

MUNCHKIN[®] X-MEN

In **MUNCHKIN: X-Men Edition**, the greatest villains in the X-Men universe are wreaking havoc. Starting as a Level 1 student at Xavier's School for Gifted Youngsters, it is up to you to develop your abilities and help the X-Men defeat powerful foes. The winner is the first player to reach Level 10 and become the newest member of the X-Men.

This game includes 128 cards, four double-sided oversized Role cards, four plastic trackers, one custom six-sided die, and these rules.

SETUP

Three to four can play. Divide the cards into the Door and Treasure decks, as indicated by card backs. Shuffle both decks and deal four cards from each deck to every player. Also, deal one Role card at random to every player.

CARD MANAGEMENT

DOOR AND TREASURE DECKS: Place the Door and Treasure decks face-down in the middle of the table. Keep separate face-up discard piles for the two decks. You may not look through the discards unless you play a card that allows you to do so!

CARDS IN PLAY: These are the cards on the table in front of you showing your Affiliation (if any), Powers, Allies adventuring with you, and the Items you are carrying, equipped or not. Persistent Traps and some other cards also stay on the table after you play them. All cards in play must be visible to other players.

YOUR HAND: Cards in your hand are not in play. They don't help you, but they can't be taken away except by cards that specifically affect "your hand." At the end of your turn, you may have no more than five cards in your hand (see **CHARITY**, p. 2).

Cards in play may not be returned to your hand – they must be discarded or traded if you want to get rid of them.



CHARACTER CREATION

Everyone's student starts at Level 1, each with special powers as described by their Role card. **Munchkin** characters may be either male or female. Your character's gender at the start of the game matches the face-up side of your Role card.

Look at your starting eight cards. If you have any Affiliation (p. 2) or Power cards of Rank 1 (see **POWERS**, p. 2) you may (if you like) play one of each type by placing it in front of you. If you have any usable Items or Ally cards (see **ITEMS** and **ALLY**, p. 3), you may play them by placing them in front of you. If you have any doubt about whether you should play a card, you could read on, or you could just go ahead and do it.

STARTING AND FINISHING THE GAME

Decide who goes first by any method of your choosing. We suggest you roll a die, but it's up to you.

Play proceeds in turns, each with several phases (see **TURN PHASES**, p. 2). When the first player finishes his turn, the player to his left takes a turn, and so on.

The first player to reach Level 10 wins . . . but you must reach Level 10 by killing a monster, unless a card specifically allows you to win another way.

CONFLICTS BETWEEN CARDS AND RULES

This rule sheet gives the general rules. Many cards add special rules, so in most cases when the rules disagree with a card, follow the card. However, ignore any card effect that might seem to contradict one of the rules listed below unless the card explicitly says it supersedes that rule!

1. Nothing can reduce a player below Level 1, although card effects might reduce a player's or a monster's combat strength below 1.
2. You go up a level after combat only if you **kill a monster**.
3. You cannot collect rewards for defeating a monster (e.g., Treasure, levels) in the middle of a combat. You must finish the fight before gaining any rewards.
4. You must **kill a monster** to reach Level 10 and win, unless otherwise stated by a card.

Any other disputes should be settled by loud arguments, with the owner of the game having the last word.

WHEN YOU MAY TAKE ACTIONS

AT ANY TIME:

- Discard an Affiliation.
- Play a **Go Up a Level** or **Ally**.
- Play a Trap.

AT ANY TIME... WELL, AS LONG AS YOU ARE NOT IN COMBAT:

- Trade an Item with another player (*the other player may not be in combat, either*).
- Change which Items you have equipped.
- Play a card that you have just received (*some cards may be played even during combat; see above*).

ON YOUR OWN TURN:

- Play a new Affiliation (*at any time*).
- Sell Items for levels (*except when you are in combat*).
- Play an Item (*most Items cannot be played during combat, but some One-Shot Items can; see ONE-SHOT, p. 3*).

TURN PHASES

Your turn begins as soon as the previous player's turn ends, and it is broken up into a number of phases. First, equip and arrange your cards the way you want, then go to phase 1 - **Kick Open the Door**.

(1) KICK OPEN THE DOOR: Draw the top card from the Door deck and turn it face-up.

