

Mike Elliott

THUNDERSTONE[®] QUEST

ROTTEN ROOTS

QUEST 13

Set Design by Brett Satkowiak

RULEBOOK &
QUESTBOOK



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A game by Mike Elliott For 2–6 players, ages 14 and up

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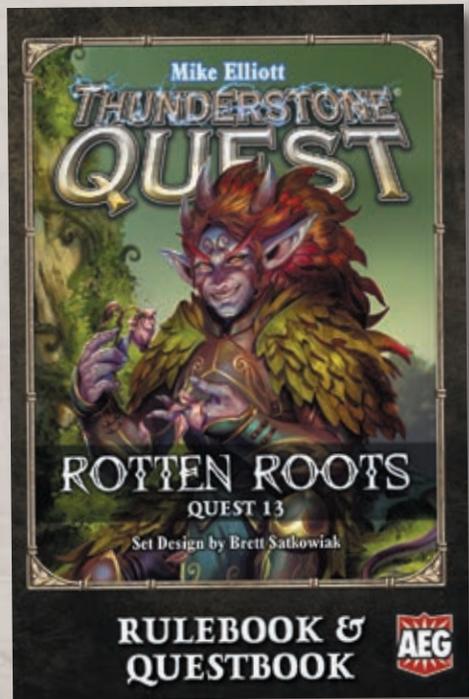
INTRODUCTION

Rotten Roots is an expansion product for *Thunderstone Quest*®. Rules for new components start on page 4. Those who are familiar with these components can skip directly to the Questbook on page 8.

UNPACKING THE BOX

This box should include the following components. If it does not, please visit our website at <https://alderac.com/customer-service> for assistance. Please note that this is an expansion to *Thunderstone Quest* and is not a stand-alone game.

- 1 Quest 13 *Rotten Roots*, the full contents of which are featured in the Questbook (see pages 9-10)
- 1 copy of each Monster, Hero, Item, Ally, Spell, and Weapon from *Rotten Roots*, to be used in Epic Mode
- 1 *Rotten Roots* Rulebook/Questbook



PRESTIGE CLASS BOARDS

Prestige Class boards are dual-sided: One side for use in Barricades Mode (cooperative play) and one side which may be used (optionally) in competitive games. Rules for Barricades Mode are covered in the *Barricades Mode* expansion's Rulebook. When playing competitive games, a new 11b setup step for the *Thunderstone Quest* Rulebook is added to the end of step 11. Starting with the first Champion and proceeding in turn order, each Champion may choose 1 Prestige Class with which to play. Then Champions select their Side Quests and/or Guild Sponsorships as normal.

Prestige Classes are a new board that allows you to train in a specialized class, gaining new powers as you gain Ranks. The training section (top) of each Prestige Class board explains how to gain 1 Rank (↑) in your Prestige Class (1) or potentially 2 Ranks (↑↑) at once (2). The Rank numbers (3) are to the right of the cost. These Ranks cost to gain, as listed on the left-hand side of the board within the Rank to which you are going (4). You must pay the cost of each Rank you gain. If the listed cost cannot be paid that turn for the 1 or 2 Ranks you earned, the new Rank(s) are not gained. You do not start with any Ranks in your Prestige Class, and Ranks must be gained in order; they cannot be skipped. When a Rank is gained, it will unlock new powers for your benefit (5). Sometimes, this may give you a new ability ready to use that turn, such as a SPOILS ability.

Tiny Titan 1

↑: Defeat 1 1+ Monster with a FEY HERO and an ELEMENTAL card.

↑ OR ↑↑: Defeat 1 3+ Monster with 3+ of FEY HEROES and an ELEMENTAL card.

(Once per turn, after you complete 1 of the above, pay the cost listed below for each of the 1 or 2 new Ranks, or nothing is gained.)

2

3

4

5

6

7

8

9

RANK

0 1
1 2
2 3
3 4
5 5
6 6
7 7
8 8
9 9

DUNGEON
Discard 2 cards from the top of your deck. Draw 1 FEY HERO discarded in this way.

ELEMENTAL cards cost -1 for you.

This Prestige Class is worth 6 (when the game ends).

SPOILS
You may buy 1 (paying).

5
Once per turn, if a Dungeon Room caused you to discard 1+ cards, draw 1 card. If it's a WEAPON, you may wield it.

All FEY HEROES gain +1.

This Prestige Class is instead worth 3 per Rank you have.

DUNGEON
If you have a FEY HERO, discard 1 card to draw 1 card.

