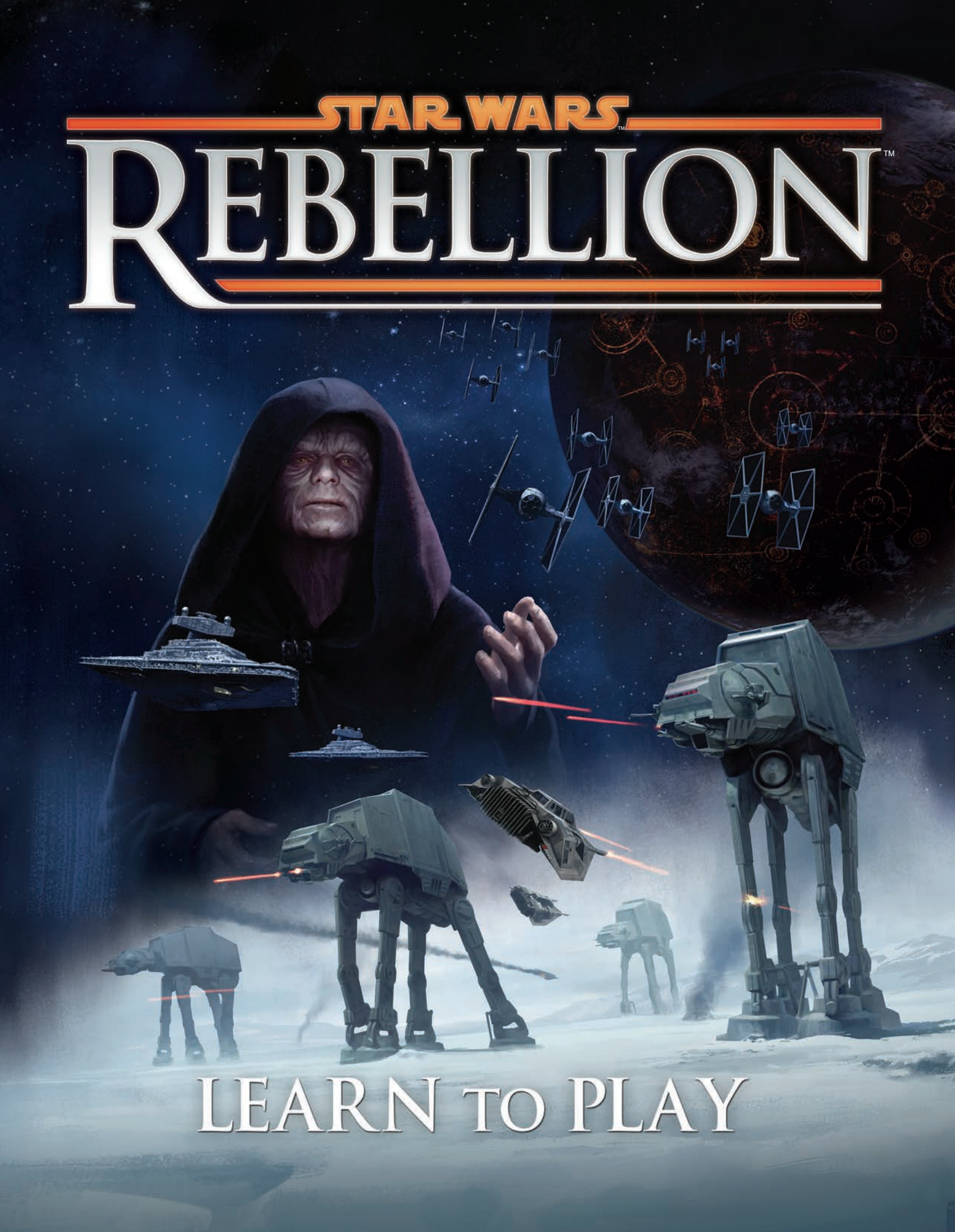
STAR WARS™ REBELLION™



LEARN TO PLAY

INTRODUCTION

It is a period of civil war. The last remnants of the Old Republic have been swept away, and the Empire rules the galaxy by fear. Its newly constructed battle station, the Death Star, is powerful enough to destroy any opposition.

Yet, there is a new hope. A brave few have chosen to stand against the Empire. From their secret base, these Rebels are making plans to deal the Empire a crushing blow and restore freedom to the galaxy.

USING THIS BOOKLET

"The Emperor has made a critical error and the time for our attack has come."
—Mon Mothma, *Star Wars: Return of the Jedi*

The purpose of this booklet is to teach new players how to play ***Star Wars: Rebellion.*** It is recommended that players read this booklet in its entirety before playing their first game.

This booklet is written from the perspective of a two-player game. For example "Rebel player" is used to refer to the Rebel faction as a whole, regardless of the number of players in the game. Specific team-game rules are described later in this booklet.

This game also includes a Rules Reference, which explains detailed rules and special exceptions that are omitted from this booklet. As questions arise during the game, consult the Rules Reference.



GAME OVERVIEW

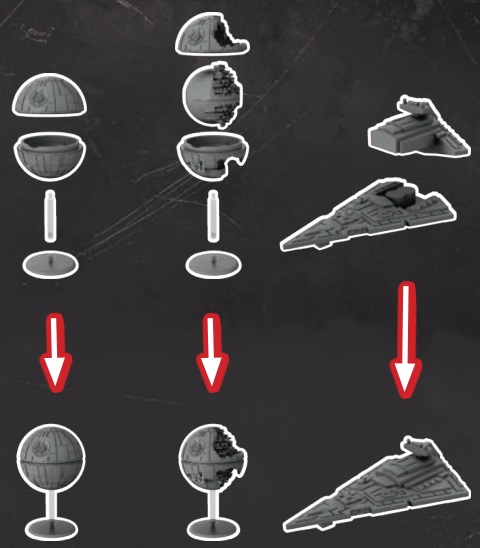
Star Wars: Rebellion lets players reenact the epic struggle between the Rebel Alliance and the Galactic Empire. Players take control of iconic characters from the *Star Wars* saga, sending them on secret missions and leading troops in combat across the galaxy.

Each of the two factions has very different strategies and objectives. The Rebel Alliance is vastly outnumbered and cannot survive a head-on fight; instead, it must remain hidden and rely on subterfuge, guerrilla tactics, and diplomacy to undermine the Empire. The Rebels win the game by gaining enough support to start a full-scale galactic revolt and overthrow the Empire.

The Galactic Empire is a vast, tyrannical regime that rules many systems throughout the galaxy with an iron fist. The Imperials can easily build terrifying weapons of war in large quantities. Although their forces are many, their only chance of extinguishing the spark of rebellion is to spread throughout the galaxy, quell uprisings, and search for the hidden Rebel base. They win the game by finding where the Rebel base is located and conquering it.

