

VOLUME 2

RULEBOOK



KAPOW!



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x4
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x4
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x12
WILD



x8
MIGHT



x8
ENERGY



x8
TOUGHNESS



x8
AGILITY



x8
X-FACTOR

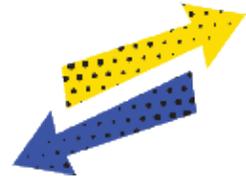
DICE FACES (52)



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(FOR USE WITH
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(FOR USE WITH
VOLUME 1)

GAME SETUP

PLAYER 1 AREA (VILLAIN)

SCORE DIAL



STARTING DICE



FIRST PLAYER TOKEN



GENERAL POOL

CHARACTER BOARD

PLAYER BOARD



PLAYER SCREEN

PLAYER 2 AREA (HERO)



STARTING DICE



SCORE DIAL



PLAYER SCREEN

CHARACTER BOARD

PLAYER BOARD

OVERVIEW

Each player chooses their role: Hero or Villain. (After your first game, you will use Character Boards.) Villains aim to carry out their evil plans and Heroes aim to stop them. When Heroes battle each other or Villains battle each other, they are training for an upcoming battle. For flavor, you may decide what is at stake. As the Villain, are you attempting to brainwash guards into stealing famous paintings? Are you attempting to sell next-generation tech and malware on the black market? It's up to our stalwart Heroes to stop them! Or, perhaps, the winner gets to sit on the couch while the loser does the dishes! Come up with your own story.

HOW TO WIN

Players battle to reduce their opponent's Health to 0 or less, at which point the opponent is "Knocked Out," or "KO'ed", and the game ends immediately. The last player standing wins! A mid-round victory can and often does occur, so defend wisely to survive and make the counterattack!

TUTORIAL

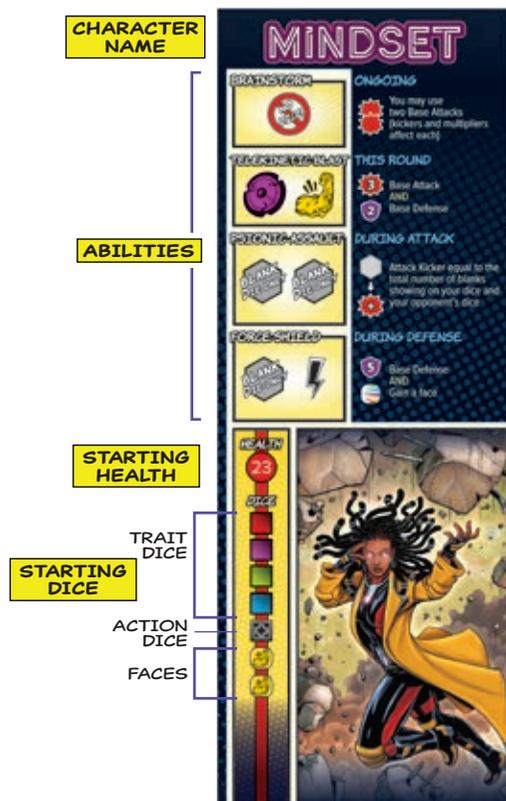
This game is really easy to learn! Watch our 5-minute video at: [WiseWizardGames.com/kapow-tutorial](https://www.wisewizardgames.com/kapow-tutorial)