+1 HP.

IV HEROES

Heroes are an optional addition for *Thunderstone Quest*, giving you the opportunity to train your Heroes even further, making them even more powerful than ever before.

Even though Heroes are Legendary cards, they function in exactly the same way as other experienced Heroes. When you choose the cards you are going to play with during setup, place the Heroes at the bottom of their respective Hero stacks, below the 2 Heroes. Only play with 1 copy of each Hero. While not in use, store the Heroes in the box with their respective level 1-3 Heroes.

You can level your Heroes into Heroes in exactly the same way as you level other Heroes. This will usually cost 5 XP (the current Hero's printed level +2).

VII GUARDIANS

The *Barricades Mode* expansion introduced Guardians, giving the Champions a cooperative challenge to overcome in order to save the Village and claim victory. The Guardian for the *Rotten Roots* Quest is included for use when playing the *Barricades Mode* expansion.



FILLEATH, THE TOXIC

Filleath has always felt he was destined for more, but it seems he's always lived in the shadow of greater creatures, none greater than Ashbrow, the great tree guardian of the Deepwood. But a new pact with a being from the Abyssal lands will bring an end to all that. Now armed with dark powers, he will spread a blight that puts the entire forest in jeopardy.

DIFFICULTY: 🏹🏹🏹

NEW GUARDIAN KEYS

Rotten Roots brings a new alternate set of Guardian Keys for use in normal competitive play. The anatomy of the new Guardian Keys is:

1. Champion Textbox

Contains the card's title (1a), keywords (formatted in Small Caps) (1b), and game text (1c). Once a Guardian Key has been found by the Champions, its game text becomes a new universal trait or ability available to all Champions.

2. Key Icon

Acts like a keyword, referenced on other cards that may be triggered by the presence of the Guardian Key in some way.

3. Victory Points

This is the amount of VP the Guardian Key is worth at the end of the game for any Champion who does not use the ability in the Key's textbox.

Just like in the base game, Champions are looking for these Guardian Keys in the Dungeon in order to challenge the Guardian and end the game. During setup, choose which set of Guardian Keys to play with, shuffle them into the Monster decks as stated in the Rulebook, and play as usual.

Once a Guardian Key has been found, all Champions may use the ability in the Key's textbox. However, these abilities can only be used once per game, and if a Champion chooses to use that ability, they forfeit the VP on the card at the end of the game.



Once the fourth Guardian Key has been found, the final stage of the game begins. If playing with the new Guardian Keys, perform the following steps in order:

1. Flip the Monster in the Wilderness over to reveal the Guardian.
2. All Champions now draw 6 cards, and then discard 4 to form hands for the final turn.
3. Each Champion will now have 1 more turn, including the Champion who found the last Guardian Key. During this turn, the Champions may battle the Guardian in the Wilderness, or they may take a normal turn.

If a Champion battles and defeats the Guardian, the Champion gains the rewards for defeating it, but the Guardian will still remain in the Wilderness, awaiting the next challenger. Monsters cannot be removed from the Wilderness for any reason.

When the game ends, Champions total their VP as normal and determine the winner.

GUARDIAN KEYS IN BARRICADES MODE

Rotten Roots includes new Village and Monster cards that are affected by the presence of Guardian Keys in the game. As a result, we recommend that you use the standard Guardian Keys from *Thunderstone Quest* in your Barricades Mode setup, like normal. As the Keys are found, they may trigger new abilities or provide bonuses to the Heroes (or Monsters). However, the other normal functions of the Guardian Keys (like triggering the final stage of the game) are no longer relevant. Simply ignore the game text on those cards.

WILDERNESS AND MONSTER

Rotten Roots includes a new Wilderness tile. On one side are the same mechanics as always, and on the other side are the mechanics for Barricades Mode.

These tiles also have  Monsters printed on them, including a new *Grub*  Monster with similar, but different mechanics from the *Giant Rat*  Monster. In any mode of *Thunderstone Quest*, you may play with a  Monster printed on the Wilderness tile, or you may use any  Monster from the back of any Guardian.



