

STAR WARS™

X-WING™

MINIATURES GAME



**LEARN TO
PLAY**

INTRODUCTION

The squadron is assembled and weapons are primed and ready. Over the comlink chatter of your squadmates, your radar lights up—enemy targets on the approach! You are the last line of defense between the hated enemy and the charges that you are sworn to protect. Face the enemy head-on and lead your squadron to victory!

GAME OVERVIEW

In **X-Wing**, two players engage in an exciting, fast-paced dogfight in the *Star Wars* universe. Each player takes control of the galaxy's finest starfighters, either the Resistance X-wing or the First Order TIE fighters, and pits them against each other in a brutal battle for control in space. Over several game rounds, these ships deftly maneuver and barrage each other with lasers and ordnance until all of one player's ships are destroyed.

This Learn to Play booklet starts with a tutorial that teaches players the basic rules of the game, including moving ships, performing attacks, and winning the game. It is important for players to understand these fundamental concepts before moving on to more advanced concepts.

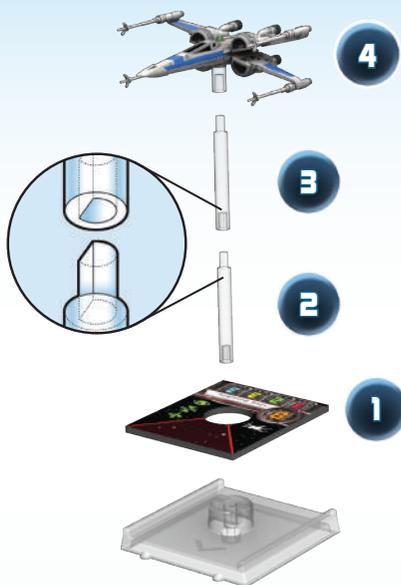
After players have played the tutorial and learned the basics of **X-Wing**, they are prepared to learn how to build squads of their own for a standard game or play one of the special missions included in this box.

USING THIS BOOKLET

This Learn to Play booklet is written with the sole purpose of teaching new players how to play **X-Wing**. For this reason, this booklet omits rules exceptions and card interactions.

In addition to this booklet, this game includes a Rules Reference. The Rules Reference addresses questions and special exceptions that are not answered in this booklet. Players should refer to the Rules Reference if any questions arise during gameplay.

SHIP ASSEMBLY



To assemble a ship, follow these steps:

1. Place the chosen ship token in the base with its firing arc over the chevron, which points to the front of the base.
2. Insert one peg into the tower of the base.
3. Insert the second peg into the first peg.
4. Insert the small peg on the bottom of the plastic ship figure into the second peg.

MANEUVER DIAL ASSEMBLY



Before playing, assemble each dial as shown. Connect backplate "T-70" to the "T-70 X-wing" faceplate, and connect backplate "FO" to the "TIE/fo Fighter" faceplate.

COMPONENT LIST



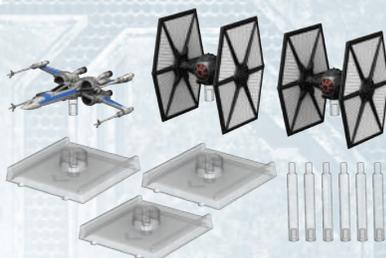
Rules Reference



Mission Guide



6 Dice
(3 Red, 3 Green)



3 Ships (3 Plastic Ship Figures,
6 Plastic Pegs, 3 Plastic Bases)



13 Ship Cards



5 Upgrade Cards



33 Damage Cards



1 Range Ruler



11 Maneuver Templates



8 Ship Tokens



3 Maneuver Dials
(3 Backplates, 3 Faceplates,
3 Plastic Connector Pairs)



6 Asteroid Tokens



7 Shield Tokens

MISSION TOKENS

The following tokens are used when playing a mission from the Mission Guide.



8 Tracking Tokens



4 Damage Tokens



5 Satellite Tokens



6 Mine Tokens



1 Squadmate Token



6 Target Lock Tokens
(3 Red, 3 Blue)



18 ID Tokens



4 Evade Tokens



4 Focus Tokens



3 Stress Tokens



1 Initiative Token



3 Critical Hit Tokens

TUTORIAL

The easiest way to learn the rules for *X-Wing* is to play the game! For your first game, begin by playing the tutorial explained on pages 5–9.

