RULEBOOK



FLYING FROG PRODUCTIONS®

An Alien Conquest Board Game
for 1-4 Players, Ages 12 and Up

CONQUEST OF PLANET EARTH
THE SPACE ALIEN GAME

By
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It is the 1950s and a shadow has fallen across the Earth! A massive Alien Armada has come from the deepest reaches of space with a single goal…to conquer the planet! But mankind will not be swept away easily. As wave upon wave of alien saucers descend from the heavens to unleash total destruction, Captain Fantastic, Earth's mightiest superhero, rallies humanity's defenses. Flying Saucers dogfight with Jet Fighters over the skies of the capitol and heavy Army Tanks roll through the streets to defend against waves of Robotic Soldiers and Tentacled alien fiends. Though these primitive Humans are ripe for defeat, the aliens may be their own worst enemy. Old rivalries flare and ambitions ignite amongst the varied alien races of the armada as they do anything to gain the favor of their Overseer masters, including undermining and betraying one another to ultimately achieve the sole glory in… the Conquest of Planet Earth!

Game Overview

Conquest of Planet Earth™, The Space Alien Game is a fast-paced game of terrifying alien invaders, futile Human resistance, and 50's SciFi Movie Action. Players each take on the role of a different Alien Race, all part of the same invading armada, but each with their own unique abilities and ambitions. Command waves of Flying Saucers to blast the Human resistance into submission with Death Rays and terrifying weapons of war as you unleash powerful alien technologies upon the Earth (and the other Alien Races if they get in your way). But beware; these pitiful Humans are not defenseless. They will fight to the last to defend their planet, aided by countless platoons of army soldiers, powerful Human Heroes, and their most deadly new weapon, the dreaded Atomic Bomb.

Gameplay Breakdown

Each player takes on the role of one of the many unique Alien races that has come to Earth to invade and conquer the planet. Players must explore the areas of the board, defeat the Human resistance, build up an arsenal of deadly weaponry, and generate the most terror first to beat out all of the other Aliens and impress the Overseers, claiming the ultimate Conquest of Planet Earth.

Each Game Round begins with all of the Players determining their Action Points and who will be the *First Player* this Round. Then each player takes their turn in order, starting with the First Player. During a player's turn, they spend their Action Points to move Aliens, land reinforcements, and play dastardly Event cards. They then move on to the Battle Phase to reveal the Locations that they are exploring and fight the Human resistance there in an attempt to conquer the area. At the end of their turn, the player draws up Event cards to re-fill their hand and play passes on to the next player.

In the **Competitive Game**, all of the players race against one another to be the first to reach **8 Terror Points** and win the game. This involves being ruthless and undermining the other Aliens at every turn in an attempt to get ahead; even secretly helping the Humans against the other Aliens.

In the **Cooperative Game**, all of the Aliens must work together in an attempt to defeat much stronger resistance on the part of the Humans defending their world. It is a race against time to conquer the planet before the Humans make enough scientific breakthroughs, allowing them to create a Super Cannon with the ability to blow the armada out of orbit, ending the invasion for good.

Game Contents

- 1 Full Color Rulebook
- 5 Game Board Sections
- 20 High-detail Plastic Miniatures Featuring:
  - 4 Green Player Saucers
  - 4 Blue Player Saucers
  - 4 Red Player Saucers
  - 4 Gold Player Saucers
  - 4 Unique Ally Figures in Grey
- 70 Card Event Deck
- 35 Card Resistance Deck
- 25 Card Space Stuff Deck
- 35 Card Location Deck
- 6 Card Human Tech Deck
- 1 Double-Sided Objective Location Card
- 10 Large Alien Race Sheets
- 1 Large Resistance Phase Sheet
- 4 Reference Cards
- 8 Small White Dice
- 8 Small Red Dice
- 1 CD Soundtrack of Original Music
- 3 Sheets of Full Color Die-cut Counters

Players

Conquest of Planet Earth™, The Space Alien Game can be played by 1-4 Players, either Competitively or Cooperatively. It also offers a Team Game variant for Competitive play as well as a Solo play experience.

Competitive or Cooperative

Conquest of Planet Earth™ has two main styles of play. The Competitive Game, where each player races against one another, backstabbing and occasionally even battling to be the first to conquer the Earth and impress the Overseers; or the Cooperative Game, where all of the players work together against the game itself, using a much tougher set of Human resistance and a larger group goal. The default style of play is Competitive, and thus described first in the rulebook.



GAME COMPONENTS

Dice

The game comes with 16 standard six-sided dice (8 White and 8 Red) that should be divided amongst the players. There are two colors of dice included with the intent that the Red dice be used for the attacking Aliens and the White dice for the Human Resistance. Often cards will refer to the terms D6 and D3. D6 is just another name for a six-sided die. D3 means to roll a six-sided die and consult the following chart:

D6 Roll	Result
1 – 2	1
3 – 4	2
5 – 6	3



Alien Menace Tokens

Alien Menace Tokens are a resource used to unleash the more powerful and unique abilities of each Alien Race. Each player starts with 1 Alien Menace Token and can gain more over the course of the game.

Command Counters (Competitive Only)

Each player has a stack of Command Counters marked 2, 3, 4, 5, 6, and 'D6'. These are used by players to select their Actions Points/Initiative for the turn.





Conquest Markers

Each player has a stack of Conquest Markers that matches the color of their Flying Saucers. These markers are used to mark Locations that the player has conquered. While a player's Conquest Marker is at a Location, they gain Terror Points equal to the Population of that Location.

First Player Marker

The *First Player* Marker is used to keep track of which player goes first during the current Game Round. This is determined by the player who chooses the Command Counter with the lowest number of Action Points for the turn. The *First Player* is determined again during the Command Phase of each Game Round.

Demolished

Sometimes during the game a Location will be destroyed due to an Event or the use of a powerful weapon there (such as the fearsome *Atomic Bomb*). When this happens, a Demolished marker is placed on the Location to show this.



Resistance Counters



These counters represent Human Resistance that can come out onto the board and remain in play until defeated. These counters are only really used during the Cooperative Game or when a card specifically calls for them to be placed.

Tech Track Marker (Cooperative Only)



This danger-striped, donut-shaped marker is used to keep track of the Human's current Technology level on the Resistance Phase Sheet. It is mainly used in the Cooperative Game.

Additional Counters

Several additional counters have been provided. These are not needed for the main game but can be used for house rules or future official content.



Playing Pieces





There are four sets of Player Saucers (4 each in Green, Blue, Red, and Gold), as well as 4 Unique Ally Figures in Grey. The Player Saucers are not directly associated with any specific Alien Race, but rather allow players to play as a color. Any of the Ally Figures may be used to represent the Space Stuff Ally cards that can be acquired during the game (though some of them do bear a striking resemblance to specific Ally cards).



CD Soundtrack

Conquest of Planet Earth, The Space Alien Game comes with its own CD Soundtrack of original music to listen to while you play the game. It is not necessary and does not affect the game play, but you may find it enhances the experiences by setting the mood and immersing the players in the game.

CARDS

Keywords

Most cards have Keywords associated with them, listed just below the card image. These Keywords generally do not have any inherent meaning to them, but are occasionally referenced by other cards or rules.

Card Icons

Some cards have icons on them to emphasize a certain Keyword (mostly Resistance and Location cards). A legend of these icons can be found on the back of the rulebook.

Play Immediately

Some Event cards are marked as **Play Immediately**. As it sounds, these cards must be played as soon as the player is finished drawing cards. If more than one 'Play Immediately' card is drawn at the same time, the player may choose what order they are resolved in.

Remains in Play

Event cards marked **Remains in Play** at the bottom of the text box are set out on the table face-up when played. These cards continue to have their game affect until they are canceled somehow (usually by another card or ability). They do not count as being in a player's hand of cards, and there is no limit to the number of 'Remains in Play' cards that can be in play at one time.

Discard Piles

For each deck of cards in the game, there will also be a discard pile. This discard pile should be formed **face up** next to the deck and is where cards from that deck go when they have been used and are no longer in play. Any player may look through any of the discard piles at any time, as there are several ways of getting cards back during the course of the game. If any deck ever runs out of cards, reshuffle the discard pile thoroughly and reform the deck face down (this also occurs if any card calls for a discard pile to be shuffled back into its deck).

CARD TYPES

Events



Each player has a hand of *Event* cards that they can use throughout the game to benefit themselves or others, or to actively try to sabotage other Aliens to slow them down. The hand size for each player is determined by the Intelligence of their Alien Race. Unless marked 'Play Immediately', *Events* are taken into hand and kept secret from the other players. Some *Event* cards have a red text box at the bottom of the card. This text is only used for the Cooperative Game and can be ignored during the standard Competitive Game.

