



Vs System 2PCG Compiled Rulebook

Gameplay Overview

Each player starts with a Main Character such as Wolverine or Green Goblin. During the game you'll play resources and recruit Supporting Characters, like Medusa, Ant Man and Rhino. You'll organize your formation between your Front and Back Rows, and you'll make solo and team attacks against your enemies in order to stun and KO them. You'll play Plot Twists to enhance your team or hurt your opponent's. You'll use your Locations to activate your team's Super Powers. Your Main character will earn Experience Points and Level Up to dominate the battlefield. Finally, you'll KO your opponent's Main Character (or they'll KO yours).

The Card Types

Main Characters

You start the game with a Level 1 Main Character. When it levels up during the game, you'll switch it with its Level 2 Version.

Supporting Characters

During your turn you can recruit Supporting Characters into your Front or Back Row.

Main Characters and Supporting Characters work the same way. They can attack, defend, get stunned, and take wounds. The only exception is some cards specifically refer to Main Characters or Supporting Characters.

Note: The color of a character's Health symbol has no effect on game play.

Plot Twists

During your turn you can play Plot Twists from your hand. Plot Twists always say when during the turn you can play them. You can only play an affiliated Plot Twist if you have a face-up character with the matching Team Affiliation on your side.

Locations

Each turn you can play a card face down as a resource. But if it's a Location you can play it face up instead. Each location has a power symbol. During the game you can turn a Location face down in

order to activate a Super Power that requires that symbol. (You may also discard a location from hand to generate that symbol.)

There are four Power Symbols: Energy, Intellect, Might, and Skill

Each team also has a Special Location which grants any Power Symbol that team uses and can be used for anything related to a character on that team on your side.

Basic Game Concepts

- **Five Zones:** There are five zones in the game; Deck, Hand, KO Pile, Play and Removed From Game. Players share the Play and Removed From Game zone, while they each have their own KO Pile, Deck and Hand zones. If a character would go to the KO Pile, Deck, or Hand, it will always go to the owner's instance of that zone regardless of who controlled it while it was in play. When a character enters play, it comes into play on the side of its owner, unless an effect says otherwise.
- **Deck:** Your deck must include exactly 60 cards, not including your Main Character or tokens.
- **Hand:** You start the game with seven cards and draw two cards each turn. There is no limit to the number of cards you can have in your hand at one time. If an effect tells you to discard a card, that means from your hand.
- **KO Pile:** When a card gets KO'd or discarded it goes into your KO pile which is next to your deck. The KO Pile is face up, and any player can look through it at any time.
- **Play:** Each player has three rows within the Play zone: Front, Back, and Resource.
 - When you recruit a character it can go into your Front or Back row. Characters in front are your main line of attack. They also protect characters in your Back Row. Characters in your Back Row are safer but they can only attack if they have the [Ranged icon] symbol.
 - Each turn you may place a Location or a face-down card from your hand into your resource row. Your resources give you recruit points each turn which you'll use to play your Supporting Characters.
 - If a card would come into play as a resource, it always comes into play in its owner's resource row.
- **Removed From Game:** Some effects or game rules instruct you to remove a character from the game. Remove all counters from it and set the characters(s) aside face up. Modifiers do not affect characters in the Removed From Game zone unless the rules (Like Changing Main/Supporting Character Status) or card text (Like Singularity) specifically say they do.
- **Ready/Exhausted:** A card in play is either ready (upright) or exhausted (turned on its side). Only ready characters can be declared as attackers. Cards enter play ready.
- **Stun:** When a character is defeated in combat it becomes stunned. Turn it face down, exhaust it, remove all +1/+1 and -1/-1 counters from it, and put a Wound counter on it. Stunned characters can't be attacked and they lose their powers until they recover. Some effects can cause a character to become directly stunned (without it being in combat).
- **KO:** When a character has as least as many Wounds as its Health, it's KO'd.
- **Recover:** When a character recovers, turn it face up. It keeps its Wounds.

Setting Up the Game

- Each player needs a deck that has one Main Character and exactly 60 game cards. Tokens are not game cards.
- Put the Wound, XP, +1/+1, and -1/-1 counters nearby.
- Randomly determine who gets to choose which player goes first.
- Starting with the first player, each player puts their Level 1 Main Character into either their Front or Back Row. Then they put the Level 2 version off to the side where all players can see it.
- Each player should set their deck down next to where their Back Row will be.
- Each player shuffles their deck and draws seven cards.
 - Starting with the first player, each player may mulligan one time if they don't like their hand. Shuffle your hand into your deck and draw seven new cards. (It's usually a good idea to mulligan if you don't have any Locations or any supporting characters that you can play in the first few turns.)

