

Fading Suns d20
To
Mutants & Masterminds Conversion

By
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First Draft

Notes: This is the first draft, as it says, so I am sure that there are lots of bugs to work out. If you have any suggestions for improvements, just mail me at jhubert@gmx.de. Any feedback that helps me improve this conversion is greatly appreciated!

My ultimate intention is that it should be possible to run a FS game with just FS d20 and the Mutants & Mastermind rule books. Thus, you will likely recognize some things – such as certain skills and feats – from the standard d20 SRD. They weren't in the M&M rules set, but they seemed appropriate to Fading Suns, so I put them in.

I thought of giving starting characters 45 power points, which would make them 3rd level. Please tell me if you disagree on this – I'm still hoping to fine-tune the rules...

Things to do: Conversions for cyberware, beasts, starships and the Changed. Stay tuned.

- Jürgen Hubert

Character Creation

Each character gets a certain number of power points to spend on abilities, attack and defense bonuses, saving throw bonuses, skill ranks, feats and occult abilities. There are certain upper limits on how many points a character can put into certain fields, as shown on the following table:

Character Level	Power Points	Max Attack Bonus	Max Defense Bonus	Max Saving Throw Bonus	Max Skill Rank	Hero Points
1	15	+1	+1	+1	4	1 st
2	30	+2	+2	+2	5	-
3	45	+3	+3	+3	6	2 nd
4	60	+4	+4	+4	7	-
5	75	+5	+5	+5	8	3 rd
6	90	+6	+6	+6	9	-
7	105	+7	+7	+7	10	4 th
8	120	+8	+8	+8	11	-
9	135	+9	+9	+9	12	5 th
10	150	+10	+10	+10	13	-
11	165	+11	+11	+11	14	6 th
12	180	+12	+12	+12	15	-
13	195	+13	+13	+13	16	7 th
14	210	+14	+14	+14	17	-
15	225	+15	+15	+15	18	8 th
16	240	+16	+16	+16	19	-
17	255	+17	+17	+17	20	9 th
18	270	+18	+18	+18	21	-
19	285	+19	+19	+19	22	10 th
20	300	+20	+20	+20	23	-

A character's level depends on the number of power points he has accumulated – someone who has 90 power points is level 6, someone who has 133 power points is level 8, and so on.

You can purchase the following with power points:

Ability scores: You can purchase ability scores according to the following table:

Ability Score	Power Point Cost
1	-9
2	-8
3	-7
4	-6
5	-5
6	-4
7	-3
8	-2
9	-1
10	0
11	1
12	2
13	3
14	5
15	7
16	9
17	12
18	15
19	18
20	22

This table can be extended beyond 20 – the cost difference between two ability levels increases by one for every three levels beyond 19.

Note that ability modifiers from racial templates are applied after purchasing ability scores on this table.

Attack Bonus: Attack Bonus is split up into Ranged Attack Bonus, Melee Attack Bonus, and Unarmed Attack Bonus. Each bonus costs 1 Power Point per +1, and can be purchased a number of times equal to the character's level.

Note that an attack bonus of +6 or greater does *not* automatically grant extra attacks!

Defense Bonus: You can purchase Ranged Defense Bonus and Close Combat Defense Bonus. Each bonus costs 1 Power Point per +1, and can be purchased a number of times equal to the character's level.

These are added to 10 to calculate the base defense. Dodge, Dexterity and deflection bonuses add to this to calculate the DC enemies must beat to hit the character.

Saving Throw Bonuses: You can purchase Fortitude, Reflex, and Will Bonuses. Each bonus costs 1 Power Point per +1, and can be purchased a number of times equal to the character's level.

The Con, Dex, and Wis bonuses are added in the normal way to calculate the final saving throw bonuses.

Note that you *cannot* purchase Damage Save Bonus in this way – the Damage Save Bonus is calculated by the Constitution ability modifier, as well as bonuses from feats and armor.

Skill Ranks: You can purchase two skill ranks at the cost of one power point. You can put a maximum number of skill ranks equal to the character's level +3 into a single skill.

Feats: You can purchase any feat for which you meet the prerequisites at a cost of two power points.

Occult abilities: You need the relevant Gifted feat (Psi or Theurgy) to purchase any occult powers.

You can buy a number of Wyrd points equal to your Wisdom ability modifier for one power point (with a minimum of one power point). You can purchase Wyrd points a number of times equal to your character level.

You can purchase a single psychic power or theurgic rite at the cost of a number of power points equal to its degree (i.e., a 1st degree power costs one power point, a 2nd degree power costs two power points, and so on). To purchase a high degree psychic power, you must purchase all lower-degree powers in the same psychic path. Theurgic rites can be purchased in any order. Note that you will also need to purchase skill ranks in the powers, in addition to the initial cost to purchase it! These follow the usual rules for skills and skill ranks.