There are two main types of *Event* cards, those that have an Action Point cost in an orb just below the card image, and those that do not. *Event* cards with an Action Point cost may only be played during your own Action Phase while all other *Event* cards are played as fast effect style cards and can be played any time unless specifically noted otherwise.

Space Stuff



Space Stuff cards represent cool Alien gear that you can bring to bear against the Humans or powerful Allies that can join you in your conquest. Either way, *Space Stuff* cards are always played face up on the table when drawn.

Locations

Locations are cards that represent areas of territory that the Aliens explore and battle through as they move around the board. Every *Location* has two primary features, the Resistance value (in the Blue Shield icon)

which represents the number of Human *Resistance* cards that will need to be fought to conquer it, and Population (in the Green People Icon) which is the number of Terror Points the *Location* is worth once it is conquered. *Locations* also often have game text that affects Aliens or Battles there and Location Type Icons in the upper right corner (such as **Military** or **Forest**). Location Type Icons have no inherent meaning, but are occasionally referred to by other cards or abilities.





Resistance

Resistance cards are the Humans that come out to defend the planet against the invading Aliens. There are two main types of *Resistance* cards, regular Resistance and Heroes (with the Keyword **Hero**). The regular Resistance have a Strength value and are listed as either Soft or Hard (chewy or crunchy that is, to Aliens). The Heroes are actually modifier cards that when drawn have you draw an additional *Resistance* card for them to help out. Heroes have a Strength Bonus listed (with a + before the number) that add to the *Resistance* they are helping.



Some *Resistance* cards (either regular Resistance or Heroes) also have one or more abilities that apply when they are in play. Some *Resistance* also have the Air Icon to show that they are flying. This has no inherent meaning but is occasionally referred to by other cards or abilities.



Human Tech

Human Tech cards are breakthroughs in technology that the Humans can make while fighting off the Alien invaders. Generally these cards are only used in the Cooperative Game as they are very powerful and make the Human Resistance much tougher to defeat.

Alien & Resistance Sheets

Alien Race Sheets

Each Alien Race is represented by a sheet that shows a portrait of the Aliens and has their basic **Strength**, **Intelligence**, and **Abilities**. Note that each Alien Race has one or more Abilities that are always active as well as one or more Abilities that require Alien Menace Tokens to use.



The Resistance Phase Sheet (Cooperative Game Only)

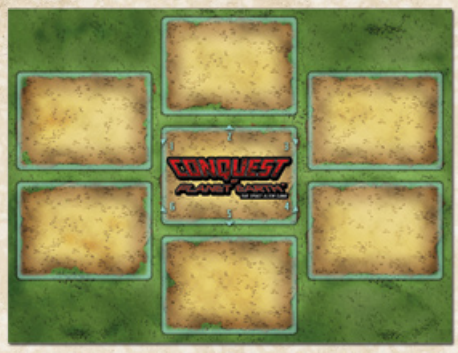
This sheet shows the steps of the Resistance Phase used in the Cooperative Game as well as the Human Tech Track that keeps record of how close the Humans are to completing the research on their Super Cannon to blow the Alien Armada out of orbit. Note that this sheet is double-sided and has the standard Resistance Phase on one side and the Brutal Resistance Phase (extra difficult) on the other. This sheet is covered in greater detail in the Cooperative Game section.





THE GAME BOARD

The Game Board is not a single piece but rather a set of **Board Sections** that are placed next to one another to form the complete Game Board. This allows for different board arrangements based on the number of players or different game types. You may also have noticed that the Game Board itself is somewhat plain. This is because the board is 'built' over the course of the game by placing Location cards into the Empty Spaces as the players explore out from their Landing Sites. In this way, the board changes every time you play (and often even within a single game).



Board Sections

All of the Board Sections are identical, with a center Space that has the *Conquest of Planet Earth* logo as well as 6 other Spaces arrayed around it. When setting up the Game Board, there will usually be a center **Objective Board Section** (that no player starts on), as well as one **Player Board Section** for each player in the game. The **Objective Board Section** will have an **Objective Location** card placed in the *Conquest* logo Space at the beginning of the game as a central objective for all players. On each **Player Board Section**, the *Conquest* logo Space is used as a **Landing Site** for that player.

Terms: Space vs Location

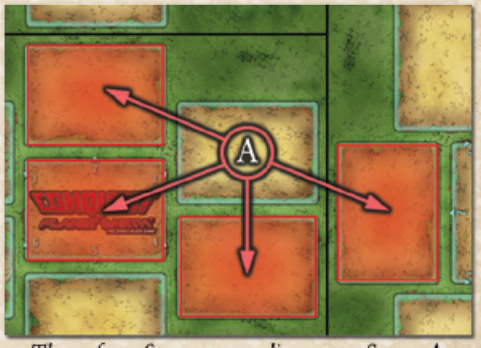
One important piece of terminology to differentiate is the term **Space** versus the term **Location**. A **Space** is one of the rectangular areas on the board that can either be empty or have a Location card placed in it. A **Location** is a card that is placed on the board inside of a **Space**. So Locations are always placed inside of a Space, but a Space is not the same as a Location.

Landing Sites

The center Space of each Player Board Section (with the *Conquest* logo) is used by one of the players as their **Landing Site**. This is where all of their Alien Saucers begin the game and where Reinforcement Aliens are Landed by that player during the game.

Adjacent Spaces

Spaces are considered *adjacent* when they are directly next to one another. An example of adjacent spaces is shown in the diagram below.



These four Spaces are adjacent to Space A.

Rolling Random Spaces

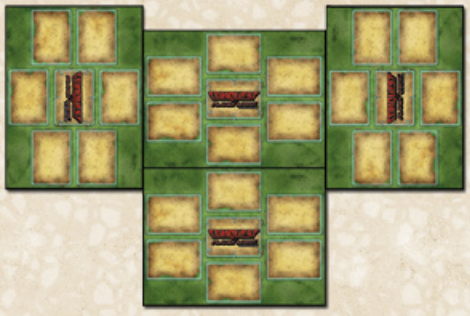
Occasionally something will call for a **Random Space** to be determined on a Board Section. When this occurs, roll a die and refer to the numbers arrayed around the center Space of that Board Section to determine which Space is selected.



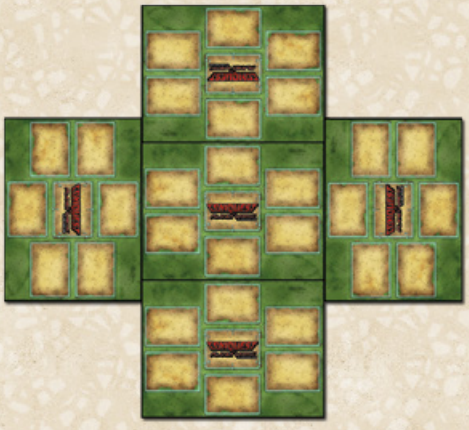
SETTING UP



2 Player Setup



3 Player Setup



4 Player Setup

Set Up Game Board

The size and overall shape of the Game Board can vary based on the number of players and game type. Lay out a center Board Section as well as one Board Section for each player arranged as shown in the diagrams above.

Place the Objective Location

Once the Game Board is set up, take the double-sided **Objective Location** card and place it with the *Capitol City* side face up in the center Space of the center Board Section (on the *Conquest of Planet Earth* logo Space). This is a central objective for all players as it is worth a lot of Terror Points if a player can conquer it. (On the back side of this **Objective Location** card is the *Historic Monument* which can be used as an alternate Objective in later games once you have gotten a handle of the rules).

Shuffle and Place the Card Decks

Separate all of the various card decks and fully shuffle each of them. Place the card decks near the board, within easy reach of all players. It is very important to thoroughly shuffle each deck of cards before every game.

Draw Alien Races and Choose Colors

Shuffle up the stack of **Alien Race Sheets** face down. Each player then randomly draws one Alien Race from the stack to play. The remaining Alien Race Sheets are then set aside and will not be used during this game. Each player must also choose which color of Alien Saucers they would like to use to represent their Aliens on the board. There are 4 Alien Saucer playing pieces and a stack of Conquest Markers for each color. Take the Saucers and Conquest Markers of your chosen color.

Place Aliens at Landing Sites

Each player now chooses the **Landing Site** Space (with the *Conquest of Planet Earth* Logo) on the Board Section closest to them and places their 4 Alien Saucers there. Note that each player has their own individual Landing Site that only they may use to bring Aliens onto the board.

Prepare Counters and Dice

Place all of the **Alien Menace Tokens** in a pool where everyone can reach them.

Each player should take the stack of **Conquest Markers** of their Color and place them near their Alien Race Sheet. Each player should also take a stack of **Command Counters** numbered 2, 3, 4, 5, 6, and 'D6' and place them face down near their Alien Race Sheet as well.