MINIATURE ASSEMBLY

Each Death Star and Star Destroyer miniature needs to be assembled before use, as shown below:



COMPONENT LIST



1 Rules Reference and
1 Learn to Play Booklet



1 Game Board (split in 2 halves)



15 Objective Cards



25 Leaders with Plastic Stands
(12 Imperial, 13 Rebel)



3 Destroyed
System Markers



2 Faction Sheets
(1 Imperial, 1 Rebel)



68 Mission Cards
(39 Imperial, 29 Rebel)



27 Subjugation/
Imperial Loyalty
Markers



12 Rebel
Loyalty Markers



32 Damage Markers
(24 single, 8 double)



1 Time Marker



1 Reputation
Marker



31 Probe Cards



7 Attachment Rings



10 Sabotage Markers



10 Custom Dice
(5 Black, 5 Red)



30 Tactic Cards
(15 Ground, 15 Space)



153 Plastic Miniatures
(89 Imperial, 64 Rebel)



34 Action Cards
(16 Imperial, 18 Rebel)

SETUP

Before playing the game for the first time, punch out all of the cardboard components and attach each leader to a plastic stand.

To set up the game, follow these steps:

1. **Choose Factions and Gather Components:** Players must choose who will control the Imperials and who will control the Rebels for this game. If they cannot decide, choose randomly.

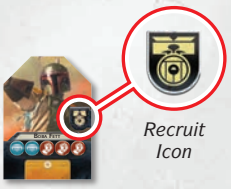
   Each player takes his faction's plastic miniatures, leaders, loyalty markers, faction sheet, mission cards, and action cards, placing these components in front of him.



Imperial Player's Components

2. **Place Starting Leaders:** Each player takes his four leaders that **do not** have a recruit icon and places them in the box labeled "Leader Pool" on his faction sheet. All leaders that have recruit icons are placed near the game board and cannot be added to the leader pool until later in the game.




Recruit Icon

3. **Prepare Game Board and Time Track:** Take both halves of the game board and place them next to each other in the center of the play area. Then place the time marker on space "1" of the track and the reputation marker on space "14" of the track.

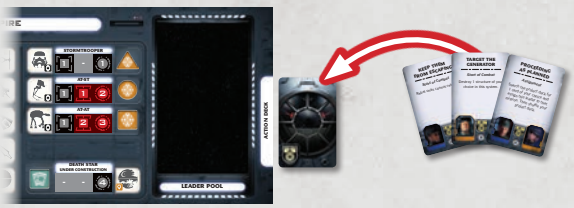


4. **Prepare Objective Deck:** Sort the objective cards into three piles based on the number shown on the card back (I, II, or III), and shuffle each pile individually. Then place pile III on the "Objectives" space of the game board; place pile II on the top of pile III, and finally place pile I on top of pile II to create a single objective deck.

   Then the Rebel player draws one card from the objective deck, keeping it secret from the Imperial player.



5. **Prepare Action Decks:** Each player takes all of his action cards that have a recruit icon and shuffles them to create his action deck. He places it facedown next to his faction sheet on the side labeled "Action Deck." All action cards that **do not** have a recruit icon are not used for the first game and are returned to the game box.



6. **Prepare Tactic Decks, Markers, and Dice:** Shuffle the space tactic and ground tactic decks individually and place them within easy reach of all players. Then take all remaining markers and dice and place them nearby.



7. **Prepare Mission Cards:** Players take their mission cards and sort them as explained below.

   I. *Starting Missions:* Starting mission cards are identified by a curved arrow at the bottom of the card. Each player takes his four starting mission cards and sets them aside.

   II. *Projects:* Project cards are missions that have a white star in the bottom-right corner of the card. The Imperial player takes the project cards and shuffles them together. Then he places this deck on the "Project" space of the game board.

   III. *Remaining Missions:* Each player takes his remaining mission cards and shuffles them to create his mission deck. He places it facedown next to his faction sheet on the side labeled "Mission Deck."



8. **Place Starting Units and Loyalty:** For your first game place units and loyalty markers on the game board as described in the diagram on page 16. For future games use the "Advanced Setup" on page 18.



9. **Choose Base Location:** The Rebel player should make sure that all systems that contain Imperial units have been removed from the probe deck.

   Then, from the remaining probe cards, the Rebel player secretly chooses one card and places it facedown under the Rebel base "Location" space of the game board. Then the probe deck is shuffled and placed on the "Probe Deck" space of the game board.

   For your first game, make sure the Rebel player chooses a system that is ***not adjacent*** to any Imperial units.



10. **Draw Starting Hand:** Each player takes his four starting missions and draws two cards from his mission deck to create his starting hand. This hand of cards is kept secret from his opponent.



Players are now ready to begin playing the game!

PLAYING THE GAME

Star Wars: Rebellion is played over a number of game rounds. During each game round, players resolve three phases in the following order:

1. **Assignment Phase:** Players assign their leaders to missions.
2. **Command Phase:** Players take turns resolving missions or placing leaders on the game board to move units and start combats.
3. **Refresh Phase:** Players resolve cleanup steps, such as retrieving leaders, drawing mission cards, launching probe droids, recruiting new leaders, and building new units.

Each of these phases are explained in detail in the following sections.

Players continue resolving game rounds until one faction has won the game as explained later.

1. ASSIGNMENT PHASE

During this phase, players assign their leaders to missions. Missions represent pivotal moments from the *Star Wars* saga, such as stealing the Death Star plans. Each player has a hand of mission cards that represent the different missions his leaders can attempt.

The Rebel player starts by assigning any of his leaders to missions. When he is finished, the Imperial player assigns any of his leaders to missions.

To assign a leader to a mission, the player takes a mission card from his hand and places it facedown near his faction sheet. Then he chooses **one or two** leaders from his leader pool and places them on top of that card.

Each mission has a skill requirement in the upper left hand corner. These are explained in detail later, in the "What are Skills?" sidebar.

Any leaders who are not assigned to missions remain in the leader pool and can be used during the Command Phase to move units or oppose enemy missions.

After the Imperial player finishes assigning his leaders, players proceed to the Command Phase.

WHAT ARE LEADERS?

"Well, look at you, a general, huh?"
—Han Solo, *Star Wars: Return of the Jedi*

Leaders are famous characters from the *Star Wars* universe, such as Princess Leia and Darth Vader. These characters drive all core actions in the game.





Leaders are required to move units and attempt missions. The numbers on each leader indicate the bonuses it provides in combat, and the skill icons below the leader's name indicate its strength for different mission types. These are explained in detail later.







The Imperial player assigned two of his leaders to missions and left his other two leaders in the leader pool.

