

# BIG BAD OVERLORD™



3-6 PLAYERS • AGES 10 & UP • ABOUT 1 HOUR

## *Once upon a time...*

A group of mighty Dukes carved the world amongst themselves after shoving the Overlord into a convenient nearby volcano. None of the Dukes was strong enough to overthrow the others; consequently, they all coexisted in an uneasy, snarling state of truce. (There was a lot of snarling.)

Then, the oracles announced that two of the Overlord's mightiest weapons had returned to the world. With the might of the **Doomsword** and the **Mageskull**, one of the Dukes might be able to finally overpower the others. And so they all began gathering their minions in preparation for a world-shattering war, an apocalyptic struggle to finally emerge supreme as the new **BIG BAD OVERLORD**.

## CONTENTS



- 6 Duke/Citadel playmat cards
- 2 Artifact cards
- 74 Evil Minion cards
- 10 Do-Gooder cards
- 6 Ghost cards
- 12 Mind Control tokens
- 6 six-sided dice



## LET'S GET STARTED

### PICK A DUKE.

If you all get along for some reason, just meekly pick your favorite. If you are properly combative and disagreeable, deal the Dukes out randomly. To start, put your Ducal playmat with the **CITADEL** facing up.

Become your Duke! Practice snarling/sneering/gurgling.

### DEAL SIX CARDS TO EVERYONE.

Remove the DO-GOODER and GHOST cards from the DECK. Shuffle the remaining cards and deal six to each player. Afterwards, shuffle the DO-GOODER cards into the DECK. Place it face down between the players.

From your hand, choose three cards to put face down in your CITADEL. These are your last line of defense. You can't keep more than three cards in your CITADEL.

Put the other three cards face up in front of your CITADEL. The face-up cards are your ARMY. (Eventually you can have up to six cards in your ARMY.) Don't worry - you can move cards between your CITADEL and your ARMY later on.

*(Keep the GHOST CARDS separate. They aren't part of the DECK and don't come into the game until later.)*

### DECIDE WHO'S GOING FIRST.

Roll a die to see who goes first, re-rolling ties. Highest roll wins and becomes the first player. Play continues around the table **counter-clockwise**.

### GET READY TO CONQUER THE WORLD.

It's time to be bad. Oh yeah.



*This is a DO-GOODER.  
Ick.*



*This is a GHOST CARD.  
Boo.*



*Your setup should look something like this.*

## HOW TO PLAY

During your turn:

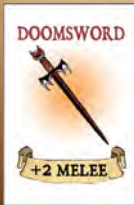
### **DRAW A CARD.**

If it's a MINION or ARTIFACT, put it either in your ARMY or CITADEL. If it's a DO-GOODER, you have to fight it off before continuing with your turn. (See page 10.)

You can have up to six cards in your ARMY and three in your CITADEL. If you already have nine cards total, you have to discard something when you draw a new MINION or ARTIFACT.

*The goal is to eliminate all other players in glorious mortal combat. You do this primarily by fighting other players with your ARMY.*

*Hey, I got one of these!*



*Cool! These are ARTIFACTS. You want one of these. It's a good idea to hide it in your CITADEL so other people don't try to take it from you. See page 14 for more info.*

### **REARRANGE YOUR TROOPS.**

At the beginning (and end) of your turn, you may move cards between your ARMY and your CITADEL. You can attack other players with your ARMY during your turn. Once you field your ARMY against another player, however, you can't make any changes to your cards until you end your turn.

You must always leave three cards in your CITADEL when sending an ARMY out against other players.

### **ATTACK SOMEONE.**

Not required, but lots of fun. You can attack any player you want with your ARMY. (See page 4.) You can only attack one player at a time, but you can attack multiple players one after the other if you choose. Other players can help you or your victim (see GANGING UP).

### **NEXT PLAYER!**

When you're done, if there's anyone still left alive, you can rearrange your cards again and the next player begins their turn.

## LET'S FIGHT!

Combat takes place in rounds divided into three combat phases: **MIND**, **MAGIC**, and **MELEE**. A single round of combat includes all three combat phases. You can only stop a battle after a complete round.

