color of your Power Rings;
 - e. one Guide card.*All remaining rings and ships that match the color of your home planet are yours. Keep them in storage for the time being. Choose a player to distribute rings and ships to players as they earn them.*
3. Place one character disc onto each one of the three Power Rings.
4. Distribute the three space ships among your three Power Rings in any combination you wish. Insert them into the Power Rings' notches. (As you'll see, a Power Ring cannot move unless it has at least one space ship.)
5. Turn all the remaining character discs **name-side up**. As you can see, one set of Shadow names (black discs) says "Attack," the other set has com-

bat values. Place one of each that has a combat value **name-side up** onto each of the black Power Rings. Put these Power Rings on the Lost Fortress in the center of the board. There will be eight in all.

6. Place the Shadowlord character disc onto the last black Power Ring and insert 5 black space ships, plus the Power Stone, into it. Now place the Shadowlord onto the Lost Fortress, too.
7. Turn all remaining character discs (white and black) **name-side down** onto the table and mix them up.

Then, at random, place one **name-side down** onto each of the galaxies on the board (not including the home planets or Lost Fortress).

8. Shuffle the Power cards and place them **face down** into one side of the card tray. This is the **draw pile**.
9. Place the Power Stone Timer into the notch in the card tray at the opposite end of the Starburst.

10. The storage tray cover becomes the battlefield. Place the battlefield to the side of the board for the time being.
11. Each player rolls the dice. High roller goes first. Play proceeds, in turn, to the first player's left.

BEFORE YOU BEGIN TO PLAY, PLEASE READ THROUGH THE FOLLOWING RULES VERY CAREFULLY. IF YOU NEED HELP IN FINDING THE ANSWERS TO ANY QUESTIONS YOU MIGHT HAVE, REFER TO THE INDEX IN THE FRONT OF THIS BOOKLET.

Object

To defeat all the other Star Masters before the Power Stone Timer declares that the Shadowlord has won.

Game Play Summary

At the start of the game, all players have alliances of equal strength. During the course of the game, you will try to enlist other characters into your alliance and gain power for them by:

- a) collecting Power cards and b) building space ships. You will use this power to try to defeat members of opposing alliances in series of duels. You will also try to defeat the Shadowlord before the Power Stone Timer reaches the Starburst. Be warned, however, that since the Shadowlord is extremely powerful, you should build up your alliance considerably before you challenge him to battle.

Playing: Order of Turn

On your turn, you will perform the following sequence of events in order. The steps are numbered from one through six. During the game, refer to ORDER OF TURN on your Guide card.

1. **Draw Power card(s).** You always draw at least one Power card. You may draw **one additional Power card** for each Ruin you control. You may do one of two things with the card(s) you draw:
 - a) place them underneath your Portrait card(s) OR
 - b) place them **face down** in your Attack hand. (See POWER CARDS p. 8.)

2. **Roll the Dice.** Total the numbers, then refer to that number on the SPECIAL EVENTS side of your Guide card. Follow the directions for the number you roll. (See SPECIAL EVENTS p. 8.)

3. **Build space ships.** Space ships are built onto each of your Power Rings (or placed loose on the board) as you earn them. On a turn, you can earn space ships in one or more of the following ways:

- a) 3 space ships for every **Merchant** in your alliance;
- b) 3 space ships for every **Space Base** you control;
- c) you may discard one card from your **Attack hand** and receive the number of space ships equal to the number on the card (See BUILDING SPACE SHIPS p. 9.)

4. **Move any or all of your characters.** (See HOW TO MOVE A CHARACTER p. 9 and WHAT'S THE STRATEGY TO MOVING? p. 11.)

5. **Move a Shadow.** After you've moved your own characters, you may—if you wish—move one Shadow that already has been taken from the Lost Fortress and placed onto a galaxy. You'll see how that happens under SEARCHING FOR ALLIES p. 12. Why move a Shadow? Usually, by playing the role of a Shadow, you can engage an opponent in a battle you don't have to fight yourself. Or, you can move a Shadow further away from your own characters in order to protect them from attack. (See MOVING A SHADOW p. 13.)

6. **Fight.** If a character—at the end of the movement part of your turn—has landed on a galaxy (or home plane) occupied by an enemy, a battle may take place. A battle may take place on more than one galaxy on a turn. Regular game play is suspended until the battle on each galaxy is over. If none of your characters is involved in fighting, end your turn. (See THE BATTLE p. 14.)

