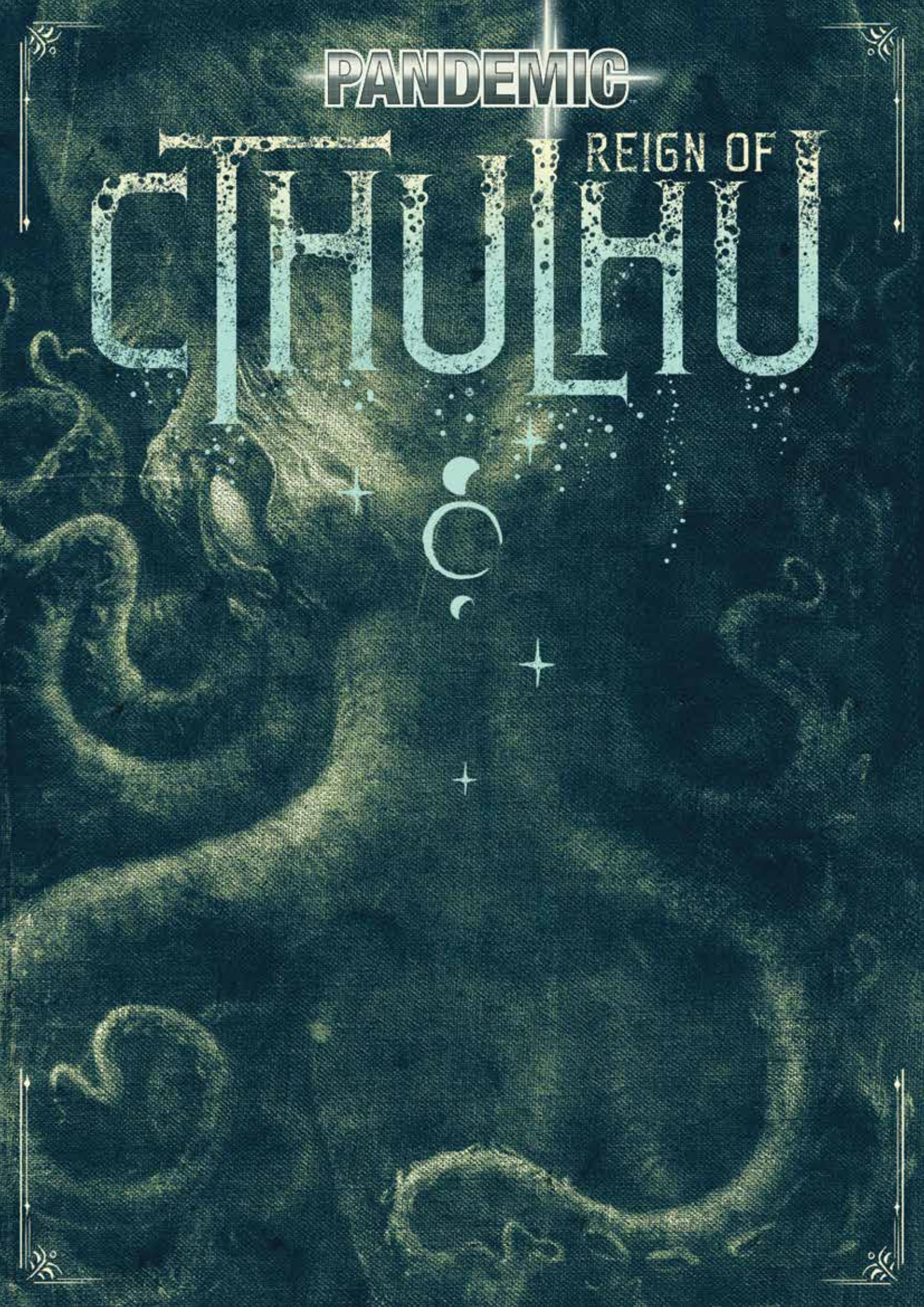

PANDEMIC
REIGN OF
CTHULHU

Beings of ancient and bizarre intelligence, known as Old Ones, are stirring within their vast cosmic prisons. If they awake into the world, it will unleash an age of madness, chaos, and destruction upon the very fabric of reality. Everything you know and love will be destroyed!

You are cursed with knowledge that the "sleeping masses" cannot bear: that this Evil exists, and that it must be stopped at all costs.

