

No Above
EMPTYREAL
So Below

OPERATOR'S
MANUAL





PRESENTED BY
LEVEL 99 GAMES LLC

PROJECT DIRECTOR
D. BRAD TALTON, JR.

LEAD DESIGNER
TREY CHAMBERS

LEAD VISUAL DESIGNER
LAURA LA VITO

CHARACTER ILLUSTRATOR
NOKOMENTO

3D SCULPTOR AND ILLUSTRATOR
FABIO FONTES

SUPPORTING ILLUSTRATOR
SHAZ YONG

TRAY DESIGNER AND MODELER
DAN CUNNINGHAM

SPECIAL THANKS
Valli Ribbeck, Taylor Diaz, Trent
Chambers, Dustin Young, Adam Rouse

THANKS FOR PLAYING!



IS PART OF THE



Indines is a vibrant and diverse fantasy world that comes to life through an ever-growing line of games.

Meet your favorite characters from Empyreal again and continue the story in BattleCON and Argent: the Consortium.

As Above **EMPYREAL** *So Below*

As the world becomes more united, new frontiers lay open to the continent of Indines, and new opportunities present themselves to savvy captains of industry with the wits and means to seize them.

Beneath the surface of the world, the Underlanders have enjoyed an age of prosperity and advanced technology for a thousand years. With a new age of peace and stability on the surface, Raith DuLaris prepares to reconnect his homeland to the lost world above, using the Underlands Dispatch to bridge the long separated worlds of Indines and Envernes.

Among the planes, travel is often difficult. Telthurias, an alien genius from the plane of Chaos, aims to change all that. His Starchaser Rails can travel between dimensions, bringing rare cargo across the vast expanses of space in mere moments. Now, he has his sights set on exporting the exotic treasures of Indines across the universe.

As Above, So Below is an expansion to *Empyreal: Spells and Steam*. It adds room for two additional players, as well as a host of new modules that you can mix and match to add new variety to your game. You can even play the game solo against cunning rivals!

COMPONENTS



2 Company Folios



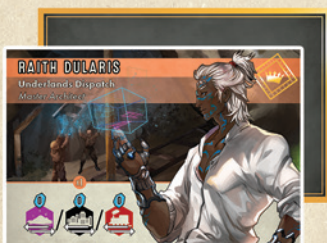
2 Terrain Boards



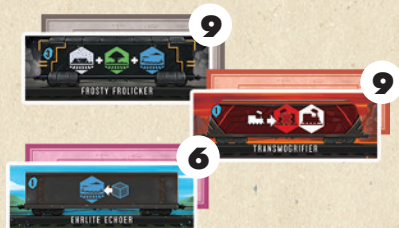
8 Metro Tiles



70 Train Car Minis (35 each)



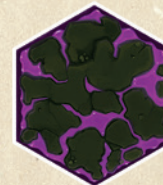
10 Captain Placards



24 Spellcars Tiles



17 Specialist Tiles



10 Wasteland Tiles



6 Demand Tiles



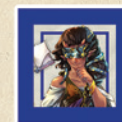
56 Automata Cards



8 Award Tiles



2 Conductor Pawns (1 each)



8 Advisor Tokens



20 Mana Crystals

7-8 PLAYER SETUP

Following the steps on page 5 of the *Empyrean: Spells & Steam* rulebook, use the same setup as a standard game.

To build the map (step 1), assemble the terrain boards according to the configurations shown to the right. **When selecting terrain boards, make sure that you have a total of twelve Cities and each color City is represented twice.**

Place Goods (step 2) as normal, then Demand Tiles (step 3). Each City gets only 1 Demand Tile of each denomination. Follow steps 4-8 as written.

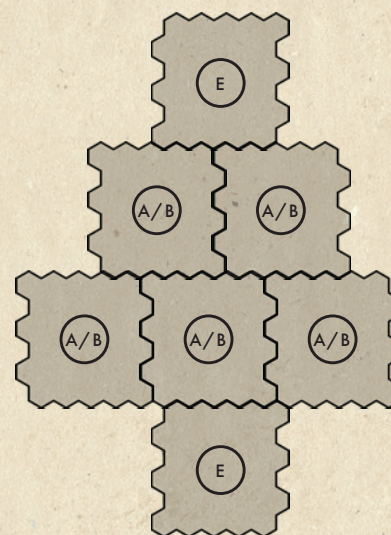
The "D" and "E" tiles are used to set up 7 and 8 player games. Set up other cities first. On the cities of the D and E tiles, place any missing color of demand, such that there are 2 cities on the map demanding each kind of good. Once these cities are exhausted of their demands, they accept no further deliveries. As long as they still have demand tiles, they will accept deliveries even if a demand tile is not taken.