If it is a monster, you must fight it (see **COMBAT**, pgs. 4-5). If it is a Trap, it applies to you immediately and is discarded, unless it has a persistent effect or you keep the card as a reminder of an upcoming effect (see **TRAPS**, p. 5).

If you draw any other card (Affiliation, Power, Monster Enhancer, etc.), you may either put it in your hand or play it immediately if you want to and it is legal to do so.

(2) LOOK FOR TROUBLE OR LOOT THE ROOM: If you fought a monster in phase 1, skip this phase and go to phase 3. If you did NOT draw a monster when you Kicked Open the Door, you have two choices: either **Look for Trouble** or **Loot the Room**.

LOOK FOR TROUBLE: You may play a Monster card **from your hand** and fight it, just as if you had found it by kicking open the door. Don't play a monster you can't handle, unless you think you can get some help (see **ASKING FOR HELP**, p. 4)!

LOOT THE ROOM: If you don't have a monster you want to fight, you draw a second card from the **Door** deck, face-down, and place it in your hand. If it is a Monster, you can save it for later, either to fight when you **Look for Trouble** or to join a combat by using a **Wandering Monster** card. If it is a Trap, save it to play on a player when the time is right! You can play a Power or Affiliation immediately, if you want, or save it in your hand for later.

(3) CHARITY: If you have more than five cards in your hand, you must play enough cards to get you to five or below. If you cannot, or do not want to, you must give the excess cards to the player with the lowest Level. If players are tied for lowest, divide the cards as evenly as possible, but it's up to you who gets the bigger set(s) of leftovers. If YOU are the lowest or tied for lowest, just discard the excess cards.

As soon as you are finished with Charity, the next player's turn begins.

COMBAT: BASIC RULES

When you fight a monster, you compare your **combat strength** (your Level plus any bonuses or penalties) against the monster's combat strength (its Level plus any bonuses or penalties). If your combat strength is greater, you win! If it is tied or lower, the monster wins, and you must Run Away or suffer the Bad Stuff! For the full explanation see **COMBAT**, pgs. 4-5.

CHARACTER STATS

Your character, in addition to the Role card itself, is basically a collection of Allies, weapons, armor, and Items, and you have three key stats: Level, Affiliation, and Power(s). For instance, you might describe your character as "**Level 6 X-Factor-Affiliated** student, armed with **Adamantium Claws**, in **Stryfe's Battle Armor**, accompanied by **Storm**."

LEVEL: When the rules or cards refer to your Level (capitalized), they mean this number. You gain a level when you kill a monster, or when a card says you do. You can also sell Items to buy levels (see **ITEMS**, p. 3). You lose a level when a card says you do. Your Level can never go below 1.

AFFILIATION: Characters may be **X-Men**, **X-Force**, or **X-Factor**. Each Affiliation has special abilities, shown on the card. You gain the abilities of an Affiliation the moment you play its card in front of you, and lose them as soon as you discard that card.

Some Affiliation abilities are powered by discards. Unless the card specifies, you may discard any of your cards, in play or in your hand, to power an Affiliation ability.

You can discard an Affiliation card at any time, even in combat: "I don't wanna be affiliated with **X-Factor** anymore." You may play a new Affiliation card at any time on your own turn, or as soon as you get it if it's not your turn.

TEAM-UP: You may not have more than one Affiliation at once unless you play the **Team-Up** card. Like an Affiliation card, a **Team-Up** card may be played whenever it is legal to play an Affiliation, and as long as you have an Affiliation card to attach it to. You cannot have more than one of the same Affiliation in play at once.

If you play **Team-Up** with one Affiliation, you get all the advantages of being that Affiliation (the ability to equip Affiliation-only Items, monsters with penalties against that Affiliation suffer those penalties) and none of the disadvantages (monsters do not get bonuses because of your Affiliation). If the Affiliation has an ability that has a cost, however, you must still pay it – you aren't **that** super!

POWERS: There are 12 of these super abilities. You gain the advantages the moment you play its card in front of you, and lose them as soon as you lose or discard that card.

Each Power has a Rank of 1, 2, 3, or 4. You may have any number of Powers as long as their total Rank does not exceed your Level.

Powers are treated like Affiliations. You can't trade them to other players, but you may play a Power from your hand at any time you can legally use it. You may not play Powers that you cannot legally use. But you may discard Powers at any time and replace them with Powers from your hand.