All of the other counters should also be placed near the board where everyone can reach them. Distribute the dice between the players as needed. Every player should have at least 1 White die and at least 1 Red die.

Get starting Alien Menace Tokens

Each player starts the game with 1 Alien Menace Token. As noted above, these tokens are spent as a resource to use your Alien Race's more powerful unique abilities.

Draw starting Event Cards

Each player gets a hand of *Event* cards equal to the **Intelligence** of their Alien Race. For instance, if you are playing the sinister *Menthalars* with Intelligence 5, you will have a hand of 5 *Event* cards. During Setup, each player draws their initial hand of *Event* cards.

Event cards are very important as they are special bonuses that can be used to help yourself or hinder other Aliens that you are racing against. When drawn, *Event* cards go into your hand and should be kept secret from other players (unless noted as **Play Immediately** in big, red letters at the top of the text box). Any **Play Immediately** *Event* cards drawn as part of a player's initial Hand of *Event* cards should be played as soon as they are drawn, as normal.

At the end of each of your turns during your Draw Phase, you may discard up to 1 *Event* card from Hand and will then draw new *Event* cards to re-fill your Hand back up to your **Intelligence** value. A player's own Draw Phase is generally the only time they will be drawing new *Event* cards to re-fill their Hand.

You are now ready to begin the game.

THE COMPETITIVE GAME

The Competitive Game is the default style of play and so is described here first. The Cooperative Game is covered in the next section, and builds off of the information described in the Competitive Game rules. If you would prefer to play the Cooperative Game as your first game, you will still need to read the Competitive Game rules to get the basics of gameplay down first.

THE GAME ROUND

Every Game Round begins with a **Command Phase.** Each player then takes their Turn clockwise around the table starting with the current *First Player* (the *First Player* is determined each Game Round during the **Command Phase**). Each Player's Turn consists of three parts - the Action Phase, Battle Phase, and Draw Phase. Once all players have completed their individual Turns, a new Game Round begins.



COMMAND PHASE

During the Command Phase, each player secretly chooses a **Command Counter** that shows the number of **Action Points** they will have for the turn. This will also determine the *First Player* for the current Game Round.

Command Counters

As noted above, each player has a stack of **Command Counters** numbered 2, 3, 4, 5, 6, and 'D6'. During the **Command Phase**, each player secretly chooses one of these counters and places it face down in front of them. The remainder of their **Command Counter** stack should be set off to the side face down.

Once all players have secretly chosen their **Command Counter**, the counters are all revealed. The number printed on the **Command Counter** chosen by each player directly relates to the number of **Action Points** that player will have for their turn. Any player that has chosen the counter marked 'D6' should immediately roll a single die to randomly determine their Command number.

> When rolling the D6 for Command, if the roll is a 1, the player immediately gets a free bonus Alien Menace Token and may roll again. The player **MUST** keep the second roll, even if it is also a 1.

Determining the First Player

Once all of the **Command Counters** have been revealed, the player with the lowest number showing becomes the *First Player* for this Game Round (any players that are tied for lowest must roll off). Players that chose the 'D6' **Command Counter** use the number rolled when comparing to see who has the lowest number. The *First Player* should take the large **First Player Marker** and place it in front of them.

Set Aside Used Command Counters

Once the *First Player* is determined, and each player knows how many **Action Points** they have for the Turn, each player then sets aside their used **Command Counter**. This used counter may not be chosen again in future Game Rounds (until it is recovered). The only **Command Counter** that is not set aside when used is the counter marked 'D6'. The 'D6' counter is always returned to the player's stack of **Command Counters** when used.

In this way, players must choose from turn to turn how many **Action Points** they think they will really need because once they use the 6 counter, they will not be able to choose it again (at least for a while). Of course choosing a low numbered counter can also be very helpful if you want to try and become the *First Player* this round and get the jump on everyone else. Note that the random 'D6' counter is always available to choose (even every turn if you like) as it is NOT set aside when used.

Recovering Command Counters

At the start of each Game Round, any player that has only their 'D6' **Command Counter** remaining (so they have used and set aside all of their other **Command Counters** marked 2, 3, 4, 5, and 6), may immediately Recover all of their **Command Counters**. This puts all of the counters back into the player's stack so that they have all of the **Command Counters** to choose from again.

A PLAYER'S TURN

Turn Order

Once the **Command Phase** is complete, the players each get to take their turn one at a time, starting with the *First Player* and proceeding to the left (clockwise) around the table. Being the *First Player* can be very important as you will get to do your turn before anyone else. This means you will have the opportunity to play cards, conquer Locations, and maybe even win the game before the other players take their turns for the round.

Phases of a Player's Turn

During a player's turn, there are 3 phases – the **Action Phase**, **Battle Phase**, and **Draw Phase**. Once the player has completed all of these phases, their turn is over and play proceeds to the next player to the left.

1) Action Phase
2) Battle Phase
3) Draw Phase

The Action Phase

A player's turn always starts with their **Action Phase**. During the Action Phase, the player first readies any Activated cards that they have, then spends their Action Points for the turn to Move Aliens, bring on Reinforcements, etc.

Ready Activated Cards

Some *Space Stuff* cards may only be used once per turn and so are turned face down when **Activated** to show that they have been used. At the start of a player's Action Phase, any face down 'Activated' cards that the player has are turned back face up to show that they are ready once again to be used.

Spending Action Points

During the Action Phase, a player has a number of **Action Points** to spend equal to the number on the Command Counter they chose during the Command Phase. These Action Points can be spent one at a time and the player can spend as many or as few of them as they like (up to the amount they have available this turn).

> Any Action Points not spent by the end of the Action Phase are lost, they may NOT be held over for later use.

There are several things that Action Points may be spent on. Any of these things may be done as many times as you like and in any order you wish. Action Points may be spent on the following:

Action Point Options (AP):

Pay 1 AP to Move an Alien –
It costs 1 Action Point to Move one of your Alien Saucers to an adjacent space. Each individual Alien may be moved multiple times if you like, however, if an Alien moves to an empty Space (with no Location card), to a Location that has Resistance 1 or higher and has not been conquered, or to a Location that has an enemy present, that Alien's move immediately ends and it may move no further this turn.

Pay 1 AP to Land an Alien Reinforcement –
It costs 1 Action Point to return a destroyed Alien back to your Landing Site from your Alien Pool.

Pay 2 AP to Gain an Alien Menace Token –
It costs 2 Action Points to buy an Alien Menace Token from the Alien Menace Pool.

Pay X AP to Play an Event Card –
Some Event cards have an Action Point cost listed in an orb just below the card image. These cards can only be played by paying their cost in Action Points during your Action Phase.

Once the player is finished spending Action Points for the turn, they may begin their **Battle Phase**.



The Battle Phase

During the **Battle Phase**, the player gets to explore the empty Spaces that their Aliens have moved into and engage in Battles to try and conquer Locations. The individual encounters can be done in whatever order the player wishes, they simply choose one Space where they have one or more Aliens and resolve the encounter.

Exploring Empty Spaces

If you have one or more Aliens in an empty Space (with no Location card), draw a Location card for that Space and place it on the board. In this way, the board is filled out as you play and Explore new areas. After drawing and placing the Location card, you must then resolve any Battle that occurs at that Location. As noted above, to conquer a Location you must fight a number of Human *Resistance* equal to the **Resistance Value** of that Location. These *Resistance* are fought one at a time as described in the section on Fights below.

> Note that a player's Landing Site is NEVER considered an Empty Space and never has a Location placed there.

Battle at an Existing Location

If you have one or more Aliens at a Location with a Resistance Value of 1 or higher that has not been conquered (no Conquest Marker on it), you must fight a Battle there as described in the section on Fights below.

Fight any Enemies at a Location

If you have one or more Aliens at a Location (or Landing Site) with one or more Resistance Counters or enemy Aliens, you must resolve a Battle at that Location as well.

The Draw Phase

During the **Draw Phase**, the player may discard up to 1 Event card from Hand if they like and then draws new Event cards from the deck to re-fill their Hand back up to their Alien Race's **Intelligence** Value. Remember that your Hand of Event cards should be kept secret from other players (though, you may show teammates your Hand in a Team Game). Also note that any cards listed as **Play Immediately** must be played as soon as you finish drawing up (these cards are not replaced so any **Play Immediately** cards you draw will mean you have one less card in your Hand at the end of your turn).

FIGHTS

Fighting is one of the key elements to the game as you must fight and defeat the Humans in any given area to conquer it and further your goals of planetary domination.