Turn Sequence

Each turn, you'll go through the following four phases in order. Then the next player takes a turn. (In a 3 or 4 player game, the next player is the player to your left.)

1. **Draw Phase**
2. **Recovery Phase**
3. **Build Phase**
4. **Main Phase**

1. Draw Phase

During this phase, first any "At the start of your turn" triggers happen. Resolve them, then you draw two cards. (If you're the first player and this is the first turn of the game, **you don't draw any cards** on your first turn.)

2. Recovery Phase

During this phase, if you have any stunned characters, they all recover. Then ready all of your characters

3. Build Phase

During this phase, perform the following three steps **in order**:

Resource Step

You may choose any one card in your hand and place it face down into your resource row. (It is now a "resource".) If you play a Location as a resource, you may place it face up. (It's still a resource.) Locations are not unique; you can have more than one with the same name. (Playing a resource is optional.)

Recruit Step

You now gain 1 Recruit Point for each resource you have. (It doesn't matter if the resource is face up or face down.) You can spend any or all of your Recruit Points to play Supporting Characters from your hand. When you play a character, put it into your Front or Back row.

If you have any Recruit Points leftover, they go away after this step.

Formation Step

You can now rearrange any or all of your characters by moving them between your Front and Back Rows. Any character (including your Main Character), can go into either row.

It doesn't matter if a character is to the left or right of another character. All that matters is who's in the Front and who's in the Back.

4. Main Phase

This is the longest phase of the turn. During this phase, you can make any number of attacks, one at a time, until you choose to stop attacking or all of your characters are exhausted.

Your Front Row characters can make Melee attacks.

Your Back Row characters that have the [ranged icon] icon can make Ranged attacks. (Note: You can put a [ranged icon] character in your Front Row to have it make a Melee attack if you want.)

Making a Melee Attack

Starting a Combat

- Exhaust one of your ready Front Row characters to become the attacker and choose a face up Front Row enemy to be the defender. **If an opponent has no face-up Front Row characters, you can attack his Back Row characters.**
- If your character has [Flight icon] it may fly over your opponent's Front Row to attack a Back Row character unless your opponent has their own [Flight icon] character in their Front Row.

During Combat

- Once combat has begun, you can play one Combat Plot Twist or use one Combat Super Power or you can pass. Then your opponent can do the same. Then you go again, and so on, until both of you pass in a row. (If a player passes but then other player plays something, the other player can still play something.) Then resolve the combat.
- If you're playing with 3 or 4 players, everyone will have chance to play Plot Twists or use Combat Super Powers each combat. The attacking player has the first opportunity, then play proceeds to the left. Only after all players pass in succession combat resolves.
- When a player plays a Plot Twist or uses a Super Power, **it resolves immediately** before the next player has a chance to play their own Plot Twist or Super Power. Reaction powers are an exception to this.

Resolving Combat

- To resolve the combat, the attacker now “strikes” the defender and the defender simultaneously “strikes back” against the attacker. In order to strike, a character must have at least 1 ATK.
- Compare the Attacker’s ATK to the Defender’s DEF. If the ATK is greater than or equal to the DEF, the defender will be stunned. Also compare the Defender’s ATK to the Attacker’s DEF. If the ATK is greater than or equal to the DEF, the attacker will be stunned.
- So there are four possible results to a combat: No one gets stunned, the Attacker gets stunned, the Defender gets stunned, or both characters get stunned.
- When a character becomes stunned, turn it face down, exhaust it, remove all +1/+1 and -1/-1 counters from it and put a wound counter on it.
- After the combat you go back to your Main Phase.

Making a Ranged Attack

Ranged attacks work the same way as Melee attacks with the following exceptions:

- You choose one of your Back Row characters with [ranged icon] to be the attacker.
- The defender only gets to strike back if it also has [ranged icon].

Note: If your character attacks from the Front Row, it is always a Melee attack whether or not your character has [ranged icon].

