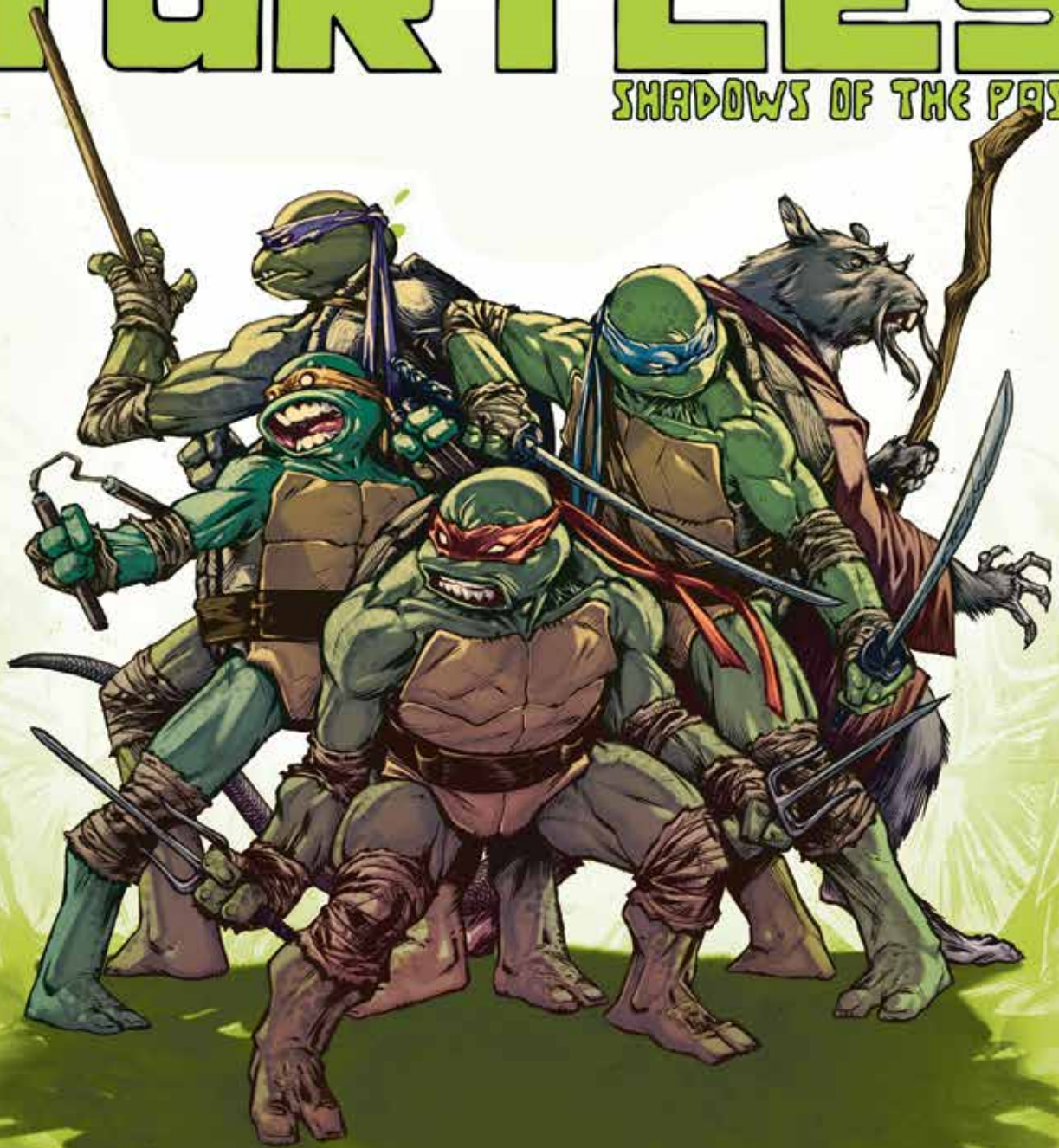


TEENAGE MUTANT NINJA TURTLES

SHADOWS OF THE PAST



RULEBOOK

INTRODUCTION

In *Teenage Mutant Ninja Turtles: Shadows of the Past*, up to four players take on the roles of the Ninja Turtles, while one other player takes on the role of the villain, controlling all of the enemies that the Ninja Turtles will face. Both sides then play their way through one of the included battles over the course of 1-2 hours. The players can either take each battle as a separate experience or save their progress between games to work their way through an entire adventure.

COMPONENTS LIST

- » This Rulebook
- » 8 Battle dice
- » 15 Action dice
- » 45 Plastic figures, including:
 - 4 Ninja Turtles (Donatello, Leonardo, Michelangelo, and Raphael)
 - 4 Villain Leaders (Master Shredder, Karai, Old Hob, and Alopex)
 - 3 Foot Clan Bruisers
 - 6 Foot Clan Elites
 - 18 Foot Clan Ninjas
 - 5 Street Thug Brawlers
 - 5 Street Thug Gunners
- » 4 Hero sheets
- » 9 Villain sheets
- » 128 Cards, including:
 - 89 Villain Ability cards
 - 24 Special Move cards
 - 5 Ally cards
 - 10 Terrain cards
- » 6 Double-sided Map sheets
- » 2 Adventure comics with 16 Battle scenarios
- » 1 Victory bookmark
- » 132 Status tokens, including:
 - 24 Five-Life tokens
 - 40 One-Life tokens
 - 28 Focus tokens
 - 24 Drained tokens
 - 12 KO'ed tokens
 - 4 Turn tokens
- » 46 Prop tokens, including:
 - 4 Blocking Terrain tokens
 - 6 Garbage Can tokens
 - 4 Car tokens
 - 2 Dumpster tokens
 - 4 Trash Bag Pile tokens
 - 2 Fire Escape tokens
 - 4 Security Door tokens
 - 6 Security Camera tokens
 - 4 Steam Jet tokens
 - 4 Shipping Container tokens
 - 2 Computer Bay token
 - 4 Objective tokens

OVERVIEW

Each round, the Turtles roll their Action dice to determine what they can do. They use re-rolls by spending their focus and share dice with each other to make sure they can carry out their plans. Then, in whatever order they choose, the Turtles each take their turn, spending their Action dice. After each Turtle's turn, the villain takes a turn and plays two Villain Ability cards to activate villain figures on the map. After the villain's final turn of the round, new villain figures spawn on the map before a new round begins, and the process starts all over again. This continues until one side or the other succeeds in meeting the goal(s) set for them in the battle they are currently playing.