Terms: Battles, Fights, and Fight Rounds

Another very important set of terminology to differentiate are the terms **Battle**, **Fight**, and **Fight Round**. A **Battle** is all of the Fights at a given Location, a **Fight** is single combat against one Human *Resistance* (or a grouping of enemy Aliens), and a **Fight Round** is one round of combat between the Aliens and the Resistance to see if either side is defeated. So one **Fight** is a subset of an entire **Battle**, and a **Fight Round** is a subset of a single **Fight**.

As an example, if your Aliens attack a *City* Location with a **Resistance Value** of 3, which would be a **Battle** involving 3 separate **Fights** (one Fight for each of the *Resistance*). Each of those Fights would then be resolved in a series of Fight Rounds.

Combat oriented cards and abilities will usually have an effect that lasts for one **Fight Round**, an entire **Fight**, or even a full **Battle** (all of the Fights at that Location).

Resistance Value of the Location

When you have Aliens at a Location during your Battle Phase, you will most likely need to fight the *Resistance* there to try and conquer the Location. If the **Resistance Value** of the Location is 1 or higher it will start a Battle. If the Resistance Value is 0 (such as with a Forest or Grassy Fields), then no Battle is necessary.

> The *Resistance* at a Location are fought one at a time, so if the Location has a **Resistance Value** higher than 1 the Battle will involve multiple individual Fights that are each resolved one after another.

Drawing Resistance

To resolve a Fight, draw a *Resistance* card from the top of the deck and lay it face up on the table. There are two types of *Resistance* cards, full **Resistance** and **Heroes**.



Resistance

A full **Resistance** has a **Strength Value** on the left side of the text box as well as being marked **Hard** or **Soft**. Hard/Soft denotes the type of Resistance being fought and has no inherent meaning of its own (to the Aliens it is simply 'crunchy' or 'chewy'). Much like Keywords, the Hard/Soft type is occasionally referenced by cards or abilities.

Heroes

A **Hero** is a modifier that helps out a full **Resistance** during the Fight. When a Hero is drawn, immediately draw an additional Resistance card for them to be helping. Heroes have a **Strength Bonus** listed on the right side of the text box and are NEVER marked **Hard** or **Soft**. Often **Heroes** will also have one or more Abilities listed in their text box that they give to the **Resistance** card they are helping.



> As noted above, when a **Hero** is drawn, immediately draw an additional *Resistance* card for them to be helping. If another **Hero** is drawn, simply continue drawing *Resistance* cards and adding them up until a full **Resistance** is drawn. In this way, if several **Heroes** are drawn in a row, the Human Resistance for this Fight could be quite deadly.

Adding Up Strength Totals

Once the *Resistance* has been drawn for the Fight, the Alien player then adds up the individual Strength values for their Aliens at the Location.

> EACH of your Alien Saucers has **Strength** equal to the Strength Value listed on their Alien Race Sheet.

So for example, The Trun have a Strength Value of 4 listed on their Alien Race Sheet. If you had 3 Trun Alien Saucers at the Location, they would have a combined Strength Total of 12.



Rolling Fight Dice

Now both the Alien player and the Resistance should each roll a single die to add to their own **Strength Total**. These are called **Fight Dice**. One of the other players should take on the role of the Resistance here to roll its Fight Dice for it. These Fight Dice results are now added to the respective **Strength Totals**.

Resolving the Fight

Whichever side has the higher **Strength Total** (including Fight Dice rolls) wins the Fight Round. A Tie result is considered a push and neither side wins or loses, so another Fight Round will need to begin.

Crushing Victory

If either side (the Aliens or the **Resistance**) rolls a **6 on their Fight Dice**, it is considered a **Crushing Victory**. In this case, the Strength Totals are ignored and the side with the Crushing Victory simply wins the Fight Round. In this way, it is always possible to win (or lose) a Fight, even if there are overwhelming odds.

If both sides have a Crushing Victory, it is considered a Tie, regardless of Strength Totals.

Using Cards and Abilities

Cards and abilities that affect combat can be used at any time during a Fight (even after Fight Dice are rolled), up until the moment that the Fight Round is resolved.

Alien Victory

If the Aliens win the Fight Round, the **Resistance** is defeated and discarded, along with any **Heroes** that were helping it. The Aliens may now draw and fight the next **Resistance** card (assuming there are more Resistance to be fought at the Location).

If all of the Resistance at a Location have been defeated, the Battle is won and the Alien player may place a Conquest Marker of their color on that Location to show that they have conquered it. While a Conquest Marker is on a Location, that player gains **Terror Points** equal to the **Population Value** of the Location and the Location's **Resistance Value** is reduced to 0.

> Note that Conquest Markers are NOT placed on Locations with a base Resistance Value of 0 (such as a *Forest* or *Rolling Hills*).

Resistance Victory

If the **Resistance** wins the Fight Round, 1 of the Alien Saucers involved is Destroyed and returned to the player's Alien Pool. If there are still Aliens at the

Location, you may start a new Fight Round. If there are no Alien Saucers left at the Location, the Battle is over and the Aliens have lost (any remaining Resistance cards are discarded).

Next time this Location is attacked by Aliens, a brand new Battle must be fought from the beginning; with entirely new Resistance (any Fights previously won here are ignored).

Escaping a Fight

After each Fight Round is resolved, the Aliens have the opportunity to Escape if they want. This will immediately end the Battle as though the Aliens had lost (just without quite as many dead Aliens). Aliens may Escape to any adjacent Space where they have one or more other Aliens present (or their Landing Site), or to any adjacent Location with no Resistance (Resistance Value 0, including those that are Demolished or have a Conquest Marker on them). Aliens may not Escape if there is no valid place for them to Escape to.

Resistance Counters

If there are one or more Resistance Counters at a Location, they must be fought in addition to the Resistance Value for the Location. Also, Resistance Counters are always fought before any Resistance cards are drawn. If there are more than one Counter at the Location, they are fought one at a time in the order chosen by the attacking Alien player. Resistance Counters are covered in greater detail below.

Resistance Abilities

Many Resistance cards have one or more abilities listed on them with a description of what that ability does. The following is a list of Resistance Abilities on the various Resistance Cards in the game.

Assault – The Resistance Wins a Fight on a Tie result.

Barrage – The Resistance fires a special Barrage attack at the start of each Fight Round at each Alien in its space as well as each Alien in any adjacent Spaces.

Bold – The Resistance is +1 Strength for each Alien at the Location.

Cunning – The Resistance rolls an extra Fight Dice and uses the highest.

Deadly – The Resistance gets a Crushing Victory on the roll of 5 or 6 (instead of only on a 6).



EXAMPLE BATTLE



1) Two Orzax Alien Saucers move into an Empty Space during their Action Phase. During the Battle Phase, a Location card is drawn and placed into that Space. The Location drawn is a Town with Resistance Value 2 and Population Value 2. The Location has a Resistance Value of 1 or higher, so a Battle begins. Because the Resistance Value of the Town is 2, the Battle will consist of 2 separate Fights, resolved one at a time.



2) For the first Fight, a Resistance card is drawn and placed face up on the table. It is U.S. Army Infantry, a Soft Resistance with Strength 3. The Orzax have Strength 2 each (listed on their Alien Race Sheet) for a combined total of Strength 4. Now the Orzax player rolls a single D6 for their Fight Dice and one of the other players rolls a single D6 for the Resistance Fight Dice. The Orzax roll a 4 and the Resistance rolls a 2. The Strength Totals are now Orzax 8 (4 + 4 = Strength Total 8) to Resistance 5 (3 + 2 = Strength Total 5). No other cards or abilities are used so the Orzax defeat the U.S. Army Infantry (which is discarded). The first Fight is complete, but the Town has a Resistance Value of 2, so another Resistance must be defeated.



3) For the second Fight of the Battle, the Resistance card is drawn and it is Local Geologist, a Hero with a Strength Bonus of +1. Because it is a Hero, an additional Resistance must be drawn for him to be helping out. The additional Resistance card is U.S. Army Fighter Planes, a Hard Resistance with Strength 6. Together the Local Geologist and the U.S. Army Fighter Planes have a Strength Total of 7. Both sides roll their Fight Dice. This time, the Orzax roll a 3 and the Resistance rolls a 5. The Strength Totals are Orzax 7 (4 + 3 = Strength Total 7) and U.S. Army Fighter Planes 12 (7 + 5 = Strength Total 12). This is not good for the Orzax. The Resistance has won the Fight Round so one of the Aliens is destroyed and returned to the player's Alien Pool. The Orzax can now either start a new Fight Round or Escape. They are feeling saucy (as Orzax often do), so they decide to push on against the odds.



