



THE FACELESS

Rulebook



— CREDITS —

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— INTRODUCTION —

Ethan is missing. All that's left of him is a backpack with a journal and a strange compass that constantly points in a mysterious direction. Reading his journal, the kids from Elm Street find a few sentences hastily scribbled by Ethan himself, describing an evil being that feeds on the innocence of children.

He calls the creature **BILLYGOAT**. The compass apparently leads to a hollow log in the woods, taking **THE ELM STREET CLAN** to the world of that fearsome monster. The last entry in the journal is written in shaking letters and sends a chill down the children's spines...

If I should disappear, look for me there.
Find my memories and help me escape from
Dustworld, before Billygoat turns me into
another Faceless.

Game Components

Note: Please refer to the magnets sheet to properly assemble magnets and bases with the figures.



3 Faceless Figures
(Judith, Sam, Alan)

•Magnets

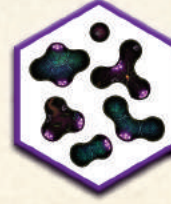


8 Memory Tokens

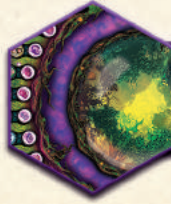


1 Billygoat Figure

•Magnets



6 Obstacle Tokens



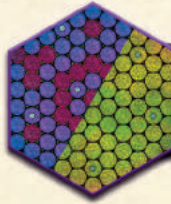
1 Gameboard



1 Team Figure
(Compass Base+Compass)



50 Event Cards



1 Duskworld Board



4 Figure Bases



10 Kid Character Cards

Expansions Components



6 Haunted Places



6 Servants Cards



3 Portal Tokens



1 Creepy Die



8 Servants
(Tokens & Figures)



6 Warning Tokens



1 Hourglass



1 Den Token



6 Avatar Cards



1 Che Fog
(Compass Covering)



2 Eye Tokens



10 Crossroads Cards



2 Tokens Bags

Setup

The following steps refer to the setup of the base game, with no expansions. (See page 15)

- A** Use this area to place collected Memories in the course of the game.
- B** Event deck space.
- C** Discard pile space.

1 Place the **Gameboard** on the table, easily within reach of all players.

2 Place the **Duskworld** on the matching space on top of the Gameboard. Place the Alan, Sam and Judith **Faceless figures** on each of the marked spaces around Duskworld. The figures' facing is irrelevant.

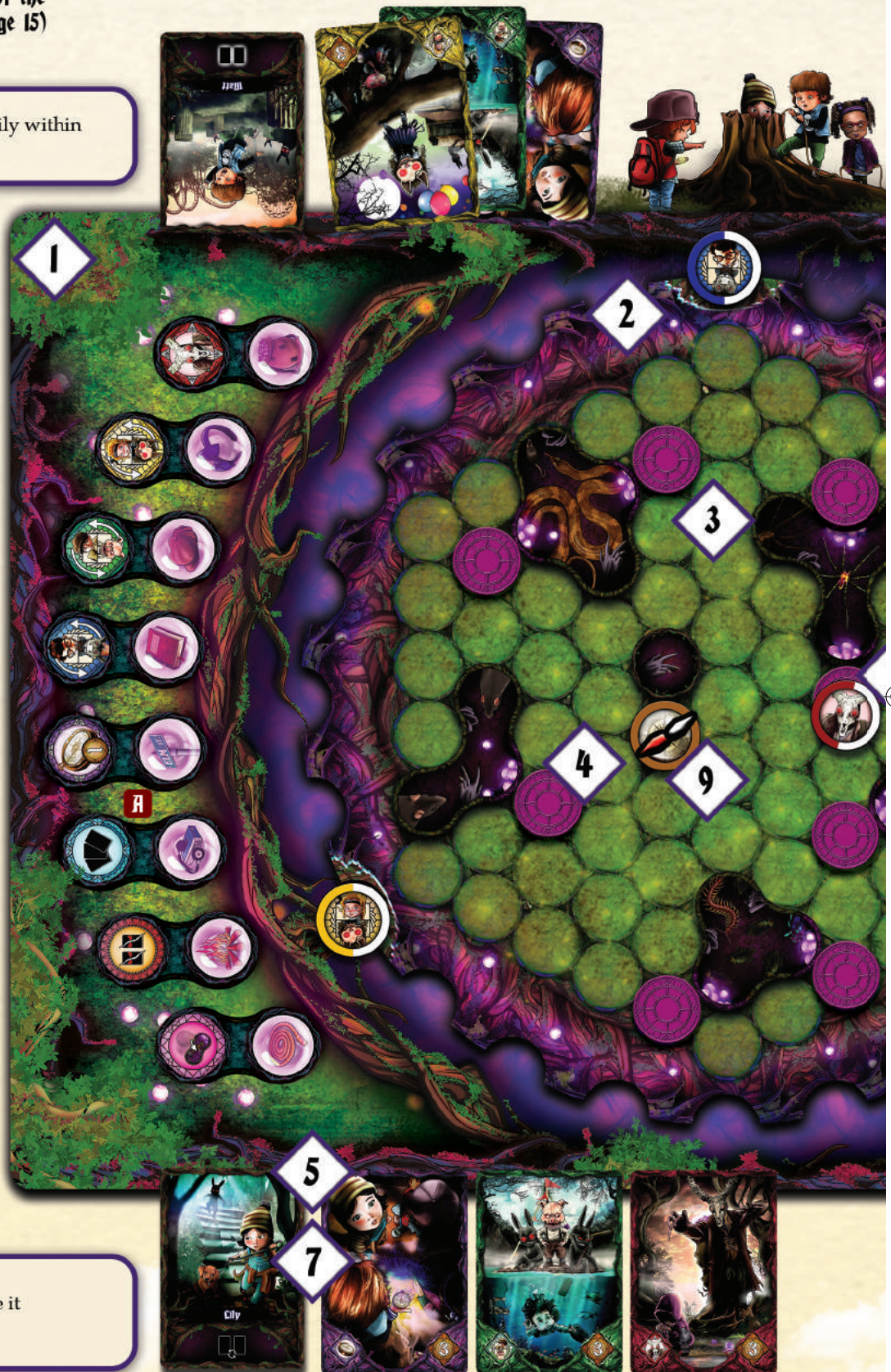
3 Place all the **6 Obstacles** on Duskworld. Each Obstacle must cover **exactly one** symbol shown on Duskworld. Make sure each Obstacle is completely surrounded by free spaces (in other words, Obstacles cannot be adjacent to each other).

4 Shuffle the **8 Memories** and place each one facedown in a free space, adjacent to the symbol present on some parts of the Obstacles. Make sure that two or more Memories are never on the same space or adjacent to each other and be careful not to peek at them while doing so.

5 Shuffle the **Kid Characters cards** and deal one random card *faceup* in front of each player. During the game, these cards will grant players *unique abilities*. Put the leftovers back in the box, they will not be used.

6 Shuffle the **Event cards** deck and place it facedown on the Gameboard.

7 Each player draws 3 Event cards from the deck and places them *faceup*, in front of them. These cards form each **player's hand**.



WARNING!

The game contains magnets, thus it can be dangerous to electronic devices, such as phones and magnetic cards; keep them away while playing. Please refer to the magnets sheet for a full explanation on the subject.

