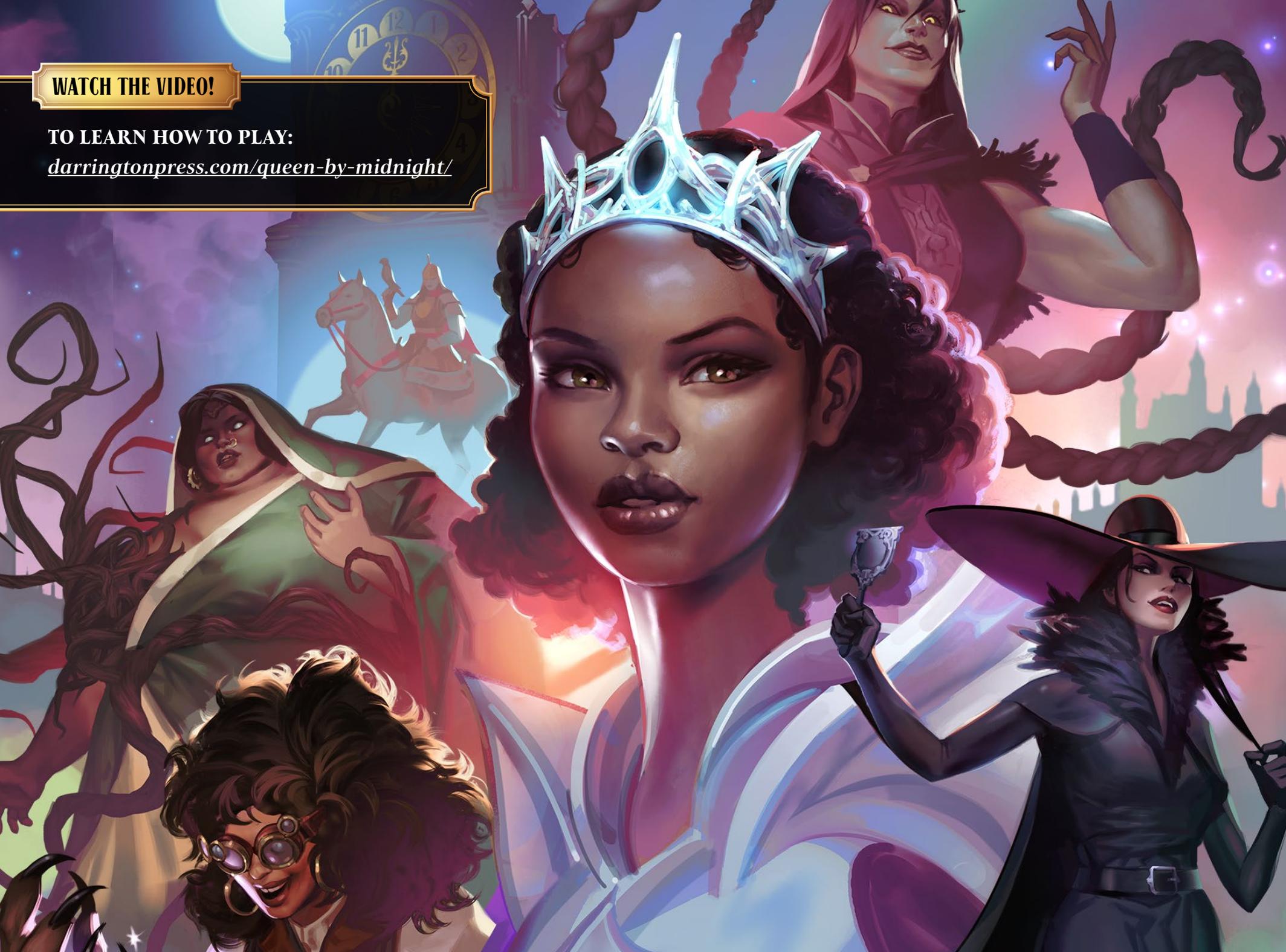


**WATCH THE VIDEO!**

**TO LEARN HOW TO PLAY:**

[darringtonpress.com/queen-by-midnight/](http://darringtonpress.com/queen-by-midnight/)



**THE MIDNIGHT QUEEN IS DEAD. AS HER KINGDOM WEEPS,  
THE ISSUE OF HER SUCCESSION IS PARAMOUNT.**

*To the shock of the Realm, the Queen's dying wish was to invoke the Rule by Midnight: a 24-hour trial of combat and guile, where the Princesses of Twelfold are summoned to Court to battle one another. At the stroke of midnight, the most powerful Princess left standing will be crowned the new Queen.*

**WHO WILL BE...**



# OVERVIEW

Over the course of the game, players take turns buying abilities, casting spells, laying traps, and overpowering their foes with deadly force. When the Clock strikes Midnight, the game is over. If at any point only one player remains, they are the winner! If the game goes to Midnight, then the player with the most Clout plus Health wins!

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# CONTENTS



**CLOCK DICE TOWER AND BAZAAR**  
See pages 13-14 for assembly instructions.



**6 CLOUT & HEALTH TRACKERS**



**6 PRINCESS REPERTOIRE BOARDS**  
(1 for each Princess)



**15 PROPHECY TOKENS**  
(Rosaline)



**24 LASH TOKENS**  
(Freya)



**2 SIX-SIDED DICE**



**24 LOYALTY TOKENS**



**1 TRANCE TOKEN**  
(Rosaline)



**30 LEVEL TOKENS**



**90 PRINCESS VAULT CARDS**  
(15 for each Princess)



**21 MIDNIGHT BAZAAR CARDS**



**12 WAR CHEST CARDS**  
(2 for each Princess)



**26 TWILIGHT BAZAAR CARDS**



**6 ULTIMATE WAR CHEST CARDS**  
(1 for each Princess)



**28 AFTERNOON BAZAAR CARDS**



**6 INNER CIRCLE/ULTIMATE CARDS**  
(1 for each Princess)



**30 DECLARATION CARDS**  
(5 for each Princess)



**60 STARTER CARDS**  
(10 for each Princess)

# THE BASICS

While Princesses' cards, boards, and powers are all a little different, there are some aspects of the game that are universal for all Princesses.

