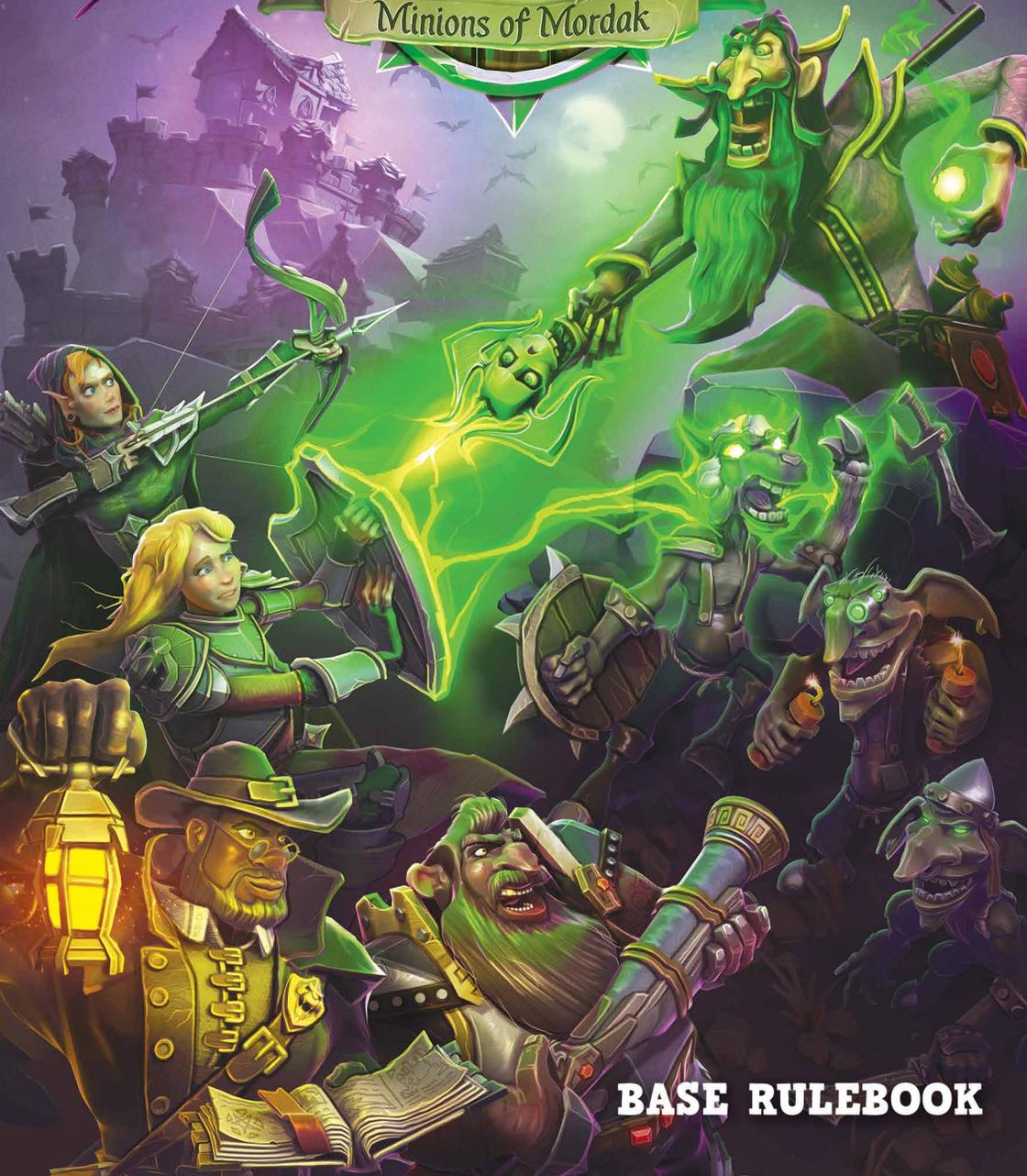


A Game by James Van Nierkerk

# Valor & Villainy

Minions of Mordak



**BASE RULEBOOK**





# GAME OVERVIEW

Beloved King Shapiro has perished in a freak catapult accident, much to surprise of his sleazy advisor, Evil Wizard Mordak, whose failed attempts on the King's life had become too numerous to count. Leaping in opportunistic glee, Mordak claims credit for the regicide, menacing the bemoaned population with these parting words before vanishing into the WORLD OF ETERNAL AND UNCARING DARKNESS! "Foolish mortals! I shall inflict inter-dimensional terror upon the kingdom for 6 days, and on the seventh day, I shall return with the powers of the cosmos, to claim my rightful seat at the throne!" A lofty promise, for an amateur wizard...

King Shapiro's death letter dispatched his final wishes to the Order without Borders; His top squad of do gooder Heroes and generally helpful folk, pleading them to look after the kingdom until a successor to the throne can be determined. And, the naive king pleaded, "Please look after my dear advisor Mordak... He can be a little off, but he means well." It would appear the king was wrong. As Mordak most definitely does not mean well...

## CHOOSING CHARACTERS

### Villain



In Minions of Mordak, One of you will choose to play as Mordak, who alone makes up the **Villain** Team and will control Mordak and his Minions.