4) Fight Dice are rolled for the second Fight Round. The Orzax roll a 6! And the Resistance rolls a 4. The Strength Totals would be Orzax 8 (2 + 6 = Strength Total 8) and U.S. Army Fighter Planes 11 (7 + 4 = Strength Total 11), but because the Orzax has a 6 on its Fight Dice, it is a Crushing Victory! Strength Totals are ignored and the Aliens simply win the Fight Round. As the Town has a Resistance Value of 2 and both Resistance have been defeated, the Orzax now places a Conquest Marker on the Location to show their conquest. Now it's time to call over the robot butler for some fresh, celebratory space lemonade!

SPACE STUFF

Space Stuff are powerful items of Alien technology that you can unleash upon the Humans or exotic Allied Aliens that will join you in your attempted conquest of the planet. Whenever a player draws a *Space Stuff* card, it is immediately revealed and placed face up on the table next to their Alien Race sheet. *Space Stuff* that are in play are public knowledge and any player may look at any *Space Stuff* card currently in play at any time.

Allies

Some *Space Stuff* cards represent Alien **Allies** that have joined you. When you draw an **Ally** like this, take one of the grey **Ally** figures and place it at your Landing Site to represent the additional Alien under your control. You'll notice that each of the grey **Ally** figures is themed to represent one of the specific *Space Stuff* **Ally** cards.

Ally Aliens count as one of your Aliens in every way and gain any bonuses that apply to your Aliens (the only exception is Abilities that specifically refer to the name of your Alien Race). **Allies** can be very powerful as they are the only way to have more than your standard 4 Alien Saucer figures in play under your control at a time.

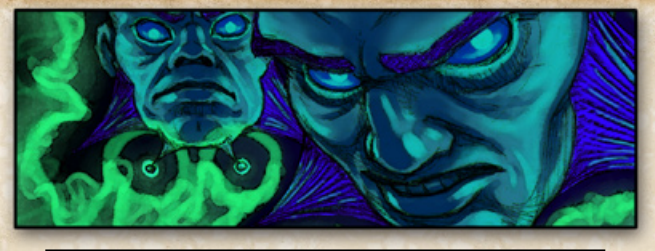
Allies that are Destroyed are placed in your Alien Pool like your other Aliens and may be brought back into play as Reinforcements just like your other Aliens.

Activate

Some *Space Stuff* have the word **Activate** at the top of the text box. These are especially powerful cards that can only be used once per turn. When the ability of an **Activate** card is used, flip the card over, face down to show that it has been used this turn. At the start of your following turn, you may ready all of your Activated cards by flipping them back over, face up.

While face down, these **Activated** cards may still be looked at by any player and may still be canceled or stolen etc, as normal. If an Activated card is stolen, it remains Activated until it can be readied.





PLAYING EVENT CARDS AND TIMING

There are two types of Event cards, those that require Action Points to use and those that do not. If an Event requires one or more Action Points to use, the cost will be listed in a Gold orb just below the card image. These Event cards may only be played during the Action Phase of your own turn (as you do not have Action Points at any other time during the game). Event cards that do not have an Action Point cost can be played whenever is appropriate as listed in the card's game text.

When an Event card is played, it should be read aloud to all players, starting with the card title. After the card has taken effect, it is discarded (unless marked as *Remains in Play*). A card which causes a discard pile to be shuffled should always be discarded before the discard pile is shuffled back into the deck. In this way, the card itself will also be shuffled back into the deck.

Event cards should be fairly clear as to when they should be played. Those listed as *Play Immediately* must be played as soon as they are drawn. Unless specifically stated otherwise, cards may always be used after the fact to add to a Strength Total, force dice to be re-rolled, etc. If there is ever a dispute over who gets to play their card first, priority always goes to the players based on the current turn order (starting with the *First Player* and moving clockwise around the table).

> Some *Event* cards have a red text box at the bottom of the card. This text is only used for the Cooperative Game and can be ignored during the standard Competitive Game.

CANCELING CARDS

Some cards and abilities allow a player to cancel another card as it is played or that is currently in play. When a card is canceled, its effects are immediately negated and the card is placed in its appropriate discard pile. Generally a card may be canceled at any time, however an Event card may not be canceled after it has already caused one or more dice to be rolled or Re-rolled.

RESISTANCE COUNTERS

Occasionally a card will call for one or more Resistance Counters to be placed onto the board. Resistance Counters are Human Resistance that work very similar to the normal Resistance cards except that they stay out on the board until defeated. When defeated, a Resistance Counter is removed from the board and returned to the counter pool. In the Competitive Game, the only two Resistance Counters that will really be used are the **Infantry** and the **Paratroopers**, the rest can be set off to the side for now.

Moving Into a Space with Resistance Counters

If you move Aliens onto a Space with one or more Resistance Counters, you will need to Fight those Resistance Counters during your Battle Phase in addition to the normal *Resistance* drawn for that Location. If the Location has already been conquered (and has a Conquest Marker on it), you must still fight the Resistance Counters.

> Resistance Counters are always fought one at a time, just like normal *Resistance* cards. Also, Resistance Counters are always fought before the normal Resistance for the Location.

Counters Appearing in Your Space

If a Resistance Counter ever appears in a space with your Aliens, you must immediately resolve the Fight out of the normal turn sequence (unless another Battle is already in progress – in which case you should finish the current Battle and then resolve the Fight with the new Counter that has appeared elsewhere). This Fight is Resolved exactly like any other Fight would be, except that it happens as soon as the counter is placed rather than during a Battle Phase. If more than one Resistance Counter comes out at the same time into different Spaces that are occupied, resolve the Fights one after another.

For example, if the U.S. Army Paratroopers card is drawn during a Battle, it has you immediately place a Paratroopers Resistance Counter in one other Random Space on the same Board Section. If that Space is occupied by Aliens, as soon as the current Battle is complete, the Fight with the Paratroopers Counter must be resolved.

Note that if a Resistance Counter appears in a Space with Aliens that has not had its Location drawn yet (if it appears during a player's Battle Phase), the Location should be drawn before resolving the Fight with the Counter.

Resistance Counter Features

Resistance Counters have a large number in a circle which is the Counter's Strength value. The border of the Strength circle denotes whether the Counter is **Hard** or **Soft**.

> A Red-bordered circle is a **Soft** Resistance and a Blue-bordered circle is a **Hard** Resistance.

Icons and Abilities

Resistance Counters never have any Keywords, though some are marked with an **Air** Icon. These Counters do count as **Air** Resistance. Some Counters also have one or more Special Abilities listed in text below the Counter name. A list of these Abilities can be found in the Cooperative Game Section as well as on the back of the rulebook.

CAPTAIN FANTASTIC

Captain Fantastic is Earth's mightiest Superhero! He is a tough fighter and will come to be your most dreaded enemy as an Alien invader of Earth. There are two important things to note about *Captain Fantastic*; first off, he has the Keyword **Superhero**. This is not the same as the Keyword **Hero**, but rather **Superhero** is a unique type of Resistance card. Unlike other individual characters (Heroes) that come up in the Resistance Deck and help out other Full Resistance such as tanks or army infantry, as a **Superhero**, *Captain Fantastic* counts as a Full Resistance in his own right (he may be one man, but he can hold his own against a fleet of Alien saucers).

The other important note about *Captain Fantastic* is that, as it states on his card, any time he is discarded, the Resistance discard pile is immediately shuffled back into the deck. In this way, *Captain Fantastic* is always in the deck, ready to show up and help defend the planet.





STEALING CONQUESTS

If a player ever has one or more Aliens in a Location with an opponent's Conquest Marker during their own Battle Phase (and there are no enemies present), that player may simply replace the opponent's Conquest Marker with their own, stealing the glory and the Terror Points for themselves. Note that this swap of markers only happens during your Battle Phase and only if there are no enemies currently at that Location (Alien or Resistance). Also note that this only happens in the Battle Phase, so simply moving through a Location with another player's Conquest Marker during your Action Phase will NOT swap it for your own.

ALIENS FIGHTING ONE ANOTHER

If opposing Aliens find themselves in the same space during a Battle Phase, they must engage in a Fight. This works more or less the same as Fighting Human Resistance, it's just that both sides are Aliens. One important note for terminology's sake is that when Aliens attack one another, it is considered a **Battle** that only involves a single **Fight** (all of the Aliens from one side versus all of the Aliens from the other side is one **Fight**).

Each side adds up their **Strength Total** and rolls Fight Dice as normal. The losing side has one of their Aliens Destroyed and then both sides have the option to stay and continue Fighting or to Escape (as normal). If both sides decide to stay, it will begin a new Fight Round.

Once the Battle is complete, either by one side being wiped out or leaving the space, the remaining Aliens are the winner of the Battle. If the Location already has a Conquest Marker on it, the Aliens that won the Battle may replace it with their own Conquest Marker.