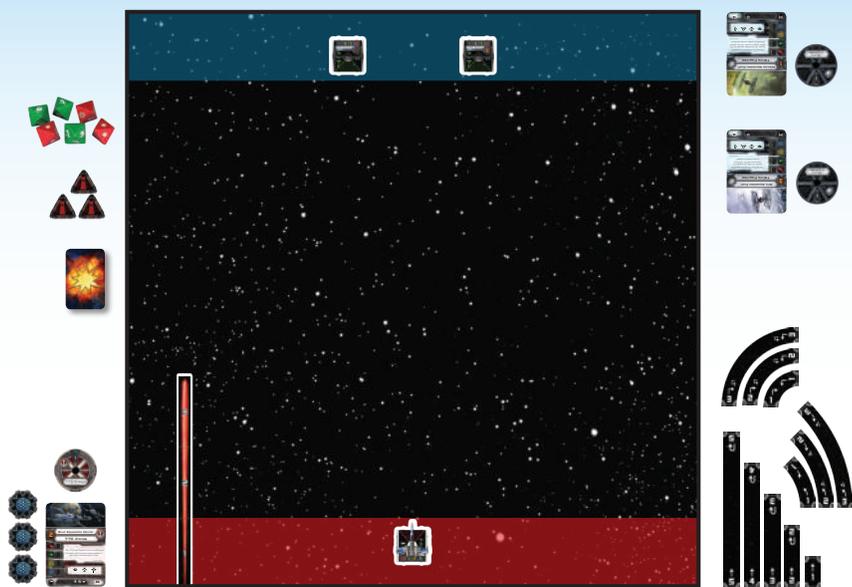
The tutorial includes the basic rules of the game and is intended to teach the basic rules for moving and attacking with ships. After playing the tutorial, players are ready to learn advanced rules such as special actions, obstacles, and critical damage.

To play the tutorial, follow the steps in the diagram below. After completing setup, you are ready to start your first game of *X-Wing*!

THE PLAY AREA

X-Wing is not played on a board. Instead, it is played on any flat surface with at least 3' x 3' of free space. Players may want to use a felt or cloth surface for added friction, or they can use the official *X-Wing* playmats available on our website at www.FantasyFlightGames.com.

TUTORIAL SETUP



- Assemble Ships:** Assemble the ships as described in the “Ship Assembly” diagram on page 2. The X-wing should have the Blue Squadron Novice side of its ship token faceup. The TIE fighters should have the Zeta Squadron Pilot and Epsilon Squadron Pilot sides of their ship tokens faceup.
- Choose Faction:** One player is the First Order and takes the TIE fighters, the matching Ship cards, and two TIE fighter maneuver dials. The other player is the Resistance and takes the X-wing, the matching Ship card, and the X-wing maneuver dial. Then he places three shield tokens on the X-wing's Ship card.
- Establish Play Area:** Establish a 3' x 3' play area on a flat surface. The players place their cards and dials outside the play area near their factions' edge.
- Place Forces:** Place the ships in the play area as close as possible to the positions indicated in the diagram.
- Prepare Other Components:** Shuffle the Damage card deck and place it, the range ruler, the maneuver templates, the dice, and three stress tokens next to the play area.

PLAYING A GAME

X-Wing is played over a number of game rounds. Each round consists of four phases resolved in the following order:

1. **Planning Phase:** Each player secretly chooses one maneuver for each of his ships by using its maneuver dial.
2. **Activation Phase:** Each ship moves according to its chosen maneuver.
3. **Combat Phase:** Each ship may perform one attack.
4. **End Phase:** The players perform any necessary cleanup.

After resolving the End phase, play proceeds to the next round, starting with the Planning phase. Each phase is described in detail on the following pages. Players continue resolving game rounds until all of one player's ships have been destroyed (see "Winning the Game" on page 7).

PHASE 1: PLANNING

During this phase, each player **secretly** chooses a maneuver for each of his ships by using maneuver dials. Maneuver dials display the speed and maneuverability of each type of ship, and the X-wing and TIE fighter dials are different to reflect their unique capabilities.

To choose a maneuver, the player rotates the faceplate of the ship's maneuver dial until the window shows only the desired maneuver. Then he places the dial **face down** in the play area next to its corresponding ship so that his opponent does not know which maneuver was chosen.

Each selection on the maneuver dial corresponds to a maneuver template. When a ship moves during the Activation phase, the player uses the template matching the ship's chosen maneuver to determine where the ship moves.



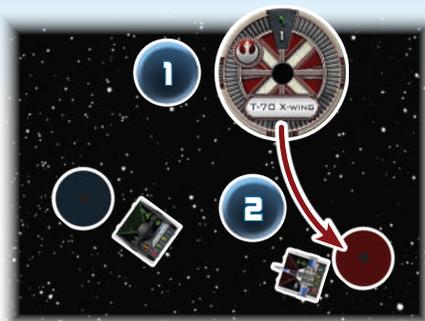
*Chosen Maneuver
on Maneuver Dial*



*Matching Maneuver
Template*

After the players choose maneuvers for each of their ships, they proceed to the Activation phase.

CHOOSING A MANEUVER EXAMPLE



1. The Resistance player chooses a [X 1] maneuver for Blue Squadron Novice by rotating the backplate of its maneuver dial until the [X 1] maneuver is shown in the window.
2. He places the maneuver dial **face down** next to his ship in the play area.

PHASE 2: ACTIVATION

During this phase, each ship moves one at a time. The ship with the lowest pilot skill moves first, followed by the rest of the ships in ascending order of pilot skill.



