

TWILIGHT IMPERIUM™

THIRD EDITION



SHARDS OF THE THRONE™

EXPANSION

*Scout Unit H256, Sol 67th Marine Division
Second Moon of Kal Haddar*

Captain Jael Ducan was annoyed. The men, recognizing his sullen mood, gave him a wide berth as they expertly moved into the dark and desolated civhab block. It was the fifth month of campaigning, and the H256th's first incursion.

Five months coagulating in the hold of a third generation cruiser, only to be dropped on an abandoned moon for a survey mission. Jael spat bitterly onto the ashen soil. Some incursion.

While the coreward and central battle groups of joint task force *Salient Sun* had been engaged with the enemy for weeks, the rimward group had seen no action. A few naval skirmishes, sure, but no honest work for leatherneck specialists like the men of unit H256.

Roeto's going to return home a barkin' Colonel, and I'll be lucky to get combat pay. Jael's friend had been assigned to the central battle group. Everyone had heard rumors of the successes that the 81st had chalked up against the L1z1x on Tiamat and Hecalar. He's going to be unbearable, the braggart.

"I don't like this, Captain."

The sound of the deep, heavily accented voice broke Jael's introversion, upping his annoyance another notch. *This notion of a "joint" task force was well and good, but expecting him to be happy about a "training embedment" was beyond reasonable.*

"I don't like this, Captain Jael," Groc Yysho repeated. The huge Xxcha warrior's yellow eyes warily scanned the abandoned buildings around them, his slug-rifle held ready. *He's actually nervous. Jael was disgusted. They're expecting me to train a rookie.*

"I heard you the first time," Jael snapped and stopped. "Listen, I don't like this either. We're stuck in the arse-end of rim space, scouting a worthless barren moon while all the glory is had coreward. On top of that sad story, I'm stuck with training your scaly behind. So, there's *plenty* not to like."

Jael gave the alien his hardest don't-mess-with-me face. He needn't look to know his men were watching the dress-down with wry smiles.

But Yysho wasn't cowed. He calmly studied Jael with his big yellow eyes, starlight dully outlining the leathery hide of his beaked face. Moments passed.

Jael was the first to break, sensing the unseen attention of his men waning. *Damn alien.*

"And what is it *exactly*," Jael growled, "that you don't like, Groc Yysho?"

The Xxcha studied Jael for another second, blinked, then gestured towards one of the structures they'd just passed. "We were told the '1X abandoned this moon," he said, using the Sol shorthand term for the L1z1x enemy.

I wonder if he knows that we call his race the '2X? Jael glanced at the structure towards which Yysho was pointing. It was an old '1x defensive position, now silent and broken in the cold night air.

"That's right. They abandoned the sector," Jael said. "And we're here to survey the little half-robo rats and roaches they left behind." Jael gestured at the Xxcha's heavy slug-rifle. "Think your little boom-stick can handle that, Xxcha?" The men grunted in restrained amusement.

Ignoring the slight, Yysho stepped away from the Captain and moved towards the ruined structure.

"Yet, their defensive positions are destroyed," said the Xxcha, pushing at one of the splintered beams. It grated across the dilapidated pile, pulverized ceramics and metal girders shifting in the darkness.

Jael sighed. *Kal Haddar Moon classroom, Professor Ducan presiding.*

"Scorched earth!" Jael said as he bent down to gather up a '1X rifle from the rubble, dust falling from its broken barrel like water from a faucet. "Don't leave anything behind for your enemy!" He waived the broken weapon to illustrate the point, then let it drop back onto the street. *And let them waste their resources scouting this worthless orb of a moon.*

"Their weapons are still here, as are the targeting systems." Yysho pushed more rubble out of the way. The main heavy repeater-gun was still in its stand. Below the weapon, sophisticated targeting and communications systems sat powerless in their chassis, all covered with the fine dust that seemed to be everywhere on this moon.

Jael shrugged. "Must've been in a hurry." He turned and gestured for his men to continue their patrol. They roused soundlessly and moved into the darkness ahead. The Xxcha continued to rummage through the ruined structure.

"This one wasn't in a hurry." Yysho's accent made the last word sound like *whuuri*.

Jael turned. *Enough with the lessons.* He was about to bark at the Xxcha again, but stopped.

In the rubble lay the broken body of a '1X guardsman. Augmetics covered the lower face and pate of the soldier, but his organic eyes, filled with dust, were open in death. His armored chest plate had been torn apart with what appeared to be massive shears.

The Xxcha looked at Jael carefully, as if measuring him. Then the alien sighed and undid the safety of his slug-rifle. "The enemy did not abandon this moon because of us, Captain," he said. "They fought something here before they left." Yysho checked his ammo count. "Or maybe they didn't leave," he continued, tilting his head at the dead soldier, "maybe they died here."

Jael walked back to the ruined structure and knelt to study the mangled body. As he did, Yysho studied the civhab around them, yellow eyes looking for signs of movement in the silent windows.

The H256th had been inserted into the largest of three primary settlements on Kal Haddar's second moon. The place had been home to a community of foodstuff colonists, to farmers. The atmosphere on the moon was thin but breathable, and the soil supposedly excellent for growing roots. The settlement, called "Astaria" according to the charts, was human, but like so many remote human settlements of this age, not part of the Federation. Instead, it had given its fealty to a Naalu governor a system or so coreward.

Jael guessed Astaria had once been home to a few hundred thousand souls. *A rootfarmer metropolis.*

They were all gone now. Dead most likely. Or slaves to the '1X. Orbital bioscans had shown nothing alive on the moon with a signature larger than that of a small dog. The place was depressing.

Jael traced a finger along the massive cut in the armored chest of the dead '1X guard. *Did the colonists do this? Did they rise up against the invaders?* Unlikely. The '1X were unforgiving and effective warriors. A mob of farmers wouldn't have stood a chance. *If not them, then who?* Jael reached for his comlink and pressed the transmitter.

"Higheye, this is the H256th, do you copy?"

Yysho didn't glance down, but Jael could sense the alien's satisfaction in having the issue escalated.

The transmitter buzzed. "*H256, this is Higheye, copy.*"

"Higheye, this is Captain Ducan. Give me Traw."

"*Stand by, Captain.*"

Yysho seemed to sniff at the air, his head cocked towards the sky. The large alien warrior was growing more restless by the second. Jael noticed a feral quality in the Xxcha's careful movements. Had he misjudged his embedded trainee? *What do you smell, alien?*

"Something's about to happen, Captain Jael." The Xxcha slipped a small device out of his battlesuit, his slitted eyes intently studying the readouts. *A motion sensor.* Jael had a similar device in his pack. *Expensive.* Among Federation scouts, only captains or higher were outfitted with lightweight motion sensors.

"You should recall your men, Captain," Yysho said, in as close to a whisper the alien could muster. He expertly slipped the sensor back into his suit.

"Motion?" Jael asked. *Why am I whispering?*

The Xxcha shook his head. "Intuition."

"*Jael, what do you have?*" Colonel Traw's voice boomed in the receiver. Yysho frowned at the volume level. Jael turned it down.

"*Jael?*" Colonel Traw was not a man accustomed to waiting.

Yysho looked down at Jael, big yellow eyes intent and alert. "Recall your men, Captain."

Jael ignored the Xxcha. "Sir, we've found...something here." He considered his next words. "Do we know for sure why the enemy abandoned this moon?"

Jael sensed Traw's impatience. "*As I told you in mission orientation, Captain, they've withdrawn to support their defenses against our coreward action.*" The colonel suddenly paused; Jael heard agitated chatter in the background. "*Stand by, Jael. Seems I got another unit checking in.*"

Damn.

Jael switched transmission frequency. "Gather and caution," he said in a low voice to the H256th's unit channel. Ahead, in the shadows, his men would check their weapons and start their return to him.

That was when the first distant explosion lit the dusty atmosphere with a dull orange flash. A second or so later, the dull crunch of impact followed. Jael estimated the distance to be two miles to the south. *Sliver rocket.* A Federation scout unit had fired its heavy weapon. *At what?*

The remote clacking of firearms followed, then another rocket impact.

"H256th, to me!" Jael stood and roared down the street. Transmitter be damned.

More rocket blasts, more rifle fire. This time to the west. Another Federation unit had engaged. *Engaged what?*

The men began expertly emerging from the shadows ahead, silently and with weapons ready. Lt. Germaine stopped a few feet from Jael, a curt dip of his head an unsaid inquiry, *What are your orders?*

Jael was about to say "we go south to help" when he saw subtle movement out of the corner of his eye. A long dark shape slithered

against the dust and rubble with a metallic sound, like a chain dragged over dry leaves.

"CONTACT!"

Pvt. Jens fired into the darkness. Muzzle flashes lit up the dark street. Yysho grunted unhappily.