COMPONENTS OVERVIEW

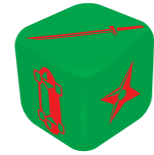
Battle dice

These dice are used by both heroes and villains to resolve attacks, defense, and skill checks.



Action dice

Each hero uses their own set of custom Action dice. These dice dictate which actions are available to a hero on their turn.



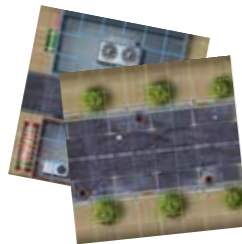
Plastic figures

Each Plastic figure represents a different unit on the map. Hero players control one figure each, while the Villain player controls ALL villain units.



Map sheets

Each battle begins by selecting the two Map sheets that the battle will take place on. Each Map sheet has its own unique layout and terrain rules.



Adventure comic

An Adventure comic is made up of several battles. The battles combine into one complete story arc.



Hero sheets

Each hero has their own unique Hero sheet featuring stats and a special ability unique to that character.



Villain sheets

Each villain has their own unique Villain sheet featuring stats and a special ability unique to that character.



Villain Ability cards

Villain Ability cards are how the Villain player takes their turn. Each card contains action symbols and special rules that allow the Villain player to activate different units.



Special Move cards

Each hero has their own set of Special Move cards. The Hero player will select a certain number of these powerful abilities to bring with them at the beginning of each battle.



Ally cards

Certain battles allow the heroes to use Ally cards. Ally cards provide unique buffs for the Hero players, depending on which ally they select.



Terrain cards

Each Map sheet features a unique terrain layout. The Terrain cards explain any additional rules players should consider when using a specific Map sheet.



Life tokens

Life tokens track each character's health. When a character's health is reduced to zero they are KO'ed. Full pizzas count as 5 life, slices count as 1.



Focus tokens

Focus tokens represent how much Focus a player has at any time. Focus may be spent to re-roll dice or activate Special moves.



Drained tokens/ Manhole covers

The tokens function as Manhole covers on Map sheets, and Drained tokens which cover players' Action dice once they've used them.



KO'ed tokens

KO'ed tokens are given to characters if they have been KO'ed and then failed to awaken on their turn.



Turn tokens

After a Hero player has taken their turn, they are given a Turn token by the Villain player. Once all heroes have a Turn token, and the Villain player has taken their fourth turn, a new round begins.



Garbage Can tokens

These tokens represent Garbage cans on the map. See Covered Terrain and Throwing Objects terrain cards for rules.



Car tokens

These tokens represent cars on the map. See Slow terrain card for rules.



Dumpster tokens

These tokens represent Dumpsters on the map. See Covered and Elevated terrain for rules.



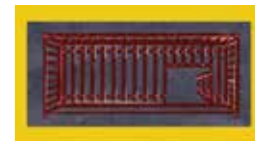
Trash Bag Pile tokens

These tokens represent Trash Bag Piles on the map. See Slow and Elevated 2 Terrain cards for rules.



Fire Escape tokens

These tokens represent Fire Escape tokens on the map. See Slow Terrain card for rules.



Security Door tokens

These tokens represent Security Doors on the map. See the Locked Doors terrain card for rules.



Security Camera tokens

These tokens represent Security Cameras on the map. See the Cameras terrain card for rules.



Steam Jet tokens

These tokens represent Steam Jets on the map. See the Obscuring terrain card for rules.



Shipping Container tokens

These tokens represent Shipping Containers on the map. See the Elevated terrain card for rules.



Computer Bay token

These tokens represent Computer Bays on the map. See the Blocking terrain card for rules.



Blocking tokens

These tokens represent areas you cannot access. See the Blocking terrain card for rules.



Objective tokens

Objective tokens represent special goals in some battles. These could be characters or items the Hero players need to acquire or protect.



SETUP TO PLAY

1 First, select one player to be the villain. The other player(s) (up to four) plays as the heroes and controls the Turtles. A total of four Turtles are used no matter how many Hero players there are. (Split them up among the Hero players as you see fit.)

» **Each Hero player receives (per Turtle they are controlling):**

- That Turtle's Hero sheet
- That Turtle's Action dice
- That Turtle's Plastic figure
- Life tokens equal to that Turtle's starting life
- Focus tokens equal to that Turtle's starting focus
- All of the Special Move cards for that Turtle

2 Next, the players choose a battle to play. The battles are found in the Adventure comic. For your first battle, it's recommended that you play Book 1, Battle 1.

» **The Villain player receives:**

- The Villain Plastic figures listed in the battle description
- The Villain deck (see sidebar on page 7 for assembly instructions)
- The Villain sheets of the villain types listed in the battle
- Focus tokens equal to the amount listed in the battle

3 The Villain player assembles the map as shown in the battle. Two Map sheets are placed next to each other, then any indicated Prop tokens are placed as illustrated.

4 Villain figures are placed on the map in the indicated spaces with any



leftovers being placed near the map in the "figure pool." Have everyone look at the special rules and map for the battle for a moment to make sure everyone understands what their goals are.

5 Put the Terrain cards listed in the battle next to the map so that the players can see them.

6 For each Turtle, the controlling Hero player must choose special moves equal to their skill, modified by the battle's hero skill (which is -2 for the intro battle). The special moves chosen by the player will be available for this battle. Set any unchosen special moves aside. They cannot be used this battle. For your first game, the following moves are recommended:

- » **Donnie:** (1 moves) *Spin Attack*
- » **Leo:** (2 moves) *Leaping Strike* and *I'll Hold Them Off!*
- » **Mikey:** (1 moves) *I'll Throw You!*
- » **Raph:** (no moves)

7 The heroes place their hero figures in the hero start area as shown in the Scenario, one per space, arranged however they like.

