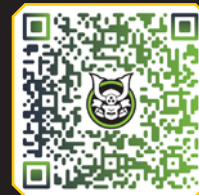




THE WORLD'S GREATEST SUPERHERO RPG!
MUTANTS & MASTERMINDS
FOURTH EDITION

M&M Match-Up is a series of previews for the upcoming **4th Edition** of the **Mutants & Masterminds Superhero Roleplaying Game**. Each one pits an iconic hero against a villain and introduces some elements of the game; collect them all for the final match-up against the villainous menace behind it all! Then check out the crowdfunding campaign for the new edition of **Mutants & Masterminds** on Kickstarter.



To play *M&M Match-Up*, you need a single 20-sided die (d20) or one for each player. One player can take the role of the hero and the other can take the role of the villain, or you can run both characters against each other in solo-play. You might also want some scratch paper to keep track of each character's damage conditions and the hero's Hero Points.

CHECK THIS!

The *Mutants & Masterminds* RPG uses the **CHECK** as its core mechanic: Roll a d20, plus or minus a modifier based on the character's traits, and compare the result against a **DC** or **DIFFICULTY CLASS**. So a "Strength check" is a d20 roll plus the character's Strength rank, for example. If you equal or exceed the DC, you succeed. If not, you don't. Every 5 points you are above or below the DC is a **DEGREE** of success or failure.

- **20 AND 1:** If you roll a 20 on the die, add 5 to your final total. If you roll a 1 on the die, subtract 5 from your final total.

HERO POINTS

Heroes have a resource called **HERO POINTS** they can use for a variety of advantages in the game. The most common one, suitable for this match-up, is for **LUCK**:

- **LUCK:** Spend a Hero Point to re-roll a d20 result you just rolled. If the die result on your re-roll is a 1-10, add +10 to the result,

so the re-roll is always an 11–20. If you rolled multiple dice on a check due to bonus or penalty dice, choose just one to re-roll.

Each hero starts out with 1 Hero Point to spend.

PLOT COMPLICATIONS

Villains and circumstances can sometimes cause various **PLOT COMPLICATIONS** for the heroes. A suitable one here is **Luck** as well, but when a villain gets the benefit of **Luck**, the affected hero *gains* a Hero Point instead.

HERO VS. VILLAIN

On the following pages, you'll find the hero and the villain for this issue's match-up. Some of their game traits and how you use them are explained in the scenario on the last page, others are from the full *Mutants & Masterminds* guidelines, and are just here for reference and a look at what a full character write-up looks like. You can learn more from the *M&M Hero's Handbook*.

OVERSHADOW

Wilhelm Kantor was a Nazi occultist who awakened to a long series of past lives in which he struggled against an ancient foe. In preparation for that foe's return to life, Kantor fled the failing Third Reich with the resources he needed to create the Secret Hierarchy of Agents for Domination Over the World, or SHADOW, with himself as its supreme leader, the Overshadow. Perfecting the arcane science of cloning allowed Overshadow to provide himself with legions of loyal followers and spare bodies to transfer his mind into, taking control of his "reincarnation". Since then, he has sought more and new ways of increasing his power until he can claim control over the whole world—perhaps even beyond!



ABILITIES

STRENGTH	AGILITY	STAMINA	INTELLECT	AWARENESS	PRESENCE
12	2	2	14	7	7

SKILLS

Insight 8 (+15), Intimidation 8 (+15), Investigation 4 (+18), Leadership 8 (+15), Magic 8 (+22), Perception 8 (+15), Persuasion 8 (+15), Technology 16 (+30), Vehicles 5 (+7)

ACTIONS

ATTACK	DEFENSE	INITIATIVE
+15	+13 (DC 23)	+1

On his turn, Overshadow can choose from the following actions:

DEMORALIZE: Standard. +15 Intimidation check vs. the greater of Intimidation, Insight, or Will. Success: Target is -2 on all action checks. Success +10: Target is -5 on all action checks and cannot move closer to Overshadow. Effects reduce one degree per round, or a hero can spend a Hero Point to shake them off immediately.

GAUNTLET BLASTERS: Standard. +15 Attack check vs. Defense class at range. Hit: The target must roll a DC 25 Toughness check against damage.

LIFT: Simple. Overshadow can lift and carry up to 100 tons with the force-field augmented servos in his armor.

MOVE: Simple. Up to 30 feet along the ground.

UNARMED ATTACK: Standard. +15 Attack check vs. Defense class. Hit: Target must roll a DC 22 Toughness check against damage.