Shadows danced all around the gas street light above you as the pilot flame sputtered a weak yellow light. Even a small pool of light is better than total darkness, you think to yourself. You check your watch again for the third time in the last few minutes. Where was she? Had something happened?

The sound of heels clicking on pavement draws your eyes across the street. Slowly, as if the darkness were a cloak around her, a woman comes into view. Her brown hair rests in a neat bun on her head and glasses frame a nervous face. Her hands hold a large manila folder with the words INNSMOUTH stamped on the outside in blocky type lettering.

"You're late," you say with a note of worry in your voice, taking the folder she is handing you.

"I...I tried to get here as soon as I could." Her voice is tight with fear, high pitched and fast, her eyes moving nervously without pause. "You know how to fix this?" The question in her voice cuts you like a knife. "You can...make IT go away?!"

You wince inwardly as her voice raises too loudly at that last bit, a nervous edge of hysteria creeping into her tone.

In an instant, you've opened the folder, scanning the pictures of some dockworkers and a place near a boardwalk you've never seen before. The edge of the photo is blurry, but the undulating mass of tentacles and... something very large... are unmistakable. You tuck it all away in your coat, a familiar weight setting once more onto your shoulders.



"I can try. It's what we do," is all you can say. What promises can you make someone when you are faced with the spawn of chaos and madness incarnate? You ball your hands into fists in your own coat pocket to stop them from shaking at the memory of the last time you came close to one of these "Old Ones" and their deformed and psychotic minions. That you've made it this far is a miracle.



The woman's eyes widen, her nostrils flaring as her hands grab the front of your shirt. *"Try?"* Her voice is a whimper edging to a siren's wail. *"Try?! You...you HAVE to! You don't know what I had to do to get those..."*

You shake her off, your gaze hardening enough that the street light's yellow glow shows the danger in your eyes. It's enough to cause her to bite back her next few words, straightening up as she steps back half a pace.

"Thank you for the intel ma'am," you say as you turn and stride into the darkness. *"Unless you intend to join me, you should head home. It's dangerous out at night these days."* With this information, you should have the final clues you need to stop this next abomination from infiltrating your world further.

You walk towards the next set of horrors. Noticing that you no longer are alone, you start sharing the words of your late mentor that set you off on this path.

"A great Evil slumbers under the very soil you tread, my friend. It hides behind the darkness that fills the midnight void in the sky. It whispers dreams of madness and chaos to the masses from beneath deep waters.
But the clues to halting its entrance into the world are all around you. A great Evil stirs somewhere in the dark recesses of the world. Can you stop it from waking up in time?"

There's not a day that's gone by you don't wish you could forget them and walk a different path... and not a day that you know that you can't. Someone's gotta try and push back this ancient Evil. Someone's gotta hold on to the light. But it doesn't mean that someone's gotta be alone...

OVERVIEW

You and your fellow players are investigators. You must work together to seal four gates to prevent the awakening of Cthulhu, or the area from being overrun with cultists or Shoggoths. Failure means the unleashing of an age of madness.

Pandemic – Reign of Cthulhu is a cooperative game. Each player has a specific role with special abilities to improve their team's chances. The players all win or lose together.

YOUR GOAL IS TO SEAL ALL 4 GATES.

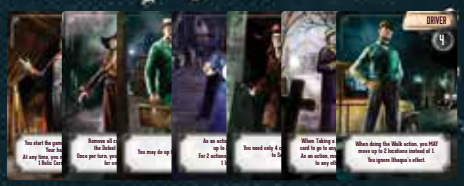
THE PLAYERS LOSE IF:

- Cthulhu awakens,
- Not enough cultists are left when needed,
- Not enough Shoggoths are left when needed,
- Not enough Player cards are left when needed, or
- All players are insane.

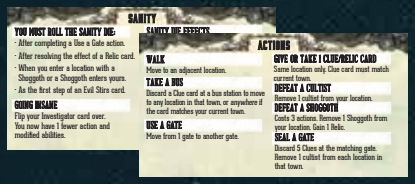
CONTENTS



PLAYER CARDS: 44 CLUES



7 INVESTIGATOR CARDS



4 REFERENCE CARDS



PLAYER CARDS: 12 RELICS



4 EVIL STIRS CARDS



7 INVESTIGATOR FIGURES



1 BOARD

1 SET UP THE BOARD, CTHULHU, AND PIECES

Place the board within easy reach of all players. Place the Cthulhu Old One card facedown on the board in the space provided for it (X). Place the cultist and Shoggoth figures as a supply next to the board. Place the Seal tokens near the Play Order table at the bottom of the board.