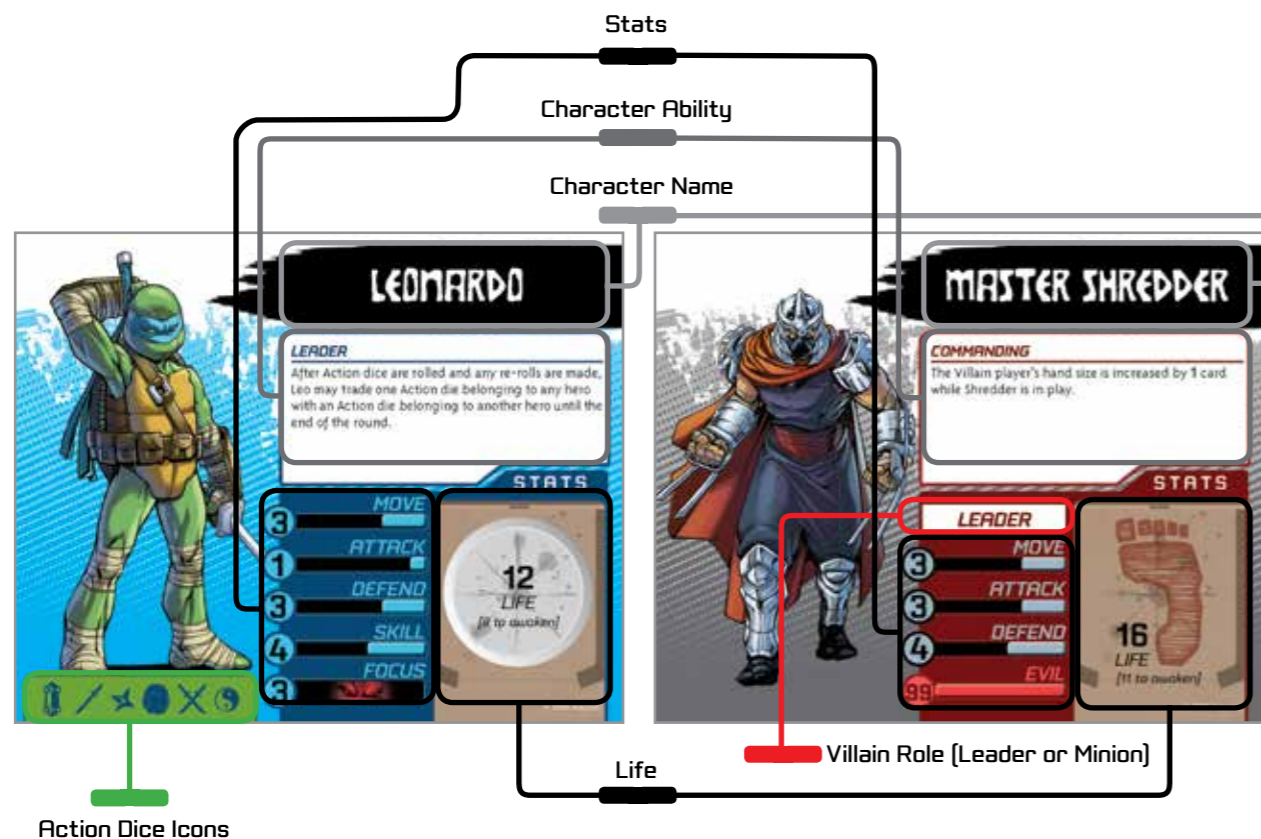
8 The Villain player shuffles the Villain deck and draws five cards. If the Regroup card is drawn, then replace it and shuffle the Regroup card back into the deck.

9 Put the Battle dice, extra Focus tokens, Drained tokens, KO'ed tokens, and extra Life tokens near the play area. Now you're ready to begin!

SIDEBAR: Building the Villain Deck

To build the Villain deck, reference the Adventure comic to locate the battle you're playing. Under "Villain Figure Pool & Deck," you'll see a series of colors next to pictures of the available villains. These colors represent the cards you'll be adding to the Villain deck, with each color indicating a group of four cards. For instance, if Old Hob is shown above a red bar and a blue bar, then you'll add Old Hob's four red cards and his four blue cards to the Villain deck. Continue until you've added all indicated cards to the deck. In addition, the Regroup card is **always** added to the Villain deck. The Villain deck will always consist of exactly twenty-five cards when built.

SIDEBAR: Character Sheet Breakdown



ROUND SEQUENCE

During each round, the heroes will first roll their Action dice, and then each of the four heroes will take a turn. After each hero's turn, the Villain player takes a turn. Once every hero has had a turn and the villain has had four turns, the round ends.

Rolling the Action Dice

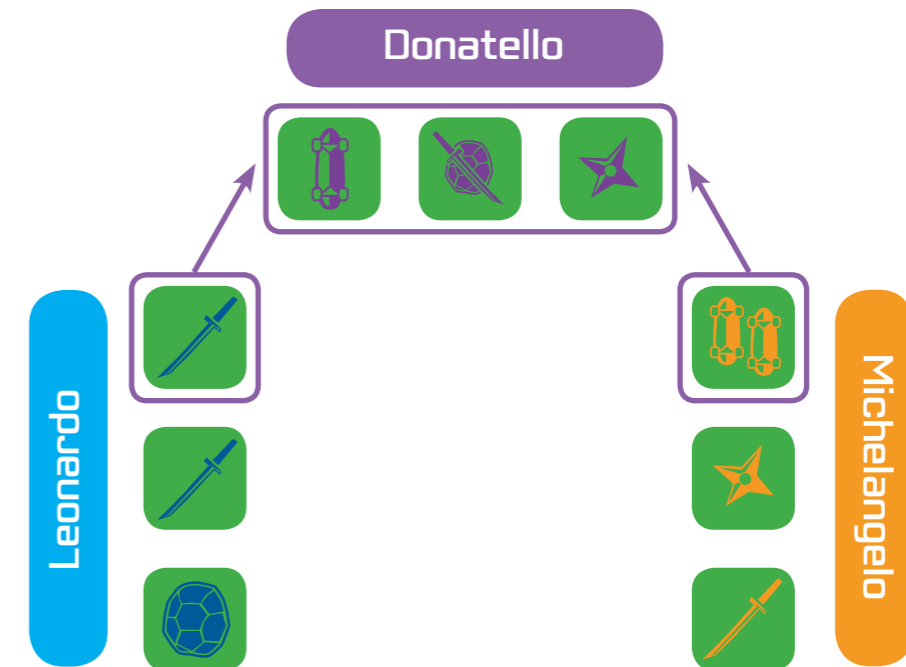
To start each round, every Hero player rolls their Turtle's three Action dice (six for Raphael). If a player doesn't like their roll, they may spend a Focus token to re-roll one, some, or all of their Action dice if they wish, but they cannot re-roll a given roll more than once.

