



Courage is Magic

A Roleplaying Game of Spells, Danger, and
Friendship



Edition 1.18 –

Lights in the Dark



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What's New in This Version?

- **New Class: Spirit of Embers** – Dragons scorch the lands of Equestria, claiming dominance in a baptism of fire that will soak the lands.
- **New Class: Spirit of Shadows** – Darkness falls, and in it lurks these ponies that leave even the stoutest foes quivering in fear.
- **New Advanced Class: Royal Guard** – Join the soldiers that look over the Princesses! Honesty ponies can now take up the emblematic armor of the royal guard in the name of their allies.
- **New Race: Earth Dragons** – These scaled beasts roam the land, building up hoards of treasure to satiate their greed. Will they be a strong new ally, or a dangerous foe to contend with?
- **More Weapons** – By far one of the most popular additions to Courage is magic, enjoy eight new arms to bring into battle, complete with powers that will devastate all in your way.
- **More Merits** – 31 merits await players looking to expand their options with characters. Discover new ways to use your trained skills, or abilities that will help you reach new heights.
- **Balance** – Based on feedback and play testing, many of the powers, racials and merits have been retooled to encourage better gameplay and a more diverse party choice.
- **New Character Sheets** – Thanks to **Trollestia**, we have a new character sheet that takes into account proper numbers, new sections and is better aligned to the system.
- **DMing Section Preview** – At the end of the book before the new character sheets, you can take a look at what the DMing guide will be looking like. Courage is Magic will have a complete campaign, a crafting system and monsters attached to it to be picked up and ready to play.
- **A Team of Designers** – This will be my last edition I release by myself. I have gathered together a group of brilliant minds just as enthusiastic about the system as I am, and we'll be pushing new boundaries while refining what we have at a much faster pace!

What's Next?

- **Spirit of Archeology** – A striker class that picks different artifacts they've gathered through their adventures to give off degrading auras on foes while beating the snot out of them with dirty fighting moves and a kickin' whip. (For real this time!)



Chapter 1: Rules



Equestria is a gorgeous land filled with brave ponies, dangerous beasts and endless possibilities.

But to explore that space requires proper knowledge of the rules.

The following chapter is dedicated to explaining:

- **What** rules are different from a standard game of DnD 4.0
- **How** the new Stat point system works
- **How** the level system works, what advanced classes are.
- **What** a new player needs to create their character.

Stat System

Courage is Magic makes full use of the standard 4.0 DnD system's combat system. Everything that can be done in that game can comfortably translate to a campaign of CiM. Though there are significant differences.

A **New Stat System** has been introduced into Courage is Magic that replaces the DnD one for the sake of streamlining gameplay and allowing new players easier access to the rules.

Instead of six stats there are now four.

- **Strength** remains the same, and is associated with physical melee damage, lifting heavy loads and powering through foes.
- Constitution and Dexterity are now **Integrity**. This stat determines how much health the player has, how agile they are, the amount of damage they deal with ranged weapons and how hard they are to hit.
- Intelligence is now **Knowledge**, and is associated with the player's ability to decipher riddles, puzzle out problems and understand the infinite mysteries of magic.
- Wisdom and Charisma are now **Friendship**. This stat determines how gregarious the player is, their ability to communicate well with others and understand their natural surroundings.



Stats have been simplified too.

- **Instead** of using the 1-18 system that DnD uses, Courage is Magic uses a 1-6 system **for stats**.
- **Stat modifiers** have been removed, instead replaced by the actual stats themselves.

Example: In DnD, when you hit someone with a sword, you would add your stat modifier damage. So a 12 strength would be +1 modifier: thus +1 damage.

In CiM, if you hit someone with a sword, you simply add the strength score itself to the damage. So 1 Strength is +1 damage. 4 Strength is +4 damage, and so on.

The level bonus system has changed too

- **Instead** of dividing your level by half and rounding down for your level bonus to AC, Damage, Attack and Skills, it is now **Equal** to your level
- **For Example**, if you are level 3, you gain +3 to AC, your damage rolls, your attack rolls, and your skills.



Leveling System

A **New Leveling System** has been created for Courage is Magic that replaces the 1-30 range that DnD uses.

Players now have a leveling range of 1-10.

- **Levels 1-3** are considered equal to 1-10 in DnD terms, where characters are discovering their world, and players are learning the game.
- **Levels 4-7** are considered equal to 11-20 in DnD terms, and players will find their characters significantly more powerful. Magic items become more plentiful, and the leveling slows down.
- **Levels 8-10** are equal to 21-30 in DnD terms, and at this point characters are equal in power to essential main characters of the show. Their decisions shape the world around them, and they unlock new abilities that crush the competition.



Players enjoy the following benefits when leveling up.

- A **health point** boost based on the player's class.
- A **merit point** every level that they can spend as they wish.
- A **Level Bonus** to AC, damage, attacks and skills.
- A **New Ability** every level.
- A **Stat Bonus** every even numbered level.

At level 8 players pick an advanced class.

- All advanced classes are **dependent** on what Spirit your character is. They are listed directly after each Spirit's section.
- Advanced classes **stack** with the benefits that come with the base class. So when you reach level 8, 9, and 10, you gain the abilities of both your base Spirit and advanced class.
- At level 8, players may also start spending the merits they gain on **Advanced Merits (not implemented)**.



Health System

Courage is Magic utilizes a more dynamic health system that balances risk with reward, letting players feel not only powerful but also where they have to consider the ramifications of their actions.

A player's Health is divided into two portions:

Stamina and **Life**



How Stamina Works

- **Stamina** is an incredibly important resource for a player. It represents the integrity of their armor in deflecting blows and energy for leaping out of the way of danger.
- This pool of health **does** come back during combat naturally on its own. It is added up until the maximum amount is reached at the beginning of a player's turn.
- Stamina works as a **shield** that takes damage first. When a player is hit for damage, all of it is drained from stamina first.

Calculating Stamina

- Stamina is based on which **primary stat** your class uses. Every level you gain this maximum amount to your Stamina pool.
- Don't forget to add in the stamina bonus from **armor!** (Equipment Chapter)
- **For Example:** Strength based classes receive 10 stamina a level. At level 3 you would have 30 stamina (3 levels x 10 stamina per level = 30).

Primary Stat	Gained/level
Strength	10
Integrity	8
Knowledge	7
Friendship	7

How Life Works

- **Life** is the most important stat for a player. It represents the amount of stress and damage the body can take before giving out.
- This pool of health **does not** come back during combat naturally on its own. Players must use abilities or spend healing surges.
- Once a player runs out of health, they are not only knocked out of the fight until resuscitated by an ally, but also suffer a **permanent** disability, such as a wing torn off or an eye cut out (Not Implemented).

Calculating Life

- Life is based on your **Knowledge** plus **Integrity**, multiplied by your **level**.
- **For example:** If you were level 3, with 5 integrity and 4 knowledge, you would have 27 life. (5 integrity + 4 knowledge = 9 total for stats. 9 x 3 level = 27).

Regaining Stamina

- Players can regain Stamina up to their maximum amount without having to do anything.
- You regain Stamina **equal** to your level every turn.
- **For example:** If you have 20 stamina, you regain 5 stamina a turn passively (1/4 of 20 = 5.) Round up if you have a decimal (so a 5.2 becomes 6 stamina).
- Stamina is added back into a player's total at the beginning of their turn **AFTER** they suffer damage from effects that require a save at the beginning of their turn.

New Rules

Courage is Magic continues to be an evolving, exciting system that develops new rules based on player feedback. These rules supersede DnD rules where they apply.



New Rule: How Second Wind Works

- **Second Wind** is the player's ability to heal some of their **Life Points** while in combat.
- **Originally** Second Wind returned a quarter of the player's total **Life Points**, but could only be used once an encounter and took a player's entire turn.
- **Now** Second Wind returns half of a player's **Life Points**, and only uses a player's move action. You may still only use it once per encounter.

New Rule: Glancing

- **Glancing** is when a player performs an attack; they get the glancing effect whether they do hit or do not.
- **Originally** when a player used an ability and did not succeed in striking a target, it was totally lost and the entire action was for nothing.
- **Now** a significant number of abilities in the game contain a Glancing portion. These are **added** in to the ability's primary effect, but are still activated **even if you miss**.
- **For Example:** If an ability says deal 1[w] damage, and the enemy falls down. Glancing: you gain +2 ac. You gain +2 ac whether or not you hit. This is automatic and cannot be lost.

New Rule: How Critical Strikes Work

- **Critical Strikes** are when a player breaks through the defenses of an enemy for an incredibly precise, crushing strike.
- **Originally** critical strikes merely doubled the amount of damage a player did.
- **Now** when a player Critical Strikes (By rolling a 20 on a d20 when attacking), they no longer deal double-damage. **Instead**, the player bypasses an enemy's Stamina entirely to attack their Life points directly.



Creating a New Character

Character Creation in *Courage is Magic* can be a bit daunting for the new player. But follow this handy guide and you'll have a pony ready to explore in no time at all!

Print off a copy of the Character Sheet from the last pages of this booklet

- **Consider** which race you would like to be. Equestria is full of diverse life, so modify characters as you wish to reach one that suits you.
- **Look** at the classes (Spirits), and read the introductions. They describe what a character will be good at, whether it's saving allies, bringing pain to enemies, or controlling combat situations.
- **Ask** your DM for help! They are the ultimate arbitrator of rules and the world. What they say goes, and that means overriding anything that is not liked or clear in this guide. These types of callings are affectionately known as "House Rules" in tabletop gaming circles, and they are a time-honored tradition.



Generate your character

- **Place** the appropriate stats where you need them. Each class has a primary stat that all abilities run off, such as Friendship for Laughter. It is important that you make this stat your highest, and continue to increase it as you level up.
- **The stat spread is 4,3,2,2.** This means that at character creation one of your stats will be 4, one will be 3, and two will be 2. Consider which skills you'd like to be better in to better decide on your spread.
- **Get your bonus and penalty stats, and racial abilities from your race.** Besides roleplaying a certain race, you also get cool perks based on which one you choose that will help you in your adventures.
- **Get your Health (Life Points and Stamina Points) from your class' first page or the last page.** Follow the simple calculation, and check out the rule section to understand how the new Health System works.
- **Pick up your Weapons and Armor.** These add impressive powers, damage and strength to your characters! Without taking on a weapon, you're essentially missing out on what will help you succeed at your class.
- **Familiarize yourself with your abilities.** Getting into combat without knowing what your character is capable of not only makes your turn longer, but also puts you at a severe tactical disadvantage. It is strongly recommended you read up how the system works in the *Dungeons and Dragons 4.0* handbook.



Chapter 2: Races



Earth Pony

Strong, reliable ponies that are in tune with the world and try to keep their hooves on the ground

Racial Traits

Ability Scores: +1 Strength, +1 Integrity

Size: Medium

Speed: 6 Squares

Vision: Normal

Skill Bonuses: +4 Athletics, +2 Endurance, +2 Nature

Chords of Muscle: +5 racial bonus to all rolls for lifting, pushing, sliding, or pulling.

Country Folk: Earth Ponies know what it means to be out there in the wilderness without the benefit of magic or flight, starting a town or exploring the frontier.

Add to your Stamina regeneration half of your Endurance skill (Round down). This stacks with other abilities or items that add to Stamina regeneration.

Firmly Planted: When there is a force that would move you about – a push, slide or pull – you can choose to move 1 square less than the effect's total dictates. If you were to only move 1 square, you can choose not to move at all.

In addition, when an attack would knock you prone, you may immediately make a saving throw to avoid falling prone.



The original work horses of Equestria, Earth Ponies proudly make their way in life without the benefit of magic or flight. This doesn't leave them any less capable than the other races, however. Instead, it has let them develop a close connection with the land, along with the benefit of hardiness that comes from working the earth.

A proud and industrious race that is more than willing to trade their crops or crafts to the other races. It is said that where an Earth Pony strikes dirt, a town is sure to follow.

Play an earth pony if you want...

- To be strong, reliable and a leader
- To advance the culture of Equestria
- To easily tackle all challenges
- To be a part of a proud tradition of ponies that work with what they have to make the most of life

Pegasus

Dexterous, quick ponies that take delight in the thrills adventure has to offer

Racial Traits

Ability Scores: +1 Integrity, +1 Friendship

Size: Medium

Speed: 5 Squares (Ground), 6 Squares (Flight)

Vision: Normal

Skill Bonuses: +2 Athletics, +4 Acrobatics, +2 Perception

Need for Speed: +4 racial bonus to initiative rolls.

Air Superiority: When in flight, a pegasus has a 2x multiplier on their critical strike range. (So if you would critical strike on a 20, now it is 19-20)

This stacks with items or class skills that increase crit multipliers ranges.

Weather Mare: Holding dominion over the skies, pegassi are capable of physically manipulating the weather. They can walk upon clouds, cause them to thunderstorm and even churn wind up into funnels.

The Nature skill may be used to plan out weather patterns, with DCs set by the DM for what the intended use is for.



Though other races may look at pegasi as aloof or too engaged in seeking thrills to be reliable, they have a tremendous track record on coming to the aid of the other races in times of need. Without any expectation of self-gain, a pegasus would gladly lay down their life to help their friends.

Being a creature of the sky leaves the pegasus in the unique position of influencing the weather. This is done through communicating with the clouds, or working in their massive factories dedicated to keeping Equestria's eco-system strong.

Play a pegasus if you want...

- To be fast, and unhindered by gravity
- To prove that you are made of the right stuff
- To blow the competition away
- To be a part of protecting Equestria selflessly in between finding adventure through influencing the weather and making friends

Unicorn

Intelligent, magical ponies that push the boundaries of magical knowledge while spreading friendship

Racial Traits

Ability Scores: +1 Knowledge, +1 Friendship

Size: Medium

Speed: 5 Squares

Vision: Normal

Skill Bonuses: +4 Arcana, +2 History, +2 Insight

Focused Student: For every time you level, you gain an extra +1 skill point to a skill of your choice.

Magic Kindergarten: You have received basic training in the principles and use of magic. As such you may use telekinesis out of combat at will, regardless of your chosen Spirit.

Letters for the Princess: All unicorn students are expected to keep proper notes on what they learn from their friends every so often for delivering to the Alicorn princesses.

Each time one of your allies successfully damages an enemy, you receive a stacking +1 damage to your next attack that hits an enemy, then resets.

From the Heart: The first action point you spend a battle gives you a whole new round directly after your current one. You may not spend an action point during this action round.

Out of all the races that reside in Equestria, the unicorn is unique in their ability to manipulate the energy in their souls for casting spells. It is said the bigger the heart of the unicorn, the more powerful the magic they can bring to bear in the defense of their friends.

Unicorns are sometimes seen as haughty because of their powerful abilities, but this is hardly the truth. Their magic brings a certain amount of discipline to their life that is needed to be carefully watched over. It is rumored that in times of a unicorn without proper control of their emotions can affect reality around them without realizing it.

Play a unicorn if you want...

- To bring your intelligence to bear on a problem
- To use your mind to overcome matter
- To wield magic with sheer will alone
- To be a part of Equestria's elite dedicated to furthering the country's wealth of knowledge for the betterment of all pony kind



Foal

Never to be dismissed, Colts and Fillies are the future of Equestria, raring to go forth and adventure.

Racial Traits

Ability Scores: +1 Friendship, +1 Integrity

Size: Small

Speed: 6 Squares (Ground), 4 Squares (Flight)

Vision: Normal

Skill Bonuses: +2 Acrobatics, +4 Stealth, +2 Thievery

Luck of the Draw: You choose earth, pegasus or unicorn at character creation for your type of foal. This affects what type of classes and movement you have. For example: A pegasus foal may fly and pick the Loyalty class.

Talent Show: Foals chase after new opportunities with enthuse, but care little for studying and training. You do not train skills at character creation. Instead, after any six hour rest, you pick two skills, and they receive a +5 bonus until you rest once more. (At level 5 this becomes 3 skills).

Cutie Mark Crusading: Once per battle, a foal may spend an action point to boost an attack rather than receiving an extra standard action.

A boosted attack is guaranteed to hit, and rolling a critical strike doubles its damage.

Sugar Rush: Ever seen a filly drink a Slurpee? Once per day, you may double your movement speed for one round. If you run during this round, you may move in any pattern you desire instead of a straight line.

Time to Grow Up: At level 5 or every time you level after, you may choose to grow up. You grow into your full race, losing all your Foal traits, and gaining 4 skill trainings. You may choose a new Spirit or maintain the current one you have.



Foals hold an important place in pony society because so much relies upon them. There is a heavy emphasis put on letting them experience the world and all its wonders in pursuit of their cutie marks, and ultimately their purpose in life. To this end, it is not uncommon to come across adventurous colts and fillies more than willing to take on all challenges life can throw at them without batting an eye.

Play a foal if you want...

- To be the quickest in the party
- To be flexible in what you pursue
- To be just like your idol
- To be a young filly or colt that wants to strike out into the world today for the betterment of all pony kind, rather than tomorrow

Zebra

Misunderstood but benevolent, zebras work to better the world through their encyclopedic knowledge of nature.



Racial Traits

Ability Scores: +1 Knowledge, +1 Integrity

Size: Medium

Speed: 5 Squares

Vision: Normal

Skill Bonuses: +2 Arcana, +2 Heal, +4 Nature

Vagabond Spirit: A lifetime of being chased out of towns by suspicious residents has made traveling with your home upon your back a necessity.

You may make thievery checks on objects equal up to your size without a penalty. This includes hiding objects on your person. (This does not work with living beings).

Rhythm and Stripes: Zebras are difficult to pin down visually. When an enemy critically misses you (rolls a 1), you may choose a new target for their ability within 5 squares.

The new target may be a friend or enemy, and successfully auto-hits. All effects and damage are carried out normally.

Natural Remedies: Allies within five squares of you may add half your level (round up) to their saving throw rolls against negative ongoing effects. This does not stack or work on your own saving throws.

Hailing from jungle depths outside of Equestria, these striped cousins to the smaller equines emerge to offer their skills to a more civilized people. Their close dealings with spirits and creatures of the forest give them an almost encyclopedic knowledge on wildlife, herbal cures and strange potions.

Zebras are equines in a rare position of being seen as ponies by the rest of Equestria without being accepted by those that makeup the populace. They are generally seen in small numbers, and outside the restrictive confines of a city. Their penchant for rhyming is near legendary amongst pony aristocracy.

Play a zebra if you want...

- To be mysterious at first brush
- To be in tune with nature and its benefits
- To be able to bring unique knowledge to the group
- To be a zebra that brings an outsider's view of the world to a party in a refreshing manner

Griffon

Aggressive, intimidating predators that will go to any length to protect those they feel are their friends.

Racial Traits

Ability Scores: +1 Strength, +1 Integrity

Size: Medium

Speed: 5 Squares (Ground), 5 Squares (Flight)

Vision: Normal

Skill Bonuses: +2 Athletics, +4 Intimidate, +2 Streetwise

Territorial: Each time an ally is damaged within 5 squares, a griffon's critical strike chance is increased by +1. Upon a successful critical strike this bonus resets to 0.

Lionhearted: When you take ongoing damage from an effect that requires a saving throw, ignore half that damage (Round down).

Volatile Temper: When you take Life Point damage, you may make a free strike on an enemy within melee distance, using your weapon's ability power or basic attack, as you desire. (You are only allowed one free strike a turn.)



One would think that griffons would find it difficult being in a pony dominated world, where they have little influence on the Equestrian society. But the reality is the exact opposite, for these predators love a challenge. In the eyes of a griffon, proving one's dominance is far more important than maintaining a governmental position.

These beautiful, deadly creatures strive to be the best at whatever they put their talons to. They have little use for magic. Instead of relying on little tricks, a griffon often says, it should come down to strength and endurance.

Play a griffon if you want...

- To be an intimidating protector of your friends
- To prove you are the best around, on earth or in the sky
- To be a predator amongst herbivores
- To be a griffon that uses every opportunity to better yourself for the benefit of all around who rely on you

Changeling

Sly, monstrous foes of Order and Good, living in the moment, while preparing for the future of their race.



Racial Traits

Ability Scores: +1 to One Stat of Choice

Size: Medium

Speed: 5 Squares (Ground), 5 Squares (Flight)

Vision: Low-Light

Skill Bonuses: +2 Arcana, +2 Bluff, +2 Diplomacy

Monstrous Amalgamation: Changelings may use magic and fly, as long as they have the appropriate body parts associated with these abilities manifested. (IE: A changeling in disguise without a horn cannot use magic)

Amore Parasite: Changelings do not sleep, and cannot renew dailies, healing surges or wakefulness by resting. Instead, they must absorb love from a willing subject once per 24 hours (using magical compulsion or other means).

This drains the victim, leaving them with a stacking -2 penalty to all stats until they sleep. (Stats cannot go below 1).

Face Mare: A changeling can shift forms at will. This is a standard action.

While in disguise, characters may roll arcane to detect the illusion magic around a changeling. If they see a changeling acting differently than what they are trying to be, they may roll perception. For both, the changeling rolls bluff against.

Feeding with Amore Parasite

Since changelings cannot rest like a normal creature, they must always be on the search for a new source of love to drain. Even those who willingly give up their emotions to these insects find their strength slipping, skin growing pale and eyes appearing sullen. Happiness becomes a fleeting emotion for them and their dreams become tormented.

To feed, a changeling typically needs one hour of free time to stalk, entrap and consume love in privacy. The DM is welcome to decide how exactly this works, whether scenes are played out or if it's just a roll once per day.

Here is a suggested roll. The player first rolls streetwise to look for their quarry. Then a bluff to determine how well their hunt went. Feel free to include bonuses or penalties based on how the rolls went – or even guards descending on the monster if things go too poorly.

Unlike the less prolific unicorns, that manifest their power through strength from within, the alien-like race of changelings prey on the emotions of other species for this purpose.

This is done all in the name of their Queen Chrysalis, whom they regard with a fervor even the most zealous of ponies find frightening. Perhaps it is also engrained in their very nature, for without powerful love to feed off of, they would just wither away.

Play a changeling if you want...

- To be the sly face of the group you've infiltrated
- To use clever words and tactics to stay hidden
- To help prepare the way for your Queen's coming
- To be one of many changelings working in secret for the betterment of your kind, at the expense of all of Equestria

Crystal Pony

Immortal, influential ponies that adhere faithfully to their laws and past, while leading into the future.

Racial Traits

Ability Scores: +1 Knowledge, +1 Friendship

Size: Medium

Speed: 5 Squares (Ground), 5 Squares (Flight)

Vision: Normal

Skill Bonuses: +2 Arcana, +4 History, +2 Diplomacy

Eternal Empire: You choose earth, pegasus, or unicorn at character creation for your type of Crystal Pony. This affects what type of classes and movement you have. For example: A pegasus Crystal Pony may fly and pick the loyalty class.

Arcane Absorption: When an enemy critical strikes an ally within 10 squares, you may spend an action point as a free action. This negates the critical strike, turning the attack into a normal strike.

In addition, you gain a bonus to hit with your attacks equal to your level until the end of combat.

Crystalline Heart: When you are defeated, rather than suffering a permanent wound, you may fully crystalize. You are completely frozen in place for 1 hour per level you possess as you regenerate to full life. In addition, you are immortal, and do not age accordingly.



The Crystal Empire is an enigmatic land, with a people that have been subjugated by evil for millennia. Now, free to follow their hearts' desires, the world has suddenly opened up to them.

It is said that the beautiful crystalline form of a pony represents the inner strength that they resonate in the world. This is seemingly true, as they are capable of being influenced by magic from the outside. Strong diplomats and ponies steeped in tradition, they are masters of building and expanding their empire through peaceful means.

Play a Crystal Pony if you want...

- To bring knowledge of the past to the group
- To influence the hearts and minds of those you meet while fighting against controlling foes
- To shine for the Empire over Equestria
- To play an active role in the shaping of a kingdom that was one lost to time

Bat Pony

Mysterious, dark ponies that are capable of manipulating the shadows who guard the night.

Racial Traits

Ability Scores: +1 Integrity, +1Strength

Size: Medium

Speed: 5 Squares (Ground), 5 Squares (Flight)

Vision: Nightvision

Skill Bonuses: +2 Intimidate, +2 dungeoneering +4 stealth

Disregard Gravity: You are capable of standing and walking on any surface regardless of gravity as if it was the natural ground. When contact is lost with the surface, gravity takes over once more.

Night Guard: Bat ponies **cannot** manipulate the weather like pegassi, instead they may mold shadows in the same fashion a pegasus can move clouds about.

Once per day, you may spend a standard action to drag together darkness that provides full concealment for 1d3 rounds in a close burst equal in size to your level. This shadow moves with them.

Vampiric: Bat ponies possess fangs that have given rise to some pretty interesting myths. In truth, these quiet ponies prefer to drink from fruits, but still a pony will do in a pinch.

When you critical strike, you regain Life Points equal to your level plus primary stat. This cannot heal you over your maximum amount of Life Points.



Inexorably bound to the will of the Princess of the Night, Bat Ponies have suffered under Luna's banishment; few in number and relegated to only a minor role in the Equestrian Royal Guard and society.

Now with the return of their Princess, these creatures of the night have enjoyed a renaissance where their proficiency in warding off danger during the night has come to recognition. They are stronger than pegassi, though not as quick, and can go where no other creature can. Slowly they are working their way back into acceptance through loyal service above-and-beyond the call of duty.

Play a Bat Pony if you want...

- To be a hunter in the dark
- To show your loyalty to Equestria
- To make the shadows a friend
- To lead your companions into the darkest corners of Equestria, and back to safety again

Minotaur

Boisterous, dominating personalities set these mythical creatures apart from their pony companions.



Racial Traits

Ability Scores: +1 Integrity, +1 Strength

Size: Medium

Speed: 5 Squares

Vision: Normal

Skill Bonuses: +2 Dungeoneering, +4 Endurance, +2 Insight

Mythical Presence: You receive a permanent morale bonus to AC equal to half your primary stat (Round Down. through presence alone. Allies within sight and hearing also receive this benefit, so long as you are conscious. This effect **does not** stack with other minotaur's Mythical Presence auras.

Iron Willed: When you use a second wind, your AC increases by an additional amount equal to your level until the beginning of your next round.

Labyrinth Sense: A minotaur is never lost, having an innate sense of which direction to head. When you are in a group traveling to a location you have read about, or been to, you may travel at double speed without any chance of losing your way.

