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SETUP

Place the map on the table and put the 18 **battle dice** and 25 **resource tokens** nearby.

A random player takes the **initiative marker**.

Shuffle the 20 **action cards** marked 2 through 6 to start the action deck. **4 players only:** Shuffle the 8 action cards marked 1 and 7 into the action deck (otherwise, return them to the box).

Place the 3 **ambition markers** on their blue, lower-numbered sides in the *Available Markers* section.

Place the **chapter marker** on the 1 space of the chapter track.

Place the **zero marker** in the *Ambition Declared* slot.

Shuffle all 6 **vox** and 25 **guild cards** to make the **court deck**. Draw 3 cards (2 players) or 4 cards (3-4 players) from this deck to make a face-up **court row**.

Shuffle the **setup cards** that list your number of players, and draw 1 setup card. In the 2 clusters (2-3 players) or 1 cluster (4 players) on the map marked *Out of Play* on the setup card, place a **path marker** over its numbered gate and place 3 **out-of-play markers** over the planets touching that gate.

2 players only: Place the 6 resource tokens matching the 6 planets covered by out-of-play markers onto the ambition boxes:

- **Material** and **fuel** go on Tycoon.
- **Weapons** go on Warlord.
- **Relics** go on Keeper.
- **Psionics** go on Empath.

Each player chooses a color, collects the matching **player board**, 5 **cities**, 5 **starports**, 15 **ships**, and 10 **agents**, and places the cities in the triangle slots along the top of their player board.

Each player puts their **power marker** on the 0 power track space on the map.

Players simultaneously place their starting pieces onto the map. The player with the initiative marker does the following:

- Place 3 ships and 1 city in the system marked 1A on the setup card. Place the leftmost city from your player board.
- Place 3 ships and 1 starport in the system marked 1B.
- Place 2 ships in the system (3-4 players) or 2 systems (2 players) marked 1C.

Going clockwise from the player with initiative, the 2nd, 3rd, and 4th players set up in the same way in the systems marked 2A-C, 3A-C, and 4A-C on the setup card, respectively.

Each player takes the 2 **resource tokens** matching the planet icons in their A and B systems, putting them in the leftmost and next leftmost circle slots on their player board, respectively.

Each player draws 6 **action cards** into their hand.

2 players only: The player without initiative may discard all 6 action cards in their hand and draw 6 new ones.

Discard all action cards not in players' hands into a facedown action discard pile on the map, then shuffle it.

BASICS

Loyal pieces are your color. **Rival** pieces are other players' colors.

Pieces start off **fresh** (ships are fresh when standing upright, buildings are fresh on their fully colored side). If a piece is **damaged**, tip it over if it's a ship, or flip it over to its darker side if it's a building. If a damaged piece is damaged again, it is **destroyed**, removing it from the map.

You **control** a system and its contents if you have more fresh ships there than each rival. On a tie, no one controls the system.

The map is made of 6 **clusters**, each of which has 4 systems with 3 **planets** and 1 **gate** (which lists the cluster number). A **system** can be a gate or a planet. Systems sharing a single thin border are **adjacent**.

Each planet has a **planet type** and 1 or 2 building slots. The center of the map with the logo is not in play.

The **court** is the card row along the map edge.

GAME CHAPTER

A game lasts up to 5 **chapters**, each of which consists of **rounds**. In a round, each player takes 1 **turn**.

STEP 1. PLAYER WITH INITIATIVE TAKES TURN

The player with initiative must play 1 action card faceup as the **lead card**. You may take 1 action for each action pip on the lead card based on its suit:

- **Administration** pips can tax, repair, or influence.
- **Aggression** pips can battle, move, or secure.
- **Construction** pips can build or repair.
- **Mobilization** pips can move or influence.

Place the card in the *Lead* card slot on the left map edge, so players can reference it during the round.

PASSING INITIATIVE

If you have the initiative, but you have no cards in your hand or choose to skip your turn, you must **pass the initiative**. Give the initiative marker to the next clockwise player who has any cards in their hand, then immediately end the round. The player who now has initiative will play the lead card of the new round.