## HEALTH

Princesses begin with 30 Health (HP). Move your Health Tracker the appropriate number of spaces on your Health Tracker when losing or gaining Health. You may never have more than 30 Health. If your Health Tracker would be reduced below "1" you are eliminated. See page 7 about declaring your allegiance to become a part of another Princess' Inner Circle.

## CLOUT

Whenever you earn or spend Clout, adjust your Clout Tracker accordingly. Clout remains in your Repertoire until it is used, removed, or stolen. Every card has a "To Buy" and a "To Play" cost. You only pay the "To Buy" cost in Clout when you purchase the card. You must pay the "To Play" cost in Clout each time you play/activate a card. If you do not have the Clout required to play a card, you cannot play it.

## THE BAZAAR

The Bazaar is a market available to all players on their turn. Spend Clout to purchase cards that go face up into your Archive. Players may only purchase cards that match their type (e.g. only characters with the Brawler type may purchase Brawler cards). You may also spend Clout to refresh the Bazaar. When a card is purchased from the Bazaar, it is immediately replaced with a new card from the current Bazaar deck. Keep in mind that as the Clock advances, more powerful cards will become available.

## PRINCESS' VAULT

While the Bazaar is a market for all players, each Princess has their own Vault, specifically for them. Spend Clout to purchase cards that will go face-up into your Archive. When a card is purchased, replace it with a new card from your Princess' Vault. You can also spend Clout to refresh your Vault (See page 4).

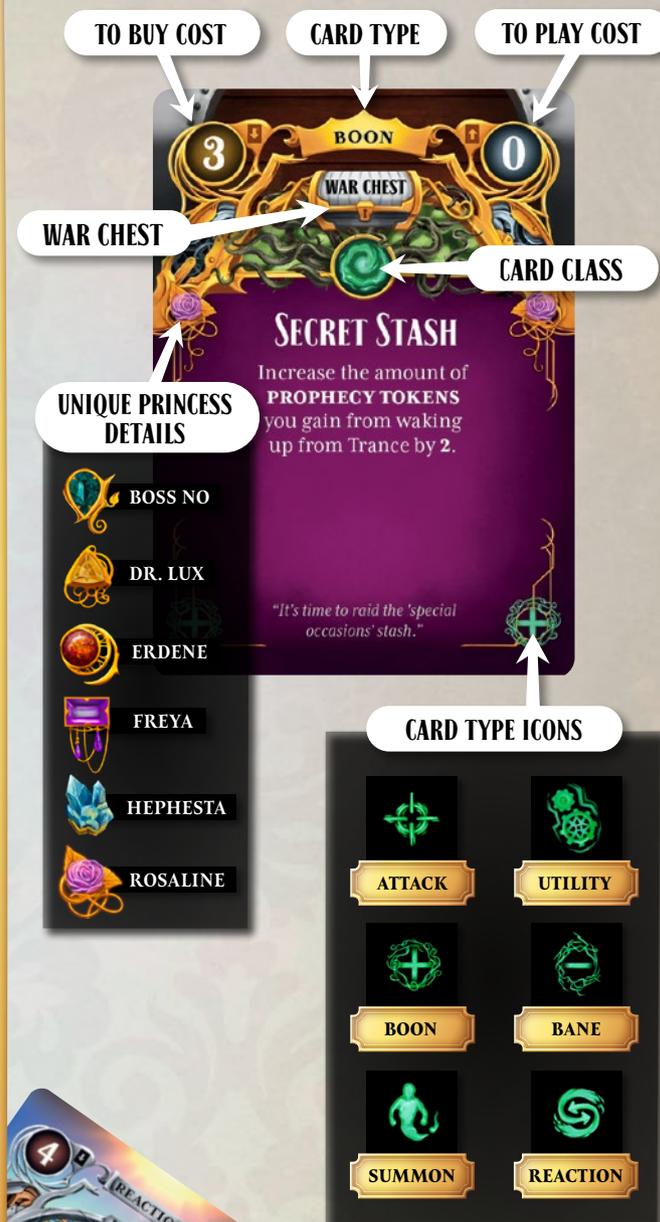
## CARD CLASSES

There are three classes of cards in *Queen by Midnight*:



Every Princess has access to two of these Classes, represented in the form of Levels. Your Princess' base Major and Minor Levels are indicated on the top right and left corners of their Repertoire. Keep track of your Levels with Level Tokens placed in your Repertoire because they may change (by your own volition or not!) and they can determine the numerical outcomes of certain cards.

## GENERAL CARD ANATOMY



# SETUP

## CLOCKTOWER BOARD SETUP

1. Place the Clocktower and the Bazaar in the middle of the table.
2. Set the Clock Hand to the starting number based on the player count below:
  - a. In a 3-player game, set the clock to “1”.
  - b. In a 4-player game, set the clock to “2”.
  - c. In a 5-player game, set the clock to “3”.
  - d. In a 6-player game, set the clock to “4”.
3. Separate the 3 types of Bazaar cards into separate face-down stacks: Afternoon, Twilight, and Midnight. Shuffle each stack of Bazaar cards separately. (See Contents for Bazaar card decks.)



4. Place the Afternoon Bazaar cards face-down on the Bazaar deck space. Reveal the top 3 cards and place them into the Bazaar.
5. Set the Twilight and Midnight Bazaar decks face down near the Bazaar.
6. Roll 2 dice to determine who goes first in the turn order. The highest roll wins. If there is a tie, all tied players roll again until a winner is determined.
7. Turn the Clocktower and Bazaar to face the first player.
8. Determine how players choose the Princess character they wish to play:
  - a. Shuffle and randomly assign.
  - b. Starting with the last player and going counter-clockwise, each player chooses a Princess to play.

## AFTER SELECTING YOUR PRINCESS, TAKE THE CORRESPONDING:

- ✂ Princess Repertoire board.
- ✂ Clout/Health Trackers—place these above your Repertoire board.
- ✂ 1 Health and 1 Clout Marker. You begin with 30 Health and 0 Clout—place the Track Markers accordingly. Clout trackers start off the board to indicate zero Clout.
- ✂ The sets of cards that match your Princess:
  - 10 Starter cards
  - 15 Princess Vault cards
  - 3 War Chest cards
  - 1 Inner Circle/Ultimate card

### NOTE

The player who chooses to play Freya takes the set of Lash Tokens.