*Pilot Skill Value
on a Ship Card*



*Pilot Skill Value
on a Ship Token*

In the tutorial, that order is as follows:

1. Epsilon Squadron Pilot
2. Blue Squadron Novice
3. Zeta Squadron Pilot

To move a ship, resolve the following steps. An example of these steps is shown on page 6.

1. Flip the ship's maneuver dial face up and find the maneuver template matching the chosen maneuver.
2. Slide the matching end of the template between the front guides (the two small bumps) of the ship's base so it is flush against the base.
3. Holding the template firmly in place, lift the ship off the play surface and place it at the opposite end of the template, sliding the rear guides of the base into the opposite end of the template.

After each ship has moved, play proceeds to the Combat phase.

SPECIAL MANEUVERS

Some special maneuvers allow ships to quickly change their facing. Each special maneuver is described below.

The Koiigran turn (↻) and Segnor's Loop (↻) or (↻) are ideal for quickly turning around and returning to the fight. When a ship executes one of these maneuvers, rotate the ship 180° and slide its **front guides** into the end of the maneuver template.



X-wing Executing a Koiigran Turn

The Tallon Roll (↻) or (↻) is ideal for keeping enemy ships close and in the line of fire. When a ship executes a Tallon Roll to the right (↻), do not slide the rear guides of the base into the template. Instead, rotate the ship an additional 90° to the right so that the side of the ship's base is flush against the end of the template. For a Tallon Roll to the left (↻), rotate the ship 90° to the left. The ship can slide slightly forward or backward along the end of the template as desired, but the end of the template cannot be beyond the front or back edges of the ship's base.



X-wing Executing a Tallon Roll to the Right

Difficulty

Maneuvers like the Koiigran turn are difficult for most ships to execute, as indicated by the maneuver's red color. When a ship executes a red maneuver, place a stress token next to the ship in the play area. While a ship has a stress token, it is **STRESSED** and cannot execute a red maneuver.



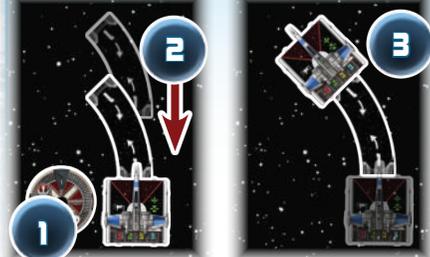
Red Maneuver on Maneuver Dial



Stress Token

A stressed ship can recover by executing a simple maneuver, indicated by the maneuver's green color. When a ship executes a green maneuver, remove a stress token from the ship and return the token to the supply of unused tokens.

MOVEMENT EXAMPLE



1. The Resistance player flips his dial to reveal his chosen maneuver: [↻ 1].
2. The Resistance player takes the [↻ 1] template and sets it between the front guides of his ship's base.
3. Then the Resistance player holds the template in place, moves the ship to the opposite end of the template, and slides the rear guides of the base into the template.

DIFFICULTY EXAMPLE



1. Blue Squadron Novice executes a [↻ 3] maneuver. The [↻ 3] maneuver is red, so the Resistance player places one stress token next to that ship.
2. Next round, Blue Squadron Novice executes a [↻ 1] maneuver. The [↻ 1] maneuver is green, so the Resistance player removes one stress token from that ship.

PHASE 3: COMBAT

During this phase, each ship may perform one attack. The ship with the **highest** pilot skill attacks first, followed by the rest in descending order of pilot skill. In the tutorial, that order is as follows:

1. Zeta Squadron Pilot
2. Blue Squadron Novice
3. Epsilon Squadron Pilot

To perform a ship's attack, resolve the following steps. A full example of these steps is shown on page 8.

1. The attacker chooses an enemy ship to target and rolls a number of red attack dice equal to its primary weapon value.



Primary Weapon Value

2. The defender rolls a number of green defense dice equal to its agility value.



Agility Value

3. The players compare dice results, canceling one ✨ or ✨ result for each ✨ result.

4. The defender suffers damage equal to the number of uncanceled ✨ and ✨ results. For each point of damage, the defender loses one shield token; if it does not have a shield token to lose, it is dealt one Damage card instead.



Shield Value
(Shields Gained at Setup)

Damage cards are dealt facedown next to the defender's Ship card. If a ship has a number of Damage cards that equals or exceeds its hull value, it is destroyed; remove that ship from the play area and place it on its Ship card, even if it hasn't had an opportunity to attack yet this round.



Hull Value

After each remaining ship has an opportunity to perform one attack, play proceeds to the End phase.

ATTACK RESTRICTIONS

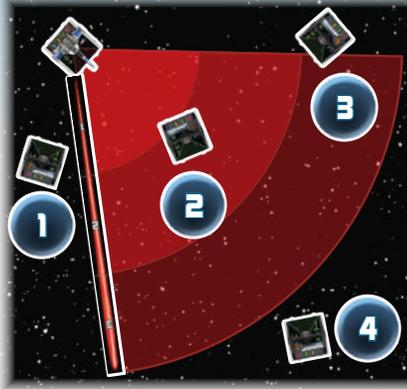
An enemy ship can be attacked only if it is inside the attacker's firing arc and within range.