Motivational Speaker: When an ally within 10 squares critically misses an enemy, you may spend an action point to turn the attack into a critical strike. This may not be used on your own attacks.

Minotaur have etched out a position in Equestria as being the go-to folk for learning how to carry one's self with sureness. These bipedal creatures completely dominate any world stage they step upon, turning heads and swaying opinions.

Though they're not the fastest, or smartest beings around, minotaur more than overcome these physical handicaps with a natural affinity for controlling conversations and combat through proper motivation and intimidating poses.

Play a minotaur if you want...

- To push your allies to greater heights
- To push through challenges and limits with a bull-headed attitude
- To know what makes your friends tick, and work with strengthening their will by a combination of example and words

Diamond Dog

*Long, sharp claws scratch and tear
away at the earth beneath the very
hooves of those above.*



Racial Traits

Ability Scores: +1 Strength, +1 Integrity

Size: Medium

Speed: 5 Squares

Vision: Ultravision

Skill Bonuses: +2 Bluff, +4 Nature, +2 Thievery

Minecraft: Diamond Dogs move through the ground like a Seapony cuts through the sea. Once per battle, you may leap into the ground and dig up to 10 squares away. You may resurface when you desire as a free action, but until you do, you may not take any actions and are untargetable by all attacks.

Shovel Claws: Your claws are perfectly suited for both work and combat. Your attacks now gain a permanent bonus to damage equal to your level.

You may spend an action point when you successfully damage an enemy to apply a bleed effect equal to quarter the amount of damage you did (Save Ends).

Sensitive Ears: Your perked up ears are well-tuned to finding new creatures to pick on and capture. You receive a +5 Perception or Insight checks that involve hearing.

Diamond dogs are a world apart from the surface society above. Seldom seen and often dreaded, it is not much of a wonder that their very appearance strikes disbelief of their presence in the pony folks above.

As their society does not oft interact with dragons that naturally feed on gems, their obsession with the precious stones has grown exponentially, as their hoards only grow rather than diminish. Though sometimes the pursuit of more gems and the curious nature of the world above draws them out.

Play a diamond dog if you want...

- To mix greed with need
- To wrangle a group of allies into helping you for your own needs, and possibly theirs
- To be a mixture of an antagonizing force that is too valuable to extricate from by providing dearly needed strength when it counts

Earth Dragon

*Intimidating and mysterious,
Dragons are potentially monstrous
foes or faithful allies to ponykind.*



Racial Traits

Ability Scores: Variable (Special: See **Infinite Greed**)

Size: Variable (Special: See **Infinite Greed**)

Speed: 5 Squares

Vision: Infrared

Skill Bonuses: +2 Arcana, +4 Endurance, +2 Thievery

Infinite Greed: A dragon's size is not determined by age, but rather by the amount of material wealth they have accumulated in a hoard.

After an extended rest, the player may choose one of three life stages to be in. During this time, they gain a bonus to stats based on the size.

(Baby Dragon) Size **Small** - +1 Friendship, +1 Integrity
(Adolescent Dragon) Size **Medium** - +1 Knowledge, +1 Friendship

(Adult Dragon) Size **Large** - +1 Strength, +1 Friendship

Shining Scales: Thicker than most armors, dragon scales are renowned for their nearly impervious nature. You have a permanent **Damage Reduction** equal to your level.

Firebelly: Earth Dragons can lounge comfortably in lava, and belch emerald fireballs. You are **Immune** to all **Fire** damage, and once per day may add **Ongoing Damage** equal to your level (**Save Ends**) to any successful critical strike.

Few dragons mingle with the softer ponies that live in far off lands. They are a territorial bunch dedicated to protecting their ancestral volcano homes second, and personal collections of gems first.

These lizards move in packs during their migration to the volcanos, but otherwise live in a solitary fashion. They are willing to communicate with the other species of Equestria in return for payment in the form of precious gems they consume like tasty treats.

Play an earth dragon if you want...

- To let avarice guide your heart
- To show the world that dragons can get along with other species – potentially for a price.
- To be the ever-evolving force behind a group of adventurers determined to make a difference in the world.

Chapter 3: Spirits



Spirit of Honesty

"Ahm gunna learn ya' how t'er be polite!"



Class Traits

Role: Defender. Your life regeneration and abilities to redirect the enemy's attention make you the cornerstone of your party.

Key Ability Scores: Strength (Primary)

Armor Proficiencies: Light, Medium, Heavy

Weapon Proficiencies: Melee

Life Points: Knowledge + Integrity x Level +10

Stamina Points per Level Gained: 10

Healing Surges Per Day: 6 + Integrity

Play Style: This class is for players that want to be the center of attention in combat and for the party. Honesty's ability to absorb a massive amount of damage and redirect it lends them to a more wild style of play. But don't let your seeming invulnerability go to your head, there is always something out there willing to push you past your breaking point.

Reliable. This is the first word that comes to mind when anypony begins speaks of a pony with the Spirit of Honesty. These souls are always more than pleased to take on the burdens of others without expecting anything in return.

Whether serving as members of the Equestrian Royal Guard, traveling the countryside in search of a new land or working on the farm, Honesty ponies are the vanguard of Equestrian society in all their roles.

In the heat of combat, Honesty ponies shrug off blows that would stagger lesser ponies as if they were nothing. They are unswerving in their role as protector – going so far as to come back from the brink of unconsciousness at the merest sign of a friend in need.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Stamina	+10	+10	+10	+10	+10	+10	+10	+10	+10	+10
Ability	Apple Buckin'	Buck up	Darned Stubborn	Trojan Horse	Buy Some Apples	Rodeo	Hoedown		Family Feud	Ol' Fashioned Cowgirl
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Apple Buckin'

Honesty 1

You slide in amongst your enemies and throw your back hooves up wildly. Dust is kicked up and your foes stumble about in a futile attempt to get away.

Encounter (Special) ♦ Martial, Weapon

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action **Close** burst 1

Target: Each enemy in burst

Attack: Strength vs. AC

Hit: 1[W] + Strength damage, and the hit enemy is knocked prone. On their next attack, the enemy is forced to attack you. If they are not in range, they must move within range.

Glancing: All enemies that start or end their next turn in melee distance to you take damage equal to your Strength score

Increase damage to 2[W] + Strength modifier at 5th level.

Buck Up

Honesty 2

You laugh as daggers shatter against your hide and arrows bounce off your coat. Your massive chords of muscle beneath layers of armor prevent enemies from doing more than nicking your hide.

At Will ♦ Martial, Stance

Minor Action **Personal**

Effect: As long as you remain in this stance, increase your **Stamina Regeneration** by half your **Strength Score and Level**. (Round up).

Darned Stubborn

(Utility) Honesty 3

Mind over matter, or in your case, pure stubbornness to be brought down by the rain of blows falling upon you keeps you going.

Daily ♦ Martial

Minor Action **Personal**

Effect: For 1d3 rounds, your total **Stamina Regeneration** doubles. This stacks with Buck Up.

Trojan Horse

Honesty 4

You trick your opponents into thinking they have an opportunity to lay a deadly strike on you. But when they attack, it's too late for them to realize you're using their inertia against them.

Encounter ♦ Martial

Standard Action **Personal**

Effect: You run in a straight line up to double your base movement speed. If an enemy is capable of attacking you and is in melee range, they must attack. If they hit they take Ongoing damage equal to your total **Stamina Regeneration** amount (Save Ends)

Glancing: Enemies that miss take damage equal to your **Stamina Regeneration** amount.



City Slicker Talkin'

Honesty 5

You spit out words that would make a Shadowbolt blush. You kiss your momma with that mouth?

Daily ♦ Martial**Standard Action****Close Burst 4****Target:** Each enemy in burst that can hear you**Attack:** Strength vs. AC

Hit: Each enemy struck takes 1[W] + Strength damage. The enemy is taunted for 1d4 rounds. It must do everything in its power to attack you in melee range for this time duration. If something or somepony is holding them back, they will ravenously attack them until they can move towards you.

Glancing: Missed enemies must still attack you for 1 round, as per the ability's effect. All enemies that can't attack you in melee take damage equal to your **Stamina Regeneration**.

Rodeo

Honesty 6

You bring your bronco busting skills to bear. A combination of strength, speed and fancy rope-work that'd make a city slicker gawk brinsas that stubborn enemy down.

Encounter ♦ Martial, Weapon**Standard Action****Ranged 10****Target:** Targets Equal to Your Strength Stat**Attack:** Strength vs. Intelligence

Hit: You drag the enemy to melee range and deal 2[W] + Strength damage. The enemies are bound up and can't move until they make an escape check equal to 10 + your **Stamina Regeneration**.

Glancing: All enemies attacked are pelted with horse-shoes. They lose out on their move action each turn (Save Ends).

Hoedown

(Utility) Honesty 7

In the heat of battle, nopony moves quite like you. You easily sidestep even the quickest strikes, making it look as easy as square dancin' with a box.

Encounter ♦ Martial**Immediate Reaction****Personal****Trigger:** You are hit

Effect: You move up to your speed (Ground or Flight), and ignore the attack that hit you.



Family Feud

Honesty 9

Unfortunately for others, you're not the kind to up and forget when one's done yer wrong. That's alright though – you'll take payment for their wrong doing in the form of teeth

Daily ♦ Martial**Move Action Personal/Melee**

Effect: You triple your **Stamina Regeneration** for 3 rounds. All damage regenerated during this period is added up into a **Feud Pool**.

At any time until end of combat, you may spend any amount of **Feud Pool** points to boost damage on a successful attack by how many points you spend.

Ol' Fashioned Cowgirl

Honesty 10

You are the pinnacle of sturdiness and reliability. Enemies of truth wilt beneath your gaze, and even fear has lost its sway totally over you.

Permanent ♦ Martial**Personal**

Effect: Your **Stamina Regeneration** in Buck Up stance doubles

Every time you are hit in a battle, you gain 1 point of Stamina regeneration until you are knocked unconscious or the battle ends.

Advanced Honesty Spirits

Royal Guard

"To be true to Princess and Country is the highest calling that a pony can answer. The Royal Guard is the shield that meets all threats directly and with a fierceness worthy of wearing this armor. We shall be the wall the tides of Chaos will fruitlessly throw themselves against."



Plastered upon walls across Canterlot, propaganda posters showing the proud soldiers of the Royal Guard encourage young colts and fillies to enlist today. Their pomp and circumstance belies the sheer dedication few possess required to stand before the Alicorn Princesses. Heavy metallic plates interlocked over chainmail are the physical reminder to the weight of a nation resting upon these soldiers' sturdy shoulders. A multitude of horrors and enemies lay in wait in the shadows to strike Equestria as proven with the Changeling and Chaos invasions. There is no certainty to as what will come next, but you will be there to meet it standing proudly shoulder-to-shoulder with the other of your Royal order.

Honor Pledge

(Utility) Royal Guard 8

I pledge allegiance, to the flag, of the united tribes of Equestria, and to the Monarchy for which it stands, one nation, Under Princesses...

Permanent ♦ Martial
Personal

Effect: Each time an ally takes damage to their Life Points within 5 squares of you, you may take the damage and effects for them instead as a free action.

This damage always goes to your Stamina Points first, before your Life Points.

Security Detail

Royal Guard 9

The Princesses are almost never seen without loyal soldiers flanking them with watchful eyes. A quiet blanket of protection against all else.

Encounter ♦ Martial

Standard Action **Close Burst 4**

Target: Each enemy in burst that can see you

Attack: Strength vs. AC

Hit: Each enemy that is hit takes 1[W] + Strength damage. For 1d4 rounds any damage to your Stamina points you suffer also copies to the enemies hit by this power.

Glancing: For 1d4 rounds, your **Stamina Regeneration doubles**. If you have an effect on you that prevents Stamina regeneration, you may ignore it for this time period.

To Serve and Protect

Royal Guard 10

Royal Guards travel across the lands, looking for right wrongs. These lads and lasses in Gold and White are the first line of defense.

Daily ♦ Martial

Standard Action **Close Burst 4**

Target: Each enemy in burst that can see you

Attack: Strength vs. AC

Hit: 2[W] + Strength damage, and for 1d4 rounds when an enemy hit by your power would regain Stamina, you gain that Stamina instead.

Glancing: For 1d4 rounds, when you gain Stamina, you may instead choose to gain Life points, but you lose half the amount you would have healed.

Spirit of Kindness

"Hush now...quiet now. It's time to lay your sleepy head."



Class Traits

Role: Healing Striker. You move about the battlefield at blinding speeds, bringing your allies back to life while destroying your enemies silently.

Key Ability Scores: Friendship (Primary)

Armor Proficiencies: Light, Medium

Weapon Proficiencies: Melee, Ranged

Life Points: Knowledge + Integrity x Level +9

Stamina Points per Level Gained: 7

Healing Surges Per Day: 3 + Integrity

Play Style: This class is for players that want to stealthily move behind the scenes of combat, deciding who lives and perishes. You have the potential to bring an enemy to their knees with crippling poisons, or you can fashion these herbs to prop up a bloodied ally. This class is high risk and reward. As such, you will have to make some hard choices on what to do and when.

Attentive. Where other ponies dash headlong into action, gathering up valor and the wounds that come with them, you move out of sight, tending to hurt ponies or silencing those boastful enemies. Because nopony hurts your friends.

Whether studying up on anatomy along with learning new medical treatments, or concocting new strands of virulent poisons with horticulture, Kindness ponies are both saviors and dangerous protectors.

Kindness ponies are always on the lookout for those that are incapable of defending themselves or in need of a helping hoof, ready to step forward without a selfish thought. Animals of all kinds understand this, and afford these ponies the proper respect they deserve.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Stamina	+7	+7	+7	+7	+7	+7	+7	+7	+7	+7
Ability	Meek, Vegetable Stew/Saccharin Brew	First Responder	Combat Medic	Dragon's Greed/Cutie Pox	Parasprite Friends/Parasprite Swarm	Enthusiastic Cheering/The Stare	Easily Startled	On Call		Mother of Nature
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Meek

Kindness 1

Your angelic features and sweet demeanor mask a cunning, explosive personality that can be brought to bear on belligerent enemies when they least expect it.

At Will ♦ Martial
Minor Action Personal

Effect: You gain Invisibility that lasts until you take a hostile action

While in **Meek**, hostiles that seek to find a Spirit of Kindness must beat your check of 10 + Friendship with a perception roll of their own. If they hit you, or you are caught in an area attack while in Meek, you lose invisibility immediately with no bonus to AC or damage.

When breaking out of Meek with an attack roll, you **Backstab** a foe, dealing double damage if that attack succeeds. You gain bonus AC equal to your level for one round.

Vegetable Stew/ Saccharin Brew

Kindness 1

It is a little known fact to anypony but you that Flim-Flam soup served ten degrees hotter than recommended creates a stew that few will walk away from after eating.

Encounter (Special) ♦ Martial, Weapon

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Melee Weapon

Target: One Enemy Melee

Attack: Friendship vs. AC

Hit: You deal 1[W] + Friendship damage. You poison the enemy, causing ongoing damage equal to your Friendship score (Save ends)

Glancing: An ally within five squares may spend a healing surge, adding in your Friendship score. On their next attack that hits, they deal extra damage equal to half the amount healed this way.

Increase damage to 2[W] + Friendship modifier at 5th level.



First Responder

Kindness 2

In the heat of combat, you seem to descend upon the wounded, an angel of life and healing in a pony's time of need.

At Will ♦ Martial, Stance
Minor Action Personal

Effect: As long as you remain in this stance, once per turn when an ally is hit you may teleport adjacent to them or the attacking enemy. You may prevent half the damage taken OR copy the damage and apply it to the attacker (no roll required).

Combat Medic

(Utility) Kindness 3

It is more difficult than one can imagine performing medical procedures in the middle of a combat zone. Luckily it doesn't faze you.

Daily ♦ Martial**Minor Action Personal**

Effect: For 1d3 rounds, your bonus damage and AC from breaking Meek doubles and applies to ranged attacks.

During this time, allies within 5 squares heal Life Points equal to your Friendship score.

**Dragon's Greed/
Cutie Pox**

Kindness 4

You give ponies what they desire most, be it originating from a deep well of avarice or a need to be the best at everything without merit. The choice is their own.

Encounter ♦ Martial, Weapon**Standard Action****Target:** One Creature Melee**Attack:** Friendship vs. AC **Melee Weapon**

Hit: You deal 1[W] + Friendship damage. The enemy is infected with a Contagion, taking ongoing damage equal to your Friendship score (Save ends). During this time, the enemy grows weak and can be pushed up to your move speed by you (does not provoke attacks of opportunity). If the enemy touches another foe, the Contagion spreads to them as well. Enemies who have suffered from Contagion cannot contract it again in the same battle.

Glancing: An ally within 5 squares doubles their stats for 1d3 rounds. During this time they may take two standard actions a turn.

**Parasprite Friends/
Parasprite Swarm**

Kindness 5

They are the cutest little critters ever. And with time and attention, you've managed to train a handful! Except they keep reproducing, oh dear.

Daily ♦ Martial, Weapon**Standard Action****Target:** One Creature Melee**Attack:** Friendship vs. AC **Melee Weapon**

Hit: The enemy is bound up in a ball of living mass. For 1d4 rounds, the enemy cannot take any action and may be pushed about up to your move speed by you (does not provoke attacks of opportunity). If the ball touches an enemy, it soaks them up into the ball.

After the ball dissipates, all enemies that were in it takes ongoing damage equal to your Friendship score (Save ends)

Glancing: For 1d4 rounds, your ally OR yourself gain +4 AC, and two extra extendable arms with Reach 2. You may make 2 extra basic melee attacks with these arms per round.

Enthusiastic Cheering/
The Stare

Kindness 6

*You Rock! Woohoo... Did my cheering do that?
Nobody hurts my friends, nobody! Got that?*

Encounter ♦ Martial, Weapon

Standard Action

Target: One Creature Melee

Attack: Friendship vs. AC Melee Weapon

Special: You may teleport up to your move speed before the attack.

Hit: You deal 2[W] + Friendship damage and the enemy is transformed into a statue, becoming impervious to damage but incapable of taking action (Save ends).

After the enemy breaks out, they may not use any abilities for 1d3 turns afterwards.

Glancing: All allies within hearing range are cured of any ongoing damage and negative status effects, and regain Life Points equal to double your Friendship score. For one round after, their first attack that succeeds may be converted to a critical strike.

Easily Startled

(Utility) Kindness 7

Some ponies call you a scaredy mare but they don't know how courageous you can b- WHAT WAS THAT SOUND EEP?!

Encounter ♦ Martial

Immediate Reaction Personal

Trigger: You are hit

Effect: After taking the damage, you teleport up to 10 squares and gain **Meek**.



On Call

Kindness 9

A good nurse understands that emergencies arise at any time, often without notice. Sometimes if there is a dry spell, it never hurts to make a few of your own for practice.

Daily ♦ Martial

Move Action Personal

Effect: You may enter meek at will without any action required for 3 rounds. During this time you double **backstab** damage. All healing to allies done during this time is doubled.

In addition, you may teleport up to 10 squares instead of taking your move action during these 3 rounds.

Mother of Nature

Kindness 10

You are the undisputed pony to go to for attention and needs. Much like nature, life and death are a part of the cycle that you carry out in the world.

Permanent ♦ Martial

Personal

Effect: At the beginning of each round, you summon an **Animal Companion**. You may only have three Animal Companions at one time.

Animal Companions function as action points that may be spent at any time during your turn. You may spend any amount of Animal Companions per round.

Each Animal Companion that you possess increases your move speed, AC and To Hit bonus by 2.

Spirit of Laughter

"All the world's a party, and all the stallions and mares merely guests: They have their exits and entrances..."



Class Traits

Role: Striker. You deal an extreme amount of damage, wiping out single targets with ease in melee range. Your low defenses and health are countered by mitigating the danger of exposure through your summoned minions.

Key Ability Scores: Friendship (Primary)

Armor Proficiencies: Light

Weapon Proficiencies: Melee

Life Points: Knowledge + Integrity x Level +8

Stamina Points per Level Gained: 7

Healing Surges Per Day: 4 + Integrity

Play Style: This class is for players that desire to dole out precision strikes that devastate large enemies, leaving those that aren't outright destroyed in a woeful state. Their minions allow Laughter to be in multiple places at once in essence, controlling the battlefield's flow and making the most of opportunities as they arise.

Imaginative. This is the first word that other ponies apply to a Spirit of Laughter in reference to their unique abilities. These ponies seem to be somewhere in between this world and another, serving as the bridging point between the two.

Whether exuberant souls at home in the kitchen, or out scouting exciting new venues and planning events for parties, these ponies bring welcome excitement to everywhere they travel.

When it comes to taking up arms, Laughter conjures up an entire vanguard of seemingly inanimate objects that strike out when nopony is looking. Hysteria and confusion quickly soar through the enemy's ranks when they realize swords and bows are no match for the boiling imagination of these energetic souls.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Stamina	+7	+7	+7	+7	+7	+7	+7	+7	+7	+7
Ability	Imaginary Friends/ Prank	Dance Commander	March of the toy soldiers	Cut the Cake	Party Hats	Easy Bake Oven	Lovely Assistant		Life of the Party	Smile, Smile, Smile
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Imaginary Friends

Laughter 1

You will a small object into sentience, controlled by your thoughts. It can't take any action, but seems to when other ponies aren't looking. Ponies only occasionally catch a blur out of the corner of their eyes.

At Will ♦ Magic

Minor Action Personal

Effect: You summon inanimate object minions in free adjacent spaces. **Imaginary Friend** minions have 1 health and AC equal to yours + your Friendship score. When they die, you lose one quarter your stamina total until end of encounter.

When you take your move action, you may in addition move any amount of imaginary minions up to your move speed.

They do not receive any actions of their own.

Imaginary Friend minions can flank, and enemies may **not** make attacks of opportunity on them when they move.

Imaginary Friend minions last until end of encounter.

Whenever you use a melee ability, or basic melee attack you may channel it through your Imaginary Friend minions, using their melee range.

Special: You may have 1 Imaginary Friend at level one, 2 at level five and 3 at level eight.



Prank

Laughter 1

You're always up for a good prank. A rose that's sprays water, or a can of spring-loaded worms always gives you a kick. Though you have been known to pull more sinister ones...

Encounter (Special) ♦ Magic, Weapon

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action

Melee Weapon

Target: One creature

Attack: Friendship vs. AC

Special: For this attack, double your critical strike range.

Hit: You deal 1[W] + Friendship damage.

Glancing: You can also choose to **Detonate** any amount of **Imaginary Friends**.

Enemies within melee distance of the

Detonated invisible friend suffer ongoing damage equal to your Friendship score (Save ends).

During this time, when you critical strike, you deal an equal amount of damage to their Stamina as you do their Life Points. This does not count as a minion death.

Increase damage to 2[W] + Friendship modifier at 5th level.

Dance Commander

Laughter 2

Some ponies lead their troops from the back, watching over patterns of movements on large maps. You dance.

At Will ♦ Magic, Stance

Minor Action Personal

Effect: As long as you remain in this stance, your AC is increased by 2 and your critical strike chance is doubled for each **Imaginary Friend** you have in play. (e.g. 3 on field is +6 AC and 12-20 crit chance)

March of the Toy Soldiers (Utility) Laughter 3

Trumpets blare, as a legion of objects roll out of the wood work to take up their battle stations. At least in your mind.

Daily ♦ Magic

Minor Action Personal

Effect: For 1d3 rounds, you double the amount of **Imaginary Friend** minions you have out in play.

In addition, you may switch places with any imaginary friend minion during these rounds by sacrificing your move action. Minions still receive their movement.

Cut the Cupcake

Laughter 4

Oh dear, your tenuous grasp on reality is really starting to get in the way of remembering what a cupcake is. Oh well!

Encounter ♦ Magic, Weapon

Standard Action Melee Weapon

Target: One Creature

Attack: Friendship vs. AC

Special: For this attack, double your critical strike range.

Hit: 1[W] + Friendship. If you critical strike, the enemy takes ongoing damage equal to your Friendship score (save ends). During this ongoing damage, any time you would hit the target, it is converted to a critical strike.

Glancing: Enemies that start their turn or end their turn within melee range of an **Imaginary Friend** may be the subject of a basic weapon attack from you until the start of your next turn.



Party Hats

Laughter 5

Some guests to your shin-dig just don't seem to have a good attitude! Good thing you brought along some of your famous novelty hats. Who doesn't want to be a cowboy or an astronaut?

Daily ♦ Magic, Weapon

Standard Action Melee Weapon

Targets: Equal to number of you and Imaginary Friends you have in play

Attack: Friendship vs. AC

Hit: You deal 1[W] + Friendship damage.

Enemies hit take ongoing damage (Save ends) equal to your Friendship score.

Glancing: You give your targets party hats that mind-control them. For 1d3 rounds they count as Imaginary Friends that may not be **Detonated**, or attacked by your allies. The enemies may not attack, and do not heal Stamina during these rounds.

At the end of the rounds their hat dissolves, causing ongoing damage (Save ends) equal to your Friendship score

Easy Bake Oven

Laughter 6

Ponies are made of sugar, spice and everything nice! The perfect ingredient for your latest batch of party food. Cupcakes anypony?

Encounter ♦ Magic, Weapon

Standard Action Melee Weapon

Target: One Creature

Attack: Friendship vs. AC

Hit: You deal 1[W] + Friendship. Copy damage dealt and apply it to all enemy targets within melee range of your Imaginary Friends as well.

Glancing: One enemy within melee distance of you or your **Imaginary Friends** is placed within an oven large enough to contain them. They are unable to take any action (save ends.) Each turn they are in the oven, you deal damage equal to your friendship to them.

If they are defeated while in the oven, you gain a damage bonus equal to their integrity score until end of encounter.

You have so much to do, and so little time. If only there were two of you. Then you could get TWICE the baking done!

Encounter ♦ Magic

Minor Action Personal

Effect: You cut a quarter of your maximum Life Points off to summon a second self in an adjacent free space with identical stats and gear for 1d3 rounds. This damage is permanent until end of encounter.

This self acts on your turn and may move and use any ability you possess. If you have used an ability that has a cooldown (encounter/daily), it cannot use it. It cannot summon Imaginary Friends, but may use yours for channeling abilities through.



A party hostess is expected to be everything – entertainer, excellent speaker and accommodating. None can deny you're all of the above and more.

Daily ♦ Magic

Move Action Personal

Effect: You gain a second action per turn until the end of the encounter.