Flight and Ranged

- If your character has [Ranged icon] and [Flight icon] it can attack from your Back Row AND fly over your opponent’s Front Row (if they have no [Flight icon] characters in their Front Row) to attack a Back Row character. The defender will still only strike back if it has [Ranged icon].

Team Attacks

Two or more characters that have the **same Team Affiliation and are in the same row** can make a Team Attack against a single defender. Team Attacks work just like solo attacks with the following exceptions:

- You choose two or more Front Row characters to make a **Melee Team Attack**.
- You choose two or more Back Row characters that have [ranged icon] to make a **Ranged Team Attack**. (Just like in a regular Ranged Attack, the defender only gets to strike back if it has [ranged].)
- In both cases, if all of your attackers have [flight icon], they can fly over your opponent’s Front Row to attack their Back Row (unless your opponent has a Front Row [flight icon] character).

Resolving a Team Attack works like this:

- Add up the ATK of all your attackers and compare them to the Defender’s DEF to see if the Defender will get stunned.

- The defender then chooses **exactly one** attacker to strike back against. It compares the Defender's ATK to that character's DEF to see if it will get stunned.

For example, let's say three different 2/2 characters attack a 6/6 defender. When the combat resolves, the total ATK of the attackers is 6 which is enough to stun the defender. The defender picks one of the 2/2s to strike back at, compares its 6 ATK to the attacker's 2 DEF and stuns it. The other two 2/2s survive.

After each Combat resolves, you can make another attack. Once you're done attacking (either by choice, or because you have no ready characters left, or because all enemy characters are stunned), and you're ready to be done with your Main Phase, your turn ends. Resolve any "at the end of your turn" effects, and then the player to your left gets to take a turn.

Ferocious Characters in Combat

If at least one character in a melee combat has Ferocious, the combat resolves with extra steps.

Solo Attack

If both the attacker and defender are Ferocious, the attacker strikes and the defender strikes back simultaneously. (This is just like an attack with no Ferocious characters and must still have at least 1 ATK to strike.)

If only one of the characters is Ferocious, only it will strike. Compare its ATK to the other character's DEF. If the ATK is greater than or equal to the DEF that character gets stunned (and so, won't have a chance to strike this combat).

Resolve any triggers that may have triggered.

If the non-Ferocious character was not stunned by that strike, it now strikes as normal.

Team Attack

During a Team Attack with one or more Ferocious characters, all of the Ferocious characters will strike simultaneously before the non-Ferocious characters. (If all characters are Ferocious, it works just like an attack with no Ferocious characters.)

If at least one attacker is Ferocious and at least one attacker is not Ferocious, only the Ferocious attacker(s) strike first. Compare the total ATK of the Ferocious attacker(s) to the defender's DEF. If the ATK is greater than or equal to the DEF, the defender will be stunned (and so, won't have a chance to strike this combat).

If the defender is Ferocious, it strikes back at the attacker of the defending player's choice. Compare its ATK to the chosen attacker's DEF. If the ATK is greater than or equal to the DEF, that attacker will be stunned.

After those characters get stunned, if applicable, if there is still at least one attacker and one defender, proceed to normal combat resolution. Any character that struck during the Ferocious combat step will not strike during the normal combat step. However, the strike value of any Ferocious

attacker(s) will count towards the total team ATK that is used to determine if the defender is stunned during the normal combat resolution.

If there is no attacker or no defender, combat concludes.

For example, let's say Black Panther (3/2 Ferocious) and Nick Fury (1/5) team attack Major Victory (2/4). When the combat resolves, Black Panther strikes first, but his 3 ATK isn't enough to stun Major Victory. However that 3 ATK will get added to Nick Fury's ATK when Nick Fury strikes in a moment.

After Black Panther strikes, then Nick Fury and Major Victory strike. So the attackers have 4 total ATK (enough to stun Major Victory) and Major Victory has 2 ATK which is enough to stun Black Panther.

Ending the Game

The game ends when you KO your opponent's Main Character or they KO yours. Additionally, if at the beginning of your turn an opponent controls your Main Character, you lose. If you're playing 3 or 4 players, then it ends when only one Main Character is left. If the final two Main Characters would get KO'd at the same time (either because they're in combat with each other or through some card effect), **the player whose turn it is wins the game.**

In a 3 or 4 player game, when a Main Character gets KO'd, remove all cards on that player's side from the game.