SETUP

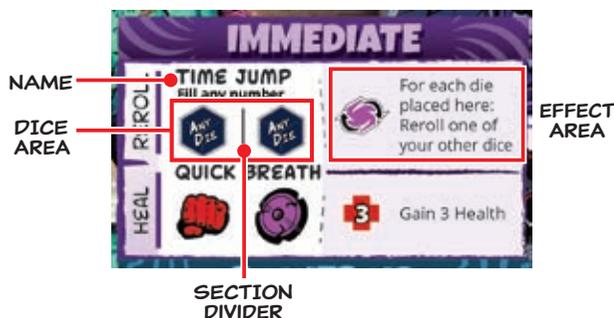
1. Two players sit across from each other. (After you've played 1 vs. 1, check out the 2 vs. 2 and Solo sections for additional ways to play.)
2. Each player gets a Player Screen, a Player Board, and a Health Tracker.
3. Remove all dice faces from Action dice. Place all Trait dice, Action dice, and unattached faces within reach of all players, in the general pool.
4. If it is either player's first time playing:
 - a. Each player sets their Health Tracker to 20. This is their starting and maximum Health.
 - b. Each player gets 5 Trait dice, including 1 of each color: red, yellow, purple, green, and blue.
 - c. Each player gets a black Action die with a Wild (white) face attached to it.
 - d. Give the First Player token to a player at random.
5. If both players have played before:
 - a. Each player gets a Character Board.
 - b. Each player sets their Health Tracker as indicated on their Character Board (see diagram). This is their starting and maximum Health.
 - c. Each player gets dice and faces (if any) as indicated on their Character Board (see diagram). If you have Action dice and faces, attach them to each other.
 - d. Give the First Player token to the character with the lowest Health. If a Villain or Villains are tied for lowest Health, give it to one of them at random. Otherwise, give it to a tied Hero at random.

CHARACTER BOARD



Phases 1 and 4 are simultaneous, which means players complete those phases independently and at the same time as each other. Phases 2 and 3 are conducted in turn order, starting with the first player (who has the First Player token). Each phase must be completed by all players before proceeding to the next phase.

PHASE 1: ABILITY SELECTION (SIMULTANEOUS)



Players put up their screens, then simultaneously roll all of their dice (including any Action dice with no faces), then they may use their dice to select abilities on their Player Boards (and/or Character Boards).

Note: Heroes have a yellow bar with a red stripe behind their starting Health/dice. Villains have a green bar with a purple stripe behind their starting Health/dice.

ROUND OVERVIEW

The game is played over several rounds. Each round consists of four phases:

- ★ **Phase 1: Ability Selection**
(Simultaneously, all players roll and place dice)
- ★ **Phase 2: Attack & Defend**
(In turn order, attack and deal damage)
- ★ **Phase 3: Power Up & After Power Up**
(In turn order, gain dice, dice faces, and other effects)
- ★ **Phase 4: Clean Up**
(Simultaneously, all players retrieve their dice and rearrange their dice faces)

Some abilities require “No Dice” and will trigger (be applied) every round for free. Most abilities require one or more dice as indicated in the box on their left. In order to select these abilities, place the correct number and types of dice in the box.

Each round, selected abilities and those that require “No Dice” will each trigger once at the time indicated (Attack, Defend, Power Up, etc.)

If you use an *Immediate* ability, you must announce and trigger it right away, applying its effects while your screen is still up.

When you trigger immediate abilities, you cannot move any dice placed on them (nor use an ability to reroll those dice) for the rest of this phase.

Most abilities, however, are not triggered until phases 2 and 3. As such, while Player Screens are up, you may change these selections until you are satisfied. You might even change your mind if your opponent uses immediate abilities.

Sometimes dice requirements are labeled “fill any number” and separated into sections by a black line(s). You may fill any number of these sections individually (each section may only be filled once per round). For example, you may place one die on the Player Board ability **Time Jump** (announce it and reroll a die), proceed to select other abilities, then decide to place a second die on **Time Jump**.

Note: For restrictions on attack and defend abilities, see “To Calculate Your Attack” on page 6.

SYMBOL REFERENCE

OFFENSE




MIGHT ENERGY

DEFENSE




TOUGHNESS AGILITY

SPECIAL




X-FACTOR WILD

BLANK



TRAIT DICE (EXCEPT RED ONES) EACH HAVE ONE BLANK SYMBOL.



AN ACTION DIE SHOWING NO FACE IS ALSO BLANK.

ANY DIE



ANY DIE (ACTION OR TRAIT) SHOWING ANY FACE MAY BE USED HERE, INCLUDING A DIE SHOWING A BLANK FACE!

WILD



A WILD MAY BE PLACED AS ANY OF THESE TYPES.