All cards used in combat must be part of your ARMY, unless you have lost all ARMY cards and are defending your CITADEL (see page 12).

Every card has a number in GRAY for all three combat types. These are the card's DEFENSE VALUES in each type. The lower the number, the weaker the card's defense against that type of attack.

If a card has a COLORED WEDGE in a combat type, you can attack with that type. The white numbers in the COLORED WEDGE are the attack bonus the card provides.



This card has a MIND attack. MIND bonuses are YELLOW.

This card has a MAGIC attack. MAGIC bonuses are PURPLE.

This card has a MELEE attack. MELEE bonuses are RED.

Yikes.

MIND and MAGIC attacks are **success-based**: your goal is to try and roll a 12 with two six-sided dice, **including your bonuses**. If you succeed, the attack hits.

In MELEE combat, players roll **against each other**. Your goal is to roll a higher number than your opponent using two six-sided dice, including your bonus points from all attacking cards.

In each combat round, **MIND** comes first, then **MAGIC**, and finally **MELEE**.

You must **always** use all available attacks in combat. (For example, you can't decide to skip your MAGIC attack if you have a card that can use MAGIC.)

## MIND CONTROL

If either side has any cards with a MIND attack, they roll two six-sided dice to try and capture one of their opponent's cards. **A modified twelve or higher will succeed.**

Each card with a MIND attack has a YELLOW WEDGE and a bonus number in WHITE. Add the total of all your MIND bonus points from all attacking cards to your die roll. If after adding all your bonuses there is a fraction, round **down**. Even if your bonus is zero, you still roll a MIND attack.

MIND attacks are simultaneous: it's possible for both sides to succeed with a MIND attack in the same round.



**A successful MIND attack captures the opponent's card with the lowest MIND defense value** (in the gray MIND wedge). If there are multiple cards with the same defense value, roll a die to determine which is captured.

**Note that if you roll a natural 2, your MIND attack fails, even if your bonus points add up to 12 or more.**



Mind Control Token.

Put a MIND CONTROL TOKEN on the captured card. Add the captured card to your ARMY immediately, even if this brings you over your maximum number of cards. Once the battle is over, however, any cards captured by MIND control must be discarded. This is true even if you recapture one of your own cards from an opponent.

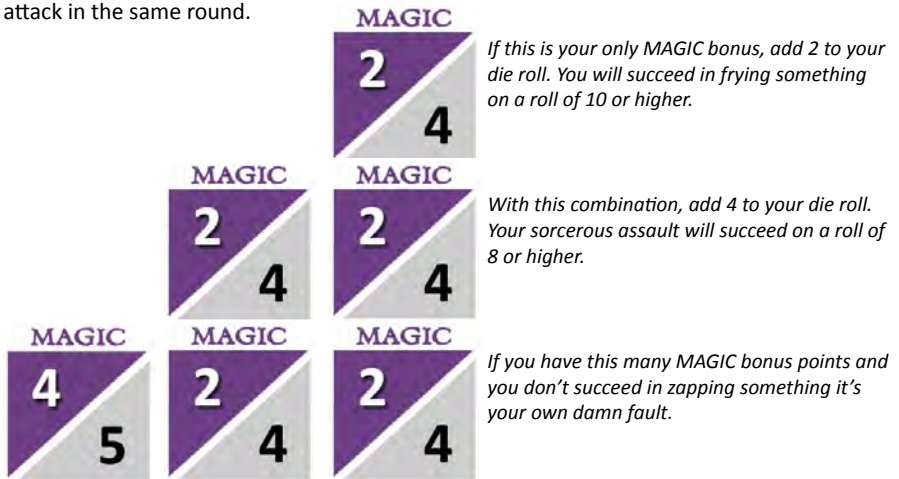
*MIND attacks don't work on Machines-O-Death, ARTIFACTS, or DUKES.*

## MAGIC

If either side has any cards with a MAGIC attack, they roll two six-sided dice to try and use sorcery to destroy one of their opponent's cards. **A modified twelve or higher will succeed.**

Each card with a MAGIC attack has a PURPLE WEDGE and a bonus number in white. Add the total of all your MAGIC bonus points from all attacking cards to your die roll.