Additional Rules

+1/+1 and -1/-1 counters

Many effects put +1/+1 or -1/-1 counters on characters. These numbers alter a character's ATK and DEF until something removes the counters.

If a character ever has +1/+1 and -1/-1 counters at the same time, they cancel out. Remove one of each until the character only has one type.

When a character gets stunned, remove all +1/+1 and -1/-1 counters from it.

If a character's DEF is ever reduced to 0 (whether from -1/-1 counters or some one effect), it's immediately stunned.

Calculating ATK/DEF

In order to calculate the current ATK/DEF of a character you first apply any modifiers that set or change Base Stats (effects like supporting character Mystique's Impersonate Super Power or Leveling up of a Main Character), then apply counters, and lastly apply all modifiers that change ATK/DEF in timestamp order.

For example, Loki Lvl1 is in combat with three XP counters. Loki's controller plays Find Cover, his opponent does nothing, then Loki's controller plays Trickster God, his opponent does nothing, and last Loki's controller plays Savage Surprise. We have four things going on here. We have the leveling up of Loki, and three modifiers from resolving effects.

Base - Loki lvl1: 1/6

Find Cover - Loki lvl1: 1/9

Trickster God Loki Lvl1: 9/1

Level Up - Now we have new base stats, so we have to start over again with the modifiers in play.

Base - Loki lvl2: 4/8

Find Cover - Loki Lvl2 4/11

Trickster God - Loki Lvl2 11/4

Savage Surprise - Loki Lvl2: 15/4

Please note, modifiers with a timestamp AFTER Trickster God will not be swapped.

ATK values that are below zero are treated as 0 except when trying to raise or lower them. In the latter case, always use the real value.

Timestamps

The timestamp of a modifier from a resolving effect is when the effect resolved. The timestamp of a modifier from a continuous power (like Blackheart's Created From Evil) is when the character came into play.

Stunned Characters

When a character becomes stunned, remove all +1/+1 and -1/-1 counters from it, turn it face down exhausted, and put a wound counter on it. If it now has wounds greater than or equal to its Health, it's KO'd. Put it into its owner's KO pile. (Note: If a character only has 1 Health, don't bother putting the wound on it. Once it gets stunned it's immediately KO'd and you can put it directly into your KO pile.)

If a character gets stunned by an effect in the middle of a combat, it is removed from Combat.

A stunned character can't attack or defend, doesn't protect anyone behind it, loses its powers, and can't gain or have +1/+1 or -1/-1 counters. It still keeps its other information like Name and Team Affiliation.

Any player can look at any stunned character at any time.

Some effects say to "Daze" a character. This stuns the character except it doesn't gain a wound. (It works like the character getting stunned in all ways except for no wound.)

Some effects say to “Wound” a character. This puts a wound on the character but does not stun it. (If the character has wounds greater than or equal to its Health, it is KO’d.)

Recovering Characters

Your stunned characters automatically recover during your Recovery Phase. (You can’t choose to leave them stunned.)

Some card effects can also recover a character. When a character recovers, turn it face up but leave it exhausted. (Note: Recovering a character does NOT heal any wounds from it.)

Playing Plot Twists

Each Plot Twist will say when you’re allowed to play it. If it says “Build” then you can only play it during your Build Phase.

If it says “Main” then you can only play it during your Main Phase **while there isn’t a combat going on**.

If it says “Combat” then you can only play it during a combat on your turn. And if the word “Combat” has the **Any Turn** symbol [any turn symbol] next to it, then you can play it during a Combat on any player’s turn. (Most “Combat” Plot Twists can be used on any player’s turn.)

Unless it says otherwise, you can only use a “Combat” plot twist to affect a character in the combat.

When you play a Plot Twist, follow its instructions, then put it into your KO pile.

Some Plot Twists have a Team Symbol on the top right of the card. That means **you may only play it if you have a face-up character with that Team Symbol on your side (including your Main Character)**. However, you can use it to affect any character regardless of Team Symbol.

Character Powers

Characters have to be in play for their powers to work unless their text says differently or the power could only work from another zone. There are three types of character powers: Keywords, Super Powers, and Level Up Powers.

Keywords

Keywords are powers that often show up on more than one character. When a character has a keyword power, just follow the instructions in its text. (Some common or older keywords might not have their text displayed. In that case, you can look up their definition in this Rulebook.)