- **Firing Arc:** The attacker's firing arc is the cone formed by the firing-arc lines printed on its ship token, extended outward across the play area. To measure each edge of the firing arc, align the edge of the range ruler with the firing-arc line to create one continuous line. The target ship is inside the firing arc if at least a portion of its base falls within the area created by extending the firing-arc lines.



Firing Arc on Ship Token

FIRING ARC AND RANGE EXAMPLE



1. Omega Ace is outside Blue Squadron Novice's firing arc.
2. Epsilon Squadron Pilot is inside Blue Squadron Novice's firing arc and at Range 1.
3. Zeta Ace is inside Blue Squadron Novice's firing arc and at Range 3.
4. Zeta Squadron Pilot is inside Blue Squadron Novice's firing arc, but not within range.

- **Range:** Range is the distance between the attacker and target ship as measured with the range ruler. To measure range for an attack, place the Range 1 end of the ruler so that it touches the part of the attacker's base that is closest to the target ship. Then point the ruler toward the closest part of the target ship's base **that is inside the attacker's firing arc**. The lowest section (1, 2, or 3) of the ruler that overlaps the target ship's base is the range between the ships. The target ship is within range if it is at Range 1–3. In the advanced game, the attacker or defender can gain a bonus depending on the exact range of the attack.

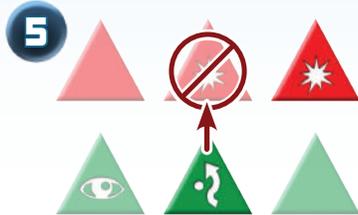
PHASE 4: END PHASE

Players begin a new round, starting with the Planning phase. When using the advanced rules, players would remove certain tokens from the play area during this phase.

WINNING THE GAME

When one player destroys all of his opponent's ships, the game ends and the player with at least one remaining ship wins!

ATTACK EXAMPLE



1. Red Squadron Veteran has a pilot skill of "4" and Epsilon Squadron Pilot has a pilot skill of "1," so Red Squadron Veteran can perform its attack first.
2. Epsilon Squadron Pilot is inside Red Squadron Veteran's firing arc. The Resistance player measures range from Red Squadron Veteran to Epsilon Squadron Pilot. Epsilon Squadron Pilot is at Range 2, so Red Squadron Veteran can attack him.
3. Red Squadron Veteran rolls attack dice equal to its primary weapon value. It rolled one blank result and two results.
4. Epsilon Squadron Pilot rolls defense dice equal to its agility value, getting one blank result, one result, and one result.
5. The ships compare their results. The defender's result has no effect. The result cancels one result. One result remains uncanceled, so the attack hits.
6. Since one result was not canceled, the defender suffers one damage. It does not have any shield tokens, so it is dealt one facedown Damage card next to its Ship card.

ADDITIONAL MOVEMENT RULES

This section explains some additional situations that may arise when a ship executes a maneuver.

FLEEING THE BATTLEFIELD

After a ship moves, if **any part** of its base is outside the play area, that ship has fled the battlefield. A ship that flees the battlefield is destroyed; remove it from the play surface and place it on its Ship card.

MOVING THROUGH A SHIP

Ships can move through space occupied by other ships without issue. Thematically, there is ample room for a ship to fly over or under other ships.

A ship moves through another ship if its maneuver template cannot be placed flat on the play surface due to the presence of the other ship. Since the player cannot place the template, he should hold the maneuver template above the other ship and make his best estimation of where the moving ship should end its movement.

OVERLAPPING OTHER SHIPS

Sometimes, ships maneuver perilously close to each other. When this happens, the moving ship must alter its course to avoid a collision.

If a ship's movement causes the final position of its base to physically overlap another ship's base, move the moving ship backward along the template until it is no longer overlapping another ship. While doing so, adjust the orientation of the ship so that the template remains centered between both sets of guides on the ship's base. Once the ship is no longer overlapping another ship, place it so that it is touching the last ship it overlapped.

If the moving ship is executing a Koiigran turn (K), Segnor's Loop (S) or (L), or Tallon Roll (T) or (R) when it overlaps another ship, it does not rotate in its final position.

Ships whose bases are touching cannot attack each other.

OVERLAPPING OTHER SHIPS EXAMPLE



1. Blue Squadron Novice is executing a maneuver that appears to cause it to overlap Omega Ace's ship.



2. While trying to execute the maneuver, Blue Squadron Novice does in fact overlap Omega Ace.



3. The Resistance player moves Blue Squadron Novice backward along the template, but now it is overlapping Zeta Squadron Pilot.



4. The Resistance player moves Blue Squadron Novice backward along the template, and places it touching Zeta Squadron Pilot.

STOP!