MAGIC attacks are simultaneous: it's possible for both sides to succeed with a MAGIC attack in the same round.



**A successful MAGIC attack destroys the opponent's card with the lowest MAGIC defense value** (in the gray MAGIC wedge). If there are multiple cards with the same defense value, roll a die to determine which is destroyed. Destroyed cards are discarded.



*Subtle and quick to anger, of course.*

***Note that if you roll a natural 2, the MAGIC attack fails, even if your bonus points add up to 12 or more.***

## MELEE

MELEE combat works differently than MIND or MAGIC. In MELEE, instead of trying to roll a modified 12, each side is trying to roll higher than the other, including bonus points. Normally, in MELEE, **one side wins and one side loses**.

Each side adds up all their MELEE bonus points, and rolls two dice. The higher total, including bonus points, is the winner.

MELEE

1

1

MELEE

3

3

MELEE

4

4

VS

MELEE

1

1

MELEE

1

1

MELEE

1

1

*This side has a combined MELEE bonus of 8.*

*This side has a combined MELEE bonus of 3.*

*In this example, the side on the left has a net +5 bonus. Both sides roll the dice, and the left hand player adds 5 to their roll.*

**The loser must discard the card with the lowest MELEE defense value** (in the gray MELEE wedge). If there are multiple cards with the same defense value, roll a die to determine which is destroyed.

**Note that if either side rolls a natural 2, they lose the MELEE combat.** This is true even if their total roll including bonus points is higher than their opponent.

**If either side rolls a natural 12, they automatically win the MELEE combat.** This is true even if their total roll including MELEE bonus points is lower than their opponent.

If both sides roll a natural 2, **neither side loses any cards** and the round is over.

If both sides roll a natural 12, **both sides lose a card** and the round is over.

If the modified rolls for each side are tied, and neither side has rolled a natural 12 or 2, then players must roll again.



*If you defeat a Machine-O-Death in MELEE, you can capture it on a 1d6 roll of 4, 5, or 6.  
**It's yours to keep for good!***



Note that some cards do not have a MELEE attack, and instead of a red wedge with a white bonus number, have a gray wedge with a black number marked “Defense only”.



**Don't count these cards when calculating your MELEE bonus.** The “Defense only” numbers are used **only** if you have no cards left with a MELEE attack.



*This side has a combined MELEE bonus of 8.*

VS



*This side has a combined MELEE bonus of only 2. The 'defense only' point doesn't count.*

The “Defense only” numbers are used **only if you have no cards left with a MELEE bonus.** In this case **only**, add the “Defense only” points to your MELEE roll. If you win the roll, then the round is over. Your card(s) survive, but your opponent doesn't lose any cards.



*This side has a combined MELEE bonus of 8.*

VS



*This side has no cards left with a MELEE bonus. Consequently it may add the “Defense Only” points to its roll.*

*In this case, the left hand player has a net +5 bonus. Should the right hand player win the roll, the round will end, but the left hand player won't lose any cards.*

**AFTER THE MIND, MAGIC, AND MELEE PHASES,  
THE ROUND IS OVER.**



What next? If it's your turn (i.e. you are the one who started the battle), you can choose to do one of the following:

### ***ATTACK THE SAME PLAYER AGAIN***

In this case, another round of combat begins. You may continue to use any MIND controlled cards you captured earlier in the battle. Or, you can...

### ***ATTACK A DIFFERENT PLAYER***

You can send your ARMY against someone else. However, you have to discard any MIND controlled cards, and you can't rearrange cards between your ARMY and your CITADEL between opponents – you have to use the same ARMY cards already in the field.

Note that once you begin attacking another player, you can't return to attack a previously-targeted player until your next turn. If you are all done attacking people and looking fierce, you can...

### ***END YOUR TURN***

Rearrange your cards if you want. Gloat over your victories and/or snarl over your defeats. Threaten dire revenge upon your foes! And so on. It's time to let the next player draw a card.

The next player counter-clockwise draws a card and the mayhem continues. UNLESS...

### ***ARE ALL THE CARDS GONE FROM THE DECK?***

If so, it's time for the end-game CATAclysm. See Page 1 ends and all your foes can fall to a fiery death!