Jens's shooting seemed to wake more of whatever it was Jael had seen. Over the clattering of rifle fire, Jael heard the slithering noise intensify, this time from several directions. And there was another sound: the thin sonic whine of batteries, servos, and forced air coolant systems coming online. *Dozens of them.*

Pvt. Jens died, and the firing momentarily stopped. His body had been sliced in two by such sharp force that it left him standing whole for a few seconds before he slid apart.

Then the street came alive.

From windows, from alleys, from beneath dusty rubble, *things* rose. Slim snakelike appendages of dark banded metal, each a dozen or so yards in length. They emerged like a school of kraken breaching the surface of a grey ocean. At the tip of each tentacle was a slim leaf-shaped blade, black and sharp in the starlight.

A low *thump* sounded to Jael's right, followed immediately by the splintering of black metal vertebrae and flying fragments that stung his face.

The shot from Yysho's slug-rifle had severed the closest of the tentacles, its live end thrashing like a wounded snake. The business-end, the one with the bladed spike that surely would have speared Jael's head, undulated in death-throes at the captain's feet.

Pandemonium erupted as the men of the H256th all began firing as one.

Like a kick in the eardrum, Jael felt the jet vacuum of a Sliver rocket shoot past him. Fifty yards ahead, the rocket impacted its target with a dull *crump* that sent dust and metal fragments spinning through the already thick chaos of rifle-shots and waving metallic appendages.

The recipient of the rocket was briefly revealed in the red bloom of the explosion.

It was as large as a *Carnivore class* tank. Its bloated exoskeletal body was segmented in black metal plates that twisted like living scales, propelling the monstrous body towards Jael's unit. The thing had no head or face – only a nexus of those metal tentacles, each extending nearly a city block to slash and stab at the soldiers. Jael unslung his rifle and sent a volley of plasma in the general direction of the monstrosity while he tried to read the tactical situation.

Three of his men were dead already, Lt. Germaine among them. A few more wounded but nobly keeping up the job of destroying flailing tendrils with rifle-shots and heavy slugs. The things seemed to come from everywhere. *There must be at least five of those monsters out there!* Jael thought. The able men of the H256th, a good dozen now, were dodging and firing the best they knew how, but this couldn't last long. Jonas Kemp, the unit's heavy weapons specialist, sent another Sliver rocket into the darkness before he was impaled simultaneously by three tendrils. Howling, Jonas was violently retracted into the darkness. Jael never saw Jonas again.

Yysho fired another shot. The stabbing head of another tentacle exploded in a mist of metallic dust.

"Into the yellow building!" the Xxcha boomed over the din.

Even if his accent made it sound like *Jollo Booldun*, Jael couldn't agree more. He repeated the order with a bark, adding a traditional Sol "Go, Go, Go."

Then the flyers struck.

About half of Jael's men had ducked inside the doorway of the yellow civhome when the sky suddenly began to rain molten darts. Jael took three hits to his upper shoulders before throwing himself into cover under the doorway. The two men behind him were torn to shreds.

The barrage of darts stopped as suddenly as it had started. Over the grating and banging of the tentacles, they heard an unfamiliar oscillating whoop of many small but powerful propellers. Then, like evil daddy longlegs, about 20 enemy drones dropped into street view. Each of the machines had three lightweight propellers protruding from serrated backs. Hanging from each drone was a collection of slender robotic legs, each brimming with strange lightweight weaponry. Their heads consisted of a balled collection of whirring cameras, moving and refocusing constantly, each emanating a dull red glow.

"Let 'em have it!" Jael ordered his men.

Jael emptied his plasma magazine into the face of the nearest flyer. The thing disintegrated, legs blowing off of it like rotten stalks. Its head exploded with an electric hiss, and its body crashed to the ground in a mess of metal joints. One of its propellers had been pried loose by Jael's shots and careened like a saw blade into another of the flyers. The second flyer was torn apart in a storm of white sparks. *Gotcha!*

Another four of the insectile machines were destroyed by Jael's men before the remaining drones had calculated their situation. Delicate servos whining, they each raised two of their many legs in line with the yellow civhome, and the hellish rain of darts started again.

The survivors of the H256th fell to the floor and rolled desperately against the front wall as thousands of tiny red-hot darts disintegrated the plaster of the outside walls and anything in view of doorways and windows. The sound was thunderous. Dust and bits of building flew everywhere.

After what seemed an hour, but couldn't have been more than a few seconds, the intensity of the shooting lessened. Jael straightened his helmet and brushed the dust off his face. His ears were ringing and he didn't feel right. He was dizzy, nauseous, his vision blurry. *C'mon soldier!* He shook his head to clear it up; it didn't help. *Did they use gas?* A sickness suddenly erupted in his middle, and Jael heaved his guts onto the floor. As he recovered, he realized Yysho was next to him. One of the Xxcha's strong arms had propped him against the wall, while the alien investigated the wounds on his back.

"What! Are you a Medic trainee now?" Jael quipped drunkenly. The Xxcha didn't laugh. It wasn't funny.

A few of the men had started returning fire, and from the sound of it, they were nailing a few more of those damned daddy longlegs. The Xxcha produced a thin plastek-sealed cylinder from his vest. He bit off the cylinder's wrapper and plunged its short thick syringe into Jael's upper back. Jael squealed like a stuck pig, the needle stabbing him like a knife. *The '2X must have some damn tough skin.* The injected fluid stung like a scorpion bite. Almost immediately, Jael's entire body began to burn like hot soup.

Yysho grabbed Jael's moaning face, prying open one of the captain's eyelids. "Arsenic poisoning," the alien mumbled and released Jael. "From the dart wounds."

Jael threw up again, a dry heave. His body still felt like warm goo, but his vision was clearing a bit already. "Thanks, I get that a lot."

"You'll live." Yysho nodded in satisfaction and took up his slug-rifle to help in the defense. "At least for another few minutes," he added.

The barrage of flaming darts continued, now rejoined by the tentacles stabbing at the walls and lashing the windows and doorways. The screech of metal on ceramite was like a needle poking in the brain. The noise cleared Jael's head.

"You just happened to have medication for arsenic poisoning with you?" Jael asked the Xxcha between a round of firing.

The alien glanced at the recovering captain, shrugged, and took another shot at a drone that had come too close. The enemy exploded in a white flash of burning phosphor and the stink of ozone.

"You know what those things are, don't you?" Jael gestured to the street as he groped for his rifle and inched toward the window. *Damned if he wouldn't have some of the action too.*

Yysho thought for a moment. "My commanders recently came to suspect something dangerous was infesting this quadrant," he said. Jael noticed smoke. The back of the house had begun smoldering, no doubt ignited by the heaping piles of red-hot projectiles. The Xxcha had seen it too, but seemed far more concerned with the enemy in front of the building.

"At first we thought the '1X had some form of new weapon, an advanced force of some kind," Yysho continued. "But there were intercepts, indications that the '1X themselves were fighting it."

"I guess this place proves *that* theory," Jael said as he stabbed his knife into a metallic tendril that had slithered over the windowsill near him. The knife grated in between two joints. Jael twisted the blade, sending sparks flying. With a violent jerk, the tendril retreated back into the street, Jael's knife with it.

The Xxcha nodded distractedly, he was now listening for something. Jael heard it too. A deep rumbling that made the floor jitter. Something big was coming.

Yysho gestured at Jael's transmitter. "Now would be a good time for another helpful talk with your CO!"

Jael grabbed his transmitter and adjusted the signal. Nothing. He drew back the flap of his equipment pack. The transmitter was smoking; it had taken two direct hits by the arsenic darts. Jael looked at the Xxcha and shook his head. *So much for the cavalry.*

The rumbling grew louder, and the ground began to shake tangibly.

A thought occurred to Jael. "Yysho?" he asked. "When you were assigned to the H256th, I was told you were a training embedment."

The Xxcha reloaded his weapon. "That's right," he grunted. It sounded like *das rewt.*

Jael grinned. "Except we weren't supposed to train you, were we?"

The Xxcha blinked once, then cocked his head to look at Jael with his large yellow eyes. "No, Captain," Yysho answered. "I was tasked to train your fleshy little behind."

Jael couldn't help but laugh out loud. It hurt his wounded shoulders. Then he noticed the rumbling had stopped. Whatever vile device the enemy was deploying, it had apparently rolled into position.

At least I don't have to worry about getting combat pay, Jael thought and reloaded his weapon.

The real fighting was about to begin.

WELCOME

Welcome back to the Twilight Imperium. In the *Shards of the Throne* expansion, the galaxy is infinitely more dangerous – and the glory of conquering it is greater than ever before.

Now three new races enter the struggle for the Imperial Throne, and players may even take control of the Lazax, the ancient emperors of the galaxy, in an all new historic scenario.