The player who chooses to play Rosaline takes the Trance Token and the Prophecy Tokens.



# PLAYER SETUP



## PLAYER REPETOIRE

Next, players should:

1. Place the 3 War Chest cards next to their Repertoire board in the indicated space.
2. Shuffle the remaining Vault cards and place them next to the Vault deck space on their Repertoire board. Then, reveal 3 face up onto the spaces on their Repertoire board.
3. Shuffle their Starter cards and place them face down next to the Deck space on their Repertoire board. Draw 5 cards into their hand.
4. Return all unused Princess Repertoire boards, cards, and markers to the box.

*The game is ready.*

# GAMEPLAY

*Beginning with the first player and continuing clockwise, Queen by Midnight takes place over several rounds. After all players have taken their turn, a new round begins. Signify the new round by moving the Clock Hand forward one number, clockwise. If at any point only one player remains, the game ends immediately. Otherwise, when the Clock Hand reaches Midnight, the game ends.*

## ON YOUR TURN

*On your turn, you may perform any of the following actions in any order. You may perform actions multiple times unless stated otherwise.*

### PLAY YOUR CARDS:

*Play any number of cards from your hand, paying the Clout for each card played.*

- ∞ Playing cards is a specific action that means paying the  ("To Play") cost of the card and placing it into the Archive or Armory depending on the card type (see page 5).

### PLACE REACTION CARDS:

*Place any number of Reaction cards face down into the Armory below your Repertoire board.*

- ∞ Your Armory can have any number of Reaction cards within it. Reactions are usually activated on other Princess' turns, but some cards can be activated on your turn.
- ∞ To activate a Reaction card, it must have its condition met. Reveal the card and pay its "To Play" cost, resolve the card, and place it into your Archive.

### PURCHASE CARDS:

*Purchase any number of cards from your Vault or from the Bazaar using Clout to pay the  ("To Buy") cost. Purchased cards are placed face up in your Archive.*

- ∞ Whenever a card is purchased from the Vault or the Bazaar, it is immediately replaced with a card from its respective deck.
- ∞ When cards are purchased from anywhere they are placed in your Archive by default, but certain cards can go to other areas depending on their effects.
- ∞ Princesses cannot purchase or play cards that don't match one of their two classes.

### REFRESH VAULT:

*Spend 2 Clout to send all face-up cards in your Vault to the bottom of your Vault deck and then refill with 3 more.*

### REFRESH BAZAAR:

*Spend 2 Clout to send all face-up cards in the Bazaar to the bottom of the Bazaar deck and then refill with 3 more.*

### ARCHIVE YOUR HAND AND END YOUR TURN:

*When your turn ends, you may choose to place all cards in your hand into your Archive, ignoring any Play or Discard effects. Then, whether or not you choose to do this, draw new cards up to the current hand limit.*

- ∞ You can choose to end your turn and keep the remaining cards in your hand, but you will only ever draw up to your hand limit—any remaining cards count toward that limit.
- ∞ When you are finished performing actions, or cannot perform any more, draw cards from your Deck until you reach your hand limit. At the beginning of the game, the player hand limit is 5 cards.

*Rotate the Clocktower and Bazaar to face the next active player at the start of their turn.*

#### EXAMPLE

*Hephesta has 5 cards in her hand. She plays 3 cards during the course of her turn. She isn't excited about the 2 cards remaining in her hand, so she decides to Archive them and draw a full new hand of 5. Play proceeds to the next Princess.*

*On Hephesta's next turn, the hand limit has been increased to 6. She draws her additional card at the start of her turn when the hand limit increases. She plays 4 cards. She decides to keep the 2 remaining in her hand. She draws 4 new cards up to the hand limit of 6. Play proceeds to the next Princess.*

# PLAYING CARDS

## UTILITY

*Utility cards have effects which include granting Clout, healing HP, and generating advantages against other Princesses. When playing a Utility card, pay its "To Play" cost, resolve the card text and place the card in your Archive.*

⌘ When played, UTILITY CARDS go into the Archive by default, but sometimes they will be Banished when played depending on the card ability.

## BOON, BANE, AND SUMMONS CARDS

*These are cards that provide you with continuous bonuses and resources to help you achieve victory. Each card type is played in a similar way: simply pay the "To Play" cost and place the card into an Armory.*

⌘ BOONS, BANES, AND SUMMONS are unique cards because instead of going to the Archive when played, they are placed into a Princess's Armory instead.

⌘ BOONS AND SUMMONS go into your Armory, and BANES go into opponent's Armories. Boons and Banes can be Dismissed by card effects and sometimes they Dismiss themselves. When they are Dismissed, they return to their owner's Archive.

## ATTACK CARDS

*Attack cards are how you deal damage and defeat your opponents! To play an Attack card, follow the steps below:*

1. Select an Attack card from your hand to play.
  - If a card or effect is negated, the "To Play" cost isn't refunded.
2. Pay all costs required to play the card.
  - If multiple targeted opponents wish to use Reaction cards, each player must declare and fully resolve their Reaction one at a time in turn order (see page 4 for the steps of playing a Reaction card).
3. Select one or more targets for the card effect.
4. Each targeted player may activate a Reaction card in response.
  - If nothing was negated, apply the full effect of the card and receive all relevant bonuses.
5. Apply the effects of the played card to all targets who did not negate the effect.
  - Each Attack card deals damage equivalent to the card's Class (e.g. a Schemer card deals Schemer damage).

- Some Reaction cards specifically negate one type of damage (e.g. damage to your HP). In this case, any additional Attack effects still occur.
- Other Reaction cards negate an Attack card entirely (they will specify this). In this case, all effects—both harmful and beneficial—are negated for the player who activated the Reaction. All other targets who did not activate their own Reaction cards will suffer the effects as normal.
- Any card effects, such as rolling dice or choosing between options, happens only after opponents have had a chance to negate the card. Once the active player begins to resolve their card, opponents can no longer use Reactions.