You become immune to attacks of opportunity while under this effect.



Mirth and devastation often go hoof-in-hoof when you pass through. But one thing is for certain, you know how to throw one Discord of a party with a little help from your friends!

Permanent ♦ Magic

Personal

Effect: Your Imaginary Friend minions gain basic attacks equal to yours (to hit: Friendship + level), and 1d10 + Friendship damage per hit.

Every time you lose a minion to **Detonation**, to hit of Imaginary Friend minions goes up by 1.

These bonuses last until the end of the encounter, whereupon they reset.

Spirit of Generosity

"You know, that gives me the perfect idea..."



Class Traits

Role: Leader. Your abilities drain the enemies of vital power, leaving you as a destructive juggernaut or a powerful enabler for your allies.

Key Ability Scores: Knowledge (Primary)

Armor Proficiencies: Light

Weapon Proficiencies: Ranged, Spellcraft, (Special: See **Gratuity** power)

Life Points: Knowledge + Integrity x Level +8

Stamina Points per Level Gained: 7

Healing Surges Per Day: 4 + Integrity

Play Style: This class is for players who want to bring enemies to their knees through draining their life and energies. Generosity ponies are bolstered through this fresh influx of power; either divvying it out to allies as they see fit, or hoarding it all for their own benefit. In the proper hooves, this class can be the most devastating on the battlefield, because as Generosity gains more drained ability scores and health, their own attacks are increased.

Artistic. Where other ponies see a lump of cloth, you see a world of opportunities that only you are clever enough to bring to life. Through skill and determination, you craft a winning ensemble that turns the ordinary into the extraordinary.

Whether leading the cutting edge of fashion, or giving of one's self in the public space for the betterment of others, Generosity ponies live up to their spiritual name.

Generosity ponies are the master scavengers of Equestria, incorporating aspects of utility while making sure to keep up form in all their designs. It is always sure that when consulting these ingenious mares and stallions that they will have the latest and greatest ready to share.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Stamina	+7	+7	+7	+7	+7	+7	+7	+7	+7	+7
Ability	Gratuity, Inspiration	Fashion Coordinator	Diva	Intellectual Theft	Melt Down	Fashion Police	Upstage		Dead-line Looms	Art of the Dress
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Gratuity

Generosity 1

Some say this town is too big for one pony -- that you shouldn't be so kind to others. You're going to prove them all wrong; have them call you the smile patrol.

At Will (Special) ♦ Magic

Free Action Personal

Special: You may only have a total of extra stats equal to double your level at any time.

Effect: When an ally successfully makes an attack, may use **Gratuity** to add one or more of the following effects to the attack. To do so, you must first sacrifice an appropriate stat point first. You may only spend one of a stat point per attack

War Makeup (Strength): Add damage equal to triple your level to the attack.

Glittering Ensemble (Integrity): The ally regains Stamina equal to triple your level.

Perfect Print (Knowledge): The attack also deals damage to the enemy's Life Points equal to your level.

Careful Tailoring (Friendship): Your ally's AC increases by your level until the beginning of their next turn.



Inspiration

Generosity 1

You peer at your foes, with their swagger, terrible stench, and most importantly terrible dress. If only you could incorporate their ideas into your own designs... Eureka!

Encounter (Special) ♦ Magic, Implement

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Ranged 15

Target: One Creature

Attack: Knowledge vs. AC

Hit: You deal 1[W] + Knowledge damage. The enemy loses a quarter of their primary stat (Round Down).

Glancing: A Stat of your choice increases by an amount equal to half your level (Round up). This lasts until the end of the round.

Increase damage to 2[W] + Knowledge modifier at 5th level.

Fashion Coordinator

Generosity 2

Amidst the chaos of combat, you stand thoughtfully. You call out helpful commands to your allies, such as "Stand straight! Fix your mane! Wipe that blood off your outfit!" They will thank you later.

At Will ♦ Magic, Stance

Minor Action Personal

Effect: As long as you remain in this stance, every time you successfully deal damage to an enemy, you increase a stat of your choice by 1.

At any time during your turn as a free action, you may give any amount of stats you possess to an ally within 5 squares.

Stats gained from both these effects last until end of encounter.

Diva (Utility) Generosity 3

You're fabulous. You know it, and now the world knows it. At least your adoring fans do.

Daily ♦ Magic

Minor Action Personal

Effect: For 1d3 rounds, you double all your stats.

In addition, all stat points spent using Gratitude are regained at the end of your Diva turns.

Intellectual Theft Generosity 4

They didn't deserve these clothes, or that hat, or that fancy new sword anyways. You however...

Encounter ♦ Magic, Implement

Standard Action Ranged 15

Target: One Creature Per Stat Point You Sacrifice

Attack: Knowledge vs. AC

Hit: 1[W] + Knowledge damage. For every target you hit, deal ongoing damage equal to your Knowledge score (Save ends).

Glancing: For each enemy targeted, gain one stat point of your choice after the attack resolves.

Melt Down Generosity 5

No pony understands the work you put into your dresses. Blood, sweat and tears! Maybe if you wail loud enough they'll know.

Daily ♦ Magic, Implement

Standard Action Ranged 15

Target: Amount Equal to half of your highest stat (E.g. 8 friendship equals 4 targets)

Attack: Highest Stat vs. AC

Hit: 2[W] + Highest Stat damage. For 1d3 rounds, enemies hit are incapable of using their weaponry, and lose all armor bonuses to their AC.

Glancing: For 1d3 rounds, when you would gain a stat point, double the amount you receive.



Fashion Police Generosity 6

Really? You're going to go let ponies go out into public like that? Not over your dead body! They need a make-over, stat.

Encounter ♦ Magic, Implement

Standard Action Ranged 15

Target: One enemy per stat Point you Sacrifice

Attack: Knowledge vs. AC

Hit: 1[W] + Friendship damage. For every target you hit, deal ongoing damage equal to your Knowledge score (Save Ends).

Glancing: When an enemy suffers ongoing damage from any of your abilities, gain 1 stat of your choice.

Upstage (Utility) Generosity 7

Who is that pony, and why is everypony paying attention to them? Time for drastic measures! Where is your sofa?

Encounter ♦ Magic

Immediate Reaction Personal

Trigger: An enemy hits you in melee

Effect: The enemy is knocked prone and you ignore the damage, though you still suffer any negative effects.

Deadline Looms

Generosity 9

Creating takes time, effort and sacrificing of self. But it is all worth it when ponies look at your work and agree it is perfect.

Daily♦ Magic

Move Action Personal

Effect: You passively generate one stat point a turn of your choice. You may spend two stat points of your choice once a turn to gain an extra action.

You may spend three stat points of your choice to give an ally an extra action during their turn. This can only be done once per ally's turn.

This lasts until end of encounter.

Art of the Dress

Generosity 10

You've arrived. You're recognized on the streets, fans want you to sign their gowns and ponies are beating a path to your door for the latest fashions. How do you feel?

Permanent♦ Magic

Personal

Effect: When you spend a stat point for **Gratuity**, you may choose two of the abilities rather than just one.

During your turn, when you give stat points to an ally, you don't lose them yourself.

In addition, Diva becomes an encounter power.



Spirit of Loyalty

“Something awesome, something flying, with coolness that defies gravity!”



Class Traits

Restriction: Requires the movement (Flight)

Role: Striker. Your abilities let you deal damage in heavy bursts to groups of foes, where the more there are the more powerful you become.

Key Ability Scores: Integrity (Primary)

Armor Proficiencies: Light, Medium

Weapon Proficiencies: Melee

Life Points: Knowledge + Integrity x Level +9

Stamina Points per Level Gained: 8

Healing Surges Per Day: 5 + Integrity

Play Style: This class is for players that want to take on impossible odds with ease. Enemies will find that engaging you in large numbers only brings out a fiercer combatant in you. You zip about the battlefield, tearing through ranks while blasting all foes nearby with devastating winds and arcing bolts of lightning. Loyalty will leave enemies striking the air fruitlessly, as you continue to move faster and faster.

Quick. There is no denying it when a pegasus with the Spirit of Loyalty zips by in an explosion of colors that sweep across the sky after this living paintbrush.

Whether pushing the boundaries on extreme speed, developing new aerial acrobatics, or seeking death-defying thrills, a Loyalty pony is sure to be an exciting spirit that is always there for their friends when they need them most.

When in combat, it is difficult to keep track of a Loyalty pony, as they burst about the battlefield, pummeling down foes that would hurt their friends. Their natural affinity with weather gives them a large advantage over traditional weaponry and renders most types of armors completely useless against them.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Health Ability	+8	+8	+8	+8	+8	+8	+8	+8	+8	+8
	Academy Record, Wing Power, Rainbow Blitz	Weather Patrol	Young Flyer Competitor	Ride the Lightning	Eye of the Tornado	Storm Front	Ten Second Flat		Sonic Rain boom	Junior Speedster
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Academy Record

Loyalty 1

"Already? That's an academy record! Explain your methods."

How does one explain awesome?

Permanent ♦ Physical
Personal

Effect: You gain +2 to all forms of movement. When you shift, you may double the amount of squares you shift.

Wing Power

Loyalty 1

There is nothing more exhilarating to you than leaving neigh-sayers in the dust. The roar of wind over your wings tends to drown out these pests.

At Will (Special) ♦ Physical
Free Action Personal

Effect: Each time you are attacked by an enemy, and whenever you hit a foe with an attack, you receive one **Momentum Point**.

For each Momentum Point, you receive +1 to damage for all your attacks.

You may burn one Momentum Point at will to boost damage to an attack to increase the damage of an ability by your Integrity score. This cannot be done multiple times an attack.

You may also use Momentum Points to activate the **Turbo** portion of any ability.

The maximum amount of Momentum Points you may have at any moment is equal to your level. These last until the end of combat.

Rainbow Blitz

Loyalty 1

When a pegasus hits a certain velocity, they tend to start bending the light and leave a trail of color in their wake. What will your colors be when that time comes?

Encounter (Special) ♦ Physical, Weapon

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Melee Weapon

Target: Special

Attack: Integrity vs AC

Effect: You move up to your movement speed (Flight) in a straight line. After you finish moving, make an attack against every enemy that was passed in melee range. All enemies successfully hit take 1[W] + integrity damage.

Glancing: At the end of your movement, deal damage equal to your integrity to all enemies now in melee, no roll required.

Turbo: You may spend a Momentum Point to daze all enemies hit.

Increase damage to 2[W] + Integrity modifier at 5th level.



Weather Patrol

Loyalty 2

Pegasi have a very special place in the pony hierarchy. Being responsible for all the weather in Equestria means you have a lot of responsibility... and power.

At Will ♦ Physical, Stance (Special)
Minor Action **Personal**

Effect: As long as you remain in flight, when an enemy starts their turn next to you in melee range, they take damage equal to Integrity score (Round down).

Young Flyer Competitor

(Utility) Loyalty 3

You're so awesome that every pony needs to know it. What would be the quickest way to spread your name around? You know! Winning a flying competition.

Daily ♦ Physical
Minor Action **Personal**

Effect: For 1d3 rounds, you double the amount of **Momentum Points** you generate. In addition, your movement does not provoke attacks of opportunity unless you wish it to.

Ride the Lightning

Loyalty 4

Lightning clouds are notoriously temperamental things. Wouldn't it be awful if you passed by one, gave it a kick and then charged past a foe with a lightning bolt in your wake?

Encounter ♦ Physical, Weapon
Standard Action **Melee Weapon**
Target: One Creature
Attack: Integrity vs. AC

Hit: You deal 1[W] + Integrity damage. Then choose an enemy within 5 squares, or the same one attacked. Teleport adjacent to them in an unoccupied square of your choice. Roll damage again and apply it to this new enemy. If the damage is equal or higher than the last roll, move to another enemy and repeat. Continue until you roll damage lower than your last roll.

Glancing: All enemies that you roll an attack against are stunned for one round.

Turbo: You may spend 1 Momentum Point to reroll any damage roll for this ability.



Eye of the Tornado

Loyalty 5

In the middle of a tornado, it is so calm. A great place to have a cup of tea, enjoy the evening sky, and watch those belligerent ponies swirls around you with limbs flailing.

Daily ♦ Physical, Weapon
Standard Action **Special**
Target: All enemies passed in melee range
Attack: Integrity vs. AC

Effect: You move up to your total speed (Flight) in any manner you wish. At the end of this movement, attack each foe you passed within melee range.

Enemies hit suffer 2[W] + Integrity damage, and on the beginning of their next turn take ongoing damage equal to how many **Momentum Points** you have (Save Ends).

Glancing: After this attack, you may max out how many Momentum Points you have currently.

Turbo: You may spend 1 Momentum Point to drag all enemies hit along with you to the end of your movement.

Arrange enemies dragged this way in any manner you wish when you have finished moving.

Storm Front

Loyalty 6

Being the fastest pegasus in Equestria isn't enough sometimes. Often you just have to be quicker than the storm at your heels, and the other pegasi trying to keep up.

Encounter ♦ Physical, Weapon

Standard Action **Melee Weapon**

Target: One Creature

Attack: Integrity vs. AC

Hit: The enemy is pushed back X squares, where X is equal to your movement. You may follow and end your movement in melee of the enemy.

The enemy suffers 1[W]+ Integrity damage. Lightning strikes out at all enemies passed within 5 squares of movement along the way. All enemies hit by this lightning suffer damage equal to your integrity score x how many Momentum Points you have.

Glancing: All enemies that start or end their turn within 2 squares of you are struck by lightning. They are dazed and take ongoing damage equal to your Integrity score (Save Ends),

Turbo: You may spend 1 Momentum Point to afflict all enemies hit with **Static Shock** (Save Ends). While enemies suffers Static Shock, when they take damage from you, that damage is automatically applied to Life Points instead of Stamina

Ten Seconds Flat

(Utility) Loyalty 7

You once heard about a pegasus that could clear an entire sky of clouds in ten seconds flat. Nice story, but you're at eighteen seconds and getting better; one day you'll make it a reality.

Encounter ♦ Martial

Immediate Reaction **Personal**

Trigger: Your Life Points Are Hit

Effect: You gain **Momentum Points** equal up to half the damage taken (round up). Until the end of your next round, all your attacks that successfully hit are converted to critical strikes.

Sonic Rainboom

Loyalty 9

The one most impressive move that had only been done in Equestrian history twice, that is until you figured out how to pretty much do it at will. Yea you're that awesome.

Daily ♦ Physical

Free Action **Personal**

Effect: Each time that you move up to half of your movement speed (Flight), you create a **Sonic Rainboom** (Close Burst 1) anywhere you wish along your movement path.

Enemies caught within the **Sonic Rainboom** suffer damage equal to your Integrity score.

This ability stacks with others, and can be activated at any point during another power's use. Lasts until end of the encounter.

Turbo: You may spend 1 Momentum Point to add in damage equal to your Integrity score each time you create a **Sonic Rainboom** with this power.

Junior Speedster

Loyalty 10

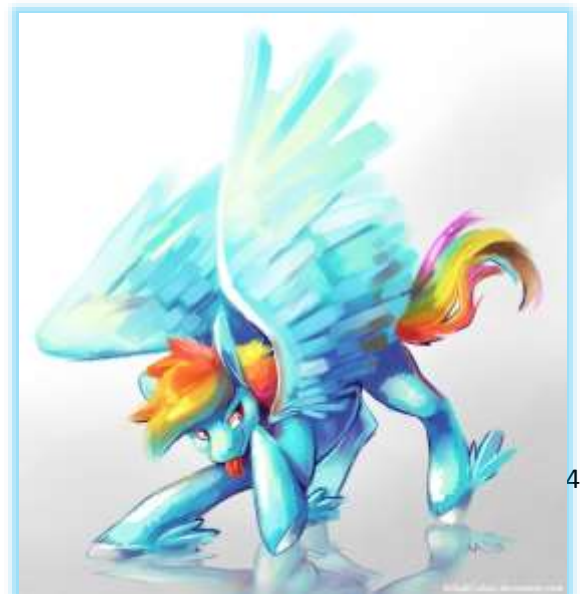
Junior Speedsters are our lives
Sky-bound soars and daring dives
Junior Speedsters it's our quest
To some day be the very best!

Permanent ♦ Physical

Personal

Effect: When you gain Momentum Points, the amount doubles (round up).

Each time you deal damage to an enemy, you gain a stacking +1 bonus to damage until you are knocked unconscious or the battle ends.



Spirit of Magic

"All properties of magic ascribe to a specific subset of rules of reality that, once learned, can be manipulated for the benefit of all ponykind."



Explanation of the Magic System

Unlike other classes, which possess abilities that are based on encounter or daily use, Magic can use any ability they desire whenever they can as long as they have enough Magic Points.

For example, if a player of a Magic unicorn wanted to cast Magic Bolt, it states it will cost 1 Magic Point to use.

However, beneath every spell is a [Boost] ability and description. If the cost of the spell AND the [Boost] cost are spent, the spell switches to the [Boost] ability description.

For example, if a player of a Magic unicorn cast [Boost] Charged Bolt, they would have to pay 1 Magic Point for Magic Bolt, then an additional 2 for Charged Bolt (3 total).

Class Traits

Restriction: Requires the ability to cast magic

Role: Leader. You are the most versatile of all classes, providing much-needed strategic support to allies, while being capable of turning the tide of battle single-hoofedly.

Key Ability Scores: Knowledge (Primary)

Armor Proficiencies: Light

Weapon Proficiencies: Spellcraft

Life Points: Knowledge + Integrity x Level +8

Stamina Points per Level Gained: 7

Healing Surges Per Day: 3 + Integrity

Play Style: This class is for players who desire the freedom to choose what the best route for ability usage is during the flow of combat. Unlike other classes, that are hard-locked into predetermined paths, Magic can virtually facilitate any role on the fly. This great power comes with responsibility in keeping track of the many abilities on the fly.

Intelligent. Where other ponies seek adventure or thrills, you have spent your time studying the fundamentals of magic and advanced theorems of its applicability. Everything can be broken down logically, and by applying yourself you've made inroads to power other ponies could not dream of.

Whether developing new spells or unlocking the secrets of the universe and reality, Magic ponies diligently expand the collective body of knowledge for the advancement of all ponykind. They are natural leaders on the field, relying on calculations rather than sailing head-strong into a situation.

Magic ponies give of themselves to their friends, channeling their strength and will into the weaves of arcana to produce earth-shatteringly strong spells. Woe to any foe that hopes to best a Magic pony upon the hallowed grounds of their sanctuary.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8			Level 9	Level 10
Health Ability	+7	+7	+7	+7	+7	+7	+7	+7			+7	+7
	Nexus of Knowledge, Practicality			Channel Within			Vortex of Power					Favored Student
Merit Points	2		1		1		1				1	
Bonus to Stats		+1 to two stats			+1 to two stats			+1 to two stats		+1 to two stats		+1 to two stats

Nexus of Knowledge

Magic 1

Absolutely imperceptible to ponies not attuned to the flow of magic are the swirling flows of power whirling about your form and centering upon your horn. You are a walking pinnacle of energy, wielding it at your will.

Permanent ♦ Magic Personal

Effect: While in combat, you generate 1 magic point at the beginning of your turn that goes into your magic pool. You may spend magic points in your pool as you see fit for spells of your choice.

Increase to 2 magic points at level five, and 3 at level eight.

Practicality

Magic 1

While studying the arts is important for any unicorn, it is an error to forget that magic is meant to be wielded for the good of others first.

Permanent ♦ Magic Personal

Effect: You may utilize all non-attack (black heading) spells out of combat without paying a magic point cost. These spells follow DM discretion on their effects, and may be more powerful or different in their results.

Channel Within

Magic 4

Other ponies cannot comprehend the amount of effort required for you to alter reality with your magicks. Lucky foals.

Daily ♦ Magic Minor Action Personal

Effect: For 1d3 rounds, you double the amount of magic points you generate at the beginning of your turn.



Vortex of Power

Magic 7

In a truly exhausting effort, you concentrate and struggle to draw in all the energy required for a truly remarkable spell.

Daily ♦ Magic Minor Action Personal

Effect: You generate five magic points that must be spent on your current turn, or they are lost at the end of the turn.

Favored Student

Magic

A seeming eternity of studying, locked in your room delving into ancient tomes of knowledge have finally brought the attention you craved.

Permanent ♦ Magic Personal

Effect: When you cast a spell, you may elect to double the weapon damage by paying double the Magic Point Cost.

In addition, you may sacrifice 3 magic points at will during your turn to receive an extra action. This does not stack with Action Points, and only may be done once a round.

Magic Bolt

A congealed mass of pure magic crackles from your horn, leaving a whiff of ozone mixed with sugar and a quite charred enemy.

Magic Point Cost: 1

At Will ♦ Magic, Implement

Standard Action **Ranged 10**

Target: One Creature

Attack: Knowledge vs. AC

Hit: 1[W] + Knowledge damage. The target is marked, allowing it to be the target of line of sight spells regardless of line of sight.

Glancing: Gain magic points equal to half your Knowledge score (Round Down).

[Boost] Charged Bolt

Magic Point Cost: 2

Effect: 2[W] + Knowledge damage. In addition to regular Magic Bolt effects, the target is also knocked prone.

Teleportation

Entirely practical is a unicorn's grasp of teleporting. Careful though, things tend to be dragged along, willing or not.

Magic Point Cost: 1

At Will ♦ Magic, Implement

Move Action **Personal**

Effect: You teleport up to your move speed in any direction you desire. For one round after teleportation, your AC increases equal to half your level (Round Up).

[Boost] Along for the Ride

Magic Point Cost: 3 Per Ally, 5 Per Enemy
Melee

Attack: Knowledge vs. AC against Enemies

Effect: You bring an ally along with your teleport, and they receive an AC bonus equal to your half level (Round Up) for one round.

If the target is an enemy, they are take a penalty to AC equal to half your level (Round Down) for a round.



Levitate

Hoof articulation can be particularly wanting when it comes to manipulating objects precisely. Better use magic!

Magic Point Cost: 1 Per Item

At Will ♦ Magic, Implement

Standard Action **Ranged 10**

Effect: For one round, you levitate a non-living object of your choice, weighing up to ten pounds, up to ten squares away from you. You may use the item as if you were holding it with finesse as part of the Standard Action for Levitate.

For example, if you were to levitate two swords, you may move them up to your move speed then attack with each of them.

[Boost] Vortex

Magic Point Cost: 3

Close Burst 2

Attack: Knowledge vs AC against Enemies

Effect: For one round you create a whirlwind of items centering about you. Allies within and you are protected from ranged attacks that are not AOE's. Enemies starting their turn or entering your vortex take 1[W] + Knowledge damage and are knocked prone.





Conjuration

Given enough time and energy, a unicorn can will materials into existence. Be careful, sometimes magic has a mind of its own.

Magic Point Cost: 1 Per Size

At Will ♦ Magic, Implement

Standard Action Personal

Effect: You conjure an item into existence, one size rank (starting at tiny) per 2 Magic Points you spend. The item is full-functioning, as long as it is simple. If there are complicated or moving parts (such as a carriage or an exact replica of something real), you must pass a knowledge check with a DC set by the DM. Failure results in a faulty item (DM decision), rather than no item at all.

This item is permanent, unless dispelled or passing through an Anti-Magic Zone. It gives off an aura of enchantment any magic-sensitive pony can pick up on.

Example: After fixing Smarty Pants up, Twilight decides to summon up a set of garments for the toy mare with real pockets and a cute hat. She spends 1 Magic Point, since they are tiny in size, and has a DC check of 10 set by the DM for the complicated clothes.

[Boost] Breath of Life

Magic Point Cost: 3

Effect: You bring forth a summoned item charged with the wild energies of magic. The item is alive and sentient, acting of its own free will.

Dispel

Do a little skip. Swirl your hooves in the air. Whisper the special words backwards. Now that you've baked cookies, time to stop a spell...

Magic Point Cost: 2

At Will ♦ Magic, Implement

Standard Action Ranged 10

Target: One Creature or Item

Attack: Knowledge vs. AC

Hit: You dash the concentration of magical energies about an enemy or object. If the object is magical, it loses its effects for 1d3 rounds. If Dispel hits an enemy, they are incapable of using special abilities for 1d3 rounds.

This spell counters effects from other magical spells. For example, if this is cast on a conjured item, the item is destroyed, or also reverses all effects of Alteration magic, amongst other things.

[Boost] Anti-Magic Zone

Magic Point Cost: 3

Close Burst 3

Effect: You craft a zone that for 1 round completely dispels all hostile magical effects that are within or enter into the zone.

Time Travel

Listen! I came from the future to tell you... No it's next Tuesday... That isn't important, look I only have a few seconds and don't ---...

Magic Point Cost: 5

At Will ♦ Magic

Minor Action Personal

Effect: At the end of your turn, you wind back the clock. You return to where you started the turn, remove all damage or negative effects taken during the turn and retake the turn. However, all damage you dealt and abilities you cast stay in effect for both rounds.

You do not regain any spent Magic Points.

[Boost] Time-Warp

Magic Point Cost: 3

Ranged 10

Attack: Knowledge vs. AC against Enemy

Effect: The enemy loses their next turn and suffers double damage until they get to act again.

Alteration

Beneath the fur of any pony lies their true potential. With a little help they can...wait maybe having wings isn't for everypony.

Magic Point Cost: 2 Per Effect

At Will ♦ Magic, Implement

Standard Action **Ranged 10**

Target: One Ally or Yourself

Effect: You alter an ally's body or your own to gain one of the following effects for 3 rounds.

- +2 AC and 2 Damage Resistance (Physical)
- Flight
- Reach 2
- Tremor Sense
- +4 Movement Speed

[Boost] Mutation

Magic Point Cost: 1 Per Effect

Attack: Knowledge vs. AC against Enemies

Effect: You alter an enemy's body, giving them one of the following effects for 1d3 rounds.

- Loss of Armor towards AC
- Loss of Move Action
- 25% chance to miss on attacks



Advanced Magic Spirits

Time Lord

"Ponies assume that time is a strict progression of cause to effect, but actually from a non-linear, non-subjective viewpoint, it's more like a big ball of wibbly wobbly timey wimey...stuff"



Sometimes the greatest insight comes from those who have already lived it. But why bother waiting for second-hand knowledge when you can glean the future or alter the past on your own? Be aware though, for altering the time line can create powerful paradoxes that even you cannot rectify.

Temporal Monarch (Utility) Time Lord 8

A side effect of time travel is that one starts to forget where they are meant to be. It is good to stop and smell the roses, no matter the century.