*Did someone say "fiery?"*

## HEY, I DREW A DO-GOODER CARD.

*The DO-GOODER must die before you can continue with your turn.*

Combat mostly works the same against DO-GOODERS as against anyone else. Have another player roll for the DO-GOODER. However, there are two important differences.

*When a player rolls a successful MIND attack against a DO-GOODER, the player can redirect the DO-GOODER against another player.*



*Nobody has teeth that white.*

If you succeed with a MIND roll against a DO-GOODER card, the battle ends immediately – there is no MAGIC or MELEE phase in that round. A new battle begins between the DO-GOODER and **any other player of your choice**. Note, however, that any cards captured by the DO-GOODER will accompany it to the new battle. It is quite possible that a DO-GOODER with a MIND attack may steal one of your cards even if your own MIND attack succeeds in the very first round.

Also note that your MIND attack must succeed against the DO-GOODER card itself in order to redirect it against another player. If there are cards with weaker MIND defense values on the DO-GOODER's side, they will simply be recaptured and the battle will continue.

*Some DO-GOODERS can reduce or eliminate your attack bonuses.*

This is marked on the DO-GOODER cards. Remember, you must always round fractions **down** when totaling your attack bonus points.

DO-GOODERS never give up. If a DO-GOODER manages to eliminate a player entirely, storming their CITADEL and destroying the DUKE, the DO-GOODER will then attack the next player **clockwise**. Unlike players, a DO-GOODER gets to keep any MIND controlled cards when it attacks someone new.

If a DO-GOODER is destroyed, but leaves behind MIND controlled cards, those cards will continue to fight on behalf of the DO-GOODER until destroyed.

After the DO-GOODER and all its forces are gone, the player who drew the card may continue with their turn.



## DEFEND YOURSELF!

When someone sends an ARMY out to attack you, you have two significant advantages.

First, you can rearrange your cards AFTER seeing the total ARMY attacking you (although you have to complete any rearrangements before the battle begins).

Second, unlike the attacking player, the defender does NOT need to keep three cards in the CITADEL. If there's room in your ARMY, you can add extra cards (up to your maximum of six). Remember, though, that **cards can't retreat back into the CITADEL during a battle**. You also can't make changes to your ARMY in the middle of a battle - any extra troops you want to send out of your CITADEL have to be sent before the first round of combat.



## GANGING UP

If it's not your turn, you can still join in the fun/slaughter, on either side of the fight as an ALLY.

**Any player may join an attacking ARMY.** They must do so before the first round of a battle. Multiple players can pitch in, and they can rearrange their cards to do so.

ALLIES may contribute a combined total of up to three cards to the attacking ARMY, bringing it to a maximum size of nine cards. The additional cards may never outnumber the total number of cards in the ARMY they are joining. (For example, an attacking ARMY with only two cards can only accept up to two additional cards from ALLIES.)

**Players ADJACENT to a defender may join a defending ARMY.** They may do so at the beginning of **any round during the battle**.

Each adjacent player may contribute **one** card to a defender's ARMY. (However, note that ALLIES can't send troops into a CITADEL.) Also note that if a player is being attacked by an adjacent player, only the player on the other side may help the defender.

ALLY cards are counted as part of the main force for purposes of attack and defense. Any loot captured during the battle (Machines-O-Death, ARTIFACT cards) goes to the attacking or defending player, not the ALLY.

**ALLIES may withdraw their troops after any complete combat round.**

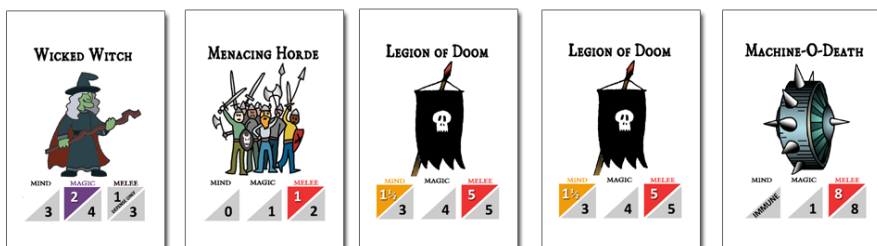
## STORMING THE CITADEL

Did you attack someone and destroy their entire ARMY? Great going. Now you must decide whether to attack the defender's CITADEL. If you do so, your opponent must reveal all their face-down CITADEL cards.