After rolling the Action dice, the players arrange their dice in front of them in any order they choose. (You'll understand why this matters in a second.)

Sharing Action Dice

The heroes are trained to fight as a team. So in addition to using your own Turtle's three Action dice during your turn, you also get to use the right die of the Turtle to your left, and the left die of the Turtle to your right. Therefore, according to

how you arrange your Action dice, you are sharing one of your actions with the Turtles to your left and right. This gives each Turtle a total of five Action dice to use on their turn (except for Raph, see his ability).



HERO TURNS

After the dice are rolled and arranged, the heroes choose a Turtle to go first. On your Turtle's turn, you use your Turtle's Action dice in whichever order you like, resolving each action as you do so. The effects of each action are described under "Actions" on pg. 10. Mark Action dice that have already been used by placing the Drained tokens (manhole covers) on top of them, and then remove the Drained tokens at the end of your turn so that the other Turtles may still share your dice. **Do not pick up or re-roll your Action dice once the first Turtle has started their turn for the round.**

The other Hero players will need to use them for their turns as well.

Once you've finished using your Turtle's Action dice (either because you've run out or do not wish to make any further actions), then your turn is over, and play passes to the villain. At this point, remove any Drained tokens that you've placed on dice during your turn. The Villain player will hand you a Turn token indicating your turn has been completed. You may not activate your hero again until all four heroes have received this token, signifying the End of Round.

Special Moves

During a hero's turn, they may also use one (and only one) of their special moves from among the ones they chose at the start of the battle. Using a special move may spend one or more of the hero's dice for the turn and/or may cost focus or life. See "Using Special Moves," pg. 14 for further info.



VILLAIN TURNS

After each hero's turn, the Villain player takes a turn. This means that the Villain player takes a total of four turns every round. During the villain's turn, the Villain player plays **two** Villain Ability cards from their hand, one at a time, resolving each card as it is played (see "Playing Villain Ability Cards," pg. 14). Afterwards, the Villain player refills their hand from the Villain deck, and play continues with the next Turtle chosen by the Hero players.

Active Villain Ability Cards

Villain Ability cards remain active for a short time after being played. All Villain Ability cards are played face-up in front of the Villain player, with the oldest card on the left and the most recently played card on the right. If, at the start of the villain's turn, there are four Villain Ability cards active in front of them, the two oldest Villain Ability cards (the two on the left) are discarded and cease being active. This is very important as active Villain Ability cards can provide ongoing defense bonuses to certain types of villain figures or even more unusual effects.

END OF ROUND

This process continues—with the heroes and villain alternating turns—until all four Turtles have taken their turns and the Villain player has finished their fourth turn. At this point, the villain gains 1 Focus token from the bank (not to exceed their starting Focus for the battle), spawns new minions (see "Spawning New Minions," pg. 15), and a new round begins.

ACTIONS

Heroes take actions by spending their Action dice, while the villain takes actions by playing Villain Ability cards. In either case, the dice or cards provide the player with one or more action icons. When these action icons are spent, they allow the player to perform actions.



The action icons are:

- » Move (a.k.a. skateboard) Icon: You receive move points equal to your character's Move attribute for each skateboard icon you spend. So if your Move is 3 and you spend one skateboard icon, you get three move points, while if you spend two skateboards, you get six move points. Move points are used to move around the map (see "Movement," pg. 11). If you take a different action of any sort, any remaining move points you have left are lost.
- » Melee (a.k.a. katana) Icon: Choose an enemy adjacent to your character (diagonal enemies count as adjacent), and make a melee strike against that enemy. See "Melee Strikes" on pg 12.
- » Ranged (a.k.a. shuriken) Icon: Choose an enemy at least two spaces away from your character that your character has a line of sight to, and make a ranged strike against that enemy. See "Ranged Strikes" on pg. 13.
- » Defense (a.k.a. shell) Icon: This is not an action per se, and it is never spent. Instead, the character

receives a +1 bonus to their Defend attribute as long as the shell icon remains in play (i.e., until the die is re-rolled or the Villain Ability card is discarded from play).

- » Active Defense Icon: This icon is a combination of a melee icon and a defense icon. It provides a +1 bonus to the character's Defend attribute just like the defense icon, but it also allows the character to make a melee strike (and may be combined with normal melee icons when doing so, as described below). The +1 bonus to Defend does not go away when the melee icon is spent.
- » Chi Icon (Heroes Only): Rolling a chi icon on an Action die is special and represents the hero marshalling their inner strength. When you roll a chi icon (but after any re-rolls of the Action dice are resolved), your hero immediately regains one focus (see "Focus," pg. 17) if their Focus is currently below their maximum, and they heal one die of wounds if wounded (see "Healing Wounds," pg. 16). Afterwards, turn this Action die to any other side of your choice.