The rest will choose to play as one of the Heroes of 'The Order without Borders!', who will make up the valliant **Hero** Team.

### Heroes



**For First Time Players** - We recommended that the player with the most familiarity with the rules should play as the Villain. If you are a new player, it will be the easiest to start with a character which has no **Magic Dice** (blue), such as the Barbarian or Fighter.

## THE HEROES MUST...

Race to find the **3** Ancient Shrines hidden across the Kingdom before the **Procession of Horrors** reaches day **6**, and the Villain returns to face them in a final battle for victory! Each Shrine found weakens the Villain, and finding the **3rd** in time will force them to reveal themselves before they are at full strength and commence a final battle. To win the game, the Heroes must defeat the Villain in this battle by reducing their Health to **0** ❤️.

## MEANWHILE, THE VILLAIN MUST...

Operate from within hiding, casting Spells, summoning, prodding and manipulating Minions to enact their evil schemes! They must focus on defeating Heroes (See P.8) using any tool they can. For each Hero they reduce to **0** ❤️ Health, the Villain gains Health and Experience Points, which they will be able to use to significantly improve their powers!

### Shrine Tiles



There is 1 Shrine hidden in Map Tier II, and 2 in Tier III (Or for 2-3 Players, 3 in Tier II).

# GAME COMPONENTS

The next 2 pages contain an exhaustive list of all of the game components included in, and needed to play Minions of Mordak.

## MINI DECKS

There are **3 Spell** decks: Blue (*Attack & Tricks*), Yellow (*Bufs & Healing*) and Purple (*Mayhem & Ruin*), as well as a **Treasure** Deck. Shuffle each deck, and lay it out on the table for later use.

## GAME TOKENS

- 7x**  / Health Tokens
- 7x**  / Action Tokens
- 30x**  / White Die & XP
- 60x**  / Yellow & Red Die
- 24x**  / Plus 1 Tokens
- 1x**  / Doom Token
- 3x**  / Soul Tokens

## GAME DICE

- 6x**  / Red Dice
- 6x**  / Yellow Dice
- 6x**  / White Dice

## MINION DECKS

Minions are enemies in the game, which have all of their stats included on their card. These cards will be moved around on the Map, to keep track of each Minion's location. There are **3 Sizes** of Minions, indicated by the    symbols on their card. Separate these into **3** piles, shuffle them and place their corresponding cover card atop each pile.

*Note: These decks use double-sided cards. Players must draw from the deck's bottom.*

**50x**  **Chump Minions**



**Cover Card 1x**

**20x**  **Elite Minions**



**Cover Card 1x**

**10x**  **Boss Minions**



**Cover Card 1x**

### Blue Spells



### Yellow Spells



### Initiative Token



The player to the left of the Villain starts the game with the Initiative Token, indicating they'll act first in turn order. At the end of each round of play, it is passed clockwise to the next Hero player.

### Purple Spells



### Treasure



### Defender Tokens



## PLAYER CHARACTERS

Each Player will chose a Character who they will control throughout the game (*determined on P.1*). Each Player's Character has a Character Sheet, where they manage their stats and upgrades as the game progresses, and a Character Card to indicate their location on the Map.

### Character Sheets



7x

### Character Standees



7x

## PROCESSION OF HORRORS TRACK

Keeps track of the number of turns left before the final boss battle begins!



1x

## QUICK-RULES AIDS

Each Player can take a Game Rules card. Each Hero will take a Hero Round card, and the Villain will take the Villain Round card. These can be used as quick rule references during the game.



5x



1x



6x

## LOOT STASHES

Any Treasure Cards you pick up during the game are placed on your Loot Stash. Any time a Minion or Player is destroyed, their Character Card is added to their opponent's Loot Stash. As the Heroes or the Villain end their round, they'll each cash in the cards from their Loot Stash to gain Experience Points (XP) to spend on Level Ups.



2x



1x

## MAP TILES

The game board is randomly comprised of cards called Map Tiles. There are 3 Tiers of Map Tiles in the game, indicated by the symbol located on their back-sides, as well as a set of Starting Tiles, which are the same on both sides. Gather and shuffle each of the 3 Tier piles separately.

### Starting Tiles



5x

### Tier I



8x

### Tier II



8x

### Tier III



4x

### Tier II Tile



2x

(1-2 Hero Only)

# TABLE SET-UP

Set up the Map by placing Map Tiles as shown below. Then find the Character Card that matches with each of the Heroes' chosen Characters, and place them in a Stack on the center Tile (*Shapiro's Castle*) in an order of the Hero's choosing. Mordak's Character Card should be set aside for later. Spawn **1** **Chump Minion** (or **2**, in a 4-5 Hero-Game) at the starting Tile above the Castle according to the symbols on the bottom of that Tile.

## Treasure

Discard								Discard		
										Discard

## Hero Spells

Discard								Discard

## Loot Stashes

HERO LOOT STASH	HERO LOOT STASH
Total <b>0</b> 's in Loot Stash: 0 1 2 3 4	Total <b>0</b> 's in Loot Stash: 0 1 2 3 4
Each Hero scores this turn: 1 2a 2 2a 3 3 3	Villain records this turn: 2a 2a 2a 2a 3a 3a 3a

Locate the Villain and Hero Loot Stash card with a **Hero Count Symbol** () equal to the number of Hero Players (excluding the Villain). Return the others to the box.