Cards in a CITADEL have a big defensive advantage. They get DOUBLE ATTACK BONUS POINTS in every combat type. In addition, when facing a CITADEL, attackers must divide their MIND and MAGIC bonuses in half (rounding any fractions down). There is no change to the attacker's MELEE attacks. Note that CITADELS do not affect ARTIFACTS or GHOST cards.

You must complete at least one full round of combat once you start an attack against a CITADEL. (In other words, no running away after you see the Horrible Monsters inside!)

Note that the CITADEL bonuses apply to any cards the defender captures with MIND control.



*This attacking ARMY has a natural MIND bonus of 3, MAGIC bonus of 2, and MELEE bonus of 19. But because it's facing a CITADEL, the MIND bonus is halved to 1 1/2 (rounded down to 1) and the MAGIC bonus is halved to 1. The MELEE bonus is unchanged.*



*The cards in this citadel have a natural MIND bonus of 0 (because the fraction is rounded down), MAGIC bonus of 1, and MELEE bonus of 14. But because the citadel doubles their natural bonuses, they have an effective MIND bonus of 1, MAGIC bonus of 2, and MELEE bonus of 28.*

*In this battle, MIND and MAGIC come out fairly even, but the forces in the CITADEL have a +9 advantage in MELEE.*

## FACING THE DUKE

Have you overrun the CITADEL? Time to fight the DUKE. Once a player has lost all cards in their CITADEL, they turn over the CITADEL card to display the DUKE.

There are three things to note about combat with a DUKE:



***DUKES are immune to MIND attacks.***

*Are you sure you want to do this?*

***Each DUKE possesses all three combat abilities.***

***Normal bonus points don't count when fighting a DUKE.***

In other words, you can't use MIND attacks at all (though the DUKE can) and MAGIC attacks require a natural 12 to succeed. In MELEE, whichever side rolls the highest wins.

The **only** bonus points that count in a fight involving a DUKE are bonus points from an ARTIFACT (see page 14) and GHOST CARDS (see below).

If a DUKE captures a card with MIND control, the round is immediately over. Flip the DUKE card over to display the CITADEL. A new round begins, with the captured card defending the CITADEL. The captured card must be recaptured by the attacker or destroyed in order for the attacker to face the DUKE again. (Note that unlike other cards, a DUKE's MIND control is permanent and lasts after the battle.) **If you defeat a DUKE, you immediately draw an extra card from the DECK.**

If you want to add the new card to your ARMY, you may do so right away and continue attacking other players. If you wish to add it to your CITADEL, or otherwise rearrange cards between your ARMY and CITADEL to accommodate the new card, you have to end your turn. If the card is a DO-GOODER, you have to fight it before continuing.

## HEY, I'M DEAD

Just because you're dead doesn't mean you're out of the game. If your DUKE is defeated, you can't win the game - but you can help decide who does win by haunting the remaining players! Pick up the GHOST CARD corresponding to your DUKE.

As a GHOST, players no longer get a turn. However, they may intervene in **any round of combat**, offering a bonus **or** penalty to ONE die roll of their choosing per round. They must declare which die roll (MIND, MAGIC, or MELEE) they are haunting **before** the round begins, and place their GHOST card on the table with either the bonus or penalty showing.



GHOST points are NOT affected by modifiers (i.e., they are neither doubled nor halved by CITADELS and are not affected by any special DO-GOODER resistance, if present). GHOST points DO count in battles with a DUKE. GHOSTS cannot help or curse DO-GOODERS. Multiple GHOSTS can't combine bonuses or penalties on the same die roll, though a GHOST can cancel another GHOST's effect, if desired. (Canceling an effect counts as the GHOST's action for the round.)