There are new planets to conquer and new ways to engage in political intrigue, there are also new Technologies – including Race-Specific Technologies – to aid each civilization. New military units revitalize the game, and players can also choose to use new variant Strategy Cards, Secret Objectives, and many new optional rules.

War rages across dozens of systems, and only one race will emerge to control the empire. Will you submit to defeat, or lead the galaxy into a new age?

EXPANSION OVERVIEW

In this expansion you will find many additions to *Twilight Imperium: Third Edition* as well as a number of new optional rules and variants. The first section of the rulebook details the mandatory additions (which include new races, more systems, and many new cards and counters) while the second section details many new optional rules that may be added as players see fit.



COMPONENTS

Your copy of *Shards of the Throne* should contain the following components:

- This Rulebook
- 16 New System Tiles
- 8 Plastic Flagships
- 32 Plastic Mechanized Units
- 4 Race Sheets
- 64 Command Counters (16 for each of the three new races, plus 16 for the Lazax)
- 68 Control Markers (17 for each of the three new races, plus 17 for the Lazax)
- 9 Leader Counters (3 for each of the three new races)
- 3 Variant Strategy Cards
- 2 Scenario Strategy Cards
- 342 Cards including:
 - 34 Action Cards
 - 34 Agenda Cards
 - 17 Flagship Cards
 - 1 Lazax Objective Card
 - 16 Mercenary Cards
 - 12 Planet Cards
 - 19 Political Cards
 - 40 Promissory Note Cards
 - 22 Race-Specific Technology Cards
 - 51 Representative Cards
 - 10 Preliminary Objective Cards
 - 7 Scenario Objective Cards
 - 32 Technology Cards
 - 8 Trade Contracts Cards
 - 31 Treaty Cards
 - 8 Unit Reference Cards
- 15 Space Domain Counters
- 16 Ground Force Supplement Counters (in 3s)
- 16 Fighter Supplement Counters (in 3s)
- 16 Mercenary Tokens
- 12 Trade Goods Counters (in 3s)
- 3 Race-Specific Technology Tokens

The Shards of the Throne Icon

All the cards included in this expansion are marked with the *Shards of the Throne* symbol on their fronts (pictured below), to allow you to easily separate them from your base *Twilight Imperium* game.



Other Expansion Requirements

Shards of the Throne includes many cards for the races introduced in the previous expansion: *Shattered Empire*. These cards are **only** to be used if you are also playing with the *Shattered Empire* expansion. Players can identify these cards by the symbols of the specific races from the *Shattered Empire* expansion on them.



Also included in this expansion are Technology and Promissory Note Cards in grey and orange colors. These are only used if you are playing with the plastic pieces found in the *Shattered Empire* expansion.



Lastly, a few Race-Specific Technology Cards require the *Shattered Empire* expansion as explained on page 10.

REPLACEMENT CARDS

Two replacement cards for the *Twilight Imperium: Third Edition* base game are included in this expansion. Two replacement cards for the *Shattered Empire* expansion are also included in this expansion.

To use the replacement cards, simply remove the original cards from their appropriate decks and replace them with the new versions. The replacement cards are:

ACTION CARDS

- 1 Ghost Ship Card
- 1 Star of Death Card

RACE-SPECIFIC TECHNOLOGY CARDS

- 1 Bioptic Recyclers Card
- 1 Berserker Genome Card

COMPONENT DESCRIPTIONS

Below are brief descriptions of each component.

New Systems



There are 14 new system tiles in *Shards of the Throne*, including a Gravity Rift (a new type of Special System) and new Home Systems. A variant version of Mecatol Rex, used only in the Fall of the Empire scenario (see page 14), is also among the new systems.

New Plastic Game Units



Two new types of plastic pieces representing Flagships and Mechanized Units have been provided. These pieces come in all eight colors. The grey and orange plastic pieces are only used if players are also using the *Shattered Empire* expansion.

New Race Sheets



Three never-before-seen races join the struggle to control the galaxy.

Additional Control Markers, Command Counters, Leaders, and Trade Contracts have been provided for each of the three new races. These all function exactly the same as their counterparts found in the base game.

A race sheet for the Lazax is also included in this expansion. The Lazax race is **only used** in the “Fall of the Empire” scenario (see page 14). Control Markers, Command Counters, and Trade Contracts are also provided for this race.

New Strategy Cards



Shards of the Throne features variant Political, Assembly, and Trade Strategy Cards. Each of these cards is described in detail on pages 20–21.

Two Strategy Cards for the “Fall of the Empire” scenario are also included (Civilization and Industry). These cards are only used when playing this variant game found on page 14.

New Action & Political Cards



Additional Political and Action Cards provide players with a wider variety of Galactic Council agendas and game events.

Agenda Cards



These cards replace the Political Card deck when playing the Fall of the Empire scenario.

Flagship Cards



Each of the 17 races now has the ability to build its own Flagship, a powerful warship with unique race-specific abilities. These optional ships may only be built by the appropriate race (see page 10).

Mercenary Cards



These cards represent Mercenaries that players may hire using the new Trade III Strategy Card (see page 12).

New Planet Cards



These cards correspond to the planets in the new systems and are used to track which player controls the planet, as well as whether the planet’s influence and resources are available.

Promissory Note Cards



Players can now offer Promissory Notes in the Galactic Council. These new cards are used with the new Political II and Assembly II Strategy Cards (see page 13).

Race-Specific Technologies



This expansion includes Race-Specific Technology Cards for each of the 17 races. These optional Technology Cards may only be acquired by the appropriate race (see page 9).

Representative Cards



Each of the 17 races has three Representatives that players may choose from to send to the Galactic Council. These optional cards are used with the new Political II and Assembly II Strategy Cards (see page 13).

New Objective Cards



Preliminary Objective Cards optionally start players with easier objectives worth 1 victory point each. Also provided are Scenario Objective Cards, only used in the Fall of the Empire scenario (including a special Lazax Objective Card).

New Technology Cards



Four new Technology Cards are included for each player. The grey- and orange-backed Technology Cards are only used if players are using the *Shattered Empire* expansion.

Treaty Cards



These cards are only used in the Fall of the Empire scenario. Players can make alliances with each other using these cards.

Unit Reference Cards



The unit reference cards provide players with an image of each unit type and its game stats.

Space Domain Counters



These new counters are used with the Final Frontier option. See page 11 for more information on these counters.

Ground Force and Fighter Unit Supplement Counters



These counters function the same as in the base game except that each counter counts as 3 of the corresponding unit. Players may need to make change when using these new counters.

Mercenary Tokens



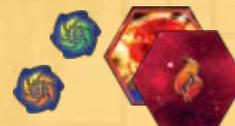
These tokens mark the locations of Mercenaries (a new type of unit) on the board. They are double-sided to display whether the Mercenary is in space or on a planet. The appropriate battle value for each Mercenary is also displayed on each side.

Trade Goods



These additional Trade Goods expand the limited Trade Goods supply, allowing players to accumulate more of them. Each counter counts as 3 Trade Goods. Players will need to make change when using these new tokens because of the limited supply.

Race-Specific Technology Tokens



Special Tokens have been included for use with the Ghosts of Creuss' and the Embers of Muaat's special abilities.

NEW ADDITIONS

Shards of the Throne includes four major additions designed to enrich your *Twilight Imperium* gaming experience. When playing with this expansion, players should **use all of the additions** listed in this section, as well as any of the optional rules. The following pages detail these additions, including new races, new systems, and a wide range of new cards.

New Races

This expansion includes three races that are new to the *Twilight Imperium* universe: the Arborec, the Ghosts of Creuss, and the Nekro Virus. When playing with this expansion, these races' Home Systems should be included in the random draw to determine which race each player will control throughout the game.

The following core components are provided for each new race:

- 1 Race Reference Sheet
- 1 Home System Tile (2 for the Ghosts of Creuss)
- 16 Command Counters
- 17 Control Markers
- 2 Trade Contract Cards
- 3 Leaders

Note that the Lazax race can only be used in the "Fall of the Empire" Scenario (see page 14).

The Arborec Green Technology Specialty

The Arborec home world is unique in that it is the only home planet with a green Technology specialty. This green Technology specialty works exactly like it would on any other planet and can even count for the purpose of fulfilling objectives.

The Ghosts of Creuss Home Systems



The Ghosts of Creuss have two separate Home Systems connected by a “D” Wormhole. Both of these systems are considered Home Systems for the purpose of card and game effects. During setup, the Ghosts of Creuss player only places the hexagonal tile in the galaxy. He places the non-hexagonal tile in front of him. Also, the “D” Wormhole is considered a Wormhole for the purposes of card and game effects.