D Use this area to put expansions components (when used) and keep them handy.

E Threats display.

EASY | 5 Cards

MEDIUM | 6 Cards

HARD | 8 Cards

HELL | 10+ Cards

8

Select the game's difficulty by revealing the corresponding number of cards from the Event deck and placing them on the Threats display, grouped by color.

Remove 3 Event cards from the deck, without looking at them. Place these cards back in the box, they will not be used.

We recommend:

Medium difficulty level for your first game.

Rub the red side of the Billygoat figure on the compass for a few seconds. This will magnetize the compass. The red side of the needle should be attracted to the colored half of the Billygoat figure. Place **the Team** in any free space adjacent to the Entrance Obstacle, indicated on the setup image.

9

Decide together where to place **Billygoat**: it must be placed on a free space adjacent to one Obstacle, facing the Team. You cannot put him on an Edge space of Duskworld. We recommend placing Billygoat far from the Team, but not too close to the Faceless either.

10

11

Choose a **starting player**.

A **space** is considered any one of the circles forming the Duskworld. There can be different types of spaces referenced over the course of this rulebook.

	A free space is a space with no components standing on it.
	An occupied space is any space that has any kind of figure or token on it.
	An adjacent space is any space that is just barely connected to at least another on Duskworld. Each space can have at most 6 adjacent spaces.
	An edge space is any space that has less than 6 adjacent spaces (in other words, it is close to the edge of Duskworld).
	An external space is one of the outer spaces where the Faceless figures can move.

Overview



The Faceless is a cooperative game; players win or lose together. You play as a team of children trying to save Ethan, the missing child that was brought into Duskworld by Billygoat, an ancient and evil creature lurking in the forest. Thanks to a magic compass Ethan retrieved before disappearing, you descend into Duskworld and attempt to bring Ethan back to the real world by collecting his 8 lost memories; this is your only chance to win!

Beware! In order to do this, you have to move the figures on the board: as each figure contains a magnet, they affect the compass, whose red needle will point in different and sometimes unexpected directions. Learn to control the compass: that's the key to victory!

However, Duskworld is filled with many dangers. As soon as one of the 3 following conditions is met, you immediately lose the game:



The Event deck is empty and you must draw a card but cannot;
You are trapped forever in Duskworld!



At any time, if Billygoat and the Team would occupy the same space;
Billygoat has caught you!



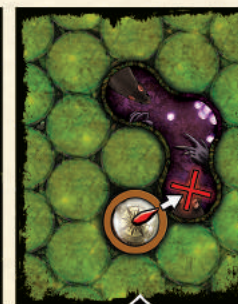
The Team hits an Obstacle and you don't have enough Memories to use.
Billygoat transforms you into just another one of Ethan's memories!



1



2



3

Gameplay

The Faceless is played in a series of turns, taken in clockwise order, starting from the first player. On your turn you can discuss your strategies with other players and then must perform one of the following 3 actions:

 WALK

Play a card from your hand.

 REST

Draw until you refill your hand to three cards

 WHISPER

Trade cards.

At the end of every player's turn, a new Event card is revealed from the deck and added to the Threats display to trigger a specific dangerous effect.

WALK

Play a card from your hand

When you play a card, resolve the effects depicted on the card and put it in the discard pile. **Many cards allow you to manipulate one magnetic figure, thus altering the orientation of the compass' red needle. The Team usually moves forward in the direction indicated by the red needle.**

If you play a **yellow** / **green** / **blue** card, move the Faceless of the matching color along the external spaces of Duskworld.

You can move it as many external spaces as you like and freely rotate it in any direction. However, **it cannot be moved over another Faceless** and you must always **leave at least one free space between two Faceless**.

When you are pleased with your movement and rotation, move the Team in the direction currently indicated by the **red needle**. The card just played indicates in the bottom right corner exactly how many spaces you must move the Team.

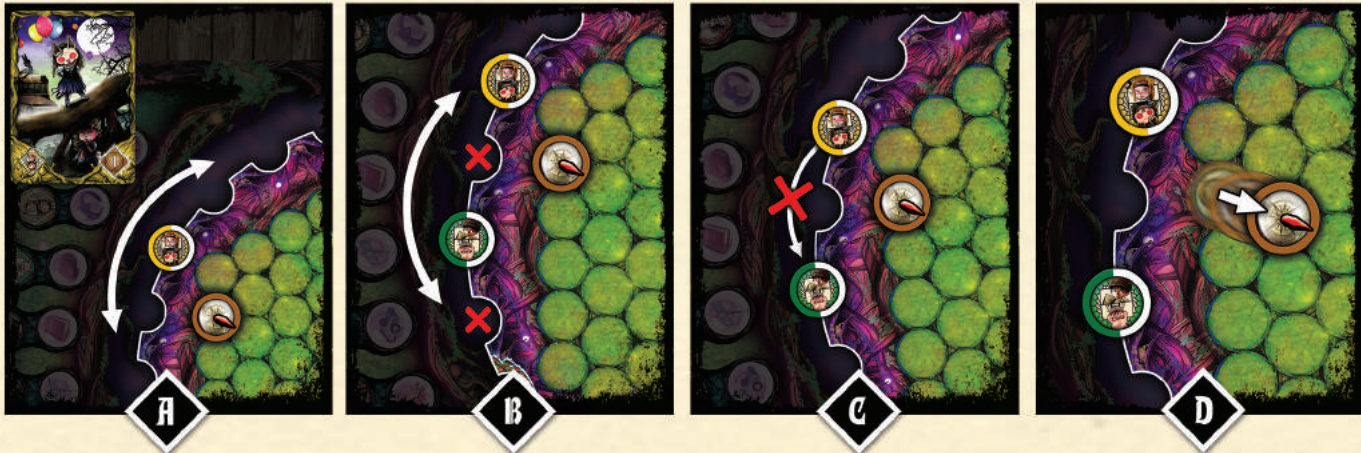
NOTE

if you must move more than one space during a single action, always move the Team one space at a time. After every step taken, the red needle's direction might change! Always follow the direction shown by the compass at the beginning of every single step.

NOTE

You can never move one magnetic figure to make trials and attempts **BEFORE** playing a card.

EXAMPLE



Carol plays a **yellow** card with a value of "1". She can rotate and move the Faceless Judith:

A

to any external space of Duskworld within reach;

C

or move in a space adjacent to another Faceless;

B

without passing over any other Faceless;

D

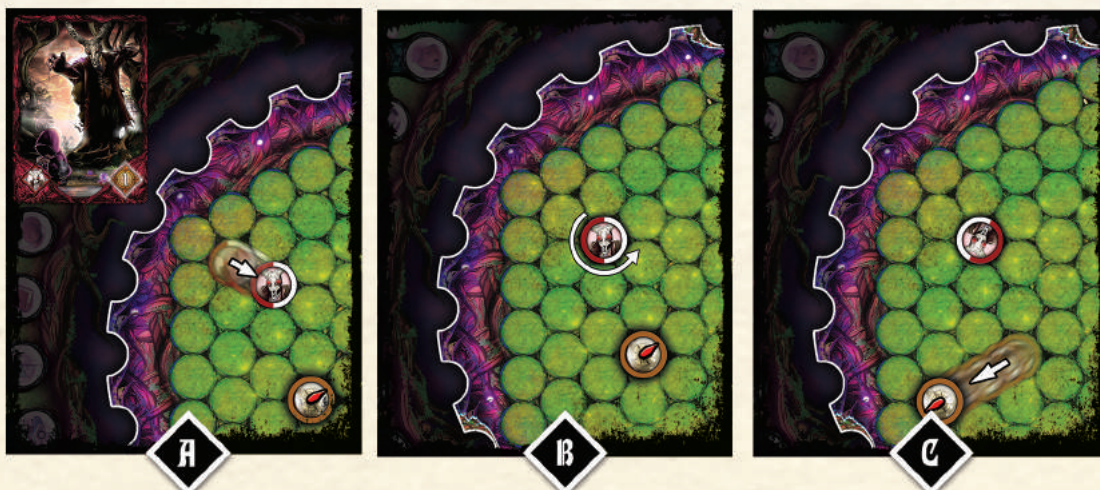
Carol then moves the Team one space, according to the direction shown by the compass' red needle.