## ARTIFACTS OF GLORIOUS, GLORIOUS POWER



The DOOMSWORD and MAGESKULL look really cool, and are important for two reasons. First,

***They're the only normal cards whose bonuses count in combat with a DUKE.***

Whichever side has the MAGESKULL gets a +4 bonus to their MAGIC roll. Whichever side has the DOOMSWORD gets a +2 bonus to their MELEE roll. (Note however that a player must have a card capable of using the ARTIFACT to get the bonus, i.e. you must have a card with a MAGIC attack to use the MAGESKULL.) Also,

***You must have an ARTIFACT to survive the CATAclysm when the cards in the DECK run out.***

Note that if an ARTIFACT is in an ARMY, and every card in that ARMY is destroyed, the opponent captures the ARTIFACT. If an ARTIFACT is in a CITADEL, however, the attacker can't capture it: the DUKE will pick it up if all the other CITADEL cards are taken/destroyed. ARTIFACT bonuses are not affected by CITADELS.

You can't discard an ARTIFACT, even to keep it from someone else. Also note that if a DO-GOODER captures an ARTIFACT, the ARTIFACT must be immediately shuffled back into the DECK. *Good guys can never hang onto these things.*

If you don't have an ARTIFACT, and the cards in the DECK are running low, it's a good idea to either figure out who has an ARTIFACT you can take, or defeat everyone else before the CATAclysm can take place.



## CATACLYSM: FUN, PROFIT, AND HOT LAVA

No more cards in the DECK? Time for the End of the World. **Any player without an ARTIFACT is immediately destroyed along with all his forces.**

If you have both ARTIFACTS at this point, congratulations, you're the new BIG BAD OVERLORD! Start thinking about all the statues you'll build in your honor, and all the cities you can name after yourself.

Otherwise, each player flips over their CITADEL cards to reveal the DUKE. All troops in the CITADEL join the ARMY. (In the CATACLYSM, there is no size limit on your ARMY.) Put the ARTIFACT card in one of the spaces on the DUKE card.

Combat between the ARMIES proceeds normally, with an **added combat phase** each round for the DUKES: the **DUKESMACK**. The ARMIES calculate their bonuses normally (although don't include the bonuses from the ARTIFACTS, since the DUKES are wielding those directly). The DUKESMACK phase takes place last, after the MELEE phase.

The MAGESKULL strikes first in the DUKESMACK. The DUKE gets an extra MAGIC attack, with a +4 bonus to his roll. A successful attack destroys the opponent's card with the lowest MAGIC defense value.

Then the DUKE with the DOOMSWORD gets an extra MELEE attack. Both sides roll, and the DUKE gets a +2 bonus. If the DUKE rolls higher, they destroy the opponent's card with the lowest MELEE defense value. If the opponent rolls higher, nothing happens.

If one of the DUKES loses their entire ARMY, then they lose the extra DUKESMACK attack.

If the only remaining cards are the two DUKES, then players skip the MIND phase of combat (the DUKES cannot MIND control each other). Combat proceeds through MAGIC and then, if both players survive, MELEE.

If both DUKES roll a natural 2 in MELEE, then another round of MAGIC takes place (and, if both survive, another round of MELEE, etc.)

It is possible for both DUKES to annihilate each other with simultaneous successful MAGIC attacks, or if they both roll a natural 12 in MELEE. If this happens, then everyone loses! (But on the plus side, nobody wins.)



## THANKS TO EVERYONE

*Big Bad Overlord has had a long, long road to publication. Many people have played it over the years and helped to make it a better game.*

*Thanks to playtesters Jeff Becker, Jeff Colledge, Chris Colón, Sam DeCillis, Joseph DeCillis, Xander Friedlander, Susan Gershman, Sathya Gopalakrishnan, Sam Handelman, Julia Kays, Coleman King, Greg King, Rachelle Loyear, Meris Mandernach, Kelly Ryan, Eric Smith, and David Sivakoff, who applied a lot of time and brainpower to ironing out bumps in the rules. Additional editing was provided by Travis D. Hill. We also thank everyone who backed Big Bad Overlord on Kickstarter and helped bring the game to life, especially that one awesome fellow. You know who you are.*

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Check out our website at [bigbadoverlord.com](http://bigbadoverlord.com) for more information about the Dukes and their evil minions, FAQs, playing guides, and more!

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