Flight and **Ranged** are the two most common keyword powers. They are represented by these icons instead of the actual words: [flight icon] and [ranged icon].

Super Powers

All Main characters and some Supporting characters have Super Powers.

Each Super Power has a different name and a different effect. The word “Build” or “Main” or “Combat” tells you when you can use the Super Power (just like how Plot Twists work).

Bulleye’s power can only be used during your Main phase while there isn’t a combat going on.

Luke Cage’s power can only be used while it’s in combat. And the [anytime icon] next to Combat means you can use it on your turn or another player’s.

You can only use a character’s Combat Super Power if that character is in the combat. But if the power says “Any Combat” then you can use it during a combat even if that character isn’t part of it.

Each Super Power has at least one power symbol. To activate a Super Power you must pay for it by turning one of your Locations with that symbol face down OR by discarding a Location with that symbol from your hand.

Example 1: It’s your Main Phase. You decide to use Bullseye’s “Infallible Aim” power so you turn two Academies face down to pay the double [Intellect] cost. Then you get the power’s effect.

Example 2: Luke Cage gets attacked. You decide to use its combat Super Power, “Impervious Skin” It costs a [Might] so you discard a Fortress from your hand to get the power’s effect.

You can use any number of different Super Powers each turn, as long as you can pay for them. However, **you can’t use the same Super Power more than once each turn.**

Some Super Powers have more than one power symbol. You have to pay for all of them at the same time by turning matching Locations face down, or discarding them from hand, or a combination of both.

Once Per Game Restrictions

Some Super Powers have a once per game restriction. This is something that functions in all zones, no matter who controls the character or what zone it is in. This means even if a character with a power with a once per game restriction leaves play and comes back, you still can not use it again if it was used before leaving play. Also, if an opponent takes control of one of your characters with a once per game restriction and they use the Super Power, when you get it back you will not be able to use that power.

Reaction Powers

Reaction Powers are a subset of Super Powers. Reaction Powers trigger when a certain condition is met. When that happens you can pay the cost and resolve the effect. You can use a Reaction power at any time, as long as its trigger condition is met. However, like other Super Powers, you can only use it once per turn. Reaction powers will resolve before the power they are reacting to.

For example, She-Hulk has the power, “Reaction [Intellect]: When an enemy player uses a Super Power, you may say “Objection!” If you do, cancel that super power.” When an

opponent uses a Super Power, you can say, “Objection!” and then pay [Intellect]. If you do, then your opponent’s Super Power is cancelled and never resolves.

Level Up Powers

Every Level 1 Main Character has a Level Up Power.

When you meet the XP (experience) condition, put an XP counter on the Level 2 version of your main character. Once you have XP equal to the number next to “Level Up”, remove the XP counters from the Level 2 version of your main character and replace the Level 1 version of your character with its Level 2 version.

The Level 2 version should retain the same orientation as the Level 1 version (ready/exhausted and face up/stunned). Put each wound and +1/+1 or -1/-1 counter that was on the Level 1 version onto the Level 2 version. All modifiers that were affecting the Level 1 version continue to affect the Level 2 version.

Level 2 characters work just like Level 1 characters except they’re more powerful and they have an additional Super Power.

Note: While your Level 1 character is stunned, its Level Up Power is turned off.

Main Characters vs Supporting Characters

Main Characters work like Supporting Characters with the following exceptions:

- Main Characters start in play and don’t have a cost.
- Main Characters can level up.
- If your Main Character gets KO’d, you’re out of the game.
- Some effects say they only work on Main Characters or on Supporting Characters.
- If at the start of your turn you control two or more Main Characters, KO all but one of them.

Other than that, treat Main Characters the exactly the same as Supporting Characters. They attack, defend, team attack, get +1/+1 or -1/-1 counters, get stunned, use powers, etc.

Changing Main/Supporting Character Status

Some effects may promote a Supporting Character to Main Character and vice versa. Unlike most modifiers, these modifiers continue to apply to the character even if it changes zones. All other modifiers continue to affect the characters after the promotion/demotion and they retain all counters. When a Main Character is demoted to a Supporting Character, the following additional rules apply;

- If it is Level 1 and hasn’t leveled up yet, it remains a Level 1 when it becomes a Supporting Character. It does, however, retain all of the XP it has gained so far, and it will still level up as normal once you fulfill the level up condition (or level down, such as with Groot). However, it does not return to being your Main Character again; it is still a Supporting Character even after it levels.