If you play a **red** card, you must move Billygoat one space in any direction, then you can freely decide its facing. Once you are pleased with its facing, move the Team in the direction shown by the compass' red needle. The card tells you how many spaces you must move the Team.

NOTE

Billygoat cannot be moved on an Obstacle and it doesn't follow the Maze rule (see page 11)

EXAMPLE



Bob plays a **red** card with a value of “2”:

A he moves Billygoat one space in a direction of his choice;

B he rotates Billygoat in a direction of his choice, to affect the compass' needle;

C Now he moves the Team two spaces, following the direction shown by the compass' needle after each step.

If you play a **purple card**, move the Team to any adjacent space, ignoring the direction shown by the compass. You must move the **exact number** of spaces shown on the card and you can choose any direction after each step.

EXAMPLE



Carol plays a **purple** card with a value of “3”

A she must move the Team three spaces in a direction of her choice, and she can choose a new direction after each step.

MOVING THE COMPASS

Sometimes the red needle points exactly between two adjacent spaces. If this is the case, players must choose into which of the two spaces the Team moves.

A NOTE ON ROTATION AND MOVEMENT

When you rotate and/or move figures, you can do so until you are completely satisfied with their facing and position. You can make all the trials and attempts you want; however, when you have moved and/or rotated the figure, you must move the Team and cannot alter any figure's position and facing anymore. When moving the compass in a chosen direction (e.g.: *due to a purple card*), you cannot make trials and attempts. Each step counts as one of the movements allowed.

REST

Draw until you refill your hand to three cards

Add cards to your hand until you are back to three cards. Take these cards from the Threats display, starting from the bottom card (the cards entirely visible) of any column. You are allowed to draw multiple cards from a single column, and/or draw from different columns.

BEWARE!

The Threats Display should always contain a minimum of cards equal to the number of cards that were added to it at the beginning of the game (determined by the chosen difficulty level). If at any time there are less than that, add cards from the Event deck to the Threats display, without triggering any effects, until you are back to the original number.

NOTE

At the rare case that there are no cards on the Threats display, you must draw a facedown card from the Event deck for each card you are missing to refill the hand.



Bob already has one card in his hand, thus he can only draw two cards.

He decides to take the bottom cards of the purple and red column.

WHISPER

Trade Cards

Choose a card from your hand or another player's hand and give it to any other player of your choosing (including yourself).



Swap one card in any player's hand with another card of any other player's hand.

NOTE

A player can never have more than three cards in their hand at any moment during the game. You cannot give a card to a player that has already three cards.



Jade wants to pass Carol's **yellow** card to Bob.

However, Bob already has three cards in hand.

Jade decides then to swap the **purple** card from Bob's hand with Carol's **yellow** card.

Memories

Each time the Team moves on to a space occupied by a Memory token, you collect the token. Reveal it and place it faceup on its matching space on the Gameboard.

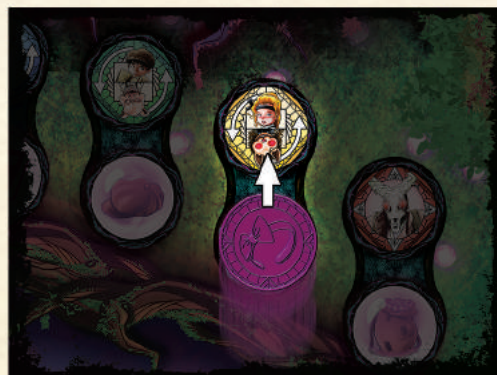
NOTE

It is not necessary for the Team to stop on the Memory's space. You can simply move through that space and you will collect the Memory as soon as you pass over it.

USING A MEMORY (OPTIONAL)

Before or after you have performed an action, you can decide to use one of the Memories you have collected so far. Every Memory has a special effect. Once a Memory has been used, it must be shifted over its corresponding effect. You cannot use it again, but it still counts towards fulfilling the victory condition.

EXAMPLE



Bob decides to use the Bow (one of the Memories collected). To do so, he shifts the Memory over its corresponding effect and performs the corresponding action.

Memory Effects



THE HAT

Move Sam's figure as if you had just played a **green card**.



THE BOW

Move Judith's figure as if you had just played a **yellow card**.



THE SCHOOL BOOK

Move Alan's figure as if you had just played a **blue card**.



THE BAGS OF MEMORIES

Move Billygoat's figure as if you had just played a **red card**.



THE STREET

Move the Team in any direction by one space as if you had just played a **purple card**.



THE MUSIC PLAYER

Choose a player. That player draws cards from the Threats display until they are back exactly to three.



THE CAMPFIRE

Discard up to two cards from the Threats display. Always pick them up starting from the bottom of the columns.



THE OLD ROPE

Move an Obstacle to another free space(s). Make sure to respect the rules of the setup for placing Obstacles.

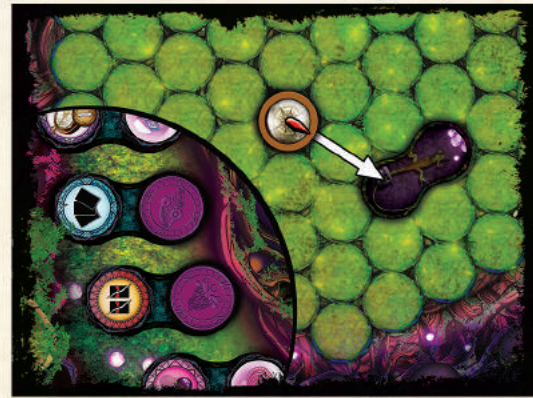
HITTING AN OBSTACLE

You can use Memories to avoid being trapped in one of Billygoat's Obstacles. Each time the Team must move on to a space containing an Obstacle, instead leave the Team in its current position. If you do not have unused Memories, you lose the game. If you still have some unused Memories, you must use as many Memories as steps you would need to take in the Obstacle's direction. This does not activate the Memories' special effects. Memories used in this way are still shifted over the corresponding effect and cannot be used again to avoid an Obstacle or activate their special effect! However, they still count towards fulfilling the victory condition.