QUESTBOOK



QUEST 13

ROTTEN ROOTS

8



QUEST 13: ROTTEN ROOTS

QUEST CARD LIST



HEROES

- 15x Amber Leafspark
- 15x Bernhard the Prepared
- 15x Killian Silanus
- 15x Phelorna
- 15x The Highwind Three
- 15x Walnut Silvergrove

ITEMS/ALLIES

- 8x Barkskin Armor
- 8x Craftsman's Tools
- 8x Magic Flute
- 8x Petal Pal

SPELLS

- 8x Shape Change
- 8x Spike Growth
- 8x Strengthen Ally
- 8x Swarm Strike

WEAPONS

- 8x Golden Horn
- 8x Leaf Blade
- 8x Needle Bow
- 8x Treant Root

I MONSTERS

10X ARMY ANTS

- 2x Elite
- 1x Queen
- 2x Taskmaster
- 2x Warrior
- 3x Worker

10X BIRDS AND CREATURES

- 2x Blue Jay
- 2x Centipede
- 2x Snake
- 2x Spider
- 2x Woodpecker

II MONSTERS

10X DIMINUTIVE DRUIDS

- 2x Dallanbark
- 2x Grimmelder
- 2x Ravenheart
- 2x Soulthorn
- 2x Stormgraves

10X TREE SPIRITS

- 2x Compost Creeper
- 2x Nightcrawler
- 2x Shady Flower
- 2x Sticky Skeleton
- 2x Thorny Vamp

III MONSTERS

10X FIENDISH FAIRIES

- 2x Glitteraadia
- 2x Hollyraain
- 2x Jor'ospeck
- 2x Lilyffil
- 2x Thunderkath

10X MUSHROOM HERD

- 2x Cancroid Creeper
- 2x Fungal Scavenger
- 2x Hydroid Harvester
- 1x Myconal Shepherd
- 3x Spore Sower

GUARDIAN

FILLEATH, THE TOXIC



TREASURES

- 1x Catapult
- 1x Orb of Opposing Forces
- 1x Root Stride

GUARDIAN KEYS

- 1x Blue (Water) Seed
- 1x Green (Earth) Seed
- 1x Orange (Air) Seed
- 1x Purple (Darkness) Seed
- 1x Red (Fire) Seed
- 1x Yellow (Light) Seed

PRESTIGE CLASS

- 1x Tiny Titan

OTHER

- 6x Guardian Guides
- 24x Paper Dividers
- 24x Plastic Dividers
- 24x Randomizers
- 1x Wilderness Tile

DUNGEON ROOMS

- Nest
- Fairy Village
- Gnarled Glade
- Druid Hovel
- Spore Field
- Root Pools

SMALL PROBLEMS, SMALLER SOLUTIONS

By Brett Satkowiak

You apply the new dressing carefully, wrapping the bandage around your arm. It's been weeks since Kar'nomal was defeated, bringing peace back to the region. However, the cut across your arm is the last wound to heal, persistent in its desire to remain with you. You try not to bother the priests at the temple when it isn't necessary, preferring instead to reserve their gifts for those in greater need, but this need is proving to be greater than you'd hoped.

"Another task for tomorrow," you sigh the reminder to yourself, as you pull your tunic back over your head. A knock at the door breaks the stillness of the Champions' Chambers. You rise to open it, revealing a tall elf, dressed in the robes of a priestess, gilded with the emeralds and rich mahoganies of the forest.

"May I enter, Champion?" she inquires, the midday light glinting off her silver hair as she shifts toward the doorway.

"I would request your assistance in a matter of grave import." You usher her in with a wave of your hand, closing the door behind her. "My apologies for coming here directly. I inquired about an audience with one of your office in the Keep, but I kept missing them throughout the city. It appears I was right to assume at least one of you would be here.

"My name is Phelorna. I am a servant of Ashbrow, Lord of the Deepwood. You haven't made many friends of the forest after your recent battle, but I assure you that Ashbrow was no fan of the troll's efforts. He pleaded with the trees to remain clear of the battle, but some proved more stubborn and open to his fanaticism than we'd hoped."

"And what of you?" you respond, eager to hear her thoughts on the recent conflict that tore through the ancient forest.

Phelorna swallows hard before responding. "Cities like this one will find no ally in me. My heart lies in caring for the world that

this place sees only as a means of its own comfort. But I've seen a number of the things created for Kar'nomal's grand vision, and there is something profoundly disturbing about them. I've seen great minds reduced to primitive fury, lost to their rage. Lives were lost in more ways than one through his crusade, so I follow Ashbrow's suggestion that Kar'nomal's extremism is no better than the greed that would sacrifice the Treelord for the forge. Besides that ... if I didn't believe in your cause, I wouldn't be here to ask your help in healing Ashbrow. He is now quite ill, and I fear for the future of the Wood if he should fall."