2. COMMAND PHASE

During the Command Phase, players can move their units and reveal their missions. Starting with the Rebel player, players alternate taking turns by doing one of the following:

- **Activate a System:** Use a leader from his leader pool to move units on the game board and possibly start combat.
- **Reveal a Mission:** Use a leader on a mission card to reveal the card's ability.

A player can pass at any time. After a player has passed, his turn is skipped for the rest of the Command Phase. After all players have passed, players proceed to the Refresh Phase.

ACTIVATE A SYSTEM

Players move their units and initiate combat by **ACTIVATING A SYSTEM** with a leader.

To activate a system, the player takes one leader from his leader pool and places it in any system. When a system is activated, he can move any of his ships **from adjacent systems** to the activated system. A player cannot move units **out of** a system that already contains one of his faction's leaders.

Each incoming ship can bring a number of ground units along with it equal to its **TRANSPORT CAPACITY**, which is found on its faction sheet. TIE Fighters also require transport as if they were ground units.



Transport Capacity

After moving units into a system that contains opposing units, players resolve a combat, which is explained later.

If a leader does not have any **TACTIC VALUES**, it cannot activate a system.



Tactic Values



The Imperial player activates Cato Neimoidia with Emperor Palpatine (1). He can move the Star Destroyer and AT-AT from Sullust to Cato Neimoidia (2). He cannot move the Stormtrooper from Corellia because it would require a ship with transport capacity to bring it along (3). Also, he cannot move units from Coruscant because it is not adjacent to Cato Neimoidia (4).

WHAT ARE SYSTEMS AND REGIONS?

"Fear will keep the local systems in line. Fear of this battle station."
—Grand Moff Tarkin, *Star Wars: A New Hope*



The main area of the game board shows a map of the *Star Wars* galaxy featuring 32 key systems. Each system consists of planet art (1), the system's name (2), space area surrounding it (3), and its borders (4). Ground units in the system are placed on the planet art, while ships are placed in the space area around the planet.

There are eight regions of the game board, separated from each other by large orange borders. Each region contains four systems.

Most systems are **POPULOUS** systems, which have a loyalty space (5) and resource icons (6) that show which units the system produces. If a system does not have a loyalty space or resource icons, it is a **REMOTE** system.

Shaded areas that are completely surrounded by an orange line are impassible (7) and cannot be moved through.

Finding the Rebel Base

After **Imperial ground units** move into a system, the Rebel player **must** declare whether the Rebel base is in that system.

If the Rebel base is in that system, the Rebel player must reveal the base before resolving a combat. Rules for revealing the Rebel base are explained in detail later.

REVEALING A MISSION

To reveal a mission, the player chooses a facedown mission card that one of his leaders is assigned to. He flips the card faceup and reads the card aloud.

Most mission cards instruct the player to "attempt" or "resolve" the mission in a system. He must declare the system in which he is attempting the mission, but he does not make any other decisions at this time.

Then he places his leader in the declared system. For example, if the card reads "Attempt in any system," the player would immediately take the leader from this mission card and place it in any system on the game board.

Important: If a mission is attempted or resolved in the "Rebel Base" space, the leader is placed in the "Rebel Base" space of the game board and **not** in the system where the Rebel base is hidden.

Missions use two different terms that dictate the outcome of the card:

- The term **RESOLVE** means that the card's ability automatically occurs and cannot be opposed.
- The term **ATTEMPT** means that the card's ability is only performed if the mission succeeds. The mission will **automatically succeed** unless it is **OPPOSED** by an opponent's leader, which is explained below.

Important: After using a starting mission card, the player returns the card to his hand. All other mission cards are discarded after use.



Starting Mission Icon

Opposing a Mission

After a player declares where he is attempting a mission, his opponent has a chance to send one leader from his leader pool to oppose that mission. An opposing leader is placed in the system where the mission is being attempted.

If both players have a leader in the system, the mission is **OPPOSED**. Both players roll dice to determine whether the mission succeeds or fails. Each player rolls dice (of any color) equal to the combined number of skill icons on **all of his leaders in the system**. He rolls dice only for skill icons that match the mission's skill requirement.



Matching Skill Icons



Each ⚃ and ✸ rolled is **one SUCCESS**. Each ⚔ rolled is **two successes**. If the player attempting the mission rolls more successes than his opponent, the mission succeeds and he performs the "If successful" ability on the card. If he rolls equal to or fewer successes than his opponent, the mission fails and he does not perform the ability on the card.

WHAT ARE SKILLS?

"Secret mission? What plans? What are you talking about?"

—C-3PO, *Star Wars: A New Hope*

All missions have a skill requirement in the top-left corner of the card. This shows the minimum number of skill icons that the assigned leaders must match in order to reveal the mission.



This mission requires a leader that has at least one intel (👁) icon, such as Emperor Palpatine.



The more matching icons a leader has, the more likely that leader will succeed at its mission. There are four skill types:

Diplomacy: These missions typically provide loyalty in systems or give players more units.

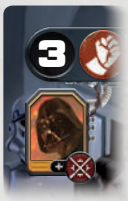
Intel: Rebel intel missions typically help acquire objective cards, while Imperial intel missions help locate the Rebel base.

Spec Ops: Rebel spec ops missions typically destroy Imperial units, while the Imperial spec ops missions capture Rebel leaders and exploit them in various ways.

Logistics: Rebel logistics missions typically move units to and from the Rebel base, while Imperial logistics missions build special units or accelerate Imperial units' build time.

Other Mission Rules:

- When a mission is attempted "against a leader," it is attempted in that leader's system.
- Some mission cards have a leader's image below the skill requirement. **Any leader** can attempt these missions. However, if the indicated leader attempts this mission, he adds two successes to his dice roll.



A leader's image on a mission card.

If the mission is resolved instead of attempted, the card's ability will list an additional effect if the matching leader resolves this mission.

The color of the leader's frame is relevant only in the team game.

MISSION EXAMPLE



1. At the start of the Command Phase, the Rebel player chooses to reveal Princess Leia's mission. He flips the card faceup, revealing "Infiltration," which can be attempted in any Imperial system.

2. He decides to attempt this mission at Coruscant, placing Leia there.

3. The Imperial player decides to send Emperor Palpatine to oppose this mission. He takes this leader from his leader pool and places it at Coruscant.

4. "Infiltration" has an intel (👁) skill requirement, so players count the number of intel icons on their leaders in the system. Both Leia and the Emperor have two intel icons (👁), so each player rolls two dice.

   The Rebel player rolls a ⚔, and the Imperial player rolls a ⚔. Because ⚔ counts as two successes, the mission succeeds, and the Rebel player can perform the mission card's ability.