AWARDS

If you choose to play with Awards, after setting up the Specialist Market (step 5), shuffle the Award tiles and deal three of them face-up near the map. Return the other tiles to the box. *See page 11 for a list of new Awards.*

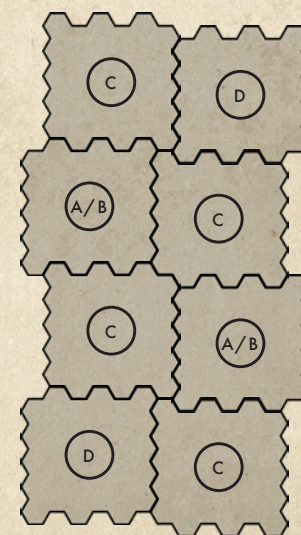
7 PLAYERS

Use five A or B boards and two E boards



8 PLAYERS

Use two A or B boards, four C boards, and 2 D boards



METROS

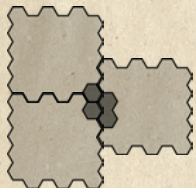
Metros add a 4-hex City to the center of the map, providing a new destination with special delivery conditions and a unique reward for successful deliveries!

SETUP

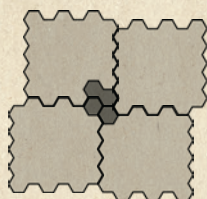
Following the steps on page 5 of the *Empyreal: Spells & Steam* rulebook, use the same setup as a standard game. **Do not use Metros in 7- or 8-player games.**

While building the map (*step 1*), choose a Metro and place it in the center of the map, as shown below. If the Metro is next to a City, move it away from the City one space at a time until that is no longer the case.

2 OR 3 PLAYERS



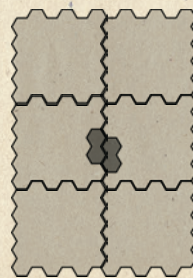
4 PLAYERS



5 PLAYERS



6 PLAYERS



Once the map is built, check the reference at right for the selected Metro's rules, and then place Goods (*step 2*) and Demand Tiles (*step 3*), Spellcars (*step 4*), and Specialists (*step 5*) accordingly.

You may need to move a Demand Tile from each City to the Metro in order to meet the Metro's Demand requirements if there are none left in the supply.

It may be advisable to play the Epic variant with Metros so that you have more opportunity see your rewards in action!

GAMEPLAY

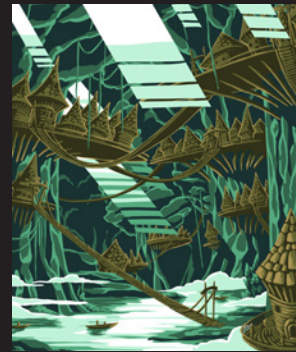
Gameplay remains largely unchanged while playing with Metros. For the purposes of abilities, Metros are considered Cities, but Cities are not considered Metros. Players may look through the Gesselheimian Spellcar, Willati Spellcar, or Argent Advisor piles at any point during the game.

DELIVER

Metros are large cities with a ton of demand, so **you may Deliver Goods of any color to any Metro (one color per delivery)**. This means you may not always claim a Demand Tile when you deliver—only take a Demand Tile if you meet the demand for the color matching the available tile(s) on the Metro.

TRANSFER

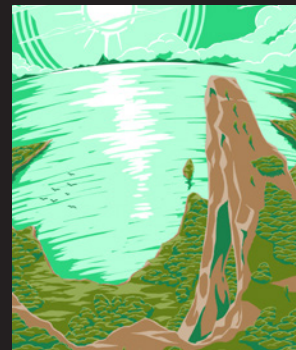
Though they are much larger, a Metro Transfer costs the same as a City Transfer. Pay 3 to Build Track on any side of a Metro.



AHEMUSEI

Place one Triple Demand Tile of each color into Ahemusei.

If you Deliver to Ahemusei and claim one of its Demand Tiles, you may Gain Mana. This is in addition to your Company Upgrade.