## 2-3 PLAYER SETUP

In a game with **1-2 Hero** Players, build the **Tier II** deck specially, by taking the **2** specifically marked 1-2 only Ancient Shrines, the **1** normal **Tier II** Ancient Shrine, the **1** Elven Dojo, and **4** other randomly selected **Tier II** Tiles to form the deck. Place the unused **Tier II** & **III** Tiles back in the box face-down, then randomly build out the game board as shown to the left.

**\*In a game with only 1 Hero:** The Hero may also begin the game with the *Clyde the Horse* treasure.

# CHARACTER SET-UP

Place a Health Token (♥) on the top slot, their max Health. The slot this token covers is the Hero's current Health.

Place a Plus 1 Token (🌍) on the Power Stat (marked with ⚙️) to start the game.

👤 This icon refers to the number of Heroes in the game, not Players. (See P.10)

Place Mordak's Health Token (♥) on the slot with the correct Hero count symbol on it to start the game.



Place an Action Token (🟡) on the leftmost slot. This indicates the Hero's total available Action Points.

Characters have Unique Abilities. Many of them start with Spells in their hand. In these cases, the Player controlling that Character should draw the Spells indicated to start the game.

# SEQUENCE OF PLAY

Gameplay goes in Rounds. Hero Round / Villain Round / Hero / Villain, and so on.

- \* The **Hero Round** is where all Heroes will take their **Turns**, starting with the Hero holding the **Initiative Token**, and then proceeding clockwise around the table.
- \* The **Villain Round** is where the Villain will perform their actions, and then proceed to act with every Minion that is currently on the Map in a **Minion Step** to follow.

As either round ends, the **Level Up Step** occurs, where the acting players may equip Treasures and spend **Experience Points / XP** (🌟) they earned during the round on Level Up for their Character!

# PROCESSION OF HORRORS & THE FINAL BATTLE

The Procession of Horrors is the timer the Heroes must race against to find the 3 Ancient Shrines. The Villain must place the **Doom Token** (👹) on the topmost slot of the Procession of Horrors Track to start the game. During each of their **Level Up Steps**, they will advance the Token 1 space along the Track, and complete the steps it outlines on the track space. Once it reaches its end, the Villain must flip the Procession of Horrors over at the start of their following round and read aloud the instructions on its back in order to place themselves on the Map and commence the **Final Battle** against the Heroes to win the game!



\*\*If the Heroes locate all 3 Shrines, the **Doom Token** immediately skips to the end of the track. Meaning Mordak will enter the Map at the start of the following **Villain Round**.

# TAKING A TURN

As the Hero Round Begins, the Hero with the **Initiative Token** will take the first turn. As they complete their turn, the next clockwise Hero at the table acts, until every Hero has acted. In the Villain's case, they will act alone, and since they do not have a Character Card on the Map, will be somewhat more limited on how they perform certain actions.

Every Character has a number of **Action Points** (👉) listed on their sheet which they'll spend on their turn to do a number of things in any order they wish.

*The first Player only, can choose to pass their turn clockwise by flipping the Initiative Token, indicating they have instead opted to go last this Round.*



## ACTION OVERVIEW

- \* **Move:** Allows you to move your Character around the Map. (See Below)
- \* **Melee:** Allows you to attack enemies on your Map Tile. (P.7)
- \* **Ranged:** Allows you to attack enemies on an adjacent Map Tile. (P.9)
- \* **Mana:** Allows you to cast **any number** of Spells from your hand. (P.9)
- \* **Corruption:** Allows the **Villain** to Summon Minions onto the Map. (P.10)
- \* **Scout:** Free Action. Allows **Heroes** to turn **all** adjacent Map Tiles face-up. (P.10)
- \* **Looting:** Free Action. Allows **Heroes** to collect **Treasures** (👛) on their Map Tile. (P.11)
- \* **Spell Surge:** **Once per turn**, allows you to draw **2** new Spells. (P.11)

## MOVE ACTIONS

Any Character can perform a Move Action by spending **1** of their available Action Points. Each Move Action allows them to make up to **3** lateral steps (*not diagonal*) onto non-Mountain Map Tiles. **OR 1** step onto a Mountain Tile, however they cannot enter a Tile that has not first been revealed (See *Scouting P.10*), or **leave a Tile with enemies on it**. The Villain cannot perform Move actions at all, until the **Final Battle** (See P.5).

Unlike most other Actions, Move Actions can be performed **multiple times a turn**. Once it's begun, a Move must be ended before an Action Point (👉) can be spent to do anything else. Since Scouting and Looting are free Actions, they can be done in the middle of a Move Action, without ending your move, (*Except if you are Ambushed [P.10]*)

Valley



Lake



Mountain



## MAP TILE DEFENDERS

As you move Characters across the Map, Hero Figures will be placed on the left side of a Map Tile, and Minions will be placed in a stack together on the right.

When two friendly Characters share a Tile, one of them must become the **Defender**.