Combining and Dividing Up Action Icons

A player may spend multiple icons of the same type on a single action in order to boost that action's effects. On the other hand, a player may not spend only part of an action icon on an action. That is to say, if a player has a double katana icon

available on a die or card, they cannot choose to spend only one of those katanas on an action. In other words, multiple icons may be combined, but players cannot "make change" from a single icon, whether it comes from a die or a card.

Example 1: Leonardo spends a double katana icon from one Action die and a single katana icon from another Action die to make a melee strike. He has spent a total of three katanas on the melee strike and places Drained tokens on both dice.

Example 2: Leonardo only has one Action die left for the turn, a double katana. He wants to split it up to make two separate melee strikes with one katana each. However, this is not allowed, and he is forced to make a single melee strike with two katanas using the double katana icon on his Action die.

MOVEMENT

When a character takes a move action by spending one or more move icons, they receive move points equal to their Move attribute for each skateboard spent. Thus, a character with 3 Move that spends two skateboards receives six move points. These points are then used to move around the board. Normally, it costs one move point to move one space on the board, and diagonal movement is allowed, even if squeezing diagonally between two obstacles. Characters cannot enter a space containing another figure. They may move through KO'ed figures, but not end their turn on them.

Interrupted Movement

If a character takes any other action (such as making a melee strike), then any remaining move points are lost. This means that a character cannot move, attack, and then move again unless they spend another move icon after making the attack.

Example 1: Donatello has six move points. He spends four to move adjacent to an enemy figure, then makes a melee strike. As soon as he makes the melee strike his remaining two move points are lost.

Example 2: After making the attack above, Donatello spends another move icon that he had left, gaining three more move points. He may now use these move points to move again, even though he took another action in between moves.

Breaking Away from Enemies

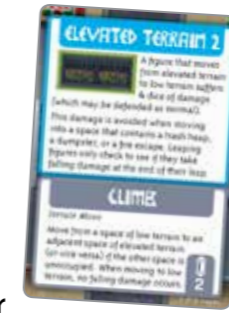
If a hero or villain is adjacent to any enemy figures (even diagonally) when attempting to move to another space, they must spend one extra move point for each adjacent enemy. Thus, if Leonardo is next to two Foot Clan Ninjas, it costs him three move points to move one space (one point to make the actual movement plus two extra, one per adjacent enemy). Characters do not have to break away from KO'ed enemies.

Effects of Terrain on Movement

Blocking terrain (blacked-out spaces) cannot be moved into at all. In addition, other types of terrain may increase the move point cost to enter a space (such as slow terrain), prevent a character from ending their movement in a space (such as unstable terrain), or deal damage to a character that enters the space (such as hazardous terrain). For the full effects of terrain, please see the Terrain cards listed in the battle you are currently playing.

Terrain Moves

Some types of terrain have terrain moves listed on their card, which are a type of special move available to any character in the battle. Terrain moves do not count against a hero's limit of one special move per turn and are fully explained under "Using Terrain Moves" on pg. 14.



MELEE STRIKES

When a character makes a melee strike by spending one or more melee icons, the controlling player chooses an enemy figure adjacent to the character to target (enemies that are diagonal to the character count as adjacent, enemies on different elevation are not adjacent.) KO'ed characters cannot be targeted by melee strikes.

The player then rolls Battle dice equal to the character's Attack attribute plus the number of melee icons spent on the attack. For instance, if Leonardo spends three katanas to make a melee strike, he will roll four Battle dice since his Attack attribute is 1.

The damage from the strike is added up as shown below:

- » 🗡️: +1 Damage
- » 🗡️🗡️: +2 Damage
- » 🗡️🎲: +0 Damage

Defense Roll

The target then makes a defense roll to try and reduce the damage. The defending player rolls Battle dice equal to the target's

Defend attribute plus the number of defense icons they currently have in play, whether from Action dice or Villain Ability cards. For instance, a Foot Clan Ninja has a Defend attribute of 2, and there are two defense icons for Foot Clan Ninjas on Villain Ability cards in play, so the Villain player rolls four Battle dice.

The damage from the strike is reduced by one for each 🎲 rolled on the Battle dice down to a minimum of zero. Whatever damage is left is then applied to the target (see "Wounds," pg. 16).

Example 1: Leonardo rolls a total of five damage on his melee strike, and the Foot Clan Ninja rolls two blocks on his defense roll, so the Foot Clan Ninja suffers three damage.

Example 2: Leonardo rolls a total of two damage on his melee strike, and the Foot Clan Ninja rolls three blocks on his defense roll, so the Foot Clan Ninja suffers zero damage.

Spending Focus on a Strike or Defense Roll

As with rolling your Action dice at the start of the round, you may spend a focus in order to re-roll one, some, or all of your dice when making a strike or defense roll. However, a given roll may only be re-rolled once. After that, you're stuck with what you've rolled.

In addition, the attacker must decide whether or not to re-roll the strike before the defender makes their defense roll. Once the defense roll is made, the strike cannot be re-rolled. The defender must give the attacker a chance to make this decision before rolling of course.

RANGED STRIKES

When a character makes a ranged strike by spending one or more ranged icons, the controlling player chooses an enemy figure that isn't adjacent to their character (not even diagonally) that the character has a line of sight to (see below). As with melee strikes, KO'ed characters cannot be targeted by ranged strikes.