2 PLACE THE OLD ONES

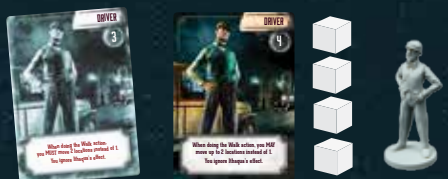
Shuffle the Old One cards and place 6 of them facedown on the remaining spaces to the left of Cthulhu. Return any unused Old One cards to the box.



4 GIVE EACH PLAYER AN INVESTIGATOR, A FIGURE, AND SANITY TOKENS

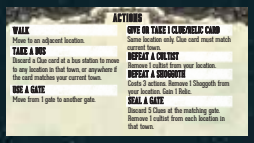
The player to have most recently read a horror story is the first player.

- Shuffle the 7 Investigator cards and deal 2 to the table. The first player picks one Investigator card. That card is replaced and the next player gets to choose from those 2 cards. Continue until all players have picked an Investigator card.
- Place each player's matching Investigator figure at the Train Station in Arkham. Each player takes 4 sanity tokens and makes sure their Investigator card is sane-side up (as illustrated here).



INSANE SIDE SANE SIDE

- Each player also takes a Reference card.



- Return any unused Investigator figures, and Investigator and Reference cards to the box.

5 SET THE GAME'S DIFFICULTY

Depending on your chosen difficulty level, adjust the number of Clue cards as follows:

- For the **introductory** game, leave all 44 Clue cards in the deck.
- For the **standard** game, remove 1 Clue card of each color from the deck.
- For the **expert** game, remove 2 Clue cards of each color from the deck.



24 SUMMONING CARDS



12 OLD ONE CARDS



3 SHOGGOTH FIGURES



1 SANITY DIE



18 SANITY TOKENS



4 SEAL TOKENS



26 CULTIST FIGURES





3 PLACE CULTISTS AND SHOGGOTH

Shuffle all Summoning cards together and place them in the space provided as the Summoning deck.

- Flip over the top 2 cards and place 3 cultists on each of these locations.
- Flip over 2 more cards and place 2 cultists on each of these locations.
- Flip over 2 more cards and place 1 cultist on each of these locations.
- Lastly, flip over 1 more card and place 1 Shoggoth on this location.
- Place all drawn Summoning cards faceup on the Summoning discard pile.





Summoning discard pile

Summoning deck

6 GIVE CARDS TO EACH PLAYER AND PREPARE THE RELIC PILE

Randomly select 4/5/6 Relic cards with 2/3/4 players and shuffle them together with the remaining Clue cards to form the Player deck. Place the unused Relic cards facedown to the side to form a Relic pile. Deal cards from the Player deck to each player to form their initial hands. Give cards according to the number of players:

# OF PLAYERS	CARDS
2-player game	4
3-player game	3
4-player game	2



We suggest players keep their hands faceup at all times.

7 PREPARE THE PLAYER DECK

Divide the remaining Player cards into four facedown piles, as equal in size as you can. Shuffle 1 Evil Stirs card into each pile, facedown. On the space provided for it, stack these piles to form the Player deck, placing smaller piles at the bottom.



8 BEGIN PLAY

The first player starts.

PLAY

Each player turn is divided into 3 steps:

1. DO 4 ACTIONS.
2. DRAW 2 PLAYER CARDS.
3. REVEAL SUMMONING CARDS.

After a player is done resolving the Summoning cards, the player on their left goes next.

Players should freely give each other advice. Let everyone offer opinions and ideas. However, the player whose turn it is decides what to do.

Your hand can have Clue and Relic cards in it. Clue cards are used in some actions and Relic cards can be played at any time.

1. ACTIONS

You may do up to **4 actions** each turn (as shown on the sane side of your Investigator card).



Select any combination of the actions listed below. You may do the same action several times, each time counting as 1 action. Your investigator's special abilities may change how an action is done. Some actions involve discarding a card from your hand; all these discards go to the Player discard pile.

MOVEMENT ACTIONS

If any movement results in your entering a location occupied by a Shoggoth, you must roll the Sanity die.