Drawing Power Cards

Whenever you draw a Power card, keep its value hidden from your opponents. For each card you draw, choose one of the following:

- a) Place it underneath any one of your characters' portraits. Then if that character is either attacking an opponent or defending himself in a duel, you may play this card to give the character additional strength points. *Since Diplomats don't fight, don't place a Power card underneath a Diplomat's portrait.* Once a Power card is placed underneath a portrait, it cannot be moved to another portrait. You may place as many Power cards underneath a portrait as you wish.

OR

- b) Place it **face down** in front of you in your Attack hand. As its name suggests, the cards in this hand may be used only when attacking an enemy in battle—never when the character is defending himself. Cards in the Attack hand also let you build extra space ships (see #3c under PLAYING p. 7) and

bribe enemy characters into joining your alliance (see BRIBING AN ENEMY CHARACTER p. 13).

When you draw Power cards, always draw the top one and keep it even if it's "0."

Any time during your turn, you may take cards from your Attack hand and place them underneath any one of your portraits. You may not, however, do this during an opponent's turn.

When the cards in the draw pile run out, shuffle the discard pile to start a new draw pile.

Special Events

SPECIAL EVENTS are numbered from 2-16 on your Guide card. Some of them are self-explanatory. Others require explanation.

2 & 16 A character defects to your alliance. Name an opponent's character whom you wish to make a member of your alliance. The other players vote either "yes" to allow it or "no" to prevent it. Just one "yes" vote allows the character to defect. A STAR MASTER, SHADOW, OR CHARACTER ON A HOME PLANET MAY NEVER DEFECT. If you don't wish to cause a character to defect, you don't have to.

To induct the character into your alliance, follow steps 1-3 under BRIBING AN ENEMY CHARACTER p. 13.

3 & 15 One of your characters escapes. You may release a captured character from underneath an enemy's Power Ring by placing him onto a galaxy with

your Master for protection. The character will have no space ships until you're able to build them.

4 & 14 Spacestorm. Name the opponent you wish to be caught in a spacestorm. All the other players vote either "yes" to allow it or "no" to prevent it. If just one player votes "yes," roll one die to see how many of the opponent's space ships are destroyed by the spacestorm. The opponent may choose from which of his Power Rings the space ships are removed. If the player has fewer space ships than the number rolled, he must remove all he has. The ships are placed back into storage.

5 & 13 Discover a character disc. You may turn over any **face down** character disc and add that character to your alliance—if you wish. If the character is a Shadow, refer to **a** under SEARCHING FOR ALLIES p. 12. If the character is a Warrior, Merchant, or Diplomat, refer to **b** under the same section.

NOTE: If you discover a character disc on a galaxy occupied by an enemy, fight that enemy only if you choose NOT to move away from him during the movement part of your turn.

6 & 12 Steal 2 Power cards. Name one opponent from whom you wish to steal. All the other players vote either "yes" to allow it or "no" to prevent it. If just one player votes "yes," pick **two cards face down** from the opponent's Attack hand, only. (Take one card if the opponent has only one.) Add these cards either to your own Attack hand or place them underneath your Portrait card(s). Don't let the other players see the cards' values.

Building Space Ships

Whenever you build space ships, you may distribute them among any of your characters' Power Rings in any way you wish. If you don't wish to build all of the space ships you're entitled to build you may:

- a) place them onto your home planet;
b) place them onto any galaxy you control (see **b** under HOW TO MOVE A CHARACTER p. 9).

If you don't wish to do either **a** or **b**, you may leave the space ships in storage. A Power Ring may never carry more than six space ships at a time.

Likewise, you may have the opportunity to build a certain number of space ships when you have fewer than that number in storage. In these cases, you may build only the number of ships you have left.

How to Move a Character

- a) A character may move up to as many galaxies as it has space ships on its Power Ring. It can move fewer galaxies than that number if you wish. If a character has no space ships, it cannot move at all.
b) A character may move only between galaxies that have a connecting passageway.
c) A character must stop moving when it reaches an unoccupied galaxy.
d) A character may move through a galaxy only when you control that galaxy. You control a galaxy when one of your characters or space ships occupies it without the presence of an enemy character. **NOTE:** A character may drop off one or more space ships

on a galaxy to maintain control of that galaxy. This must be done, however, either before the character moves on a turn—or—after the character has finally landed. A loose space ship, of course, cannot move.

e) If a character picks up a loose space ship (one dropped off by a member of its own alliance) once he has already begun to move, he cannot move any farther than the galaxy where it was picked up. He may, however, pick up a loose space ship **before** he begins to move.

f) If a character drops off a space ship once he has already begun to move, he must stop moving on the galaxy where it was dropped off. He may, however, drop off a space ship **before** he begins to move.

g) A character may NEVER pass through a galaxy occupied by another player's character unless that player grants permission. If he doesn't, you either must take another route or stay and fight. Shadows NEVER grant permission to pass through a galaxy they control.

h) Any number of characters from the same alliance may occupy the same galaxy.

i) If a Diplomat stops to search for an ally, he cannot move any farther on that turn... neither may the new ally move on that turn.

j) A character may not move through a galaxy where a battle is about to take place, even if his own alliance is involved in the battle.

k) You don't have to move any characters at all if you don't want to.

l) The following rule applies to each player's FIRST turn: Any character who leaves the home planet must move out onto (or through) the galaxy that's connected to the LEFT of the home planet. On subsequent turns, you may move your characters in any direction you choose. See **Illustration A**.
NOTE: If you're playing with three players, see p. 23.