If everyone with cards in their hand passes consecutively, discard all action cards and end the chapter.

DECLARING AN AMBITION

You gain **POWER** by fulfilling **ambitions**.

If you have the initiative, you may choose to **declare the ambition** shown on your lead card before taking any actions:

- The 1 cards (4 players only) have no ambition.
- The 2 through 6 cards let you declare the matching ambition.
- The 7 cards (4 players only) let you declare any ambition.

Take the highest-number ambition marker from the *Available Markers* section on the right map edge, and place it in the ambition box of the declared ambition. You can declare an ambition that was declared in an earlier round (place another ambition marker in its box).

Place the zero marker onto the lead card to cover the card number in its top-left corner. Its card number is now 0 (its number of action pips stays the same).

You cannot declare an ambition if all ambitions markers are already placed. You cannot declare an ambition multiple times using the same card.

STEP 2. OTHER PLAYERS TAKE TURNS

After the player with initiative takes their turn, each other player in clockwise order takes a turn. Players with no cards in their hand skip their turn. On your turn, you must play an action card in one of 3 ways:

- **Surpass:** Play an action card faceup of the lead card's suit. Its card number must be higher than the lead card. You may take actions up to the number of action pips on *your card*.
- **Copy:** Play any action card face down. You may take only 1 action of the *lead card*.
- **Pivot:** Play an action card faceup that is not of the lead card's suit (this does not change the lead suit). It can have any card number. You may take only 1 action on *your card*.

Place the card in the *Surpass*, *Copy*, or *Pivot* card slot on the left map edge, so players can reference it during the round.

SEIZING THE INITIATIVE

When you play a card, before taking any actions, you can **seize the initiative marker** from the player who holds it. There are 2 ways to do this:

- You may choose to play an extra action card. Place it facedown beside the card you played as a reminder. You do not get actions for it.
- You **surpass** with a 7 action card (4 player games only). You still get to take its actions. If the initiative is seized, you can still surpass with a 7 card; you just won't seize the initiative.

Take the initiative marker and lay it down to show it is seized. For the rest of this round, players cannot seize the initiative.

The player with initiative cannot seize the initiative.

STEP 3: CHECK INITIATIVE

After everyone has taken a turn, check whether the initiative marker goes to a new player.

If no one seized the initiative this round, give the initiative to the player who **surpassed** with the highest card number. If no one surpassed, the initiative stays with its holder. If someone seized the initiative this round, that player keeps the initiative.

STEP 4: DISCARD CARDS & CHECK FOR NEW ROUND

Discard all played action cards, and any action card used to seize the initiative, into the action discard pile on the map facedown. If any players have any action cards left in their hand, start the next round. Otherwise, end the chapter.

ENDING A CHAPTER

The chapter ends when everyone runs out of action cards or when everyone with cards passes the initiative. Resolve these steps:

STEP 1: SCORE AMBITIONS

Score each ambition that has any number of ambition markers in its ambition box on the map:

- **Tycoon:** Have the most total **fuel** and **material** icons from resources and guild cards.
- **Tyrant:** Have the most captives on your player board (gained from taxing and securing).
- **Warlord:** Have the most trophies on your player board (gained in battle).
- **Keeper:** Have the most **relic** icons from resources and guild cards.
- **Empath:** Have the most **psionic** icons from resources and guild cards.

The player who gets first place for the ambition gains the higher **POWER** shown on all its ambition markers.

The player who gets second place for it gains the lower **POWER** shown on all its ambition markers.

Track the **POWER** you gained by advancing your power marker on the power track on the bottom edge of the map.

On a tie for first place, tied players get second place. Other players do not place and gain no **POWER**. On a tie for second place, tied players do not place and gain no **POWER**.

You cannot gain **POWER** from an ambition if you have none of the thing it is counting.