6. Place the Attack card in your Archive.

### DAMAGE AND NON-ATTACK CARDS

*Non-Attack cards in the game have the ability to deal damage that can count as an Attack card. When resolving those effects, treat the damage component as its own card. If the Attack card portion is negated, it does not negate the rest of the original card's effects.*



## REACTION CARDS

*Reaction cards are played face-down to your Armory during your turn. Reaction cards remain face-down in a Princess's Armory until they are activated or Dismissed by another effect. They are your only line of defense against an opposing player's attacks, so use them wisely! In order to play a Reaction card, perform the following steps:*

**1.** Select a Reaction card in your Armory.

- The Reaction card must be able to target a player or effect targeting you or one of your Summons.
- Reactions to Attack cards happen after the "To Play" cost is paid, but before any of the effects of the card resolve. If the Reaction card needs to be activated in response to other effects like damage, then they can be activated after those effects.

**2.** You can activate Reaction cards within your Armory by paying all costs associated with the card.

- This includes any optional costs to enhance an effect.

**3.** Reveal and apply the effects of the Reaction card.

**4.** Dismiss the Reaction card to your Archive.

When your Deck runs out—or there are not enough cards remaining to refresh your hand—shuffle your Archive and place it face-down to create a new Deck.

6

## DEALING DAMAGE

*Some cards and effects will instruct you to deal either Major or Minor damage based on the Class of the attack. When dealing damage or resolving an effect that calls for Schemer, Brawler or Caster, check the corresponding Class on your Repertoire board and deal your Level in damage, either Major (the larger of the two) or Minor (the smaller) as instructed by the card.*

**Boss No would deal:**

	
Major Schemer Damage:	Major Caster Damage:
<b>5</b>	<b>4</b>
Minor Schemer Damage:	Minor Caster Damage:
<b>3</b>	<b>2</b>

Don't forget to account for changes in your Level as you play. Gaining (or losing) a Level increases (or decreases) both your Major and Minor damage in that Class by 1.

Increases and decreases in your Levels are often temporary and can be tracked with the provided Level Tokens.

## SUMMONS

*A Summon is a helper that players can call forth when playing certain cards in their Armory.*

*When Summons are played, they are placed in your Armory and gain a number of Loyalty Tokens equal to the amount stated on the card. Princess can use Reaction cards to protect their Summons.*

∞ **DAMAGE:**

When selecting targets for an Attack card, a player may select an opponent's Summon.

- Any damage dealt, or Clout stolen, results in the Summon losing Loyalty.

∞ When a Summon reaches zero Loyalty, its card is Dismissed from the Armory.

∞ When Attack cards target Summons, you may activate Reaction cards in response to those card.

∞ When a Summon reaches zero Loyalty and there is still remaining damage or Clout to be stolen from the card targeting the Summon, those effects go unresolved and do not carry over to the Princess who controls the Summon.



# END OF THE ROUND

After all players have completed one turn, advance the Clock Hand. When the Clock Hand reaches certain hours, a few things might occur:

## WHEN THE CLOCK STRIKES 5:



1. Remove the Afternoon Bazaar Deck as well as cards in the Market.
2. Place the Twilight Bazaar deck in its space on the Bazaar and reveal the top 3 cards of the Twilight Bazaar deck and place them into the open spaces on the Market.
3. All players increase their hand limit to 6 cards. Players draw the additional card at the start of their turn.

## WHEN THE CLOCK STRIKES 6:



1. Not every Princess will make it to Midnight. Now is the time to determine your allegiances, in case you do not survive.
  - During this time, all players have time to discuss who they will (or will not) pledge their allegiance to if they are eliminated. Promises are not binding, and players should not reveal their final decision to others.
  - Note: This should be a free form discussion. Consider setting a timer if needed.
2. Once all players have decided who they will declare for, or when the timer expires, each player secretly places the corresponding Declaration card face down on their player board.

## WHEN THE CLOCK STRIKES 8:



1. Remove the Twilight Bazaar Deck as well as cards in the Market.
2. Place the Midnight Bazaar deck in its space on the Bazaar and reveal the top 3 cards of the Midnight Bazaar deck and place them into the open spaces on the Market.
3. Cards in a player's War Chest are now available for purchase using Clout. All three cards are available; they are not part of a player's Vault.
4. All players gain 3 Clout at the beginning of their next turn.

## WHEN THE CLOCK STRIKES 10:



1. All players increase their hand limit to 7 cards. Players draw the additional card at the start of their turn.

## WHEN THE CLOCK STRIKES 12:



*The game is over.*

# INNER CIRCLE

If at any point a player is eliminated and there is still more than one player left in the game, the eliminated player reveals who they pledged their allegiance to. If the pledged Princess does not already have an Advisor, that player joins the Princess' Inner Circle and becomes their Advisor.

- ∞ Princesses cannot decline a player's allegiance.
- ∞ Princess can only have one Advisor.
- ∞ If a player reveals their allegiance and the Princess who they have pledged to already has an Advisor, then the eliminated player is knocked out of the game.

The Advisor flips their Ultimate card to reveal their Inner Circle card. Each Inner Circle card has two possible abilities. During their turn, the Advisor must activate one ability from their Inner Circle card. When the Inner Circle card refers to a Leader, that is the Princess they are advising.

*If the winning Princess has an Advisor, both players win.*



## END OF THE GAME

*If at any point only one Princess remains, the game ends immediately and that Princess is the new Queen.*

Otherwise, the game ends when the Clock Hand reaches Midnight. All remaining players tally their Victory Points (VP).

1VP PER CLOUT

1VP PER HEALTH

Whoever has the most Victory Points is crowned Queen.

If two Princesses are tied for most Victory Points, then the Princess with the most Clout wins.

If the Princess are still tied, then they are crowned Dual Queens and both win. If the Queen has an Advisor, they also win.

## GLOSSARY

### ARCHIVE

This is where Attack cards, Utility cards, and Reaction cards are placed after they've been played. It is also where purchased cards go, as well as Dismissed Boons, Banes, and Summons. When your Deck runs out, reshuffle your Archive and use it as your new Deck.