Permanent ♦ Magic
Personal

Effect: Time Travel is now useable outside of combat by a Time Lord in conjunction with Practicality. However, you may only Time Travel outside of combat up to three times per extended rest.

Slipstream

Time Lord 9

It is important when moving through the slipstream of time to wear the proper safety equipment: floaties, goggles and flippers.

Magic Point Cost: 6

At Will ♦ Magic, Implement

Standard Action **Ranged 10**

Target: One Creature

Attack: Knowledge vs. AC

Hit: The enemy winks out of existence for 1d3 rounds. During this time they take 1[W] + Knowledge damage at the beginning of each of their turns.

Once the rounds are over, you may place the enemy within 10 squares of their original position in a spot of your choice.

[Boost] Double Time

Magic Point Cost: 4

Ranged 10

Target: One Ally

Effect: Your ally for 1d3 rounds receives double the amount of actions they would normally receive. During this time their critical threat range is doubled.

Each time they successfully deal damage during these rounds, you receive a Magic Point.

Time Dilation

Time Lord 10

Resting upon the slipstream of time is the formidable ship U.S.S. Reality. It only takes a little amount of magic to rock the boat.

Magic Point Cost: 4

At Will ♦ Magic, Implement

Standard Action **Ranged 10**

Target: One Enemy

Attack: Knowledge vs. AC

Hit: The enemy takes 1[W] + Knowledge damage. For 1d3 rounds they move at half speed, deal half damage, lose Integrity bonus to AC, and critical strikes become critical misses.

[Boost] Cyclical Time

Magic Point Cost: 1

Ranged 10

Target: One Ally

Effect: At the end of your ally's next round they double all the damage they dealt during that turn. For every five points of damage dealt, you receive a Magic Point.

Chaos Hunter

"The enemy of Order is a clever foe. They will utilize deception, lies and filth to corrupt the very foundations of our world. Not on my watch."



Order must be maintained for the benefit of the many. Wherever there is a brooding soul hungry for power at the expense of others, you will be there to stop them. For this end, you wield immense power that strips foes clean of their stolen magic in a most humbling lesson. You are the hunter, and they are your prey.

Bringer of Order (Utility) Chaos Hunter 8

To treat an infection, one must first understand the symptoms. Only then, can the source be addressed.

Permanent ♦ Magic
Personal

Effect: Dispel is now useable outside of combat by a Chaos Hunter in conjunction with Practicality.

In addition a Chaos Hunter becomes immune to all forms of mind control and magical coercion.

A Chaos Hunter that views an illusion or polymorph, such as a disguised Changeling gets a reactionary save to see through it.

Reorder

Chaos Hunter 9

Reality can best be described as a slowly waving pile of logs. Sometimes it needs to be moved or rearranged to keep the whole stack stable.

Magic Point Cost: 2

At Will ♦ Magic, Implement

Move Action Ranged 10

Target: One Enemy

Attack: Knowledge vs. AC

Hit: The target loses all beneficial magical or status effects. Targets that are utilizing magical items, such as weaponry or armor, lose out on their bonus for 1 round.

If the enemy is polymorphed or under an illusionary disguise, their disguise fizzles out and they take 1[W] + Knowledge damage.

[Boost] Stability

Magic Point Cost: 1

Ranged 10

Target: One Ally

Effect: Your Ally receives a save roll against all negative magical effects upon them.

If they have been transformed against their will, they are returned to their real form without a roll required.

Harmony

Chaos Hunter 10

Society is an orchestra that relies on the instruments being in tune, and all knowing their part. But all is naught without their conductor -- You.

Magic Point Cost: 4

At Will ♦ Magic, Implement

Move Action Ranged 10

Target: One Enemy

Attack: Knowledge vs. AC

Hit: The enemy takes [Knowledge] damage, as magic flees from them to you. For every Magic Point, and positive magic or status effect the enemy has on them, the damage is doubled.

For 1 round after, all magic points the enemy would generate go to you.

[Boost] Magical Polarity

Magic Point Cost: 1

Ranged 10

Target: One Ally or Yourself

Effect: For 1 round, you or your ally gain a shield that reflects the first negative magical spell or status effect back at the caster.

Cryomancer

"I am the Masked Matter-horn, defender of the innocent, sworn to upholding the laws of Ponytropolis by freezing crime right in its tracks."



Winter is coming. And it is beholden to your whims. Foes of friendship and order shiver figuratively and literally at a cryomancer's approach. For these ponies such as you are powerful unicorns capable of wielding the most ferocious of the elements to sweep entire villain groups aside with ease.

Frost Beams (Utility) Cryomancer 8

Magic can be imbued with many properties. Some unicorns put in anything they can imagine, but you prefer tried and true methods.

Permanent ♦ Magic Personal

Effect: Magic Bolt no longer costs magic points to cast, but still costs 2 Magic Points to boost.

In addition, each time an enemy is hit by one of your Magic Bolts, they receive **Frostbite** (Save Ends). While an enemy is affected by **Frostbite**, they take damage equal to your Knowledge stat when they move more than 1 square in a turn.

Frozen Path

Cryomancer 9

How will evil fly from the scene of a crime when their hooves are stuck to the ground, and their wings to their side?

Magic Point Cost: 4

At Will ♦ Magic, Implement

Standard Action Area burst 3 within 10 squares

Target: Each enemy in burst

Attack: Knowledge vs. AC

Hit: 3[W] + Knowledge damage.

All enemies that are hit by this power receive Frostbite (Save Ends). While an enemy is affected by **Frostbite**, they take damage equal to your Knowledge stat when they move more than 1 square in a turn.

[Boost] Lake of Ice

Magic Point Cost: 2

Area burst 3 within 10 squares

Target: Each enemy in burst

Effect: You create an area that lasts 1d3 rounds. Each enemy that starts their turn in or moves into this area suffers a **Frozen Path** attack (see above).

Whiteout

Cryomancer 10

Justice comes in like a blizzard. Daunting clouds scorch the horizon until nothing else in the sky can be seen. It causes every foe to flee to shelter before its unquestionable might.

Magic Point Cost: 4

At Will ♦ Magic, Implement

Standard Action Close burst 3

Target: Each enemy in burst

Attack: Knowledge vs. AC

Hit: 2[W] + Knowledge damage.

All enemies that are hit by this power receive Frostbite (Save Ends). While an enemy is affected by **Frostbite**, they take damage equal to your Knowledge stat when they move more than 1 square in a turn.

Effect: A blizzard surrounds you for 1d3 rounds. Any enemy caught in melee range and affected by **Frostbite** takes damage equal to your Knowledge.

[Boost] General Winter

Magic Point Cost: 1

Close burst 5

Effect: All allies within 3 squares critical strike on their next attack if they successfully hit. In addition, their attacks cause **Frostbite** (Save Ends).

Spirit of Adventure

"You remembered to bring the scuba gear so we can look for underwater treasure, right?"



Class Traits

Restriction: Foal Only

Role: Defender. Your Armor Class improving abilities and damage capabilities make you a priority for enemies.

Key Ability Scores: Friendship (Primary)

Armor Proficiencies: Light, Medium, Heavy

Weapon Proficiencies: Melee, Ranged

Life Points: Knowledge + Integrity x Level +10

Stamina Points per Level Gained: 8

Healing Surges Per Day: 4 + Integrity

Play Style: This class is for players who desire to be the focus of combat, while having a toolbox of abilities to pick from to respond to the flow of combat. Adventure is not bound to one style of play, allowing you to adapt to changing party compositions without sacrificing any power. You rely on massively high AC to stay alive, but can dump excess AC for brute force power.

Energetic. This is the first word that comes to mind when anypony begins speaks of a pony with the Spirit of Adventure. These souls burst with irrepressible enthusiasm for all things in life, and for being with their best friends.

Whether taking up the mantle of being a bold explorer, a treasure seeker or just a young pony on the lookout for thrills, an Adventure pony lives up to their name fearlessly.

When it comes to combat, Adventure ponies zip around the defenses of their enemies with ease. Weapons sink into the soil where these foals were standing mere moments before uselessly. Before an enemy can recover though, an Adventure pony will quickly bring them to their knees.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Health	+8	+8	+8	+8	+8	+8	+8	+8	+8	+8
Ability	Cutie Mark Crusading Pester	Endless Possibilities	Catch Me If You Can	Look What I Can Do	Center of Attention	Show Stopper	No Tag-Backs		Let's Pretend	Future Belongs to the Youth
Merit Points Bonus to Stats	2		1		1		1		1	
		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Cutie Mark Crusading

Adventure 1

So what if you have a blank flank? It doesn't mean it's going to be around forever. You just have to go out there and prove to everypony else that you're going to be somepony!

At Will (Special) ♦ Martial

Free Action Personal

Effect: The following powers are divided into **Aspirations** and **Activities**. At the beginning of your turn, pick 1 **Aspiration** and 1 **Activity** you will use that round.

Aspirations

Track Star: Ignore attacks of opportunity, and gain +2 Move Speed.

Mixed Martial Artist: Deal half your Friendship score on missed attacks.

Junior Chemist: Enemies that start their turn next to you take damage equal to double your level.

Rock Star: Enemies hit by you are pushed back 2 squares, and take ongoing damage equal to your level (Save Ends). Does not stack.

Activities

Rock Climbing: Terrain around you is considered difficult for enemies (they cannot shift into/out of it)

Zip-Line: You may sacrifice your movement to teleport to an ally within 3 squares.

Face Painting: Change your Integrity bonus on AC to Friendship.

Carpentry: Allies in close burst area regain Stamina equal to your Friendship score.

Pester

Adventure 1

You're a fount of questions, wild gesticulations and bounding leaps that nopony could possibly ignore.

Encounter (Special) ♦ Martial, Weapon

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Close burst 1

Target: Each enemy in burst you can see

Attack: Friendship vs. AC

Hit: 1[W] + Friendship damage. On their next attack, the enemy is forced to attack you. If they are not in range, they must move within range.

Glancing: You gain AC equal to half your Friendship score for one round. Enemies that miss are dazed until the end of their next turn.

Increase damage to 2[W] + Friendship modifier at 5th level.



Endless Possibilities

Adventure 2

You strike a powerful pose with arms raised menacingly! Wait no, you strike a low one so you can zip around. Or even better, you roll around. Yea, they'd never expect that!

At Will ♦ Martial, Stance

Minor Action Personal

Effect: As long as you remain in this stance, you generate one Action Point a turn.

When you activate **Cutie Mark Crusading**, you may spend an action point to choose an extra Aspiration and Activity for the turn.

Catch Me If You Can

(Utility) Adventure 3

What pony doesn't like a game of tag! But those mean creatures after you don't know you're the champion runner of the playground.

Daily ♦ Martial

Minor Action Personal

Effect: For 1d3 rounds, your Friendship score doubles.

During this time, when an enemy misses you, they take damage equal to your Friendship score.

Look What I Can Do

Adventure 4

You perform feats of agility and magic that blow the minds of those watching. Or bores them to death.

Encounter ♦ Martial

Standard Action Close Burst 2

Target: Each enemy in burst that can see you

Attack: Friendship vs. AC

Hit: 1[W] + Friendship damage. All enemies hit by this ability are immobilized for 1d3 rounds. During this period of time, you deal damage equal to your Friendship score (no roll needed) to all enemies who are immobilized within 3 squares.

Glancing: All enemies within melee distance when you use this ability are immobilized for a round.



Center of Attention

Adventure 5

You seem to draw everypony in around you, whether they want to be there or not. It really is all about you!

Daily ♦ Martial

Standard Action

Close Burst 4

Target: Each enemy in burst that can see you

Attack: Friendship vs. Intelligence

Hit: 1[W] + Friendship damage, and the enemy is blinded (grant combat advantage, can't see targets, -10 to perception checks, and can't flank an enemy) (Save Ends).

During this time they move directly away from you at their move speed minus two. If they bump it anything living, they will attack it relentlessly until they can keep moving or the blindness ceases.

Glancing: After dealing damage, you may rearrange all enemies within 4 squares however you would like.

Show Stopper

Adventure 6

Costume? Check. Make-up? Check. Wild hair? Check. Singing skills? Errr... ROCK ON!

Encounter ♦ Martial

Standard Action

Close Burst 2

Target: Each enemy in burst radius

Attack: Friendship vs. AC

Hit: 2[W] + Friendship damage and the enemy takes ongoing damage equal to your Friendship score (Save ends). While the enemy is taking ongoing damage, they are incapable of moving on their own.

Glancing: For 1d3 rounds, increase your AC by 1 for each enemy that is immobilized or incapable of moving on their own (up to your level).

You can't seem to get those other ponies to understand that you called no tag-backs the last time you tapped them. Time to set the rules right

Encounter ♦ Martial

Immediate Reaction Personal

Trigger: You take Life Point damage

Effect: You gain bonus AC equal to your level for one round. During this time enemies cannot enter the space surrounding you.



Anytime is a good time to hunker down, close your eyes and imagine you're whatever it takes to beat the odds, and those mean heads.

Daily ♦ Martial

Move Action Personal/Melee

Effect: You gain a damage aura until the end of the encounter. Enemies who enter within melee distance of you or start off their turn within melee distance of you take 1 point of damage.

Every time you are attacked and missed, this damage increases by one.

Finally, after everything you have been through, you realize that being an adult is about not compromising, but embracing everything.

Permanent ♦ Martial

Personal

Effect: You double the amount of Aspirations and Activities that you choose each turn.

Every time that you are missed in battle, deal half of your Friendship score to the enemy that attacked you.



Advanced Adventure Spirits

Trick-or-Treater

“Don’t you like my costume? I worked really hard on it all summer! I even had my friend who traveled to the Mareabbians bring me back some real pirate bits to complete the outfit!”



All summer you’ve prepared for Nightmare Night with the perfect costume that will leave your friends screaming with jealousy and adults gasping at your ingenuity. Sure you might have gone a little overboard on the make-up, but it’s only one evening a year, right? Unless you take the show on the road, so everyone can enjoy your hard work. Maybe you can make Nightmare Night a year-long affair?

Time is Candy (Utility) Trick-or-Treater 8

When those older ponies answer the door, and start complimenting your costume, remind them enough chitchat, time is candy!

Permanent ♦ Martial
Personal

Effect: Each time you are attacked and missed, you gain a piece of **Candy**. You may spend three pieces of **Candy** at any time to gain an extra action.
You may spend an action point on the same turn you gain extra actions from **Candy**

Give a Fright Trick-or-Treater 9

“Nightmare Night, what a fright, give us something sweet to bite!”

Encounter ♦ Martial

Standard Action **Close Burst 4**

Target: Each enemy in burst that can see you
Attack: Friendship vs. AC

Hit: 2[W] + Friendship damage and for 1d4 rounds the enemy will do everything in its power to attack you, ignoring everything else around them regardless of danger.

Each time the enemy attacks and misses, you may make a free basic attack against them. These attacks deal double damage.

Costume Contest Trick-or-Treater 10

Costumes are a very important part of Nightmare Night. Otherwise, how else would you let your inner pirate out?

Daily ♦ Martial

Standard Action **Close Burst 4**

Target: Each enemy in burst that can see you
Attack: Friendship vs. AC

Hit: 2[W] + friendship damage and for 1d4 rounds the enemy takes damage equal to your friendship score.

Until the end of encounter, every time an enemy takes damage from Costume Contest, you gain a +1 morale bonus to your AC that stacks up to your character level.
You lose 1 morale bonus to your AC each time an enemy attacks you and misses until they are all depleted.

Spirit of Alchemy

"A drip is grand, a drop even more... Give it a quaff, don't be a bore!"



Class Traits

Role: Controlling Leader. Your abilities wreak havoc upon the enemy lines, denying their carefully laid out plans by wrenching away control of their actions, and stacking damage that eats through their defenses slowly but surely. Meanwhile, your brews bring fortifying energies to your allies, launching them to new heights of power.

Key Ability Scores: Knowledge

Armor Proficiencies: Light

Weapon Proficiencies: Spellcraft

Life Points: Knowledge + Integrity x Level +8

Stamina Points per Level Gained: 7

Healing Surges Per Day: 4 + Integrity

Play Style: This class is for players who desire to shore up the needs of their party by boosting their teammates with new powers. On the other hoof this class is capable of mercilessly bringing entire groups of enemies to their knees in preparation of retribution for their allies.

Mysterious. This is the first word whispered by a pony speaking about a Spirit of Alchemy. Often feared and misunderstood, these zebras however are always respected. Rumors abound about these mystical equines spending long nights over bubbling cauldrons bring a shiver to those that oppose them.

Whether searching for new and more potent ingredients for their brews, or researching more effective methods of affecting weak minds, an Alchemy zebra is at the forefront of pushing the envelope for practical knowledge.

When it comes to combat, carefully prepared brews and bombs wreck the enemy lines. Chemicals seep into the enemy's flesh, burning both their form and mind. Allies, however, look to an Alchemy zebra to provide potions capable of producing wondrous mutations and strength.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Health Ability	+7	+7	+7	+7	+7	+7	+7	+7	+7	+7
	Devil's Laugh Draft	Voodoo Priestess	Tote Cauldron	Boiling Hate Bomb	Foolish Foals' Liquid Gold	Bubble Flank Brew	Cayenne Pepper		Haunting Visage Dust	Evil Enchantress
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Devil's Laugh Draft/ Poison Joke

Alchemy 1

*In their eyes,
The fear of sheep,
When their hope,
Begins to seep.*

Encounter (Special) ♦ Magic

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Area burst 2 within 10 squares

Target: Each enemy in burst

Attack: Knowledge vs. AC

Hit: You deal 1[W] + Knowledge damage.

The enemy takes ongoing damage equal to your primary stat (Save ends). During this ongoing damage, they cannot regain Stamina points through any means.

Glancing: A cloud remains where you cast your attack, 3x3 squares wide. It lasts a number of rounds equal to your level.

Each round you or your allies start a turn in the cloud, roll a d6 and receive a bonus based on what you rolled.

- 1) You grow double your size. You deal bonus damage equal to your level.
- 2) You shrink down to the size of a mouse. You gain AC equal to your level.
- 3) You become rubbery. When you take damage, it is rounded down by half and you are pushed back one square.
- 4) Your hooves become like stilts. You may occupy the space of another pony and you gain Reach 2
- 5) You become ghost-like. Enemies have to roll a Perception against your Sneak to attack you.
- 6) Your choice of any ability from the above chart.

Increase damage to 2[W] + Knowledge modifier at 5th level.



Voodoo Priestess

Alchemy 2

*There are tales woven most tragic,
Of fools with lack of faith in your magic.*

At Will ♦ Magic, Stance

Minor Action Personal

Effect: When an enemy successfully saves against one of your ongoing effects, you may immediately sacrifice Stamina points equal to twice your level to continue it.

When one of your clouds created by a Glancing effect is about to run out, you may sacrifice Stamina points equal to twice your level to continue it to keep the cloud around another turn. Sacrificed Stamina points can be recovered normally at the beginning of each round.

Tote Cauldron

(Utility) Alchemy 3

*Horseshoes, cloak, dagger, boat,
There is nothing as useful as a cauldron tote.*

Daily ♦ Magic

Minor Action Personal

Effect: For 1d3 rounds, your Knowledge score doubles.

During this time, you may use any of your Voodoo Priestess abilities without sacrificing the required Stamina points.

Boiling Hate Bomb/
Distilled Dragon's Breath

Alchemy 4

*I must confess, there is no greater pain,
Than a friendship severed in twain.*

Encounter ♦ Magic, Implement

Standard Action Area burst 2 within 10 squares

Target: Each enemy in burst

Attack: Knowledge vs. AC

Hit: 1[W] + Knowledge damage.

The enemy takes ongoing damage equal to your primary stat (Save ends). During this time, when the enemy misses an attack, they must make the same attack on one of their allies.

If they are incapable of attacking an ally, they lose their entire turn.

Glancing: A cloud remains where you cast your attack, 3x3 squares wide. It lasts a number of rounds equal to your level.

Each round you or your allies start a turn in the cloud, receive the following bonus: 'Add bonus damage equal to your Primary Stat to all your attacks.'



Foolish Foals' Liquid Gold/
Bottled Foal's Dreams

Alchemy 5

*Akin to a dream from a child,
The fancy of wealth drives lesser foals wild.*

Daily ♦ Magic, Implement

Standard Action Ranged 10

Target: One Creature

Attack: Knowledge vs. AC

Hit: 1[W] + Knowledge Damage.

The enemy becomes encased in gold for rounds equal to $\frac{1}{4}$ your Knowledge score. They are unable to take any action during this time.

All enemies that have line of sight to the encased gold enemy will scramble over to claim the statue. However, upon contact with the statue, an enemy will be zapped for damage equal to your knowledge score and thrown back a square before trying again.

Upon the rounds being over, the gold on the statue will explode off, sending out shrapnel in a Close Burst 2 that provides Ongoing damage equal to your primary stat. (Save ends). This strikes all enemies within range, no roll required.

Glancing: A cloud remains where you cast your attack, 3x3 squares wide. It lasts a number of rounds equal to your level.

Each round you or your allies start your turn in the cloud, receive the following bonus: 'When you would deal normal damage, convert it to critical strike damage.'



Bubble Flank Brew/
Gray Pegasus Feather

Alchemy 6

*A gray pegasus, one who forgot,
Paid me in muffins, in other words squat.*

Encounter ♦ Magic, Implement

Standard Action Area burst 2 within 10 squares

Target: Each enemy in burst

Attack: Knowledge vs. AC

Hit: 1[W] + Knowledge damage.

The enemy takes ongoing damage equal to your primary stat (Save ends). During this ongoing damage, enemies suffer a lack of gravity, floating up to five feet off the ground. Enemies floating cannot take actions, and can be pushed about by you and your allies up to your move speed.

Glancing: A cloud remains where you cast your attack, 3x3 squares wide. It lasts a number of rounds equal to your level.

Each round you or your allies start a turn in the cloud, receive the following bonus: 'You and your allies gain Flight (5). Enemies that attempt to attack you have a 50% chance of missing on successful strikes.'

Cayenne Pepper

(Utility) Alchemy 7

*It is said that crushed cayenne pepper,
Can bring pain even to an unfortunate leper.*

Encounter ♦ Magic

Free Action Personal

Trigger: You Run Out of Stamina

Effect: Immediately regenerate Stamina equal to your primary score, then designate an enemy within five squares. They suffer ongoing damage equal to your primary stat (Save Ends).



Haunting Visage Dust/
Stale Nightmare Night Candy

Alchemy 9

*A dash of this on Nightmare Night,
Was useful for telling the Princess' plight.*

Daily ♦ Magic

Move Action Personal

Effect: You toss green powder into an empty space next to you. It takes the form of a nightmarish medium creature of your choice.

The creature has an AC equal to yours plus 5, and life equal to your Knowledge stat plus 20. It moves up to 5 squares (Ground, Flight) on your turn, and has no actions.

Every time you deal ongoing damage, your creature gains a Nightmare token. On your turn, you may spend any amount of Nightmare tokens.

For each token spent, your creature may send an enemy of your choice within 5 squares that can see it into a panic. On their turn, the enemy will flee at their full run speed, losing both standard and move actions.

Glancing: A cloud is created within 10 squares, 3x3 squares wide. It lasts a number of rounds equal to your level.

Each round you or your allies start a turn in the cloud, receive the following bonus: 'You and your allies get quite the sugar rush! You receive an extra standard action and move at double speed.'

Evil Enchantress

Alchemy 10

*She's an Evil Enchantress, she does evil dances,
Look her in the eyes, and she'll put you in trances!*

Permanent ♦ Magic

Personal

Effect: When an enemy is within line of sight of you, their ability to make saving throws is reduced by 50%. (a 11-20 success becomes 16-20)

For every 20 points of ongoing damage you perform, your Knowledge goes up by 1 until the end of the encounter.

Spirit of Contest

“Is that all you can lift? Cute. Now let a real expert show you how it’s done.”



Explanation of the Rage System

Spirit of Contest is a close kin to Spirit of Magic, in that it too does not get many abilities based on the classic structure of at-will, encounter and daily.

Instead, a Spirit of Contest player uses a rage system. **Contest may use any ability as long as they have enough rage and actions to perform them.**

For every single point of damage received and dealt, you get a rage point.

For example, you are hit for 5 points of damage, and then on your turn deal 11 damage. For both of these you would receive 16 points of rage total.

Rage points accumulate, but are lost at the end of an encounter.

Class Traits

Role: Defending Striker. You are an embodiment of fury on the battlefield. Not only are you capable of single-clawedly shutting down entire regiments of troops, the longer combat goes on, the stronger you get.

Key Ability Scores: Strength (Primary)

Armor Proficiencies: Light, Medium, Heavy

Weapon Proficiencies: Melee

Life Points: Knowledge + Integrity x Level +10

Stamina Points per Level Gained: 10

Healing Surges Per Day: 6 + Integrity

Play Style: This class is for players who desire to rapidly deal immense amounts of damage, or switch to defensive abilities on the fly. Contest is a high-risk, high-reward style of play, where being boosted by allies really brings them into their full, frightening fruition. Use your rage wisely in bursts for maximum effect.

Domineering. Where the ponies that surround you try for subtle tactics, or use their magical powers to shield themselves from foes, you simply crush the competition through sheer might.

Personal knowledge in the superiority of their species keeps a griffon going – others must witness your own might to acknowledge it. Wounds that would fell a pony simply are ignored, for they are beneath your attention. A Contest griffon simply has too much pride on the line to fail at whatever they put their talons to.

Contest griffons are always on the watch for exciting new opportunities to prove they are indeed the fiercest predators around. Of course, it never hurts to travel with a cadre of comrades who can exult in your presence, right?

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Health Ability	+10	+10	+10	+10	+10	+10	+10	+10	+10	+10
	Natural Predator, Simmer Within				Explosive Temper					Party Crasher
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Natural Predator

Contest 1

Claws have their advantages. They help count to ten, make it easy to open the jam jar, and if curled up, make a great Hearth's Warming present for your foe's face.

Permanent ♦ Physical

Personal

Effect: Your Unarmed Strikes become 1d12 damage, and you are considered armed for abilities at all times.

If you are not wielding a weapon, you may use your Unarmed Strikes for the Weapon damage rolls. If you do this, increase your Critical Strike chance by 1.

Increase to 2d12 damage at level 4, and 3d12 at level 8.