End of the Turn Threats Phase

Once you have performed an action and possibly used a Memory's special effect, you must reveal the next card of the Event deck. Add this card to the Threats Display, on the column of the matching color. If there are already cards on that column, the new card goes to the bottom of the column, leaving the previous cards only partly visible. One of 5 possible Threat effects is now resolved, based on the card's color you reveal:

EXAMPLE



The Team must move three spaces in the direction shown by the red needle. The first move is safe, but with the second and third step they would get trapped by the Obstacle. You are close to being turned into Ethan's memories! Players must perform the first step, then select two faceup Memories they own and use them - without performing their effect - to avoid losing the game. If they have only one unused Memory, the game is lost.



If you reveal a **purple card**: The Team gives in to panic! For every **purple card** on the display's purple column: Move the Team one space in the direction shown by the compass' red needle. *This might result in hitting an Obstacle.*



If you reveal a **red card**: Billygoat spots you! For every **red card** on the display's red column: Move Billygoat one space towards the Team and turn it so that it faces the compass (the figure's not colored part must point towards the Team figure). *Billygoat always follows the shortest path; if there are two or more paths of the same length, you can choose which path Billygoat will follow. Billygoat can pass through Memories or stop above them, but it cannot pass through an Obstacle, instead it must move around it. Billygoat cannot use the Maze rule (page 11)*



If you reveal a **yellow card**: The Faceless are corrupted! For every pair of **yellow cards** on the display's yellow column: Choose a different Faceless and rotate it 180° without altering its position. *If there are more pairs of yellow cards, you must rotate a different Faceless for every pair. You cannot choose to rotate the Team. If you have already rotated all 3 Faceless, go to the next phase.*



If you reveal a **blue card**: Billygoat grows in power. For every pair of **blue cards** on the display's blue column: Reveal a card from the Event deck and add it to the Threats display, on the column of the matching color. *The effect of the card(s) you have just added in this way does not trigger.*



If you reveal a **green card**: Duskworld gets darker. For every pair of **green cards** on the display's green column: A different player must discard one card from their hand. Start from the current player and proceed clockwise. *If a player has no cards in their hand, instead they must discard the top card from the Event deck to the discard pile. With many green cards, it is possible that one or more players may be forced to discard more than once.*

PAIRS EXAMPLE



Pairs: In this picture you can see:
3 **purple** cards, 2 **red** cards,
2 **blue** cards (1 pair),
1 **green** card (0 pairs),
3 **yellow** cards (1 pair).

MAZE RULE

Duskworld is a treacherous place filled with dangers, and the kids can easily get lost along its dark paths. Sometimes the Team must move beyond the edge of Duskworld. When this happens, place the Team figure on the space in direct opposition to the one you have just left, on the other side of Duskworld. If that space is occupied by something, follow all the regular rules.

Remember: Billygoat can never use this rule when moving.

COLLIDING MAGNETS

In certain rare cases, two or more magnet figures may accidentally collide. When this happens, remove the one you were moving, if possible, from Duskworld (put it away so that it does not interfere much with the compass) and put the other back in its original space. As soon as the removed figure is moved again (via a newly played card or by using a Memory), take that Faceless and place it on any free external space of Duskworld, but not adjacent to another Faceless.

NOTE

Billygoat can never leave Duskworld. If you must remove it, remove the other figure instead.

Other Rules

CARD NUMBERS

You always have to move the Team the exact number of spaces indicated on a played card!

Remember: the needle's direction might change after every single step, so make sure to move the Team one step at a time, and check out after each single step whether the needle's direction has changed!

TRIALS AND ATTEMPTS

You are only allowed to make trials and attempts after playing the corresponding card or using the corresponding Memory. You can never move or rotate a magnetic figure **BEFORE** playing a card to Walk or using a Memory. You can never move the compass to make trials and attempts. Every step the Team performs is final.

EVERY FIGURES INCLUDES TWO PARTS

The **colored** part, which **attracts** the red needle, and the **blank** part, which **repels** the red needle. The closer a magnet and the compass are, the stronger the magnet's influence over the compass will be.



End of the Game

As soon as all 8 Memories have been collected from Duskworld, the players win the game! However, the players lose the game as soon as one of these conditions is met:



The Event deck runs out of cards and a card must be drawn from it;



At any time, Billygoat and the Team would occupy the same space;



The Team hits an Obstacle and doesn't have enough Memories to use.

Scenarios

After saving Ethan, the Elm Street Clan grew confident they could save other kids as well from the evil clutches of Billygoat. But things will get harder each time they attempt a rescue.

In this section you will find some predetermined setup we found fun and amusing during the many hours of playtesting. They are accompanied with a short introduction to the kid you are trying to save and a list of recommended Kid cards to use. If you are playing with 2 players, just use the first two on the list; if you are playing with 3 players, use the first three. Special rules are listed for some scenarios.

You can find rules for the additional components in the next section of the rulebook.

THE BILLYGOAT PROJECT



Heather is a young girl obsessed with movies, and dreams of one day becoming a director. She always carries her camera filming every scene she finds worth to record. Her last tape was found near the Duskworld entrance... This is your only chance to free her!

Additional components: 3 Portals, 2 Eyes

Kid Setup: Lily, Casper, Dylan, Emily

DOWN THE RABBIT HOLE



Alice's love for animals is something special. She's spent lots of time healing wounded cubs in the forest behind her house. It was her passion for bunnies that led her to the middle of the forest, where she disappeared forever. She was taken by the Servants, deceitful creatures in the service of Billygoat.

Additional components: 4 Roaming Servants, 4 Haunted Places, 10 Crossroads Cards

Kid Setup: Matt, Julie, Lily, Luke

EVIL INTENTIONS

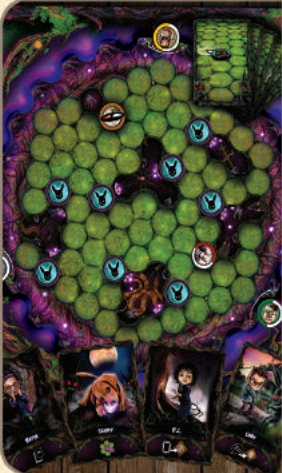


Exploring the world, travelling to new places and seeing them with your own eyes; this was Elliot dream. One day he finally got the opportunity to do so thanks to a school trip, but things went wrong when he disappeared. His binoculars were found on one of forest's darkest paths...

Additional components: Creepy Die, Den, Demon Avatar

Kid Setup: Emily, P.J., Dylan, Karyn

COLLECTING BUGS



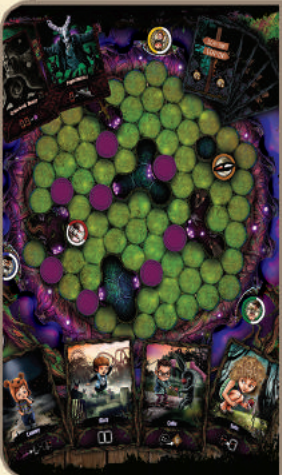
In school, collecting and showing off bugs to your friends was wildly popular. Many kids had huge collections, but no one came close to Satoshi, the best hunter around. Some say he managed to find the rarest bugs inside a forest near the village. But after his last bug hunt, no one's received any news from him.

Additional components: 8 Carrier Servants

Kid Setup: Lily, Casper, Dylan, Emily

Special Rule: A new victory condition must be met: after collecting all the Memories in Duskworld, you must also then reach a space adjacent to the Entrance Obstacle.

