Four New Teams
This expansion introduces three Good teams —
the Inhumans — Champions — and Monsters Unleashed — who must defend the Earth from the
Evil Leviathon invasion.

For complete rules, please visit:
https://www.upperdeck.com/OP/ and click on
Vs. System 2PCG Compiled Rulebook.

Leviathons are Weird
While the Inhumans, Champions, and Monsters
Unleashed each have the usual mix of Main
Characters, Supporting Characters, Plot Twists, and
Locations, the Leviathons work differently. They only
have one Main Character — the Leviathon Mother.
They have one Supporting Character with Legion,
which means you can have up to eight copies of it in
your deck. And all twenty of their other Supporting
Characters are One of a Kind which means you can
only have one copy of each in your deck.

Dual Team Affiliations
Moon Girl and Devil Dinosaur each have two different
team affiliations. Moon Girl is on the Inhumans and
Devil Dinosaur is on the Monsters Unleashed team.
But both of them are also on the Moon Girl/Devil
Dinosaur team. This allows them to Team Attack
together or with members of their respective teams.
(Keep in mind all members of a Team Attack must
share at least one team affiliation.)

Shared Mantles
Some characters share the same title or “mantle”. In
the game, two characters who share a mantle will have
their names differentiated by *s. For example, Peter
Parker’s card title is Spider-Man and Miles Morales’s
card title is Spider-Man*. This allows you to have
both on your side at the same time. If an effect ever
asks you to name a card, you don’t mention any *s.
For example, you would just say “Spider-Man” and
it would count both of them. If an effect refers to a
character that “shares a mantle”, this applies to any
character with *s in its name or any other character
in the game that shares a mantle with someone.
For example, it would count Spider-Man, Ms. Marvel,
and Hulk (as well as their newer counterparts
*Spider-Man*, *Ms. Marvel*, and *Hulk*).

Hidden Characters
Spider-Man’s Invisibility power allows him to Hide.
When instructed to hide a character, turn it face-down
but in the ready orientation. It does not count as having
been Stunned and while it’s face-down it doesn’t count
as a Stunned character. When a character hides,
remove all +1/+1 and -1/-1 counters from it
and KO any Equipment on it. A hidden character can’t
Attack or be Attacked and it doesn’t protect any
characters. It can’t gain +1/+1 or -1/-1 counters, and
it temporarily loses its powers while hidden.

During your Recovery Phase, you must turn a hidden
character face-up the same time you recover your
Stunned characters. A player can look at a hidden
character at any time.

Two Main Characters at Once
The Main Characters, Moon Girl and Devil Dinosaur,
go together. You start with both on your side and
you’re only out of the game once both are KO’d.

Amplify-Only Super Powers
Black Bolt’s Super Powers use the Amplify ability.
When you use a Super Power, if you discard a
Location (instead of turning it face-down in your
resource row), you get the Amplify text. Previous
Amplify Super Powers grant an effect to begin with
but a larger effect if you Amplify it. Black Bolt’s
powers only grant an effect if you Amplify them.

Multiple Defenders
Fin Fang Foom and Leviathon Hydra are each able to
attack multiple enemies at once. When they do, they
will strike with their full ATK against each defender, and
the defenders will total up their ATK to strike back.

Lumbering
Some Leviathons have the Lumbering keyword. When
you attack with one (even if it’s a Team Attack),
announce which enemy player side you’re attacking.
Then the defending player will choose who the
Leviathon is attacking.

Deck Lists
Here are some deck lists designed to introduce you
to the characters and Plot Twists of the new teams.
You can use any Main Character, but some will be
stronger than others with these lists.