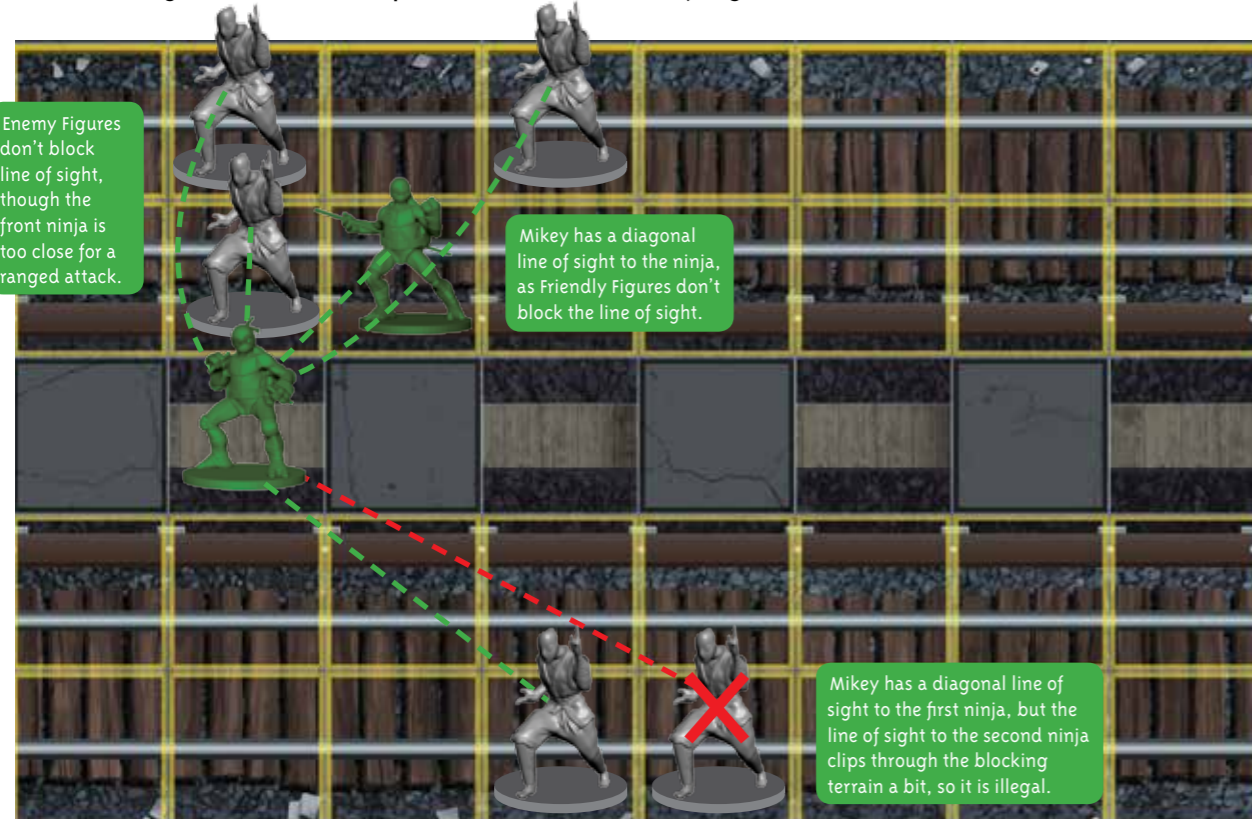
Making a ranged strike is exactly the same as a melee strike, including the defense roll and spending of any focus, except that the strike gets weaker the further away the target is from the attacker. If the target is more than two spaces away from

the attacker (calculated by the shortest route possible), then the strike's damage is reduced by one for every space beyond the second space. It's very difficult to hurt enemies that are too far away.

Example 1: Raphael targets a Foot Clan Ninja that is six spaces away from him, so the strike's damage is reduced by four (i.e., the total range minus two). Raphael still rolls the same number of Battle dice when making the strike, he just subtracts four from the damage before the defense roll is made.

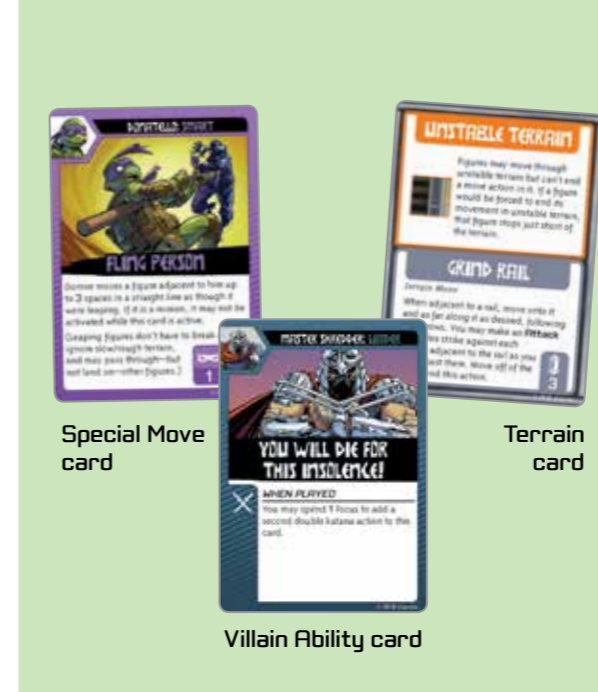
Line of Sight

A character has line of sight to its target if you can draw a straight line from the center of the character's space to the center of the target's space without crossing any blocking terrain (or any other terrain that blocks line of sight, such as obscuring terrain). Figures on the map do not block line of sight.



USING TERRAIN MOVES

Terrain moves are moves printed on the Terrain cards placed in play for the current battle, such as the Climb move on the Elevated Terrain card. Any character, hero, or villain may use any terrain move currently in play by spending the appropriate action icons, focus, and/or life shown on the Terrain card. Terrain moves work just like special moves, but they don't count against a hero's limit of one special move per turn and do not remain active after use like special moves do.



USING SPECIAL MOVES

Each Turtle has several special moves that their player chooses for them at the start of the battle. Each turn, a hero may use one (and only one) of their special moves. To do so, the hero must spend the action icons, focus, and/or life shown on the bottom of the Special Move card. (As usual, you don't get "change" when spending icons off an Action die.) The hero then performs the special move as described on the card. The special move is then placed face-up in front of the player until the start of that hero's next turn. While the card is face-up in front of the player, it is still "active" (which matters for a number of special moves) and also serves as a reminder that the hero has already used a special move this turn.

Remember, a hero may only use the special moves that their player selected for them at the start of the current battle. The unchosen special moves are not available for use unless some game effect (such as Michelangelo's *Party Dude* move) says otherwise.