ONE MEMORY TO RULE THEM ALL



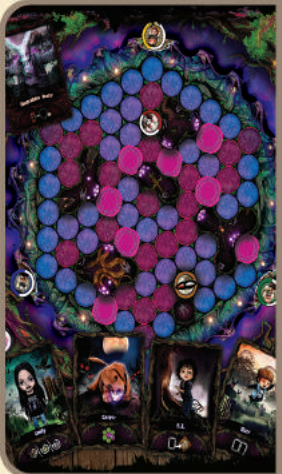
Every kid at school was fascinated by John's creativity. "John always tells the best stories!" they'd exclaim whenever he would perform a puppet show he'd written. John dreamed of someday writing his own books. His latest show was meant to take place inside the forest near the city...

Additional components: 3 Swamp Obstacles, Puppetmaster Avatar, Eraserhead Avatar, 10 Crossroads Cards

Kid Setup: Tommy, Luke, Julie, Matt

Special Rule: Play with two Avatar Cards; when both Avatars are activated, resolve the two effects in any order you like.

THE SILENCE OF THE GOATS



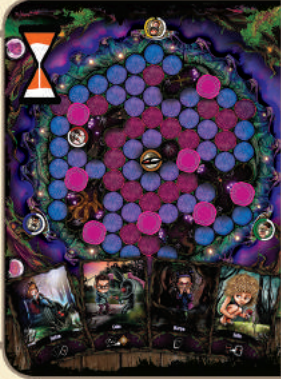
Charlie is a great singer. He wins many of the contests in his town despite being so young. His passion for music grew thanks to his dad's huge vinyl record collection, and he likes mixing and playing different genres. He always carries with him a microphone because he believes that any place can be a stage. He disappeared shortly after his last contest participation.

Additional components: Unspeakable Avatar, Nightworld

Kid Setup: Casper, Matt, P.J., Emily

Special Rule: If a player says "Billygoat" during their turn, immediately add a new Event card from the deck to the Threats display and activate its effect.

GOAT'GO FASTER



Nat really likes roller skating. Skating around the city feels like flying. She's a bit of a local celebrity, the fastest kid around and never late in her life. But Nat stays humble, spending most of her time teaching new tricks to the other kids. Until one day, Nat went missing from the small town.

Additional components: Hourglass, Nightworld

Kid Setup: Dylan, Luke, Karyn, Julie



GOATBUSTERS



Marie is a ghost hunter. She likes going into abandoned manors looking for hints and clues, and then telling horror stories around the campfire with her friends at night. On her last ghost hunt, her mind was captured by a strange creature lurking in the woods. Marie didn't know how dangerous it was to follow after Billygoat...

Additional components: Spectral Avatar, 10 Crossroads Cards, The Fog

Kid Setup: Tommy, Lily, Emily, Casper



Nightmare Mode

For the ultimate challenge, try playing each one of the previous Scenarios using The Fog. This is strongly recommended for players that have a high understanding of the game's mechanisms and dynamics.

Discover all Scenarios, select your atmospheric music theme or consult rulebook in an interactive way. This and more over on:

app.alterego.games

Expansions Rules

Expansions introduce new components you can add to change the overall experience you have with The Faceless. Each component brings additional rules, so we recommend that you play the base game a few times before introducing these rules in your games. You can then add them in any combination you prefer, or follow the scenarios rules listed in the previous section.

Important Rule

Each component added to the game affects only the Team. Billygoat or other components are unaffected and they can move over these components like they move on a free space, unless otherwise specified.

AVATARS

Recommended after 4 plays.



These are alternative forms Billygoat can assume, and can change the game in many different ways. Each Avatar has a unique ability and brings new unexpected challenges to the game.

After the Setup: Shuffle the Avatar cards and reveal one of them randomly. This card is now in effect for the entire duration of the game. Place the selected Avatar close to the Gameboard. Return the remaining Avatar cards to the game box, they will not be used.

NOTE

See the Reference for additional info on the Avatar cards and their symbols.

CREEPY DIE

Recommended after 5 plays.






Duskworld is a place filled with lots of dangers. The shifting nature of this world makes it unpredictable and the changing biomes force the kids to adapt to new unexpected situations. Suddenly being slowed by a snowy climate can be an hinder, or maybe not?

After the Setup: keep the Creepy Die handy.

During the game, when a **yellow card** is revealed during the Threats phase, before resolving its effect, roll the Creepy Die and apply the effect shown. Some effects remain until the Creepy Die is rolled again and shows a different face. Once per player's turn you can choose to roll the Creepy Die. If you do so, first add a new Event card from the deck to the Threats display. This card does not trigger any effect.



Jade wants to use her special power, but the Die shows the  face. She adds the top card of the Event Deck to the Threats display and then rolls the Die. She gets a  face, which is fine for her. At the end of the turn, a **yellow card** is revealed and added to the Threats display; the Creepy Die gets rolled one more time, but luckily, it ends up on the  face again.

NOTE

See the Reference for additional info on Creepy Die symbols.

CROSSROADS

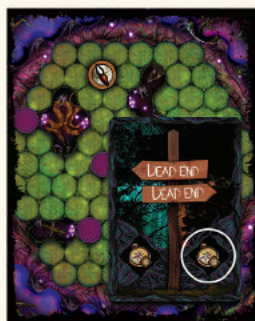
Recommended after 5 plays.



Being at a crossroads forces you to make important decisions. Which path will you follow?

After the Setup: shuffle the 10 Crossroads cards and put them near the Gameboard in a facedown deck.

During the game, when a **green card** is revealed during the Threats phase, before resolving its Threat effect, reveal the top card of the Crossroads deck. Now players must make a choice and resolve one of the two effects shown. The final decision is up to the current player. Discard the card next to the Crossroads deck after resolving it.



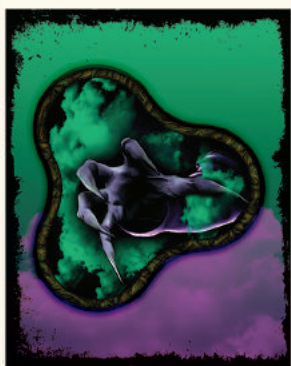
Carol ends her turn and reveals a **green card** during the Threats phase. Therefore, she must first draw a Crossroads card, which gives her a choice: moving the Team one space following the red or the white side of the compass. Being close to an Obstacle, she opts to follow the white side of the compass.

NOTE


See the Reference for additional info on Creepy Die symbols.

DEN

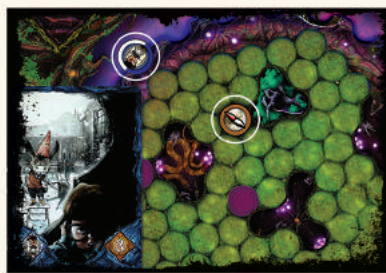
Recommended after 8 plays.



Can a place darker than Duskworld exist? Standing near the entrance of the Den, dark voices start to haunt your mind, and persuading you off your quest. Resist, stay focused!

During setup, after placing the Obstacles, place the Den in 3 free spaces on Duskworld. It must respect the same rules for placing Obstacles, aside from needing to cover a  symbol. When placing Billygoat, place him in one of the free spaces adjacent to the Den, but not on an Edge space.