Simmer Within

(Utility) Contest 1

When ponies ask what you are so angry about all the time, it's easy to lie. But deep down within, all you have to do is think back to when you dropped that ice cream cone...

Encounter ♦ Physical

Minor Action Personal

Effect: You generate 5 Rage points.

Explosive Temper

(Utility) Contest 5

*Roses are red,
Violets are blue,
Shut up now,
Before I hurt you.*

Daily ♦ Physical

Minor Action Personal

Effect: For 1d3 rounds, you generate double the amount of Rage points.



Party Crasher

Contest 10

Sure you weren't invited to this party, but you're simply too cool to not attend anyways, right? Show those bouncers the door!

Permanent ♦ Physical

Personal

Effect: When you receive damage from a single-target attack, you may elect to sacrifice the rage gained from that attack to reflect half the damage back to the attacker.

For example: If you took 10 points of damage from an attack, you would receive 10 Rage points normally. Now, you may choose to not receive those 10 Rage point. Instead, the enemy takes the 5 points of damage instead of you.



Sucker Punch

Sometimes you just want to make a monologuing bad guy shut the hay up.

Rage Point Cost: 5

At Will ♦ Physical, Unarmed

Standard Action Melee

Target: One Creature

Attack: Strength vs. AC

Hit: 1[W] + Strength damage. The target suffers ongoing damage equal to your level (save ends). During this time, when you hit the enemy, they suffer bonus damage equal to your level.

Unstoppable Bruiser

Ponies are so soft, small and delicate. And they kind of look like ants. At least that's how they appear when you stand up here on this pile of defeated foes.

Rage Point Cost: 3 Per Stat Boost

At Will ♦ Physical

Minor Action Personal

Effect: For one round, your strength score is boosted by 1 per 3 Rage points spent.

You may only increase your Strength Score by double its original amount.

Utter Disregard

Some ponies would be stunned by taking a stab wound to the chest from a royal guard. Not you though. It isn't even worth your attention.

Rage Point Cost: 3 Per Health

At Will ♦ Physical

Free Action Personal

Effect: For every 3 Rage points spent, you heal 1 Life Point of damage.

Toss Out the Trash

You actually learned this maneuver while volunteering to watch some volunteer firefighter mares at work.

Rage Point Cost: 4 Per Square of Distance

At Will ♦ Physical, Unarmed

Standard Action Melee

Target: One Creature

Attack: Strength vs. AC

Hit: You toss the enemy up to one square per 4 Rage points spent in a straight line. The enemy stops in an adjacent square upon the first object of equal size or larger it hits. If the thrown creature hits any enemies they are carried along the full distance.

The thrown creature suffers 1[W] + Strength damage, while enemies it hits suffer half the damage rolled. If the thrown creature hits a hard surface, they take an extra [W] damage. All creatures affected are knocked prone.

Griffon-Hug

Social familial gatherings for griffons tend to be full-contact events. It is not uncommon for griffons to bring along a guest doctor pony, just in case.

Rage Point Cost: 8

At Will ♦ Physical, Unarmed

Standard Action Melee

Target: One Creature

Attack: Strength vs. AC

Hit: The enemy takes 1[W] + Strength damage. Until the beginning of your next turn, you move into the enemy's space and occupy the same square. If you move, they are carried along with you. The enemy you have grabbed is immobile, but may make basic attacks and use abilities; however they have a penalty to all attacks equal to your level.

All attacks on you from foes other than the held one have a 50% chance of the held enemy instead.





Rend Asunder

Unlike the ponies that cutely munch on little bits of leaves like rabbits, you hunger for a different kind of fare. However, sometimes your prey doesn't have the same idea in mind.

Rage Point Cost: 10

At Will ♦ Physical, Unarmed

Standard Action Melee

Target: One Creature

Attack: Strength vs. AC

Hit: You deal 1[W] + Strength damage.

You then perform a strength roll and the enemy performs an endurance roll. You deal 1 additional damage for every point over the enemy's total. Additional damage generates double the Rage amount.

Explosive Outburst

*All these ponies around you, shouting and calling you names. It's enough to make a griffon go mad. **Shut UP!***

Rage Point Cost: 6 Per Square

At Will ♦ Physical, Unarmed

Standard Action Close Burst X (1 Square for Every 6 Rage)

Target: All Enemies in Burst

Attack: Strength vs. AC

Hit: You deal damage equal to your strength score to all effected enemies. They are thrown up and back into the air one square an equal distance to the close burst size.

Enemies suffer full fall damage and are knocked prone.

Out of Whack

You actually learned this move watching the older griffons arm-wrestle back when you were an egglet. Of course, there were less broken bones when they did it.

Rage Point Cost: 10

At Will ♦ Physical, Unarmed

Standard Action Melee

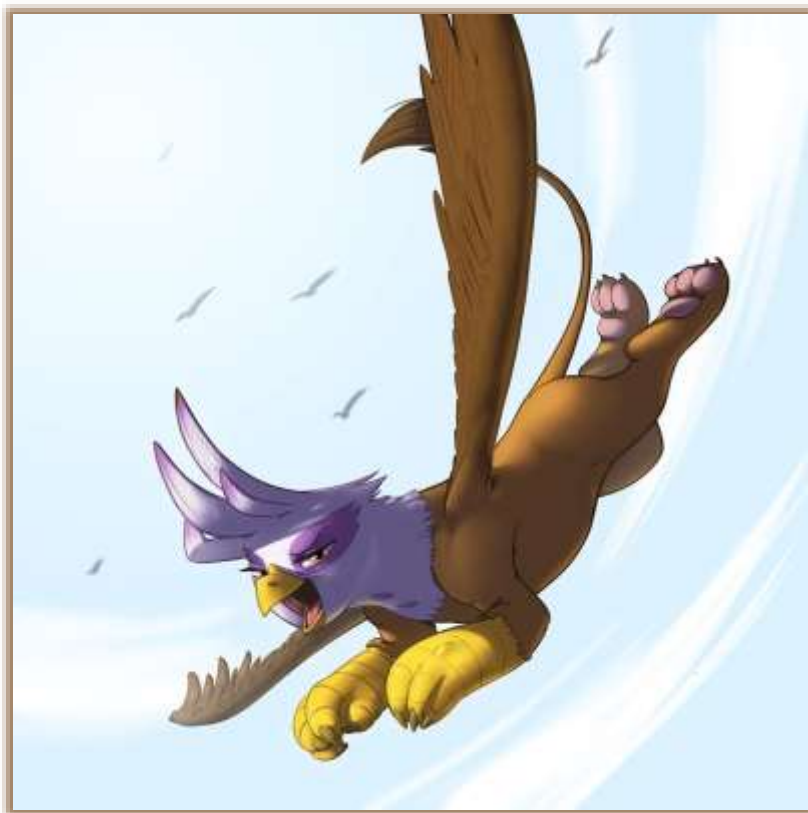
Target: One Creature

Attack: Strength vs. AC

Hit: The enemy takes 1[W] + Strength damage, and the player chooses an arm or leg/wing to dislocate.

A dislocated arm forces the enemy to deal half damage and take damage equal to your level when attacking (Save ends).

A dislocated leg/wing forces the enemy to move at half speed and takes damage equal to your level when moving (Save ends).



Spirit of Deception

"When my Queen marches in to the final victory, I shall be there at her side, lifted up in glory for my deeds."



Class Traits

Restriction: Changeling Only

Role: Elusive Striker. You are a focused, deadly assassin that embodies the worst nightmares of all your foes. A deadly parasite, you absorb strength while your foes flee in terror.

Key Ability Scores: No Primary Stat

Armor Proficiencies: Light, Medium

Weapon Proficiencies: Melee, Ranged

Life Points: Knowledge + Integrity x Level +9

Stamina Points per Level Gained: 8

Healing Surges Per Day: 4 + Integrity

Play Style: This class is for players that want to deal out tremendous amounts of damage in limited bursts at targeted foes. Your plethora of abilities work in conjunction with your Metamorphosis ability to attack where the enemy is weakest, while at the same time preventing damage towards yourself. This class requires a bit of planning and forethought; the effective use of boosting stats and draining others is paramount to being successful.

Nightmarish. These foolish ponies all about can't even fathom the horrors that will be brought as you cut a path of destruction through Equestria. But they will do for now as your temporary allies, and perhaps as minions in the future.

Whether paving the path that your Queen will tread to the ultimate victory in the heartland of pony-kind, or creating winding plans that will eventually come to fruition, Deception changelings are dangerous parasites that should never be trifled with.

Deception changelings are always seeking the upper-hoof in any encounter. This could be something as simple as bartering with a shopkeeper, all the way to the complexities required for the eventual overthrowing of an entire empire. For in the end, you need the powerful emotions of ponies to live, and what could be more full of fervor than complete despair?

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Health	+8	+8	+8	+8	+8	+8	+8	+8	+8	+8
Ability	Horrific Come-Apart, Metamorphosis	Venus Pony-trap	Benevolent Growths	Discombobulate	Bodily Detention	Catching Water	Four Horses of the Apocalypse		Body Snatch	Silencer Of Joy
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Metamorphosis

Deception 1

Ponies evolve through generations and centuries. Why bother waiting, when you can do better right now? Show them the future they will never see.

At Will (Special) ♦ Magic

Free Action Personal

Effect: When you use an ability, you gain a **Metamorphosis Point**. You gain a bonus that lasts until the end of the Encounter based on which stat you used for the attack.

Strength - +1 Life Regeneration
Integrity - +1 Stamina Regeneration
Knowledge - +1 to Critical Strike Chance
Friendship - +1 to Hit

These last until end of the encounter, and accumulate, making up your total **Metamorphosis Score**.

Horrific Come-Apart

Deception 1

Sometimes it just feels like you are going to come apart at the seams. Perhaps you could give your fellow ponies there a hand? Or maybe a leg? Or how about a spare rib?

Encounter (Special) ♦ Magic, Implement

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Ranged 10

Target: # of Targets is Equal to Metamorphosis + 1

Attack: Stat of Choice vs AC

Hit: You deal 1[W] + Stat of Choice damage. You rip off your limbs and toss them as fast as you grow them.

The enemy suffers ongoing damage equal to your **Metamorphosis Score** and your level (Save ends).

Glancing: Before the attack resolves, gain +2 **Metamorphosis Points** that you can spend any way you want

Increase damage to 2[W] + Stat of Choice damage at 5th level.

Venus Ponytrap

Deception 2

Ever seen a Venus flytrap? It secretes such a sweet odor that little insects can't help but gently crawl into its hungry grasp. I suppose cupcake scented perfume will work for your purposes.

At Will ♦ Magic, Stance

Minor Action Personal

Effect: Enemies that miss you are thrown back x squares equal to half your **Metamorphosis Score**, rounded up.



Benevolent Growths (Utility) Deception 3

Just because you are a parasite doesn't mean you can't have some symbiotic relationships with whatever is growing under your own flesh. What is that by the way? Smells of soap...

Daily ♦ Magic

Minor Action Personal

Effect: For 1d3 rounds, the bonuses gained from all your **Metamorphosis Points** doubles. This also doubles your **Metamorphosis Score** for the purposes of abilities.

For example: if you had 2 Metamorphosis with +4 To Hit, it would become 4 Metamorphosis with +8 To Hit

Discombobulate Deception 4

Warning: Slippery When Deadly.

Encounter ♦ Magic, Weapon

Standard Action Close Burst X (X is Equal to Metamorphosis Score)

Target: All Enemies in Burst

Effect: You melt into a puddle of an unspeakable mass equal to the size of your Close Burst X. For a round, all enemies that start their turn or enter the spaces you occupy take 1[W] + Stat of Choice damage.

They also suffer ongoing damage equal to your **Metamorphosis Score** plus level (Save Ends)

Glancing: Until the beginning of your next turn, you are untargetable by attacks and abilities of enemies

In addition, gain an action point.

Bodily Detonation Deception 5

It is a little known anatomical secret that changelings are filled with a chemical that reacts violently to yeast. That is why a bakery is the safest place against a changeling invasion.

Daily ♦ Magic, Implement

Standard Action Close Burst X (X is Equal to Metamorphosis score)

Target: All enemies in burst

Attack: Start of Choice vs AC

Hit: You explode with violent force. Enemies take 2[W] + Stat damage. They are knocked back equal to # of Metamorphosis you have. At beginning of their turn, they take ongoing damage equal to your **Metamorphosis Score** plus level.

If an enemy is defeated while taking ongoing damage, they detonate Close Burst 1 for damage equal to half of the damage they took.

Glancing: Before the attack resolves, gain +2 **Metamorphosis Points** that you can spend any way you want

Four Horses of the Apocalypse Deception 6

You are the herald of desolation that will bring this world to its knees in the name of your almighty Queen Chrysalis. Surely, she will reward your efforts.

Encounter ♦ Magic

Standard Action Personal

Effect: For 1d3 rounds, you split into 4 perfect copies that all move on your turn how you desire. You may use your standard and minor actions from the clone of your choice. When one of the clones is hit, there is a 25% chance of it being the real you. If the wrong one is hit, it violently erupts for 1[W] + Stat damage to all enemies in melee range..

Glancing: When a clone erupts, or when the power runs out of rounds, gain a **Metamorphosis Point** of your choice for each clone that passes away.



Catching Water (Utility) Deception 7

Famously quoted in the Princess' guard handbook, uncovering a changeling deep under cover is like 'trying to catch water with your bare hooves: impossible, and messy'

Encounter ♦ Magic

Immediate Reaction Personal

Trigger: You are critically struck

Effect: You gain X **Metamorphosis Points**, where X is equal to half the total damage taken in the attack that scared (bloodied) you. This number is rounded down.

After 1d3 rounds you lose these bonus **Metamorphosis Points**.



Body Snatch Deception 9

Queen Chrysalis prefers to keep her victims alive and spirited away, where they can suffer knowing the fate of their loved ones. You don't have that particular luxury.

Daily ♦ Magic, Weapon

Standard Action Melee

Target: One Creature Melee

Attack: Stat Choice vs AC

Hit: You force yourself into an enemy through their pores, leaving them bloated and ill looking. The host moves and attacks under your control on their turn.

Until the effect ends, you lose your turn. You cannot use any of your own abilities, but you have access to the host's abilities.

Every turn you remain in the host, their organs dissolve and they take damage equal to $\frac{1}{4}$ their remaining Life Points (round up).

All hits against you hit the host instead. If you deal damage to your host, you sustain double the damage the host takes.

If the host dies with you in it, you melt their body and absorb it, gaining X **Metamorphosis Points** equal to number of rounds spent in the host.

At the beginning of each turn, the host rolls a save to purge you.

Glancing: Until the end of the encounter, passively gain one **Metamorphosis Point** of your choice at the beginning of your turn.

Silencer of Joy

Deception 10

Silent Night...

Holy Night...

Shepherds quake at the sight...

Permanent ♦ Magic

Personal

Effect: Any time a **Metamorphosis point** is gained, you receive double the amount. (ie: if you used a strength attack, you would receive +2 Life regeneration, instead of +1)

You may now spend 2 **Metamorphosis Points** to gain an action point that may be used immediately. You may still only use once action point a round unless otherwise noted.



Spirit of Illusion

"Watch in Awe, as the Great and Powerful Trixie performs the most spectacular feats of magic ever witnessed by pony eyes!"



Class Traits

Restriction: Requires the ability to cast magic

Role: Striker. You create massive spikes of damage over short periods of time that are best when coordinating with teammates.

Key Ability Scores: Knowledge (Primary)

Armor Proficiencies: Light

Weapon Proficiencies: Spellcraft

Life Points: Knowledge + Integrity x Level +8

Stamina Points per Level Gained: 7

Healing Surges Per Day: 3 + Integrity

Play Style: This class is for players that want to steal the spotlight with high damage numbers. Illusion is capable of blasting enemies away with ease, focusing on single targets for short bursts of explosive pyrotechnics, rather than spreading lesser damage over a crowd of foes. When it comes to a boss battle, Illusion excels in bringing down even the toughest enemies with practiced ease.

The Great and Powerful Trixie will be writing her introduction, as only she is capable of describing her own grace, beauty, and magical prowess. You too could be like Trixie, if you are willing to follow her lessons.

Trixie is the greatest stage performer the world has ever known. Ponies from all of Equestria come to watch her explosive performance that leaves all in gasping in awe. There is no doubt that any pony, or upstart would-be Princess could outside Trixie.

Simply read this guide and listen to the intelligent commentary that Trixie provides, and you can leave your foes quivering at the very sight of your traveling wagon. Remember, a performer always has to be ready to take on startup magicians at they come along to prove that they have what it takes to rule the stage.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Health Ability	+7	+7	+7	+7	+7	+7	+7	+7	+7	+7
	Mistress of Mysteries, magic trick	Stage Performer		Dreaded Ursa Minor	Tarot Cards	Sword Cabinet	Vanishing Act		Saw Horse	T.G.A.P.
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Mistress of Mysteries

Illusion 1

Trixie has been performing magic since she was a filly, and has developed many techniques to wow the audience. She will now show you a few, though you don't deserve it.

At Will (Special) ♦ Magic
Free Action Personal

Effect: When you deal damage to an enemy with an ability, you also deal an equal amount of **Illusionary damage**.

Illusionary damage is permanent, and for every five points of **illusionary damage** on the enemy, their AC drops by 1, to a maximum total equal to your level until the end of encounter.

For Example: If you use an ability and damage a foe for 30 points of damage, they also take 30 points of **illusionary damage**, for 60 damage **total**.

For those 30 points of **illusionary damage**, the enemy loses five AC until the end of the encounter.

Magic Trick

Illusion 1

When you fail to wow the audience, quickly move onto the next part of your act with a bigger smile and more flash. Not that Trixie has ever had to do this of course...

Encounter (Special) ♦ Magic, Implement

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Ranged 10

Target: One creature

Attack: Knowledge vs AC

Special: You may reroll this attack for free. If you give up your move action, you may reroll twice.

Hit: The enemy takes 1 [W] + Knowledge damage.

Glancing: Deal **Illusionary Damage** equal to your level to one enemy within 10 squares.

Increase damage to 2[W] + Knowledge damage at 5th level.

Stage Performer

Illusion 2

Trixie has found that life on the stage in front of an admiring crowd of ponies is the most exhilarating time of her life. You will learn soon enough what Trixie means.

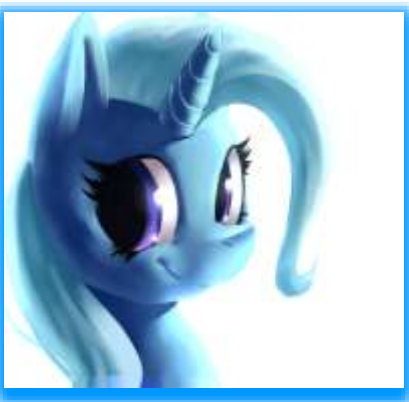
At Will ♦ Magic, Stance

Minor Action Personal

Effect: Each time you deal damage with an ability, you may choose an additional enemy within 10 squares of your target.

Copy the amount of **illusionary damage** you just dealt and apply it to this target as well.





Audience Volunteer (Utility) Illusion 3

Sometimes The Great and Powerful Trixie needs a helping hoof to truly shine at her peak best. Though let's face it, the audience still loves Trixie instead of so no-name loser.

Daily ♦ Magic
Minor Action Personal

Effect: For 1d3 rounds, when an enemy suffering **illusory damage** deals damage to an ally, the amount of **illusory damage** the enemy has doubles.

During this time, you may use enemy healing surges as action points, as long as they have **illusory damage** on them.

Dreaded Ursa Minor Illusion 4

Has Trixie told you of the time she defeated the dreaded Ursa Major? Single-hoofedly, and without any help from that no-good Twilight Sparkle.

Encounter ♦ Magic, Implement
Standard Action Ranged 10
Target: One creature
Attack: Knowledge vs AC

Hit: Enemy suffers 1[W] + Knowledge damage. You produce from your hat an ursa minor that you toss on the foe. At the beginning of each of their rounds, they take damage equal to your Level + Knowledge.

The ursa minor has AC equal to 15 + your Knowledge skill, has 1 HP, and takes up the same space as the opponent. It lasts until end of encounter, or is slain. If the foe is knocked unconscious while the ursa minor is alive, choose an enemy within 10 squares of the fallen enemy to attach the ursa minor to.

Glancing: For 1d3 turns, renew the timer on all your **illusory damage** at the beginning of each turn.

Tarot Cards

Illusion 5

Trixie finds it easy to tell the future, no matter who asks. Trixie just has to look in a mirror and say that she will be only more famous and beautiful soon enough.

Daily ♦ Magic, Implement
Standard Action Ranged 10
Target: One creature
Attack: Knowledge vs AC

Hit: Enemy suffers 2[W] + Knowledge damage, and then they roll a d6. The following effects can happen based on what they roll:

- 1) **The Fool:** The enemy's next attack is aimed at themselves. You and your allies are immune to all negative effects of the attack, and receive all beneficial ones of it.
- 2) **The Lovers:** The enemy donates a healing surge for every member of your party within 3 squares of them. You and your allies heal for a quarter of your life.
- 3) **Justice:** All the enemy's stats are lowered to equal their lowest one and they lose five AC. These effects last until the end of encounter.
- 4) **The Hermit:** The enemy is incapable of dealing critical strikes, and may only take one action per turn.
- 5) **The Hanged Mare:** The enemy cannot take any action unless they pay a healing surge first.
- 6) **Death:** The enemy vanishes from existence. Their items are left behind, and they are counted as defeated. The player may bring them back within 48 hours at will.

Glancing: An enemy of your choice within 10 squares that has **illusory damage** on them loses their next turn. Gain an action point.



Sword Cabinet

Illusion 6

Trixie developed this trick after one day being stuck in her mother's broom closet for the whole evening. It still gives Trixie nightmares... The Great and Powerful Trixie does not trust brooms.

Encounter ♦ Magic, Implement

Standard Action **Ranged 10**

Target: One creature

Attack: Knowledge vs AC

Hit: Enemy suffers 1[W] + Knowledge damage.

For 1d3 rounds the enemy cannot take any action. When they suffer damage during these rounds from any source, an equal amount of **illusion** damage is also applied.

Glancing: Until the beginning of your next round, receive an action point every time an enemy with **illusionary damage** on them suffers damage from an ally, or yourself.

Vanishing Act

(Utility) Illusion 7

Sometimes it is best to get away from an angry audience. Simply point behind them, shout "There is Trixie!" And flee. Of course they will have to look, wanting to catch a glimpse of Trixie.

Encounter ♦ Magic

Immediate Reaction **Personal**

Trigger: An enemy you have **illusionary** damage on hits you.

Effect: You disappear in a cloud of smoke and you ignore the damage. Move 5 squares away and the enemy who attacked you takes **illusionary damage** equal to the damage you would have received.

Saw Horse

Illusion 9

Trixie is not responsible for any loss of horn or tail while performing this act. If you mess it up, it is obviously because you are not up to Trixie's caliber, and she understands completely.

Daily ♦ Magic, Implement

Standard Action **Ranged 10**

Target: One creature

Attack: Knowledge vs AC

Hit: Enemy suffers 1[W] + Knowledge damage. They are split into two copies, each with half their remaining stamina, life points,, stats and each occupying a separate square. Only one may take their turn each round.

Glancing: Until end of encounter, double all **illusionary damage** you deal.

The Great and Powerful

Illusion 10

At last you have earned the right to call yourself The Great and Powerful, just like your mentor, Trixie. Remember, Trixie is owed 25% of all your show income.

Permanent ♦ Magic

Personal

Effect: Each time you deal **illusionary damage** you gain a +1 bonus to your Knowledge stat that lasts until end of the encounter.

When a foe is defeated with **illusionary damage** on them, receive an action point.



Spirit of Chaos

"Now if you'll excuse me, I'm missing some excellent Chaos here!"



Class Traits

Role: Controller. Your abilities disable foes, bringing big foes down to size while causing strife amongst enemy forces so your friends can strike with impunity and ease.

Key Ability Scores: Friendship

Armor Proficiencies: Light

Weapon Proficiencies: Ranged, Spellcraft

Life Points: Knowledge + Integrity x Level +8

Stamina Points per Level Gained: 7

Healing Surges Per Day: 3 + Integrity

Play Style: This class is for players who want to stop enemies from not only acting in a coordinated way, but creating so much chaos that they can't create a coherent battle plan to execute. Chaos ponies sacrifice damage for the ability to corrupt foes; their strengths turning to weaknesses, as the opposing forces consume their ranks from within. The more enemies there are the more fun Chaos gets to have.

Insane. Where other ponies get their strength from intense training or intelligent plans placed into action, you revel in the randomness that life can bring. When the world is lacking cohesion you excel as you guide this chaos into the lives of those who deserve it.

Whether it's telling wonderful jokes that have ponies groaning, or showing others the sides of themselves they didn't know exist, you are the muse of madness that the world can't help but stop and gawk at. Even those who loosely align themselves with you must be careful not to be swept up in your antics.

Still, you can be a force for good if carefully directed by those with a good heart. Evil can stand up to the righteous, but what will they do when they can't stop floating upside down or find themselves pelted with chocolate rain? You'll have to find out while having a grand giggle.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Health Ability	+7	+7	+7	+7	+7	+7	+7	+7	+7	+7
	Laughing Stock, Killing Joke	Puppet Master	Storm of Chaos	Chocolate Rain	Insanity's Throne	A Game of Puns	Blue Flu		Turn to Stone	Entropy
Merit Points Bonus to Stats	2		1		1		1		1	
		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Laughing Stock

Chaos 1

So my cousin comes running in, completely in a fit, throwing his hooves around and shouting, "I'm a laughing stock!" I turned to him and said, "Go on. I'm invested in you now!"

Permanent ♦ Magic Personal

Special: When you deal damage to an enemy, you generate one **Giggle** that lasts until end of battle. These are cumulative up to 5 + your level + Friendship score.

Anytime during your turn, you may spend 5 **Giggle** points to [**Corrupt**] in an enemy within 10 squares of your choice as a free action.

[Corrupt]

Effect: You **Corrupt** an enemy, giving them the following status effects until combat ends. Enemies may suffer from multiple **Corruptions** at the same time.

Corruptions

The Liar: When the enemy uses a healing surge, they lose AC equal to their primary stat

The Grump: When an enemy deals damage, they deal equal damage to one enemy of your choice within 10 squares.

The Hoarder: The enemy steals the move action of an enemy of your choice within 10 squares, getting two moves a turn.