"Ill?" you ask in confusion. "How exactly does an ancient lord of the trees take ill?"

"There is a blight, Champion, a poison deep in his roots that has begun to spread. It's unlike anything I've ever seen, and it jeopardizes more than the Deepwood; it threatens the very world of Ashbrow himself. You rose to the challenge of Kar'nomal. I would have you answer this call as well, if you are willing."

"What do you need me to do?"

Phelorna smiles knowingly, a secret clearly hidden behind her expression. "For now, make ready for the Deepwood, and be prepared to trust me."

The sunlight dances through the leaves of this great tree as your party stands before Ashbrow, the Lord of the Deepwood. His branches extend high above you, his face, like a sleeping old man, is etched in the bark that stretches across the trunk. You can't help but notice a discomfort in those features, no doubt a hint at what is going on within the ancient guardian.

Phelorna emerges from the trees behind Ashbrow into his grove with all of you. She holds in her hands a goblet, shaped of polished wood, and extends it first to you. "There is an herb that grows from one of the trees in the forest that will allow you

access to Ashbrow's world. Its magic is limited, however. So you'll need to unburden yourselves of anything but the essentials. Take only what you need."

You drink of the potion and pass it on, the lingering aftertaste tingling in the back of your throat, causing you to let out a small cough. As the others follow suit, you look up at Ashbrows, boughs above and marvel at just how high they sit ... and they only seem to be getting higher. That's when it dawns on you; you're getting smaller. You look down to see the ground rushing toward your view as you shrink down smaller and smaller. Your sword falls off your waist, leaving only you, your armor, and your pack standing among the now-towering grasses that surround you.

You meet up with the others in the party, each of you marveling at this magic until Phelorna joins you, now matching your new size. "I've stashed away the belongings that didn't make the transition. Don't fear; they will be waiting for you when this is over, and you'll quickly find gear more suited to your quest once we get inside."

"Inside?" you ask. Just then a monstrous hawk circles down above you, landing with a great rush of wind in your midst. Phelorna greets the animal with a stroke of the feathers under its neck as she ushers you all to come closer.

"Yes, Champion. The only way to determine the cause of the blight that plagues Ashbrow is to venture down to his very roots. Our friend here has agreed to help us get inside." The hawk lowers its head to the ground, stretching out its wings for all of you to climb on. "He'll take us to the upper branches of the tree. From there, we'll be on our own."

As the bird kicks off from the ground, you try to ready yourself for this new challenge. At this size, the ancient treant proves to be a world in and of itself. There's no telling what new wonders—and what new threats—await you at the end of this ride, Champion.



SMALL PROBLEMS, SMALLER SOLUTIONS

ADVENTURE CARD LIST

HEROES



Amber Leafspark



Bernhard the Prepared



Killian Silanus



The Highwind Three

ALLY



Petal Pal



Barkskin Armor



Magic Flute

SPELLS



Shape Change



Strengthen Ally



Swarm Strike

WEAPONS



Golden Horn



Leaf Blade

A DEADLY BLIGHT

By Brett Satkowiak

“Simply incredible,” Bernhard says, cheerfully. He runs his hand along the moss that lines the tunnel wall. “Who knew there was such an amazing world waiting inside a tree!”

“We did,” Amber responds, a tinge of annoyance in her voice, her glossy wings fluttering momentarily as if to accentuate her tone. “Considering the size of your brains, it’s amazing how small-minded you big-people can be sometimes. If it weren’t for Phelorna, I doubt any of you’d have a clue just how close your own land has come to the brink. We fairy-folk have been holding that line just fine on our own too, thank you very much.”

“Oh, c’mon, Sparky,” Walnut says from atop his mount, as the mouse skitters across the tunnel ahead of you, stopping to sniff out its quarry. “They’re here to help, and we could use some fresh perspective around here. Besides, the king told you to play nice.”

Amber’s huff is the only protest she gives. Suddenly, the mouse lets out a sharp squeak, prompting the fairy knight to lean down off his saddle to speak low in the beast’s ear. There’s a hushed conversation, as the party waits. He turns back to face you. “She’s caught the scent. And it’s close. Try to keep up.” He kicks his heels back, causing the giant rodent to leap forward.