During the game, if you start your movement in a space adjacent to the Den, you cannot use your Kidpower and/or use a Memory effect. **Should you move over the Den, you immediately lose the game** (you are hypnotized by the dark voices and get trapped into the Den).



At the beginning of Bob's turn, the Team is adjacent to the Den. This prevents Bob from using his Kid card's power. He decides to play a **blue card** that changes the compass' direction, that was previously heading into the Den, to avoid losing the game.

NOTE

See the Reference for additional info on Creepy Die symbols.

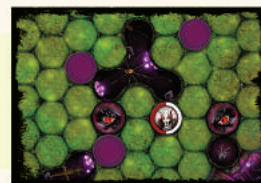
EYES

Recommended after 6 plays.



Sometimes, strange forces spy you from behind some rotten logs or dark bushes. You cannot get away from Duskworld while they are watching. Investigate these places and make sure Billygoat cannot see you sneaking back to your home!

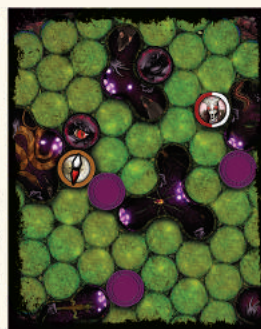
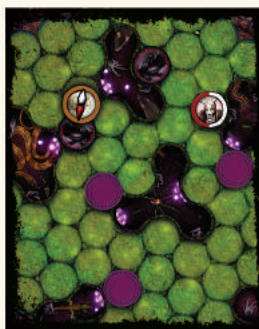
After the Setup: place the 2 Eyes faceup (the opened eye side) on two different random spaces distant at most two spaces from Billygoat. The eyes must be at least three spaces away from each other.



During the game, when you move on a space with an Eye, flip it to the other side. When a **purple card** is revealed during the Threats phase, before resolving its Threat effect, if at least one Eye is flipped on the opened side, take 3 Event cards off the top of the deck and remove them from the game, without looking at them. When playing with the Eyes, a new condition must be satisfied to win the game: you must collect all the Memories from Duskworld **and then** both Eyes must be closed (the closed side is faceup).

NOTE

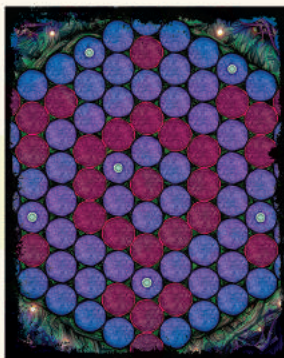
Eyes must be flipped again on the opened side if the Team walks on them while they are on the closed side.



During her Walk action, Carol moves over an Eye; this flips it back to its opened side. During the Threats phase, a **purple card** is added to the Threats display; since at least one Eye is still open, Carol must remove the top 3 cards from the Event deck without looking at them.

NIGHTWORLD

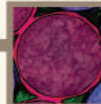
Recommended after 12 plays.



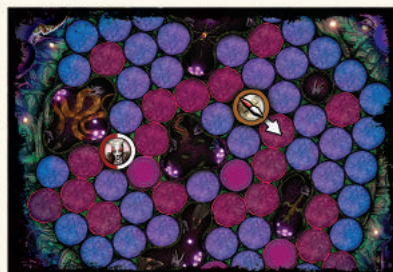
The last time you ventured in Duskworld things were much different. Going inside after the sun has set makes this place more puzzling, as if it was frozen in an eternal enchantment. Something is interfering with the compass, will you escape from here once again?

During the Setup: When placing the Duskworld board, flip it over to its other side. This side has a different setup configuration for the Obstacles, and some new spaces - called Reverse spaces - with a unique property.

During the game, each time you should move and the Team is on a reverse space, you must follow the white side of the needle instead of the red one. You must follow it until you land on another reverse space.



A reverse space, is a particular space found in Nightworld, which causes the Team to follow the white side of the compass' needle.



Carol must move the Team two spaces due to the card she played. During the first step, she follows the red needle of the compass as usual, but lands on a reverse space. Now she must move following the white needle of the compass.


HAUNTED PLACES

Recommended after 6 plays.



Being chased from all directions in Duskworld is a pretty scary thing. There are especially grim places, haunted by all sorts of terrible things. The best option is to run away, it doesn't matter where, just as fast as you can!

After the Setup: Shuffle all the Haunted Places facedown and pick 4 at random, without looking at them. Place them facedown on Duskworld on four different random free spaces. Make sure to place them at least three spaces away from each other.

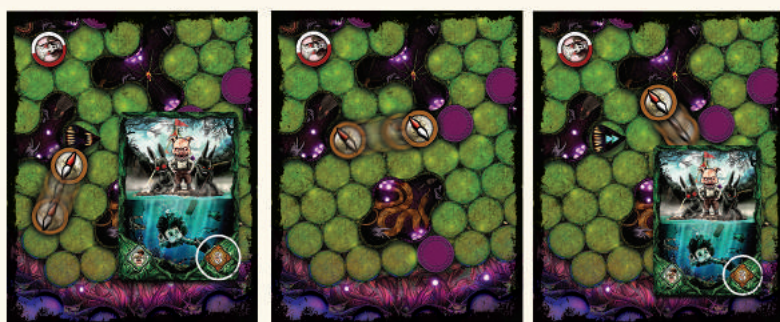
During the game, when you move over an Haunted Place, reveal it, making sure to not change its current orientation. You must immediately move the Team as many spaces as the number of  symbols shown, in the direction indicated.

NOTE

This might result in hitting an Obstacle.

Threats phase, before resolving its effect, rotate each still facedown Haunted Place so that they point to the next clockwise adjacent space. Repeat this for each other **blue card** in the Threats display.

After moving, if you still have movements left due to a previous effect, perform them now. Each time you move over a revealed Haunted Place, you must move as if you just revealed it. When a **blue card** is revealed during the



During Jade's turn, The Team must perform three steps due to the card she played. She moves the Team on a free space and then above a facedown Haunted Place. She reveals it and must move two spaces on the direction indicated. After that, she still has one step left to perform due to the card played, which she takes now.

HOURGLASS

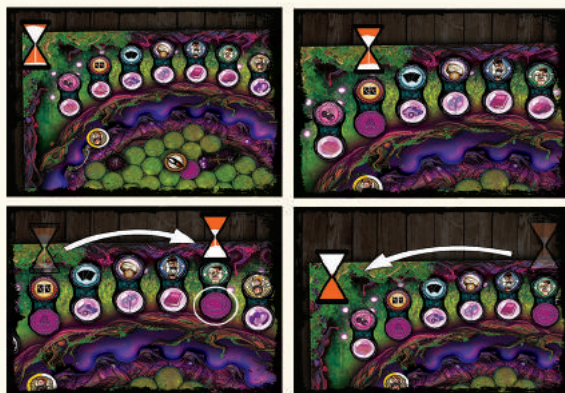
Recommended after 12 plays.



Billygoat's evil powers allow It to shift through time, making seeking Memories harder than ever. Through time manipulation, It will force the Team to make quick decisions and face dire consequences!

After the Setup: Place the Hourglass on the Gameboard, near to the collected Memories space. When the first player starts playing their first turn, start the Hourglass.