The Brute: When the enemy starts their turn within 3 squares of another enemy, they must make a free strike against one of them.

The Deserter: The enemy cannot buff their allies, flank enemies, nor assist on rolls.

The Failure: All critical strikes by the enemy automatically drop to misses unless they give up their entire next turn.

Killing Joke

Chaos 1

Stop me if you've heard this one...

"See, there were these two mares in a lunatic asylum and one night, one night they decide they don't like living in an asylum anymore..."

Encounter (Special) ♦ Magic, Gag

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter. These rules apply to [Ingredient] as well.

Standard Action Area burst 2 within 10 squares

Target: Each enemy in burst

Attack: Friendship vs. AC

Hit: You deal 1[W] + Friendship damage.

The enemy takes ongoing damage equal to your Friendship score (Save ends). During this ongoing damage, they lose their movement action due to fits of laughter.

Glancing: Generate 5 Giggle points, and teleport up to five squares.

Increase damage to 2[W] + Friendship damage at 5th level.



When everypony's eyes are turned onto the performer singing and dancing on the world stage, their eyes often glance over the strings pulling at the useful idiot.

At Will ♦ Magic, Stance
Minor Action Personal

Effect: At the beginning of your turn you may designate an enemy that has been **Corrupted** by you as a **Puppet**.

When it is the **Puppet's** turn, they must take their standard action first. After this, you move them up to their move speed in a direction you desire. This movement **does not** provoke attacks of opportunity.

You may only have one **Puppet** at a time.



Storm of Chaos

Chaos 3

Every hurricane has an eye. The same goes with the swirling madness of Chaos brought on by you. For in the center of the checkerboard landscape and emerald sky stands you looking pretty.

Daily ♦ Magic
Minor Action Personal

Effect: For 1d3 rounds, the amount of **Giggles** you generate doubles. During this time, you may spend 3 giggles as an action point

Chocolate Rain

Chaos 4

*Chocolate Rain
 Some stay dry and others feel the pain*

Encounter ♦ Magic, Gag
Standard Action Ranged 10

Target: One Creature

Attack: Friendship vs. AC

Hit: You deal 1[W] + Friendship damage. The enemy takes ongoing damage equal to your Friendship score (Save Ends), and the foe becomes too slick with chocolate milk. When they move, or are pushed, they move in a straight line at their run speed.

All foes that the enemy passes through on their movement are knocked prone and suffer damage equal to your Friendship score. If the enemy hits a hard surface that stops its movement short, it takes damage equal to your Friendship score.

Glancing: Until the start of your next turn, when you provoke an attack of opportunity, the enemy attacks themselves.

Insanity's Throne

Chaos 5

*What has four legs, can be moved around and has a nice cushion that you can plop your rump on when tired?
 A pony! What, did you think I meant?*

Daily ♦ Magic, Gag
Standard Action Ranged 10
Target: One Creature
Attack: Friendship vs. AC

Hit: You deal 1[W] + Friendship damage.

The enemy transforms into a throne fit for a God of Chaos, for a number of rounds equal to half your Friendship score. They are unable to take any action during this time, but may be attacked.

You may teleport into their square and sit upon them at any time during your turn as a free action. While on the Throne you may **Corrupt** one enemy a turn for free.

Upon the rounds being over, the throne transforms back into the bewildered enemy's original form. You may teleport up to 5 squares where you'd like instantly after placing three **Corruptions** on this enemy for free.

Glancing: For 1d3 rounds, you emanate pure chaos out 3 squares in all directions. Foes that start their turn in this area suffer one corruption a turn for free.

*A legendary pundster, Sir Laughs-A-Lot the Third was once beaten to death by an angry mob for the pun of it.
That joke wasn't very punny, was it?*

Encounter ♦ Magic, Gag

Standard Action Ranged 10

Target: One Creature

Attack: Friendship vs. AC

Hit: You deal 1[W] + Friendship damage.

For 1d3 rounds, the enemy loses all semblance of sanity. They stand around babbling to themselves out loud, telling awful puns, losing their turns.

Any other foes that are within five squares that can hear the puns will attack their insane friend, ignoring all danger to get at them.

Any of these attacks by the insane foe's allies that are successful count as critical strikes for damage and effects.

Glancing: All enemies that are corrupted within 3 squares of you lose their entire next turn.

Outside the Royal Canterlot Castel lies a garden where all kinds of lovely statues in so many poses. If only those amused subjects knew where they came from, they'd be horrified.

Daily ♦ Magic, Gag

Standard Action Ranged 10

Target: One Creature

Attack: Friendship vs. AC

Hit: Stone slowly encases the enemy from the ground up until they are frozen grotesquely before their companions permanently.

Enemies that can see the statue must make a save at the beginning of their turn or suffer complete terror, losing all their actions.

The newly created statue may be freed once this magic has been dispelled. They are aware of their surroundings and immortal until this occurs.

Glancing: Gain an action point for every enemy that you have corrupted. Until the end of the encounter, corrupt an enemy for free when you spend an action point.

Every blue moon, you feel a little blue, under the blue evening sky, when you realize you didn't quite wash your claws and hooves well enough as instructed. In fact, you blue it.

Encounter ♦ Magic

Free Action Personal

Trigger: An enemy that has been Corrupted hits you.

Effect: You sneeze on the enemy before they get their hit in, spreading your illness to them. They float off the ground harmlessly, without inflicting damage on you. They lose out on their next turn entirely.

Though chaos may seem random, there is actually an eloquent way to measure it, as once described by the great Magician Starswirl the Bearded. He shortly went mad after realizing this.

Permanent ♦ Magic

Personal

Effect: You now generate a **Giggle** point at the start of your turn, and always begin combat with 4 **Giggle** points.

When you **Corrupt** an enemy, you gain a stacking +1 Friendship that lasts until end of the Encounter.



Spirit of Music

Ever see that movie Sara Pilgrim, where she has to fight the Seven Evil Exes? Unfortunately for you I'm the Eighth one.



Class Traits

Role: Buffing Leader. You serve as the sturdy pillar that holds the rest of the group up. Powers that you bring to the battle both buffs your friends and handicaps your foes.

Key Ability Scores: Friendship (Primary)

Armor Proficiencies: Light, Medium

Weapon Proficiencies: Spellcraft, Ranged

Life Points: Knowledge + Integrity x Level +9

Stamina Points per Level Gained: 7

Healing Surges Per Day: 4 + Integrity

Play Style: This class is for players that want to be a crucial element to the group without chasing big numbers. Music boosts their allies through subtle means, handing out bonuses that keep them going through the fiercest battles. Amid the chaos of a makeshift dance floor, your techno blasts those who would harm you and your friends off their hooves. A well-timed track change gives the cue for your amigos to jump in for a fierce mosh pit that would make a metal band proud.

Loud. Other ponies may get by in life by trying to hide amongst the crowd, or exhibit a gentle demeanor, but you turn heads everywhere you go. Gaudy colors mixed with bright accessories join in with your intense music to set a style that others instantly recognize you by.

Musicians carry a special talent in their ability to make other ponies move. Songs play to the soul, enticing others to bob their heads along unknowingly. This crowd-sourcing of entertainment is rewarding in that soon fans from all over will go to immense lengths to protect, laud and follow you.

Musical ponies are always looking for exciting new sounds to sample into their beats, always in search of the ultimate track that will cement them in the memory for not just one season, but every year from here-on.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Health Ability	+7	+7	+7	+7	+7	+7	+7	+7	+7	+7
	Eating Electronica, Bass Drop	Everyday I'm Shufflin	Mine goes to 11	Mosh Pit	Chill-Out Trance	Beats Per Minute	VIP Lounge		Adoring Fan base	Professional Party Pony
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Elating Electronica

Music 1

It's sweet to just sit around and listen to music sometimes, but you feel most alive when ponies are calling out your name as their hooves pound the dance floor.

At Will (Special) ♦ Magic

Free Action Personal

Effect: When you use an ability, you will have a **[Audience]** modifier to either its damage, or bonus.

With **[Audience]**, for every ally within a 10 square distance that can hear your music, you will receive a stacking +1 to the effect.

For Example: If an ability does 1 [Weapon] Damage + Friendship + [Audience] and there are 3 allies within 10 squares, then it is 1 [Weapon] + Friendship + [3].

Bass Drop

Music 1

There's nothing like having an audience cheering with the music just swelling and building until it all slams into silence that makes your heart miss a beat.

Encounter (Special) ♦ Magic

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Area Burst 3 within 10 squares

Target: Each enemy in burst

Attack: Friendship vs AC

Hit: Each enemy struck takes 1 [W] + Friendship damage. Until the end of their next round, all enemies cannot regain Stamina through any means.

Glancing: You and each ally within 10 squares heals Stamina equal to your Friendship + **[Audience]**.

Increase damage to 2[W] + Friendship damage at 5th level.

Everyday I'm Shufflin'

Music 2

Being a professional party pony is a lifestyle, not just a gig. You wake up every morning for eight million rock squats in a row, seven or eight at a time, then shuffle off to work.

At Will (Special) ♦ Magic, Stance

Minor Action Personal

Effect: As long as you remain in this stance, you and your allies within 10 squares receive a bonus to their damage rolls equal to your **[Audience]** size.

In addition, when you or an ally affected by your stance strikes an enemy successfully, they regain Stamina equal to your **[Audience]** size.



DJ battles are rather legendary events. Ponies trot out their best sets, and drop beats so fat that the earth rocks. You have yet to lose a spin-off yet because your speakers go to 11.

Daily ♦ Magic**Minor Action Personal**

Effect: You create action points equal to you **[Audience]** size that last for 1d3 rounds.

When you or an ally takes their turn, you may give them one of these action points as a free action at any time.



For many club-goers, dancing is a full contact sport. Lifestylers can usually be spotted by bruises, a slight swagger in their gait and an obscene amount of glow sticks.

Encounter ♦ Magic**Standard Action Area** Burst 3 within 10 squares**Target:** Each enemy in burst**Attack:** Friendship vs AC

Hit: Each enemy struck takes 1 [W] + Friendship damage. Until the end of their next round, all enemies hit cannot move and lose out on their move action.

Glancing: Upon being cast, each ally within 10 squares may teleport to an enemy struck by this ability as a free action.

Until the start of your next round, you and all allies within 10 squares deal damage equal to your **[Audience]** size to all adjacent enemies when they start their turn.

Electronic dance music has so many genres to explore. One of your favorites is the subtle repeating beats known as Trance. Helps to zone out and ignore your neignsayers in a pinch.

Daily ♦ Magic**Standard Action Area** Burst 3 within 10 squares**Target:** Each enemy in burst**Attack:** Friendship vs AC

Hit: Each enemy struck takes 1 [W] + Friendship damage. Until the end of their next round, all enemies hit lose out on one of encounter powers. If they are out of encounter powers, then they lose out on a daily.

Glancing: For 1d3 rounds, when you and your allies within 10 squares spend an action point for an extra standard action, an encounter power that has already been used this combat may be reused if it is on cool down.

If you and your allies successfully attack with an encounter power using an action point, then add additional damage equal to your **[Audience]** size.

Beats Per Minute

Music 6

When mixing tracks on the fly, it's important to maintain one set BPM, or else your audience is going to lose their rhythm. Not a pretty sight to say the least.

Encounter ♦ Magic**Standard Action** Area Burst 3 within 10 squares**Target:** Each enemy in burst**Attack:** Friendship vs AC

Hit: Each enemy struck takes 1 [W] + Friendship damage. Until the end of their next round, all enemies suffer damage equal to your **[Audience]** size when they move or miss an attack.

Glancing: All allies within 10 squares get an instant attack of opportunity on an enemy within melee distance.

For this attack, add in your **[Audience]** size to both the To Hit and Damage. If your ally hits, the attack is auto-converted to a critical strike.

VIP Lounge

(Utility) Music 7

Most ponies spend their entire life wondering what goes on inside the VIP lounge, behind those big Zebra bouncers. Mostly Super Smash Sisters on a big screen.

Encounter ♦ Magic**Immediate Reaction** Personal**Trigger:** An ally loses all their stamina within 10 squares

Effect: After the attack finishes, pull the ally into a square adjacent to you. They instantly heal a quarter of their stamina, and gain AC for one round equal to your **[Audience]** size.

Adoring Fan Base

Music 9

Having a loyal group of ponies following your every whim and twitter message hasn't gone to your head. Nope! Why has your latest update only gotten half a million likes?

Daily ♦ Magic**Move Action** Personal

Effect: Increase your **[Audience]** size by one every turn.

In addition, each time an ally regains stamina through the use of your abilities, increase your **[Audience]** size by one. These boosts last until the end of the encounter.

Professional Party Pony

Music 10

Being a DJ isn't just a choice, it's a lifestyle that requires real commitment: the commitment to getting up at the crack of noon with a wicked hangover.

Permanent ♦ Magic**Personal**

Effect: For the purposes of determining your **[Audience]** score, all allies now count as two points each.

Gain an action point every time an ally within 10 squares regenerates stamina through one of your abilities.

When you spend an action point, boost your **[Audience]** score by two until the end of the encounter.



Spirit of Embers

*"They say that a single candle burns brightest in the dark.
Let's see if they can spot me from the Moon."*



Class Traits

Role: Group Striker. You destroy the battlefield with searing fires and vortexes of flame. Your powers deal severe damage and let your allies move in for the final strike.

Key Ability Scores: Friendship (Primary)

Armor Proficiencies: Light

Weapon Proficiencies: Ranged, Spellcraft

Life Points: Knowledge + Integrity x Level +8

Stamina Points per Level Gained: 7

Healing Surges Per Day: 4 + Integrity

Play Style: This class is for players that want to destroy a lot of enemies at once in a single-minded fashion. Your damage compounds, and works with tanks to craft areas too deadly for foes to survive in for long. You belch for flames, from within your belly if you're a dragon, or perhaps by spitting out flaming liqueurs if you're a pony, but the result is the very air growing wavy over the dancing flames rising up from the grounds.

Boom. Dragons are legendary beasts feared across Equestria for a reason, and their disciples understand the fierce power they can conjure forth with a roar. Scales glint in Celestia's sunshine, as you sail above the lands that you could rule over if you desired.

Fiery reptiles and their pony associates are slow to anger creatures. But an explosion of fire fanned by flapping leathery wings or tossed on piles of burning oils let foes know they crossed the line and assure allies they are there to aid them. They are not the boastful leaders of a group, but rather the dangerous ace-in-the-hole ready to be played when necessary.

Ember spirit folk look for new ways to deploy their fiery powers. An old saying you adhere to is, 'some ponies just want to watch the world burn'. 12

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Stamina	+7	+7	+7	+7	+7	+7	+7	+7	+7	+7
Ability	Fan the Flames, Emerald Fireball	Pyromania	Fahrenheit 451k	Blazing Back Draft	Thermo Magical Explosion	Fire Wall	Thousand Year Nap		Reign Of Fire	King Char mander
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Fan the Flames

Embers 1

You learned at an early age how to play with fire and come out unscathed. Now a strong sweep of your tail serves to send the dancing embers higher.

At Will (Special) ♦ Magic

Free Action Personal

Effect: When you successfully deal damage to an enemy, you and all allies within 10 squares of you may heal for 1 Stamina point per enemy hit.

At level 5 this effect increases to 2 Stamina points per enemy hit and at level 8 this effect increases to 3 Stamina points per enemy hit.

This effect **does not** apply to Ongoing Damage (Save Ends) effects.

For Example: If you throw a fireball that hits 5 enemies successfully, you and all allies within 10 squares heal for 5 points of Stamina.



Emerald Fireball

Embers 1

Ponies are used to flames of tangerine and azure. So when you belch out an emerald sphere that superheats the very air around you, they know not to try to compete with you.

Encounter (Special) ♦ Magic

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Area Burst 3 within 10 squares

Target: Each enemy in burst

Attack: Friendship vs AC

Hit: Each enemy struck takes 1 [W] + Friendship damage.

Glancing: You leave a patch of blazing fire in the area you attacked. All enemies that end their turn or move into the fire take damage equal to your Friendship score + Level. This fire area lasts until end of combat.

Increase damage to 2[W] + Friendship damage at 5th level.

Pyromania

Embers 2

Burn baby burn. You did start the fire, and you'll see it spread like wild across the country. Every crackle mixed with cackles makes your blood warm.

At Will (Special) ♦ Magic, Stance

Minor Action Personal

Effect: As long as you remain in this stance, when you **Critical Strike**, you deal damage to **both** your enemy's Stamina AND Life points.

In addition, after rolling an attack, you may spend ¼ of your total Stamina Points to deal damage to **both** your enemy's Stamina AND Life points.

For Example: If you Critical Strike an enemy, and roll 12 damage total, the enemy takes 12 damage to both their Stamina AND Life points.

Fahrenheit 451k

Embers 3

For dragons, firefighters spread their namesake to help prepare the lands for laying their eggs. Heat as hot as lava bubbles up when you lay down a fresh patch of flame.

Daily ♦ Magic

Minor Action **Personal**

Effect: For 1d3 rounds, you may activate Pyromania's effect without spending Stamina points.

In addition, you deal damage equal to your Friendship score plus level to enemies that start their turn next to you.

Blazing Backdraft

Embers 4

Like a slow-moving wave, the heat crawls across the ground looking for new sustenance. It's your choice to let it go wild or herd it like a good shepherd.

Encounter ♦ Magic

Standard Action **Area** burst 2 within 10 squares

Target: Each enemy in burst

Attack: Friendship vs. AC

Hit: Each enemy struck takes 1 [W] + Friendship damage.

Hit enemies take ongoing damage equal to Friendship + level (Save Ends). During this time, when the enemy misses an attack, regain stamina equal to your Friendship score.

Glancing: Until the start of your next turn, enemies cannot move next to you. If they are in an adjacent space and cannot move or choose not to, they are shifted 1 space back as a free action at the start of their turn.



Thermomagical Explosion

Embers 5

Magic is a nifty thing. Most ponies don't know but if you cross the streams with a little bit of fire, it causes a really nifty boom. Warning: Do not stand within 5 miles of blast radius.

Daily ♦ Magic

Standard Action **Area** burst 2 within 10 squares

Target: Each enemy in burst

Attack: Friendship vs. AC

Hit: Each enemy struck takes 1 [W] + Friendship damage.

Enemies hit are knocked back squares equal to your primary stat. Any of their allies that they hit along the way are also thrown back. All enemies affected by this knock back are prone once they land.

Glancing: Until the start of your next time, all enemies within five squares that are prone automatically have all successful attacks upon them converted to Critical Strikes from all sources.

Firewall

Embers 6

Walls are wonderful for protecting a home. They keep animals out, give a difficult barrier for thieves to scale and mark where you live. And if they're on fire, all the better.

Encounter ♦ Magic

Standard Action **Area** Line 1x5

Target: Each enemy in line

Attack: Friendship vs. AC

Hit: Each enemy struck takes 1 [W] + Friendship damage.

Enemies that start their turn or pass through the Area take damage equal to your Friendship + level to both their Stamina and Life Points. This Area of fire lasts for 1d3 turns.

Glancing: Allies that start their turn or pass through the fire Area automatically have their first successful attack on that turn converted to critical strikes. Allies that use ranged attacks through this fire Area add your Friendship score to their To Hit roll.

Thousand Year Nap (Utility) Embers 7

All these ponies are in such a hurry. Sometimes they need to just learn to pick out a cave, lay down on some gems and take a small nap. Maybe 2000 years or so will do.

Encounter ♦ Magic

Immediate Reaction Personal

Trigger: You run out of Stamina

Effect: Immediately regenerate Stamina equal to your primary score. Your next turn you may use **Pyromania** without paying the requisite amount of Stamina points per attack.

Reign of Fire Embers 9

Princesses rule over Equestria, but their reach is only so far. You'll go that distance and beyond to bring burning justice to all the lands under the blistering sun above.

Daily ♦ Magic

Standard Action Area burst 2 within 10 squares

Target: Each enemy in burst

Attack: Friendship vs. AC

Hit: Each enemy struck takes 1 [W] + Friendship damage.

Each enemy hit takes ongoing fire damage equal to your Primary Stat (Save Ends).

Glancing: The sky darkens as you belch a fireball up into the sky, only to have it shatter and rain down like flaming hail. Until the end of the encounter, each enemy does not regain Stamina at the beginning of their turns.

In addition, you may mark one enemy at the beginning of each of your turns. You may use **Pyromania** on this enemy without paying the requisite Stamina cost. You may only have one enemy marked at a time, and marking a new enemy cancels it this out on your last target.

King Charmander Embers 10

There is no denying you are the Lord of Embers, ruling with a fiery crown and using your magical strength to subjugate all foes. You may be a righteous ruler, but you have fire in your blood.

Permanent ♦ Magic

Personal

Effect: You now only have to pay 10 Stamina points to use **Pyromania** at any time.

After you have rolled all your attacks, you may spend ¼ your Stamina to reroll all missed attacks.

When you deal damage, for each target you hit, gain 1 Stamina point until you reach your maximum health.



Spirit of Shadows

"You think Darkness is your ally? You merely adopted the dark. I was born in it, molded by it..."



Class Traits

Role: Controlling Striker. You are master of the battlefield, throwing shadows up for enemies to chase fruitlessly before swooping in to seal their fate.

Key Ability Scores: Integrity

Armor Proficiencies: Light, Medium

Weapon Proficiencies: Melee

Life Points: Knowledge + Integrity x Level +9

Stamina Points per Level Gained: 8

Healing Surges Per Day: 5 + Integrity

Play Style: This class is for players that want to deal precise damage to the biggest, baddest foe on the field while retaining some of the utility of being able to dictate the flow of a battle. You pull the sleeping shadows forth to fight on behalf, swooping in between the black darkness then springing out like a filly's nightmare. Even the stoutest soldier loses their nerve in the engulfing grasp of the very shadows they cast.

Darkness. The unknown is a terrifying reality for ponies that stare out into its murky depths wondering what resides there. A Spirit of Shadows revels in being hidden away from the world and understands what secrets the night holds.

Whether pulling the shadows to you like a squirming second set of armor, or throwing the muck out akin to a whipping tentacle, a Shadow pony wields the power of where the sun is afraid to touch.

When in combat, they blanket the field with a protective shield of black. Allies that hide away under it will find a safe space even in the thickest warfare while foes peer from the edges with uncertainty. Shadow ponies give a tremendous advantage to those willing to throw in their lot with the unknown.

	Level 1	Level 2	Level 3	Level 4	Level 5	Level 6	Level 7	Level 8	Level 9	Level 10
Stamina	+8	+8	+8	+8	+8	+8	+8	+8	+8	+8
Ability	Void Armor Twilight Zone	Night Mare	Witching Hour	Sparkling Moon Beam	Deadly Black Out	Strike of Mid Night	To the Dark Ness		Shadow Boxing	Child of the Night
Merit Points	2		1		1		1		1	
Bonus to Stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats		+1 to two stats

Void Armor

Shadows 1

Shadows can be an ally when called upon, coming to your aid by wrapping lovingly about your hooves and body like a cocoon of darkness slipping across the ground to nip at the feet of foes.

At Will (Special) ♦ Magic

Free Action Personal

Effect: You solidify the shadows about you in the form of a monstrous visage. The darkness coats you like a second skin, and writhing tentacles lift up out of the writhing mass.

Once per a round, at any time, you may choose one of the following benefits while wearing your Void Armor

Writhing Tendrils: Your melee attacks have their range increased by 1

Maw of Darkness: When you successfully hit an enemy, deal damage to the enemy's Life Points equal to your **Integrity**, in addition to your regular damage.

Murky Dissipation: After the first time you are hit a round, you dissipate into darkness. All damage done to you is halved for the rest of the round. At the beginning of your turn, you rematerialize.

Swirling Oblivion: Each time that you successfully attack an enemy within melee range, deal damage to all enemies within **Close Burst 1** damage equal to your **Level**.



Twilight Zone

Shadows 1

You're about to enter a dimension of sound, a dimension of sight, a dimension of mind. You're moving into a land of both shadow and substance, into the Twilight Zone.

Encounter (Special) ♦ Magic, Weapon

Special: You can use this action twice per encounter, but only once per round. At level 8 you can use this power three times per encounter.

Standard Action Melee (Special)

Target: One Creature

Attack: Integrity vs. AC

Hit: You deal 1[W] + Integrity damage. The enemy loses AC equal to your **Integrity + Level**, and you gain a bonus to damage equal to that amount (**Save Ends**). When the enemy Saves, they regain the lost AC but you keep the bonus damage until end of combat.

Glancing: Create an **Area of Shadows** equal in size to half your Integrity around your target that lasts until end of combat. While you are within these Shadows, you may apply **[Shadows]** ability modifiers labeled after each power for free.

In addition, you may sacrifice your movement to teleport to your **Area of Shadows**.

You may only have 1 Area of Shadows in play at a time.

Increase damage to 2[W] + Integrity modifier at 5th level.

Night Mare

Shadows 2

Bat Ponies are sometimes confused with the mythical Vampire ones. Sometimes it's best to own this misconception to scare your foes.

At Will ♦ Magic, Stance
Minor Action **Personal**

Effect: As long as you remain in this stance, you may move your **Area of Shadows** up to half your move speed (round down) once per turn as a free action.

Enemies that are in your **Area of Shadows** take a penalty to **AC** equal to your **Level** until they leave the Area.



Witching Hour

(Utility) Shadows 3

The space between Midnight and the first hour of the morning is known as The Witching Hour. A great time to enjoy the pale moonlight, and spells are half-off!

Daily ♦ Magic
Minor Action **Personal**

Effect: For 1d3 rounds, you may use your **[Shadows]** abilities even when you're not in your **Area of Shadows**.

In addition, you may activate 2 **Void Armor** powers at the same time during these rounds.

Sparkling Moonbeam

Shadows 4

It's a little known fact that moonbeams can actually be trapped in bottles. Be careful because this stuff is super-hot to touch!

Encounter ♦ Magic, Weapon
Standard Action **Melee Weapon**

Target: One Creature
Attack: Integrity vs. AC

Hit: 1[W] + Integrity. The enemy cannot regain **Stamina** (**Save Ends**). During this time, when they would regain **Stamina**, you instead heal for that amount.

Glancing: Enemies within 2 squares of your target are thrown back up to your **Integrity** score. They are knocked prone by this action.

[Shadows] When you regain **Stamina**, allies within 5 squares also heal that amount. Lasts until the enemy succeeds at a (**Save Ends**) from this power.