If your Level goes down to less than the total Rank of your Powers, you must discard some Powers so that their total Rank is once again less than or equal to your Level.

When you die, you keep all the Powers you have in play, just as you keep your Affiliations.

Some Powers require discards. You may discard any card, in play or in your hand, to activate a Power.



ALLY: You may have one Ally accompany your character. When you draw an Ally, either face-up or face-down, you may play it immediately or keep it in your hand to play later, at any time, even during combat. While in play, your Ally may grant you combat bonuses or special abilities. You can choose to play a new Ally and discard the old one whenever you like as well, but you may not trade an Ally away to another player.

Allies can be sacrificed to allow automatic escape for you from all monsters in a combat, by discarding the Ally instead of rolling to Run Away. If someone was helping you in combat, you can even decide whether or not your helper automatically escapes when you sacrifice an Ally. The choice is yours!



TREASURES

Treasure cards include both permanent and One-Shot Items, as well as some special cards, not considered Items. Any Treasure card may be played as soon as you get it, or at any time on your own turn **except** during combat (unless the rules below or the card itself says otherwise).

ITEMS: Most Treasures are Items. All Items have a Gold Piece value. ("No Value" is equivalent to zero Gold Pieces, and these cards are also Items.)

All Items you have in play are considered "carried." Items that are currently giving you a bonus or some other benefit are "equipped." You should indicate Items that are not equipped by turning the cards sideways. You may not alter the status of your Items during a combat or while Running Away, so make sure you are happy with what you have equipped before entering combat.

Anyone can carry any Item, but there are limits to what you have equipped and are actively using. Some Items have icons to identify their types. A character may **equip** only:

-  one Headgear
-  one Armor
-  one Footgear
-  up to two "1 Hand" Items
-  or one "2 Hands" Item



... unless you have a card that lets you ignore these limits, such as an **Ally** or **Cheat!**, or unless a card says otherwise. If you are carrying two Headgear cards, for example, you can equip only one of them at a time.

You cannot discard Item cards "just because." You may sell Items for a level, trade Items with other players, or give an Item to another player who wants it (see below). You may discard Items to activate some special abilities. And a Trap or a monster's Bad Stuff (p. 5) may force you to get rid of something!

TRADING: You may trade Items (but no other cards) with other players. You may only trade Items from the table – not from your hand. You may trade at any time except when you or your trading partner are in combat – in fact, the best time to trade is when it's not your turn. Any Item you receive in a trade must remain in play.

You may also give Items away without a trade, to bribe other players – "I'll give you my **Psychic Knife** if you won't help **Student Jones** fight **Omega Red!**"

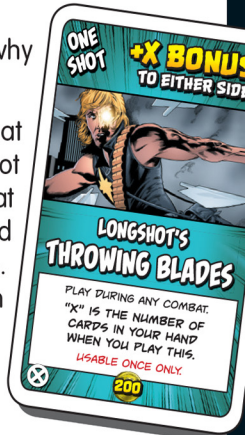
You may show your hand to others. Dunno why you'd want to, but whatever.

"ONE-SHOT" TREASURES: A Treasure card that says "Usable once only" is considered a One-Shot Treasure. Most of these are used during combat to strengthen the players or the monsters, and may be played from your hand or from the table. Some have other effects, however, so read them carefully! Discard these cards as soon as the combat is over or their effect is resolved.

One-Shot Treasures with a Gold Piece value may be sold for levels, just like other Items.

OTHER TREASURES: Other Treasure cards (like **Go Up a Level** cards) are not Items. Most of these cards say when they can be played, and whether they stay in play or are discarded. **Go Up a Level** cards may be played on yourself or any other player at any time, even during combat. Discard them once they are played. Exception: You cannot play a **Go Up a Level** card to give a player the winning level, unless specifically noted otherwise!

SELLING ITEMS FOR LEVELS: At any point during your turn except during combat or Running Away, you may discard Items worth a total of at least 1,000 Gold Pieces and immediately go up one level. ("No Value" cards are the same as zero Gold Pieces.) If you sell Items worth 1,100 Gold Pieces total, you don't get change. But if you can manage 2,000 worth, you can go up two levels at once, and so on. You may sell Items from your hand as well as those you are carrying. **You may not sell Items to go to Level 10.**



COMBAT

A monster enters combat against you if you find it when you Kick Open the Door or play it from your hand to Look for Trouble.