**Inhumans**

<table>
<thead>
<tr>
<th>Supporting Characters</th>
<th>Plot Twists</th>
</tr>
</thead>
<tbody>
<tr>
<td>2 Captain Swain</td>
<td>2 The Nuhumans</td>
</tr>
<tr>
<td>2 Naja</td>
<td>2 A Killer Voice</td>
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<tr>
<td>2 Inferno</td>
<td>2 Emerge from the Cocoon</td>
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<tr>
<td>2 Panacea</td>
<td>2 Diplomatic Immunity</td>
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<tr>
<td>2 Triton</td>
<td>2 Iso</td>
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<tr>
<td>2 Frank McGee</td>
<td>2 Karnak</td>
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<td>2 Grid</td>
<td>2 Gorgon</td>
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<td>2 Moon Girl</td>
<td>2 Reader</td>
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<tr>
<td>2 Flint</td>
<td>2 Black Bolt</td>
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<tr>
<td>2 Lockjaw</td>
<td>2 Medusa</td>
</tr>
<tr>
<td>2 Quake</td>
<td>1 Devil Dinosaur</td>
</tr>
<tr>
<td>4 Ahura</td>
<td></td>
</tr>
<tr>
<td>1 Devil Dinosaur</td>
<td></td>
</tr>
</tbody>
</table>

**Locations**

| 4 New Attilan |
| 2 Academy |
| 2 Fortress |
| 3 Laboratory |
| 2 Training Ground |
Champions
Supporting Characters
- 2 ★Cyclops★
- 2 Dinah Soar
- 2 Big Bertha
- 2 Darkstar
- 2 Black Widow
- 2 Doorman
- 2 ★Ms. Marvel★
- 2 Flatman
- 2 Iceman
- 2 ★Spider-Man★
- 2 Angel
- 2 Viv Vision
- 2 Gwenpool
- 2 Mister Immortal
- 2 Nova
- 2 ★Hulk★
- 2 Ghost Rider
- 2 Hercules

Monsters Unleashed
Supporting Characters
- 2 Tim Boo Ba
- 2 Creature from the Black Bog
- 2 Googam
- 2 Hi-Vo
- 2 Devil Dinosaur
- 2 Elsa Bloodstone
- 2 Scragg
- 2 Aegis
- 2 Kid Kaiju
- 2 Pidor
- 2 Goom
- 2 Mekara
- 2 Monstro
- 2 Sllzik
- 2 Thing That Crawls by Night
- 2 Firestak
- 2 Bin Fang Foom
- 2 Zutak
- 1 Moon Girl

Leviathons
Supporting Characters
- 8 Leviathon Servitors
- 20 Different Leviathan Servitors
- One of a Kind
- Supporting Characters

Plot Twists
- 4 Property Damage
- 4 The Leviathan Tide
- 4 The Queen Demands Tribute!

New Game Mode:
The Leviathon Invasion (2 vs 1)
In this game mode two players must work together to defend Earth against the Evil Leviathon invasion. Use the Free-for-all rule from the Marvel Battles with the following changes:
- One player’s Main Character must be the Leviathon Mother.
- The Leviathon Mother wins by KOing each enemy Main Character.
- The other players win by KOing the Leviathon Mother.
- The Leviathon Mother goes first. No players skip drawing cards during their first Draw Phase.
- When the Leviathon Mother plays a Location she gets one of the following effects depending on which power symbol it has:
  - Defend Your Mother: You may put a character from your hand onto your side as long as its cost is less than or equal to the number of Resources you have.
  - The Time of Nesting is Here: Draw another card for each One of a Kind character on your side.
  - Face Me and Die: Put three +1/+1 counters on the Leviathon Mother.
  - This Planet Angers Me: Each enemy player chooses one of their face-up Supporting Characters and Stuns it.
  - The Desecrated Nest: When you play this Location, choose any one of the four above effects.

We recommend using the suggested decklists to try out the Leviathon Invasion mode. However, the Leviathon Mother will be heavily favored until the defending players tune up their decks.

Select Keyword Powers
Most Keyword powers in this set have their game text explained on the cards. But the following are older keywords or are so commonly used in this set that they are not always defined on the cards.

Creatures: This character can’t have Equipment. This power can’t be lost or turned off.

Defend Your Mother: You may put a character from your hand onto your side as long as its cost is less than or equal to the number of Resources you have.

Face Me and Die: Put three +1/+1 counters on the Leviathon Mother.

This Planet Angers Me: Each enemy player chooses one of their face-up Supporting Characters and Stuns it.

The Desecrated Nest: When you play this Location, choose any one of the four above effects.

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