5. The Rebel player looks at the top two cards of the objective deck, places one on the top, and places the other on the bottom.

6. Since the "Infiltration" card is a starting mission card, the Rebel player returns this card to his hand.

Now that the Rebel player has finished resolving his mission, it is the Imperial player's turn to either activate a system or reveal one of his missions.

3. REFRESH PHASE

During this phase, players prepare for the next round by following these steps:

1. **Retrieve Leaders:** Each player takes all of his leaders from the game board and returns them to his leader pool. If a leader is still on a mission card, it returns to the leader pool, and the card returns to the player's hand.

2. **Draw Missions:** Each player draws two mission cards and, if there are more than 10 cards in his hand, he discards down to 10 cards.

3. **Launch Probe Droids**: The Imperial player draws two probe cards. Each probe card shows one system where the Rebel base **is not located**. The Imperial player keeps these cards secret.

4. **Draw Objective:** The Rebel player draws one objective card and adds it to his hand.

5. **Advance Time Marker:** Advance the time marker one space along the track. Then players recruit and/or build if any icons are shown in the time marker's new space.

   I. *Recruit Icon:* Each player draws two cards from his action deck, chooses **one leader** shown on either card, and places that leader in his leader pool. When playing your first game, the abilities on both cards are ignored and the cards are returned to the game box.



Recruit Icon on the Track

   II. *Build Icon:* Each player builds one unit matching each resource icon in his loyal and subjugated systems (explained later). For subjugated systems, he uses only the left-most resource icon.



Build Icon on the Track

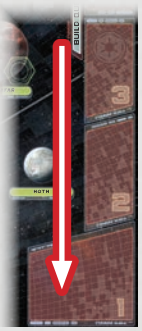
   He takes these units from the supply and places them on his build queue (see below) in the space matching the number to the left of the resource icon.



Resource Icons and Number

6. **Deploy Units:** Starting with the Rebel player, each player slides all units one space down his build queue (toward his edge of the board). Any units that slide from the "1" space off the board are ready to be deployed. The player deploys these units (places them) in systems that have **his loyalty or subjugation markers**.

   Each player can deploy a maximum of two units in each system.



Imperial Build Queue

BUILDING UNITS EXAMPLE



1. During the Refresh Phase, the time marker is advanced to a space that has a build icon.

2. The Rebel player finds each system that has Rebel loyalty and checks its resource icons. Ryloth is loyal to the Rebels and has one resource icon; according to the Rebel faction sheet, a icon generates a Rebel Trooper.

3. The number "1" next to the resource icon indicates that this miniature is placed on space "1" of the build queue (next to the X-wing that is already there).

4. After building units from all of his loyal systems, he slides each unit in the queue one space toward the Rebel edge of the game board. The Rebel Trooper and X-wing slide off the board, so they are now ready to be deployed.

5. The Rebel player decides to deploy both of these units to Ryloth, so he places them in the system.

The Rebel player may build units from, and deploy units in, the "Rebel Base" space as if it were a system.

Systems that contain an opponent's unit or a sabotage marker **cannot build units** during step 5 **nor deploy units** during step 6.

After deploying units, players begin a new game round starting with the Assignment Phase.

WINNING THE GAME

The Imperial player immediately wins the game if he conquers the Rebel base's system (e.g., there is an Imperial unit in the system and there are no Rebel units). This is such a major setback to the Rebellion that it ensures Imperial dominance.

The Rebel player immediately wins the game if the reputation marker and time marker are in the same space of the time track. The Rebels garner enough sympathy and reputation within the galaxy to set the decline of the Empire into motion.

The most common way for the Rebels to gain reputation is from objective cards.

OBJECTIVE CARDS

The Rebel player begins the game with one objective card and draws one more during each Refresh Phase.

The Rebel player may play an objective card from his hand if he has fulfilled the card's requirement at the specified time.

He discards the card and gains the reputation shown in the top-left corner of the card. He moves the reputation marker that number of spaces toward the time marker. Only one objective can be played during each combat and each Refresh Phase.



This objective can be fulfilled during combat, and it provides one reputation.

THE DEATH STAR

"This station is now the ultimate power in the universe. I suggest we use it!"
—Admiral Motti, *Star Wars: A New Hope*

The Death Star is a terrifying unit that can destroy entire systems. To do this, the Imperials need to use their "Research and Development" mission to draw a "Superlaser Online" card from the projects deck.

When a Death Star destroys a system, place a destroyed system marker in the system and destroy all Rebel ground units there. If the Death Star destroys the system where the Rebel base is located, the Imperial player immediately wins the game.



A destroyed system marker.

The Death Star can be destroyed only by the "Death Star Plans" card found in the objective deck.



ADDITIONAL RULES

This section contains all remaining game rules needed to play the game.

THE REBEL BASE

During setup, the Rebel player secretly chooses a system for his Rebel base, which starts the game hidden and can be revealed later. This section explains all rules for finding, revealing, and moving to and from the Rebel base.

While the Rebel base is hidden, the Rebel player can deploy units in the "Rebel Base" space of the game board without revealing the system in which his base is located. When an effect refers to the "Rebel Base" space, it is referring to this space of the game board and **not** the system where the Rebel base is hidden.



Rebel Units at the "Rebel Base" Space

MOVING TO AND FROM THE REBEL BASE

While the Rebel base is hidden, Rebel units can move between the "Rebel Base" space and systems adjacent to the system that contains the Rebel base. This means that moving to or from the "Rebel Base" space will identify one system that is adjacent to the base (or where the base itself is located).

A few missions allow Rebel units to move between the base and any system without revealing information.

REVEALING THE REBEL BASE

If the Imperial player ever has **loyalty or ground units** in the same system as the Rebel base, the Rebel base is immediately revealed. When Imperial ground units enter the system, the base is revealed before resolving a combat.

When the base is revealed, the Rebel player flips the probe card in the "Location" space faceup and places it in the "Rebel Base" space. All units and leaders from the "Rebel Base" space are placed in the system shown on the probe card. The probe card remains faceup on the "Rebel Base" space to remind players that the base is revealed.

While the base is revealed, the resource icons in the "Rebel Base" space can still be used. However, units cannot be deployed in or moved to the "Rebel Base" space. Any units that would be placed here are instead placed in the system shown on the base's faceup probe card.

ESTABLISHING A NEW BASE

The "Rapid Mobilization" mission card allows the Rebel player to establish a new base. To do so, he draws the top four cards from the probe deck. He may choose one of those cards to become the new base location, but cannot choose a system that has Imperial loyalty or Imperial units.

If he chooses a new base location, he reveals the old base's location and places all units from the "Rebel Base" space in the old base's system. The Rebel player will not have any units at the new base until he either moves or deploys units there.