Each time you get first place in an ambition (not tied), gain 2 extra **POWER** if the +2 *to won ambitions* city slot on your player board is uncovered, or gain 5 extra if both the +2 *to won ambitions* and +3 *to won ambitions* city slots on your player board are uncovered. You can only gain bonus **POWER** once per ambition, regardless of how many ambition markers it has.

2 PLAYER SCORING

During setup with 2 players, 6 resources matching the planets with out-of-play markers are placed on the ambition boxes. For scoring, count these resources as if a third player had them.

Weapons on the Warlord box count as trophies. Otherwise, these resources are out of play.

STEP 2: CLEAN UP & FLIP AMBITION

If Warlord was scored, return all trophies. If Tyrant was scored, return all captives. Return all ambition markers to the *Available Markers* spaces on the map. Flip over the ambition marker with the lowest **POWER** that hasn't been flipped yet to its side with more **POWER**.

STEP 3: END GAME OR ADVANCE CHAPTER

The game ends if any player has at least 27 **POWER** (4 players), 30 **POWER** (3 players), or 33 **POWER** (2 players), or if the chapter marker is currently on Chapter 5.

If the game ends, the player with the most **POWER** is the winner. On a tie, the tied player earliest in turn order is the winner.

If the game does not end, advance the chapter marker to the next space.

STEP 4: DRAW CARDS

Shuffle all of the action cards. Each player draws a hand of 6 action cards. Discard all action cards not in players' hands into the action discard pile on the map facedown, then shuffle it.

The player with initiative starts the next chapter.

2 PLAYER MULLIGANS

In games with 2 players, after drawing, the player without initiative may discard their hand of 6 action cards to draw a new hand of 6 action cards. They must accept this new hand.

STANDARD ACTIONS

TAX

ADMINISTRATION

Choose a loyal city or choose a rival city you control. **Gain 1 resource of the city's planet type** from the supply.

If you tax a rival city, you also **capture** 1 agent of that rival from their supply, even if you didn't gain the resource. Place captured agents in the *Captives* box on your player board. They add to your **Tyrant** ambition.

You cannot tax a city more than once per turn.

BUILD CONSTRUCTION

You may build a **building** or a **ship**:

Building: Place 1 starport or city in an empty building slot in a system with a loyal piece. When building a city, use the leftmost city on your player board.

Ship: Place 1 ship at a loyal starport. Each starport can only build 1 ship per turn.

When you build anything in a system that is controlled by anyone other than you, place the piece **damaged**.

MOVE MOBILIZATION & AGGRESSION

Move any number of loyal ships from one system to an adjacent system. If you move from a system with a loyal starport, you may take **catapult** moves – keep moving the ships as much as you want, dropping them off as you want, until they move to a gate controlled by anyone else or they move to any planet.

When you take a catapult move, check for control before moving in, not after. You can't catapult from rival starports you control.

You cannot move into any systems in out-of-play clusters. The path marker placed on out-of-play gates makes its 2 neighboring gates adjacent.

REPAIR CONSTRUCTION & ADMINISTRATION

Stand up 1 damaged loyal ship, or flip over 1 damaged loyal building, anywhere on the map.

INFLUENCE MOBILIZATION & ADMINISTRATION

Place 1 agent on any card in the Court.

SECURE AGGRESSION

Take 1 card from the court if you have more loyal agents on it than each rival. Return all loyal agents on it to your supply, and capture all rival agents from the secured card.

Resolve its **when secured** action, if any (you can't immediately use **prelude** actions on the secured card). If it says to discard it, place it in a faceup court discard pile near the court deck.

Finally, draw a card from the court deck and place it faceup in the court in the same spot as the secured card.

Put agents you capture in the **Captives** box on your player board. They add to your **Tyrant** ambition

BATTLE AGGRESSION

1. **Choose battle system:** Choose 1 system that has any loyal ships as the battle system. The ships are your **attacking ships**.
2. **Choose defender:** Choose 1 rival whose pieces are in the battle system. These are their **defending pieces**.
3. **Collect dice:** For each attacking ship, you may collect 1 assault, skirmish, or raid die. You may collect fewer dice than the maximum, and you may mix types, but you cannot collect more than 6 dice of a type.