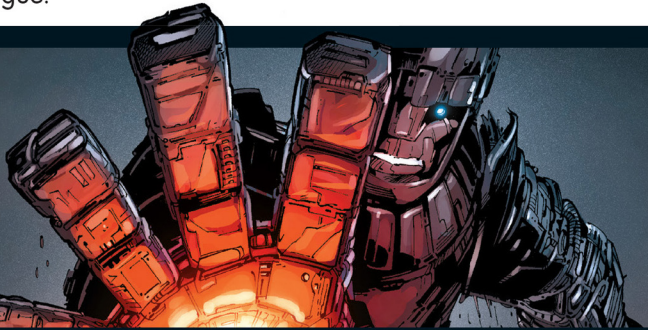
To resolve combat, simply compare the monster's **combat strength** to yours. Your combat strength is equal to your Level plus any bonuses or penalties you receive from special Powers, Affiliation abilities, Items, Allies, and Traps. You and the other players may play One-Shot Items or use Affiliation abilities to help or harm you in combat. Your combat strength can be negative, if you get hit by a Trap or suffer some other penalty.

A monster's combat strength is its Level, plus or minus any modifiers it has from its powers or cards played on it. Some Door cards may also be played into a combat, such as Monster Enhancers (see below).

If the monster's combat strength is equal to yours, or greater, you **lose the combat** and must Run Away (See **RUNNING AWAY AND BAD STUFF**, p. 5). If your combat strength is greater than the monster's, you **kill it** and go up a level (two levels for some big monsters). You'll also get the number of Treasures shown on the Monster card.

Sometimes a card will let you defeat a monster without killing it. This is still "winning," but you don't get a level. Unless the ability says otherwise, you don't get the Treasures, either.

If you kill a monster (or monsters!), discard them and any other cards played, and claim your rewards. Note: someone may play a hostile card on you, or use a special power, just as you think you have won. When you are about to kill a monster, you must wait a reasonable time, defined as about 2.6 seconds, for anyone else to speak up. After that, you have really killed the monster, and you really get the level(s) and Treasures, though they can still whine and argue.



MONSTERS

MONSTER ENHANCERS: Certain cards, called Monster Enhancers, raise or lower the combat strength of individual monsters. (Penalties to monsters are still considered Enhancers.) They also affect the number of Treasures a monster is worth. Monster Enhancers may be played by any player during any combat.

All Enhancers on a single monster add together. If there are multiple monsters in a combat, the person who plays each Enhancer must choose which monster it applies to.

FIGHTING MULTIPLE MONSTERS: Some cards (notably **Wandering Monster**) allow other monsters to join a combat. You must defeat their combined combat strengths in one fight to kill them. Any special abilities, such as forcing you to fight with your Level only, apply to the entire fight. If you have the right cards, you can eliminate one monster from the combat and fight the other(s) normally, but you cannot choose to fight one and Run Away from another. If you eliminate one monster, but then run from the other(s), you don't get any levels or Treasure!

INTERFERING WITH COMBAT

You can interfere with others' combats in several ways, including:

USE A ONE-SHOT ITEM. You could help another player by using a One-Shot to strengthen his side. Of course, you can "accidentally" strengthen the monster with it, instead . . .

PLAY A MONSTER ENHANCER. These cards (usually) make a monster stronger . . . and give it more Treasure. You can play these either during your own combats or during someone else's combat.

ADD A MONSTER FROM YOUR HAND to join the combat, by using a **Wandering Monster** card.

TRAP THEM, if you have a Trap card.



ASKING FOR HELP: If you cannot kill a monster on your own, you may ask any other player to help you. If he refuses, you may ask another player, and so on, until they all turn you down or someone helps. Only one player can help you, adding his combat strength to yours. **Anyone** can play cards to affect your combat, however!

You'll probably have to bribe someone to help. You may offer your helper any Item(s) you are currently carrying, or any number of the Treasure cards the monster is worth. If you offer him part of the monster's Treasure, you must agree whether he picks first, or you pick first, or whatever. You may also offer to play any cards from your hand that you legally could, such as **Go Up a Level** cards, on your helper.