He gives the old base's probe card to the Imperial player and places the new base's probe card facedown under the "Location" space. Then he shuffles all unchosen probe cards and places them facedown on the bottom of the probe deck.

SABOTAGE MARKERS

Some Rebel missions place a **SABOTAGE MARKER** in a system, which means that **neither player** can use its resource icons to build new units, and units cannot be deployed there. Sabotage markers can be removed by some Imperial missions.



A Sabotage Marker in a System



LOYALTY AND SUBJUGATION

Neither faction can win the war without support from citizens across the galaxy. Factions achieve support by convincing star systems to join their cause, which is represented in the game by **LOYALTY**. The Empire can also occupy systems, subjugating the population and compelling them to aid their galactic dominion.

LOYALTY

Each populous system has loyalty, which represents whom the system's population supports: Rebel, Imperial, or neutral. A system's current loyalty is indicated by which loyalty marker is in the system. If a system does not have a loyalty marker, it is neutral.



Imperial Loyalty Marker

The main way that players gain loyalty in systems is by resolving diplomacy (✦) missions. The player who has loyalty in a system can use the system's resources to build new units.

When a player "gains 1 loyalty" in a system that is neutral, place his loyalty marker in that system; the system is now loyal to his faction. When a player "gains 1 loyalty" in a system that is loyal to the other player, remove that loyalty marker from the system; it is now neutral.

Each system that has an Imperial loyalty marker or subjugation marker is an **IMPERIAL SYSTEM**. Coruscant is always loyal to the Imperial player and cannot gain or lose loyalty.

SUBJUGATION

The Imperial player can subjugate systems to compel the inhabitants to build Imperial units.



Subjugation Marker

When there is **at least one Imperial ground unit** in a system that does not have Imperial loyalty, the Empire subjugates the system. Place a subjugation marker in the system's loyalty space.

If the newly subjugated system had Rebel loyalty, place the marker **on top of** the Rebel loyalty marker. This denotes that the inhabitants are compelled to work for the Imperials.

If **at any time** there are no Imperial ground units in a subjugated system, the subjugation marker is discarded and the system's loyalty returns to the Rebels (or neutral if no loyalty marker is beneath it).

The Imperial player can use a subjugated system's **left-most** resource icon to build new units. The Rebel player cannot build or deploy units in a subjugated system, even if a Rebel loyalty marker is under the subjugation marker.



Utapau's left-most resource icon is a blue ●.

ATTACHMENT RINGS

Some card abilities attach **RINGS** onto leaders, such as the captured leader ring. When a ring is attached to a leader, press the leader's stand snugly into the ring.

The ring's effect is explained on the card that brought the ring into play. If a leader who already has a ring receives another ring, the previous ring is removed to make room for the new ring.



Han Solo in the Carbonite Attachment Ring

CAPTURING LEADERS

Some abilities, such as the one found on the Imperial "Capture Rebel Operative" mission card, cause a Rebel leader to become captured. When a leader is captured, attach the captured leader ring to that leader. Captured leaders typically do not oppose missions; also, they cannot return to the leader pool and cannot be moved by the Rebel player. However, they do not prevent Rebel units from moving out of their system.



Captured Leader Attachment Ring

Captured leaders can be moved by the Imperial player like ground units. The Imperial player also has missions that can be attempted against captured leaders, such as interrogating a leader for information about the Rebel base. When a mission is attempted against a captured leader, that leader will oppose the mission even though it is captured.

The Imperial player has only one captured leader ring. If he captures a second leader, the first leader is rescued, and he attaches the captured leader ring to the new leader.

RESCUING CAPTURED LEADERS

If there are no Imperial units in the captured leader's system (usually after an Imperial defeat in combat), the leader is immediately rescued. Some mission cards can also rescue captured leaders.

When a captured leader is rescued, remove the ring from the leader and place the leader in the "Rebel Base" space.

STRUCTURES

The Shield Generator and Ion Cannon are special types of ground units called **STRUCTURES**. Structures are immobile (cannot move) and do not provide dice in combat. Instead, they provide abilities that occur during combat as explained on the Rebel faction sheet.



Immobile Icon

COMBAT

When a player moves units to a system that contains his opponent's units, a combat is resolved. Players resolve a combat by following these steps:

1. **Add Leader:** If a player does not have a leader with tactic values in the system, he may take one leader from his leader pool and place it in the system.

2. **Draw Tactic Cards:** Each player draws tactic cards based on his leader in the system (if any). The player draws space tactic cards equal to his leader's space tactic value (blue), and ground tactic cards equal to his leader's ground tactic value (orange). If a player has multiple leaders in the system, he uses only the highest for each value (space and ground).



Tactic Values

3. **Combat Round:** Players resolve a combat round in which each unit performs one attack. To resolve a combat round, follow these steps:

   I. **Space Battle:** The current player resolves one **ATTACK** with all of his ships. Then his opponent resolves one attack with all of his own ships. Attacks are explained below.

   Only resolve this step if both players have ships in the system.

   II. **Ground Battle:** The current player resolves one attack with all of his ground units. Then his opponent resolves one attack with all of his own ground units.

   Only resolve this step if both players have ground units in the system.

   III. **Retreat:** Starting with the current player, each player has the option to retreat his units from the system.

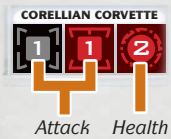
   IV. **Next Round:** If both factions still have units in the same **THEATER** (space or ground), they resolve another combat round. Otherwise, the combat ends.

RESOLVING AN ATTACK

To attack, the player rolls dice and deals damage to his opponent's units in that theater. To resolve an attack, follow these steps:

1. Roll Dice

The player rolls dice matching the color and quantity of the attack values of all his participating ships or ground units. Each attack is limited to a maximum of five red and five black dice.



Attack Values *Health Value*

2. Combat Actions

After rolling the dice, the player performs any number of combat actions, one at a time. There are two types of combat actions:

- **Play a Tactic Card:** The player plays a tactic card from his hand and resolves its ability. Tactic cards can target only units in the theater being resolved and are discarded after use. If the card has the ⚔ icon, the player must discard one of his ⚔ dice to use the ability.

- **Draw a Tactic Card:** The player can discard one of his ⚔ dice to draw one tactic card from this theater's tactic deck. Tactic cards can be used either during the same combat round in which they were drawn or saved for later in this combat.

3. Assign Damage

After the player is finished resolving combat actions, he chooses which units to assign damage to by placing the dice (or cards) next to the units. Damage must be assigned to units in the theater being resolved.

The icons on the dice can be used as follows:

⚔ **Hit:** Deal one damage to a unit that has a health value matching this die's color.

⚔ **Direct Hit:** Deal one damage to a unit that has a black or red health value.