New System Tiles

This expansion includes 14 new system tiles. In this mix there is one **Gravity Rift** tile, a new type of Special System. In addition, many of the new Regular Systems feature multiple Technology specialties as well as the yellow (general) Technology specialty. These new elements are detailed below.

The Yellow Technology Specialty

The yellow (general) Technology specialty works exactly like the red, green, and blue Technology specialties except that the yellow Technology specialty does **not** count for the purpose of fulfilling objectives.

Gravity Rifts



The Gravity Rift is a new type of Special System (with a red border) governed by the following rules:

- Ships **may** move into and through a Gravity Rift.
- When a ship moves **out of** (or through) a Gravity Rift, its controlling player must roll a die. On a roll of 1–5, the ship is destroyed. If there are multiple ships moving out of a Gravity Rift on the same activation, a separate roll must be made for each ship. If a Carrier is destroyed, all Ground Force and Fighter units being carried by that Carrier are also destroyed.

Other New Systems

Among the new tiles there are many regular tiles, three new Home Systems for the new races, and a variant Mecatol Rex used only in the Fall of the Empire scenario (see page 14).

Game Setup with the New Systems

Due to the addition of many new systems, as well as the systems introduced in *Shattered Empire*, players now have more options when setting up the galaxy. Instead of removing the systems specified on page 31 of the original rulebook, players create three piles of systems; one pile of Special Systems (all systems with red borders), one pile of empty systems (all systems with no planets), and one pile of Regular Systems (all remaining non-Home Systems).

Without looking at the tiles, players deal a number of random systems into a galaxy pile and shuffle it. All remaining tiles are returned to the game box without looking at them. Players then use the systems in this galaxy pile to create the galaxy (following all normal setup rules).

- **3 Players:** Shuffle together 3 Special Systems, 5 empty systems, and 16 Regular Systems.
- **4 Players:** Shuffle together 4 Special Systems, 8 empty systems, and 20 Regular Systems.
- **5 Players:** Shuffle together 4 Special Systems, 8 empty systems, and 20 Regular Systems. Randomly remove 1.
- **6 Players:** Shuffle together 4 Special Systems, 8 empty systems, and 20 Regular Systems. Randomly remove 2.
- ***7 Players:** Shuffle together 9 Special Systems, 12 empty systems, and 34 Regular Systems. Randomly remove 4.
- ***8 Players:** Shuffle together 9 Special Systems, 12 empty systems, and 34 Regular Systems. Randomly remove 5.
- ***5 Players (Larger Galaxy):** Shuffle together 9 Special Systems, 12 empty systems, and 34 Regular Systems.
- ***6 Players (Larger Galaxy):** Shuffle together 9 Special Systems, 12 empty systems, and 34 Regular Systems. Randomly remove 1.

*Requires the *Shattered Empire* expansion.

New Action and Political Cards

This expansion includes 30 new Action Cards and 20 new Political Cards. These cards give players more variety and choices while playing *Twilight Imperium*. Before playing, simply mix the new cards into the appropriate decks and shuffle well.

Some Action Cards have a Trade Good icon printed on them. If not playing with the optional rule printed on the card, the card may be discarded instead of spending 1 Trade Good.

New Technology Cards

Shards of the Throne includes four new Technology Cards per player color. After mixing these new cards in with the appropriately colored decks, each deck should have one copy of each Technology.

NEW OPTIONAL RULES

Just like the base *Twilight Imperium 3rd Edition* game and the *Shattered Empire* expansion, *Shards of the Throne* includes a multitude of optional rules. From Flagships and Mercenaries to Political Intrigue, there is something for every *Twilight Imperium* fan. All players must agree upon which options they wish to use before playing the game.

Option 1: Preliminary Objectives

Shards of the Throne includes 10 Preliminary Objective Cards. These cards function exactly like Secret Objectives that are easier to complete and are worth only 1 victory point each. However, after a player completes a Preliminary Objective, he draws a Secret Objective from the Secret Objective deck.

To play with the Preliminary Objectives, simply deal one to each player during setup (instead of the usual Secret Objective) and return the rest of the Preliminary Objectives to the box, without looking at them. Preliminary Objective Cards are **not** shuffled into the existing Secret Objective deck.

Option 2: Race-Specific Technologies

Each race has one Race-Specific Technology Card that may be purchased instead of a regular Technology Card. Whenever a player is entitled to purchase a Technology Card, he may purchase his Race-Specific Technology Card instead. The cost of a Race-Specific Technology Card is equal to whatever the player would pay for a regular Technology Card at the time, **plus the cost of the Race-Specific Technology Card.**

Example: The Sardakk N'orr player is executing the primary ability of the Technology Strategy Card. He chooses his Race-Specific Technology Card, "Omega Switch," which has a cost of 4. He must spend 4 resources to acquire "Omega Switch." If the Sardakk N'orr player were executing the secondary ability of the Technology Strategy Card, he would have to pay 12 resources for "Omega Switch."

THE SECRET OBJECTIVE DECK

Some cards and rules in this expansion refer to the Secret Objective deck. This deck consists of any Secret Objective not in play. Instead of placing unused Secret Objective cards in the box, simply place them in the play area. When a player fulfills a Secret Objective card, it is removed from the game (and not shuffled back into this deck).

The Race-Specific Technology Cards have **no prerequisites**. Race-Specific Technologies do not have a Technology color, and therefore their costs may not be reduced using Technology specialties or the "Research Grant" Political Card. These cards are treated as normal Technologies in all other respects.

Using this Option with Shattered Empire

The *Shattered Empire* expansion provides each race with one Race-Specific Technology Card. When playing with both expansions, each race has two different Race-Specific Technology Cards available for purchase.

A few Race-Specific Technology Cards are **only** used when playing with both expansions. These cards are marked with a red *Shattered Empire* symbol (pictured below) on the lower left-hand corner of the front of the card.



These special cards include a few replacement cards for cards found in *Shattered Empire* ("Berserker Genome" and "Bioptic Recyclers"), as well as a second Race-Specific Technology Card for each of the new *Shards of the Throne* races.

If you are not playing with the *Shattered Empire* expansion, simply place the cards with this symbol in the box and do not use them during the game.

Option 3: Flagships

This option gives players the ability to build their race's Flagship, a powerful unit with unique special abilities for each race. This expansion includes 17 Flagship cards, one for each race (including the races introduced in the *Shattered Empire* expansion), and eight plastic Flagships, one in each color.



The rules for Flagships are as follows:

Acquiring a Flagship

When producing units **in his Home System**, a player can choose to produce his Flagship. The cost to produce the Flagship is printed on his race's Flagship Card. A player can build his Flagship even if it has been destroyed previously in the game. However, each player may only have one Flagship on the game board at any given time.

Flagships follow all normal build rules for units.

Using Flagships

Each Flagship has its own unique cost, combat value, movement, capacity, and special ability printed on its card. They follow all normal rules for units, including Fleet Supply limits, and all cards and abilities that affect ships.

Option 4: The Final Frontier

This expansion includes octagon-shaped Domain Counters similar to those used in the “Distant Suns” game option. The Space Domain Counters have a different back than previous Domain Counters (an image of empty space rather than a planet). Using these Space Domain Counters, players will experience more surprises and uncertainty when entering empty systems.



After the game board has been created, but before the game begins, randomize the Space Domain Counters and place one Space Domain Counter **facedown** in each system that does not contain any planets (excluding Special Systems). Place unused Space Domain Counters back in the box without looking at them. Players **do not** need to play with the “Distant Suns” option in order to play with “The Final Frontier” option, but they may both be played together if all players agree.

The Space Domain Counters

Space Domain Counters reflect the unknown aspects of deep-space exploration, functioning as follows:

- An empty system’s Space Domain Counter is revealed immediately after all moving units have ended their movement in that system.
- When revealed, the symbol on the front of the Space Domain Counter represents the encounter/event of the empty system. Immediately resolve the effects of the counter. Detailed descriptions of every Space Domain Counter effect can be found on the back of this rulebook.

Example: The Jol Nar player decides to move a Destroyer and a Cruiser into an empty system containing a Space Domain Counter. After moving both units into the system, the Jol Nar player reveals the Space Domain Counter and immediately resolves the effect.

Option 5: Mechanized Units

This option provides new units that function much like Ground Forces but provide much more firepower and survivability as listed below:

The Mechanized Unit



Units Available: 4

Cost: 2

- A Mechanized Unit, when produced, is placed on the planet of the producing Space Dock. Mechanized Units are transported much like Ground Forces, taking up **one** capacity on the ship transporting it. A Mechanized Unit is never considered to be in “space,” as it is always either on a planet or being transported inside a ship.
- A ship with capacity may, at any point during its movement, pick up a friendly Mechanized Unit located on a planet in the same system as the moving ship.
- During the Planetary Landings step of the Activation Sequence, Mechanized Units on a ship may move directly onto any friendly, hostile, or neutral planet in the same system (following all normal rules for Planetary Landings).
- Mechanized Units count as Ground Forces in regards to controlling planets.
- Mechanized Units may not make use of Technology Cards or Action Cards that specifically refer to Ground Forces.
- Mechanized Units have the sustain damage ability. A Mechanized Unit can absorb a single hit before it is destroyed. After taking its first hit, turn the Mechanized Unit on its side to indicate that it has been damaged. If a damaged Mechanized Unit is forced to take another hit, it is destroyed. Other than being one step closer to destruction, being damaged does not affect the Mechanized Unit in any other way.