The special abilities or weaknesses of the monster also apply to your helper, and vice versa. For instance, **if an X-Force affiliated character helps you fight Stryfe, the monster's combat strength is reduced by 3 for that fight.** The bonus or penalty is not applied twice if the helper is the same Affiliation as the current player.

If someone successfully helps you kill the monster, discard it, draw Treasures (see **REWARDS**, below), and follow any special instructions on the Monster card. You level up for each monster killed in combat. Your helper does not go up any levels. You draw the Treasure cards, even if it was your helper's special ability that defeated the monster, and distribute them according to the agreement you reached.

REWARDS: When you kill a monster, you go up one level per monster, unless the monster card says otherwise. You also get all its Treasure! Sweet!

Each monster has a Treasure number on the bottom of its card. Draw that many Treasure cards, modified by any Monster Enhancers played on it, **face-down** if you killed the monster alone, but **face-up**, so the whole party can see what you got, if someone helped you. Treasure cards can be played as soon as you get them, even if you are the helper.

If you defeat a monster through use of a card or special power, you do not get the level and might not get the Treasure, so be sure to check the card.

EXAMPLE OF COMBAT, WITH NUMBERS AND EVERYTHING

Student Smith is a Level 4 student affiliated with the **X-Men** with the Power of **Flight** (+1) and accompanied by **Angel** as an Ally (+1). She is wearing **Magneto's Helmet** (+2), **Dazzler's Roller Skates** (+1), and holding the **Muramasa Blade** (+2) for a total combat strength of 11.

She Kicks Open the Door and finds **Sebastian Shaw**. He is Level 6 with an additional +3 against X-Men for a combined combat strength of 9. Student Smith is winning, 11 to 9.

STUDENT SMITH: I have vanquished the enemy.

STUDENT JONES: Not so fast, Student Smith. I'm making **Sebastian Shaw New and Improved**, giving him an extra +5 bonus.

By adding the monster enhancer (**New and Improved**), Student Jones has given **Sebastian Shaw** a combat strength of 14. Student Smith is now losing, 14 to 11.

STUDENT SMITH: That is what I would expect from a traitor like you!

Student Smith plays her One-Shot Item **Razor-Wing Feathers** (+3 and worth an extra +3 because **Angel** is her ally). Now she is winning, 17 to 14.

STUDENT JONES: Clever, Student Smith. I think you win this one.

Student Smith declares victory and claims her one level and three Treasures (two for **Sebastian Shaw** and one for **New and Improved**). She's now Level 5 with a lot of Treasure to work with, which probably means the others are going to work together to bring her down at the first opportunity.



MONSTERS CONTINUED

RUNNING AWAY AND BAD STUFF: If nobody will help you . . . or if somebody tries to help, and others interfere so you still cannot win . . . you must Run Away. You don't get any levels or Treasure. You don't even get to Loot the Room. And you don't always escape unharmed . . .

To Run Away, you roll the die. You successfully Run Away on a 5 or more. Some special Powers, Affiliation abilities, and Items make it easier or harder to Run Away from monsters.

If you fail to Run Away from a monster, it does Bad Stuff to you, as described by its card. This may vary from losing an Item, to losing one or more levels, to Death (see next column).

If you must flee from multiple monsters, you roll separately to escape each one, in any order you choose, and suffer Bad Stuff from each as soon as you fail to Run Away from it.

If two players are cooperating and still can't defeat the monster(s), they must both Run Away. They roll separately, and each player chooses in what order to Run Away. The monster(s) CAN catch them both.

After resolving all Run Away rolls, discard the monster(s).

DEATH

If you die, you lose all your stuff. Once you have died, you don't have to Run Away from any remaining monsters. You keep your Affiliation, Power(s), and Level (and any persistent Traps on you) – your new character will look just like your old one. If you have a **Team-Up** card, keep that as well.

At this point, you may choose to play as a different Agent by swapping out your Role card also.

LOOTING THE BODY: As you depart the mortal realm, lay out your hand beside the cards you had in play (except the cards listed above). If you have an Item attached to a **Cheat!** card, separate those cards. Starting with the player with the highest Level, everyone else chooses one card. In case of ties in Level, roll a die. If your body runs out of cards, tough. Once everyone gets one card, discard the rest. Looted cards go into players' hands.