Example: TIE Fighters roll black dice. Any ⚔ rolled on black dice can be assigned to an opponent's unit in that theater with a black health value (only X-wings or Y-wings). Black ⚔ cannot be assigned to units with a red health value, such as a Corellian Corvette.

4. Block Damage

The opponent can play tactic cards to block (remove) damage assigned to his units. Blocked damage is canceled and does not affect the assigned unit.

5. Destroy Units

If a unit has damage assigned to it equal to or exceeding its health, it is **DESTROYED** (returned to the supply). If the unit has not yet attacked this combat round, it is not destroyed until **the end of this combat step** (either space battle or ground battle). The unit is placed on its faction sheet as a reminder that it will be destroyed at the end of this step. The unit attacks as normal this combat round.

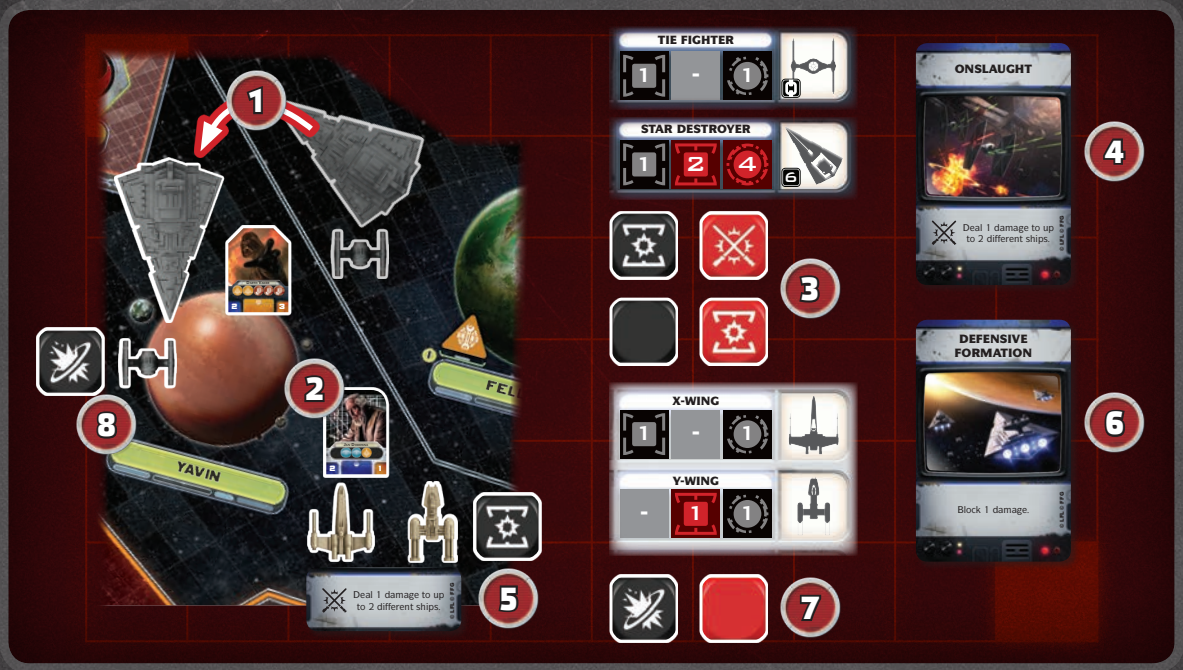
If a unit is assigned damage that is less than its health value, place damage markers under the miniature to track the damage. This damage remains during future combat rounds and cannot be removed. All damage markers are discarded **at the end of the combat**.

RETREAT

When a player retreats from combat, he moves his leader and all of his units from that system to an adjacent system, following normal movement and transport rules. If a player does not have a leader in the system, he cannot retreat. If the Imperial player has a Death Star in the combat, he cannot retreat any of his units.

When retreating, the player must retreat to a system that either contains his own units or has one of his loyalty markers, if able. He cannot retreat units to a system that contains his opponent's units nor to a system that his opponent moved units from to initiate the combat.

COMBAT EXAMPLE



1. The Imperial player has activated the Yavin system with Darth Vader, moving one TIE Fighter and one Star Destroyer.

2. The Rebel player chooses to add Jan Dodonna to the system, taking him from his leader pool and placing him in the system.

   Both leaders have a space tactic value of "2," so each player draws two space tactic cards (not shown).

3. The Imperial player attacks with his ships first. He rolls two black dice and two red dice.

4. Now he performs combat actions. He discards his ⚔ die to use a ⚔ tactic card from his hand. This card deals one damage to two different units, so he deals one damage to each Rebel fighter.

5. Next, the Imperial player assigns the black ⚔ to the Y-wing. The red ⚔ cannot be assigned to fighters because they do not have a red health value.

6. The Rebel player plays a card to block one damage from the X-wing. The Y-wing has sustained lethal damage, so it will be destroyed at the end of this combat step.

7. Then the Rebel player attacks with his ships. He rolls one black die and one red die. He chooses not to perform any combat actions.

8. He decides to assign his black ⚔ to the TIE Fighter. The Imperial player does not block this damage, so the TIE Fighter will be destroyed.

9. Both the Y-wing and the TIE Fighter are destroyed and returned to the supply.

If both players had ground units in the system, they would then resolve a ground battle.

FIRST GAME SETUP

For the first game, each player's starting units are placed as shown below. For future games, use the "Advanced Rules" on page 18, which provide more setup options.



1. Remove these cards from the probe deck: Corellia, Mandalore, Saleucami, Sullust, and Mustafar. Shuffle the deck and return it to its space on the game board.
2. **Kashyyyk:** 1 Rebel loyalty marker.
3. **Bothawui:** 1 Corellian Corvette, 1 Rebel Transport, 1 X-wing, 1 Y-wing, 3 Rebel Troopers, 1 Airspeeder, 1 Rebel loyalty marker.
4. **Naboo:** 1 Rebel loyalty marker.
5. **"Rebel Base" Space:** 1 X-wing, 1 Y-wing, 3 Rebel Troopers, 1 Airspeeder.
6. **Saleucami:** 1 Star Destroyer, 2 TIE Fighters, 2 Stormtroopers, 1 AT-ST, 1 Imperial loyalty marker.
7. **Mandalore:** 1 Death Star, 4 TIE Fighters, 2 Stormtroopers, 1 AT-ST, 1 subjugation marker.
8. **Coruscant:** 1 Star Destroyer, 1 Assault Carrier, 2 TIE Fighters, 3 Stormtroopers, 1 AT-AT, 1 AT-ST.
9. **Corellia:** 1 Assault Carrier, 1 Stormtrooper, 1 Imperial loyalty marker.
10. **Sullust:** 1 Star Destroyer, 2 TIE Fighters, 2 Stormtroopers, 1 AT-ST, 1 subjugation marker.
11. **Mustafar:** 1 Assault Carrier, 2 TIE Fighters, 2 Stormtroopers, 1 AT-ST, 1 Imperial loyalty marker.