ANY ACTION DIE



ANY ACTION DIE SHOWING ANY FACE, INCLUDING BLANK. NO TRAIT DICE ALLOWED!

WILD ONLY



IN AN ABILITY'S DICE BOX, THE WILD SYMBOL MEANS YOU MAY ONLY PLACE A WILD THERE.

NON-BLANK ACTION DIE



ANY ACTION DIE SHOWING ANY NON-BLANK FACE. NO TRAIT DICE ALLOWED!

NO WILD



NO WILDS ALLOWED. MUST MATCH THE EXACT FACE.

MATCHED PAIRS



THE EQUALS SIGN INDICATES A MATCHED PAIR. PAIRED DICE MUST SHOW THE SAME FACES (OR ONE MAY BE WILD). FOR EXAMPLE, MIGHT = MIGHT, OR WILD = ANYTHING.

PHASE 2: ATTACK & DEFEND (IN TURN ORDER)

This phase consists of four steps:

2A. Reveal - When ready, players simultaneously remove their screens.

2B. Attack and Defend - In turn order (starting with the first player), each player has the opportunity to attack their opponent.

When you attack, trigger your attack-related abilities. Calculate your total attack using the formula to the right. Then the player you are attacking defends themselves...

When you defend, trigger your defense-related abilities. Calculate your defense using the formula below, but substitute instances of “attack” with “defense”. Whenever you gain faces, add them to your pool (you may attach them During Clean Up).

An attack is blocked if the defender has equal or greater defense. Otherwise, the defender loses Health equal to total attack minus total defense (if any). Remember, if you reduce your opponent’s Health to 0 or less, the game ends immediately and you win! This occurs even if your opponent would have gained Health later in the round.

2C. Stand Ready - After everyone has had their chance to attack, any players who have not defended yet take turns defending. (Even though they were not attacked, they may still gain faces, etc.)

2D. Reassign the First Player - The player with the highest defense this round gets the First Player token, giving them the first choice of any dice and faces gained during Power Up.

In the event of a tie, the first player does not change. Note: Players should not remove their dice from their boards until the Clean Up phase. Attack and defense totals do not carry over between rounds.

TO CALCULATE YOUR ATTACK (OR DEFENSE)

$$\text{Total Attack} = (\text{Base Attack} + \text{Attack Kickers}) \times \text{Attack Multiplier}$$

CALCULATING ATTACK & DEFENSE

$$\left(\underset{\text{BASE}}{2} + \underset{\text{KICKER}}{+3} \right) \times \underset{\text{MULTIPLIER}}{\times 2} = \underset{\text{TOTAL ATTACK}}{10}$$

Base Attack: You may only trigger one of your Base Attack abilities each round (skip any extras). **If you do not trigger a Base Attack, you are not attacking, so skip your Attack Kicker and Multiplier abilities.**

Attack Kickers: You may use any number of Attack Kickers each round. Your Attack Kickers are added to your Base Attack. Always apply your Attack Kickers before your Attack Multiplier.

Attack Multiplier: You may only trigger one of your Attack Multiplier abilities each round (skip any extras). Always apply your Attack Multiplier after your Attack Kickers.



PHASE 3: POWER UP & AFTER POWER UP (IN TURN ORDER)

This phase consists of two steps:

3A. Power Up - In turn order (starting with the first player and proceeding clockwise), each player triggers their *Power Up* and *During Power Up* abilities. Whenever you gain dice or faces, add them to your pool (you may attach your faces *During Clean Up*).

3B. After Power Up - In turn order, each player triggers their *After Power Up* abilities. Note: These abilities are not part of Power Up.

PHASE 4: CLEAN UP (SIMULTANEOUS)

This phase consists of two steps:

4A. Clear all dice from all boards.

4B. Attach and Rearrange Faces -

All players may freely attach, remove, rearrange, and swap faces between their dice and/or their pool. You do not have to attach all of your faces if you do not want to.

Then the current round is completed and the next round starts in Phase 1. Rounds repeat until you Knock Out your opponent(s) by reducing their Health to 0 or less!