Starting Money: Each character receives a sum of 3000 firebirds at character creation, with the exception of characters with noble, church, or guild rank, who receive 4500 firebirds. Characters with the Assets feat receive additional starting money.

Skills

Skill Name	Key Ability	Armor Check Penalty
Academia	Intelligence	
Appraise	Intelligence	
Arts	Wisdom	
Balance	Dexterity	Yes
Bluff	Charisma	
Climb	Strength	Yes
Concentration	Wisdom	
Craft	Intelligence	
Decipher Script	Intelligence	
Demolitions	Intelligence	
Diplomacy	Charisma	
Disable Device	Intelligence	
Disguise	Charisma	
Drive	Dexterity	
Escape Artist	Dexterity	Yes
Forgery	Intelligence	
Gather Information	Charisma	
Handle Animal	Charisma	
Hide	Dexterity	Yes
Innuendo	Charisma	
Intimidate	Charisma	
Jump	Strength	Yes
Knowledge	Intelligence	
Language		
Listen	Wisdom	
Literacy		
Medicine	Wisdom	Yes
Move Silently	Dexterity	
Occultcraft	Intelligence	
Open Lock	Dexterity	
Perform	Charisma	
Pilot	Dexterity	
Profession	Wisdom	
Read Lips	Intelligence	
Repair	Intelligence	
Ride	Dexterity	
Search	Intelligence	
Sense Motive	Wisdom	
Sleight of Hand	Dexterity	Yes
Spot	Wisdom	
Survival	Wisdom	
Swim	Strength	Twice Normal
Taunt	Charisma	
Tumble	Dex	Yes
Use Artifact	Wis	
Use Think Machine	Intelligence	

Skills in bold are trained only

Modifications to skills

Mutants & Mastermind skill list:

Acrobatics: Disregard, use Tumble instead.

Computers: Disregard, use Use Think Machine instead.

Science: Disregard, use an appropriate Knowledge skill instead.

Fading Suns skill list:

Starship Gunnery: Disregard. Use the normal ranged attack bonus. Starship guns require their own Exotic Weapon Proficiency feat.

Other Modifications:

Craft skills: Appropriate Craft skills include Alchemy (popular among Eskatonic and Orthodox priests), Mech (mechanical devices, Volt (electrical devices), High Tech (extremely complex and/or immaterial tech, such as devices that operate on magnetism or other fields). All the usual low-tech Craft skills are still in common use in the Known Worlds

Knowledge skills: Appropriate Knowledge skills include:

- Arcana (ancient mysteries, occult traditions, arcane symbols, cryptic phrases, Ur artefacts)
- Architecture and engineering (buildings, aqueducts, bridges, fortifications)
- Bureaucracy (bookkeeping, data filing, household logistics)
- Geography (lands, terrain, climate, people)
- Guilds (Merchant league, minor guilds, commerce)
- History (royalty, wars, colonies, migrations, founding of cities)
- Known Worlds (other planets, the Jumpweb)
- Local (legends, personalities, inhabitants, laws, customs, traditions, humanoids)
- Military (tactics, legenday soldiers and units)
- Nature (animals, beasts, plants, seasons and cycles, weather, vermin)
- Nobility and royalty (lineages, heraldry, family trees, mottoes, personalities)
- Theology (Knowledge of the Universal Church of the Celestial Sun and its traditions)
- Torture (extracting secrets, pain centers)

There are also a number of sciences:

- Anthropology (the study of culture)
- Archaeology (the study of the past through its relics)
- Astronomy (the study of the stars)
- Biology (the study of living creatures)
- Chemistry (the study of chemicals)
- Cybernetics (the study of man and machine meldings)
- Engineering (architecture, fortifications)
- Genetics (the study of DNA)
- Geology (the study of land, terrain, and rock formations)
- Meteorology (the study of weather)
- Physics (the study of objects in motion and their relations)
- Terraforming (the study of worldcrafting)

Languages: Common languages include the Graceful Tongue (the secret language of the Al-Malik noble house), Kurgan (from the Kurga Caliphate outside the Hazat border), Latin (the ritual language of the Church), Scraver Cant (the “street language” of the Scravers’ Guild), and Vuldrok (from the Vuldrok Raiders outside the Hawkwood border). Languages for each of the alien races (Obun, Ukar, Vorox, Ascorbite, Gannok, Vau, etc.) exist as well. Also note the various computer languages described in the Fading Suns skill section – these must be purchased as separate languages.

All human characters are assumed to be proficient in Urthish. Note that you are not able to read and write unless you purchase the Literacy skill!