STOP!

If you want to play with two players, you now know all rules needed to play your first game. If you want to play with more than two players, you must also read the "Team Game" rules on page 19.

Before starting your first game, be sure to read the "First Game Strategy" on the back page aloud to all players.

As questions arise during the game, use the Rules Reference to find the topic in question. Good luck, and may the Force be with you!



CREDITS

Game Design: Corey Konieczka

Game Development: Steven Kimball

Producer: Steven Kimball

Graphic Design: David Ardila, Edge Studios, and Samuel Shimota, with Christopher Hosch and Monica Skupa

Managing Graphic Designer: Brian Schomburg

Cover Art: Darren Tan

Planet Art: David Ardila, Anthony Devine, José Mikhail Elloso, and Stephen Somers

Interior Art: Matt Allsop, BalanceSheet, Christopher Balaskas, Cristi Balenescu, Tiziano Baracchi, Ryan Barger, Jorge Barrero, Cassandre Bolan, Jon Bosco, Matt Bradbury, Adam Burn, Alexandre Dainche, Christina Davis, Allen Douglas, Tony Foti, Michele Frigo, Mariusz Gandzel, Zach Graves, Richard Hanuschek, Imaginary FS Pte Ltd, Andrew Johanson, Jeff Lee Johnson, Jason Juta, Adam Lane, Ignacio Bazán Lazcano, Ralph McQuarrie, Mark Molnar, Jake Murray, Ameen Naksewee, David Auden Nash, Mike Nash, Maciej Rebisz, Alexandru Sabo, Tony Shasteen, Matthew Starbuck, Nicholas Stohlman, Angela Sung, Darren Tan, Ryan Valle, Jose Vega, VIKO, Magali Villeneuve, Jacob Walker, Christer Wibben, and Ben Zweifel

Planet Art Direction: John Taillon

Managing Art Director: Andy Christensen

Plastic Sculpting: Jason Beaudoin with Bexley Andrajack, Niklas Norman, and Gary Storkamp

Technical Editing: Autumn Collier

Proofreading: Adam Baker and Nicholas Houston

Quality Assurance Coordinator: Zach Tewalthomas

FFG Licensing Specialist: Amanda Greenhart

Production Management: Simone Elliott and Megan Duehn

Executive Producer: Michael Hurley

Publisher: Christian T. Petersen

Playtesters: Cameron Abernathy, Brad Andres, Glen Aro, Samuel Bailey, Adam Baker, Garrett Beatty, Craig Broadbridge, Frank Brooks, Stefano Carlino, Jhonn Clements, Chris J Davis, Kyle Dekker, Ronald DeValk, Emile de Maat, Erik Dahlman, Marieke Franssen, Jon Gebhart, Chris Gerber, Amanda Greenhart, Anita Hilberdink, Jesse Horne, Tim Huckelbery, James Kniffen, Nathan Karpinski, Justin Kemppainen, Patrick Knight, Peter Lacko, Brendon Lam, Mark Larson, Josh Lewis, Kortnee Lewis, Scott Lewis, Lukas Litzsinger, Robert Martens, Michael McFadgen, Adam Mitchell, David Mitchell, Andrew Navaro, Kiefer Paulson, Karly Perin, Jeremy Rainbow, Kendra Rainbow, Toby Rainbow, Sharon Rogerson, Michael Sanfilippo, Brian Schomburg, Alessio Serafini, Sean Serrin, Bree Smith, Sam Stewart, John Taylor, Jason Walden, Elizabeth Wasowicz, and Mike Weir

Special thanks to all of our beta testers.

Lucasfilm Approvals: Chris Gollaher and Brian Merten

© & ™ Lucasfilm Ltd. Fantasy Flight Games and the FFG logo are ® of Fantasy Flight Publishing, Inc. Fantasy Flight Supply is a TM of Fantasy Flight Publishing, Inc. Fantasy Flight Games is located at 1995 West County Road B2, Roseville, MN 55113, USA, 651-639-1905. Actual components may vary from those shown. Made in China.
NOT INTENDED FOR USE BY PERSONS AGES 13 YEARS OR YOUNGER.

FANTASY FLIGHT SUPPLY™
2 2
PROTECTIVE CARD SLEEVES

ADVANCED RULES

After players have played their first game, they should use the rules explained in this section, which includes variable setup rules and thematic action card abilities for each leader.

ADVANCED SETUP

When setting up the game, players can start with loyalty in different systems and choose where to place their units. When resolving step 8 of setup, follow these steps instead of using the "First Game Setup" on page 16.

1. Shuffle the probe deck and reveal cards from the top of the deck until three Rebel systems and five Imperial systems have been revealed.

   Place a Rebel loyalty marker in each of the three Rebel systems. Place a subjugation marker in the first two Imperial systems drawn and an Imperial loyalty marker in each of the other three Imperial systems drawn.

   Probe Card with Rebel Loyalty

   Return the five Imperial probe cards to the game box. Then shuffle all other probe cards back into the probe deck.

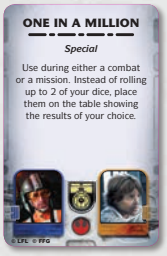
2. The Imperial player receives 3 Star Destroyers, 3 Assault Carriers, 12 TIE Fighters, 12 Stormtroopers, 5 AT-STs, 1 AT-AT, and 1 Death Star. These units can be placed in any system that has an Imperial loyalty marker or subjugation marker. At least 1 ground unit must be placed in each Imperial system.

3. The Rebel player receives 1 Corellian Corvette, 1 Rebel Transport, 2 X-wings, 2 Y-wings, 6 Rebel Troopers, and 2 Airspeeders. These units can be placed in the "Rebel Base" space of the game board and/or in any **one** Rebel or neutral system.

4. Each faction draws two random starting action cards (i.e., the action cards without a recruit icon on them). These cards provide special, once-per-game abilities (see "Action Cards" on the right).

Players then resume the setup steps on page 5.

ACTION CARDS



Action Card

Action cards provide special, hidden abilities to leaders. During setup, each player receives two random starting action cards and places them facedown near his faction sheet. Players can look at their own action cards at any time. The other starting action cards are returned to the game box; they are not used this game.

Each action card can be used once per game. When a player wishes to use an action card, he flips the card faceup, resolves its ability, and then returns it to the game box.

Action cards used during a mission or combat **can only be used** if one of the leaders shown on the card is already in the system.

The bold phrase directly above the ability specifies when the card can be used.