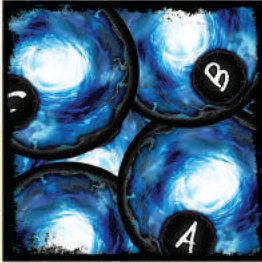
During the game, you must retrieve one of the Memories on Duskworld before the sand timer runs out. If the time is gone and you haven't collected at least one new Memory, you must add 2 Event cards from the deck to the Threats display (without triggering them), then flip the Hourglass again. If at any time you collect one Memory, place the Hourglass near it. The next time the Hourglass ends, you can turn it and place it to its original place, without adding cards to the Threats display.



Bob takes a Memory before the sand timer runs out. He immediately places the Hourglass near the collected Memory and ends his turn. During the next turn, Carol collects a new Memory, and the Hourglass gets moved near it. Before ending her turn, the timer runs out, so she flips it and puts it back in its original position; if it was already there, she would have to add two cards to the Threats display.

PORTALS

Recommended after 3 plays.



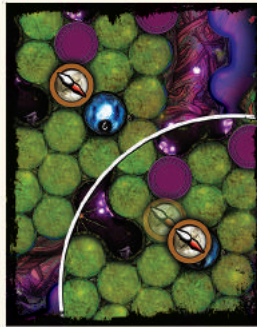
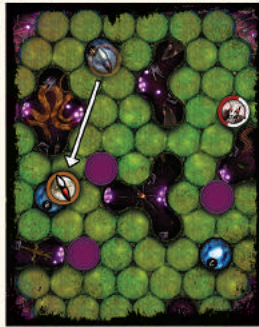
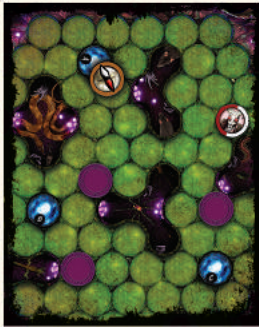
These Portals lets the Team teleport across the map and offer new interesting possibilities to movement. However, they can also attract the Team, forcing players to rethink their path.

After the Setup: shuffle and place the 3 Portals facedown on three different random free spaces of Duskworld, making sure that they are at least three spaces away from each other. When you are done, turn them faceup.

During the game, when the Team ends its movement in a space adjacent to a Portal, immediately place the Team over it. However, if the Team ends its movement on a Portal, immediately move the Team to the next Portal. The Portals are linked by letters; A brings to B, B brings to C and C brings to A.

NOTE

If Billygoat is on a Portal and you gets moved there, you immediately lose the game.



Jade ends her movement over a Portal. The Team is immediately moved to the next Portal. Later on, Bob moves the Team and ends his movement in a space adjacent to a Portal; the Team is automatically moved on to the Portal's space.

THE FOG

Recommended after 15 plays.



What happens when you cannot see your hands in front of your face? How can you be sure you are moving in the right direction? The only way to survive is to sharpen your other senses and follow your instinct.

After the Setup: keep The Fog handy.

During the game, at the start of each player's turn, before any other action, put The Fog over the Team, covering up the compass. This forces you to predict the potential change of the magnetic field without having any immediate feedback from the compass. After performing any action, or before moving due to a played card, remove The Fog from the compass and resolve any movements you should perform.



At the start of her turn, Jade places The Fog over the compass. Then she chooses to play a yellow card from her hand. As she moves Judith's figure, she must attempt to guess the orientation of the compass. When she's satisfied, Jade removes The Fog and moves the Team in the direction indicated.

SERVANTS

Recommended after 8 plays.

*Servants of Billygoat makes for a new interesting menace that can be experimented in two modes. Both modes will make collecting Memories even harder! There are two modes you can use Servants: **Roaming Servants** & **Carrier Servants**. Follow rules only for one of the two modes during a single game.*

After the Setup: shuffle and give the first player the 6 Servants cards. These cards are used to determine where the Servants move when they get the chance to do so.

NOTE

Make sure the cards are turned by the same player and that the cards are facing the same direction each time, to avoid inconsistency between movements.

ROAMING SERVANTS

Place 4 Servants on 4 different random Memories on Duskworld. The remaining 4 Servants are not used for this mode.

CARRIER SERVANTS

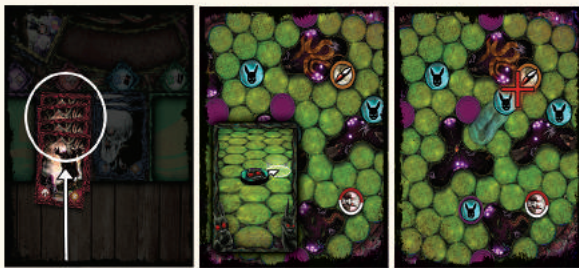
Take the 8 Servants and place each one on a different Memory on Duskworld.

During the game, whenever a **red card** is revealed and added to the Threats display, before resolving its effect, move the Servants. To do so, reveal a new Servants card and move each Servant one space in the direction indicated by the card for as many times as the number of **red cards** on the Threats display. If a Servant should move over an Obstacle, over Billygoat or past the edges of Duskworld, instead they stop their movement. When there are 3 faceup Servants Cards, after resolving the effects, shuffle them back facedown with the other ones.

If at any time a Servant would move on to the same space occupied by the Team, or viceversa, the players immediately lose the game.

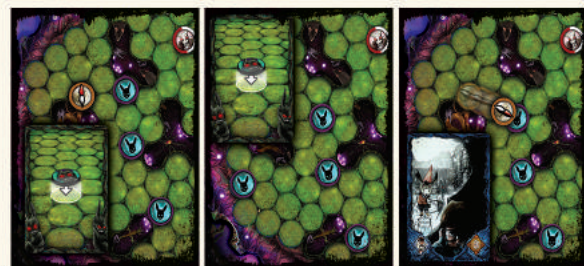
When moving Servants, move also the Memory underneath each of them together. If at any time a Servant would move on to the same space occupied by the Team, the players immediately lose the game. However, if the Team moves on to the same space occupied by a Servant, remove the Servant from Duskworld and collect the Memory as usual.

EXAMPLE



Bob reveals a **red** card during his Threats phase and adds it to the Threats display, making a total of 4 red cards on display. Jade reveals a Servants card to determine which direction the Servants move by four spaces. Since one of the Servants would enter the same space where the compass is located, the players immediately lose the game.

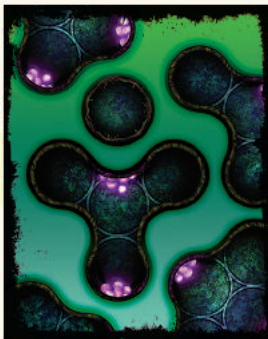
EXAMPLE



Carol reveals a **red** card during her Threats phase. Jade reveals a Servants card to determine which direction the Servants move. Each Servant carries with it the Memory beneath itself. On the next turn, Jade moves the Team on to one of the Servants, she removes the Servant and collects the Memory it was carrying.

SWAMP OBSTACLES

Recommended after 8 plays.



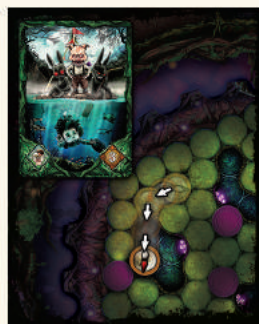
Sometimes moving over swampy terrain can be a good shortcut to the next Memory. However, moving at the wrong time might be the last decision you make. Watch your steps!