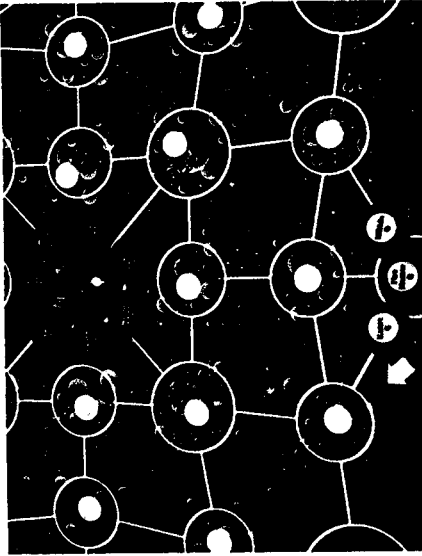


Illustration A

On Fire Master's first turn, any of these characters he chooses to move, must move in the direction of the arrow.

NOTE: Either at the beginning or end of the movement part of your turn, you may trade space ships among any of your characters who occupy the same galaxy. You may never do this DURING the movement part of your turn.

What's the Strategy to Moving?

Of course there will be many different strategies throughout the game. In the early stages, however, you will want to move your characters for the following reasons:

a) **Move a Diplomat to search for allies.** A Diplomat is the only character who can perform this function. (See **SEARCHING FOR ALLIES** p. 12.)

b) **Move a character onto a galaxy in order to control that galaxy and to establish a chain of movement.** Remember: you may move only through connected galaxies that you control.

c) **Move a character onto a Ruin.** As long as you control the Ruin (by your character's presence or by a space ship left behind), you will collect one additional Power card from the top of the draw pile on each turn.

d) **Move a character onto a Space Base.** As long as you control that Space Base (by your character's presence or by a space ship left behind), you will collect three space ships on each turn (in addition to any others you're entitled to).

e) **Move a character onto a galaxy occupied by an enemy in order to fight that enemy.**

ANY OF THE ABOVE MAY BE PERFORMED BY MORE THAN ONE CHARACTER ON A SINGLE TURN.

See **Illustrations B and C.**

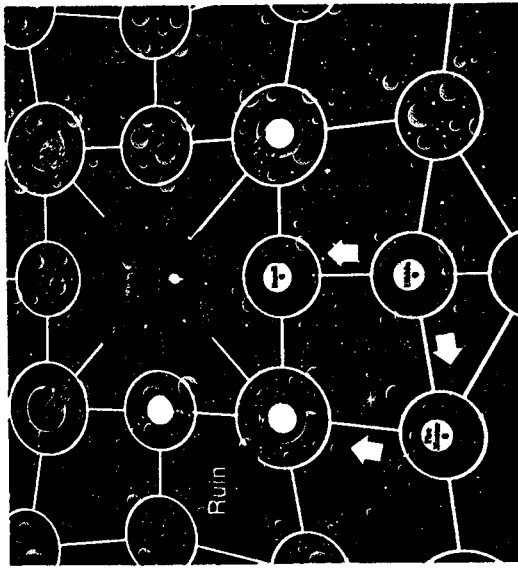


Illustration B

If Elfrida wants to search for an ally on this Ruin, she must move in the direction of the white arrows.

She cannot move in the direction of the yellow arrow because a Diplomat cannot move onto a galaxy occupied by an enemy, unless Randi grants permission. (See **DIPLOMATIC IMMUNITY** p. 18.)

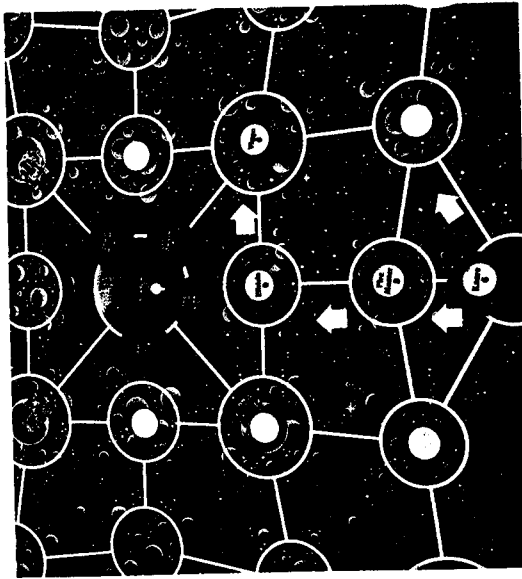


Illustration C

If Kaare wants to fight Viggo, he moves three galaxies in the direction of the white arrows.