- For Heroes, this is denoted by placing the (👤) **Defender Token** beneath their figure.
- For Minions, the top Minion of their stack is always the Defender (*Cowardly Mordak is considered to be at the bottom of any Minion stack he's a part of*)

Attacks targeting a Tile must always damage the Defender there. If they are defeated, a new Defender must be chosen immediately and take any remaining damage (*for Minions, this must be the next one down the stack*).

## MAP TILE DEFENDERS (Continued)

As long as the Villain (or their Minions) are not acting, Heroes may freely change Defenders. However while it is the Villain's action, Defenders are locked in, meaning they must weather all attacks from enemies during that Round! If the Villain is about to act and Heroes have forgotten to choose a Defender, they must do so immediately. (Minion Stacks can only be re-ordered by the Villain during their Level Up Steps [P.12])

## ACTION ROLLS

In addition to Movement, there are 4 types of Action Rolls which Characters can perform. They are **Melee** (👊), **Ranged** (🏹), **Magic** (🔮), and **Corruption** (👹 Villain-Only)

A Character may make an Action Roll of each type **\*once per turn\*** by spending 1 of their available Action Points. Each Action type on a Character's card indicates the number of Red, Yellow and White (🔴🟡🟢) **Action Dice** they will roll when taking that type of Action.

Making an Action Roll always begins with gathering **all** of your Action Dice (and Bonus Dice if applicable [P.12]), rolling them and totalling the Hits shown on their faces as a **Hit Pool**. Then you may decide how you wish to spend those generated Hits.

- \* **White Dice:** 🟢🟢🟢🟡🟡🟡
- \* **Yellow Dice:** 🟡🟡🟡🟡🟡🟡
- \* **Red Dice:** 🔴🔴🔴🔴🔴🔴



You will spend the Hits you generated differently, depending on the type of Action Roll...

## MELEE ACTION ROLLS (👊)

After generating your **Hit Pool** during a Melee Action, you can then target the enemy Defending Character located on **your** Tile and spend Hits from your pool to deal them damage. If your damage is enough to defeat them (as detailed below), and there are other enemies on the Tile, you may spend any remaining Hits to continue assigning damage down to other Characters, until you run out or choose to stop!

## DEALING DAMAGE TO MINIONS

**Minions** have a fresh ❤️ and wounded 🩸 side. When first deployed, they are always laid fresh side up. **In order to harm a Minion:**

- \* You must deal them damage equal to their top ❤️ Health to defeat them outright
- \* Or their bottom 🩸 Health to flip them over and wound them
- \* Damage that does not meet either of these values will have no effect on the Minion and is **never** retained for future attacks.

*Note: Healing has no effect on Minions.*

**Defeated Minions** are placed on the **Hero Loot Stash**, to be cashed in for 🏆 in the Hero's ensuing **Level Up Step**.

Fresh



Wounded

## DEALING DAMAGE TO PLAYERS

The **Heroes** track damage a little differently. Every point of damage dealt to them is tracked by moving a ❤️ Health token down their Health bar. The space the token currently covers indicates their current Health. When a Hero is reduced to 0 ❤️, they are defeated.

**Defeated Heroes** must place their Character Card on the **Villain's Loot Stash**, to be cashed in for 🏆 during the Villain's ensuing **Level Up Step**. In the event that they were defeated in their own turn, their turn is immediately ended. Once the Hero has been cashed in by the Villain, they are returned to the Map on the Shapiro's Castle Map Tile (Or the Ruins of the Throne, if during the Final Battle), restored to their max ❤️ Health.

*Note: If the Hero's turn would come up before this would occur, the Villain will mark their reward in the Loot Stash with an unused Character Standee (to be cashed in during their Level Up Step), and the Hero is returned to the Map with their ❤️ restored to take their turn. Until they are returned to the Map, defeated Heroes cannot cast Spells, use abilities or spend 🌐 Tokens.*

The **Villain** tracks damage like Heroes, except their ❤️ Health bar only retains damage in increments of 5. Therefore any damage dealt to them that is in increments less than 5, will have no effect.

## PLUS 1 TOKENS (🌐)

Players who did not spend all of the Hits they generated during any of their Actions can choose to generate **Plus 1 Tokens** (🌐). These are like stored up Hits that can be taken as tokens on your Character Sheet. As any Player ends an Action Roll, they may generate a 🌐 Token for every 2 unspent Hits in their Hit Pool, placing them on the 🌐 slot for the Action Type they used to gain them. During subsequent Action Rolls of that type, they can spend any of those tokens **after the roll**, to add +1 to the Hits they generated per token spent!

A Player can stack Multiple 🌐 tokens on a single stat if they wish, though they cannot possess more than 4 🌐 tokens at a time. (If they would gain a 5th, they may choose to discard another to make space for it). Minions can never gain 🌐 tokens.

You can (and often will) make an Action Roll for no other purpose but to gain these tokens! For example, if you rolled Melee Dice with no enemy on your Map Tile, you could just to store some 🌐 Tokens up for later.