DRUID'S POINT

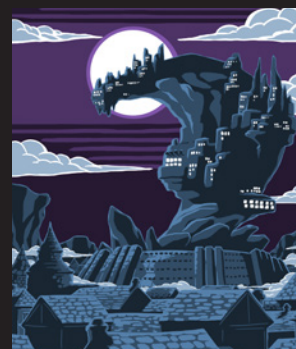
Place one Triple Demand Tile of each color into Druid's Point.

If you Deliver to Druid's Point and claim one of its Demand Tiles, you may Build Track anywhere on the map. This is in addition to your Company Upgrade.



GALSTON HOUSE

At the end of the game, each player gains 2VP for every City connected to Galston House by an unbroken chain of their Company train cars.



RUBARA

Place one Triple Demand Tile of each color into Rubara. Place the nine Gesselheimian Spellcars near the board. **Do not shuffle them in to the Market.**

If you Deliver to Rubara and claim one of its Demand Tiles, you may take any Gesselheimian Spellcar. This is in addition to your Company Upgrade.



ARGENT UNIVERSITY

Place one Quadruple Demand Tile of each color into Argent University. Place the eight Argent Advisors near the board. **Do not shuffle them in to the Market.**

If you Deliver to Argent University and claim one of its Demand Tiles, you may take any Argent Advisor and Refresh your Captain and Engineer instead of your Company Upgrade. You can only have one Advisor. (See page 11 for a list of Advisors and their abilities.)



EMPYREAL CITY

Place one Quadruple Demand Tile of each color into Empyreal City.

If you Deliver to Empyreal City and claim one of its Demand Tiles, you may Gain Specialist or Refresh Captain or Engineer. This is in addition to your Company Upgrade.



KINGSPACE

Place one Double Demand Tile of each color into Kingspace.

If you Deliver to Kingspace and claim one of its Demand Tiles, you may Gain Spellcar. This is in addition to your Company Upgrade.



WILLAT CITY

Place one Double Demand Tile of each color into Willat City. Place the nine Willati Spellcars near the board. **Do not shuffle them in to the Market.**

If you Deliver to Willat City and claim one of its Demand Tiles, you may take any Willati Spellcar of its color (or one not associated with a color) in addition to the Demand Tile. This is in addition to your Company Upgrade.

METRO SPELLCAR REFERENCE

DO NOT ADD THESE SPELLCARS TO THE SPELLCAR MARKET

GESSELHEIMIAN SPELLCARS



GESSELHEIM BUILDERS (COMMON)

Build Track on each of the terrain types shown in an order of your choosing. (These have an inherent cost of 3 ⚙️.)

WILLATI SPELLCARS



WILLAT MOVERS (COMMON)

Move one of your train cars from the terrain type shown to another hex of the same type anywhere on the map. (These have an inherent cost of 1 ⚙️.)



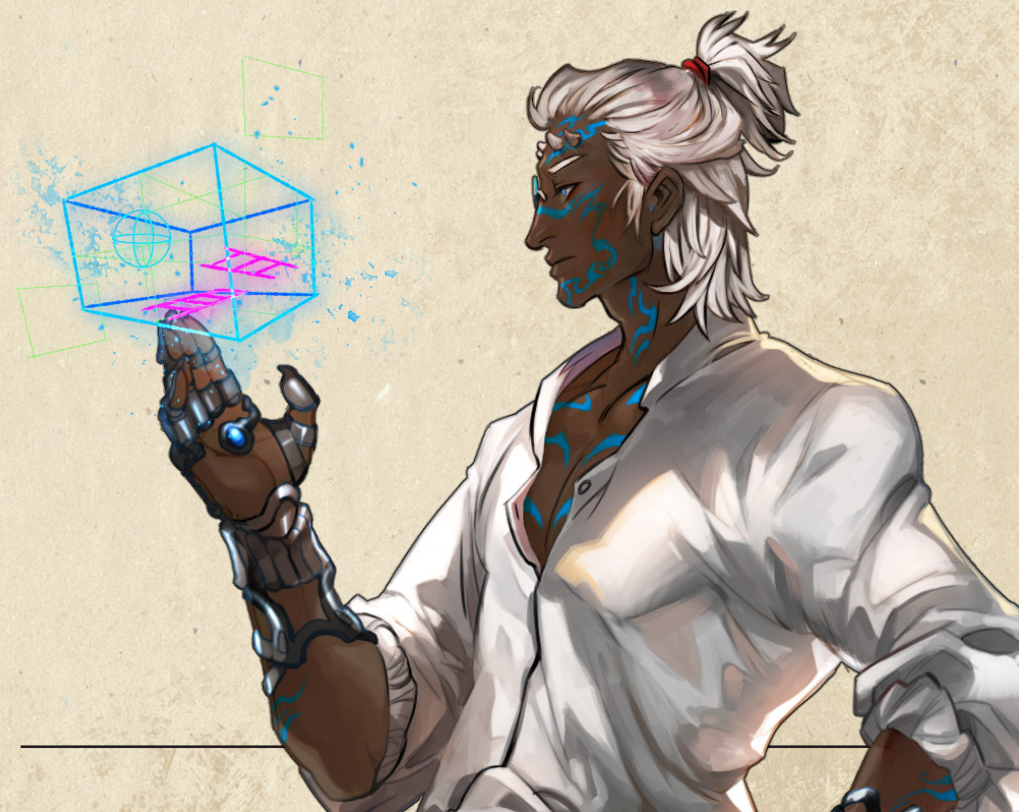
SLUDGE SLINGER (UNIQUE)