Kaare cannot reach Viggo by the yellow arrow route because he must stop at the unoccupied galaxy.

Searching for Allies

Whenever you land a Diplomat on a galaxy with a face-down character disc, you may turn that disc over. There will be one of two results:

- a) **You will turn over a Shadow.** Take the black Power Ring of the matching name from the Lost Fortress and place it anywhere else on the board (except on home planet, a galaxy with a Diplomat, or a galaxy you control). Discard the character disc you've turned over. Then draw one Power card from the draw pile to see how many space ships the Shadow will receive. Place the appropriate number of ships onto his Power Ring. (If you draw "7," you place only 6. If you draw "0," you place none.) All the other players vote either "yes" to let him stay where he is or "no" to banish him from the galaxies. If just one player votes "yes," the Shadow stays where you've placed him and fights a battle if necessary during the fight phase of your turn. (A battle would take place if you had placed the Shadow onto a galaxy occupied by an opponent's character. In this case, you would play the role of the Shadow. See THE BATTLE p. 14.) If all the other players vote "no," the Shadow is out of the game.
- b) **You will turn over a Warrior, Merchant, or Diplomat.** If you wish, make the character a member of your alliance. Place the character's portrait in front of you. Place the character's name disc onto one of your Power Rings that has been in storage. Place

the character back onto the galaxy where you found him. He is now at your command. This character will have no space ships until you're able to build them.

If you prefer, you may give this character to one of your opponents in exchange for a payment you both agree upon (i.e., space ships, Power cards, another character, a promise to help in the future.) If no one wants him, he's out of the game.

Moving a Shadow

Whenever you move a Shadow, you may move him **one galaxy**, only. You may not move him onto the Lost Fortress, a home planet, a galaxy occupied by a Diplomat, or a galaxy occupied by one of your own characters. *You may not move him at all if he has no space ships.*

After you've moved a Shadow, all other players vote either "yes" to let him stay or "no" to move him back to the galaxy from which he came. Just one "yes" vote lets him stay where you've moved him. If it's a galaxy occupied by an opponent's character, the Shadow must fight that character during the fight phase of your turn. You'll play the role of the Shadow during battle. (See THE BATTLE p. 14.)

If a Shadow is moved onto a galaxy with another Shadow, the player moving him may redistribute space ships between the two. A Shadow will never leave space ships behind unless he cannot carry them.

Bribing an Enemy Character

Once during your turn, you may—if you wish—attempt to bribe an enemy into joining your alliance. **YOU CANNOT BRIBE A STAR MASTER, A SHADOW, OR A CHARACTER ON A HOME PLANET.** Just discard **four matching Power cards** from your Attack hand **face up** to the discard pile and name the character you wish to bribe. The player whose character is being bribed has a chance to counterbribe. Here's how: Each player rolls a die. If the counterbribing player rolls a number **higher than yours, the character remains in the original alliance.**

If you roll the **same number, the character remains in the original alliance.**

If the counterbribing player rolls a number **lower than yours, the character joins your alliance and is branded a traitor!**

To induct the character into your alliance, do the following:

1. Place the traitor's name disc onto one of your Power Rings. Then replace the number of space ships he has with an equal number of your own. If there are any loose ships on the traitor's galaxy, they become yours, too. They may remain loose or be inserted into the traitor's new Power Ring. The traitor is placed back onto the galaxy.
2. Return your opponent's space ships and Power Ring to the storage area.

Any character called to battle from another galaxy must be able to reach that galaxy according to the rules of movement. If a character cannot do so, he cannot join the battle.

The battle takes place on the battlefield. Place the battlefield next to the board in a convenient location. If there is only one character on the attacker's side and one on the defender's side, the procedure is simple. (Refer to ORDER OF BATTLE on your Guide card.)

Order of Battle

1. Attacker places character onto one circle; defender places character onto the circle next to it.
2. Attacker may, if he wishes, play one Power card from underneath the character's portrait OR one from his Attack hand. Play the card **face down** on the space in front of your character.
3. Defender may play one Power card from underneath the character's Portrait card **face up**. Defender may NOT play a card from his Attack hand.
4. Attacker now turns his card **face up**.
5. Attacker draws one card from the draw pile and plays it **face up**. Defender does the same.