You now know everything needed to play the tutorial. After playing this, you will have a basic understanding of the game. Then you can move on to learning advanced rules and building your own squads.

ADVANCED RULES

After players finish the tutorial and understand the basic rules, they are ready to learn the complete rules of the game. These rules add more depth and strategy, and they should be used for all future games of *X-Wing*.

ACTIONS

During the Activation phase, each ship may perform one action after moving. Actions provide a variety of benefits, such as making attacks more or less effective or making small adjustments to a ship's position. Each action that can be performed by an X-wing or TIE fighter is described below.

Each ship has icons in its action bar, which represent the actions it can perform. Additionally, certain pilot abilities, Upgrade cards, Damage cards, or missions may allow ships to perform other actions.



Action Bar on a Ship Card

The following restrictions apply when performing actions:

- A ship with a stress token cannot perform any actions.
- A ship that overlaps another ship cannot perform its action.
- If an ability allows a ship to perform more than one action during a round, it **cannot** perform the same action more than once per round.

Focus

Ships with the  icon in their action bar may perform the **focus** action. To perform this action, place one focus token near the ship. The ship can spend the focus token later during an attack to increase its chances of hitting its target or dodging an attack (see "Modifying Dice" on page 12).



Focus Token

Unspent focus tokens are removed from all ships during the End phase.

Evade

Ships with the  icon in their action bar may perform the **Evade** action. To perform this action, place one evade token near the ship. The ship can spend the evade token during an attack to cancel one  or  result rolled by the attacker (see "Modifying Dice" on page 12).



Evade Token

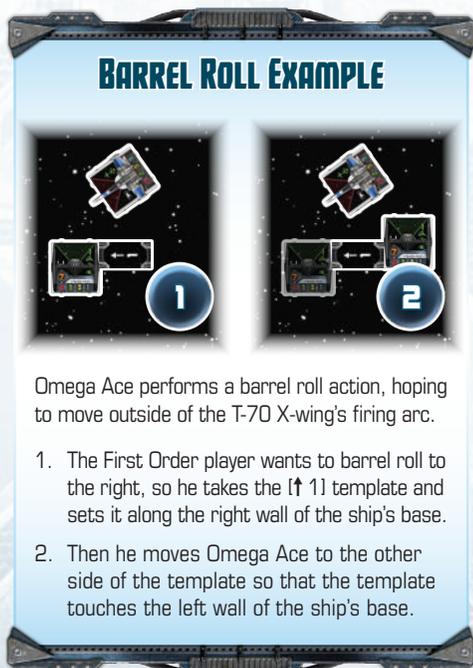
Unspent evade tokens are removed from all ships during the End phase.

BARREL ROLL

Ships with the  icon in their action bar may perform the **BARREL ROLL** action to move laterally and adjust their position. To barrel roll, follow these steps:

1. Take the [↑ 1] maneuver template.
2. Place one end of the template against the left or right side of the ship's base. The template cannot be placed beyond the base's front or back edges.
3. Lift the ship off the play surface, then place the ship at the other end of the template. The template cannot be beyond the front or back edges of the ship's base, and the ship must face the same direction as it did before the barrel roll.

A ship cannot barrel roll if its base would overlap another ship or an obstacle token, or if its maneuver template would overlap an obstacle token.



Omega Ace performs a barrel roll action, hoping to move outside of the T-70 X-wing's firing arc.

1. The First Order player wants to barrel roll to the right, so he takes the [↑ 1] template and sets it along the right wall of the ship's base.
2. Then he moves Omega Ace to the other side of the template so that the template touches the left wall of the ship's base.

Boost

Ships with the  icon in their action bar may perform the **BOOST** action to move farther and adjust their facing. To boost, follow these steps:

1. Choose the [↑ 1], [↖ 1], or [↙ 1] maneuver template.
2. Set the maneuver template between the front guides of the ship's base.
3. Lift the ship off the play surface and place it at the opposite end of the template, sliding the rear guides of the ship into the opposite end of the template.

A ship cannot boost if its base would overlap another ship or an obstacle token, or if its maneuver template would overlap an obstacle token.

ACQUIRE A TARGET LOCK

Ships with the  icon in their action bar may perform the **ACQUIRE A TARGET LOCK** action. To acquire a target lock, the player chooses an enemy ship at Range 1–3. He places one red target lock token next to the enemy ship and one blue target lock token next to the ship performing the action. The letter on these tokens must be identical.

A ship can spend a target lock when attacking to increase its chances of hitting. Target locks are **not** removed during the End phase, so they can be spent in a future round.

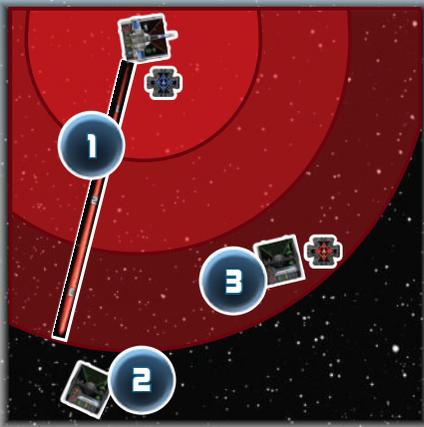
Each ship can maintain only one target lock. If a ship acquires a new target lock, it must remove its previous target lock.