Note that Aliens are <u>not</u> considered **Hard** or **Soft** for card effects and abilities.

WINNING THE GAME

The first player to reach **8 Terror Points** immediately wins the game. In the *Conquest of Planet Earth*, there is no prize for second place (only the disappointment of the Overseers).

The game ends <u>immediately</u> as soon as a player has a total of 8 or more **Terror Points**. The only thing that can stop this is if the last **Terror Points** needed to win were gained through the use of a card (such as the Event card *Feeding on the Dead*), the other players <u>do</u> have a chance to cancel it before victory is declared.

You are now ready to play your first Competitive Game.

THE COOPERATIVE GAME

The Cooperative Game works much like the Competitive Game, however in this mode, all of the Alien Races are genuinely working together to try and overcome much more difficult Human Resistance. In this way, all of the Players will be working together to help each other out and work collectively toward defeating the game itself (rather than racing against one another).

The Cooperative Game uses all of the normal rules described above in the Competitive Game section, with the following changes and additions.

CHANGES TO SETUP

Setting up the game works the same as the Competitive Game, with a just a few additional steps.

Choose Difficulty Level

The Cooperative Game can be played at either the Standard level of difficulty or as Brutal difficulty. Standard difficulty uses the normal side of the Resistance Phase Sheet while Brutal difficulty uses the side of the sheet marked 'Brutal Resistance Phase'. All other rules remain the same. It is highly recommended that you play the Standard difficulty for your first few games, at least while you become familiar with the rules for Cooperative play.

Place the Resistance Phase Sheet

Place the Resistance Phase Sheet off to the side of the board so that all players can see it. In the Standard difficulty setting, use the side of the Sheet marked Resistance Phase (not 'Brutal Resistance Phase'). Also, take the Human Tech Track Marker

(sometimes informally called the 'Danger Donut' due to its danger stripe appearance and donut shape) and place it on the Resistance Phase Sheet at the '0' step of the Tech Track.

Create Resistance Event Deck

When preparing the Event Deck for the Cooperative Game, you must first sort through the cards and pull out all of the Event cards with the Red Text Box at the bottom of the card (30 cards of the 70 card Event Deck have this Red Text Box). These cards are split off and shuffled together to form the Resistance Event Deck. Place this Resistance Event Deck off to the side of the board near the Resistance Phase Sheet. It is a good idea to keep it separated from the normal card decks to avoid confusion.

The remaining Event cards are shuffled together to create the normal Event Deck for the players (there should now be 40 cards remaining to form the regular player Event Deck).



Shuffle the Human Tech Deck

Shuffle the 6 Human Tech cards to form the Human Tech Deck and set it near the Resistance Phase Sheet. Human Tech cards represent breakthroughs in technology that the Humans can develop during the game.

Create a Pool of Resistance Counters

Take all of the Resistance Counters and place them in an opaque cup (alternatively you can use the box top for this). This forms the Resistance Counter Pool. Anytime a Resistance Counter needs to be placed on the board, randomly pull one counter from the cup and place it on the board as needed. Anytime a Resistance Counter is defeated, it is simply returned to the Pool. Note that for cards that call for a specific Resistance Counter to be placed (such as U.S. Army Paratroopers), simply search through the Pool until you find the counter that you need.

Place Starting Resistance Counters

At the start of the game the Humans have deployed some initial fighting forces to hold back the Alien invaders. Place 1 Resistance Counter in a Random Space on each Player Board Section and 2 Resistance Counters in Random Spaces on the center Objective Board Section.

Set Aside Command Counters

Set aside the Command Counters normally used by players to choose their Action Points for the turn. These are not used in the Cooperative Game.

COMBINED TERROR TOTAL

Because all of the players are working together to defeat the Human Resistance, they must achieve a much higher level of Terror Points to conquer the planet and win the game. This combined Terror Total needed to win is scaled based upon the number of players:

1 Player	= 8 Terror Points
2 Players	= 16 Terror Points
3 Players	= 24 Terror Points
4 Players	= 32 Terror Points

(Note that the Terror Total needed is simply 8 multiplied by the number of players).

This combined Terror Total is added up for all of the players as a single collective value. As soon as the players reach the Terror Total needed to win, the game ends in victory for the Aliens.

ACTION POINTS ROLL

As noted above, the Command Counters normally used by players to choose their Action Points for the turn are not used in the Cooperative Game. Instead, during the Command Phase each player rolls a D6 to see how many Action Points they get for the turn (just as though they had chosen the Command Counter marked 'D6'). If a player rolls a '1' on the die roll, they automatically gain a free Alien Menace Token and may Re-roll. They must keep the second result (even if it is another '1').

Note that these Action Points rolls are still made during the Command Phase of the Game Round and that the player with the lowest roll (roll off if tied) is still made the First Player for the turn as normal.

SHARING INFORMATION

As all of the players are on the same team, players may show each other their Hand of Event cards at any time to discuss strategy and formulate a fiendish plan.

RESISTANCE EVENTS DECK

As noted above in the changes to setting up the game, in the Cooperative Game the Event Deck is split to form the normal Event Deck for the players and the Resistance Event Deck for the Human Resistance. All of the Resistance Event cards have a Red Text Box at the bottom of the card which contains its Resistance Event game text. Note that the Resistance Event Deck has a discard pile like any other Deck.

Whenever a Resistance Event is drawn, only the game text in the Red Text Box at the bottom is used (ignore the card's normal game text). The card's Title, Keywords, and 'Remains in Play' Bar are always used regardless of whether it is an Event or a Resistance Event. Resistance Events are always read aloud to all players when drawn, starting with the card title (you could consider them to always be 'Play Immediately').

When to Draw a Resistance Event

Resistance Events are drawn in one of two ways during a Cooperative Game – during Step 1 of the Resistance Phase 'Draw a Resistance Event Card' and if multiple Heroes come out to help the Resistance during a single Fight (as described below).

Human Ingenuity

Anytime two or more Heroes are drawn to help out the Resistance during a single Fight, a Resistance Event is also immediately drawn and resolved (this is out of the normal turn sequence) as the group of Heroes have collectively hatched a plan to fight off the Aliens. As this is triggered by having two or more Heroes in a single Fight, it is limited to once per Fight. You can, however, have this triggered in more than one of the Fights during the same Battle (if you are very unlucky and have multiple Fights where more than one Hero is drawn).

For example, a group of Aliens attack a Small Town with Resistance Value of 1. When drawing the Resistance they draw a Forest Ranger (as a Hero, this forces them to draw an additional Resistance card), followed by Army Scientists (another Hero). At this point, a Resistance Event is immediately drawn and resolved as there are two or more Heroes helping out in a single Fight.

Continuing the example, so far they only have two Heroes but no Full Resistance yet, so another Resistance card must be drawn. It is a Small Town Sheriff (another Hero…very unlucky for the Aliens). Because a Resistance Event is triggered with two or more Heroes in a single Fight, no additional Resistance Event is drawn. Finally, a U.S. Army Infantry is drawn (a Full Resistance), so the Strength Totals can be added and Fight Dice rolled.

RESISTANCE COUNTERS

Resistance Counters in the Cooperative Game use all of the rules already listed in the Competitive Game section, but have a few additional notes based on having greater variety and higher quantity in the Cooperative Game.

Resistance Abilities

Many Resistance Counters have an ability listed on them as a description of what that ability does. Generally these are listed as the description rather than the Ability name (like on Resistance cards) for greater ease of use for new players. Some of them do use just the Ability name as there is not enough room for a full description. The following is a list of Resistance Abilities:

Assault – The Resistance Wins Fights on a Tie.

Barrage – The Resistance fires a special Barrage attack at the start of each Fight Round with it as well as during Step 5 of the Resistance Phase. Roll a D6 for each Alien in the same and adjacent Spaces to the Resistance Counter. On the roll of 1 or 2, that Alien is Destroyed.

Bold – The Resistance is +1 Strength for each Alien at the Location.

Cunning – The Resistance rolls an extra Fight Dice and uses the highest.

Deadly – The Resistance gets a Crushing Victory on the roll of 5 or 6 (instead of only on a 6).

Move – This Resistance Counter will move to a Random Space on the same Board Section during Step 4 of the Resistance Phase. If it rolls the same space it is already in, it does not move.

Captain Fantastic – The Captain Fantastic Resistance Counter works slightly differently from his Resistance card. When the Captain Fantastic Counter is drawn for a Board Section, he comes out and immediately fights a single Fight Round against every Space on that Board Section. The order that these Fight Rounds take place in should not matter (but if there is a dispute, the current First Player may choose the order). Once all of these Fight Rounds are complete, the Captain Fantastic Counter is discarded back to the Pool.