WALK

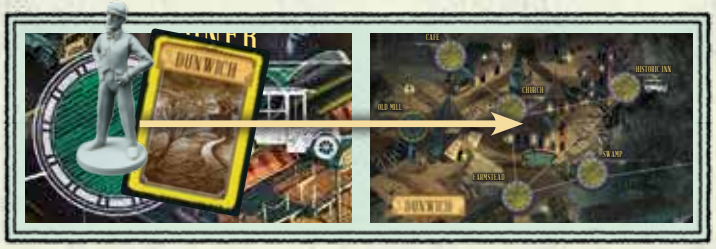
Move from your current location to a location connected by a line.



TAKE THE BUS

While on a bus station location, you can do this action in two ways:

1. Discard a Clue card to move to any location in the town pictured on the card.



2. Discard a Clue card matching the town you are in to move to any location in any town.





USE A GATE

Move from one gate location to another gate location. After completing your movement, do a sanity roll.



Players cannot move to or from sealed gates.

If, after using a gate, you are on a location with a Shoggoth, roll the Sanity die twice: once for using the gate and another time for entering a location with a Shoggoth.

SPECIAL ACTIONS



DEFEAT A CULTIST

Remove 1 cultist figure from the location you are in, returning it to the supply.



DEFEAT A SHOGGOTH (3 ACTIONS)

Remove 1 Shoggoth figure from the location you are in, returning it to the supply. Due to their unspeakable horror, defeating a Shoggoth takes 3 actions and these 3 actions must all be spent on the same turn.

After defeating a Shoggoth with this action, draw a Relic card from the Relic pile and add it to your hand.

Note: Other effects may allow you to remove Shoggoths from the board, but no relics are granted in those cases.



GIVE OR TAKE 1 RELIC CARD

Either give or take 1 Relic card from another investigator who shares your location.



GIVE OR TAKE 1 CLUE CARD

You can do this action in two ways:

1. give a Clue card that matches the town you are in to another player, or
2. take a Clue card that matches the town you are in from another player.

For both of these Give or Take actions, both of you need to share the same location and must agree to do this.

If the player who gets the card now has more than 7 cards, that player must immediately discard a card or play a Relic card (see Relic cards on page 8).



Example: If you have a Dunwich Clue card and are with another player on the Cafe, you can give this card to that player. Or, if another player has a Dunwich Clue card and you both are on the Cafe, then you can take it from that player. In either case, you both must agree before handing the card over.

SEAL A GATE

On a gate location, discard 5 Clue cards from your hand that all match the town you are in.

When you Seal a Gate, place the matching Seal token onto the gate, then **remove 1 cultist from each location in the town** whose gate you just sealed and return them to the supply.



Example: You seal the Dunwich gate at the Old Mill by discarding 5 Dunwich Clue cards. Then you place the Seal token on the gate and remove 1 cultist from each location in Dunwich.

2. DRAW CARDS



After doing 4 actions, draw the top 2 cards together from the Player deck.

If, as you are about to draw, there are fewer than 2 cards left in the Player deck, the game ends and your team has lost! (Do not reshuffle the discard to form a new deck.)

EVIL STIRS CARDS



If your draws include any Evil Stirs cards, immediately do the following steps in order (once you draw an Evil Stirs card, you must resolve it completely before playing a Relic card):

1. Fight the madness: Roll the Sanity die and apply its result.

2. Awakening: Reveal the next Old One.

3. A Shoggoth appears: Draw the bottom card from the Summoning deck and put a Shoggoth figure on that location. Discard this card to the Summoning discard pile.

If you cannot place a Shoggoth on the board because there are not any left in the supply, the game ends and your team has lost!

4. Cultists regroup: Reshuffle just the cards in the Summoning discard pile and place them on top of the Summoning deck.

When doing these steps, remember to draw from the bottom of the Summoning deck and to then reshuffle only the Summoning discard pile, placing it on top of the existing Summoning deck.

It is rare, but possible, to draw 2 Evil Stirs cards at once. In this case, do all four steps above once and then again.

If this occurs, the second evil stirs' Summoning card will be the only card to "reshuffle," ending on top of the Summoning deck.

After resolving any Evil Stirs cards, remove them from the game. Do not draw replacement cards for them.

HAND LIMIT

If you ever have **more than 7 cards** in hand (after first resolving any Evil Stirs cards you may have drawn), discard cards or play Relic cards until you have 7 cards in hand (see Relic cards on page 8).