Place Wasteland, then Build Track on that Wasteland. (This has an inherent cost of 1 ⚙️.)



TRANSMOGRIFIER (UNIQUE)

Remove an opponent's train car from a Network-Adjacent hex and return it to their supply. Place one of your own train cars on that hex. (This has an additional cost of 1 ⚙️.)



SOLO MODE

SETUP

Following the steps on page 5 of the *Empyreal: Spells & Steam* rulebook, use the same setup as a standard 2-player game. Do not use awards when playing with the Automata.

Choose a Company to play against and take its five Company cards as the Automata's starting deck. The 16 generic cards are the upgrade deck.

The player will take the first turn in the game, which means the Automata will place their Headquarters first. The Automata will place two of their train cars on the map—the first on a hex matching the Home Terrain (*shown on their folio*), as close to the center of the map as possible and as close to a city as possible. The second is placed on an adjacent hex of any type except City or Wasteland.

The player places their Headquarters, and then the game begins!

GAMEPLAY

On the Automata's turn, draw a card from the Automata deck and resolve its effect(s) to the best of its ability. When there is one card left in the Automata deck, it gains a card from the upgrade deck. Shuffle this card and all discarded cards into the Automata deck, then resume play (*drawing and resolving a card if it was the Automata's turn*).

If there is ever ambiguity for the Automata, you decide what action it takes.

PLAYER SPECIALISTS

If you draw a Specialist that deals with Awards or copies abilities from another player, discard and replace it. Do not copy an Automata card.

AUTOMATA ACTIONS

BUILD TRACK

When resolving Build Track effects, the Automata goes through the following list of priorities:

1. Build towards the nearest City not yet connect to their Network, if possible.
2. If it can't build towards a City not in its network, it will build on a legal hex that contains a Good. If it can't build on any hexes that contain a Good, it will build towards the nearest Good. In either case, when given multiple options it will prioritize options further away from the player's network.
3. If it can't possibly Build Track with its drawn card, then it does not build. It will still resolve any other effects on the card. (*This may happen several times in your play. It's normal!*)

TRANSFER

The Automata will never Transfer unless its card specifically allows it to. When it can Transfer, it still follows the above Build Track priorities.

DELIVERY

The Automata will always **Deliver** the largest number of Goods possible when a Delivery card is drawn. It takes and scores the Goods and Demand Tiles, just like a player. If there are different colors tied for largest possible delivery, use the priority listed on its Delivery card, from left to right.

MOVE GOODS

When moving Goods, the Automata will first try to move Goods that are in the player's Network, but not in its own, into a hex in which it is the sole occupant. If it cannot, it will move a Good from a hex it shares with the player into a hex in which it is the sole occupant. (*For both of these, it will prioritize Goods that the player has the most opportunity to Deliver.*)

If it can't make either of these moves, it will move a good that is:

1. Of a color matching a City to which it's connected, and
2. Closest to the player's Network.

PLACE WASTELAND

The Automata must always Place Wasteland in a Network-Adjacent hex. It will never place a Wasteland on a hex with one of its own trains or in a direction that will impede its progress towards the nearest unconnected City.