Option 6: Mercenaries

This expansion includes 16 Mercenary Cards and matching tokens. Players may hire Mercenaries when executing the primary ability of the Trade III Strategy Card. To play with the Mercenaries option, simply use the new Trade III Strategy Card in place of the Trade or Trade II Strategy Cards. Mercenaries use the following rules:

Hiring Mercenaries

When executing the primary ability of the Trade III Strategy Card, the player may draw two Mercenary Cards from the Mercenary deck, choose one to keep, and secretly place the other on the bottom of the deck. That player then finds the corresponding token for the chosen Mercenary and places it, **Ground side facing up**, on any planet he controls.

Before acquiring a Mercenary using the primary ability of the Trade III Strategy Card, each player who has a Mercenary must pay 1 Trade Good (to the supply) for each Mercenary he controls. If its owner does not pay the Trade Good, he discards the Mercenary Card to the bottom of the deck and places its token back in the supply.

Controlling Planets

Mercenaries may not claim planets nor are they considered Ground Forces. If a Mercenary is the only unit on a planet, that planet reverts to neutral.

Using Mercenaries in Battle

Mercenaries have their combat values, movement, and unique special abilities printed on their cards. The tokens are double-sided to mark whether the Mercenary is in space or on the ground. A Mercenary may only move from ground to space during a Tactical or Transfer Action. A Mercenary may move from space to ground during Planetary Landings. While in space, Mercenaries count towards Fleet Supply and may not be carried on other ships.

Any Mercenary abilities that work during battle may only be used if the Mercenary is **participating** in the Space Battle or Invasion Combat.

Mercenaries may **not** transport Leaders.

Evasion

Mercenaries have a new ability called Evasion. The ability is followed by a number (x), known as their Evasion value.

When a player assigns a hit to a Mercenary, he rolls one die. On a roll of x or higher, the Mercenary is not destroyed by the hit. If the roll is less than x, the Mercenary is destroyed.

A player may only assign one hit to a Mercenary per combat round unless the player does not have any plastic units participating in the battle. All other friendly ships must be assigned a hit before the player can assign more hits to a Mercenary. In the case of a unit with sustain damage, that unit must be assigned two hits before a Mercenary can be assigned more hits.

If a player has multiple Mercenaries participating in the same battle, he must evenly assign excess hits between all Mercenaries. After he has assigned hits to all other friendly ships in the battle, all remaining hits must be assigned to Mercenaries. Players may roll Evasion checks for multiple hits on Mercenaries during a battle. If a Mercenary is destroyed, that Mercenary's token and card are removed from the game.

Example: The Barony of Letnev player is participating in a Space Battle. He has the Mercenary Nolad fighting on his side along with two Cruisers. Nolad has Evasion (7). The player's forces suffer four hits during the battle and the player assigns one hit to Nolad. Before he can assign any more hits to the Mercenary, he must assign hits to all his other ships in the battle. The player assigns one hit to each Cruiser and then another hit to Nolad. He rolls a die for Evasion and rolls a 9 on the first check. Since Nolad has Evasion (7), the first hit is considered a miss. The player rolls for the second hit and rolls a 3. Nolad fails his Evasion check on the second roll and is destroyed.

Option 7: Political Intrigue

Players who want a more robust political system may wish to use this option.

When playing with the Political Intrigue option, use the new Political II Strategy Card (or Assembly II if you are playing with the Variant Strategy Cards from *Shattered Empire*). During setup, each player receives his race's three Representative Cards, and the five Promissory Note Cards matching his color. Players use these cards to represent their race in the Galactic Council and to create binding contracts. In addition, when using the Political II Strategy Card, draw the top two Political Cards during setup and place them faceup in the play area.

Council Steps

When a player executes the primary ability of the Political II Strategy Card, he chooses one available Political Card to resolve and all players follow the steps below:

1. **Choose Representatives** – Each player decides which Representative he wants to send to the Galactic Council and places that Representative Card facedown in front of him.
2. **Resolve Spies** – Starting with the Speaker, and continuing clockwise, each player who chose a Representative with the Spy trait must reveal it (turn it faceup if it is facedown) and then resolve its special ability. This ability usually requires the player to choose (target) another player's Representative. The targeted Representative is revealed immediately and the targeting Spy's special ability is triggered. After all Spies are Revealed, all unrevealed Representatives are turned faceup (but their abilities are not resolved at this time).

3. **Resolve Bargaining and Promissory Notes** – During this step, players may offer Trade Goods or Promissory Notes to convince each other to vote in their favor. While Trade Goods and verbal agreements are **not** binding, Promissory Notes **are** binding (see “Promissory Notes”).

4. **Resolve Voting and Outcome** – Players now vote upon the agenda. Voting is done the same way as described on page 23 of the original rulebook with the following additions:

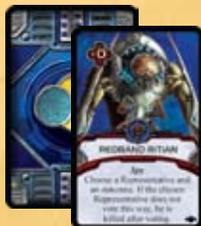
- Players add their Representative’s bonus votes (listed in the upper left-hand corner of the card) to their **total combined influence value of all their unexhausted planets**. Any bonus votes granted by a Representative’s special ability are also added to this total.
- If a player’s Representative was assassinated (or killed, see below), he may not participate in the voting. A player who did not have a Representative to send to the Galactic Council also may not vote.

5. **Draw New Political Card** – The player executing the primary ability of the Political II Strategy Card draws a new Political Card to replace the one chosen during this Council.

When a player executes the primary ability of the Assembly II Strategy Card, he draws 2 Political Cards and follows the steps below:

1. **Choose a player** – The player executing the primary ability of the Assembly II Strategy Card may choose any player to resolve 1 Political Card from his hand. The chosen player must select one of his Political Cards to be resolved for this Council.
2. **Give the Speaker Token to another player** – The player executing the primary ability of the Assembly II Strategy Card may give the Speaker Token to any player other than the player chosen to resolve his Political Card.
3. **Choose Representatives** – See page 12.
4. **Resolve Spies** – See page 12.
5. **Resolve Bargaining** – See above.
6. **Resolve Voting and Outcome** – See above.

Using Representatives



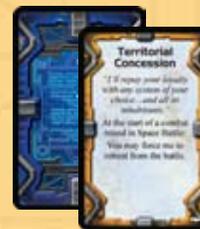
All Representatives have a number of bonus votes they contribute to the player (listed in the upper left-hand corner of the card). Bonus votes are added to a player’s total votes for the current agenda. Representatives also have one or more traits associated with them as follows:

- **Spies:** Spies are revealed before other Representatives, and resolve their abilities during the Resolve Spies step. Spies target other Representatives with assassinations and other game effects.
- **Bodyguards:** Bodyguards cannot be assassinated (see below) and sometimes have certain effects when targeted by a Spy.
- **Councilors:** Councilors are Representatives sent to vote in the Galactic Council. Councilors generally have more bonus votes than Spies or Bodyguards, but are more susceptible to certain cards and abilities.

All Representatives have unique special abilities. Some of these abilities can affect other Representatives. One common ability is **assassinate**. Assassinate is an ability many Spies have and that Bodyguards are immune to.

When a Representative is assassinated, he is killed and his card is removed from the game. In addition to assassination, Representatives can be killed by other game effects. If a Spy assassinates another Representative, or if any other game effect kills a Representative, that Representative is removed from the game.

Promissory Notes



During Political Intrigue, players have a chance to offer other players a Promissory Note. Each player may only offer one Promissory Note per **Political Card**. If a player accepts a Promissory Note, he is bound to vote as was agreed upon with the player offering the Promissory Note. A player does not reveal the Promissory Note to other players (although he may talk about what he received).

Each Promissory Note has a binding “favor” for the player that offered the Note to fulfill. The “favor” must be fulfilled by the offering player at any time the receiving player decides to play the Promissory Note. Starting with the Speaker, each player follows these steps to offer a Promissory Note:

1. The player may offer 1 Promissory Note facedown to another player and ask him to vote a specific way for this Political Card.
2. The receiving player looks at the Promissory Note and either agrees to vote the specific way and keeps the Promissory Note or refuses and returns the Promissory Note to the offering player. Players may also make additional agreements (including giving Trade Goods) along with the giving of Promissory Notes (but verbal agreements are not binding).