Dead characters cannot receive cards for any reason, not even Charity, and cannot level up or win the game.

When the next player begins his turn you are no longer dead, and your new character appears and can help others in combat with your Level, Role, Affiliation, and Powers . . . but you have no cards, unless you receive Charity or gifts from other players.

At the start of **your** next turn, draw four face-down cards from each deck and play any legal cards you want to, just as when you started the game. Then take your turn normally.

TRAPS

If drawn face-up during the **Kick Open the Door** phase, a Trap card applies to the player who drew it.

If acquired some other way, such as by **Looting The Room**, Trap cards go into your hand and may be played on any player at any time.

Usually, a Trap affects its victim immediately (if it can) and is then discarded. However, some Traps give a penalty later in the game or have a persistent effect. Keep these cards until you get rid of the Trap or the penalty takes effect. (Persistent Trap cards may not be discarded to power Affiliation abilities. Nice try!)

Note: If someone plays a "your next combat" Trap on you while you are in combat, it counts in **that** combat! The same is true for a "your next turn" Trap played during your turn.

If a Trap can apply to more than one Item, the victim decides which Item is affected.

If a Trap applies to something you don't have, ignore it. For instance, if you draw **DISARMED!** and you have no hand items equipped, nothing happens; discard the card. (Some Traps have alternate effects, though, so read the card!)

There will be times when it will help you to play a Trap or Monster on yourself, or to "help" another player in a way that costs him treasure.





COMBINING OTHER MUNCHKIN SETS

MUNCHKIN: X-Men Edition is based on the same game play found in the **MUNCHKIN: Marvel Edition** game, **Super Munchkin**, and dozens of **Munchkin** expansions and accessories.

When integrating **MUNCHKIN: X-Men Edition** into any **Munchkin** set, use the combining rules from **Munchkin 7 – Cheat With Both Hands** as a guide. You can always download the most up-to-date version of those rules, and all others, at munchkin.sjgames.com/rules.




Visit MUNCHKIN.SJGAMES.COM for news, errata, updates, Q&A, and much more. To discuss **Munchkin** with our staff and your fellow munchkins, visit our forums at FORUMS.SJGAMES.COM.

Check out SJGAMES.COM for reference cards, play mats, and dozens of links.

Other ways to connect to the **Munchkin** social network:

 Our Twitter feed often has **Munchkin** news (or bonus rules!): TWITTER.COM/SJGAMES.

 Connect with other fans on our pages for **Munchkin** (FACEBOOK.COM/SJGAMES.MUNCHKIN) and Steve Jackson Games (FACEBOOK.COM/SJGAMES).

The URL for this set is MUNCHKIN.SJGAMES.COM/XMEN

SUPER-SIZED MUNCHKIN

Studies have shown that 8.4 out of 9.7 **Munchkin** players just can't get enough of the game. Here are some ideas to take your **Munchkin** games to new highs – or lows:

COMBINING DIFFERENT MUNCHKIN SETS. You can mix two (or more) base sets and expansions together for a genre-crossing mega-**Munchkin** adventure!

EXPANSIONS. These add still more monsters to kill, new Treasure to loot, and sometimes entirely new kinds of cards. Ask for all the **Munchkin** sets and expansions at your local game or comic store – find it using our Store Finder, gamerfinder.sjgames.com – but if you don't have a local store, we'll be happy to sell them directly to you at warehouse23.com.

TURN IT UP TO EPIC! Playing to Level 10 just isn't enough for some people. To satisfy their insane cravings, we've created **Epic Munchkin**, a new set of rules that gives all your **Munchkin** sets that high-octane boost you need to make it up to Level 20! Look for it at munchkin.sjgames.com/epic – it's completely, absolutely FREE!

ALL OF THE ABOVE!!!

FASTER PLAY RULES

For a faster game, you can add a "phase 0" called **Listen At The Door**. At the start of your turn before doing anything else, draw a face-down Door card, which you may play or not. Then arrange cards and Kick Open The Door normally. If you Loot The Room, draw a face-down **Treasure**, not a Door.

You can also allow shared victories – if a player reaches Level 10 in a fight where he had a helper, the helper also wins the game, no matter what level he is.



Developed by USAopoly

Based on Steve Jackson's **Munchkin**

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