OTHER ACTIONS

Some card abilities include the **"ACTION:"** header. A ship may resolve one of these abilities as its action.

Some game effects allow a ship to perform a **FREE** action at various times during the game. A free action does **not** count as the standard action that a ship may perform after moving, and a free action may be performed in addition to the standard action.

ACQUIRE A TARGET LOCK EXAMPLE



After Blue Squadron Novice moves, he performs an acquire a target lock action.

1. The Resistance player measures 360° around Blue Squadron Novice's ship to see which enemy ships are at Range 1–3.
2. Omega Ace is out of range, so Blue Squadron Novice cannot acquire a lock on him.
3. Epsilon Squadron Pilot is at Range 3, so Blue Squadron Novice locks onto him. The Resistance player places one red target lock token next to Epsilon Squadron Pilot's ship. Then he places the blue target lock token with the matching letter next to Blue Squadron Novice's ship.

RANGE COMBAT BONUSES

Laser cannon volleys are much easier to avoid when the attacker and defender are far away from each other; similarly, avoiding enemy fire is much more difficult at close range.

To represent this aspect of dogfighting, the attacker or defender may roll a bonus die depending on the range of the attack. If the attack occurs at Range 1, the attacker rolls one additional attack die. If the attack occurs at Range 3, the defender rolls one additional defense die. At Range 2, neither ship receives an advantage.

COMBAT EFFECTS

Players can affect the outcome of an attack by adding or modifying dice through various effects.

ADDING DICE

Some effects, such as range combat bonuses, allow players to add attack or defense dice to an attack. These effects resolve before the appropriate type of die is rolled, adding to the number of dice that will be rolled.

MODIFYING DICE

During an attack, a variety of effects allow players to add specific dice results, change the results displayed on dice, or reroll dice. Dice results can be added and changed multiple times, but a die that has been rerolled **cannot** be rerolled again.

MODIFYING ATTACK DICE

Attack dice may be modified after they are rolled, but before the defense dice are rolled. Attack dice can be modified in the following ways:

- **Spending a Focus Token:** If the attacker has a focus token, he may return it to the supply to change all of his  results to  results.
- **Spending a Target Lock:** If the attacker has a target lock on the defender, he may return the pair of target lock tokens to the supply to reroll one or more attack dice of his choice.
- **Using a Card Effect:** A player can modify the attack dice as instructed on a card.

MODIFYING DEFENSE DICE

Defense dice may be modified after they are rolled, but before the results on the attack dice and defense dice are compared. Defense dice can be modified in the following ways:

- **Spending a Focus Token:** If the defender has a focus token, he may return it to the supply to change all of his  results to  results.
- **Spending an Evade Token:** If the defender has an evade token, he may return it to the supply to add one additional  result to his defense roll.
- **Using a Card Effect:** A player can modify the defense dice as instructed on a card.

CRITICAL DAMAGE

Ships can suffer **CRITICAL DAMAGE** from critical () results. Critical damage can cause ships to suffer special penalties like losing combat effectiveness or taking extra damage.



Faceup
Damage Card

During an attack, a ship suffers one critical damage for each uncanceled  result. When a ship suffers critical damage, it removes one of its shield tokens. If it does not have a shield token to remove, it is instead dealt one **faceup** Damage card. Then it must resolve the text on that Damage card.

Critical results and critical damage follow two special rules:

- All  results must be canceled before  results can be canceled.
- All normal damage must be suffered before critical damage.

SIMULTANEOUS ATTACK RULE

Although ships perform their attacks one at a time during the Combat phase, all ships with the same pilot skill value have the opportunity to attack before being destroyed.

If a ship is attacked by another ship with the same pilot skill and would be destroyed without having an opportunity to attack, it retains its Damage cards without being removed from the play area. After this ship has had its opportunity to attack this round, it is immediately destroyed and removed from the play area.

Example: *Red Squadron Veteran* (pilot skill "4") attacks *Omega Squadron Pilot* (pilot skill "4"). From this attack, *Omega Squadron Pilot* is dealt Damage cards equal to its hull value. *Omega Squadron Pilot* will be destroyed, but since it has the same pilot skill as *Red Squadron Veteran*, it first has the opportunity to perform its attack. After *Omega Squadron Pilot* resolves this opportunity to attack, it is destroyed and removed from the play area.

OBSTACLES

Outer space contains many hazards, including asteroids and floating debris. Obstacles are added to the play area during the "Place Obstacles" step of setup (see "Complete Setup" on page 16). The following sections describe their effects.