Example: The L1z1x Mindnet player wants the Emirates of Hacan player to vote “For” on the current Political Card. The L1z1x player decides to offer the Hacan player the “Monetary Concession” Promissory Note if the Hacan player votes “For” on the current agenda. The Hacan player accepts the Promissory Note and votes “For.” During the next turn, the Hacan player plays his “Monetary Concession” Promissory Note on the L1z1x player and forces him to give the Hacan player all of his Trade Goods.

Option 8: Fall of the Empire

“Fall of the Empire” is a historical scenario taking place during the rule of the Lazax Empire. The scenario is designed for 4 to 6 players (up to 7 if using the *Shattered Empire* expansion) and uses many exceptions to the normal *Twilight Imperium* rules.

This scenario uses pre-set maps and races that vary depending upon the number of players.

Scenario Setup Rules

When performing setup at the start of the game, follow all normal setup except for the following six changes. Detailed rules for these changes are listed later in this section.

- Set Up Galaxy
- Choose Races
- Set Up Agenda Cards
- Set Up Strategy Cards
- Receive Objective Cards
- Receive Treaty Cards

SET UP GALAXY

The galaxy is set up a specific way for this scenario depending on the number of players. Use the diagrams on pages 16–19 when setting up the galaxy.

CHOOSE RACES

When playing with this scenario, players are limited in the races they may choose. In this scenario, the Lazax player always sits to the left of the Federation of Sol player. Certain Treaty Cards refer to a player to the left or right of a player. These cards always ignore the Lazax player.

- **4 Players:** Lazax, Federation of Sol, The Barony of Letnev, The Emirates of Hacan
- **5 Players:** Lazax, Federation of Sol, The Barony of Letnev, The Emirates of Hacan, Universities of Jol Nar
- **6 Players:** Lazax, Federation of Sol, The Barony of Letnev, The Emirates of Hacan, Universities of Jol Nar, The Xxcha Kingdom
- **7 Players:** Lazax, Federation of Sol, The Barony of Letnev, The Emirates of Hacan, Universities of Jol Nar, The Xxcha Kingdom, Sardakk N’orr

THE LAZAX

The “Fall of the Empire” scenario allows players to play as the Lazax race. The Lazax are the acting rulers of the galaxy and begin the game controlling Mecatol Rex. For game balance and historical accuracy, the Lazax are only playable in the “Fall of the Empire” scenario.

SET UP AGENDA CARDS

When playing this scenario, players must use the Agenda Cards included in this expansion. These Agenda Cards **replace** the normal Political Cards for this scenario. Agenda Cards are considered Political Cards for the sake of other cards and abilities. Agenda Cards that elect a planet cannot target Home Systems. Many Agenda cards have an icon on the bottom of the card. This icon refers to the following rules:



Elect Player: This Agenda targets a player.



Elect Planet: This Agenda targets a planet.



Event: When this card is drawn, players resolve the text, discard this card, and draw a new Agenda Card.

SET UP STRATEGY CARDS

When playing this scenario, use the eight Strategy Cards found in the core game except for “3. Political” and “8. Imperial.” Use the **Civilization** Strategy Card instead of the Political Strategy Card, and the **Industry** Strategy Card instead of the Imperial Strategy Card.

RECEIVE OBJECTIVE CARDS

Instead of receiving Secret Objective Cards at the start of the game, each player receives one Scenario Objective Card. Like Secret Objectives, these cards are kept hidden and cannot be shown to other players. When playing with four players, the “Loyalist” Scenario Objective Card is removed from the game during this step.

Although players will usually want to keep their objectives secret, the ability on these cards can be discussed with other players as long as all discussion is made publicly in front of all players.

The Lazax player does **not** receive a Scenario Objective Card, but instead receives his special Lazax Objective Card. This card is kept **faceup** and is open information for all players.

RECEIVE TREATY CARDS

During setup, each player receives **all** of his race’s Treaty Cards (distinguished by the race icon on the **front**). Players use these cards to attempt to make alliances (see “Treaties” on page 15). The Lazax player discards all Treaty Cards referring to races that are not in the game.

Winning the Scenario

When playing this scenario, players **do not** accumulate victory points. Instead, each player has a specific objective to fulfill in order to win the game. Players **do not** need to control their Home System to fulfill their objectives unless specifically noted on the objective.

Some Scenario Objective Cards end the game immediately when fulfilled. If a player fulfills one of these objectives **at any time**, the game immediately ends with the player winning the game. Other players who have one of the winning player's Treaty Cards may also win the game (see "Treaties" below).

The scenario is played over eight game rounds. Use the Victory Point Track as a Round Track and a Lazax Control Marker to track the current game round. During setup, place the Lazax Control Marker on the "0" space of the track. At the end of each Status Phase, advance this token one space.

As soon as this marker enters the "8" space of the track, the game immediately ends and each player reveals his Objective Card and all Treaty Cards (see "Treaties" below). Each player fulfilling the condition on his Objective Card at this time wins the game. If no player is fulfilling his objective at the end of round 8, the game ends without a victor!

Treaties



The "Fall of the Empire" scenario makes use of a new card type known as Treaty Cards. These cards are used to form alliances, but players can never know for sure if a player is supporting them (see "Forming Alliances" below).

Important: Each Treaty Card has a description at the bottom that has no direct impact on the game. For example, it might say "Don't Attack the Hacan." This description is **only a suggestion** given to the player receiving the card, and acts as a hint for how he can help the Hacan player win the game!

FORMING ALLIANCES

During a player's turn, he may attempt to form an alliance by performing the following steps:

1. **Activate a Home System:** The player activates any other player's Home System (**excluding** Mecatol Rex). Instead of resolving the normal steps for activating (ie: movement, combat, etc.) he may choose to give a Treaty Card to the owner of the Home System.
2. **Give Treaty:** The activating player chooses one of his race's Treaty Cards from his hand and secretly gives it to the owner of the Home System. The owner of the system may then read the Treaty Card, but this card may not be shown to other players.

3. **Bargaining:** The two players may make any number of verbal agreements. For example, the player receiving the Treaty Card may demand 2 Trade Goods in order to consider keeping the Treaty Card. Alternatively, he may ask the player to not attack him for the next game round. All agreements (except for the immediate exchange of Trade Goods) are not binding.

4. **Secretly Accept or Reject Treaty:** The player who received the Treaty shuffles the card into his hand of Treaty Cards. He then looks at the cards and must discard one of his choice to a **facedown** pile adjacent to the Action Card deck. This allows him to discard the newly acquired Treaty Card, one of his own Treaty Cards, or one that he received from another player. Since a player can only win if he has a single alliance, hiding the discarded Treaty Card gives him the possibility to bluff, backstab, and change sides.

Important: *The Lazax player cannot accept Treaty Cards from other players. He may, however, give Treaty Cards to other players following the steps listed in "Forming Alliances" above.*

WINNING THE GAME WITH AN ALLIANCE

When a player wins the game (either from an immediate victory or at the end of round 8), it is possible that one other player may win the game with him.

1. **Reveal Treaties:** Each non-winning player reveals his hand of Treaty Cards. (The winner's hand of Treaty Cards is not revealed and is irrelevant.)
2. **Eliminate Traitors:** If a player has Treaty Cards belonging to **more than one opponent**, he loses the game.
3. **Determine Strongest Alliance:** The player who has the lowest numbered card belonging to the winning race also wins the game.

Important: Since only one player can win the game with a Treaty Card, it is important to be wary of high numbered Treaty Cards. If one player is handing out lots of Treaty Cards, it is a good idea to reject (or discard) high numbered Treaty Cards.