With those two things in mind, the Automata will first try to Place Wasteland on a hex in the player's Network that contains a Good. If it cannot, it will place it in a hex that contains a Good closest to the player's Network. (*Remember, if there is ambiguity, you decide between the possible choices!*)

AUTOMATA CARD REFERENCE

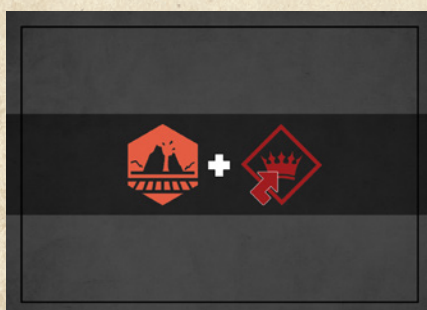
Automata cards use the same iconography you'll find in the rest of Empyreal. Here are a few special cases to look out for:



DELIVERY

Resolve the effect shown, then Deliver.

Always attempt to Deliver the largest number of Goods. If there is a tie, refer to the priority listed on the bottom of the card. Deliver the leftmost Good of those that are tied.



EXHAUST CAPTAIN

Build Track on the terrain type shown, then Exhaust a player's Captain, turning it face down.

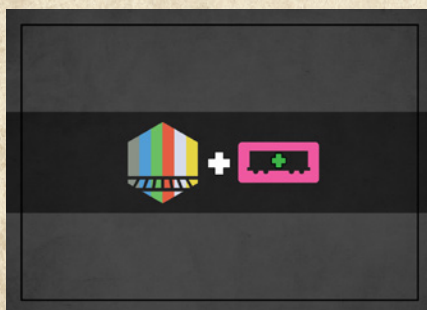
In a free-for-all game, Exhaust each player's Captain. In a co-op game, Exhaust only the Captain of the player directly to the Automata's left.



EXHAUST MANA

Resolve the effect shown, then Exhaust one of the player's mana, moving it off the folio.

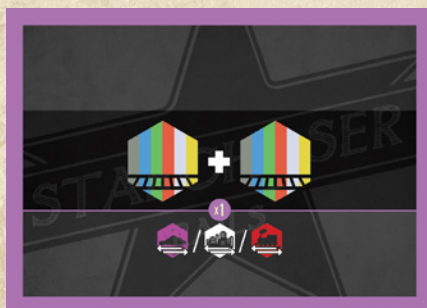
In a free-for-all game, Exhaust mana from each player. In a co-op game, Exhaust mana only from the player directly to the Automata's left.



GAIN UPGRADE

Build Track on any terrain (*except Wasteland*) and gain a card from the upgrade deck. Shuffle that card into the Automata deck. Do not Shuffle in the discarded cards yet.

If there are no cards left in the upgrade deck, ignore the Gain Upgrade icon.



TRANSFER

Build Track on each of the terrain types shown. Perform one Wasteland, City, or Competitor Transfer for one of these builds.

MULTIPLAYER AND CO-OP

You can use the Automata to add a player to any multiplayer free-for-all game or fill a space in a team game—as a teammate or opponent. You can also team up with a friend to face off against a team of Automata!

Follow these same rules using the appropriate map size, but give a token to the last human player in turn order. (*You may use a train of a color not in play for this purpose*). If an ambiguous situation comes up, the player with the token makes the decision, then they pass this token counter-clockwise. The player that receives the token will resolve the next ambiguous situation.

In team games, do not ignore Specialists and Spellcars that copy other players, and do not award the bonus 5VP for each Good at the end.

ADJUSTING DIFFICULTY

Think you can take on the most cutthroat business competition? Give the Automata a starting advantage, or try a more challenging Company!

HARD MODE

The Automata gets to place **three** train cars during setup instead of two.

EXPERT MODE

The Automata gets to place **four** train cars during setup instead of two.

AUTOMATA DIFFICULTY RATING (*Easiest to Hardest*)

1. Kerigan Transcontinental
2. Golden Sands Company
3. Afterworld Express
4. King's Line
5. Gesselheim Imperial
6. Caterpillar Conveyance Consortium
7. Underlands Dispatch
8. Starchaser Rails



SPECIALIST REFERENCE

CAPTAINS AND THEIR COMPANY SPELLCARS



TELTHURIAS

Pay 1 to Place Wasteland onto an unoccupied edge space anywhere on the map, then Build Track in it.



Move one of your train cars to an adjacent hex. (This has an inherent cost of 1 .)



RAITH DULARIS

Up to three Wasteland Transfers, City Transfers, or Competitor Transfers are free this turn.