3. SUMMONING

Flip over as many Summoning cards as the current summoning rate. This number is below the rightmost revealed Old One, or 2 if no Old Ones are revealed (the starting summoning rate). Flip these cards over one at a time, placing a cultist onto the location named on each card. Discard this card to the Summoning discard pile.



If the summoning rate increases during the Summoning step, follow the summoning rate you were using at the beginning of the Summoning step. The new summoning rate only takes effect at the start of the next Summoning step.

If the location already has 3 cultists in it, do not place a 4th cultist. Instead, an awakening ritual occurs (see Awakening Rituals below).

If the Summoning deck ever runs out of cards, shuffle the discard pile to create a new Summoning deck. If this occurs in the middle of a Summoning step, the cards revealed during that Summoning step are not shuffled and must stay in the discard pile.

SHOGGOTHS MOVE



Each time this icon appears on a Summoning card **during the Summoning step**, move each Shoggoth one location closer to the nearest **open** gate. If a Shoggoth on an open gate would need to move, remove it from the board, returning it to the supply, and an awakening ritual occurs instead (see Awakening Rituals below).

If a Shoggoth is ever the same number of locations away from two open gates, the active player moves the Shoggoth towards the open gate of their choice.

AWAKENING RITUALS

When an awakening ritual occurs, reveal the next Old One and apply its effects.

Unlike in Pandemic, there are no Outbreaks or Chain Outbreaks in Pandemic – Reign of Cthulhu.



If the last Old One (Cthulhu) awakens, the game ends and the investigators lose.

OLD ONES

Old Ones have a variety of effects that are applied as soon as the Old One is revealed.



Some of those effects are permanent, meaning they will impact the game until the end. They are identified with this icon:

Others are instantaneous, meaning their effect is applied immediately after being revealed and then is done.

SHOGGOTHS

Shoggoths are servants of the Old Ones. Their very presence is enough to inspire fear and drive men to insanity.

Shoggoths have the following game effects:

- A player must roll the Sanity die whenever they enter a location with a Shoggoth, or a Shoggoth enters their location.
- Defeating a Shoggoth requires 3 actions. A player who uses 3 actions to defeat a Shoggoth immediately draws a Relic card from the Relic pile.
- During the Summoning step, Shoggoths will move towards the nearest open gate. This movement is covered in detail under the Shoggoth Move section.



If you cannot place a Shoggoth on the board because there aren't any left in the supply, the game ends and your team has lost! This can occur during an Evil Stirs card or when the Old One – Hastur is revealed.

RELIC CARDS



During a turn, any player may play Relic cards. Playing a Relic card is not an action. The player who plays the Relic card decides how it is used.

After playing a Relic card and resolving its effect, remove it from the game and the player who played it from their hand **does a sanity roll**.

The "active player" refers to the player whose turn it is.

Relic cards can be played at any time, except in between drawing and resolving a card.

If Yog-Sothoth is awake, Relic cards may only be played by the active player.

When 2 Evil Stirs are drawn together, Relics can be played after resolving the first Evil Stirs.

SANITY ROLLS

Players not only need to contend with the Old Ones' powers and their cultists but also their own grasp on sanity as the tides of madness grow ever higher from the Old Ones' machinations.

YOU MUST ROLL THE SANITY DIE:

- after completing a Use a Gate action,
- after resolving the effects of a Relic card,
- when you enter a location with a Shoggoth or a Shoggoth enters your location,
- as the first step of a drawn Evil Stirs card.

SANITY DIE EFFECTS

BLANK
Nothing happens.

DELUSIONAL
Lose 1 sanity token.

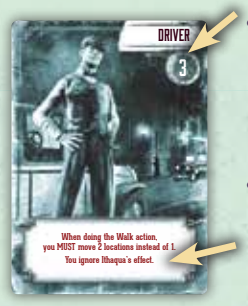
PSYCHOTIC
Lose 2 sanity tokens.

PARANOID
Add 2 cultists to your current location.

If at any time an investigator loses all of their sanity tokens, they become insane.

INSANE INVESTIGATORS

If an investigator becomes insane, flip their card to show that they suffer the following effects:



INSANE SIDE

- **They have one fewer action each turn, as shown on their insane side (if a player had any actions left when they become insane, reduce that number by 1).**
- **Their special ability changes to reflect the change in their state of mind. Only the special ability listed on their insane side applies.**

Insane players must still roll the Sanity die when instructed (the Paranoid result still has an effect) but they cannot lose any more sanity while insane.