See **Illustration D**.

6. **The Outcome.** Each player totals the strength points of his character. Total strength points = character's point value on its name disc + number of space ships on its Power Ring + total point value of the Power cards played on its side of the battlefield.

15

The Battle

If, at the end of the movement part of your turn, any members of your alliance occupy any galaxies (or home planets) with an enemy, a battle ensues on each of those locations. The battles may be conducted in any order. In these cases, you're the attacker; your opponent the defender. *If you're playing the role of an attacking Shadow, this battle will also occur at this time.* Players have the option of NOT fighting at this time if they both agree to a truce. (See MAKING AND BREAKING VERBAL AGREEMENTS p. 22.)

NOTE: If the opponent's DIPLOMAT occupies the battle galaxy, you may NOT attack, unless you bring one of your own DIPLOMATS to the battle. (See DIPLOMATIC IMMUNITY p. 18.)

Calling In Allies. Before the battle begins, both attacker and defender may call in allies from other galaxies to join those who occupy the battle galaxy. If more than one battle is being fought, allies for all battles must be determined even before the first battle begins. Allies for each battle are determined according to the following:

- a) The defender may call in **one character** (excluding a Diplomat) from his own alliance. The attacker may NOT call in a character from his own alliance.
- b) Both attacker and defender then may ask each of the other players to send in **one character** (excluding a Diplomat). If these players consent, they must choose which alliance they wish to assist:

3. Take the traitor's portrait—with any Power cards underneath it—and place it alongside your own portraits.

NOTE: If someone bribes your one and only Diplomat, your Star Master may take over his function of searching for allies; but only until you're able to enlist another Diplomat into your alliance.

Dismissing a Member of Your Alliance

The following rules apply to bribing a character and searching for allies.

If you already have 7 characters in your alliance (you have 7 Power Rings in all), and you want the new character to join, you must dismiss one of the other members. When you dismiss a character, you must give him to another player as long as someone wants him. If more than one player wants him, you may try to extract a payment from the one who wants him most. The player who takes the dismissed character takes the character's portrait and Power cards, transfers the name disc to one of his own Power Rings, replaces the character's space ships with an equal number of his own, and places the Power Ring onto any galaxy he already controls. The replaced space ships and Power Ring go back into storage. If no one wants the character, he's out of the game. **YOU MAY NOT DISMISS A CHARACTER WHO IS CAPTURED.**

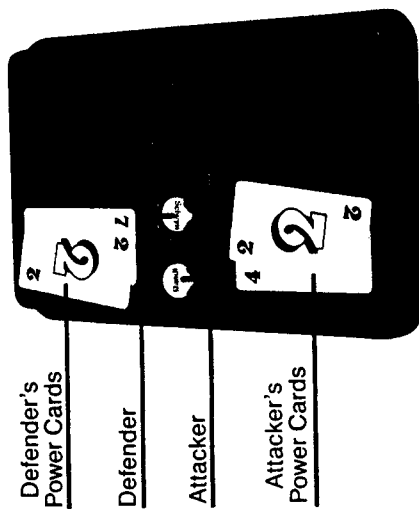


Illustration D

7. High score wins the battle; defender wins a tie.
Example:

	Attacker: Green Warrior	vs.	Defender: Red Merchant
point value on name disc	6		3
# of space ships on Power Ring	6		4
total point value of Power cards played	6		9
TOTAL:	18		16
WINNER:	Green Warrior		

Winning The Battle

1. **Destroying Space Ships.** The winner of the battle immediately draws a card to see how many space ships were destroyed during the battle. Both winner and loser are subject to losing space ships in the following ways:

Start with the loser and remove the appropriate number of space ships, up to the number indicated on the card. Then remove the remaining number of space ships from the winner.

Examples:

If a 7 is drawn, and the loser has 5 ships, those 5 space ships are removed, plus 2 from the winner. Place those ships back into storage for the time being. They may be used again once the owners are able to build ships.

If a 5 is drawn, and the loser has 5 ships, those 5 ships are removed. The winner loses none.

If a 7 is drawn and the loser has only 1 ship, up to 6 ships are taken from the winner, depending on the number of ships he has.

2. **Collecting a Reward.** The winner discards the Power cards used in the battle **face up** to the discard pile. He then draws one more Power card as a reward for winning. He places it either underneath any character's portrait or in his Attack hand. (This is an exception to **NOT** placing a Power card underneath a portrait when it isn't your turn.)