- If your original Main Character (now a Supporting Character) ever leaves play (it gets KO'd or returned to your hand, for example), it gets removed from the game. Removing a character from the game means you set it aside and it does not count as being in your KO pile, deck or anywhere else.
- If a card effect (such as Yondu's Yaka Arrow) needs to know how much your original Main Character costs, treat it as having a cost of zero.

Uniqueness

You can only have one character with a specific name on your side at one time. If you already have a character on your side, and you play another one with that name, you must KO the first one. If they both enter play simultaneously then you must pick one to KO. If the second one ends up on your side through some special effect (e.g. Mind Controlling an enemy character) you still must KO the first character.

The only exception to all of this is your Main Character. You may never control a character with the same name as your Main Character. If an effect would cause that, ignore that part of the effect. You can't play a supporting character with the same name as your Main Character.

Note: You are allowed to have more than one supporting character with a specific name if it has the **Swarm** keyword. This does not get around the rule of you may never control a character with the same name as your Main Character.

Power-Ups

If you have a card in hand with the same name as a face-up Main or Supporting Character on your side, you may discard it to Power Up that character. Put a +1/+1 counter on the Powered-Up character. You can Power Up a character either as a **Main** action or as an **[Anytime] Combat** action.

Example: You attack with your Main Character, Luke Cage. During combat you decide to Power Up Luke Cage so you discard a Luke Cage supporting character from your hand and put a +1/+1 counter on your Main Character.

Resources and Locations

Cards in your Resource Row count as Resources whether they're face up or face down. Once a Location turns face down it will stay face down unless an effect turns it face up. You can look at your own face-down resources at any time. You can't look at enemy face-down resources.

You can rearrange your Resource Row if you like as long as your opponent can see how many you have and which Locations you have. Resources don't exhaust.

There are four neutral locations, one for each of the four power symbols. Also, each team has one special location that has a Team Symbol on the top right of the card. These locations can produce any of the power symbols, **but can only be used for a member of that team on your side.** (That matters when you're building your own decks and mixing teams together.)

You can use a Location (by turning it face down or discarding it) to pay for a Super Power. But you can't use the same Location card to pay for multiple Super Powers. Each Super Power must be paid for separately.

Running Out Of Cards

If a player needs to draw a card, but his deck is empty, he skips those draws. Play continues as normal. But if all players are out of cards and no one is willing or able to attack to put wounds onto Main Characters, the player with the fewest wounds on his Main Character wins the game. If two or more players are tied for the fewest wounds, the game ends in a tie between those players.

Searching and Shuffling

Whenever you need to search through your deck, shuffle it once you're finished.

Token Characters

Token characters are created by certain powers and can only exist in the Play zone. Some expansions may include token cards as part of a set, but they are not game cards used in deckbuilding. Token cards are only used to represent token characters created by powers. A token character works just like a regular character except that if an effect puts the token character anywhere other than the Play zone, it ceases to exist.

Timing

When you play a Plot Twist or use a Super Power, resolve it before anyone can play another Plot Twist or use a Super Power. Reaction powers are an exception to this. If an effect "triggers" due to something, resolve that effect before any player can play a Plot Twist or use a Super Power. If multiple triggers happen at the same time, the player whose turn it is decides the order.

Base ATK and DEF

Some effects refer to a character's Base ATK and DEF. This means a character's stats before any effects or counters modify them. A character's Base ATK and DEF is usually the same as their printed ATK and DEF. The only difference is that some effects might temporarily change a character's Base stats.

Resolving Effects

As you resolve an effect, it is processed in the order it appears on the card. If at any time while resolving the effect you are asked to do an impossible action, that action is skipped and the rest of the effect is resolved normally.

When a resolving effect needs information about the game state, it uses the information at the time the effect resolves and is locked in at that time. Changes to the game state later do not change the modifier that was created.

For example, Mystique is attacking Supporting Character Venom. She then uses Masquerade choosing Venom and gets +3 ATK. The opponent then plays Savage Surprise choosing Venom

and he gets +4 ATK. Mystique's bonus of +3ATK stays the same and does not change even though Venom now has a higher ATK.

Once an effect has resolved and created a modifier, the modifier is independent from the source that created it. Removing the power or character that is the source of the modifier does not affect the modifier.