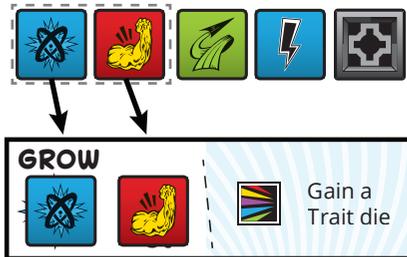


PLAY EXAMPLE

PHASE 1 (SIMULTANEOUS)

HERO

After setup, our intrepid Hero rolls their dice. They get an X-Factor, a Wild, an Energy, and an Agility on their Trait dice, and a blank on their Action die.



They decide to use the X-Factor and Energy for **Grow**. They then use the blank and the Wild for **Block**. Noting that the blank can be used for an “Any Die” to help power this ability. Lastly, they use the Agility for **Sucker Punch**. Heroes are not above a quick cheap shot. They could have used the Agility and Wild for a **Flip** defense, but where is the fun in that?

VILLAIN

Our Villain simultaneously rolled their dice and has a few choices to make. They rolled 2 blanks, a Might, an Agility, and an Energy.



Embracing Villainy, they decide to focus on their attack and place the Might and Energy on **Pow**. Then they use one blank on **Time Jump** to reroll the other blank. As with any immediate ability, they call out “Time Jump” and reroll, getting an X-Factor. The new X-Factor is paired with the remaining Agility for **Power On**.

PHASE 2 (IN TURN ORDER)

Both players now reveal their selected abilities. During setup, the Villain received the First Player token, so they will attack first. Their **Pow** ability gives them a total attack of 3. The Hero has a total defense of 2 from their **Block**, so the Hero is able to stop 2 of the incoming damage. The Hero loses 1 Health and adjusts their Health Tracker accordingly.

$$\begin{matrix} \text{3} \\ \text{VILLAIN} \\ \text{ATTACK} \end{matrix} - \begin{matrix} \text{2} \\ \text{HERO} \\ \text{DEFENSE} \end{matrix} = \begin{matrix} \text{-1} \\ \text{HERO} \\ \text{HEALTH LOSS} \end{matrix}$$

The Hero did not attack back. Had the Hero attacked, they would trigger their attack now. At the end of defense, the Hero gains the First Player token since they have the highest defense.

PHASE 3 (IN TURN ORDER)

Since the Hero has the First Player token, they will Power Up first. The Hero's **Grow** ability gives them a Trait die and they choose a Red one. Then the Villain's **Power On** gives them an Action die and a face; they choose a Red die and an Energy face. After Power Up, the Hero **Sucker Punches** the Villain for 3 Health Loss, since the Villain gained a die.



PHASE 4 (SIMULTANEOUS)

The Health totals are now Hero: 19 and Villain: 17. Both players gather up all their dice, including the new dice they gained, and begin the next round. They roll their dice behind their screens and continue to battle. Remember, the player who loses all of their Health first is KO'd and their opponent wins!

ADDITIONAL NOTES

DICE AND FACES

Players may inspect their opponents' dice and faces before Player Screens are put up and while Player Screens are down.

(You may know their quantities, types, and configurations.)

After a die is rolled, it is “showing” whichever face is on top. If you use an ability to reroll a die, use its new showing face to select your abilities. In the rare case you are unable to place a die, you do not have to.

When players gain, lose, or exchange dice or faces, unless stated otherwise, they are taken from or added to the general pool. When returning an Action die this way, remove any faces and return them to the general pool.

Note that some abilities give Trait dice (colored dice) and others give Action dice (black dice). Likewise, some abilities give “non-Wild faces” (colored faces), and others just give “faces,” so scoop up Wilds (white faces) when you can!

When you gain a die, if you are not instructed to roll it, you must wait until the next round to be able to use it. When you gain a face, if you are not instructed to attach it, you must wait until Clean Up to do so. If you are instructed to attach a face, you must attach it to an empty side. If you cannot, leave it in your pool. If you lose a face, choose one in your pool or on your Action dice (remove it).