### ATTACK CARDS

These are cards played from your hand that deal damage and harmful effects to other players.

### ACTIVATE

Activating is how you use Reactions that have been placed into your Armory to respond to cards. Reaction cards can only be activated in your Armory, NOT from your hand. Pay the "To Play" cost to Activate.

### BANISH

The action of removing a card from the game by placing it in the Banish Pile. Banished cards do not get reshuffled and are kept together in a central Banish Pile.

Banish is an effect that appears on cards that let a Princess Banish cards and cannot be done without the card effect. Some cards have a benefit when Banished.

### BAZAAR

Cards that any Princess can buy, as long as they have access to the card's Class. The active Bazaar deck depends on the current round indicated by the Clocktower.

## BOON CARDS

Permanent items and enchantments that can help you and hinder your foes. Players can have any number of Boon cards in their Armory.

## CLOUT

This is your primary currency as a Princess. It represents material wealth, influence, and fear. You will spend this to play and power your cards.

## DECK

The hand from which you play Attack, Utility, and Archive cards. When your Deck runs out, or an effect requires more cards than are currently in your Deck, reshuffle your Archive and place it face-down to use it as your new Deck.

## DISCARD

An effect which allows you to put cards from your hand directly into your Archive without resolving their effects.

This is different from Banishing, Dismissing, or playing a card. Some cards have an additional effect which is only triggered when Discarded.

## DISMISS

The act of removing a card from your Armory and returning it to its owner's Archive.

## HEALTH

A measure of how much damage your Princess can take. Your Princess starts the game with 30 Health Points (HP)—this is reduced when you take damage from an Attack. If your Health drops to zero, you are out of the game. You cannot heal Health above 30.

## DECLARATION

When a Princess drops to zero health, they reveal the declaration they made when the clock struck 6. They become the Advisor to the Princess that they declared for. (See Inner Circle on Page 7 for more details.)

## INNER CIRCLE CARD

Each Princess has one Inner Circle card. This card lists two special abilities that you can only play on behalf of another Princess as their Advisor (see Inner Circle on page 7 for more details).

## LOYALTY

The equivalent of HP for a Summons. A Summons enters your Armory with full Loyalty. If it is targeted and receives damage it loses Loyalty equal to that damage. When the Summons loses all of its Loyalty it is Dismissed to the Archive.

## MARKET

The Market is the term used to describe the 3 face-up cards in the Bazaar. When a card is purchased from the Market it is immediately replaced with the top card of the current Bazaar deck.

## PLAY

Paying a card's "To Play" cost and resolving its Play effect. This can only be done during your turn. Some cards have effects that are triggered only by other actions (e.g. when Banished or Discarded).

## REPERTOIRE

This is an umbrella term for your play area. It contains your Vault, Deck, Armory, Archive, War Chest, Health/Clout Tracker, and Tokens.

## REACTION CARDS

These cards are how you defend yourself from the machinations of other players. They are placed face down in your Armory and activated when the conditions on the card are met.

## ULTIMATE CARDS

Incredibly powerful cards: a Princess' pièce de résistance. When purchased from the War Chest, the larger Ultimate card is placed in your Repertoire while the smaller, full-art card is placed in your Archive. When played, the smaller card activates the effect listed on that Princess' large Ultimate card.

## UNBLOCKABLE

Unblockable damage typically appears on a Princess' Ultimate card. The damage and subsequent effects of a card cannot be reduced, blocked, or negated in any way.

## VAULT

The three face-up cards on your Repertoire board that are available for purchase. When a card is purchased from the Vault it is immediately replaced with the top card of your Vault deck.

## WAR CHEST CARDS

These are powerful cards only available for purchase later in the game. They include an Ultimate card and 2 Boon cards, unique to each Princess. Just like any Vault or Bazaar card, they are placed in your Archive when purchased.

# THE CHARACTERS



## HEPHESTA

The valiant Paladin Princess of Prism Vale. As a child, her mother died in the Battle of Twilight Gulch. Soon after, the ambitious steward of the Prism married Hephesta's father, who later died under mysterious circumstances. The steward installed herself and her daughters as the rulers of the Prism, keeping Hephesta working in the forges as a servant for over a decade. Her stepsisters mockingly called her Crucibella. But a year ago, a Crystalore mine caved in, releasing a horde of ravenous fiends from the Sublimina. As the Prism mustered their forces, Hephesta heard a voice. It guided her towards her mother's lost suit of Crystalore Armor, calling on her to don it and ride against the horde. Hephesta's presence turned the tide of battle, allowing Prism Vale's forces to safeguard the mines once more. As the garrison cheered, she challenged her stepmother and stepsisters to a 3-on-1 duel for the throne. Bloodied, tired, and covered in demon ichor, Hephesta defeated the pretenders and was restored as Princess of the Prism. Now, with the Rule by Midnight being invoked, Hephesta wonders if this is a sign that she was always destined for something more.



### CLASSES:

#### BRAWLER/CASTER

Use healing spells & defensive strategies to outlast your foes.

### ULTIMATE:

#### Glorious Charge!



## BOSS NO

The ruthless and well-connected Princess Noelle of the Twilight Forest, colloquially known as Boss No. Before their rise, Boss No was the child of a simple mirror merchant. At that time, the Princess of the Twilight Forest was a mere figurehead, instated over a loose confederacy of townships. Using cunning and wise investments—and a bit of magical dabbling—the young Noelle acquired ownership of the notorious assassin's guild, the Seven. Noelle had the old Princess assassinated and installed themselves in her place. The townships rebelled, but Noelle only needed a few whispered words of blackmail—and the threat of sending the Seven—to quash any notion of unrest. It's astonishing what one can accomplish with a little gumption... and a network of magic mirrors that can spy on anyone. Now Princess Noelle has the entire Twilight Forest under their thumb. Their supernatural knowledge and bloody adjudication has earned them the moniker Boss No: the Fairest of Them All. When news of the Rule by Midnight reached No's Hooded Hall, No smirked and thought of a conversation they'd had with the Queen shortly before her death. Would the Queen have invoked the Rule if Boss No hadn't suggested it? No one knows.