Swap an In-Network Good with a Good in a hex adjacent to it.

ALTERNATE CAPTAINS



NEUROMILLE ALCIENT

Choose a Network-Adjacent hex. Treat that hex as if In-Network for this turn. (Hexes adjacent to it are considered Network-Adjacent.)



KIRLAND TOK KALL

Pay 1 to move one of your train cars from a Wasteland to another Wasteland anywhere on the map or Build Track on Wasteland.

SPECIALIST REFERENCE

ALTERNATE CAPTAINS (BASE GAME)



DREXL

Swap the position of one of your train cars with a competitor train car in an adjacent hex.



KOUL ZENANEN

Place up to two In-Network Goods next to your folio, reserving them for a future delivery. (You can hold a maximum of four reserved Goods at a time.)



LIRIS ALDEZHI

Pay 2 to Build Track on Forest two hexes away from your Network. This hex cannot be Network-Adjacent.



MARS KERIGAN

Pay 2 to Activate Spellcars a second time after you Move. (You must pay all Activation and inherent costs.)



MILLICENT GUTHE

Place a Demand Tile from a Network-Adjacent City or Metro next to your folio, reserving it for a future delivery. You can claim this tile for one fewer Good than normally required. (You can hold only one reserved Demand Tile at a time.)



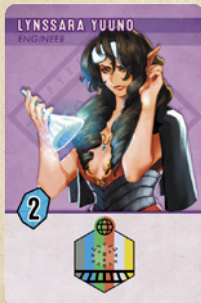
VERIKALCIDES

Gain Mana or Gain Spellcar.

SPECIALIST REFERENCE

ADD THESE NINE COMMON SPECIALISTS TO THE SPECIALIST MARKET

ENGINEERS



LYNSSARA YUUNO

Pay 2 to Build Track on any terrain (*except Wasteland*) anywhere on the map that does not have a Good on it.



MEGANA DADEVAN

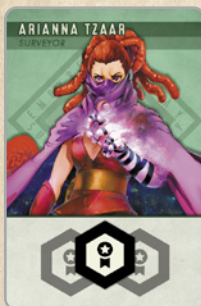
Pay 2 to choose a Network-Adjacent Hex. Treat one hex adjacent to it as In-Network for this turn. (*Hexes adjacent to it are considered Network-Adjacent.*)



NILARA TORN

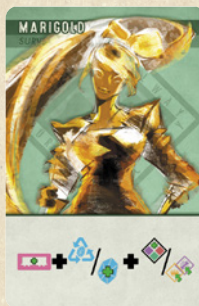
Pay 2 to copy the effect of an opponent's face-up Captain. You do not have to pay any costs to Activate that Captain. That Captain is not Exhausted by the action.

SURVEYORS



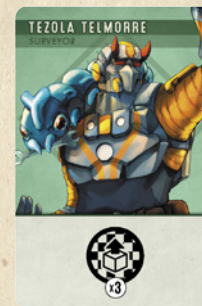
ARIANNA TZAAR

Draw three Awards from the supply. You may choose one and put it into play. (*Return the other two to the supply.*) The chosen Award is scored the same as the two drawn at the beginning of the game. If Awards are not in play, return Arianna to the supply and draw a new Surveyor.



MARIGOLD

Gain Spellcar. Refresh Mana or Gain Mana. Gain Specialist or Refresh Specialists.



TEZOLA TELMORRE

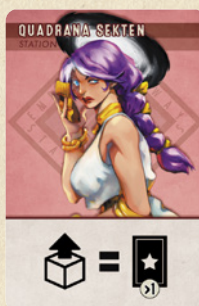
When it is your turn to make a final delivery at the end of the game, deliver three types of Goods instead of one. You are eligible for a Demand Tile for each of these deliveries.

STATION MASTERS



IAIN BERGHAM

Each time an opponent Builds Track on a hex where you have a train car, Reclaim 2.



QUADRANA SEKTEN

Whenever you Deliver, if you can Deliver enough Goods to fulfill more than one demand, you may claim more than one Demand Tile.



WILHELM BARTS

When you Administrate, Gain a Spellcar.