Assault dice damage the defender quickly, at some cost to you.



Skirmish dice damage the defender slowly, but keep you safe.



Raid dice steal stuff from the defender and might damage them, but are risky.

You can only collect raid dice if there are **defending buildings** or if the defender has no loyal buildings in any systems on the map.

4. **Roll and resolve dice:** Roll the collected dice. Resolve all rolled faces in this order:
 1. Hit any of your attacking ships once per .
 2. If you rolled any number of , the defender intercepts you. Hit any of your attacking ships once per fresh defending ship (this can only happen once per battle).
 3. Hit any of their defending ships once per . Once no defending ships remain, hit any of their defending buildings instead.
 4. Hit any of their defending buildings once per .
 5. Raid their resources and cards by spending , if you have any attacking ships left.

If you hit a fresh piece, it becomes **damaged**. If you hit a damaged piece, it is **destroyed**. The attacker takes destroyed defending pieces as **trophies**. The defender takes destroyed attacking pieces as trophies. Place trophies in the **Trophies** box on the respective player board. These add to the **Warlord** ambition.

DESTROYING CITIES

If you destroy a city (even outside battle) do the following:

1. **Provoke outrage:** Discard all resources and guild cards you have of that city's planet type, placing the discarded cards in a faceup court discard pile near the court deck. Place an agent to cover the **outrage icon** of that city's planet type on your player board: that resource is now **outraged**.

If you have no loyal agents, use a placeholder piece until an agent becomes available.
2. **Ransack the court:** Secure any card that has any number of the defender's agents. Take all rival agents on the card as trophies, not captives.

If you already have **outrage** of the city's type, perform both steps except placing the agent.

You cannot spend outraged resources for their normal **prelude** action. You can still tax outraged resources and add them to your ambitions.

RAIDING

If any attacking ships remain after taking hits, you may spend you rolled to steal resources and guild cards from the defender, one at a time, by spending the number of in its **raid cost** (shown above the resource slot on the player board or in the top-left corner of the guild card).

OTHER ACTIONS

PRELUDE ACTIONS

Many cards and all resources give **prelude actions** (on cards, these actions begin with **Prelude:**). Your prelude begins once you play an action card and ends once you spend an action pip from your played card.

Before prelude actions, you must choose whether or not to declare an ambition or seize the initiative.

You can take any number of prelude actions, with 2 limits:

1. Resources spent in prelude return to the supply at the end of your prelude, so you cannot regain them until then.
2. You cannot use prelude actions on cards that you secured from the court in the same prelude.

Some prelude actions on cards make you discard the card. Place it in a faceup court discard pile near the court deck.

NEW ACTIONS

Cards can give you a **new action** followed by the name of a standard action in parentheses. When you would take the standard action by spending an action pip or a resource, you may instead take the new action.

MODIFIERS

Cards can give you **modifiers** to standard actions, which are shown in bold. Modifiers do not modify new actions, but they do modify standard actions that are within new actions. Modifiers can also affect critical play steps, such as setup, scoring, declare an ambition, and seize the initiative.

RESOURCES

In your turn's **prelude**, you may spend any number and mix of your resource tokens to optionally use their actions:

Material: Take a **build** or **repair** action.

Fuel: Take a **move** action.

Weapon: This turn, you may spend any action pips from your card play to take **battle** actions.

Relic: Take a **secure** action.

Psionic: Take an action listed on the lead card.

When you take a resource, place it in an empty resource slot on your player board. You may rearrange any resources in your resource slots, but you must discard resources you cannot hold.

If a city returns to your player board and covers a resource slot, rearrange and discard resources as above.

Each resource slot has a **raid cost**: the number of that the attacker in battle must spend to steal the resource.

Some cards hold resources. These resources can be spent and add to ambitions, but they cannot be stolen in battle unless explicitly allowed. If a card holding resources is stolen, the resources on the card stay on it. If it is buried, discarded or scrapped, the resources on it return to the supply.