For example, on your turn you play Iceman and choose your opponent's main character. On your opponent's turn he plays Cosmo and chooses your Iceman. Even though Iceman now has no powers, your opponent's main character remains frozen. Once the trigger from Iceman resolved, it exists independent of Iceman.

Intervening "if" Clause

Some triggers like Daredevil's Protector of Hell's Kitchen (When Daredevil gets attacked, if he's protecting a character, he gains an XP.), has an intervening "if clause. This means the condition must be true for the power to trigger and must also be true when it resolves. If the "if" clause is no longer true when the effect tries to resolve, it is cancelled.

For example, If you attack the main character Daredevil with Mary Walker. Both characters have powers that will trigger. Being the turn player, you choose to resolve your trigger first and put a -1/-1 counter on Daredevil and one on the character he's protecting with 1 defense, Black Widow. Assuming Black Widow was the only character in the back row, when the trigger from Daredevil resolves, he is no longer protecting any characters. Since that condition is no longer true, he does not get an XP.

The Golden Rules

Whenever a card contradicts a rule in this rulebook, the card is correct. And if one effect says you can do something and another says you can't do something, can't beats can.

Free for All - 3 or 4 players

When you play with three or four players, all of the usual rules apply with a few exceptions:

- You win when **all** other Main characters are KO'd.
- The player who goes first draws no cards on their first turn. The player who goes second only draws one card on their first turn.
- Each player has a Front, Back, and Resource Row.
- During your Main Phase you can have your characters attack any other player's characters using the normal combat rules. You can make all of your attacks against one player, or spread them out against multiple if you want.
- During combat, each player (including players who don't have an attacker or defender) can play Plot Twists to influence the combat.
- When a Main character is KO'd, all of that player's cards are immediately removed from the game. (This doesn't count as those cards getting KO'd.)

2 vs 2

You can also play 2 vs 2. In this case, you win when both enemy Main Characters are KO'd.

- Teammates should sit across from each other so the turn order goes Team A, Team B, Team A, Team B.
- The player who goes first draws no cards on their first turn. The player who goes second only draws one card on their first turn.
- You can't attack your teammate's characters.
- When a Main character is KO'd, all of that player's cards are removed from the game.

Optional Rule: When you recruit a character, you may put it into your teammate's Front or Back Row (they control it now).

2-Headed Teammates

This is a variation of 2 vs 2.

- Teammates sit next to each other and they share one giant Front Row and one giant Back Row.
- They don't share a Resource Row.
- Each team takes one shared turn. Both players Recruit separately during their Recruit Step. (You can't share Recruit Points.)
- Then they arrange their single Formation Together.
- Then they do their Attacks together.
- They both count as controlling all characters on their side.
- Each player on the team that takes the first turn does not draw cards on that turn.
- The game ends when both Main Characters on a team are KO'd. When your Main Character is KO'd, you continue to play on.

Deck Building Rules

Once you've played a few games you might want to build your own deck. Here are the rules:

- You must have a Main Character and a deck of exactly 60 cards.
- You can only have up to four copies of any one card in your deck.
- You can put any Supporting Characters, Plot Twists, and Locations in your deck. Tokens are never part of your deck. Just remember the following:
 - Characters can only Team Attack if they share a Team Affiliation (on the top right of the card).
 - If a Location has a Team Affiliation, it can only be used for a character of that team on your side.
 - If Plot Twist has a Team Affiliation it can only be played if you have a face-up member of that team.

Game Terms

AKA: Some characters have AKA and another name in their text box.

For example, Captain Marvel says “AKA Ms. Marvel” in her text box. This means that she counts as having both names, which means you can use a Ms. Marvel supporting character to power up Captain Marvel, and they both count as the same person for the purposes of the Uniqueness rules.

Any Turn Symbol [any turn symbol]: If a Plot Twist or Super Power has this symbol you can use it on another player’s turn.

Appears: When a card enters play it “appears” (Whether you played it from hand or some effect put it into play. If a card changes sides, that does not count as “appearing.”)

ATK/DEF: The numbers on characters above the [lightning bolt icon] and [shield icon]. During combat you compare your character’s ATK to its enemy’s DEF to see if you stun it.

Cancel (the combat): If an effect cancels the current combat, the combat ends but no characters get stunned. Leave all the attackers and defender as is. They don’t ready.