TRAITS

In addition to the options under **Actions**, Overshadow has the following powers:

BATTLESUIT: The villain wears a powered suit of armor of his own creation, giving him Dark-Vision and Immunity to Environmental Hazards.

RESISTANCES

DODGE	FORTITUDE	TOUGHNESS	WILL
8	12	17	15

EXTRA EFFORT

Mutants & Masterminds heroes can expend **EXTRA EFFORT** to perform feats beyond even their amazing abilities. Extra Effort lets your character push themselves past their limits, straining body and mind to do more when it really counts, but at a cost.

Extra Effort itself is a non-action, although it may modify other actions characters take. If you use Extra Effort when it is not your turn, any benefits that last until “the end of your turn” last until the end of your *next* turn.

When you use Extra Effort, you may do *one* of the following:

- **ACTION:** You gain an extra standard action or simple action to use during your turn, or an extra reaction at any time.
- **BONUS:** You gain a +2 bonus on a single check. This can increase an existing bonus or cancel out a penalty.
- **RANK INCREASE:** You immediately increase the rank of one of your non-permanent effects by +1 until the end of your turn.
- **RESISTANCE:** You immediately make a new resistance check to recover from an ongoing effect that lets you make a new resistance check at the end of your turn.

Additionally, Extra Effort is used for power stunts, like those described in *M&M Match-Ups #2*. That requires access to the full *Mutants & Masterminds* power rules to make use of.

At the start of your next turn after the end of your Extra Effort, your character becomes **FATIGUED**, moving at only half their normal speed. A Fatigued character who uses Extra Effort becomes **EXHAUSTED**, with a –2 on all action checks in addition to moving at half-speed. An Exhausted character who uses Extra Effort becomes Incapacitated.

You can spend a **HERO POINT** (see page 1) to eliminate the cost of Extra Effort, meaning you can do it without becoming Fatigued or increasing your level of fatigue.

MENACES

Some *M&M* villains are classed as **MENACES**, major foes able to challenge whole groups of heroes. Some menaces employ minions to further aid them in their schemes while others operate solely on their own.

A menace gains a number of free uses of Extra Effort per round equal to the number of turns on the opposing side of the conflict, minus the number of turns on their side of a conflict, with a minimum of 1. The menace is not Fatigued from these bonus uses of Extra Effort. They can also use Extra Effort normally when out of bonus uses for the round, gaining the Fatigued condition, as usual.

Example: A menace with two groups of minions each taking turns as team checks against a group of five opponents, each with their own turn, gains two bonus Extra Efforts, the difference between five and three turns. A menace solo against the same five opponents gains four bonus Extra Efforts, the difference between five and one.

The number of bonus Extra Efforts can change as the turns per side of the conflict change: As the menace’s minions are eliminated, for example, they gain more Extra Effort! On the other hand, if the menace summons more minions or allies, they lose bonus uses of Extra Effort.

LUCK

Along with all of the regular uses of Extra Effort, a menace can use a bonus Extra Effort like the Luck ability of Hero Points from page 1. This does *not* count as a plot complication and the heroes do not earn a Hero Point when it happens.

ATTACK MANEUVERS

In addition to the guidelines from *M&M Match-Up #2*, the characters in this scene can make use of the following **ATTACK MANEUVERS**:

- **ACCURATE ATTACK:** When you make an attack check, you can choose to gain a bonus of up to +5 on the check by applying a penalty of the same amount, up to –5, to the attack’s effect rank. Your effect rank cannot be lowered below 0 and your attack bonus cannot more than double in this way.
- **ALL-OUT ATTACK:** When you make an attack check, you can choose to gain a bonus of up to +5 on the check by applying a penalty of the same amount, up to –5, to your Defense. Your Defense cannot be lowered below 0 and your attack bonus cannot more than double in this way.
- **DEFENSIVE ATTACK:** When you make an attack check, you can choose to gain a bonus of up to +5 on your Defense by applying a penalty of the same amount, up to –5, to your Attack rank. Your Attack rank cannot be lowered below 0 and your Defense cannot more than double in this way.

- **POWER ATTACK:** When you make an attack check, you can choose to gain a bonus of up to +5 on the rank of your effect by applying a penalty of the same amount, up to -5, to your Attack rank. Your Attack rank cannot be lowered below 0 and your effect rank cannot more than double in this way.

Attack maneuvers are optional. You choose which one, if any, applies to your Attack action when you declare it. Maneuvers cannot be combined and characters can only use one maneuver per round.