If you exchange dice or faces (for example, using the Player Board ability **New Plan**), this does not count as gaining and losing dice or faces.

WILDS AND PLACING DICE AS OTHER TYPES

If you place a Wild as another type or an effect allows you to place anything else as another type, they only count as that type for the purpose of fulfilling dice requirements. Any abilities will just see their original type. For example, if you place a Wild as a blank, it would not count toward Mindset's Psionic Assault (“Attack Kicker equal to the total number of blanks placed by you and your opponent”).

GAINING AND LOSING HEALTH

Some abilities give you Health. For example, the Player Board ability **Quick Breath**. Each player's maximum Health is the amount they started the game with.

Some abilities cause your opponent to “lose Health”. For example, the Player Board abilities **Sucker Punch** and **Face Off**. Causing someone to lose Health is not attacking them and bypasses their defense, directly affecting their Health instead. Some Character Board abilities even cause you to lose Health yourself, so do not knock yourself out!

If your Health is reduced to 0 or less for any reason, you are Knocked Out. Health abilities cannot revive you.

ABILITIES AND TIMING

Whenever it is your turn to trigger abilities, if you have multiple abilities to trigger, you may order them however you like.

Some Character Board abilities are labeled “This Round,” which means you should apply them when it makes sense to do so.

Some Character Board abilities list multiple times (for example, During Attack and During Power Up). They will happen at each of those times, producing the corresponding effects.

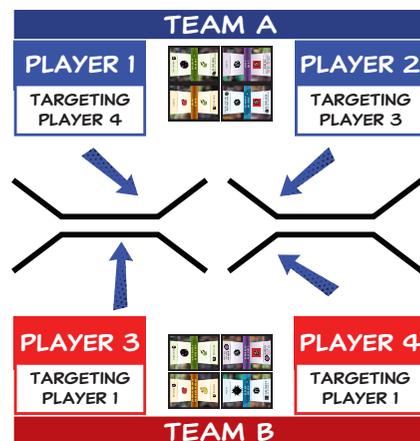
MULTIPLE ATTACKS AND DEFENSE

Some characters can gain multiple Base Attacks (see Fuse and Mindset), enabling them to perform multiple attacks in one round. They apply all of their Attack Kickers and their Attack Multiplier (if any) to each of their Base Attacks.

If you are attacked multiple times in one round (if a character attacks you multiple times and/or a team coordinates their attacks against you), you only trigger your defense abilities on the first attack. Subtract your total defense from each attack.

2 VS. 2 RULES

Playing 2 vs 2 requires two Base Games (For example, Volume 1 and Volume 2). We recommend playing standard 1 vs. 1 with Character Boards first. Unless otherwise specified, normal 1 vs. 1 rules apply.

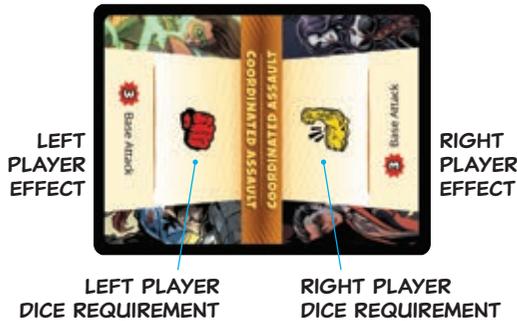


SETUP

1. Each team of two allies sits next to each other and across from their opponents.
2. Each player gets a Player Screen, Player Board, Character Board, and Targeting Arrow.
3. Each team gets their own general pool using the dice and faces from separate base games. Players may only take dice and faces from their general pool.
4. Each team gets a Health Tracker. Teammates add their starting Health together.
5. Each player gets their starting dice and faces (if any, attach faces).
6. Give the First Player token to the team with the least Health. If tied, give it to the team with the most villains. If still tied, give it to a team at random.
7. Give each team 4 Team-Up cards including 1 orange, 1 green, 1 blue, and 1 purple. You may shuffle cards of the same color and deal them out randomly, or draft them. To draft, the team who will go first takes a card of any color and gives the other card of that color to the second team. Then the second team takes 2 cards of different colors and gives the other cards of those colors to the first team. Lastly, the first team takes a card of the last color and gives the other card of that color to the second team.