Optional Rules in the Scenario

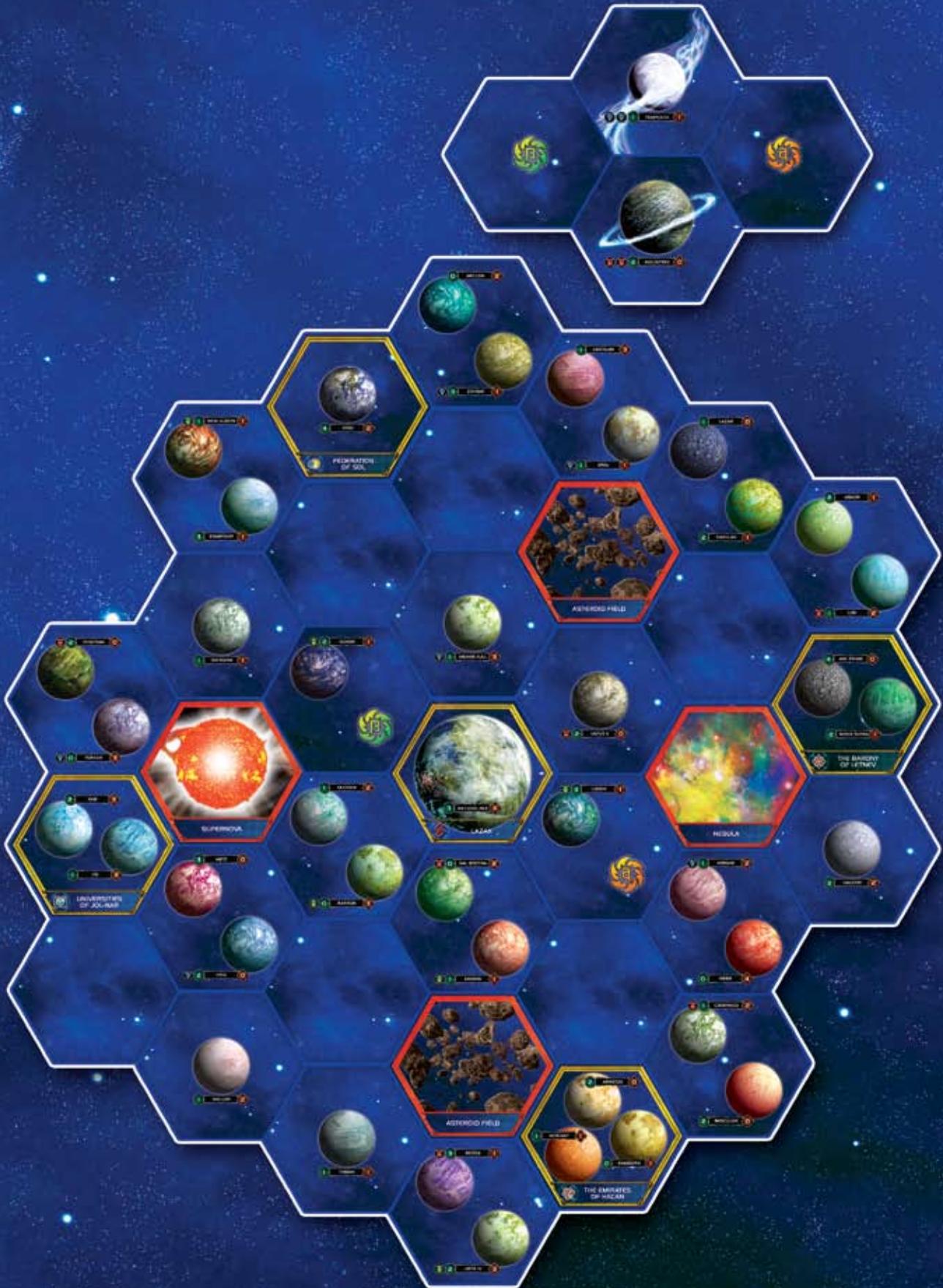
When playing the "Fall of the Empire" scenario, players should use all the new Action and Technology Cards found in this expansion. In addition, players should play with the rules under "Option 5: Mechanized Units."

All other optional rules (including those found in the core game and all components from the *Shattered Empire* expansion) **cannot** be used when playing this scenario.

FOUR PLAYER SCENARIO SETUP



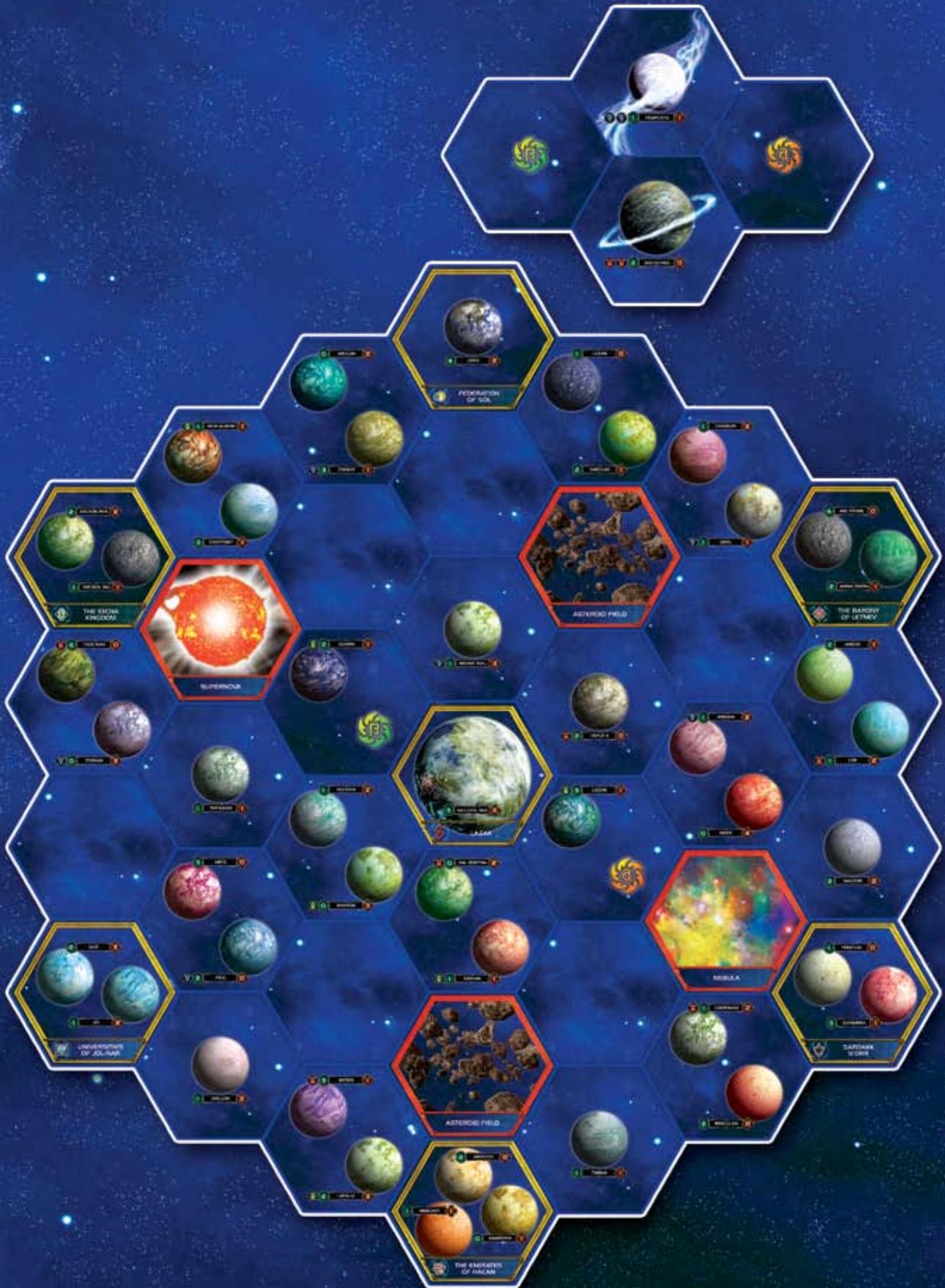
FIVE PLAYER SCENARIO SETUP



SIX PLAYER SCENARIO SETUP



SEVEN PLAYER SCENARIO SETUP



NEW STRATEGY CARDS SUMMARY

Trade III



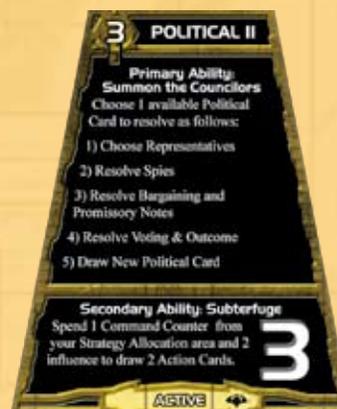
This Strategy Card is only used when playing with Option 6: Mercenaries. The primary ability of this card allows players to open new trade negotiations and collect on all trade agreements, even if they were just formed. The player who activates the primary ability must approve all new trade agreements.

After trade negotiations, any player who has a Mercenary in play must pay 1 Trade Good for that Mercenary to keep him in play. Any player who does not pay for his Mercenary must remove that Mercenary's token from the board and place his Mercenary Card at the bottom of the Mercenary deck.

Once all Mercenaries have been paid for (or returned to the deck), the player executing the primary ability of this card may draw the top two cards from the Mercenary deck. He chooses one of the Mercenaries to recruit and places the other card at the bottom of the deck.

The Secondary ability of this card allows players to spend 1 Command Counter to break a trade agreement between two players. If the player breaks a trade agreement, the player gains 1 Trade Good. The Emirates of Hacan are immune to this ability.