Placement of Counters

Resistance Counters are usually placed on the board in a Random Space of a particular Board Section. The most common way to have new Resistance Counters come into play is during the Resistance Phase, when the Human Tech Track moves onto a red circle on the track (see more about this below).

When a Resistance Counter is placed on the board, if there are already any Resistance Counters in the Space rolled, those existing Resistance Counters are pushed to the center Space of the Board Section first, then the new Counter is placed in the Space rolled. However, there may never be more than 3 Resistance Counters in a single Space at a time. If pushing these existing Resistance Counters to the center Space would go over this limit, no more can be pushed there (they simply stay in the Space they were at).

If there are already 3 Resistance Counters in the center Space as well as 3 Counters in the Space rolled, any excess Resistance Counters cannot be placed there. Instead move the Human Tech Track 1 Step forward for each Counter that cannot be placed in this way.



Example 1 – When placing a new Resistance Counter, the Random Space rolled is number 4. As there is already a Resistance Counter in the number 4 Space, that counter is pushed to the center Space and the new Counter is then placed in the number 4 Space.



Example 2 – If there were already 3 Resistance Counters in the center Space, instead the existing Counter in the number 4 Space would not be moved and the new Counter would simply be placed in the number 4 Space as well.

Resistance Counters at Your Landing Site

Occasionally a player will have one or more Resistance Counters at their Landing Site. This means that when they Land Reinforcements, those new Aliens will be trapped at the Landing Site and not be able to move away in the same Action Phase. During the Battle Phase a Battle must be fought at the Landing Site as though it were any other Space.

RESISTANCE PHASE

In the Cooperative Game, at the end of each Game Round there is a new Phase that takes place after all of the players have completed their turns – the Resistance Phase. This gives the Humans a chance to fight back against the Aliens and is accounted for by following the Steps listed on the Resistance Phase Sheet.

Steps of the Resistance Phase

There are 6 Steps listed on the Resistance Phase Sheet which must be resolved in order during each Resistance Phase.

1) Draw a Resistance Event –
Draw one Resistance Event card and work out the result.

2) Check for Location Liberation –
During this Step, any Location that has a Conquest Marker on it and one or more Resistance Counters, but no Aliens present will be immediately Liberated; removing the Conquest Marker. Next time Aliens return to this Location, they must fight any Resistance Counters here as well as to fight the Resistance Value of the Location to Conquer it again from scratch.

3) Move the Human Tech Track –
Move the Track marker one step forward. If this reaches a red circle on the track, place one Resistance Counter in a Random Space on each Board Section.

4) Resistance Move (if any) –
Any Resistance Counter with the Move ability moves to a Random Space on the same Board Section.

5) Resistance Barrage (if any) –
Any Resistance Counter with the Barrage ability fires at Aliens in all adjacent Spaces.
This Barrage attack works just like the normal Barrage ability, but fires off outside of combat, giving the Resistance a chance to blast at Aliens that have gotten too close.

6) Roll for Tech Breakthrough –
Roll a number of dice equal to the current Stage of the Human Tech Track. If at least one 6 is rolled, draw a Human Tech card.
Note that only one Human Tech card is ever drawn here, regardless of the number of '6's rolled.

The Human Tech Track

The Human Tech Track is a row of numbers at the bottom of the sheet that keeps record of how far the Human's technology has advanced during the game. There is a donut shaped marker used to mark the current position on the track. The track is also split into several Stages marked by numbered triangles below it. At the end of the track is an image of the Human's ultimate goal…The Super Cannon, a single weapon powerful enough to blow the entire Alien Armada out of orbit, saving the Earth from Alien domination.

During the course of the game, the marker will move along this track causing more Resistance Counters to be deployed (each time a Red circle on the track is moved to or crossed as noted in Step 3 above) and giving the Humans an increasing opportunity to develop breakthroughs in technology (rolling to draw Human Tech cards as noted in Step 6 above) and eventually creating the Super Cannon if the marker reaches the 10 on the track.

The Track marker moves one step forward during each Resistance Phase (during Step 3 above), but can also be moved by some card effects.

HUMAN TECH CARDS

Human Tech cards are powerful bits of Human Technology that can be developed by the Resistance. When a Human Tech card is drawn, it should be placed face up on the table near the Resistance Phase Sheet so all players can see it. Human Tech cards are powerful bonuses for the Human Resistance and remain in play continuing to globally effect the Humans.

It is important to note that Human Tech cards are NOT Events. However, any card or ability that could cancel an Event may be used to try and cancel a Human Tech card. When this is attempted, roll a D6. On the roll of 4, 5, or 6, the Human Tech card is successfully canceled. On the roll of 1, 2, or 3, the attempt fails.

WINNING AND LOSING

If the Human Tech Track marker ever reaches the 10 space on the track, the Humans have successfully created the Super Cannon and the Aliens immediately lose.

However, if the Alien players can reach their combined Terror Total (listed by number of players above) before this happens, they immediately win and the game ends in victory for the Alien forces. Hooray for conquering yet another planet!

Adding Difficulty

An easy way to add a small amount of difficulty to the game is to require that to win, the Aliens must Conquer or have Demolished the Objective Location. Another way is to add extra Resistance Counters to the board during Setup (2 Resistance Counters per player Board Section and 3 Resistance Counters on the Objective Board Section means that the Humans are fairly well prepared for the attack).

SOLO PLAY

Playing a Solitaire Game works just like playing the Cooperative Game. You may choose whether to use a single Alien group or to use multiple (each with a set of 4 Saucers and a Hand of Event cards). You may also choose to use multiple groups of the same Alien Race or different Alien Races. If multiple groups are used, they should be treated as separate players for Hands of Event cards and for Action Points.

Board Layout

When using multiple Alien groups, the board should be setup as it would for that many players. For only a single Alien group, you may use one Player Board Section and the Objective Board Section.

THE TEAM GAME

In the Team Game, two players work together as a Team to accomplish a collective goal, racing and battling against another Team of two. This adds a bit of the Cooperative feel to the Competitive Game. The Team Game uses all of the standard Competitive Game rules except that each team is working to get a combined Terror Total of 16 Terror Points to win. It doesn't matter how many Terror Points each player on the Team contributes, the Team either wins as a whole or does not.

Teammates may show each other their Hands of Event Cards and discuss strategy, but the standard Game Round is still observed (with a Command Phase determining the First Player and then each player taking their individual turn in sequence).

One Alien Race

One optional rule you may use for a Team Game is to allow both players on a Team to play as the same Alien Race. The two players still have independent Saucers, Landing Sites, Hands of Event cards, etc, they are just playing as the same Alien Race with the same basic Strength, Intelligence, and Special Abilities. Using this option should be decided on before Alien Races are chosen and each Team should have the choice.

OPTIONAL RULES

The following are a collection of Optional Rules that may be added to the game. Any of these options may be used as long as ALL players agree before the game begins.

Historic Monument Objective Location

On the reverse side of the Capitol City Objective Location is the Historic Monument. This is an alternate Objective that can be used in place of the Capitol City to add some extra variety to the game.

Alien Races – Draw Two, Pick One

If all players agree before hand, each player gets to draw two Alien Race cards Randomly and choose which of the two they want to play as. The unused Alien Race is then returned to the stack. All players should draw two and choose before any are returned to the stack.

Cooperative – Command Counters

Instead of always rolling the D6 for Action Points in the Cooperative Game, players use the Command Counters just as in the Competitive Game. One of the primary reasons to eliminate the Command Counters in the standard Cooperative Game was to speed up gameplay (especially for newer players) and to make it a bit more difficult for the Aliens.

Cooperative – Tech Locations add to Breakthrough Rolls

For every Tech Location on the board that has not been conquered, the Resistance gets to roll an extra die for Tech Breakthrough during Step 6 of the Resistance Phase.

Competitive – Active Resistance

This is a significant change and will make the game more complex and more difficult to win (in fact, it means that it is possible for everyone playing to lose to the game itself). It will also potentially make for a more exciting game. This option is only recommended for veteran players of the game as new players are likely to feel overwhelmed by it.

To use the Active Resistance in the Competitive Game, simply add the following Cooperative Game steps to the Game Set Up:

-Set out the Resistance Phase Sheet off to one side of the board where all players can see it and place the Human Tech Track marker on the 0 space of the Track.

-Shuffle the Human Tech Deck and place it near the Resistance Phase Sheet.

-Put all of the Resistance Counters into an opaque cup (or the box top) to form the Resistance Counter Pool.

-Do NOT split the Event Deck to form the Resistance Event Deck. With Active Resistance, drawing Resistance Events works a bit differently (as described below).

-Place 1 Resistance Counter in a Random Space on each Player Board Section and 2 Resistance Counter in Random Spaces on the center Objective Board Section.