MOVING THROUGH AND OVERLAPPING ASTEROIDS

When a ship executes a maneuver in which either the maneuver template or the ship's base overlaps an asteroid obstacle token, follow these steps:

1. Execute the maneuver as normal, but the ship cannot perform its action after moving.
2. Roll one attack die. On a  result, the ship suffers one damage. On a  result, it suffers one critical damage.

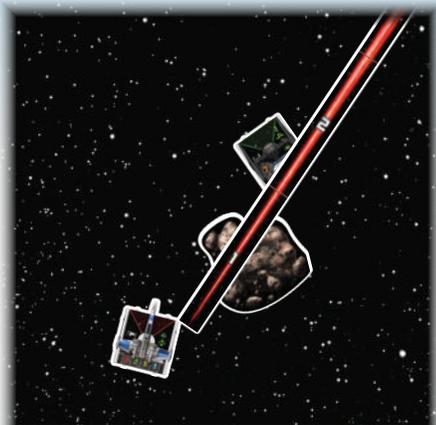
While a ship is overlapping an asteroid obstacle token, it cannot perform any attacks.

ATTACKING THROUGH OBSTACLES

Obstacles represent space features that are difficult to fire through.

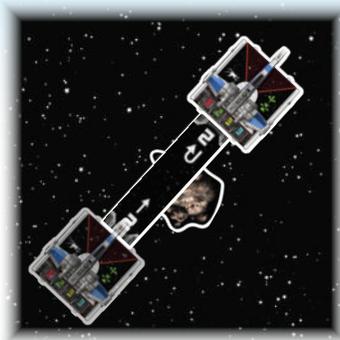
When measuring range for an attack, if the edge of the range ruler overlaps an obstacle, the attack is **OBSTRUCTED**. For an obstructed attack, the defender rolls one additional defense die.

ATTACKING THROUGH OBSTACLES

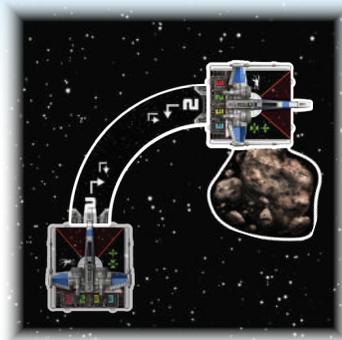


Blue Squadron Novice is attacking Omega Ace, so he measures range to the closest point of Omega Ace's base that is within his firing arc. Using the edge of the range ruler, the line that he measures passes through an asteroid token, so the attack is obstructed. As a result, Omega Ace rolls one additional defense die during the attack.

MOVING THROUGH AND OVERLAPPING OBSTACLES



1. Blue Squadron Novice executes a $\uparrow 2$ maneuver, and its maneuver template overlaps an asteroid. The ship has moved through an asteroid, so it cannot perform its action and must roll one attack die, suffering any damage () or critical damage () rolled.



2. Blue Squadron Novice executes a $\uparrow 2$ maneuver, and its base overlaps an asteroid. In addition to losing its action and rolling for damage, the ship cannot perform an attack this round.

SQUAD BUILDING

Players can construct their own squads to explore creative combinations of abilities and to suit their personal play styles. Whether playing casually or in an officially sanctioned **X-Wing** tournament, squad building is an exciting activity that players engage in before they start a game of **X-Wing**.

All Ship cards and Upgrade cards display a number in the lower-right corner. This number is the **SQUAD POINT** cost of the ship or upgrade.



*Squad Point Cost
on a Ship Card*



*Squad Point Cost
on an Upgrade Card*

The players must agree how many total squad points that each player's squad can include. It is recommended that each player fields a 100-point squad, although players are free to choose any point total. If players own only the three ships found in this game box, each player should field a 36-point squad.

After choosing a point total, both players secretly build their squads. They do this by choosing any number of Ship cards and Upgrade cards with combined squad points equal to or lower than the agreed upon point total. During the "Gather Forces" step of setup, they simultaneously reveal the ships and cards in their squads (see "Complete Setup" on page 16).

UNIQUE NAMES

This game includes some famous pilots and droids from the **Star Wars** universe. Each of these famous characters is represented by a card with a unique name, which is identified by the bullet (•) to the left of the name.

A player cannot field two or more cards that share the same unique name, even if those cards are of different types.

INITIATIVE

One player always has **INITIATIVE**, a distinction used to resolve timing conflicts. During setup, the player with the lowest squad point total chooses who has initiative. If both players have the same squad point total, one player rolls one red die. On a ✨ or ✨ result, the player who rolled the die chooses who has initiative; otherwise, his opponent makes the choice. The player with initiative places the initiative token next to his cards.



Initiative Token

When ships of equal pilot skill value are activated, the player with initiative activates **all** of his ships with that pilot skill value first. Then the opposing player activates his ships with that pilot skill value. Initiative also applies during the Combat phase; the player with initiative resolves combat steps for his ships with that pilot skill value **before** his opponent.

If multiple abilities resolve at the same time, the player with initiative resolves his abilities first.