Deadly Blackout

Shadows 5

When training to be a Lunar Guard, Bat Ponies wrap blind folds about their pearlescent eyes. Only by surviving a full month in complete darkness can they be accepted into the ranks.

Daily ♦ Magic, Weapon
Standard Action **Melee Weapon**
Targets: One Creature
Attack: Integrity vs. AC

Hit: You deal 2[W] + Integrity damage. The enemy is struck **Blind**, and cannot critically strike (**Save Ends**).

Glancing: Each time the enemy is attacked by you but missed, they take damage equal to your **Integrity** score. This lasts until they successfully (**Save Ends**) From the blindness.

[Shadows] Each time the enemy is attacked by you and your allies but missed, the enemy takes damage equal to the attacker's **Primary Stat**. This lasts until they successfully (**Save Ends**) from blindness.

Strike of Midnight

Shadows 6

Darkness falls across the land, the Midnight hour is close at hand. Creatures crawl in search of blood to terrorize y'all's neighborhood.

Encounter ♦ Magic, Weapon
Standard Action **Melee Weapon**
Target: One Creature
Attack: Integrity vs. AC

Hit: 1[W] + Integrity. Copy all damage dealt and apply it to all enemy targets within your **Area of Shadows**.

Glancing: Before you make this attack, you may move an Area of Shadows up to your move speed.

[Shadows] Gain a bonus to attack equal to your **Integrity** score for this attack. Enemies hit by this attack are thrown prone and lose **AC** equal to your **Integrity** (**Save Ends**).

To the Darkness

(Utility) Shadows 7

There's a spirit deep within you that must remain concealed. Where the heart of a warrior can never be revealed. Back to the shadows, back to the shadows.

Encounter ♦ Magic

Immediate Reaction Personal

Trigger: Your Life Points Are Hit

Effect: You teleport immediately to your **Area of Shadows** are the damage and effects resolve. You may make an immediate (Save Ends), and until the start of your next turn, you gain a bonus to your AC equal to your level.

Shadow Boxing

Shadows 9

Bat foals practice on the side of a building, punching with hooves out against nothing while their shadows play along. Great training, but better when the shade they cast fights back.

Daily ♦ Magic

Free Action Personal

Effect: When you're within the cover of your Area of Shadows, you may teleport up to 10 squares away as a free action.

After teleporting, the first attack you perform is converted to a critical strike upon successfully hitting an enemy.

When you critically strike, you may create an Area of Shadows on you then apply your [Shadows] effect for that attack.

This effect lasts until end of the encounter.

Child of the Night

Shadows 10

The Lunar Guard is more than a collective of soldiers. They're a cadre of like-souled ponies and allies dedicated to keeping Equestria safe through the night.

Permanent ♦ Magcal

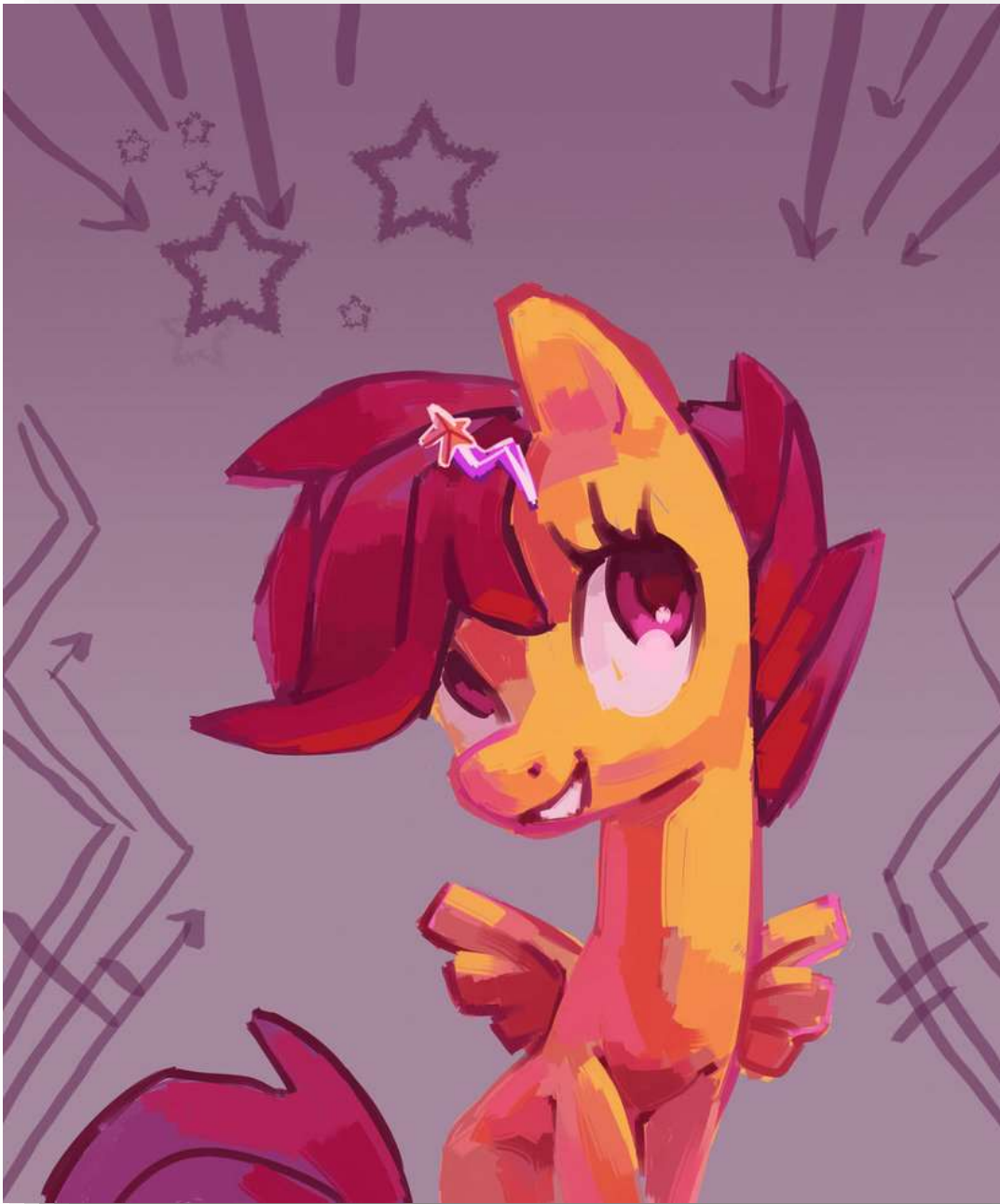
Personal

Effect: You may choose an additional Void Armor power per turn. This stacks with Witching Hour.

During combat, when you hit an enemy, that enemy suffers a -1 to AC that stacks. This lasts until end of encounter.



Chapter 4: Merits



Traveling Rock Farm

Prerequisite: N/A

Benefit: You possess a small wagon that you use as a base of operations. In addition to providing space for you to put items, and house NPC companions, when you, or a friendly ally rests in your home, you receive a +2 morale bonus to all rolls for the following 3 days. Goes up to +3 at level 5, +4 at level 8. Does not stack.

Have Tuba, Will Travel

Prerequisite: Friendship 3

Benefit: You may roll a perform check (Friendship vs Integrity) against any non-hostile crowd within earshot. If you succeed, they may not take any actions beyond listening intently or dancing along unless a hostile action is taken within perception range.

Jill-of-All-Trades

Prerequisite: Taken at Character Creation

Benefit: You receive a +2 to every skill. All skills are considered trained for the purposes of rolls and abilities and merits.

Special: You do **not** receive +5 skill training bonuses at character creation. Foals **cannot** take this merit.

Go-Getter

Prerequisite: N/A

Benefit: You have a +4 to initiative rolls. In addition, you may act on the same round you wake-up from sleep.

Special: This stacks with the pegasus racial feat.

Night Pony

Prerequisite: N/A

Benefit: Your eyes are so well adjusted for darkness that you can see perfectly in pitch-black night up to sixty feet away. In addition, you do not suffer any penalties when counted as blind in combat.

Good Vibrations

Prerequisite: N/A

Benefit: You are capable of allowing one ally within 10 squares of you to reroll a critical failure (1) once per day. In addition, their next roll has a bonus equal to your level added to it.

One Crazy Weekend of Studying

Prerequisite: N/A

Benefit: For each rank of this merit, you may choose a skill and add training in it (+5). In addition, all skills you have training in receive a permanent +1.

Living Armory

Prerequisite: Strength 3

Benefit: You ignore the penalties to skills and movement when wearing armor heavier than light class. In addition, you may sleep in your armor without rolling endurance when determining whether you have a full night's rest or not.

Lucky Dog

Prerequisite: N/A

Benefit: You have a 50% chance that traps sprung against you will not harm you in any fashion. In addition, when you're gambling, you may roll two d20's instead of one and choose which result you wish to use.

Air-Head

Prerequisite: Acrobatics Trained

Benefit: You are capable of making leaps standing still equal to that of a running start. When you fall, you may choose to decelerate to the speed of a feather. In addition, you take no fall damage at any time.

Light Sleeper

Prerequisite: N/A

Benefit: You only require half amount of the time normally needed for a full night's rest. In addition, you may make perception rolls as if you were awake for the purpose of spotting a creature while sleeping.

Special: Changelings **cannot** take this merit.

Resolute Soul

Prerequisite: N/A

Benefit: For every time you take this merit, you gain a permanent 5 Life Points. In addition, you get +2 to rolls to determine if you get rid of a negative status effect.



That'll be a Snap

Prerequisite: N/A

Benefit: Once per day, you may reroll a failed skill check. Or, once per day, before you roll a skill check, you may declare it will be a natural 20.

I Was so Assertive!

Prerequisite: Integrity 3

Benefit: You gain a resistance against mind-controlling effects, fear checks and intimidation checks equal to your integrity score. In addition, once per day when you succeed against one of these checks, your allies within 10 squares auto-succeed against that check as well.

We Were Making a Table?

Prerequisite: N/A

Benefit: Once per day, when an ally of yours within 10 squares attempts a skill check, you may add your skill bonus to theirs. In addition, when you attempt to assist an ally with a skill check, you automatically succeed.

Bounce Back

Prerequisite: N/A

Benefit: Once per day, when your Life Points would be reduced below 0, you may spend a healing surge without losing consciousness. Regain your full Life Points from this power.

Mare of Action

Prerequisite: N/A

Benefit: You now have a minimum of two action points when you rest. In addition, when you spend an action point during combat, you gain both a standard and a move action.



Paranoid Pony

Prerequisite: N/A

Benefit: Enemies do not gain Combat Advantage against you when flanking. In addition, you may roll initiative during an enemy's surprise round, and act during that round.

Making It up as You Go

Prerequisite: N/A

Benefit: You may use improvised weaponry without taking a penalty to attack rolls. In addition, you may make skill checks that require tools or ingredients without having them, as long as you can use something else in their place. Gain +2 to these skill checks.

Truly Radiant

Prerequisite: Magic User

Benefit: You can light up a 10-square area centered on you at will, or focus the light into a 15-square cone in the direction you're facing. Once per encounter, you can direct the light on an opponent's face with a Knowledge VS AC roll as a move action, blinding them for 1D4 rounds. In addition, once per day, you may create a vibrant and colorful light show with your horn, dazzling onlookers within 10 squares for 1D4 rounds with a successful Knowledge VS AC check.

Lots of Construction Goin' on

Prerequisite: N/A

Benefit: You gain +5 to all rolls for lifting, pushing, sliding or pulling. In addition, you may construct a 5 square barrier once per day that blocks Line of Sight for ranged attacks for 3 rounds.

Special: This stacks with the Earth Pony racial ability, Chords of Muscle.

Triple Talk

Prerequisite: N/A

Benefit: You may reroll failed Diplomacy or Bluff skill checks at the same DC with a -5 penalty to your roll. When a creature is attempting an Insight roll on you while you are talking, they receive a -5 penalty to their roll.

Saddle Sore Loser

Prerequisite: N/A

Benefit: You receive a cumulative +2 to attack rolls for each time you attack an enemy and miss. Upon your first successful attack, this resets to zero.

War Mare

Prerequisite: N/A

Benefit: You may switch weapons during a turn as a free action instead of having to use a move action. In addition, you may use all weapon types even if your class normally couldn't have access to it.

Cranky Face

Prerequisite: Intimidate Trained

Benefit: You may now use Intimidate in combat against an enemy. Roll your Intimidate against their Streetwise as a move action. If you succeed, they take a penalty to damage upon you and your allies equal to your level.

Princess-in-Training

Prerequisite: Diplomacy Trained

Benefit: You're either royalty, or just pretending to be, but either way ponies treat you with vast respect due to the way you present yourself. Once per day, you may use Diplomacy to make a neutral character a worshipful follower and party member until you sleep.

Breezy with the Breezies

Prerequisite: Nature Trained

Benefit: You are a friend of the Breezies, the tiny pixie-like ponies from a magical land. Once pay day, you may summon one by playing a tiny flute. It will appear for 1d3 rounds, increasing Stamina gained by you and your allies equal to your Friendship score. These pixies are too tiny to hit or act on their own.

Doctor's Hippogriffic Oath

Prerequisite: Heal Trained

Benefit: You may now use Heal checks in combat as a move action instead of a standard action. Once per combat, you may roll a Heal Check on an ally within melee range. Subtract 15 from your total and that is how many points of Stamina you restore to them. You cannot harm or take away Stamina from your allies with this power.

Sticky Hooves

Prerequisite: Thievery Trained

Benefit: Once per day, you may now use Thievery in combat to steal an enemy's weapon while in melee range of them. Roll Thievery versus their Perception for this check.

Black Cat Makeup

Prerequisite: N/A

Benefit: Once per day, when an enemy would critically strike you or an ally within 10 squares, you may turn it into a critical miss. If you do this, your next turn you cannot critically strike at all.

Background Pony

Prerequisite: Streetwise Trained

Benefit: You may now use Streetwise to hide within a crowd. Once per day, while hidden this way in a group of three neutral ponies or more, you may suggest they take a simple action, such as moving in a direction or shopping at a store. Enemies looking for you must roll Perception against your Streetwise to spot you.

Training Montage

Prerequisite: Cannot be taken at Character Creation

Benefit: Taking this merit lets you multiclass into a second class. You gain their level 1 Abilities, and may choose to replace your level 2 Stance with theirs. **You may only take this merit once.**

Rules Lawyer

Prerequisite: Bluff Trained

Benefit: You may bring combat to a grinding halt by arguing with an enemy that they are reading the rules incorrectly. Once per day, you may roll Bluff versus Perception to convince a foe they should spend their next turn reading the manual. As such they are unable to use any powers their next turn.

Comic Book Fan Mare

Prerequisite: Insight Trained

Benefit: You've totally read about this in one of your comic books! This is totally like what happened in New Foal Adventures issue 72! You may now use Insight to roll against enemies' Bluff in combat to determine what they do. If you beat them by 5, you may know their AC. By 10, you'll also know their Life Points and Stamina. By 15, their attack bonus and what powers they have.

The Tenacious D(onkey)

Prerequisite: Endurance Trained

Benefit: Unstoppable Force meet Immovable Object. When you are pushed or thrown back, instead roll Endurance versus the enemy's Acrobatics. If you win, they instead suffer the push or throwing back. They take full falling damage and are prone if thrown this way.

Backup Dancer

Prerequisite: N/A

Benefit: Once per day, when an ally within 5 squares spends an Action Point, you gain one. In addition, once per day, when an ally spends an Action Points within 5 squares, you may spend one as a free action too to perform a Standard Action on their turn.



Wiz(ard) Kid

Prerequisite: Arcana Trained

Benefit: You've read every spell in the book, know every formulae and can recite incantations backwards and forwards. Once per day, when an enemy goes to use an ability you may as a reaction roll Arcana vs Insight. If you beat them, gain a copy of their ability that was cast.

Most Faithful Student

Prerequisite: Religion Trained

Benefit: Praise the Sun and Moon! During combat you may recite holy verses to an ally to remind them what they fight for. When you spend an action point, an ally within 5 squares of you may spend a healing surge for free.

Heart Strong as Horses

Prerequisite: N/A

Benefit: Increase your Stamina regeneration by your level. This stacks with your natural and class Stamina regeneration. **You may only take this merit once.**

Filly Second

Prerequisite: N/A

Benefit: Gotta go faster, faster, faster! No pony can even hope to catch you. On a turn that you dodge an Attack of Opportunity, you receive a +2 to all rolls until the end of your turn.

Bouncing Tumbleweed

Prerequisite: Acrobatics Trained

Benefit: When you come up against trouble, sometimes it's better to know when to fold and roll with the punches – literally. Once per combat, when you are critically struck, you may suffer half damage and roll up to three squares away as a free action.

Cloven Hooves

Prerequisite: N/A

Benefit: You're so mean that even your hoof trail looks like a satyr ran through. When you use an Action Point, gain an aura that deals damage equal to your primary stat to all enemies that move into or start their turn in melee range.

Time to D-D-Duel

Prerequisite: N/A

Benefit: Once per battle, select an enemy, and announce them as your Dueling Opponent. They are marked until the end of combat. Gain a bonus in attacking them equal to your level on your first attack of each round. At the beginning of each turn you must sacrifice your natural Stamina Regeneration to keep the attack bonus against your Dueling Opponent.

The Bomb Squid

Prerequisite: Dungeoneering Trained

Benefit: Is that a ticking package? Time to call in the Bomb Squid and her Squad! When you spring a trap, if it misses you, you may roll a Dungeoneering vs AC against it. If you beat the roll, you may defuse and take the trap for setting up later on your own. You may only take traps equal to you in size.

Goof Off

Prerequisite: N/A

Benefit: Once per battle, designate an enemy within ten squares as the target of a Goof Off challenge. Create a shared Goof Off pool; each time one of you uses an ability, add one stacking point to the pool. Until end of combat, when you strike the enemy or the enemy strikes you, add in a bonus to damage equal to the Goof Off pool. You may spend an Action Point to reset the Goof Off pool number.

Steady Hooves

Prerequisite: N/A

Benefit: You're the kind of pony that likes to take your time to line up a pie at a pony's face. You may sacrifice your move action during your turn to gain a +3 to ranged and attack rolls until the end of your turn.

Party of One

Prerequisite: N/A

Benefit: You're the kind of pony that could stand unblinking against a stampede. While you're next to an enemy, you are considered to have Combat Advantage against them even if they are considered unflanked.

Wonderbolt Academy Drill Sergeant

Prerequisite: N/A

Benefit: You have the training, the tools and the bark to make ponies step in time. When you use a healing surge, one ally within 5 squares may use one as a free action with no bonuses.

Five-Point Tickle Strike

Prerequisite: N/A

Benefit: Training in the Himalayas with only the strongest griffon masters has taught you how to make even a Donkey giggle from tickles. Once per combat, when you strike an enemy while having Combat Advantage, they are knocked prone.

Super Danger Close

Prerequisite: N/A

Benefit: You may now use ranged and spells in melee combat without suffering a penalty or attack of opportunity.

Clever Yoga Poses

Prerequisite: Stealth Trained

Benefit: Who knew Tree Pose would be so helpful? You may now use Stealth without penalty while out in the open. Moving, attacking or using any abilities immediately breaks stealth.

Wendigo Storm

Prerequisite: N/A

Benefit: Once per combat, when you perform a critical strike, you may choose instead to downgrade it to a normal strike. If you do so, one enemy within 10 squares suffers the same damage and effects from the attack without any roll needed.

Too Tall

Prerequisite: N/A

Benefit: Put your left hoof, put your left hoof out...and out and out. You gain a permanent +1 to range for melee attacks that stacks with your abilities.

Find a Pet

Prerequisite: N/A

Benefit: You gain an animal pet companion that is controlled by the DM. You have a good enough understanding to be able to speak to them, and they are intelligent enough to understand instructions. They are capable of performing small actions outside of combat, such as opening doors, picking up items or listening to conversations. They cannot take part of combat.



Chapter 5: Equipment



Equipment helps to amplify the abilities of ponies and their allies who wish to stand up to the evils of the world.

For players to take their characters to the next level, having the right items is necessary for that goal.

The following chapter is dedicated to:

- **What** kind of items are there and how to use them.
- **What** kind of slots a character has for using gear.
- **How** to make their character even more diverse, or focused with armor and weapon customizations.

Armor

Armor is the first line of defense for a pony against those who would seek to harm them. Every class is given a list of armor types to choose from:

Armors are now grouped into only three categories.

- **Light** armor provides little defense against attacks, but increases the wearer's health significantly.
- **Medium** armor is a good balance of bonus to defense and health with little sacrifice to skill checks.
- **Heavy** armor is cumbersome, but makes sure the wearer can stand up to all sorts of evils.

Light Armor	Armor Bonus	Stamina Bonus	Minimum Level	Skill Check	Speed	Price (Bits)	Weight
Linen Dress	+1	+8	-	-	-	1	4 lb.
Silken Dress	+2	+16	4	-	-	Special	5 lb.
Cloud Weave Dress	+3	+24	7	-	-	Special	3 lb.
Medium Armor	Armor Bonus	Stamina Bonus	Minimum Level	Skill Check	Speed	Price (Bits)	Weight
Tree Bark Armor	+2	+6	-	-1	-	25	15 lb.
Ever Free Tree Bark Armor	+3	+12	4	-1	-	Special	15 lb.
Zap Apple Tree Bark Armor	+4	+18	7	-1	-	Special	15 lb.
Heavy Armor	Armor Bonus	Stamina Bonus	Minimum Level	Skill Check	Speed	Price (Bits)	Weight
Plate Armor	+3	+4	-	-2	-1	50	25 lb.
Canterlot Steel Armor	+4	+8	4	-2	-1	Special	25 lb.
Equestrian Guard Armor	+5	+12	7	-2	-1	Special	25 lb.



Armor Customizations

Customizations help a pony feel more comfortable in their gear by adding a personal flair to their ensemble. After all, what is the point of saving all of Equestria if you can't look fabulous doing it?

Armor Enchantments are now Armor Customizations.

- **All** customizations may now be put on a piece of armor when it is crafted, and worn from level one. They add no cost to the creation of the equipment.
- **Benefits** from the customizations stack on top of the piece of armor.

For example, you may take a Light Armor, such as a Linen Dress, which has +1 to armor class, and add the Customization Shed Fur-Lined. From levels 1 to 3, your Customization adds +1 to AC, making your piece of armor a total of +2 to AC. A Cloud-Weave Dress, which has +3 to AC requires you to be level 7 to wear. With Shed Fur-Lined added to it, which has an AC bonus that goes up to +3 at level 7 as well, you now have a +6 to your AC with that Cloud-Weave Dress.

Shed Fur-Lined

Level 1+

Nothing more comfortable than a nice layer of donated bunny fur in the dead of winter.

Lvl 1 +1

Lvl 7 +3

Lvl 4 +2

Armor: All

Enhancement: AC

Property: Level 1: Resist 3 Cold, Acid, Necrotic

Level 4: Resist 5 Cold, Acid, Necrotic

Level 7: Resist 7 Cold, Acid, Necrotic

Benefit: Once per combat, when you are hit by an ability that does Cold, Acid, or Necrotic, you ignore the damage and heal an amount equal to your resist score.

Tailor-Fitted

Level 1+

One time a Diamond Dog told you if you painted your armor red, you could go faster.

Lvl 1 +1

Lvl 7 +3

Lvl 4 +2

Armor: All

Enhancement: AC

Property: Level 1: +1 square when shifting

Level 4: +2 squares when shifting

Level 7: +3 squares when shifting

Benefit: Once per combat, you may run at three times your base speed, rather than just twice.

Gem Inlaid

Level 1+

Pinkie Pie once told you to 'shine on, you crazy diamond'. Maybe this is what she meant?

Lvl 1 +1

Lvl 7 +3

Lvl 4 +2

Armor: All

Enhancement: AC

Property: Level 1: Stamina Regen 1

Level 4: Stamina Regen 2

Level 7: Stamina Regen 3

Benefit: Once per combat, when you perform a critical strike, add damage equal to your level to the damage total.



Spring Loaded

Level 1+

Spring loaded shoes put a bounce in your step. What would spring loaded armor do?

Lvl 1 +1

Lvl 7 +3

Lvl 4 +2

Armor: All

Enhancement: AC

Property: Level 1: +5 to Acrobatics

Level 4: +10 to Acrobatics

Level 7: +15 to Acrobatics

Benefit: Once per combat, when you are hit, you may bounce the enemy back an amount of squares equal to your level. This movement does not trigger attacks of opportunity.

Artistically Camouflaged

Level 1+

Brown paint on the face, and leaves on your clothes are so last year. Now purple stripes...

Lvl 1 +1

Lvl 7 +3

Lvl 4 +2

Armor: All

Enhancement: AC

Property: Level 1: +1 AC against Ranged Attacks

Level 4: +2 AC against Ranged Attacks

Level 7: +3 AC against Ranged Attacks

Benefit: Once per combat, when an enemy misses you with a single target ranged attack, you may take an extra Standard Action your next turn.

Magically Infused

Level 1+

Magic is a living thing that comes from within; even those without a horn can learn to harness it

Lvl 1 +1

Lvl 7 +3

Lvl 4 +2

Armor: All

Enhancement: AC

Property: Level 1: +1 to Attack Rolls

Level 4: +2 to Attack Rolls

Level 7: +3 to Attack Rolls

Benefit: Once per combat, you may add your Primary stat to how much damage you deal on top of regular damage.

Expensive Cloth

Level 1+

Hey, this outfit cost a dozen bits! Keep it out of the mud, blood and rain, or there will be heck to pay

Lvl 1 +1

Lvl 7 +3

Lvl 4 +2

Armor: All

Enhancement: AC

Property: Level 1: Resist 2 AoE damage

Level 4: Resist 4 AoE damage

Level 7: Resist 6 AoE damage

Benefit: Once per combat, when you are hit by an Area of Effect attack, you may shift squares equal to the damage taken as an immediate, free action.



Weapons

Weapons form the offensive baseline that all attacks spring from, used to enforce a pony's will on the world in a very real way. Every class is given a list of weapon types they are in proficient in from the following categories:

Weapons are now grouped into only four categories.

- **Melee** weapons crafted from polished steel or finely carved from the sturdiest trees gives personal protection
- **Ranged** weapons give a pony reach on the battlefield, providing accurate strikes from afar.
- **Spellcraft** weapons devastate enemies with powerful arcana energies that unlock new opportunities.