PLAYING VILLAIN ABILITY CARDS

Each Villain Ability card shows you what type of villain figure it activates, how many of that figure it activates, and what action icons each of the activated figures receive. Treat the cards as though you had rolled those symbols on Action dice for the listed villain figures. So if a card says that two Foot Clan Ninjas activate with one move icon and one melee icon, then you can choose up to two Foot Clan Ninja figures in play and have them each take a move action and make a melee strike, just like the heroes' move actions and melee strikes. If a Villain Ability card activates multiple figures, you must complete each figure's entire turn before moving on to the next.

Important: The Villain player may only activate a given figure once per turn. So if Master Shredder was activated with the villain's first card play, he may not be activated again with the villain's second card play for the turn.

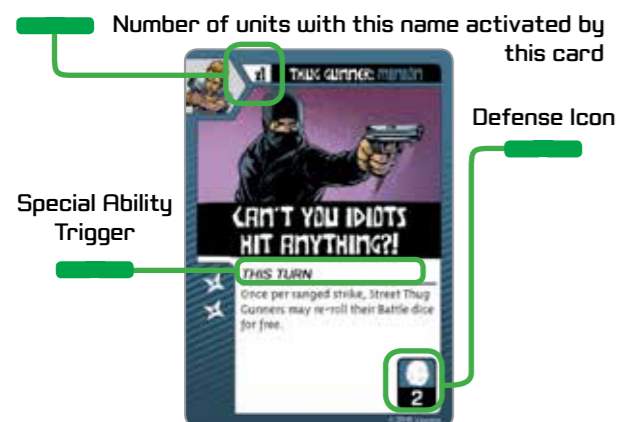
Villain Card Special Abilities

Villain Ability cards may also have one or more special abilities listed on them. Each special ability lists when it triggers, such as “when played,” “when discarded,” “this turn,” or “while active.” A list of these triggers and what they mean follows:

- » *When Played:* The ability occurs immediately when the card is played, before any of the action icons on it may be spent.
- » *When Discarded:* This ability occurs immediately when the card is discarded from the line of face-up cards in front of the villain.
- » *This Turn:* The ability is active from the moment the card is played until the villain’s turn ends.
- » *While Active:* The ability is active from the moment the card is played until it is discarded from the line of face-up cards in front of the villain.

Note that any special abilities on the card activate as described, even if the activated figure is currently KO’ed (unless otherwise stated).

Villain Ability Card Defense Icons



Some Villain Ability cards have one or more defense icons on them. These cards add a bonus to the Defend attribute of that villain figure equal to the number of defense icons on the card while the card is active. This affects all figures of that villain type, not just those activated by the card. For example, if a Foot Clan Ninja card activates two Foot Clan Ninjas and has one defense icon on it, all Foot Clan Ninjas in play gain a +1 bonus to the Defend attribute while the card is active, not just the two Foot Clan Ninjas activated by the card.

Desperation Activation

If the Villain player desperately needs to activate a certain villain figure and doesn’t have the cards in their hand, they may choose to play a Villain Ability card facedown to activate any one figure they control with one move icon, one melee icon, or one ranged icon. This isn’t particularly efficient, but sometimes you need to activate a certain figure and you don’t have a card for it.

Important: Note that you cannot use desperation activation to activate a KO’ed villain leader!

SPAWNING NEW MINIONS

At the end of the round, new minions spawn for the villain automatically. The villain takes half (rounded up) of each type of minion they have in their figure pool (i.e., the figures not on the board) and spawns them. So if there are five Foot Clan Ninjas, two Foot Clan Bruisers, and one Foot Clan Elite sitting next to the map

that have either been KO’ed or didn’t start the scenario on the board (i.e., in the figure pool), the villain would spawn three Ninjas, one Bruiser, and one Elite.

To spawn figures, the Villain player takes those figures and places them in empty spaces in the spawn zones shown on the map for the current battle. The villain cannot spawn more figures in a given round than there are empty spawn zone spaces on the board, but they decide which figures spawn where and which fail to spawn at all.

Don’t forget that when spawning new minions, the Villain player also gains one focus at the end of each round, not to exceed their starting Focus for the battle!!

WOUNDS

When damage is dealt to a character, they suffer wounds equal to this damage. Once a character has suffered wounds equal to or greater than their Life attribute, that character is KO’ed (see “KO’ed Figures,” below). Wounded minions should have Life tokens placed next to them on the board to indicate wounds they’ve suffered, while heroes and villain leaders should have the wounds placed on their character sheet.

Alternately, players may wish to start their characters with Life tokens on their sheet equal to their Life attribute and remove them to indicate wounds suffered. As long as all players are clear on which method is being used, it doesn’t matter.

Healing Wounds

Characters may be healed in a number of ways, such as Villain Ability cards, special moves, or rolling a chi on an Action die. Typically, you will be instructed to roll a certain number of Battle dice, and the character will heal a number of wounds equal to the hits rolled. Just calculate the damage on the dice like you would when making a strike, but heal that many wounds instead of dealing damage. Note that a character cannot be healed past their Life attribute. Any excess healing is wasted.

KO’ED FIGURES

A hero or villain leader that is KO’ed is laid on its side in the space it’s in, while a villain minion that is KO’ed is removed from the board and returned to the figure pool. A KO’ed figure cannot be attacked, nor may special moves be used on them unless otherwise stated. In addition, a KO’ed figure doesn’t force enemies to break away from it, and it can’t take any normal actions. They must awaken first. Characters may move through, but not end their movement in the same space as a KO’ed figure.

Awakening Heroes

If a hero is KO’ed, then on their next turn, they roll Battle dice equal to the hero’s Defend attribute plus:

- Any bonus dice from their defense icons
- +2 per adjacent non-KO’ed hero
- -3 per adjacent non-KO’ed villain leader
- -1 per adjacent non-KO’ed villain minion

Focus may not be spent to re-roll this roll! The hero regains life equal to the damage rolled on the Battle dice and stands up if they have accumulated at least as much life as the number in parentheses next to their Life attribute (e.g., **8** Life for Leonardo). The awakened figure may now continue their turn as normal without penalty. However, if they have not regained enough life yet, place a KO'ed token on the hero's sheet, and they miss their turn. The hero will have to attempt to awaken again on their next turn. If the hero fails to get up again next round they continue receiving KO'ed tokens until they awaken. In some battles, if a hero remains KO'ed once or twice in a row, the villain wins!