UPGRADE CARDS

There are different ways to customize a ship, such as adding an astromech, a secondary weapon, or an elite talent. However, each ship is limited in which upgrades and how many of each upgrade it can equip.



*Upgrade Bar on a
Ship Card*



*Upgrade Icon on
an Upgrade Card*

The upgrade bar along the bottom of the Ship card displays icons that represent which upgrades the ship can equip. For each icon shown in the upgrade bar, the ship can equip one Upgrade card with the matching icon. Upgrade cards may be used by ships of any faction, as long as the icon appears in the ship's upgrade bar.

OTHER RESTRICTIONS

Some Upgrade cards list traits that indicate additional restrictions. For example, the "**X-wing only**" trait indicates that the upgrade can only be equipped to a ship with "X-wing" in its ship type. Each restriction is described in full under "Upgrade Cards" on page 20 of the Rules Reference.

SECONDARY WEAPONS

Some ships can equip upgrades that are secondary weapons, such as "Proton Torpedoes." Secondary weapons always have the "**ATTACK:**" header in their card text. They provide ships with special attacks that hit especially hard or disable the enemy.

The attacker chooses to use a secondary weapon when declaring a target. The target must be inside the attacker's firing arc, and the attack's range must fall within the weapon range listed on the card. The attack may specify other requirements in parentheses, such as "**ATTACK (TARGET LOCK):**," which means the attacker must have a target lock on the target.



*Secondary Weapon
Attack Value*

Weapon Range

When the ship performs its attack, it uses the attack value printed on the Upgrade card instead of the primary weapon value listed on its Ship card. Range combat bonuses do not apply during secondary weapon attacks (see Range Combat Bonuses on page 11).

ID TOKENS

Players can field multiple copies of the same non-unique ship (such as Omega Squadron Pilot). They use ID tokens to identify which ship in the play area corresponds to which Ship card. This helps players track damage accurately and use the correct abilities.

To use ID tokens, follow these steps before setting up the game:

1. Take three ID tokens showing the same number.
2. Place one ID token on the Ship card.
3. Insert the remaining two ID tokens into the tower of the base. The sides facing outward must match the color of the faceup token on the Ship card.

INSERTING ID TOKENS



Place one ID token on the Ship card and insert the matching ID tokens into each slot of the base as shown in the diagram.

ALL WINGS, REPORT IN!

X-Wing is fast and fun using just the three ships found in this game box, but you can increase your tactical options by adding more ships. Many of the most famous starfighters from the *Star Wars* movies, both past and present, are available in expansion packs. In addition to expanding your Resistance and First Order squads, these packs introduce the bounty hunters, pirates, and mercenaries of the Scum & Villainy faction.



THE
RESISTANCE



THE FIRST
ORDER



THE REBEL
ALLIANCE



SCUM AND
VILLAINY



THE GALACTIC
EMPIRE

There are three primary factions in *X-Wing*: Rebel, Imperial, and Scum. The Rebel primary faction consists of the Resistance and the Rebel Alliance. The Imperial primary faction consists of the First Order and the Galactic Empire. The Scum primary faction consists of the Scum and Villainy subfaction. Each squad is aligned to one of these primary factions and may contain any ships and upgrades belonging to its subfactions.

For more information on the entire *X-Wing* product line, visit www.FantasyFlightGames.com.

COMPLETE SETUP

To set up a standard game of *X-Wing*, proceed through the following steps:

1. **Gather Forces:** The players reveal their squads and gather all of the ships, cards, and other components necessary for their squads. They assign ID tokens to ships as necessary.
2. **Determine Initiative:** The player with the lowest squad point total chooses which player has initiative. If players are tied, the players randomly determine which player chooses who has initiative.
3. **Establish Play Area:** Establish a 3' x 3' play area on a flat surface such as a table or playmat.
4. **Place Obstacles:** Starting with the player who has initiative, each player takes one obstacle token from the supply and places it in the play area. Obstacles cannot be placed at Range 1 of each other or at Range 1–2 of any edge of the play area. After the last obstacle is placed, the player who does not have initiative chooses an edge of the play area to be his own; his opponent's edge is the opposite side of the play area.
5. **Place Forces:** The players place their ships into the play area in order from lowest pilot skill to highest pilot skill. If multiple ships tie in pilot skill, the player with initiative places his ships with that pilot skill first. Ships must be placed within Range 1 of their player's edge.
6. **Activate Shields:** Place a number of shield tokens on each Ship card equal to that card's shield value.
7. **Prepare Other Components:** Shuffle the Damage deck and place it facedown outside the play area within reach of both players along with the maneuver templates, dice, range ruler, and the token supply.

WHAT NOW?

Now that you know the rules of the game, you can build your own custom squads and play a standard game. If questions arise during gameplay, you should consult the Rules Reference.

The Mission Guide included in this box provides another way to play in the form of thematic scenarios with unique twists on the standard game. The rules for playing a mission are described in the Mission Guide.