TEAM-UP CARDS

While Player Screens are up, you should not be able to see your opponents' Team-Up cards. Place them horizontally between teammates.



Each Team-Up card has two halves, one for each teammate. Each round, before placing dice on a given Team-Up card, teammates may rotate the card to change which half each player has.

To trigger a Team-Up ability, all requirements must be fulfilled on **both** halves of the card. Each player may only place dice on their half and only gains effects from their half (if any). During the Clean Up phase, players retrieve their own dice from Team-Up cards.

ROUND MODIFICATIONS

Sometimes the standard rules instruct players to do things “in turn order.” When playing 2 vs. 2, teams take turns instead, starting with the team that has the first player token. On a team’s turn, each of their players takes turns in any order. (You may use a different order for the attack step, Power Up step, etc.)

PHASE 1: ABILITY SELECTION

Each player rolls their own dice and places them on their own boards and on their half of Team-Up cards.

Before Player Screens are removed, each player secretly points their Targeting Arrow at one of their opponents. Whichever player you target is your opponent for the round. If you attack, you will do so against them. If your abilities refer to “your opponent,” they refer to the targeted player. Teammates may secretly coordinate attacks against a single opponent.

PHASE 2: ATTACK & DEFEND

If you are attacked multiple times in one round (if a team coordinates their attacks against you), you only trigger your defense abilities (such as gaining faces) on the first attack. Subtract your total defense from each attack.

At the end of this phase, teammates add their defense together. The team with the most defense gets the First Player token. In the event of a tie, the First Player token does not change teams.

PHASES 3 AND 4: POWER UP, AFTER POWER UP, & CLEAN UP

There are no modifications to these phases.

VICTORY

The first team to reduce their opponents' Health to zero wins!

SOLO RULES

In solo mode, you play the game by yourself against an automated opponent (AI for short). We recommend playing standard 1 vs. 1 with Character Boards first. Unless otherwise specified, normal 1 vs. 1 rules apply.

Setup the game as normal with Character Boards for yourself and the AI, except they do not get a Player Screen or Player Board. After you have set the AI's Health and starting dice, flip their Character Board over to its solo side.

Play the game as normal, except Phase 1 is split into two steps: first the player rolls and selects their abilities, then the AI does so separately. The AI selects their abilities as follows:

1. The AI selects the highest ability on their Character Board that they are able to, placing dice as required. (If the ability's dice box has "fill any number," they fill as many sections as they can.) Then repeat this process for their second ability, and so on.
2. The AI places the least number of Wilds required to select an ability.
3. The AI places the least number of Action dice required to select an ability.
4. Some abilities list multiple potential effects depending on the type of dice used to select them. The AI selects the highest effect it can from these lists. Note: They will select a lower effect if it requires fewer Wilds or Action dice. If Wilds are placed in all spaces, use the highest effect.

5. When an AI ability simply says "2 Attack", "Trait die," etc., those resources are gained by the AI. The AI does not have bases, kickers, or multipliers. Just add up their attack values and add up their defense values.

The AI gains their dice and faces During Power Up (not during defense), unless stated otherwise.

Whenever the AI must choose a type of die or face, randomize which type they choose. This applies when they gain dice and faces, but also when using the Player Board ability **Adapt** against them. To randomize their choice, you may put one of each available type in the box top, then without looking, swirl them around and draw one at random. Alternatively, you may attach one of each face to an Action die and roll it to determine the AI's choice (this die is removed from the general pool and cannot be acquired). On an invalid roll (if something has run out), roll again.

During Clean Up, the AI attaches as many faces as they can from their pool. They fill their Action dice one at a time and they always attach Wilds first. The player chooses the order in which non-wild faces are attached. The AI does not rearrange faces.