SPELLCAR REFERENCE

ADD THESE SIX COMMON SPELLCARS TO THE SPELLCAR MARKET



BUILD AND ADD A GOOD

Build Track on the terrain type shown. Place a Good that matches that terrain from the supply onto that hex. (*These have an inherent cost of 1.*)

SPECIALIST REFERENCE

DO NOT ADD THESE SPECIALISTS TO THE SPECIALIST MARKET

ADVISORS



EXHUFERN LE MARIGRAS

Place Advisor at Start. When you Move and Activate, choose either the Advisor or Conductor to complete this action. If both are in the same space, activation and inherent cost of Spellcars in that space is zero.

Place Advisor at Start. You may move either your Advisor or Conductor on your turn. If both are in the same space, activation and printed cost of Spellcars in that space is zero.



LUNA VAN KASSEL

Place Advisor on a City. If anyone (including you) Delivers to that City, Gain Mana or Refresh 3 mana. You may move your Advisor when you reach the End of Line.

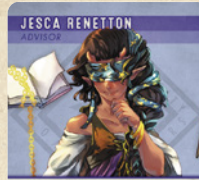
Place Advisor on a City. If anyone (including you) Delivers to that City, Gain Mana or Refresh 3 mana. You may move your Advisor when you reach the End of Line.



RIFLAM LENSHEAR

Place Advisor on any Spellcar. Activation and printed costs of that Spellcar are zero. You may move your Advisor to another Spellcar when you reach the End of the Line.

Place Advisor on any Spellcar. Activation and printed costs of that Spellcar are zero. You may move your Advisor to another Spellcar when you reach the End of the Line.



JESCA RENETTON

Place Advisor in any hex with a Good. You may Deliver this Good even if it is not In-Network. If you do, also Deliver an additional Good of the same type from the supply. You may move your Advisor when you reach the End of Line.

Place Advisor in any hex with a Good. You may Deliver this Good even if it is not In-Network. If you do, also Deliver an additional Good of the same type from the supply. You may move your Advisor when you reach the End of Line.



MONAD RIVERIME

Place Advisor on an opponent's Spellcar and immediately Activate it for free. If you Move to the End of the Line, before delivering you may move your Advisor to a new Spellcar and immediately Activate it for free.

Place Advisor on an opponent's Spellcar and immediately Activate it for free. If you Move to the End of the Line, before delivering you may move your Advisor to a new Spellcar and immediately Activate it for free.



RIKHI KANHAMME

Place Advisor in any hex. When opponents Deliver from a hex that your Advisor is on or adjacent to, Reclaim 2 mana for each Good delivered from those hexes. You may move your Advisor when you reach the End of Line.

Place Advisor in any hex. When opponents Deliver from a hex that your Advisor is on or adjacent to, Reclaim 2 mana for each Good delivered. You may move your Advisor when you reach the End of Line.



LAVANINA

Place Advisor in any hex. If any opponent builds track in or adjacent to that hex, Refresh 1 mana for each track built. You may move your Advisor when you reach the End of Line.

Place Advisor in any hex. If any opponent builds track in or adjacent to that hex, Refresh 1 mana for each track built. You may move your Advisor when you reach the End of Line.



NOSTROS CALAHAAN

Place Advisor on an opponent's Station Master to gain that ability. You may move your Advisor to a different Station Master when you reach the End of the Line.

Place Advisor on an opponent's Station Master to gain that ability. You may move your Advisor to a different Station Master when you reach the End of the Line.

AWARDS



EVERYWHERE

Most train cars on the terrain board with the fewest of your train cars (If any board has 0 of your trains, your number for this award is 0.)



EXPLORER

Fewest train cars on your Home Terrain type



FRONTIER FORGER

Most train cars on spaces containing no competitor cars



LOOKING FORWARD

Most train cars adjacent to Cities that still have at least one Demand Tile



MINIMALIST

Fewest train cars on the map



MONOPOLY

Most Goods of a single type delivered



PREFERRED SUPPLIER

Most train cars adjacent to Cities that no longer have any Demand Tiles



SPECIALIST

Most train cars on your Home Terrain type

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FAQS

If I use Telemyr to steal Koul, Millicent, or Lynssara, do I also steal any reserved Goods/Demand Tiles they had?

No, those remain with the original owner of the Specialist, and the original owner may still use them (though they no longer get the discount from Millicent).

If I reserve a Demand Tile from a Metro, do I still get the Metro bonus when I fulfill that demand?

Yes. If reserving a Metro Demand Tile from a Metro with a delivery bonus, place a mana from supply on the reserved Demand tile as a reminder to gain the Metro bonus when it's fulfilled.

ICON REFERENCE