3. **Capturing an Enemy Character.** The winner of the duel "captures" his opponent by doing the following: He removes from the loser's Power Ring any space ships it still might have and replaces them with an equal number of his own. **Space ships won in a duel may be given to any character present at the battle.** If none are present and the winning character can't take them himself, the winner either places them in storage or onto the battle galaxy.

The winner then places the loser's Power Ring underneath his own Power Ring.

4. **Being a Captive.** The victor and captive are moved back to the galaxy where the battle began. The captive remains underneath the victor until he escapes, is won back by a member of his own alliance, or a deal is made with the victor. *A captive may never be shifted to another member of the victor's alliance.*

5. The battle is over. Play resumes where it left off.

Multiple Duels

As you can see, during a battle one character fights another. But let's say both attacker and defender have called in allies. The same principle applies: one character fights another at a time with the following changes in procedure:

1. Attacker places two characters onto the battlefield. Do not place them side by side.
2. The defender then gets to decide which one of his characters will face which of his opponent's characters. He places them onto the battlefield accordingly.

3. The attacker announces which duel will take place first.

4. Fight in the manner described above with the first pair of characters. When the duel is over, follow steps 1-4 under **WINNING THE BATTLE**. Do the same with the second pair. If both players still have allies waiting to duel, the next two pairs of duellists are selected in the same manner. Victors with captives underneath them may be selected to duel again. If the victor wins another duel, he stacks yet another captive underneath him. If the victor loses in another duel, both he and the captive are stacked underneath the new winner.

5. As long as there are defenders and attackers on the battle galaxy, continue placing characters until one player emerges as the winner.

6. **Releasing Captives.** After all duels are completed, the battle is over. Any captives won back by members of their own alliance are released on the battle galaxy.

NOTES: If there is one defender and two attackers, only one attacker may attack at a time. If the defender wins the first duel, he still must face the second attacker in a second duel.

Likewise, if there are two defenders and one attacker, the attacker must fight them both, one at a time, even if he wins the first duel.

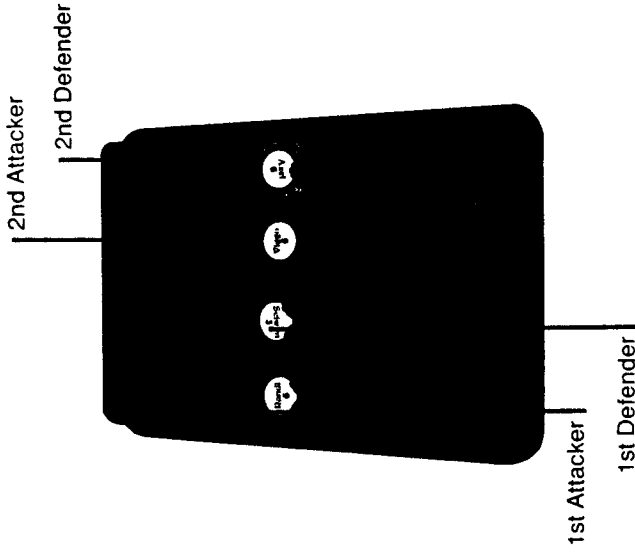


Illustration E

Challenging a Loose Space Ship Owner

When you land on a galaxy occupied by an enemy's loose space ship(s) you may battle that space ship's owner—if **this player chooses to call in allies**. If he doesn't call in allies, the loose space ship is automatically destroyed and placed into storage. (Since no duel takes place, there is no reward for destroying space ships.) Now you control the galaxy. If the owner *does* choose, however, to call in allies, fight in the usual manner. Attacking a loose space ship can be a good strategic move if, for instance, the galaxy it occupies is a Ruin or a Space Base you wish to control.

Diplomatic Immunity

Diplomats, by nature of their profession, may never be attacked. Therefore, no enemy may move onto a galaxy occupied by a Diplomat and no Diplomat may move onto a galaxy occupied by an enemy.

A Diplomat will protect any member of his own alliance from attack while those members occupy a galaxy with him. There is one exception to this rule: The attacker may bring one of *his* Diplomats to the battle galaxy and negate the powers of Diplomatic Immunity. (The Diplomat must, of course, be able to get there according to the rules of movement.) The attacker's Diplomat and the defender's Diplomat remain on the galaxy to "discuss" diplomacy while the battle takes place with the rest of the characters involved.

Since at the end of the battle the Diplomat of the defeated alliance will be left on enemy territory, he may be retreated to the nearest friendly galaxy.

NOTE: One Diplomat can negate the powers of Diplomatic Immunity regardless of the number of Diplomats present on the galaxy where the attack has occurred.