If all players are insane, they lose the game!

Fear not, for there is a cure for insanity! If an investigator seals a gate while insane, they are immediately transported to either the Church or the Hospital (their choice). They flip their Investigator card to its sane side, recover their starting sanity, abilities and number of actions, and immediately gain 1 action on their turn as a result.

Players cannot choose to remain insane. Sealing a gate while insane immediately triggers these results and the investigator is left to wonder how they mysteriously arrived at their "house of healing."

Note, if any card effect allows players to regain sanity, an insane investigator becomes sane as described above, but regains only as much sanity as allowed and does not move to the Hospital or Church as they would when becoming sane after sealing a gate.



GAME END

The players win as soon as all 4 gates are sealed.

The players lose if any of the following things happen:

- The last Old One (Cthulhu) awakens,
- There are no cultist figures left to add to the board when the players must add one,
- There are no Shoggoth figures left to add to the board when the players must add one,
- A player cannot draw 2 Player cards after doing their actions, or
- All players are insane.

PLAY EXAMPLE

PLAYER TURN - ACTIONS STEP

The Detective is at the Hospital. He wishes to go to the Graveyard and help the Occultist seal the Kingsport gate (red). He has just sealed the Innsmouth gate (blue) and cannot use it to travel directly to the Graveyard.

The Detective walks 1 to the Factory, a bus location. Since he enters a location with a Shoggoth, he must roll the Sanity die. He rolls a , forcing him to lose a sanity token. Luckily for him, he still has one.

He then takes the bus 2 by discarding an Innsmouth card (his current town) to move to any location on the board. He chooses the Graveyard and immediately joins the Occultist.

At the Graveyard, he defeats a cultist 3. With his final action, he gives a Kingsport card 4 to the Occultist.

The Detective has now finished the Action step of his turn.

DRAW CARDS STEP

The Detective draws 2 cards: Arkham and Dunwich.



SUMMONING STEP

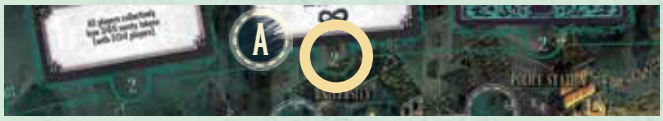
The Detective ends his turn with the Summoning step. The current summoning rate is 2 A (as shown under the rightmost revealed Old One). He reveals the Woods and Hospital cards and places a cultist on each of those locations B. Since the Woods card shows the Shoggoth icon, each Shoggoth moves 1 location closer to the nearest open gate C (or off the board if already on a gate location).

The open gate closest the Factory is at the Park in Arkham (not shown here), so the Shoggoth moves in that direction by moving onto the Pawn Shop.

The Shoggoth at the Wharf moves onto the Graveyard, forcing both the Occultist and the Detective to roll the Sanity die as it enters their location D. The Detective rolls another . He becomes insane and flips his Investigator card to its insane side. He now has one fewer action and changed special abilities. The Occultist rolls a blank.

The Detective then discards the Woods and Hospital cards to the Summoning discard pile.







OLD ONES - FINE POINTS



ATLACH-NACHA
Instant
Each investigator must choose between adding 1 cultist to their location or losing 1 sanity token. If an investigator is insane or only has 1 sanity token left, they must choose to place 1 cultist on their location.



AZATHOTH ∞
Permanent
The removed cultists are no longer available to players. In other words, the effect of this Old One reduces the total number of cultists to 23.

When Azathoth is revealed, if there are 2 or fewer cultists left in the supply, the players lose the game.



ITHAQUA ∞
Permanent
If a player is in a location with 2 or more cultists, a player must first do the Defeat a Cultist action at that location to Walk out of there.

This effect does not apply if you use any other means of movement to leave such a location.

This restriction is lifted if you reduce the number of cultists to 1 by another means (such as using the Occultist's special ability).



SHUDDE M'ELL
Instant
Together, all players must lose a total of 3/4/5 sanity tokens with 2/3/4 players. It doesn't matter how many players contribute, only that the total number of sanity tokens is lost.



TSATHOGGUA
Instant
Together, all players must discard a total of 2/3/4 cards with 2/3/4 players. It doesn't matter how many players contribute, only that the total number of cards is discarded.