Modifications from a maneuver last until the start of the character's next turn. Maneuvers cannot modify attacks that do not require an attack check, including routine attacks, perception range attacks, and area effect attacks.

OVERSHADOW AND THE EYE OF CHAOS!

The exciting conclusion to *M&M Match-Up* requires the four heroes from the previous issues: Captain Thunder, Siren, Raven, and Lady Liberty, and the SHADOW Agents from *Match-Up #5* to serve as Overshadow's minions. Assign each of the heroes to a player or have them choose while the player taking the role of Game Master controls the SHADOW Agents and Overshadow. If you don't have enough players, let them control multiple heroes, if necessary.

BENEATH THE STREETS

The scene begins in an abandoned subway station beneath the streets of Freedom City as four members of the Freedom League arrive. Read the following out loud to the players.

You burst into the old, long-abandoned subway station, designed in the art deco style of a bygone era. Standing in the midst of the central, circular rotunda is a group of four SHADOW Agents, their weapons at the ready, in front of a tall, armored figure – Overshadow, the leader of the sinister organization! Around his neck, he wears the stolen bronze necklace, holding a palm sized pearl that glows softly.

"Ah, the so-called 'Freedom League'..." comes Overshadow's sneering tone, amplified by his helmet's speakers. "You are just in time to witness the completion of my work: Within moments, the full powers of the Eye of Chaos will be opened to me," he gestures to the pearl with one gauntleted hand, "and my powers will be limitless. Unfortunate that not all of you will be able to experience my ascension." He turns his head towards the agents and points at you. "Destroy them!"

Have the players all roll initiative for their heroes and roll for both Overshadow and then the SHADOW agents as a group. See the guidelines on initiative, attacks, and resistance in *M&M Match-Up #2*. Keep in mind that Raven has the Seize Initiative advantage: If her player wants to spend their Hero Point, Raven automatically goes first in the initiative order.

MOST IMPRESSIVE

On Overshadow's first turn, he tries to Demoralize one of the heroes with an impress check. If you want, he can attempt to Demoralize *all* of the heroes at once by taking a -5 on his check, rolling with a +10 instead of a +15. The heroes use the highest of their Intimidation, Insight, or Will for their resistance check to oppose the attempt.

In the first rounds of the fight, Overshadow has his four SHADOW agents attack as a team, using the **TEAM ATTACK** guidelines from *Match-Up #5*. This means two effective turns for his side, giving the villain two bonus uses of **EXTRA EFFORT** (see page 3). If the heroes elim-

inate the minions, Overshadow gains an additional bonus use of Extra Effort each turn, for a total of three, but if any of the heroes are incapacitated, he loses one bonus use of Extra Effort.

Any time Overshadow would fail a resistance check against a hero's attack, he can choose to have one of his agents suffer the effect in his place: The utterly loyal SHADOW agents jump in the path of attacks to protect their creator! The user of the blocked attack gains a Hero Point. Once the agents are all incapacitated, Overshadow no longer has this option.

DEFEATING OVERSHADOW

The heroes win if they incapacitate Overshadow, or if they're able to take the Eye of Chaos from him. This isn't easy, as the pearl is protected behind the force field that enhances Overshadow's armor. To get at it, the heroes need to counteract the force field.

- **COUNTERING:** This takes a standard action, a successful Attack check, and a suitable power to overcome the force field. Captain Thunder's lightning is the obvious candidate, but Lady Liberty's power to "free" the pearl or Siren's Water Control power or weapons are possibilities. If the Attack check hits, roll a check of Overshadow's +10 force field rank against a check of the hero's power rank. If the hero's result is higher, the force field goes down and a hero can grab the Eye of Chaos with another close Attack check. As a bonus, Overshadow's Toughness decreases to only 7!

FINALE

If the heroes incapacitate Overshadow or take the Eye from him, he cries out in fury and is suddenly transformed into a black and gray mist that is drawn into the glowing pearl! If any SHADOW agents are still active, they either flee in terror or immediately surrender. Is the sinister master of SHADOW gone for good? Only time will tell.

On the other hand, if the heroes fail to defeat Overshadow in six rounds, or are all incapacitated, they are too late to stop him from using the Eye of Chaos's tremendous power from altering reality itself. Can they—or other heroes—save the world from the rule of a power-mad god-emperor? That's an adventure for *you* to create with the fourth edition of *Mutants & Masterminds* — The World's Greatest Superhero Roleplaying Game!