Fighting a Shadow

If you land on a galaxy occupied by a Shadow, a battle occurs. Fight the Shadow just as you'd fight any other character. **You may call in allies; the Shadow may not.** One of your opponents should, for the moment, play the role of the Shadow. If the Shadow is defeated, he's removed from the game. You may replace any of his ships that haven't been destroyed with an equal number of your own. You may give them to any of your allies present at the battle. Likewise, if the Shadow wins, he may replace any of your remaining ships with an equal number of his own.

Distributing Space Ships for Battle

Before any characters are placed onto the battlefield, you may—if you wish—redistribute space ships among your characters present on the battle galaxy. Both attacker and defender are allowed to do this. Once a character is placed onto the battlefield, however, the number of space ships belonging to him or anyone else cannot be changed, except as a result of the battle's outcome.

Capturing a Star Master

Remember, if your Star Master is captured, you're out of the game. To protect him from defeat as much as possible, allow your Star Master to attack only when you think he's in a good position to win. If he should be defeated, remove all of your Power Rings, space ships and portraits from the game. Give all of your Power cards to the opponent who captured him. The opponent may either add them to his Attack hand or distribute them underneath his portraits.

If your Star Master is defeated by a Shadow, remove all of your Power Rings, space ships, and portraits from the game. Discard all of your Power cards **face up** to the discard pile.

The Powers of the Power Stone: The Use of Power Blasts During Battle

The Power Stone can confer extra powers upon an alliance during battle. Extra powers occur in the form of Power Blasts. This is how the powers of the Power Stone work: As long as one character possesses the Power Stone, all of his allies on the same galaxy possess its powers as well. But first, each one of these characters must prove he can use the Power Stone successfully. Just before each duel takes place, the Power Stone user and his opponent in battle each roll one die. If the Power Stone user rolls a number **higher** than his opponent, **he may choose either one of**

the two Power Blasts which will be performed during the duel. Refer to your Guide card for the order in which the Power Blast is performed.

The Power Blast choices are:

1. Draw one extra Power card OR
 2. Roll one die and destroy up to as many of the enemy character's space ships as the number rolled.
- If the Power Stone user rolls a number **lower** than his opponent, **he duels without a Power Blast.**

If both players roll the same number, they roll again. **Fighting the Shadowlord.** At the beginning of the game, the Shadowlord owns the Power Stone. Since the Shadowlord never leaves the Lost Fortress, you'll have to go there yourself if you wish to try to take it from him.

Fight the Shadowlord just as you'd fight any other character. But remember: you should fight him with a group of allies and your strongest ones at that. Because not only does the Shadowlord own the Power Stone, but any Shadows present at the Lost Fortress join the battle. (The Power Stone counts as 1 point in battle.) Your opponents will play the Shadows and will draw one Power card for each Shadow before the battle begins. Determine how many space ships that Shadow will receive. (If "7" is drawn, the Shadow receives 6. If "0" is drawn, the Shadow receives none.) Even the Shadowlord and his Shadows must prove they can use the Power Stone successfully, so remember to roll the dice before each duel takes place. (See POWERS OF THE POWER STONE p. 19.)

If you win the battle at the Lost Fortress, here's what happens:

- a) The Shadows are banished from the galaxies. Remove all Shadow Power Rings and space ships from the game.
- b) Any captives held by the Shadows are teleported back to their Star Master.
- c) You've captured the Power Stone. You may give the Power Stone to any of your characters present at the battle. *Hint: It's best to give it to your Star Master (hopefully he's present) since a Star Master cannot be bribed by an opponent.*
- d) Remove the Power Stone Timer from the game.
- e) Because you may have endured serious losses during this battle, your characters could be vulnerable to attack immediately following it. The Power Stone, however, gives you the special ability to "teleport" your alliance back to your home planet—unless, of course, it's occupied by enemies! You don't have to teleport if you don't wish to, but it must be done before the next player's turn or else the teleporting power is lost.

If you lose the battle at the Lost Fortress, here's what happens:

- a) The Shadowlord may NEVER lose the Power Stone when you draw a Power card for space ships destroyed.
- b) Any Shadow captured during the battle is released onto the Lost Fortress without any space ships.

End of Voting

Once only two players remain in the game, voting rights are suspended whenever voting is required. The action in question will take place as if players had voted "yes" to allow it.

End of Game: Winning

The game can end in either of the following ways

- a) When one player is left in the game after all the other Star Masters have been defeated. This player wins the game and becomes Master of the Universe.
- b) When the Power Stone Timer reaches the Starburst the Shadowlord wins the game and becomes Master of the Universe.

- c) You become a captive in the usual manner with this exception: **Any space ships won by the Shadows are given only to the Shadowlord** (so that he'll have at least 5 again, plus the Power Stone). Remove all the other space ships from the Lost Fortress, including those lost by your alliance as well as those still belonging to the Shadows. No Shadow (excluding the Shadowlord) shall ever have space ships while he occupies the Lost Fortress—except during battle.