*Note: For most of the game, the Villain is not on the map, and thus never adjacent to their enemies. Though they can perform 🌀 and 🏹 actions throughout the game, until they place their Character Card onto the Map, they will not be able to choose targets for these Actions, and thus will only be able use them to gain 🌀🌐 & 🏹🌐 tokens to assist their Minions using their **Schemy Meddling** ability.*



# RANGED ACTION ROLLS (🎲)

Ranged Action Rolls work the same as Melee, with the exception being that you can choose one of the 4 Map Tiles that are adjacent to your own as the target of your attack, and you may **never** target your own Tile. After choosing your target Tile, everything else proceeds exactly the same as a Melee Action.

# MAGIC ACTION ROLLS (🔮)

During a Magic action, you can spend your generated Hits to cast **any number** of Spells from your hand for their cost in Magic Hits (listed on the top right of the card). Once a Spell is cast, resolve the effects written on it and then place it face up beside its Spell deck in a discard pile. Then you may continue spending Hits from your generated pool, or choose to stop. Once you do anything other than cast Spells, you must end your Magic Action, so for example, you couldn't move in between Spells. There are two types of Spells:

## General Spells

These Spells can only be cast during the controlling player's Magic Action. Their effects will each be explained on the Spell card itself. Here are some example Spells to take a look at:



**Lay on Hands** has multiple costs listed. This means you can choose which cost to pay as you cast it, and then you use the corresponding value in the text below to resolve it.

In this case, if a Player spent 4 Magic Hits to pay for the Spell, they would roll 2 Yellow dice and total the result, then could heal any Character for that amount +3.



**Enormous Fist** instructs you to attack a Map Tile. Just like a **Melee** or **Ranged** attack, your damage from an attack Spell can carry down a Stack and potentially affect multiple enemies

on the Tile! Note that each Spell is a new attack. Multiple Spells from 1 Magic Action cannot stack damage together to meet a Minion's **♥** or **♠** values.

## Reaction Spells

These Spells are denoted by the lightning bolt symbol above the Spell's name. They can only be cast at the time the Spell's text describes, which is often in response to something during another Player's turn; Like when you take damage, or as somebody begins taking their Actions.

Many Reaction Spells are 0 cost, which means they can be cast for free! Some have a **Plus 1 Token** (🌍) /OR **Discard Spell** (✖) as their cost, which means you must either spend a **Plus 1 Token** or discard a different Spell from your hand as a cost, in order to cast the Spell.



# CORRUPTION ACTION ROLLS (👤)

Corruption is a **Villain-only** Action that can be used by them to manipulate the scattered factions of Shapiro's Kingdom to do their bidding! During a Corruption Action, **the Villain** may spend a number of 👤 Hits indicated at the top of each Minion deck to **Summon a Minion** from that deck as follows:

- \* Draw a Minion from the **bottom** of the appropriate Minion deck.
- \* Place it on any revealed Map Tile that is adjacent to a face-down Tile or along the Map's edge. Put it atop its stack (if any) on that Tile. (Note: Placing a Minion, is not considered moving it)

They may continue to spend their Hits to Summon Minions in this way until either they run out, or choose to stop.



## ADDITIONAL ABILITIES

Those are all of the main tools you will use to play the game! But there are a couple additional abilities you have during your turns which should be mentioned...

### SCOUTING (Heroes Only)

At any point during their turn, a **Hero Player** (not a Villain or Minion) can choose to **Scout** adjacent Map Tiles. This is free, and will cost them none of their 🟡 points to do. They then must flip **ALL** of the Map Tiles adjacent to their Character (They cannot only flip some). They will then populate the flipped Tiles according to the symbols on their bottom left.

First, draw a 🗳️ **Treasure** for each 🗳️ symbol. Place them face-down on the right side of the Map Tile. Then draw Minions for each 👤👤👤 Minion symbol (starting with largest to smallest) and place them on the right side of the Map Tile (on top of the Treasure if applicable). These are laid down in the order they are drawn, and cannot be rearranged by the Villain until their **Level Up Step** (See P. 12).

### Ambush Icons

Some Map Tiles show ⚠️ **Ambush** icons on them, indicating that the Scouting Hero has been Ambushed! If the Hero was in the midst of a Move action, that action is immediately ended.



Set the Ambushing Minions aside while you place down any others on the Tile. After resolved all other icons, the Villain spawns each Ambushing Minion one by one, enacting their Actions immediately (*interrupting the Scouting Hero*). When the Ambush is resolved, the acting Hero resumes their turn, with any of their remaining Action Points.

### \*IMPORTANT\*

#### Hero Count Icons (👤)

If a Map Tile has a Hero Count Icon (👤) next to one of its instructions, that instruction **ONLY** applies to games with the listed number of **Heroes** playing. For example, 👤 2+ means this only applies if your game has **2** or more Heroes in it, excluding the Villain.