-At the end of each Game Round, there will be a Resistance Phase as described in the Cooperative Game section of the rules.

Anytime a Resistance Event is called for (during the Resistance Phase or when multiple Heroes are drawn in the same single Fight – as described in the Cooperative Game section), reveal cards from the top of the Event Deck until a Resistance Event is revealed (with the Red Text Box at the bottom of the card). This is the Resistance Event that is used. All of the other cards revealed are simply placed in the discard pile.

As noted above, with Active Resistance in the Competitive Game, it is possible for all players to lose if the Human Tech Track marker ever reaches the 10 space on the track and the Super Cannon is created.

FAQ AND CLARIFICATIONS

Q - What happens if there are Resistance Counters at my Landing Site and I Land Reinforcements during my Action Phase?

A – As normal, an Alien that enters a Space with an enemy ends its move there. This Battle is then resolved during the Battle Phase as normal.

Q - Captain Fantastic has the Keyword '**Superhero**'; does this mean he counts as a **Hero**?

A – No. A Superhero is different than a Hero. Notice that his Strength is a full number, not a modifier.

Q - When Menthalars *Mind Control* Resistance to help them at a *National Monument*, are the *Mind Controlled* Resistance '+1 to their Strength Total' because of the Location's game text?

A – No. The *Mind Controlled* Resistance do not have a Strength Total, but rather they add to the Menthalar Strength Total.

Q - If a player rolls a 1 for their D6 Command Counter (causing a re-roll) and Re-rolls another 1, do they get 2 bonus Alien Menace Tokens?

A – No. Just 1 bonus Alien Menace Token.

Q - Can the extra counter placed for *Paratroopers* land in the same space as the *Paratroopers* Resisitance card?

A – No. It must land in a different Space.

ALIEN RACE PROFILES



The Orzax - Undisputed masters of technology, the Orzax hide themselves away in their laboratories creating massive armies of robots and technological terrors to unleash on their foes. Over the centuries, they have become physically frail and atrophied as their brains have grown ever larger and their legs shriveled and floppy. Now fully dependant on their technology, the Orzax cannot even move under their own power, requiring the aid of Robot Butlers and Techno-Chairs just to stay mobile.



The Fishmen of Atlorak - Adept at virtually all forms of combat, the Fishmen of Atlorak are raised from egg-to-spawn as hardened fighters. Having both lungs and gills, they can easily survive both in and out of the sea, though they often wear dome helmets filled with water to the battlefield as it keeps their skin moist. With electrified power-tridents, superior military training, and the deadly Land Squid at their command, the Fishmen of Atlorak are a force to be reckoned with.

The Vento Star Empire - An empire of faded glory, the Vento were once the mightiest superpower in the Galaxy, with legions of other alien species fighting under their control. They ruled their star empire with a cruel and militaristic iron fist. Now their golden age has passed and they must bow to the will of the Overseers, like everyone else. The upper echelons of the Vento still carry themselves with pride and arrogance. Yet, without the clout they once had to back it up, most others in the galaxy are…unimpressed.



The Trun - Standing over twelve feet tall with rippling muscles and a mouth full of viciously sharp teeth, the Trun are the ultimate warrior race. A simple and barbaric civilization, the Trun value strength and battle prowess above all else. Preferring to use heavy-duty projectile weapons over the more elegant lasers that most other Alien races utilize, the Trun only construct energy weapons that have particularly gruesome results when they strike a target. Did I mention they also like to enslave lesser beings?





The Venezian Matriarchy - An empire of space amazons, the Venezians are divided into many sects, each with a powerful queen as ruler. They are ruthless in their conquests, using manipulation and seduction as effectively as they use weaponry and tactics. The Venezians have a long standing hatred for the Orzax above all others as their countless robot armies are immune to this seductive warfare. The Venezians are pirates, renowned throughout the galaxy for playing with their foes awhile…before annihilation.



Menthalars - Small crustacean telepaths, the Menthalars are masters of the psychic realm! They use their powerfully large brains and sinister mustaches to take hold of their opponent's minds with ease, turning them on one another or simply making their heads explode with a backlash of psionic energy. A frail and tiny race, the Menthalars are often viewed as overcompensating for their size by taking great pleasure in the torment and destruction of others. Just don't say that to their face.

Fome Guild Mages - Some of the most powerful sorcerers in the known universe, the mages of the Fome Guild specialize in the necromantic arts; raising legions of the dead to fill their armies. Ominous and silent, they float through the air as though suspended by their massive heads; their futuristic silver robes dangling beneath. The Fome Guild has a bitter rivalry with the sinister Menthalars that stretches back eons. No one knows exactly why, but many have guessed it has to do with competition over the title of 'Most Evil' race in the galaxy.



Rantillion Beetlemen - The Rantillion Beetlemen are a swarming sea of insectoid soldiers. With large hardened shells, menacing bug eyes, and razor sharp claws, the Beetlemen can tear through almost any armored target with ease. Directed on the battlefield by the sweet, sweet pheromones of their Rantillion Beetlewomen Shamans, the standard Beetlemen soldiers are little more than drones to conquer all in their path for the glory of the colony. Chipr, Chipr, Chipr, Chipr!





Vyborian Arbiters - A mass of writhing tentacles and hate, the Vyborian Arbiters are giant creatures with a penchant for destruction. Though they lack opposable thumbs (and even hands for that matter), the Vyborians are quite adept at fine manipulation with their massive tentacles. Of course, most of the time they are just using them to smash stuff. It's a hobby.



Setaris Kitewings - Descending from the skies in waves of death, the Setaris Kitewings are a race of reptilian bird-men. Though they do enjoy feeding on the scavenged dead around the battlefield, the Setaris Kitewings are quite intelligent and utilize both high-tech body armor as well as laser rifles. They also have a tendency to make hideous screeching noises as they attack…force of habit.

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GLOSSARY

Activate – May only be used once per turn. Flip the card face down to show when it has been used.

Ready – Flip an Activated card face up to show that it is ready to use again this turn.

Base Strength – The basic Strength listed on the card for a single Alien or Resistance.

Battle – All of the Fights that take place at a single Location during a turn

Fight – One combat between the Aliens and one Resistance at a Location. Subset of a Battle.

Fight Round – One round of comparing Strength Totals between the Aliens and one Resistance at a Location. Subset of a Fight.

Crushing Victory – Automatic victory for a Fight Round, regardless of Strength Totals. Achieved by rolling a 6 on Fight Dice.

Space – One of the rectangular areas on the board that can either be empty or have a Location card placed in it.

Empty Space – A Space that has no Location card in it.

Location – A card that is placed on the board inside of a Space.

Objective Location – A special type of Location card placed in the Conquest logo Space on the center Objective Board Section.

The Board – Refers to the entire Game Board.

Board Section – One piece of the Board that contains a Conquest logo Space as well as 6 other Spaces arrayed around it.

Player Board Section – A Board Section that contains a player Landing Site and does not have an Objective Location on it.

Objective Board Section – The center Board Section that has an Objective Location on it.

Landing Site – The Space where a player lands their Aliens (usually the Conquest logo Space on a Player's Board Section).

Random Space – When a Random Space is needed on a Board Section, roll a single die and consult the numbers arrayed around the center logo Space to determine which outer Space has been selected.

Full Resistance – A Resistance card with a whole number for its Strength (not a modifier like a '+' number).

Hero – A type of Resistance card that is a modifier. Draws an additional Resistance card when drawn.

Instantly – No other cards or abilities can be used to interrupt an instant effect.

RESISTANCE ABILITIES

Assault – The Resistance Wins a Fight on a Tie result.

Barrage – The Resistance fires a special Barrage attack at the start of each Fight Round with it as well as during Step 5 of the Resistance Phase. Roll a D6 for each Alien in the same and adjacent Spaces to the Barrage Resistance Counter. On the roll of 1 or 2, that Alien is Destroyed.

Bold – The Resistance is +1 Strength for each Alien at the Location.

Cunning – The Resistance rolls an extra Fight Dice and uses highest.

Deadly – The Resistance gets a Crushing Victory on the roll of 5 or 6 (instead of only on a 6).

Move – This Resistance Counter will move to a Random Space on the same Board Section during Step 4 of the Resistance Phase. If it rolls the same space it is already in, it does not move.

Captain Fantastic – The Captain Fantastic Resistance Counter works slightly differently from his Resistance card. When the Captain Fantastic Counter is drawn for a Board Section, he comes out and immediately fights a single Fight Round against every Space on that Board Section. The order that these Fight Rounds take place in should not matter (but if there is a dispute, the current First Player may choose the order). Once all of these Fight Rounds are complete, the Captain Fantastic Counter is discarded back to the Pool.

LEGEND OF ICONS





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