You run to catch up, your new armor and blade rustling softly along with you. A light begins to shine around an upcoming bend; you must be close to Ashbrow’s bark. You turn the bend, but stop shortly thereafter as Walnut holds his hand up to you atop his steed. You find yourself standing at the mouth of a great cavern, lined with foliage of every kind, everywhere but the high ceiling. From the outside—and at your normal height—this would likely be nothing more than a large knothole. But where you find

yourself now, it’s like a forest grove of its own, teeming with life ... but something is wrong.

All of the plantlife here is either dead or dying, withering and blackened. The only life in the space might actually be the trio of bulbous piles of olive-colored slime, lined with deep red veins that stand out against the area.

“This is what I warned you about, Champion,” Phelorna warns as you cautiously step into the open. “Whatever this substance is, it is poisoning everything around here.”

“And the blight is spreading,” Amber interjects, looking around the cavern. “We’re not even halfway down the trunk yet. I’ve never seen it this far up.”

“Well, then,” Bernhard begins. He quickly flips up one of the candles from his vest with one hand, snapping the fingers of his other, creating a spark that immediately lights the candle with a bright blue flame. “Let’s get to work clearing this out.”

But before he can cast another spell, a rush of wind swirls around the cavern, whipping up the debris along the floor in a few places, its whoosh turning into a raspy moan emanating from the kicked up detritus. The material starts to take the shape of a figure, sliding slowly toward you all.

“What in --?” the halfling blurts out.

“The plague of death lies in this world too, wizard,” Killian says, stepping forward to challenge these dark new creations. “As does undeath. These wicked shades shall fall like all others. Then we find the source of this poison.”

The time to fight has come once again, Champion. You must venture deeper into Ashbrow’s depths if you hope to save the ancient guardian.



A DEADLY BLIGHT

ADVENTURE CARD LIST

HEROES



Bernhard the Prepared



Phelorna



The Highwind Three



Walnut Silvergrove

ALLY



Petal Pal



Craftsman's Tools



Magic Flute

SPELLS



Shape Change



Spike Growth



Golden Horn



Needle Bow



Treat Root

WEAPONS

MONSTERS



Army Ants



Diminutive Druids



Fiendish Fairies

GUARDIAN



Filleath, the Toxic **V**

ROOM TILES



Nest



Fairy Village



Druid Hovel



Gnarled Glade



Spore Field



Root Pools

Filleath, the Toxic's Lair THREAT LEVEL **IV**

1 2 3
1 2 3 4 5 6 7

POISON PROXIMITY
You may gain 1P. If you do not, add 1P.

MALICIOUS MISCHIEF
You may level down a **III** Hero. Add 1P unless you leveled down your highest Threat, or add 1P if you did not level down a Hero.

YOU LITTLE THIEF
Threaty 1 Gear token. Add 1P.

Each turn before placing Champions, each Champion rolls **d6** as the Threat Level indicates. Advance the Threat token forward 1 space when each turn ends. When there are no more spaces to advance, flip this Lair over.

Filleath, the Toxic **IV**

THE POISON OF ENVY

By Brett Satkowiak

You stomp your boots a bit as you emerge from the shallow pool of water, attempting to kick the moisture out as best you can. You lift the plant stalk you hold high up, the luminescent bud at the top spreading its light to the ceiling above. It mingles with the light from the others, along with that of some of the mushrooms and moss that grow in this place, to cast a myriad of shadows across the roots that hang down above you. They snake down around you in various widths to reach deep into the earth and water at your feet. It would likely rival any sight you've witnessed in nature to date, save for the lines of putrid brown and blood red working to choke it all out.

There is no doubt; the source of the blight that threatens the mighty Ashbrow is close.

Suddenly, you're knocked backward as a pink blur rushes past you, knocking your "torch" to the ground. When you go to retrieve it, you find your hands clenched into fists, and you're unable to open them.

"My, my, Champion," a high voice giggles. "Get a grip." A pink-skinned fairy flitters in the air before you, laughing incessantly.

"Hollyraain!" Amber calls out. "This is not the time for your games."

"Oh, but you used to love our games," another voice says as a male figure slowly descends from the shadows of the roots above. It's another fairy, but with the emergence of the second, you start to notice a difference between these and the likes of Amber and Walnut. A dark aura surrounds them, twisting their features into somewhat monstrous forms.

"These aren't your games though, Jor'ospeck," Walnut warns. "You're playing with another."

Jor'ospeck smiles wickedly. "True, but it hasn't made it any less fun."