CHARACTER BOARD (SOLO SIDE)

LIST OF EFFECTS BY TYPE

DICE PLACED

NO DICE
PLACED

1

CHORUS OF CHAOS

DURING SETUP
Reverb exchanges her red Trait die with one of the player's non-red Trait dice (choose at random)

NO DICE
PLACED

2

REVERB

DURING POWER UP
If Reverb has 4 or less Health, she gains 5 Health

Two yellow fist icons and one yellow fist icon in a grey square.

3

POWER CHORD

NON-BLANK DIE = NON-BLANK DIE

NON-BLANK DIE = NON-BLANK DIE

NON-BLANK DIE = NON-BLANK DIE

THIS ROUND

- 12 Attack
- 5 Attack, Trait die
- Trait die, Action die, Wild face
- 9 Defense, 3 non-Wild faces
- 5 Defense, Action die

Two green lightning bolt icons, one purple circle icon, and one blue lightning bolt icon in a grey square.

4

JAM SESSION

Fill any number

NON-BLANK DIE = NON-BLANK DIE

NON-BLANK DIE = NON-BLANK DIE

NON-BLANK DIE = NON-BLANK DIE

THIS ROUND

- 5 Defense, 3 non-Wild faces
- 5 Defense, 3 non-Wild faces
- Action die, Wild face
- 4 Attack, Trait die
- 6 Attack

NO DICE
PLACED

5

SHREDDING

DURING ATTACK

6 Attack

Blue lightning bolt icon in a grey square.

6

HARMONIC

NON-BLANK ACTION DIE

NEXT ROUND

Next round, Reverb gains Attack equal to the Health she lost this round

Red fist icon in a grey square.

7

PLUCK

Fill any number

THIS ROUND

- 1 Defense, non-Wild face
- 1 Defense, non-Wild face
- Trait die
- 2 Attack
- 1 Attack, non-Wild face
- Non-Wild face. Repeat for each die Reverb couldn't place (if any)

Grey cross icon in a grey square.

DICE REMAINING

TRAIT DICE

ACTION DICE

DICE PLACEMENT EXAMPLE

Here is an example of how the AI places their dice. (This is a late-game example.) See diagram on previous page.

1. This ability requires no dice.
2. This ability requires no dice.
3. While Reverb could select the effect at the top of the effect list by placing 2 Might and 1 Wild, they instead select the second effect using 3 Energy. The AI will always select a lower effect over a higher one if they can do so using fewer Wilds.
4. Reverb places two Agility first, since Agility is highest on the list. Additionally, since the AI will fill as many dice sections as they can on a “fill any number” ability, Reverb selects this ability a second time using a Toughness and Wild (as a second Toughness). Since she has two Wilds available, she uses the one on her Trait die over the one on her Action die.
5. Reverb cannot fulfill the requirements to select this ability.
6. Reverb uses her last Wild as a non-blank Action die.
7. Reverb selects this ability twice (it has “fill any number”), leaving her with one extra die that she cannot place. Because of this, the bottom effect (“Any Die”) will cause Reverb to gain a total of 2 non-wild faces.

CO-OP RULES

In co-op mode, a team of two players battle against a second team of two automated opponents. We recommend playing standard 1 vs. 1 with Character Boards first and 2 vs. 2 first. Unless otherwise specified, normal 2 vs. 2 and Solo rules apply.

Set up the game as you would in 2 vs. 2, except neither team gets Player Screens or targeting arrows and the AIs do not get Player Boards or Team-Up cards. Lastly, flip each AI's Character Board to its solo side. Use the modified round structure in the 2 vs. 2 section, except Phase 1 is split into two steps. First, the player team rolls and selects their abilities, then the AI team does so separately (each player rolls and selects abilities for the AI across from them, following the Solo rules).

Each round, each player and AI attacks the character with the highest defense on the opposing team. If team members are tied for the highest defense, each of them is attacked by the character across from them (while Health is shared, this matters for some abilities). At all times other than during an attack, if a player ability refers to “your opponent” or an AI ability refers to “the player,” it is referring to the character across from them (even if they have lower defense).

FAQ

Find FAQs and Rules Updates at [WiseWizardGames.com/kapow-faq](https://www.wisewizardgames.com/kapow-faq)



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