## LOOTING! (Players Only)

As noted during Scouting, some Map Tiles will cause  **Treasures** to be placed on the Map. These are powerful weapons, armour and items that Players can equip and use! During their turn, a **Player** (not a Minion) will automatically pick up any Treasures on their Tile, provided there are no enemies there also. These are placed face-down in the acting player's **Loot Stash** (See P.3) to be revealed and equipped in their ensuing **Level Up Step**. (See P.12) Although the Villain **can** pick up Treasures, they must be on the Map to do so. (See Final Battle P.13)

*Note: While Minions normally can't Scout or Loot under the Villain's control, if a Hero is controlling them (IE the Summon Illusion Spell), they can Scout and Loot as a Hero would.*

## SPELL SURGE ACTIONS (Players Only)

**Once per turn**, any Player may spend **1** of their Action Points on a **Spell Surge** Action to draw **2** Spells in any combination from any of their allowed Spell decks. Heroes are allowed to draw Blue or Yellow Spells. The Villain, can **only** draw from the Purple Spell deck, until they've been placed on the Map, at which point, they can draw from any Spell deck. The Player must draw these Spells at once, and can't look at one before deciding on the next.

## PASSING THE TURN

During the **Hero Round**, when a Hero finishes acting, they will pass the turn clockwise to the next Hero around the table. Once there are no remaining Heroes in the queue, they have finished acting, and will proceed to their **Level Up Step**.

In the case of the **Villain Round**, once they have completed their Actions, they will first enact a **Minion Step**, before proceeding to their **Level Up Step**.

## THE MINION STEP (Villain Round Only)

In this Step, The Villain will act with every Minion currently on the Map in an order of their choosing until each one has acted or passed its turn. Minions use the same set of Actions as the Players, and each have stats, just like the Players do:

They each have a number of  Actions they can spend

Minion Size  
(Chump / Elite / Boss)



They each have Action Stats and Action Dice they can roll.

Some have Special Abilities they can use. (See P.14)

*Note: Minions can never perform Scout or Loot Actions or gain  Tokens.*

## START PLAYING!

**ENOUGH RULES! YOU ARE READY TO COMMENCE PLAY! CONTINUE READING ONCE THE HEROES HAVE COMPLETED THEIR FIRST ROUND AND ARE READY FOR THEIR LEVEL UP STEP.**

# THE LEVEL UP STEP

Now that you have completed your first round, it is time to start the **Level Up Step**. This is the moment where Players do some house keeping, and can cash in **Treasures** and Defeated enemies for **Experience Points** (★) to spend on Level Ups!

Each of the active Players should:

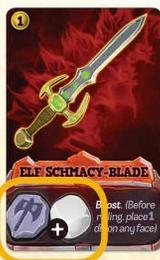
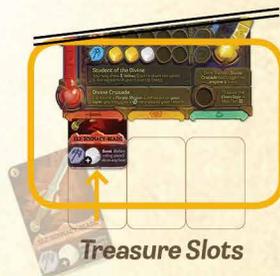
- \* **Draw Spells**, if their Character's **Unique Abilities** (P.5) instructs them to do so.
- \* **Discard down to 6 Spells** (the default Hand Size), if they have more than 6 in their Hand.
- \* **Assign new Defenders** on Tiles with **2+** friendly Characters. (See Defenders P.6)
- \* For **the Hero's Step**, they pass the **Initiative Token** clockwise.
- \* For **the Villain's Step**, advance the **Procession of Horrors** and enact any effects specified.

Lastly, the active Players reveal each **Treasure** in their Loot Stash and can discuss amongst their allies who will take and equip which Treasures...

## TREASURES

There are **3** types of Treasures in the deck: **Red Offence**, **Yellow Defence**, and **Blue Items**.

Players have **3** slots along the bottom of their Character sheet, which can each hold a Treasure of the indicated type. To equip a Treasure, a Player can take it and slide it under the appropriate slot on their sheet. (Note: That some Heroes have different slot colours, for example the Barbarian can't use Defence Treasures.)



**Offence Treasures**, have a stat type indicated on their card, and **only** apply their bonuses during Action Rolls of that type. Every Offence Treasure (and also certain Spells & Abilities) provides **Bonus Dice** (⊕), indicated by the dice symbol with the plus on it. During the specified Action, the Player may add these Bonus Dice to their Action Roll for free, along with any other dice they would normally roll.

**Defence Treasures** and **Items**, apply their bonuses constantly, or as specified on the card. Some Items have one-use effects, and then discarded to the the Treasure deck's discard pile.

Note: Players who have their Item slot filled, **ARE** allowed to take a one-use Item **during their Level Up Step** and use it immediately while still holding their current Item.

Note: In the event Players cannot agree who takes a Treasure, it will be decided by the Player who currently holds the Initiative Token.

### Defence



## LEVEL UP STEP *(Continued)*

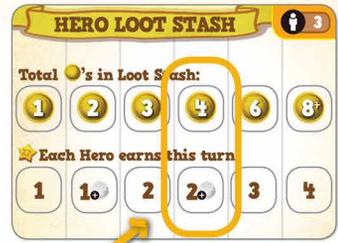
With the Treasure now revealed, Players can freely equip them from the Loot Stash, trade amongst each other, or return Treasures they no longer want to the Stash.

Once they've finished, every Treasure & defeated Character in the Stash **must** be cashed in for **Experience Points (XP)** and are then placed in their appropriate discard piles (or on Shapiro's Castle for Heroes).