Melee Weapons	Attack Bonus	Base Damage	Minimum Level	Range	Speed	Price (Bits)	Weight
Rusty	+1	1d12	-	-	-	1	4 lb.
Fine Steel	+2	2d12	4	-	-	Special	5 lb.
Mastercraft	+3	3d12	7	-	-	Special	3 lb.
Ranged Weapons	Attack Bonus	Base Damage	Minimum Level	Range	Speed	Price (Bits)	Weight
Frayed	+1	1d10	-	5 squares	-	25	15 lb.
Well-kept	+2	2d10	4	10 squares	-	Special	15 lb.
Royal Made	+3	3d10	7	15 squares	-	Special	15 lb.
Spellcraft Weapons	Attack Bonus	Base Damage	Minimum Level	Range	Speed	Price (Bits)	Weight
Arcane	+1	1d10	-	5 squares	-	50	5 lb.
Enchanted	+2	2d10	4	10 squares	-	Special	8 lb.
Mythical	+3	3d10	7	15 squares	-	Special	10 lb.

Weapon Types

Weapon Types are the exact model of sword or staff a pony carries onto the fields of battle. After all, hokey spells and ancient incantations are no match for a good sword at your side.

Weapon Abilities are all at-wills that can be used by any class proficient in the weapon category.

- **All** weapons have an **ability at-will** that can be activated before striking an enemy. These are proactive and have to be called out ahead of time – they do not stack with class powers!
- **Weapon At-wills** can be used an unlimited amount of times, but can only be used by classes proficient with the weapon. If your class is not trained in a weapon category, you may still use the weapon without penalty, but you **do not** gain the **proficiency bonus** of the weapon, OR the **at-will power**.



Melee Weapons

Minotauric Warhammer

These titanic weapons are carved from a single piece of ore the size of a growing dragon.

At Will ♦ Martial, Melee Weapon

Standard Action **Melee**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Rolling Shockwave

Hit: 1[W] + Primary Stat damage. All additional enemies within melee distance take damage equal to your primary stat.

Lunarian Honor-Guard Spear

Honor-Guards fight in row to strike in precise rows designed to open up foes' defenses.

At Will ♦ Martial, Melee Weapon

Standard Action **Melee Range 2**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Searching Spearthrust

Hit: 1[W] + Primary Stat damage. The enemy takes a penalty to AC until the start of your next turn equal to your level.

Acid-Etched Katana

This superior weapon can cut through steel because it is folded over a thousand times.

At Will ♦ Martial, Melee Weapon

Standard Action **Melee**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Thousand Cuts

Hit: 1[W] + Primary Stat damage. The enemy takes bleed damage equal to your primary stat (save ends). This ability does not stack.

Rusted Diamond Dog Pick

Once Diamond Dogs figured out they could use their claws to dig, these tools were forgotten.

At Will ♦ Martial, Melee Weapon

Standard Action **Melee**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Cave In

Hit: 1[W] + Primary Stat damage. The enemy cannot regenerate stamina for one turn by any means.

Crystal Heartian Hoplite Shield

Emblazoned with a depiction of the Crystal Heart, it reminds soldiers what they fight for.

At Will ♦ Martial, Melee Weapon

Standard Action **Melee**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Stubborn Bulwark

Hit: 1[W] + Primary Stat damage. You regain Stamina points equal to your primary stat.

Thundercloud Daggers

Thunder clouds' lightning can actually be easily plucked like an apple from a tree by a pegasus.

At Will ♦ Martial, Melee Weapon

Standard Action **Melee**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Lightning Strike

Special: You may move 1 square before this attack to get in range of an enemy. This movement does provoke attacks of opportunity.

Hit: 1[W] + Primary Stat damage, plus additional lightning damage equal to your move speed plus level.



Griffon-Clawed Gauntlets

Griffons are fiercely proud of their claws; most of their weapons only enhance them.

At Will ♦ Martial, Melee Weapon

Standard Action **Melee**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Sharp Pugilism

Hit: 1[W] + Primary Stat damage. Until the start of your next turn, when the enemy moves you may follow along as a free action.

You may choose where next to the enemy you would like to be after they move.

Field Surgeon's Bone Saw

Medics in the field must always be ready to perform whatever is necessary!

At Will ♦ Martial, Melee Weapon

Standard Action **Melee**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Cut to the Quick

Special: When you critical strike with this weapon, you may regain a use of your level 1 Encounter power.

Hit: 1[W] + Primary Stat damage.

Demolitionist's Construction Wrench

Destruction is easy, but building up is a slow but more rewarding process.

At Will ♦ Martial, Melee Weapon

Standard Action **Melee**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Wrecking Crew

Hit: 1[W] + Primary Stat damage. Allies within 5 squares receive a +1 to Critical Strike chances, and a +2 to AC until the start of your next turn.

This effect does not stack.



Ranged Weapons

Equestrian Games Practice Bow

When it's the dead of summer, sometimes foals shoot water arrows at each other for fun.

At Will ♦ Martial, Ranged Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Glacial Arrow

Hit: 1[W] + Primary Stat damage. The enemy loses their movement action for their next turn unless they sacrifice life equal to your level plus the amount of squares they move.

Sea Pony Swashbuckling Pistol

Please note that a pistol to a Sea Pony is more of a cannon that can be carried under the arm.

At Will ♦ Martial, Ranged Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Grapeshot

Hit: 1[W] + Primary Stat damage. The enemy is knocked back equal to half your level (Round up), or until they are stopped by an appropriate surface or object.

Zapp Cosplayer's Necklace

Some ponies take their LARPing very seriously, to a worrying degree.

At Will ♦ Martial, Ranged Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Arc Reaction

Hit: 1[W] + Primary Stat damage. Pick an enemy within 5 squares of the struck target. They suffer equal damage (No roll required to hit).

Steel-Coated Pegasus Wingfeathers

When it's a pegasus' birthday, it's tradition to dip a quill in ink. You take it a step farther.

At Will ♦ Martial, Ranged Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Wing Fan

Hit: 1[W] + Primary Stat damage.

Glancing: You deal ongoing damage equal to your level (Save ends).

Pinkie's Party Cannon

Never, ever go anywhere without this handy party artillery.

At Will ♦ Martial, Ranged Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Blast Off

Special: You can move up to 1 squares before this attack. This movement nor attack do not provoke attacks of opportunity.

Hit: 1[W] + Primary Stat damage. All enemies within melee distance take damage equal to your primary stat.



Ranged Weapons Continued

Pie Sisters' Autographed Guitar

*We're going to make everything blacker than black times **Infinity**.*

At Will ♦ Martial, Ranged Weapon
Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Head Banging Metal

Hit: 1[W] + Primary Stat damage. At the beginning of the opponent's turn, they must make an attack of opportunity against one of their allies if they are within melee distance. (Save Ends).



Tub o' Smooze Ooze

Smooze almost destroyed all of Equestria many years ago. Now he is a sticky mane gel!

At Will ♦ Martial, Ranged Weapon
Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Gak Attack

Hit: 1[W] + Primary Stat damage. During the enemy's next turn, any allies that move away without shifting do not provoke an attack of opportunity.

Nightmare Night Prank Eggs

Originally these were meant to be thrown at houses. Unfortunately that was five years ago.

At Will ♦ Martial, Ranged Weapon
Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Stinky Bomb

Hit: 1[W] + Primary Stat damage. For one round, the enemy cannot move into melee range of their allies. Any of their allies that start their turn next to the stinky enemy must use their move action to move away.

Country Pony's Rodeo Rope

Rope tricks are useful for wowing an audience of ponies and putting down a stampede.

At Will ♦ Martial, Ranged Weapon
Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Last Roundup

Hit: 1[W] + Primary Stat damage. You may move the enemy directly towards you up to a distance equal to your main stat. If they move within melee distance, you may make an attack of opportunity as a free action.

Bottled Dragon Breath

"Some ponies just want to watch the world burn..." -Discord

At Will ♦ Martial, Ranged Weapon
Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Pilot Light

Hit: 1[W] + Primary Stat damage. Until the start of your next turn, each time the enemy takes damage, add in your level stat to the damage.

Spellcraft Weapons

Cursed Tarot Cards

Let's have a look at your future, shall we? Uh oh, looks like DEATH is in your cards!

At Will ♦ Magic, Spellcraft Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Fortune Telling

Hit: 1[W] + Primary Stat damage. The enemy suffers a penalty to their next attack roll to hit equal to your level.

Sparkly Wizard's Cloak

Some ponies would question your choice of bedazzling a dazzling cloak. So...Shiny...

At Will ♦ Magic, Spellcraft Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Bedazzling Flourish

Hit: 1[W] + Primary Stat damage. Until the start of your next turn, the enemy cannot attack you unless it is within melee range.

Stop Sign Staff

A little bit more well-known than its cousin, the Compact Cart Parking Sign Staff.

At Will ♦ Magic, Spellcraft Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: You Shall Not Pass

Hit: 1[W] + Primary Stat damage. The enemy cannot move toward you unless it sacrifices AC equal to the amount of squares it moves until the start of your next turn.

Celestian Priestess Prayer Hymnal

Most of these hymns are still sung in church, except for the one about Celestia's Cutie Mark.

At Will ♦ Magic, Spellcraft Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Ave Celestina

Hit: 1[W] + Primary Stat damage. One ally within 5 squares receives a bonus to their next to hit attack roll equal to your primary stat. This ability does not stack.

Bottled Moonbeam

Oh a bottle of 952 A.C. Luna's Moon Brew? Supposedly the taste is out of this world.

At Will ♦ Magic, Spellcraft Weapon

Standard Action **Ranged 10**

Target: One Enemy

Attack: Primary Stat vs AC

Ability: Vintage Moonshine

Hit: 1[W] + Primary Stat damage. The enemy cannot use any special abilities beyond at-will powers for one round. Their powers that are reactive do not activate either.



Slot Items

Slot Items are an integral part to a character's growth. They improve one's power and open new avenues while providing an outward expression of personality through accessorizing.

Slot names have been changed for flavor purposes, but remain functionally the same.

- **Ponies** possess a limited number of slots. Every player has a **Head, Fore hoof, Back Hoof, Horseshoe, Saddle, and Legs** slots. You may only equip one item per slot, and be of necessary level to use them.
- **Benefits** from slot items stack with armor, armor customizations, weapons, weapon customizations, racial and class skills.

Head Slot Items

Masquerader's Visage

Level 4

Masquerade! Paper faces on parade. Masquerade! Hide your face so the world will never find you

Item Slot: Head

Property: +3 to Thievery checks, +5 to Thievery checks when creating a disguise.

Power (Daily): Standard Action. You roll your Thievery skill against a target creature's Insight skill. If you exceed their roll, they forget all details about you.

You may only perform this action on creatures that are within 5 squares and are aware of your presence.

Nightmare Night Mask

Level 6

Political masks are always popular. Many foals choose to ward off the night with a Celestia one.

Item Slot: Head

Property: +3 to Stealth checks, +5 to Stealth checks inside of combat.

Power (Daily): Free Action. When you are struck by a melee attack, you may pick a creature within 10 squares that you have line of sight to.

You switch places with the creature in a burst of smoke. That creature suffers all damage and effects of the attack instead of you.



Licensed Wonderbolt Goggles

Level 2

These are the real deal! I only paid 50 bits for mine, and it even has Soarin's Cutie Mark on it.

Item Slot: Head

Property: +3 to Acrobatic checks, +5 to Acrobatic checks for stunts.

Power (Daily): Free Action. You may turn a successful attack of opportunity into a critical strike.

Beige Safari Hat

Level 1

Wildly popular after the first Daring Do novel was released, it is said wearing one is euphoric.

Item Slot: Head

Property: +3 to Dungeoneering checks, +5 to Dungeoneering checks for detecting Clues.

Power (Daily): Minor Action. You may reach into your hat and produce a tool necessary to complete a skill check.

Lock picks, a rope, or some flint and tender are just a few of the possibilities that can surface.

DJ Personalized Headphones

Level 3

Cutie marks on headphones let the audience know that you are here to rock them, while looking rad.

Item Slot: Head

Property: +3 to Streetwise checks, +5 to Streetwise checks when influencing crowds.

Power (Daily): Standard Action. You may call out to a crowd of creatures, informing them of a single and simple command that does not harm them or go against their nature.

Roll a Streetwise skill check, and for every point is one creature that decides to follow your command. This lasts for 1d3 rounds.

Crisp Nurse's Cap

Level 2

"The appearance of a nurse is often more important than their actual skills at medicine." -Placebo Effect

Item Slot: Head

Property: +3 to Heal checks, +5 to Heal Checks for First Aid checks.

Power (Daily): Minor Action. Give an ally within 5 squares an immediate roll to pass a saving throw. Add +2 to this roll.

Comfortable Scarf

Level 1

Royal guards scoff at the scarves they are issued when recruited, but quickly learn to love them.

Item Slot: Head

Property: +3 to Endurance checks, +5 to Endurance checks when resisting harmful weather effects.

Power (Daily): Standard Action. You may travel through the world at double speed without having to roll an endurance check.

This effect lasts 1d3 hours, during which you do not suffer any penalties to movement based on terrain and can tell the direction by holding your scarf up to the wind.

Face Paint

Level 3

Griffons favor facial paint for their feathers in absence of their cutie marks. And griffons are scary.

Item Slot: Head

Property: +3 to Intimidate checks, +5 to Intimidate checks for demoralizing foes.

Power (Daily): Move Action. You roll your Intimidate against an enemy's Integrity.

If you succeed, that foe may not use their weapon for 1d3 rounds, though they may make unarmed attacks and use their abilities as normal.

Changeling Fumigator's Mask

Level 4

Useful for fumigating Changelings, as well as for Changeling fumigators

Item Slot: Head

Property: +3 to Nature checks, +5 to Nature checks when identifying monsters.

Power (Daily): Free Action. When you strike a foe that you have successfully identified with a Nature check, you may convert your attack into a called shot.



Items of Myth

Mythical Items are the stuff of legend; the kind of stories that fill up books for fillies and colts, and read to them by a loving parent before bed. They can't possibly be real, can they?

Mythical Items work the same as Wondrous Items from Dungeons and Dragons.

- **These** items take up no slots. A player is free to collect as many as they can get their hooves on.
- **Some** of these items are **Consumable**. Once activated and used, they disappear from a player's inventory, and cannot be reclaimed. One has to seek out another copy of the item to use it again.

Mirror of Mirror Pond

Level 3

"Where the brambles are thickest / There you will find / A pond beyond the most twisted of vines! / And into her own reflection she stared / Yearning for one whose reflection she shared / And solemnly swore not to be scared / At the prospect of being doubly mared!"

Mythical Item

Power (Daily): Standard Action. You stare deeply into the mirror, and a copy of yourself materializes within 10 feet.

Your copy lasts for up to 1d3 minutes, and may take the following actions on your turn: interacting with small objects up to hoof sized, or conversing with others.

Your copy has 1 HP, an AC of 10 plus your primary stat and may only take a standard action per turn. When it is slain, or time runs out, it disappears with a splash of water.



The Eternal Hourglass

Level 6

An elegant hourglass that harkens to an ancient era that seems to ignore the passage of time on its silver finish. Occasionally the light refracts to show a pony's face in the sand, looking on with horror.

Mythical Item

Power (Daily): Standard Action. You flip the hourglass after calling out a creature or pony's name that you can see.

That creature or pony vanishes from the time-line until you turn the hourglass back upright, whereupon they reappear within 50 squares in the condition they disappeared.

You may only have the hourglass upright or flipped over, allowing only one creature to be held within. The creature stuck in the hourglass is immune to all status effects, does not age, and has full knowledge of the surroundings of the hourglass.

Fallen Star

Level 4

It is said that every star has a name known only to the Princess of the Night. Sometimes though, in their wanderings of the sky, they get lost. Perhaps if you'll help one on its way, it will whisper its secret to you.

Mythical Item

Power (Consumable): Standard Action. You toss the star into the air, setting it free towards the heavens.

You may make a wish in its wake that adds +2 to a stat of your choice. All those who look on to the event within 50 yards receive a +1 to a stat of their choice.

Zap Apple Jam

Level 2

From the **Tome of Down Home Recipes** by Granny Smith,
"Zap apples are magical in nature and flavor. Whisper sweetly to the bees, and water the tree roots with the finest berry juices. When love goes into your product, it shows as brightly as the rainbows above."

Mythical Item

Power (Daily): Standard Action. You throw a jar of Zap Apple jam, which explodes into a colorful storm of electricity and rainbows.

You create a size 3 burst within 5 squares that lasts 1d3 rounds. Any creature starting their turn or entering the zone during these rounds suffers 1d6 damage, and is stunned.

Dragon King's Fireworks

Level 1

Dragons have been the keepers of magical flames for millennia. But every so often, they craft a clawful of fireworks that bring their magic to the ponies below.

Mythical Item

Power (Consumable): Minor Action. You light a firework, launching it high into the sky. It explodes, sending gorgeous sparks in the shape of an elder fire dragon.

For 1d3 rounds, all creatures touched by the light of the fireworks are cured of all status effects, and do not take damage. All polymorphs and transformations are removed.



Change Log

Change Log: 1.02

- Started change log.
- Made levitation Rank 1 not require a magic point.

Change Log: 1.03

- Added chapter 8: Merits
- Added Merits
- Added chapter 7: Origins
- Added Origins
- Added Chapter 9: The World
- Added Road of Eternity
- Changed Earth Pony stats

Change Log: 1.03b

- Added HP amounts to each class
- Added character sheet.

Change Log 1.04

- Added game lore, histories, introduction

Change Log 1.04a

- Added merits, fixed some classes, added HP to Spirit of Magic

Change Log 1.04b

- Updated to do list
- Changed Honesty's level 2 stance. Renamed the level 1 ability to better suit its function.
- Increased damage penalty for Loyalty's weather patrol, and decreased its range from 3 squares to 2.
- Removed the Electric Personality merit from the game.
- Added page numbers.
- Removed Chapter 9: The World to make way for modular worlds
- Balancing on Companionship
- Added charts to beginning of every class to make it easier to read gains.

Change Log 1.05

- Completely revamped Races and their formatting. Changed animal companions to small size. Laid down the groundwork for future changes

Change Log 1.06 – The Triumph of Truth

- Completely revamped Honesty and its formatting.

Change Log 1.07 –The Future Belongs to the Youth

- Added new class: Spirit of Adventure
- Added new race: Foal

Change Log 1.08 – Art of the Dress

- Completely revamped Generosity and its formatting.
- Fixed some flavor text. Balanced some class skills.

Change Log 1.09 – Smile, Smile, Smile!

- Completely revamped Laughter and its formatting.
- Balanced a lot of class skills.

Change Log 1.10 – Mother of Nature

- Completely revamped Kindness and its formatting.
- Balanced Idolize

Change Log 1.11- Favored Student

- Completely revamped Magic and its formatting.
- Removed irrelevant spells chapter.
- Changed Telekinesis racial merit for Unicorns.

Change Log 1.12 – Evil Enchantress

- Added Zebra Race.





- Added Spirit of Alchemy.
- Changed Channel Within from Encounter to Daily, as originally intended.
- Balanced Endless Possibilities based on play testing.
- Changed Earth Pony racial feat from Homesteader to Muddy Hooves
- Fixed No Tag Backs to keep enemies away as intended, rather than keeping them near.

Change Log 1.13 – Invasion

- Added Griffon race and Changeling race.
- Added Spirit of Contest and Spirit of Deception.
- Added Advanced Classes for Spirit of Magic (Chaos Hunter and Time Lord)
- Changed Bird is the Word to allow for more RP interaction as an Animal Companion.
- Balanced Kindness and Magic abilities.
- Racial changes to Unicorn to accommodate new magical races.

Change Log 1.14 – Loyal to the Empire

- Completely revamped Spirit of Loyalty
- Tons of balancing. Reworked a few skills and classes, such as nerfing Spirit of Contest, buffing pegassi, Honesty.

Earth ponies, Unicorns, changed how Changelings eat, removed Companions/Companionship in preparation for new focused classes

- MERITS!
- New Races: Crystal Ponies, Minotaurs
- New chapter: Rules

Change Log 1.15 – Armored Perfection

- New race: Diamond Dog
- New chapter: Equipment. Focused on armor and head slot items
- Lots of Merits
- Removed restrictions on almost all classes.



Bats

Bats are leathery flying creatures of demonstrable intellect, though often a nuisance to the many farmers of Equestria. They come in a few varieties, but all use their sharp fangs to suck the juice out of their favorite fruits.

Vampire Bat	Level 1 Brute
Small natural beast	
Initiative +2	Senses Perception +3
Stamina 20 Life 10	
AC: 14	
Speed 3 (Land) 6 (Flying)	
Chomp (Standard; at-will)	
Melee; +5 vs AC; 2d4+4 damage	
Shrill Shriek (Standard; 2 Round Recharge)	
Close Burst 3; +6 vs AC; 3d6 damage; targets hit suffer -2 to AC (save ends)	
Unique Trait: Flying Herd Once defeated, players may attempt a DC 18 Nature roll to tame a Vampire Bat. Once tamed, they are treated as Minions (19 AC, 1 Life/0 Stamina), and can be given simple orders. A player may have up to 3 tamed at a time.	

Lore: While certainly the more fearsome looking of the bat family, Vampire Bats are actually very intelligent and gentle creatures. When attacked, they will swarm a threat while unleashing supersonic screeches long enough to get away. It's advisable to wear earmuffs when attempting to remove an infestation of them from your orchard.

Fruit Bat	Level 3 Artillery
Small fruit beast	
Initiative +4	Senses Perception +6
Stamina 35 Life 18	
AC: 17	
Speed 3 (Land) 6 (Flying)	
Chomp (Standard; at-will)	
Melee; +7 vs AC; 2d4+6 damage	
Seed Snipe (Standard; 2 Round Recharge)	
Range 8; +8 vs AC; 4d6 damage; targets hit suffer -4 to AC (save ends)	
Unique Trait: Kaleidoscope Candy Fruit Bats taste of the rainbow of colors they come in. When cooked into a candy (Dungeoneering DC 18), they can be eaten to add +1 to your Critical Strike chance for 12 hours from the sugar rush they give.	

Lore: Legend goes, many years ago apple trees only stood in the forbidden Everfree Forest. One day, an adventurous unicorn cast a transformation spell on the fruits of his favorite trees. They turned into wondrous flying creatures that traveled all across the lands. Where they landed, today's orchards have sprung up. Every so often they reemerge seemingly at random.



Elementals

Equestria itself is a living land, where magic seeps so strongly into the earth itself that the world comes alive in the form of very strange and wonderful creatures. Elementals are seemingly otherworldly beings that spring forth to wander since time immemorial, made up from the wind, earth, fire and water ponies rely on to survive.

Howling Windigo Level 6 Skirmisher Medium Magical Elemental

Initiative +13 **Senses** Perception +14, **Infrared Vision**
Stamina 120 **Life** 60
AC: 25
Speed 7 (Land) 8 (Flying)

Frozen Hooves (Standard; at-will)

Melee; +22 vs AC; 3d6+16 damage

Winter is Coming (Move; encounter)

Move up to your move speed in a line. All enemies that you pass by in melee range do not get an attack of opportunity. They are frozen in spot, and lose the benefit of their stance until the start of your next turn.

Arctic Blast (Standard; 3 round recharge)

Cone 3; +24 vs AC; 3d8 + 18 damage. The target is completely frozen like a chunk of ice. They fall prone and cannot move. All attacks performed cannot critically strike and only deal half damage of what is rolled.

Friendship Gone Cold (Standard; 2 round recharge)

Melee; +24 vs AC; The target succumbs to the disapproval of the Windigo, believing that the races truly cannot work together. Anytime the target's allies critically strike, they take equal damage to what the Windigo suffers. (Save Ends)

Windigo Lore: Before the rise of the Princesses, and the races of Equestria coming together, they fought incessantly amongst one another. Pegassi were warriors that demanded food from the poor Earth Ponies in exchange for their control over the weather. Unicorns too stole from the others, holding the very heavenly bodies of the Moon and Sun hostage.

Windigos rose up from the winds of Equestria in response to the lack of kindness and cooperation that drove a wedge in between the races. They sought to coat the land in freezing ice; a permanent silencing of all pony strife if it plays out to the end.

Arcana Roll 20: Windigos are a defense mechanism for Equestria, almost like how the body fights an illness. Fighting and conflict naturally brings them into existence, where they seek to cool the heated blood of all sides, instead of letting the ponies scar the landscape by squabbling over natural resources.

Arcana Roll 25: Windigos are actually highly intelligent despite their single-minded focus. They prefer to be part of a cold front, staying amongst the clouds and snow in an immaterial fashion, and only choosing to materialize in their true forms when it is demanded.

Arcana Roll 30: Windigos respect those who work together; their goal seems to be about creating a common enemy that quibbling groups can gather against. More than one powerful Unicorn in the past has formed a solid fellowship to fight back a Windigo attack, then strike a bargain with these Elementals after defeating them.

Loot: (Roll 1d4; give players 250 bits + following crafting reagent)

- 1: Enchanted Snow (Temper; Quality 4)
- 2: Frostbitten Hailstone (Material; Quality 8)
- 3: Frozen Horsehair (Material; Quality 5)
- 4: Bottled Neighs (Enchantment; Quality 5)



Character Portrait

Name

Age

Level

Race

Spirit

Life

Knowledge
+ Integrity
+ Level

Stamina

Look at first
page of your
Equus!

Stamina
Regen

Level

Total
Armor



= 10 +

Integrity

+

A armor

+

Misc

Speed

Base
- Armor

To Hit

Weapon +
Primary Stat
+ Level

Damage

Weapon Damage
+ Primary Stat
+ Level

Surges per day

Initiative

Integrity +
Level

Abilities and cutie mark powers

Merits

Ability Scores

Strength

Integrity

Knowledge

Friendship

Status box

Skills

Level + Ability Trained Armor
Penalty

Acrobatics

[Integrity]

Arcana

[Knowledge]

Athletics

[Strength]

Bluff

[Friendship]

Diplomacy

[Friendship]

Dungeoneering

[Knowledge]

Endurance

[Integrity]

Heal

[Knowledge]

History

[Knowledge]

Insight

[Knowledge]

Intimidate

[Strength]

Nature

[Friendship]

Perception

[Friendship]

Religion

[Knowledge]

Stealth

[Integrity]

Streetwise

[Friendship]

Thievery

[Integrity]

Action Points

XP Total



