

The fan-favorite Marvel 2099 comics reveal a dark future ruled by sinister, all-powerful corporations like Alchemax. These mega-corps ruthlessly exploit workers into endless servitude, dulling their minds with propaganda and vapid cyberspace entertainments. Unrelenting industrial pollution warps the land into a noxious hellscape. Cybernetically-enhanced enforcers brutally crush any resistance to corporate rule. Ancient Heroes like the Avengers and Asgardians are worshipped by the desperate as distant memories.

But now a cutting-edge generation of Heroes rises to resist. Working in the shadows, new champions reclaim the bygone mantles of Ghost Rider, Spider-Man, and Hulk. They build resistance networks, undermine corporate rule, infiltrate cyberspace, and sometimes just smash. Alchemax executive Paul-Philip Ravage starts to question his corporation's motives. In return, he is betrayed and mutated into a horrifying, brutal new form. The original Dr. Doom, torn through time, resolves to crush the mega-corps himself, reclaim his kingdom, and restore the rule of his own iron fists.

Cyber-Mods for Heroes

In 2099, weak organic flesh is quickly becoming obsolete. Desperate Heroes work with underground hacker-docs to augment their bodies with cybernetic enhancements, unleashing raw power. This is represented by the new Cyber-Mod keyword. Some Heroes say things like "Cyber-Mod :: Draw a card."

- You may use a Cyber-Mod ability only if you have a card of the listed Hero Class in your Victory Pile."
- Likewise, you can use "Cyber-Mod (\(\frac{1}{2}\)) (\(\frac{1}\)) (\(\frac{1}{2}\)) (\(\frac{1}{2}\)) (\(\frac{1}\)) (\(\frac{1}\)) (\(\frac{1}\)) (\(\fra
- The Heroes that use Cyber-Mods have ways to send cards Undercover. This can help you put the right cards into your Victory Pile to activate your Cyber-Mods.
- The cyber-tech that infused Hulk 2099 with gamma rays lets him push his pain under the surface, channeling it into ever more strength and rage. Accordingly, Hulk 2099 can send Wounds Undercover and use "Cyber-Mod Wound" abilities in the same way.

Cyber-Mods for Enemies

The corporations, bounty hunters, and enforcers of 2099 also enhance their abilities with deadly cybernetic tech, often scavenged from captured victims. Some enemies say things like "Cyber-Mod " ": This gets +3 "."

- Villains and Masterminds use their Cyber-Mod abilities only while there are cards of the listed Hero Classes in the Escape Pile.
- Likewise, if a Villain says "Fight Cyber-Mod
 KO one of your Heroes", use that ability only if there is a a card in the Escape Pile.
- If a Villain escapes the city with a captured Hero, that Hero card stays in the Escape Pile and can help activate all enemies' Cyber-Mods.
- Cyber-Mod Enemies also have ways to put Hero cards directly into the Escape Pile, helping activate Cyber-Mods.

Fated Future

Marvel 2099 shows a chilling vision of what could come to pass if the characters of the Marvel Universe don't change Earth's fate. Sometimes fate can seem inevitable... until someone finds the courage to turn the future in a new direction. This is represented by the new Fated Future keyword.

- When you play a card with Fated Future, you may put it on the bottom of your deck.
- This helps you draw the card again more quickly than if you discarded it, waited for your discard pile to shuffle into a new deck, then waited to draw the card.
- You can "predict the future" of when you'll see it again.
- You can also increase the chance that you will draw multiple Fated Future cards in the same powerful hand once you get to the bottom of your deck.

Sending Your Heroes to Other Places

- If you play a card, and it sends itself Undercover or to the bottom of your deck with Fated Future (or another place), you still get its , , and other abilities.
- If you play a card and send it somewhere this way, you still played a card, so you can still use a "card" Superpower ability. However, it's no longer one of "your Heroes" or "Heroes you have."

Uru-Enchanted Weapons

To corrupt the people of 2099's faith in ancient Heroes, Alchemax creates false Asgardian "gods". They combine nanotech and nuclear fusion to engineer jaw-dropping weapons that mimic the power of the fabled Mjolnir. These use the Uru-Enchanted Weapons keyword, which first appeared in Legendary®: Fear Itself.