### CLASSES:

#### SCHEMER/CASTER

Outspend and outmaneuver your foes while hamstringing their resources.

### ULTIMATE:

#### The Fairest Of Them All



## ERDENE

A patient, cunning, and extremely wealthy warrior, pretending to be the Princess of the Great Aurecyon Plains. Erdene's mother, Princess Battsetseg, had them out of wedlock while conquering the many disparate tribes of their homeland. But that was many years ago, and Princess Battsetseg has since fallen ill, too sick to even read the conditions of the Rule by Midnight. Erdene's younger half-sister, the Heir Apparent, is barely a girl of 10. Only Erdene knows the gravity of the situation, and they refuse to have their mother's reputation tarnished by refusing the Rule. They donned their mother's battle armor, took up their family's ancestral bow, Torrent, and left the Plains as Princess Battsetseg. No one will ever know they were an imposter. All they'll know is that when the Rule by Midnight reached Aurecyon, the Princess answered.



### CLASSES:

#### BRAWLER/SCHEMER

Bide your time, hoard Clout, and deal massive amounts of damage all at once.

### ULTIMATE:

#### Blot Out The Moon



## FREYA

The brutal and bloodthirsty Princess of the Moonlock Spires. In the heart of Freya's mountainous country is the largest gateway to the Sublimina in Twelfefold. The quiet mountain towns that surround this gate are regularly besieged by monsters. Most of them can be killed but some must be bargained with instead. Long ago, Freya's ancestors made such a bargain with an Unseelie Redcap, bestowing an unusual gift upon their bloodline: immensely strong, prehensile, vampiric hair, which they call The Locks. For generations they used their Locks to traverse and dominate their harsh homeland. Freya looks down upon the other kingdoms with contempt and turns a blind eye when her desperate citizens raid border towns in Ephemerus and Raisonbord. Weakness must be culled anywhere it can be found. Freya threw the Rule by Midnight summons into a brazier (along with the messenger). She has no interest in being Midnight Queen. But she won't pass up an opportunity to kill every other Princess in Twelfefold, in hopes of burning the Midnight Court to the ground.



### CLASSES:

#### CASTER/BRAWLER

Lash your enemies with countless tiny cuts, slowly bleeding them dry.

### ULTIMATE:

#### Cruelty Of The Curls



## ROSALINE

The aloof and often wide eyed girl, Princess of Ephemerus. The youngest of three sisters, Rosaline was never meant to inherit the title of Princess of Ephemerus. When she was a little girl, Rosaline the Gentle wandered aimlessly through the sprawling fields of magical herbs that enrich her country. After absentmindedly plucking a briar rose that belonged to a capricious and petty fae, however, she was cursed with eternal foresight. "May you never have an absent thought again!" the creature spat. That night, Rosaline began to dream only of possibilities. The ripples of consequence became her lullabies.

When Rosaline was 16 she dreamed that her eldest sister, Princess Talia the Valiant, would die in the upcoming Battle of Twilight Gulch. She begged her sister not to lead the vanguard, but Talia didn't listen. Her fate was sealed. Then her middle sister, Gullzar the Bold, ascended, Rosaline had nightmares of calamity. The fields of Ephemerus burned while her sister laughed. Knowing that this would come to pass without intervention, Rosaline had to do the unthinkable. As her sister spun her new coat of arms, she pricked her finger on the spindle and instantly died from a subtle poison. No one ever suspected Rosaline the Gentle. But the visions of disaster did not abate. She has dreamt of countless futures, but they all end in cataclysm, except one: a future where Rosaline is the Midnight Queen. With the arrival of the Rule by Midnight, Rosaline knows what she must do. Or else.



### CLASSES:

#### CASTER/SCHEMER

From behind an array of traps and spectral thorns, use your precognitive powers to disable and disorient your foes.

### ULTIMATE:

#### Dream Dragon



## DOCTOR LUX

The inquisitive and eccentric Princess of Raisonbord. Though she was born a Princess, Doctor Lynne Lux prefers to be addressed by the title she earned through years of study. Bored by the responsibilities of rulership, she can often be found studying science, mathematics, philosophy, and history. Deep in the bowels of the Grand Gallery, she found a reference to an alchemical formula created by an ancient fae that gave mortals impossible strength and immortality. For years she's been working to synthesize a similar serum using science in lieu of magic, and she's just on the cusp of cracking the code. When the Rule by Midnight reached her laboratory, she saw it as the perfect testing ground for her prototype. With the unlimited resources of the Midnight Court, total agency, and immortality, there'd be no limit to what Doctor Lux could discover... or become.



### CLASSES:

#### SCHEMER/BRAWLER

Your experiments are risky but the benefits are worth it. Fortune favors the bold.

### ULTIMATE:

#### The Beast

# TWELVEFOLD & THE RULE BY MIDNIGHT

*Eons ago, in the world of Aidacra, an unknown event devastated a civilization of mortals. Only twelve kingdoms survived. The Princesses of these kingdoms united and searched for a new home. What they found was a fantastical and ferocious battleground called Lym'bus. Fiends from the Sublimina, aberrations from the Superlimina, and the forest fae fought one another endlessly, but the Twelve Princesses saw promise here. They allied with the forest fae and with their combined powers, they drove back the fiends and aberrations.*

As a reward for coming to their aid, the fae permitted the Twelve Princesses to divide Lym'bus into their own fiefdoms, so long as each Princess swore upon the Oath of the Midnight Motley. The terms of the Oath state that as long as mortals abide by the rules of the fae, the two worlds will live harmoniously. And they did... for a time. As the mortals quickly started scheming and warring against one another, the fae retreated to the forests with only a few remaining to cause mischief and keep an eye on mortal affairs. A new era of bedlam and carnage was born. After much hardship, the Princesses of the realm came to an accord with the help of fae advisors. They would retain their sovereignty but would only answer to one person; the Midnight Queen. From her Throne in the Midnight Court of the fae, she would serve as a check against the powers of the Princesses and act as an intermediary between the mortals and the fae. The fae were pleased by this agreement and only offered one rule, the Rule by Midnight: a 24-hour trial of combat and guile between the Twelve Princesses. At the stroke of Midnight, the most powerful Princess left standing would be crowned Queen by the Midnight Court, ensuring that only the most worthy mortals sat amongst the fae. And thus, the first Rule by Midnight was called, ending in the coronation of Delphine from Prism Vale, the first Midnight Queen.