"We're all done playing Ashbrow's games." This voice comes from the pools. You look into the pale light to see another fairy, but this one without the glossy wings you've grown

accustomed to seeing here. He's stockier than most fairies, and his hair that mimics the colored leaves of the forest this time of year. Tattooed markings line his pale olive skin, slithering in and out of his clothing and armor. This must be one of the brownies who live among the denizens of this world, but you can't help but notice that the darkness that surrounds the others rests even heavier upon him.

"Filleath?" Phelorna says, astonished. "You're behind all this?"

"That's not just some brownie, priestess," Killian growls. "I can practically taste the Abyss on the air in here."

Filleath smiles to match the dark laughter coming from the other fairies surrounding your party. "You're a sharp one, demon hunter," he snarls, another voice adding itself to the brownie's. "It's an alliance that will finally restore the deserved glory of all fairy-folk. We work tirelessly to defend this tree, one that upholds the entire Deepwood, but it's always Ashbrow who takes the credit. He's the guardian with all the attention, all the glory! Meanwhile most of the world doesn't even know we exist!"

"Careful, Filleath," Walnut warns, readying an arrow in his bow. "Envy isn't a good look on you... but then again, maybe it's the demon sharing your face."

Filleath's expression turns to anger, as he reaches down to submerge his hand in a pool below. Dark energy radiates from the pool, causing sinister tendrils to snake up around the nearest roots, blackening them as they climb. "We're done playing second fiddle to a tree, no matter how old or wise he may be!" He laughs, with madness scratching at his throat. "First we'll take care of you, and then the mighty Ashbrow will fall!"

The darkness that threatens the Deepwood stands before you, Champion ... all three inches of it! Purge Filleath and bring an end to his toxic pride.



THE POISON OF ENVY

ADVENTURE CARD LIST

HEROES



Amber
Leafspark



Killian
Silanus



Phelorna



Walnut
Silvergrove

ITEMS



Barkskin
Armor



Craftsman's
Tools



Magic
Flute



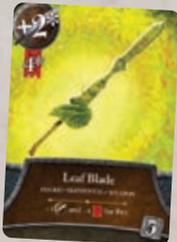
Spike
Growth



Swarm
Strike

SPELLS

WEAPONS



Leaf
Blade



Needle
Bow



Treat
Root

MONSTERS



Army Ants



Tree Spirits



Fiendish Fairies

GUARDIAN



Filleath, the Toxic **VI**

ROOM TILES



Nest



Fairy Village



Druid Hovel



Gnarled Glade



Spore Field



Root Pools



Filleath, the Toxic **IV**

FAQ

How is “discarding” different from “discard from your deck”?

Essentially, all discarding in *Thunderstone Quest* is the same; you move cards from a location to your discard pile. However, where those cards come from can change. Regular discarding at the end of the turn moves all of your cards in play (except for cards with the Static keyword of course) to your discard pile. Certain monsters and other effects can force you to discard a card from your hand or from cards in play, moving them to your discard pile. But some cards have traits or abilities that allow you to discard cards from your deck, usually giving you an opportunity to pick up extra cards for your hand along the way. In that case, simply set aside cards from your deck as instructed, perform any other parts of the ability as written, then move any remaining cards to your discard pile.



What is a “column” of Dungeon Rooms?

A column of Dungeon Rooms includes the , , and  rooms on either the left or right hand side of the Dungeon. Abilities that affect a column of Dungeon Rooms affect anything in each of those three rooms.



If I defeat a Monster from the *Mushroom Herd*, do I gain a *Festering Wound* if my Champion is in one of the locations described?

No. Those  **AFTER BATTLE**  abilities only affect other Champions.

What if I run out of cards in my deck during a “discard from deck” action?

The rules state that your discard pile is shuffled to make a new deck anytime you need more cards. In this case, you would discard from your deck into a pile off to the side. Then if you run out of cards in your deck, shuffle your discard pile and continue discarding into that side pile until you discard enough cards. Once the discard is complete, then you put all the discarded cards into your new discard pile.



If I draw a card from my discard pile, can I search the pile or do I have to take the card on top?

For any ability that refers to cards in your discard pile, it includes the entire pile. So unless otherwise stated, feel free to search for what you're looking for.



Can a Hero's Skill be reduced to a number below 0?

Yes, it can. However, a Skill value less than 0 is effectively 0 for traits or abilities that refer to a Hero's Skill. For example, if I use the *Shape Change* Spell on a Hero with 2 Skill, the Hero's value is reduced to -3 unless otherwise increased. However, if another card references the Skill value of that Hero, it is considered to be 0 for the purposes of that card.