The Power Stone Timer: Reshuffling the Power Cards

Every time the discard pile is reshuffled to start a new draw pile, move the Power Stone Timer one notch toward the Starburst. Each move toward the Starburst signifies the Shadowlord's increasing strength and indicates that time is running out for the Star Masters. Because as soon as the Timer reaches the Starburst, the Shadowlord achieves his ultimate power. He wins the game and becomes Master of the Universe.

NOTE: If this should happen during the middle of a player's turn, the player is allowed to complete his turn and may even defeat the Shadowlord or his opponents with it.

If a player, however, should capture the Shadowlord and take the Power Stone from him—before the Timer

Making and Breaking Verbal Agreements

You've read the rules that govern the galaxies. They're indelible rules that must be obeyed. The rules of the galaxies however, also allow for verbal agreements between players. Where verbal agreements are concerned, players are free to make them ... and break them ... at will.

Making a verbal agreement with another player can be an effective way to accomplish your strategy.

Here are some examples:

- If one player has become dangerously powerful, the other players could agree to a truce among themselves and team up to stop this player.
- **Trading.** Players can trade characters, Power cards from their Attack hands, or space ships any time throughout the game. The trade, or course, doesn't have to be equal. If a player really wants something of yours, you're free to extract whatever payment you can. He, on the other hand, can always refuse your demands.
- **Promises.** Let's say you ask a player NOT to attack you on his turn. As a payment, **you** promise not to attack **him** on your next turn. As you can see, if the player agrees, he's taking a gamble. Because

Strategy Hints and Reminders

- a) When attacking an opponent's character, oftentimes it's best to attack with more than one character especially if the enemy's allies can reach the galaxy where the battle is taking place. This "ganging up" strategy can be most effective.
- b) Be aware of your characters' locations around the board. And remember that in order for them to join a battle, they must be able to reach the battle galaxy according to the rules of movement.
- c) If both attacker and defender have brought in allies for a battle, the attacker should keep this in mind: Even if you win a battle, you're subject to losing space ships. Therefore, you may NOT want to pair off the character with the most space ships against an opponent's character with fewer space ships. Because although your character may be stronger, your alliance could lose more space ships than the opposing alliance if a high number is drawn for space ships destroyed.
- d) Remember that at certain times during the game someone will be required to play the role of one of the Shadows. In this role, try to weaken an opponent's alliance. In cases where it's NOT specified who should play the Shadow, more than one opponent may take part in making the Shadow's

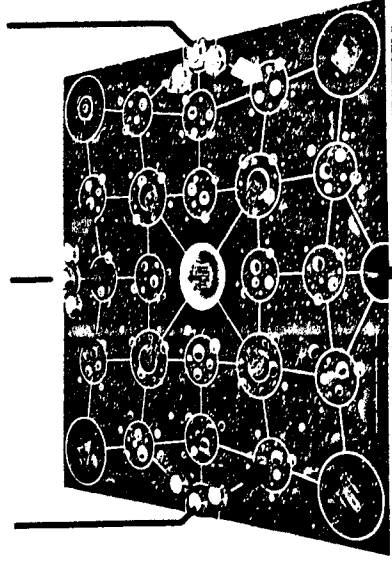
Rules for a 2-Player Game

The 2-player game plays like the 4-player game with the following exceptions:

- a) Each player controls two alliances: either the Red-Yellow alliances OR the Blue-Green alliances. Keep your alliances separate (i.e., red space ships belong only to red Power Rings).
- b) Play proceeds to the left as usual so that players alternate turns as well as alliances they control on each turn. Example: If Red goes first, play proceeds to Green, Yellow, then Blue.
- c) Keep all Portrait cards in front of you for easy reach but keep only **one Attack hand**. The Attack hand is used on any turn for either of your alliances.
- d) Voting rights are suspended. The action in question will take place as if players had voted "yes" to allow it.
- e) Allies are called to battle in the following way: The defender may call in **one character** (excluding a Diplomat) from **each** of the alliances he controls. The attacker may call in **one character** (excluding a Diplomat) from the alliance NOT involved in the attack. Example: The player attacks with Red characters. Therefore, he may call in one Yellow character.
- f) If one of your Star Masters is defeated, he and the characters under his command are removed from the game. Example: If the Fire Master (Red) is defeated, red Power Rings, space ships, etc. are

Rules for a 3-Player Game

The 3-player game plays like the 4-player game with this exception: The two players next to the unoccupied home planet must move in its direction on their **first turn**.



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