During the Setup: after placing the Obstacles, randomly select two and flip them over.

During the game, you can move over the Swamp Obstacles, but for every step you take over them, you must use a Memory - without resolving its effect. **If you don't have a Memory to use and you move over any Swamp Obstacle space, you immediately lose the game.**

NOTE

Billygoat and other components cannot move over Swamp Obstacles, they are still considered as regular Obstacles for their movements purpose.



Bob performs a Walk action. Since there are two unused Memories, he decides to point the compass and move two spaces over a Swamp Obstacle. If Bob had to move a third time over the Swamp Obstacle, the players would lose the game, since there wouldn't be a Memory left to use.

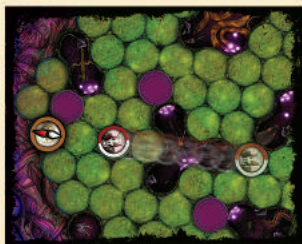
THE EXTRA BITS

You can use the 6 Warning tokens to help you remembering when some effects might take place. Place them near the corresponding column on the Threats display. If you need, you can use the back of the tokens to signal other important things. The two bags can be used to store the game's cardboard tokens. We suggest you separate the Obstacles and the Den from the rest of the tokens.

Billygoat Avatars

SPECTRAL

Billygoat can move over the Obstacles. An Obstacle, for Billygoat's movement purposes, is to be considered as only one space that is adjacent to each of the spaces that surrounds the Obstacle itself.



Billygoat must move three spaces due to the three cards on the red column of the Threats display; it passes over an Obstacle, but this counts only as a single step of the three it must perform.

UNSPEAKABLE

Everytime a **red card** is revealed during the Threats phase, all the players must avoid speaking or making any kind of reference to anything in the game. The next player must perform their turn without any help from the other players. You can start talking again at the start of the next Threats phase.



Jade reveals a red card, thus triggering the Unspeakable power. Players cannot talk or give any hints to the next player. Carol starts her turn but she must decide her actions on her own, without consulting the other players.

PUPPETMASTER

Everytime a **red card** is revealed during the Threats phase, place one unused Servant on any free external space of Duskworld. It must not be placed adjacent to another Servant, if possible. A Faceless cannot be moved on the occupied space for the rest of the game, but it can be moved past it.



Carol wants to move Alan, but she cannot move it on one of the spaces already occupied by the Servants.

Kid's Powers



LILY



Once per turn, you can do the Whisper action for free before or after performing your regular action. Your regular action can still be a Whisper.



DYLAN



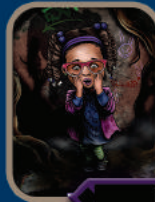
Your hand size limit is 4 cards instead of 3. When you Rest, refill your hand to 4 cards. Start the game with 4 cards.



MATT



On your turn, if you decide to perform a Walk action, you can play two cards instead of one. Entirely resolve the first card's effect before playing the second.



HARYN



At the beginning of your turn you can peek at the top card of the Event deck. You can share this information with the other players. If you Restor Whisper during this turn, do not trigger the effects of the Event card added to the Threats display during the Threats phase.



LUHE



When you perform a Rest action, you can move the Team to any adjacent space.



P.J.



If you perform a Walk action, before moving the Team, you can decide to add 1 or subtract 1 from the number shown on the bottom right corner of the Event card played. Move the Team accordingly to the new value chosen.



TOMMY



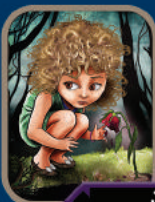
If the Team retrieves a Memory, you can immediately draw an Event card from the deck and/or swap one of the cards in your hand with one from the bottom of any column in the Threats display.



EMILY



On your turn, before or after performing your regular action, you can choose to rotate one of the Faceless, adjusting its facing as you prefer. However, you cannot move it from its current position.



JULIE



During your Threats phase, you can discard the revealed Event card to draw a new one. You cannot discard the second card you reveal and you must add it to the Threats display.



CASPER



On your turn, before your regular action, you can move one Memory from its position to any adjacent free space. If playing with Carrier Servants, you also move the Servant.

ERASERHEAD

Everytime a **red card** with a value of "1" or "2" is revealed during the Threats phase, after moving Billygoat, you must use a Memory, without triggering its effects, if able.

DEMON










When you play a **red card** from your hand, you must necessarily move Billygoat one adjacent space, the closer to the Team. You can still choose to rotate it however you like.

Full explanation on Page 15

Creepy Die

	As long as the die shows this face, the kids' powers are disabled and cannot be used. As soon as the die shows a different face, you can use your powers again.		As long as the die shows this face, every time you must move the Team due to an Event card, or due to the purple Threat effect, move it one additional space following the red needle's direction.		Until the die shows this face, everytime you must move the Team due to an Event card, or due to the purple Threat effect, move it one less space following the red needle's direction.	NOTE A movement of zero or less means the Team remains in its current position.
Full explanation on Page 15		As long as the die shows this face, if you would move into an Obstacle, you can avoid getting caught without using a Memory. If you decide to do so, immediately reroll the die.		Move Billygoat one space closer to the Team, and rotate its figure so that it is facing the compass. Then, immediately reroll the die.	Nothing happens.	

Crossroads

	Move the Team following the red side of the needle by as many steps as indicated.
	Move the Team following the white side of the needle by as many steps as indicated.
	Resolve the red Threat effect as if you've just added a red card to the Threats display.
	Resolve the purple Threat effect as if you've just added a purple card to the Threats display.
	Use one of your Memories, without triggering any effects.
	Move Billygoat one space closer to the Team, and rotate its figure so that it is facing the compass.
	If a yellow or green card gets played the next turn, you can rotate the corresponding Faceless, but not move it.
	If a yellow or blue card gets played the next turn, you can rotate the corresponding Faceless, but not move it.
	If a blue or green card gets played the next turn, you can rotate the corresponding Faceless, but not move it.

Memory Effects

Full explanation on Page 16

	Move Sam's figure as if you had just played a green card .		Move the Team in any direction by one space as if you had just played a purple card .
	Move Judith's figure as if you had just played a yellow card .		Choose a player. That player draws cards from the Threats display until they are back exactly to three.
	Move Alan's figure as if you had just played a blue card .		Discard up to two cards from the Threats display. Always pick them up starting from the bottom of the columns.
	Move Billygoat's figure as if you had just played a red card .		Move an Obstacle to another free space(s). Make sure to respect the rules of the setup for placing Obstacles.

Full explanation on Page 9

	For every red card on the display's red column: Move Billygoat one space towards the Team and turn it so that it faces the compass (the figure's not colored part must point towards the Team figure). <i>Billygoat always follows the shortest path.</i>
	For every pair of green cards on the display's green column: A different player must discard one card from their hand. Start from the current player and proceed clockwise.
	For every pair of yellow cards on the display's yellow column: Choose a different Faceless and rotate it 180° without altering its position. <i>If there are more pairs of yellow cards, you must rotate a different Faceless.</i>
	For every pair of blue cards on the display's blue column: Reveal a card from the Event deck and add it to the Threats display, on the column of the matching color.
	For every purple card on the display's purple column: Move the Team one space in the direction shown by the compass' red needle. <i>This might result in hitting an Obstacle.</i>

Threats

Full explanation on Page 10