- **Assignment:** The card is used during the Assignment Phase. Instead of assigning a leader to a mission, a player can flip the card faceup and resolves its ability.
- **Start of Combat:** The card is used immediately after step 1 (Add Leader) of combat.
- **Immediate:** The card must be used as soon as the player gains the card, either during setup or after choosing it when recruiting a leader. The card is immediately revealed and resolved.
- **Special:** The card is used when specified on the card.

Players can gain additional action cards during the "Advance Time Marker" step of the Refresh Phase. When a player recruits a leader during this phase, he places the chosen action card **facedown** near his faction sheet, and he places the unchosen action card facedown at the bottom of his action deck.

TEAM GAME

Star Wars: Rebellion can be even more fun with three or four players. Up to two players can play on each team, collectively controlling either the Galactic Empire or the Rebel Alliance. Each player has certain responsibilities and controls half of his faction's leaders.

All rules in this booklet broadly apply to the team game with the following exceptions:

CHOOSE ROLES

When choosing factions during setup, each player chooses to play as either the Admiral or General for his team.

The Admiral and General each control different leaders and have some slightly different responsibilities as explained later. A player makes all decisions for his leaders and rolls dice for them when resolving a mission.

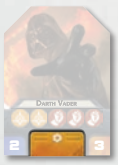
Both players can activate systems and move his team's ships and/or ground units.

FACTION SHEETS

When playing with more than two players, use the "Team Game" side of each faction sheet. Each team has two leader pools, and all leaders are placed in the leader pool that matches their leader color (Admiral = blue; General = orange).

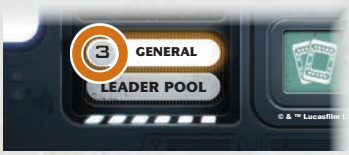


Admiral's Leader



General's Leader

During the Command Phase, players take turns following the initiative number shown next to their role's name on their faction sheet (starting with #1, then #2, etc.). During a player's turn, he can activate a system **using one of his leaders**, reveal a mission that one of his leaders is assigned to, or pass.



Initiative Number

COMMUNICATION

Players on the same team can share as much information as they like. They can show each other cards without showing the other team, but all discussion must take place openly in front of their opponents. They can talk in code or whisper, but they cannot leave the room to have private discussions.

ADMIRAL'S RESPONSIBILITIES

- **Recruiting:** When recruiting new leaders during the Refresh Phase, the Admiral draws two action cards and decides which leader to recruit. When he recruits a leader that belongs to the General (i.e., an orange leader), he gives that player the card and leader to place in his leader pool.
- **Space Battles:** The Admiral rolls dice, draws and plays space tactic cards, and makes all decisions during space battles.
- **Building and Deploying Units:** The Admiral makes all decisions when building and deploying units.

GENERAL'S RESPONSIBILITIES

- **Mission Cards:** Both the Admiral and General can assign their leaders to mission cards. The General controls the hand of mission cards, and if players disagree on assignments, he can disallow the Admiral from assigning a leader to a mission.
- **Ground Battles:** The General rolls dice, draws and plays ground tactic cards, and makes all decisions during ground battles.
- **Probes:** The Imperial General is in charge of drawing and managing the hand of drawn probe cards.
- **Objectives:** The Rebel General is in charge of drawing and managing the hand of objective cards. He makes all decisions regarding which cards to keep and when to play objective cards.

THREE-PLAYER GAME

During a three-player game, one player controls the Rebels while the other two split control of the Imperials (one Admiral, one General).

The Rebel player also uses the "Team Game" side of his faction sheet. He has two turns each round, and he must use his orange and blue leaders separately (as if playing a four-player game).

QUICK REFERENCE

ROUND SUMMARY

This section lists an overview of a game round. The phrases General only and Admiral only are used to denote which player performs this step when playing a team game.

1. **Assignment Phase:** Starting with the Rebels, each player assigns leaders to missions.
2. **Command Phase:** Players take turns revealing missions or activating systems to move units.
3. **Refresh Phase**
   - I. ***Retrieve Leaders:*** Return all leaders from the game board to their leader pools.
   - II. ***Draw Missions:*** Each player draws two mission cards, then discards down to 10 in hand. [General only]
   - III. ***Launch Probe Droids:*** The Imperial player draws two probe cards. [General only]
   - IV. ***Draw Objective:*** The Rebel player draws one objective card. [General only]
   - V. ***Advance Time Marker*:** Advance the time marker one space. Then recruit and/or build units based on the icons in the time marker's space.
     - i *Recruit Icon:* Each player draws two cards from his action deck, chooses one to keep, and recruits one leader shown on the card. The other card is placed on the bottom of the action deck. [Admiral only]
     - ii *Build Icon:* Each player places units on the build queue for each of his loyal and subjugated systems. [Admiral only]
   - VI. ***Deploy Units:*** Starting with the Rebels, each player slides units one space down the build queue. Any units that slide off the board are deployed in the player's loyal or subjugated systems or base (limit 2 new units per system). [Admiral only]

DICE REFERENCE

	COMBAT	MISSION
	Deal 1 damage to a unit with health matching this die's color.	1 Success
	Deal 1 damage to a unit with black or red health.	1 Success
	Draw 1 tactic card or play 1 ⚔ tactic card.	2 Successes

COMBAT SUMMARY

This section lists an overview of the steps of combat.

1. **Add Leader:** If a faction does not have a leader in the system, that player may take a leader from his leader pool and place it in the system.
2. **Draw Tactic Cards:** Each player draws tactic cards based on his leader's tactic values.
3. **Combat Round**
   - I. **Space Battle:** Starting with the current player, each player performs one attack with all of his ships. [Admiral only]
   - II. **Ground Battle:** Starting with the current player, each player performs one attack with all of his ground units. [General only]
   - III. **Retreat:** Starting with the current player, each player has the option to retreat from the system.
   - IV. **Next Round:** If both players still have units in the same theater (space or ground), they resolve another combat round. Otherwise, the combat ends.

FIRST GAME STRATEGY

The multitude of options in ***Star Wars: Rebellion*** may be overwhelming to some players, and this guide should help direct those players for their first game.

The Rebels have far fewer units than the Imperials. Luckily, conquering the galaxy is ***not*** their main path to victory. Even if most of their units are destroyed, they can win the game by keeping their base hidden and gaining reputation from objective cards.

The Imperials' ultimate goal is to find the Rebel base. They can focus on either drawing lots of probe cards (using Intel missions) or conquering as many systems as possible in hopes of finding the Rebel base.

After the Rebel base is found, the Death Star is the ultimate weapon for winning the game. Early in the game, the Death Star is nearly invincible, but be sure to defend it with plenty of TIE Fighters later in the game.