If players do not have enough cards, they discard as many as they can.



YIG ∞
Permanent
To Seal a Gate, players must now discard 1 card from a connected town in addition to the regular number of cards.

The Detective's special abilities do not apply to this extra card, but the Mi-go Eye Relic card does.

RELICS - FINE POINTS

ALIEN CARVING
If drawn during the Draw Cards step, you may not immediately play it to continue taking actions since you are no longer in the Actions step of your turn.

ELDER SIGN
When you play this Relic card, turn a placed Seal token to its Elder Sign side.



MI-GO EYE
When Yig is in play, the Clue card reduction from Mi-go Eye may be applied to the connected town card.

SEAL OF LENG
This card may be used to cancel any ∞ (permanent) Old One. If used to cancel Azathoth's effect, return the 3 cultists to the supply.

SONG OF KADATH
When insane, you may use the Song of Kaddath after your last action to become sane. In this case, you will get one more action to take this turn.

When a player draws this card during the Draw Cards step, they may not immediately gain an action from their increase in sanity since it is no longer the Actions step of their turn.

WARDED BOX
If you draw this card at the same time as an Evil Stirs card, you must resolve the Evil Stirs card before being able to play Warded Box.

COMMONLY OVERLOOKED RULES

- Relic cards are not Clue cards and vice versa, but both count as Player cards.
- You do not draw a replacement after drawing an Evil Stirs card.
- On you turn, you may take or a give a card from another player if you both share the same location. That card may be any Relic or a Clue card matching the town you are in.
- Your hand limit applies at all times.
- You must roll the Sanity die if you enter a Shoggoth's location on your turn, or any time a Shoggoth enters your location (either by being placed or moved onto that location).

INVESTIGATORS - FINE POINTS



DETECTIVE

SANE

You need only 4 cards (not 5) of the same color to seal the matching gate.

INSANE

You need only 4 cards (not 5) of the same color to seal the matching gate.

When you are part of a Give or Take a Clue card action, you (or the other player doing it with you) must take 2 actions.



DOCTOR

SANE

You may do up to 5 actions per turn.

INSANE

You may do up to 4 actions per turn.



DRIVER

SANE

When you do the Walk action, you **may** move up to 2 locations instead of 1.

You ignore Ithaqua's effect.

INSANE

When you do the Walk action, you **must** move 2 locations instead of 1.

You ignore Ithaqua's effect.



HUNTER

SANE

When you do the Defeat a Cultist action, you remove all cultists from your location.

Once per turn, you may Defeat a Shoggoth for 1 action instead of 3.

INSANE

Each turn, the first time you enter a location with no cultists, roll a die: on any sanity loss result (Delusional or Psychotic), place 1 cultist instead of losing any sanity. All other results (Blank or Paranoid) are ignored.

You remove all cultists from your location when you do the Defeat a Cultist action.



MAGICIAN

SANE

Your hand limit is 8. You start the game by drawing a Relic card from the Relic pile.

At any time, even outside your turn, you may do the Give or Take 1 Relic card action for free with a player on your location.

INSANE

Your hand limit is 7. You may no longer **give** relics, but you may still **take** them. During your turn, if you have at least one Relic card in your hand, you must play at least one of them, even if the effect would do nothing. Do not roll the Sanity die when playing Relic cards.



OCCULTIST

SANE

For 1 action, you may move 1 cultist up to 2 locations. For 2 actions, you may move 1 Shoggoth 1 location.

INSANE

As an action, move up to 2 cultists 1 location each.



REPORTER

SANE

When Taking the Bus, discard any Clue card to go to any location on the board.

As an action, you may move from one bus station to any other bus station.

INSANE

You may no longer do the Take the Bus action.

Once per turn as a free action, you may take one Clue card matching your current town from the Player discard pile.

CREDITS

Game design: Chuck D. Yager
Based on Pandemic by Matt Leacock
Plastic Sculpting: Paul Kluka
Artwork: Chris Quilliams, Atha Kanaani, Philippe Guérin
Editing: Jean-François Gagné

We wish to thank Mike Young in his house at R'lyeh, who did not become insane while proofreading.

FANTASY FLIGHT SUPPLY™
2
PROTECTIVE CARD SLEEVES

ZMAN™ games
1995 County Rd B2 West
Roseville, MN 55113 USA
(651) 639-1905
Info@ZManGames.com

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