The active Players add up the **Bounty Icon** (●) values on the cards in the Loot Stash, then consult their Loot Stash card to determine how many **XP** each of the active Players receive this turn. If a Die roll is indicated, the Hero with the Initiative Token rolls once, and every active player receives the result. If a ❤️ is indicated, the active players also gain that much Health ❤️.

**\*Note:** there are different Loot Stash cards per Hero Count. Only use the correct one, and return the others to the box.

Each Player then simultaneously chooses to spend their **XP** how they like on **Level Ups** for the costs specified below:



1 <b>XP</b> ★	+1 ●
1 <b>XP</b> ★	● → ●
1 <b>XP</b> ★	● → ●
3 <b>XP</b> ★	+1 ●
Save an <b>XP</b> Token	

**Stat Level Ups** are tracked by placing dice tokens overtop of the existing dice icons on your Character sheet.

**Action Level Ups** are tracked by moving the **Action Token** (●) along your Action Bar at the bottom of your sheet. The space the token is pointing to, indicates your current total Actions available.

Any **XP** you don't spend is stored by placing **Experience Tokens** (★) on your Character Sheet, to be spent in later **Level Up Steps**.

*Players should allow their opponents to begin their round while they spend **XP**, as their Level Up choices should never affect the opponent's turn.*

Play continues in this way, **Hero Round / Villain Round**, back and forth, as the **Procession of Horrors** progresses towards its end, for when it does, the Final Boss Battle shall begin!

## THE FINAL BATTLE

Once all 3 Ancient Shrines have been revealed, the Doom Token is immediately moved to the end of the Procession of Horrors Track (*Skipping over any bonuses listed*). Whenever the Token has reached its end (*either by Time, or by Shrines*), the Villain will flip it over as the next Villain Round begins and read the instructions on the back aloud for every player to hear. From this point on, Mordak has returned to confront the Heroes! Only the victor of this final fight (*As outlined on the back of the Procession of Horrors*) will win the game!

# SPECIAL ABILITIES

Character Sheets, Minion Cards, Treasures and Spells will often have keywords on them, which are known as **Special Abilities**. These provide the bearer with some unique skills which they can use as defined below.

*Note: No special abilities are cumulative with themselves. Always choose the best bonus available.*

**Area of Effect (AOE):** Rather than choosing the top Character of a Stack as its target, an AOE attack **must** target everyone on the Map Tile selected for the attack! Their damage **must** be dealt in full to everyone on that Tile, friend or foe! Though the Character causing AOE damage, **never** damages themselves.

**Armour:** If they would take damage, someone with Armour **may** reduce that damage by **1**.

**Longshot:** After generating Hits during a  Action, an attacker with the Longshot rule, may reduce their Hits by **1** in order to choose any Tile on the Map (aside from their own) as the location for their attack, rather than just adjacent Tiles.

**Boost:** Characters with Boost may place **1** of their Action Dice down on any face before making their Action Roll. If this die is later re-rolled, the effect of Boost is lost.

 **Cursed:** Cursed Characters treat every **Action Die** on their Character sheet as White (Bonus dice from weapons or abilities are unaffected). While they are the top Character on their Map Tile, everyone else on their Tile is also Cursed!

**Useful Tip:** Cursed Minions always lose Cursed when flipped to their wounded side.

**Dodge (X):** After becoming the target of an Attack, a Character with the Dodge rule may roll the colour of die indicated on the ability, totalling their Hits. For this attack, they may reduce any damage they would receive by that amount.

**Evade:** A Character with Evade may leave Map Tiles containing enemies.

**Regenerate:** A wounded Minion with this rule may roll  at the start of their turn. On a Hit they are flipped to their fresh side before Acting.

# GAME TERMS

**Adjacent:** Refers to the  Map Tiles beside your own. (Excluding your Tile & diagonals)

**Round:** Refers to all of the Hero Turns & their Level Up Step, or the Villain's Turn, their Minions Turns, and their Level Up Step. (See P.12)

**Turn:** When any Character starts taking their actions and finishes, that has been a turn.

**Character, Someone, Anyone:** Refers to any Minion or Player in the game.

**Minion:** Refers to any Character drawn from the , , or  decks.

**Paying  's:** Some Spells & Map effects cause Players to pay their  's. This is a cost. It must be paid in full and cannot be prevented by items or abilities. Players **can** destroy themselves by paying this cost, however they can never pay **more**  's than they have.



# ADDITIONAL RULES

## UNIQUE ABILITY UPGRADES

Every Hero Character has **Unique Abilities** listed on their Character Sheet (See P.5). For each Hero, one of their **Abilities** can be upgraded by locating the **Elven Dojo** Map Tile in **Tier 2** of the Map. Only by occupying that Tile during their **Level Up Step** with no enemies present can a Hero upgrade their Focus Power, they will mark this by placing an ✨ XP Token on the slot shown beside the power, and will henceforth gain the benefit listed there.



## REACTIONS

Many reaction Spells & Abilities are cast as someone begins their Actions. This is done once the Player takes their Character Card and is about to act with it. Once the reaction is played, the Player must continue that Character's actions, and can't change their mind in response.