- When you try to fight an Enemy that has some number of Uru-Enchanted Weapons, reveal that many cards from the top of the Villain Deck. That Enemy immediately gains + equal to the total Victory Points of all the cards you revealed.
- If you have at least as many points as the Enemy's improved, use them and defeat the Enemy as normal. If you don't have enough points, you don't defeat this Enemy, you lose all your points, and you can't use fight anymore this turn. (You can still play cards and recruit you just can't fight or Heal Wounds.)
- Whether you defeat that Enemy or not, put all the cards you revealed from the Villain Deck on the bottom of that deck in random order.
- Once you start to fight an Enemy, you can't play any more cards until after that fight is complete.
 Remember to generate all the you can before you fight them!
- Flipping cards for Uru-Enchanted Weapons cannot end the game. If you run out of cards in the Villain Deck, shuffle the cards you've revealed so far and keep revealing. (If there are no cards left in the Villain Deck there is no bonus.)

Fight or Fail

Enemies with Uru-Enchanted Weapons sometimes also say things like "Fight or Fail: KO one of your Heroes."

- Do the "Fight or Fail" effect if you successfully fight that Enemy or if you try to fight them but the Uru-Enchanted Weapons' bonus causes you to fail.
- You can't try to fight an enemy unless you have enough points to match its printed .

Adapting Masterminds

The Sinister Six 2099 and Alchemax Executives aren't just a single Mastermind. Instead, they are teams of arch-villains working together, adapting to use different Master Strikes and abilities. These "Adapting Masterminds" also appeared in Legendary®: S.H.I.E.L.D.

- A normal Mastermind has a Mastermind card and 4 Mastermind Tactic cards. An Adapting Mastermind instead just has 4 or 6 Mastermind Tactic cards. Whichever Tactic is currently on top of the stack of Tactics counts as the current Mastermind card.
- Keep all of their Tactics in a face up stack. Use only the rules on that top card, ignoring the rest of the stack.

- In its "Setup" abilities, and whenever an Adapting Mastermind does a Master Strike, it says "Adapt". This means "Shuffle the Mastermind Tactics and randomly put one on top, face up." You might randomly pick the same Tactic that was previously on top, or it might be a different Tactic. It keeps any Bystanders it held.
- Likewise, when you fight an Adapting Mastermind, you always fight the Tactic currently on top of the stack. You ignore all the card abilities and bonuses that are not currently on top of the stack. The "Fight" ability also says "Adapt" at the end. So, you put the Tactic you just fought into your Victory Pile, rescue any Bystanders, do its Fight effect, then shuffle the remaining Tactics and randomly put one on top, face up.
- This set includes double-sided "Epic" Adapting Masterminds. During setup, turn all the Tactics to either the normal side or the much harder Epic side. Don't change which side is face up when they Adapt. Don't use these with Schemes that call for Mastermind Tactics to be shuffled into decks of non-double-sided cards

Game Contents

Rules insert and 100 cards:

- 5 New Heroes of 14 cards each (Each Hero has 1 rare, 3 uncommons, 5 of one common, and 5 of another common)
- 2 New Villain Groups of 8 cards each
- 2 New Epic Adapting Masterminds (Each has no Mastermind card – just 4 Mastermind Tactic cards for one and 6 Mastermind Tactics for the other)
- 4 New Schemes

Credits

Game Design & Card Set Design: Devin Low

Sr. Brand Manager: Travis Rhea
Assoc. Brand Manager: Corrine Deng

Director of Game Development: Bubby Johanson

Sr. Product Manager: Mark Shaunessy

Product Manager: Rob Ford

Product Development Coordinator: Zack Stevens

Community Coordinator: Richard Berg Graphic Design: Krista Timberlake Art Acquisition Lead: Julio Elizondo

Art Direction: Julio Elizondo, Nicole Ruman

Box Art: Thony Silas

Card Art: Simone Ragazzoni, Francesco Mazziotta,

George Kambadais

Project Managers: Danny Montejo, Susan Dent Sr. VP of Production and Logistics: Suzanne Lombardi President, Upper Deck Company: Jason Masherah Playtesters: Mark Balleza, Kyle Bingham,

Playtesters: Mark Balleza, Kyle Bingham, JR Bontrager, Bobby Coovert, Max Dennis, Emily Cross, Aleicia Forsberg, Ryan Garcia, Michael Green, Steve Helling, Corey Mease, Eric Persons, Jason Walker, Alex Wigger