Political II

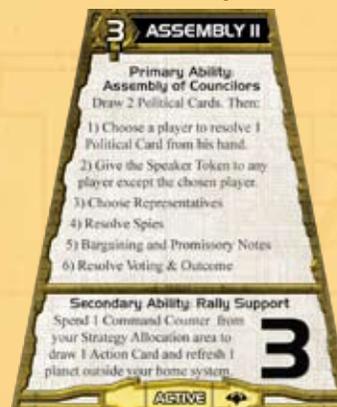


The Political II Strategy Card is only used when playing with Option 7: Political Intrigue. When playing with this Strategy Card, reveal the top two Political Cards during setup and place them faceup in the play area. These will be the Political Cards available to players during the Council. The primary ability allows the player to choose which Political Card to resolve.

Players follow the Council steps found on page 12. After the Council, the player draws a new Political Card and places it faceup next to the one that wasn't chosen during this Council.

The secondary ability of this Strategy Card gives players a chance to draw Action Cards. Players may spend 1 Command Counter and 2 Influence to draw two Action Cards.

Assembly II

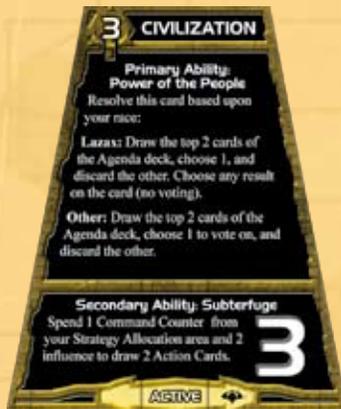


The Assembly II Strategy Card is used when playing both Option 7: Political Intrigue and using the alternate Strategy Cards found in the *Shattered Empire* expansion.

The player executing the primary ability of this Strategy Card draws one Political Card and chooses a player, including himself, to resolve one Political Card from his hand. Players then follow the Council steps found on page 12. The Speaker Token is then given to any player that wasn't chosen to resolve a Political Card from his hand.

The secondary ability of this Strategy Card allows players to spend 1 Command Counter to draw one Action Card and refresh one planet outside of his Home System.

Civilization



This Strategy Card is only used when playing Option 8: Fall of the Empire. This card functions differently depending on which player chooses it.

If the Lazax player executes the primary ability of Civilization, he may draw the top two cards from the Political deck, choose one, and discard the other. He may then determine any outcome on the card he wishes. There is no voting at all (he simply elects a target or chooses “For” or “Against”).

If any other player executes the primary ability, he draws the top two cards from the Political deck, chooses one to vote on, and discards the other.

The secondary ability of this Strategy Card gives the player a chance to draw Action Cards. Players may spend 1 Command Counter and 2 influence to draw 2 Action Cards.

Industry



This Strategy Card is only used when playing Option 8: Fall of the Empire. When executing the primary ability of this card, players must choose one of the two options. Both options provide players with the ability to build up forces faster during the scenario.

Option a) allows the player to build one Space Dock for free on a planet he controls. The player may do this even if he gained the planet’s Planet Card this round. Option b) gives the player up to 4 resources worth of free units in an activated system he controls that contains a Space Dock. This may be used on a Space Dock built this round.

The secondary ability of this Strategy Card allows players to spend 1 Command Counter to build up to 2 resources worth of free units in an activated system they control that contains a Space Dock (even if built this round).

ERRATA

Below are the errata for the base *Twilight Imperium: Third Edition* board game.

Cards

Action Card: Direct Hit

The card should have the following text added: “**Play:** Immediately after the ship has been damaged in a **Space Battle in which you participate.**”

Political Card: Ancient Artifact

The use of *planetary unit* should be replaced with the words *planetary force*. A planetary force is defined as the combined number of Ground Forces, Shock Troops, and Mechanized Units on the planet in question. In this way, the Ground Forces on an affected planet receive a combined roll of three dice, whereas the old wording would indicate that every Ground Force unit would sustain three rolls against it. PDS and Space Docks are not affected by these rolls.

Also, on this card, when players roll a result of 6–10, the two Technology Cards that are awarded to each player are taken one after the other, so the first Technology Card may be a prerequisite for the second.

If playing with the “Leaders” option, Leaders are destroyed on the result of 1–5 and are included in the definition of *planetary force*.

Political Card: Open the Trade Routes

The “Against” outcome should read: “This round, each player must give all of the Trade Goods he receives to the player on his left.”

Technology Card: Advanced Fighters

The following text should be added to this card:

“Any Fighters **in excess** of a system’s Fighter capacity will count towards your Fleet Supply limit.”

Technology Card: Micro Technology

This card should read “When you receive Trade Goods from your trade agreements, you now receive 1 additional Trade Good for each of your active trade agreements.”

Race Sheets

PDS Cost

The correct cost for acquiring a PDS unit is 2 (as written in the rules, but incorrectly stated on the original race sheets).

The Xxcha Ability

The correct wording of the first Xxcha Kingdom special ability is: “When executing the secondary ability of the Diplomacy Strategy Card, you may execute the primary ability instead.”

Rulebook

The 4-Player Game

The Action Cards “**Strategic Flexibility**” and “**Strategic Shift**” should be removed before starting a 4-player game.

The Age of Empire Option

When playing with the “Age of Empire” game option, players may not qualify for Stage II Objectives during the first three rounds of play.

Combat Rolls

The term “combat roll” is inclusive. It covers any instance in which you roll a die and compare the result to a unit’s combat value to determine whether or not an enemy casualty has been inflicted. Note that this specifically excludes other dice rolls, such as those for sabotage runs against War Suns.

- The Sardakk N’orr special ability text should read: “You receive +1 on your combat rolls.”
- The Jol Nar special ability text should read: “You receive –1 on your combat rolls...”

Effects that add to or modify results during “Space Combat” should be interpreted as during “Space Battles” or “Invasion Combat” and specifically make reference only to variables within the **Space Battle Sequence** and the **Invasion Combat Sequence**. Thus, if an ability grants you +1 to your dice during Space Battles, this bonus is only applied during step 2 of the Space Battle Sequence (“roll combat dice”) and does not affect any other rolls, including pre-combat effects, PDS fire, bombardment, etc.

Elimination

A player who controls no planets and has no units on the board is eliminated from the game. He cannot play Action Cards or choose Strategy Cards. After a player has been eliminated, the other players continue the game normally, with no changes to the number of Strategy Cards taken, etc. When a player is eliminated, all his Action Cards are discarded and all of his race’s trade agreements are removed from the game.

Retreats

When retreating, the retreating player’s forces must retreat into a previously activated system **that contains no enemy ships** (but it can contain enemy planets with Ground Forces, PDS units, and Space Docks).

Scuttling Units

Players may not scuttle units until step 1 of the Status Sequence (Qualify for Public/Secret Objectives) is complete.

Turn Order in 3- and 4-Player Games

To determine order of play in a three- or four-player game (in which players have two Strategy Cards), use only the best (lowest) initiative number of the two cards to determine order of play.



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SPACE DOMAIN COUNTER EFFECTS



ABANDONED TRANSPORT

An abandoned transport ship loaded with undelivered goods. The player who reveals this counter receives 2 Trade Goods.



ALIEN TECHNOLOGY

An ancient alien artifact found floating in space. After careful research, the artifact reveals unexpected technological secrets. The player who reveals this counter may research any one Technology that he has the prerequisites for at no cost.



DERELICT SHIP

A ship in need of repairs, left abandoned in space. The player who reveals this counter may gain 1 Cruiser for free in this system.



DISCOVERY

Exploration of uncharted space is bound to result in interesting and advantageous discoveries. The player who reveals this counter may draw 1 Action Card.



PRECURSOR SPACE STATION

A long-forgotten space station offering strategic advantages. After this counter is revealed, this counter stays in play. While a player controls this system, he needs 1 less victory point to win.



EMPTY SPACE

There is nothing of interest here. This token has no effect.



GRAVITY RIFT

A rift in space opens up out of nowhere! When this counter is revealed, it stays in play. This system is now treated as a Gravity Rift system.



SPACE PIRATES

Vagabonds that wander the galaxy are known to prey on the wealthy. The player who reveals this counter must lose all his Trade Goods or be attacked by a Dreadnought (allow another player to roll their combat dice). If the player has no Trade Goods, he is attacked. After the battle, or if he paid the Trade Goods, discard this counter.



SUPERNOVA

A star explodes right before your eyes! When this counter is revealed, it stays in play. All ships in this system are destroyed and this system is now treated as a Supernova system.



ALPHA WORMHOLE DISCOVERY

An undocumented Wormhole found in the most unlikely of systems. When this counter is revealed, it stays in play. This system now has an Alpha Wormhole.



BETA WORMHOLE DISCOVERY

An undocumented Wormhole found in the most unlikely of systems. When this counter is revealed, it stays in play. This system now has a Beta Wormhole.

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