Though it is rare to occur, sometimes multiple Players will react to the same thing happening. (IE: *Acting with a Minion*) In this case the acting Player first reveals their reactions, followed by friendly Players, then Opponents. It is best practice to declare "I want to react to this" if you are not the acting Player without revealing your reaction, to give the current Player's side an opportunity to react. After the acting Player has revealed their reactions, Opponents may still choose to react or not (even if they had previously declared they intended to). If the Opponents reveal a reaction without giving the acting Player a chance to react, they have relinquished their advantage. The acting Player may then choose to react or not.

## REROLLS

Sometimes, stacking effects can cause a die to be rerolled multiple times (IE from both an Item and a Spell). In such cases, the order of the rerolls occur as follows:

**Base Action Roll / Treasure Rerolls / Friendly Spell Rerolls / Enemy Spell Rerolls**

## DISCARD PILES

As Spells are cast, or Minions and Treasures are cashed in for ✨, these cards should be placed face-up beside their decks on the table to form a discard pile. Should any of these decks ever run out, the discard pile should be shuffled and set up again as a draw deck.

## ADDING PLAYERS

Often after a game begins, a new Player will arrive and want to join. No problem! The new Player chooses an available Hero card. Then, the added Player immediately spends 3 ✨\* the current turn the **Doom Token** is on. As the next Hero Round begins, place the new Hero on Shapiro's Castle and continue play as normal. Finally, Villain consults their HP bar and adjusts their current Health to reflect the new Player count. (*Accounting for any gains or losses their health may have undertaken thusfar in the game*)

If this pushes the Player count from 2 to 3 Heroes, shuffle and add the 4 **Tier III** Tiles face-down to the corners game Map. The Heroes must now find 4 of the 5 Shrines to force

the Doom Token to the end of the Procession of Horrors Track (See P.5). Note, that in this unique case, the **fourth** Shrine will not deal the Villain **10** points of damage once found.

## REMOVING PLAYERS

In the case where a Player has to duck out of the game (*provided this Player is not the Villain*) wait until the start of the next Level Up Step (*Hero or Villain*) and remove their Character Card from the Map. Then place their Treasures in their Loot Stash (*to later be distributed amongst their team-mates*).

If this pushes the Player count from **3** to **2** Heroes, remove any unrevealed **Tier III** Tiles from the Map. Now, finding all the Shrines will no longer force the Doom Token to the end of the Procession of Horrors Track (*As per P.5*). Instead, the Doom Token advances to its end when the Heroes have **fully** revealed the Map.

## FAQ

What happens if Mordak gains 3 Souls and also dies, all at once?

- The Heroes win.



# QUICK REFERENCE RULES

Hero Round

Hero Lvl Up Step

Villain Round

Minion Step

Villain Lvl Up Step

## HERO ROUND

**Move:** 1 🟡 Action allows you to move 3 Map Tile spaces, **or** onto 1 Mountain Tile.

🟢 **Melee:** Hits are spent as damage in **your Map Tile**.

🟠 **Ranged:** Hits are spent as damage in **adjacent Map Tiles only**.

🔵 **Magic:** Spend Hits to cast **any number** of Spells from your hand.

🌐 **Tokens:** As you end any Action, every 2 unspent Hits become a 🌐 on that stat. Spend a 🌐 after any Action Roll to add +1 Hits to your pool!

**Scout:** 0 🟡 to turn **all** adjacent Map Tiles face-up.

**Looting:** During your turn, collect **any undefended Treasures** 🏆 on your Map Tile.

**Spell Surge:** **Once per turn**, spend 1 🟡 Action to draw 2 new Spells.

## VILLAIN ROUND

**As Above** Except: The Villain cannot enact **Move / Scout / Loot** Actions.

🟢 **Melee** / 🟠 **Ranged:** The Villain may only use Melee / Ranged Hits to gain 🌐 Tokens, which can be spent to add to their Minion's action rolls of that type.

🌿 **Corruption:** Villain may spend the # of Hits shown on each Minion Deck to Summon a Minion from that deck, placing it on any revealed Map Tile along the edge of the Map.

## MINION STEP

The Villain may act with every Minion on the Map, one by one, in an order of their choosing.

## LEVEL UP STEPS

- \* Each of the active Players should **draw Spells**.
- \* Each active Player must **discard down to 6 Spells**.
- \* Active Players may **assign new Defenders** as applicable. (P.6)
- \* (Hero Level Up Only) Pass the **Initiative Token** clockwise.
- \* (Villain Level Up Only) **Advance the Procession of Horrors**.
- \* **Reveal & Equip Treasures** in the active Player's Loot Stash.

Determine the 🌟 each active player gains as follows:

- \* **Add up Bounty Values** (🟡) of cards left on Loot Stash
- \* **Consult Loot Stash** to determine 🌟 gained this turn
- \* Active Players **spend 🌟 on Level Ups**  
(Opponents should begin their round while this occurs)

Cost	Level Ups
1 🌟	+1 🌐
1 🌟	🌐 → 🟡
1 🌟	🟡 → 🟠
3 🌟	+1 🟡
Or Save an 🌟 Token	

🌐 Dice = 🌐 🌐 🌐 1 1 1  
 🟡 Dice = 🟡 1 1 1 1 2  
 🟠 Dice = 🟠 1 1 1 2 2