Awakening Villain Leaders

The next time the villain leader is activated (remembering that you cannot use desperation activation to activate a KO'ed villain leader), the villain rolls Battle dice equal to that leader's Defend attribute plus:

- Any bonus dice from their defense icons
- -2 per adjacent non-KO'ed hero
- +3 per adjacent non-KO'ed villain leader
- +1 per adjacent non-KO'ed villain minion

Focus may not be spent to re-roll this roll! The leader regains life equal to the hits rolled and stands up if they have accumulated at least as much life as the number in parentheses next to their Life attribute (e.g., **7** Life for Karai). The awakened figure may now continue their turn as normal without penalty. However, if the leader has not regained enough life yet, put a KO'ed token on the leader's sheet, and their activation immediately ends. The Villain player will have to attempt to

awaken again on their next turn. In some battles, if a leader remains KO'ed once or twice in a row, the heroes win!

Total Party Kill

In every battle, regardless of normal win conditions, if all four heroes are KO'ed at the same time, the villain wins immediately.

FOCUS

Both the heroes and the villain have a certain amount of focus available to them. One focus may be spent after any die roll (unless stated otherwise) to re-roll one, some, or all of the dice rolled. However, no roll may be re-rolled more than once.

The Villain player starts each battle with a certain amount of focus as stated in that battle's description and gains one focus at the end of each round when spawning new minions. The Villain player may never have more focus than they started the battle with.

The heroes start each battle with the amount of focus listed on their character sheets. However, they only regain focus when they roll a chi on their Action dice (one focus per chi rolled) or when a special move or ability causes them to regain focus. A hero may never have more focus than they started the battle with.

Focus Check

Focus checks are used to perform certain scenario-specific activities such as unlocking doors and hacking computers. To make a Focus check, spend an Action die with at least **1** non-shield Action icon on it. Then roll Battle dice equal to your hero's Focus, adding up the hits. If the

total number of hits is equal to or greater than the difficulty of the Focus check, you succeed. If the number of hits is less than the difficulty of the Focus check you fail, but may try again by spending another Action die.

WINNING THE GAME

The game continues until one of the two sides completes their win condition for the current battle, at which point that side wins. Win conditions can be anything, ranging from crossing to the other side of the map, to staying alive a certain number of rounds, to hacking into a certain computer and escaping. However, the Villain player always wins if, at any time, all four heroes are KO'ed at the same time.

SAVING YOUR PLACE

After the players complete a battle, they may wish to continue playing their way through that Adventure comic. However, it's unlikely that they'll want to do so immediately, so you may use the included bookmark to remember where you are in the comic and which side won the last battle. Simply place the bookmark in the comic at the start of the next battle you are about to play with the winner of the previous battle (either Shredder or the Turtles) facing towards the front of the comic. The next time you play, simply pick up where you left off, making sure that the side that won the previous battle gets any benefits listed in that battle for winning. This is the only thing that changes during setup aside from the enjoyment of following the story's course. The heroes are all fully healed at the start

of each new battle, and indeed, players do not even have to keep the same four heroes throughout a given Adventure. Naturally, they have the opportunity to choose different special moves before each battle.

ALLIES

Sometimes, as a reward for winning the previous battle (or because of a special rule in a particular battle), the heroes are given the opportunity to "call upon an ally." When this happens, the heroes look at all available allies and choose one of them, then gain the benefits listed on that Ally card.

TRACKING ROUNDS:

The included Victory Bookmark can also be used to track in-game rounds. Place a Drained token on the **1** space of the Bookmark at the beginning of a battle. Move the token up once all four heroes have a Turn token and the Villain has taken their fourth turn. (Completing the round.)



Receive move points equal to your character's Move attribute.



Receive move points equal to twice your character's Move attribute. These points may not be split into separate actions.



Use the katana icon to attack an adjacent enemy (including diagonal). See full rules on page 13.



Double katanas counts as two katana icons when rolling Battle dice. You may not separate this icon into separate attacks. See full rules on page 13.



Use shuriken icons to attack an enemy at least two spaces away. See full rules on page 13.



Use the double shuriken to attack an enemy at least two spaces away. You may not separate this icon into separate attacks. See full rules on page 13.



This is a passive boost to your character's defense rolls when you are attacked. Roll 1 additional Battle die for each shell icon you have.



This icon is a combination of the katana icon and the shell icon and is used in both attacks and during defending attacks. See full rules on page 13.



A rolled chi icon restores one focus and heals your character one Battle die worth of wounds. See page 16 for "Healing Wounds."



Single hit icon counts as one point of Damage.



Double hit icon counts as two points of Damage.



Block icon defends the roller against one point of Damage. Does nothing when rolled during an attack.

CREDITS

Game Design: Kevin Wilson

Game Artwork: Tony Vargas

Graphic Design: Samantha Barlin

Editing: David Hedgecock, Nate Murray, and Michael Benedetto

Photography: Delaney Mamer

Product Development: Jerry Bennington and Nate Murray

Production Management: Kathy Cheong and Thomas Cho

Game Partners: Nathan McNair and Molly Wardlaw

Playtesters: Dylan Bradley, Matt Cary, Andrew Christopher Enriquez, Eli Gingerich, Adam Johnson, Rachel Kirin, Rob Matsushita, Erik McCarthy, Greg Parkinson, Zap Riecken, Eric Skogerboe, John Skogerboe, Mark Snow, Billy Jean Van Knight, Nick Walker, Charles Warman, Daryl Andrews

Special Thanks To: Joan Hilty, Linda Lee, Bobby Curnow, Tom Waltz, Kevin Eastman, Peter Laird, Ted Adams, Greg Goldstein, Chris Ryall, and Robbie Robbins.



Teenage Mutant Ninja Turtles © 2016 Viacom International Inc. All Rights Reserved.