If there ever came a time where the Queen had no direct Heirs, or if the Midnight Court deemed their Heirs unfit to rule, the Rule by Midnight would be invoked. But over the last thousand years, the Rule by Midnight has only been invoked a handful of times.

For the last 150 years, the Morigans of Steppenloft have reigned within the Midnight Court. But due to circumstances beyond her control, Queen Ostere Morigan died with no viable heirs, and the Midnight Court did not deem any of her extended family worthy. So she heeded the counsel of a close friend and invoked the Rule by Midnight in her last will and testament.

## THE SOCIETY & WORLD

The kingdom of Twelfefold is a matriarchal, feudalist society, but it's not a direct inversion of our world's vicious patriarchy. In Twelfefold, identity matters more than what one is born with. Women and femme-presenting individuals often carry more inherent privilege than those who are masculine presenting, but cruel subjection based on gender identity is rare. Titles and rulerships are mostly passed down in favor of femininity. There are exceptions, save for the titles of Princess and Midnight Queen, of course.

Aidacra is a strange world: imagine a crystal sphere, surrounded by strange wilds and realms of the fae. What the mortals believe to be stars in the night sky are actually countless pocket dimensions, each governed by their own Story, powered by the collective consciousness of mortals across all realities. The Sublimina is a dark dimension where mortals' ravenous and cruel unconsciousnesses collect and fester, manifesting as monsters. The Superlimina is a disorienting dimension where every idea a mortal could pull into their consciousness exists all at once, wild and without reason, manifesting as uncouth and unknowable aberrations.



# ASSEMBLY INSTRUCTIONS

Prior to your first playthrough, you will need to construct the Clocktower. Follow the instructions shown here, then continue with the normal Setup instructions.

The step numbers indicated here are also printed directly on each piece.

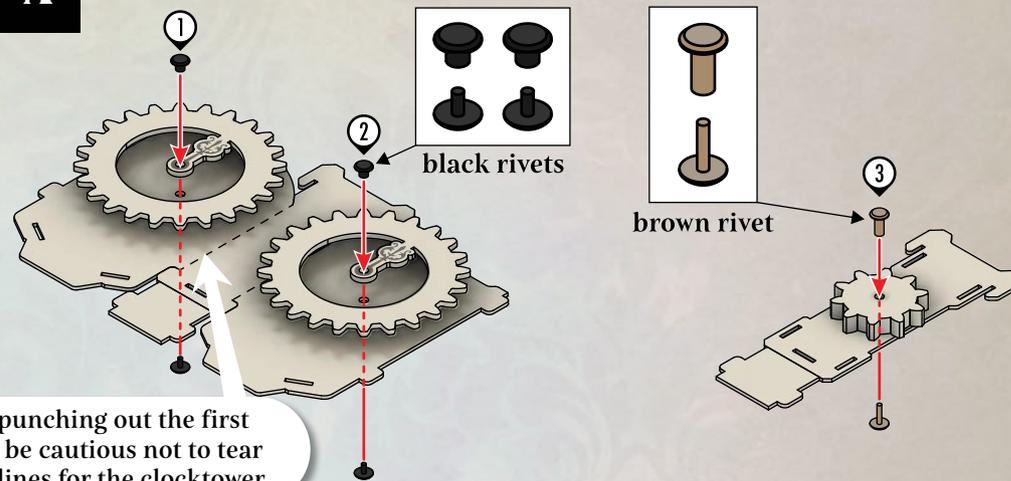
Align the matching pairs of numbers on the pieces to complete the assembly.

5

5

**A**

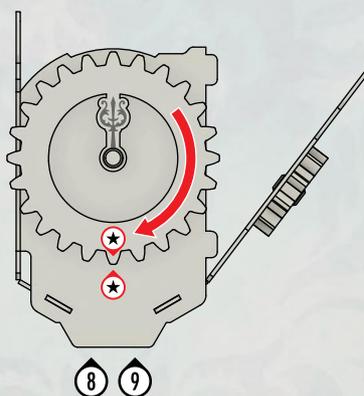
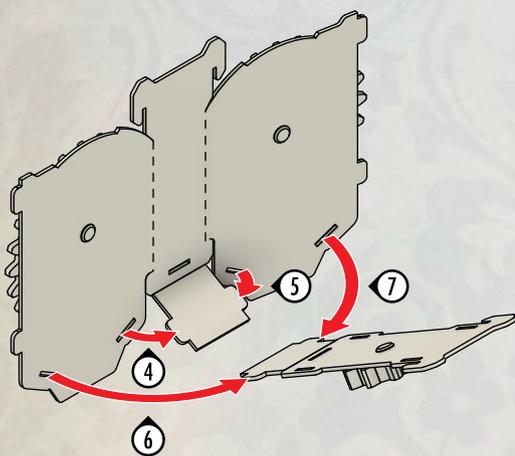
## Install Clock Gears



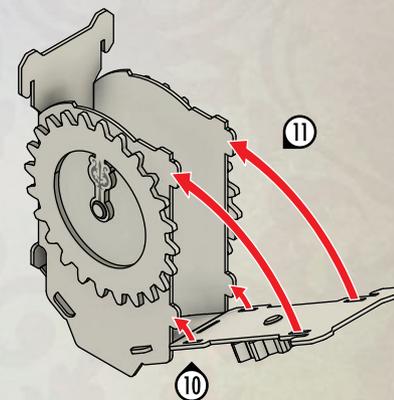
When punching out the first section, be cautious not to tear the fold lines for the clocktower.