GUILD CARDS

You can gain guild cards by influencing them in the court and then securing them. Guild cards have 3 parts:

Suit: This icon matches 1 of the 5 resources. It adds to ambitions just like resources: **material** and **fuel** cards add to the Tycoon ambition, **relic** cards add to the Keeper ambition, and **psionic** cards add to the Empath ambition. **Weapon** cards do not add to any ambitions.

Rules: Guild cards give new actions and modifiers.

Raid cost: How many an attacker must spend in battle in order to steal the card.

LEADERS & LORE

After your first games, add this mode. Your **leader card** gives you unique powers, starting pieces, and starting resources. **Lore cards** give persistent powers; they don't have a guild icon or raid cost, so they do not add to ambitions and cannot be stolen.

SETUP

During setup, instead of placing starting pieces and gaining resource tokens, do the following:

Lay out **lore cards** and **leader cards** in faceup rows, each with cards equal to the players plus one.

In reverse turn order (start with the player to the right of the player with initiative, and go counterclockwise) each player may take 1 leader or lore card. Continue this until each player has 1 leader card and 1 lore card. You cannot take a leader card if you already have one, and you cannot take a lore card if you already have one.

Each player places their **starting pieces** onto the map in the systems marked on the setup card as shown in the A, B, and C boxes shown on their leader card. Pips under a ship icon show how many ships to place.

Each player gains the 2 **resource tokens** shown on their leader card, placing them in their 2 leftmost resource slots in the order shown.

Finally, if any leaders have extra setup steps, players perform them in turn order.

If you want to increase chaos and uniqueness even more, you can let players choose a second lore card. Just add 1 extra lore card per player to the starting row, and keep choosing cards until each player has 1 leader card and 2 lore cards.

OTHER RULES

Tiebreakers & choice order: If you have a tie and its tiebreaker is not specified, break the tie in turn order. Likewise, if players must make a decision in an unclear order, resolve it in turn order (start with the player with initiative and go clockwise).

If multiple things happen at the same time but must be resolved in order, the player taking their turn chooses their order. If no one is taking a turn, the player with initiative chooses.

Elimination & concession: If a player has no starports or ships on the map, they place 3 fresh ships in any gate at the end of their turn. If it becomes clear that a player has won, you may concede.

Pieces and piece limits: Pieces are limited by the contents of the box with one exception: if you need an agent to place on an outrage slot but none are in your supply, use a placeholder piece until an agent enters your supply, then place the agent.

If a rule makes you **place** pieces, this refers to fresh loyal pieces by default.

Pieces that you **place** and **return** come from and go to their original supply by default except for cities: cities come from and go to the rightmost empty city slot on their original player board.

If you must place or return more pieces than possible, do the maximum possible.

If you **replace** a piece, return it and place another piece in its place. If the old piece was damaged, the new piece is placed damaged. Replacing a piece does not destroy it.

Rules hierarchy: This rulebook supersedes the aid sheets and player boards. Cards supersede this rulebook, but any rule that uses the term **cannot** is absolute and cannot be superseded unless explicitly named using the term **ignore**.

Negotiations: Players may make deals and promises, but they are not binding. Players cannot give each other pieces unless a rule allows it.

Private information: Players cannot show the action cards in their hand to anyone else.

Turn etiquette: Though declaring an ambition and seizing the initiative happen before any other actions, we usually let people do them during their turn as long as new info hasn't been revealed (such as rolling dice or drawing a card) and any relevant modifiers are followed. Don't get bogged down in technicalities unless it changes the game.

Split discard piles: Normally, all action cards are discarded facedown, even ones played faceup. If you're running a tournament or want a more strategic but slower game, you can split the action discard into 2 piles: one for cards played facedown, and one for cards played faceup.

If you're prompted to draw from the action discard pile, draw from the facedown pile. If it doesn't have enough cards, shuffle the piles together first.