Cancel (the Super Power): If an effect cancels a Super Power, the Super Power never resolves.

Daze: An effect that stuns a character. However, the character won’t gain a wound.

Enemy: This applies to anything opposing you. An enemy player is your opponent. An enemy character is one an opponent controls.

Freeze/Frozen: To freeze a character means to exhaust it and it can not ready during its next turn. During the turn the freeze modifier was applied through the turn it can not ready, the character is considered frozen.

Good and Evil: Some effects refer to Good or Evil characters. A character is Good if it’s on a Good team and Evil if it’s on an Evil team. The current list of Good teams are: Avengers, Guardians, X-Men, A-Force and Defenders. The current list of Evil teams are: Supervillains, Femme Fatales, and Underworld.

Health: How many wounds it takes to KO a character.

Keyword Power: A power on a character in bold text. Just follow the instructions on the card. Flight and Range count as Keyword powers even though they’re represented by icons.

KO: To put a character from play into its owner’s KO pile. When a character has wounds equal to or greater than its health, it gets KO’d.

Melee Combat: A combat that involves Front Row attackers.

On Your Side: The cards you have in play are “on your side.”

Owner: During the game you “own” your Main Character and all of the cards that started in your deck. (This only matters if a card references “owner.”)

Power Up: You can power-up a face-up character you control by discarding a card with the same name as that character. Then you put a +1/+1 counter on that character. You can Power Up as a Main action, or you can Power Up as an [any turn symbol] Combat action while that character is in combat during your turn or another player’s.

Protection: Some effects refer to a “protecting” or “protected” character. Your face-up front row characters protect your face-up back row characters. Stunned characters do not count as protecting or being protected.

Pull: Means to move a character from the back row to the front row.

Push: Means to move a character from the front row to the back row.

Ranged Combat: A combat that involves Back Row attackers that have [ranged icon]. In a Ranged attack, the defender can’t strike back unless it has [ranged icon].

Ready/Exhausted: A character is either Ready (upright) or Exhausted (on its side). Only ready characters can attack. If an effect “readies” a character that is already ready, or exhausts a character that is already exhausted, just ignore that part of that effect (but do the rest of it).

Remove from the Game: Some effects remove characters or cards from the game. In these cases, set those cards aside out of play. They do not count as being in the KO pile.

Stunned: When a character is defeated in combat, it gets stunned. Turn it face down, remove any +1/+1 or -1/-1 counters, exhaust it, and put a wound on it. A stunned character can’t attack or defend, doesn’t protect anyone behind it, loses its powers, and can’t gain or have +1/+1 or -1/-1 counters. It still keeps its other information like Name and Team Affiliation.

Super Power: A power on a character that you activate by turning a Location face down or discarding a Location.

Survives: A character is considered to have survived if it made it through the entire combat unstunned. It does not count if a combat is cancelled early due to an effect or missing attacker/defender. Combat must resolve normally in order for a character to “survive.”

Switch: If a card tells you to switch the position of two characters, you move each character to where the other was simultaneously. If for whatever reason one of those characters is unable to move, the switch does not happen and both remain where they were.

If you are instructed to switch two numbers, you add or subtract the appropriate value from each number to get the desired outcome.

Wounds: When a character becomes stunned, it gains a Wound. If it has as many wounds as its Health, it gets KO'd. (Some card effects says to "wound a character." In this case put a wound counter on it, but it doesn't get stunned.)

"Your" Main Character: When card text refers to "your main character" it means the Main Character you started the game with, while it is currently on your side. If it's currently on another player's side or removed from the game, text that refers to "your main character" should be ignored. Modifiers can change this.

Select Keyword Powers

Most keyword powers in this set have their game text explained on the cards. But the following are older keywords that have been updated or are used so commonly that they are not always defined on the cards.

Ferocious: While in melee combat, this character strikes before characters without Ferocious.

Lethal: When this character stuns a defending supporting character, KO it.

Monstrous: While this character is defending against a melee team attack, it strikes back against each attacker.

Schemer: When you play your first plot twist each turn, you may draw a card.

Shrink: When this character is attacked for the first time each turn, you may cancel the attack.

Swarm: You can have more than one character with this name on your side at the same time. This power can't be turned off.

Credits

Chad Daniel (with help from Danny Mandel, Ben Cichoski, and the Vs 2PCG Community)

Version History

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