**B**

## Assemble Gearbox

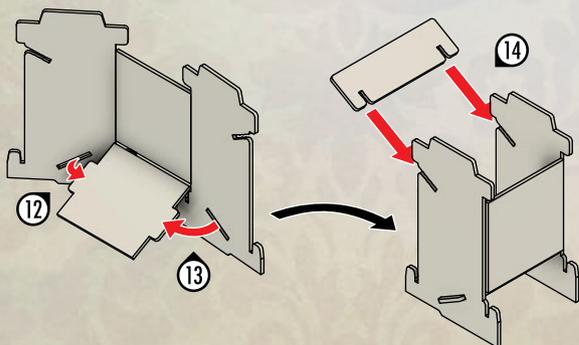


**IMPORTANT:** Rotate the Clock Hand (on both sides of the gearbox) so the star icons align.



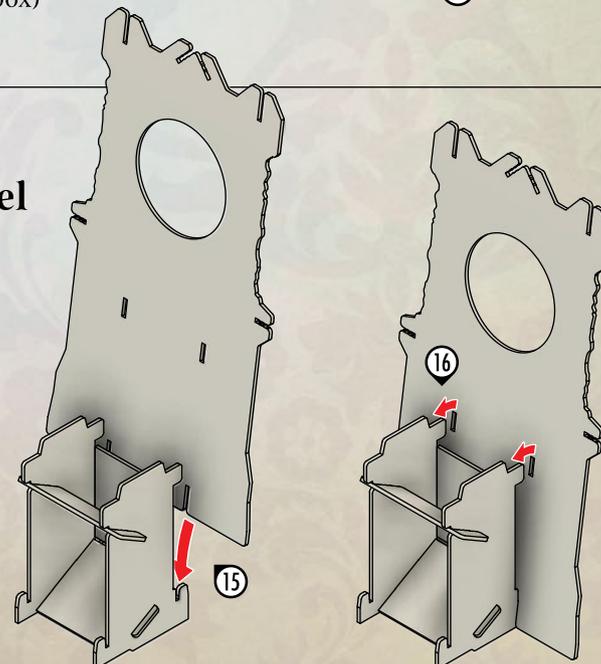
**C**

## Build Lower Structure



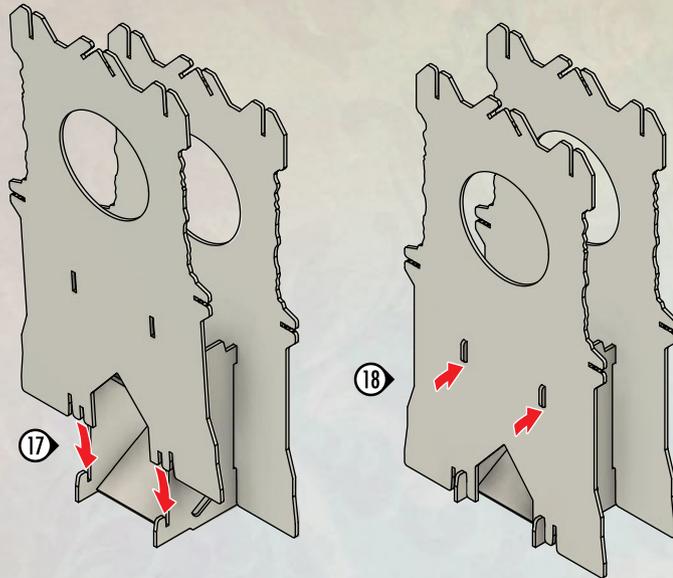
**D**

## Attach Back Panel

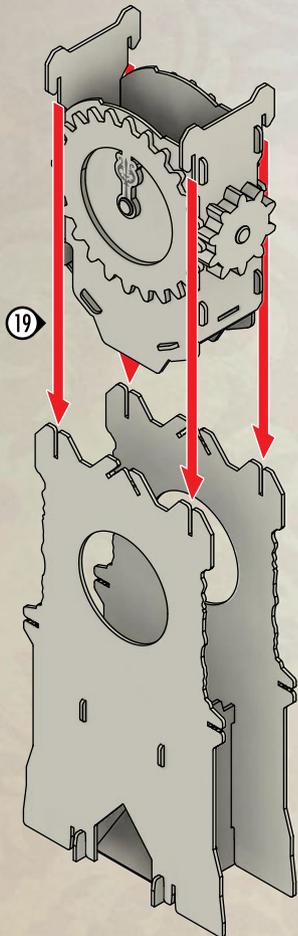


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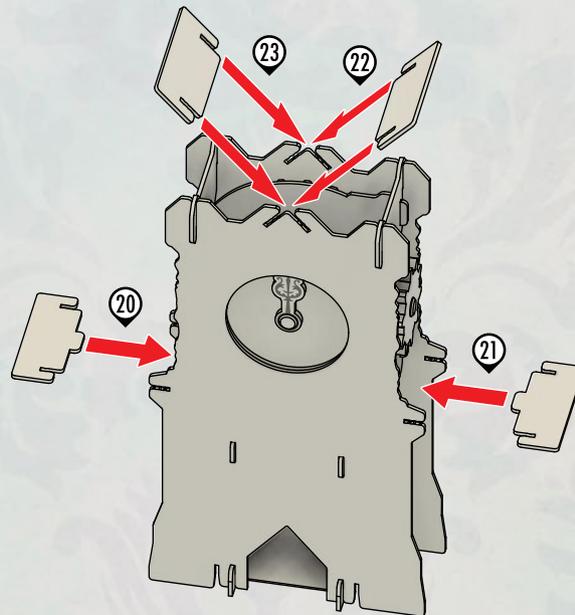
**E** Attach Front Panel



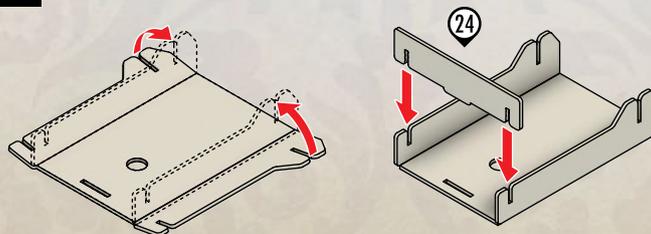
**F** Install Gearbox



**G** Press in Locking Plates



**H** Assemble Dice Tray



## CREDITS

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**Dedicated to Babs, The Wild One**