New Skills

APPRAISE (INT)

Check: You can appraise common or well-known objects with a DC 12 Appraise check. Failure means that you estimate the value at 50% to 150% (2d6+3 times 10%,) of its actual value. Appraising a rare or exotic item requires a successful check against DC 15, 20, or higher. If the check is successful, you estimate the value correctly; failure means you cannot estimate the item's value.

A magnifying glass gives you a +2 circumstance bonus on Appraise checks involving any item that is small or highly detailed, such as a gem. A merchant's scale gives you a +2 circumstance bonus on Appraise checks involving any items that are valued by weight, including anything made of precious metals.

These bonuses stack.

Action: Appraising an item takes 1 minute (ten consecutive full-round actions).

Try Again: No. You cannot try again on the same object, regardless of success.

Special: A dwarf gets a +2 racial bonus on Appraise checks that are related to stone or metal items because dwarves are familiar with valuable items of all kinds (especially those made of stone or metal).

The master of a raven familiar gains a +3 bonus on Appraise checks.

A character with the Diligent feat gets a +2 bonus on Appraise checks.

Synergy: If you have 5 ranks in any Craft skill, you gain a +2 bonus on Appraise checks related to items made with that Craft skill.

Untrained: For common items, failure on an untrained check means no estimate. For rare items, success means an estimate of 50% to 150% (2d6+3 times 10%).

DECIPHER SCRIPT (INT; TRAINED ONLY)

Check: You can decipher writing in an unfamiliar language or a message written in an incomplete or archaic form. The base DC is 20 for the simplest messages, 25 for standard texts, and 30 or higher for intricate, exotic, or very old writing.

If the check succeeds, you understand the general content of a piece of writing about one page long (or the equivalent). If the check fails, make a DC 5 Wisdom check to see if you avoid drawing a false conclusion about the text. (Success means that you do not draw a false conclusion; failure means that you do.) Both the Decipher Script check and (if necessary) the Wisdom check are made secretly, so that you can't tell whether the conclusion you draw is true or false.

Action: Deciphering the equivalent of a single page of script takes 1 minute (ten consecutive full-round actions).

Try Again: No.

Special: A character with the Diligent feat gets a +2 bonus on Decipher Script checks.

Synergy: If you have 5 or more ranks in Decipher Script, you get a +2 bonus on Use Magic Device checks involving scrolls.

TUMBLE (DEX; TRAINED ONLY; ARMOR CHECK PENALTY)

You can't use this skill if your speed has been reduced by armor, excess equipment, or loot.

Check: You can land softly when you fall or tumble past opponents. You can also tumble to entertain an audience (as though using the Perform skill). The DCs for various tasks involving the Tumble skill are given on the table below.

Tumble DC	Task
15	Treat a fall as if it were 10 feet shorter than it really is when determining damage.
15	Tumble at one-half speed as part of normal movement, provoking no attacks of opportunity while doing so. Failure means you provoke attacks of opportunity normally. Check separately for each opponent you move past, in the order in which you pass them (player's choice of order in case of a tie). Each additional enemy after the first adds +2 to the Tumble DC.
25	Tumble at one-half speed through an area occupied by an enemy (over, under, or around the opponent) as part of normal movement, provoking no attacks of opportunity while doing so. Failure means you stop before entering the enemy-occupied area and provoke an attack of opportunity from that enemy. Check separately for each opponent. Each additional enemy after the first adds +2 to the Tumble DC.

Obstructed or otherwise treacherous surfaces, such as natural cavern floors or undergrowth, are tough to tumble through. The DC for any Tumble check made to tumble into such a square is modified as indicated below.

Feats

The prerequisites listed in the table supercede those listed in the feat descriptions.

General Feats	Prerequisites	Benefit	Source
Accurate Attack	Dex 13, base attack bonus +1	Trade damage bonus for attack bonus	M&M
Alien Friend*	Xeno-Empathy	+2 to Diplomacy and Gather Information with a particular race	FS
All-out Attack	+1 or better defense bonus	Trade defense bonus for attack bonus	M&M
Ally**	-	You have powerful friend	FS
Alternate Identity	-	You lead a double life	FS
Ambidexterity	Dex 15	You are equally adept with either hand	M&M
Armed to the Teeth	Ranged attack bonus +6, Crack Shot	Additional pistol attack with off hand	FS
Armor Proficiency (heavy)	Armor Proficiency (light, medium)	No armor check penalty on attack rolls	New
Armor Proficiency (light)	-	No armor check penalty on attack rolls	New
Armor Proficiency (medium)	Armor Proficiency (light)	No armor check penalty on attack rolls	New
Assets**	Noble Title, Church Ordination or Guild Commission	Independent income and increased starting money	FS
Blind-Fight	-	Reroll miss chance for concealment	M&M
Cartophylax	Church Ordination rank 2	Access to secret Church archives	FS
Chokehold	Unarmed Attack Bonus +4	Apply a hold that causes opponent to suffocate	M&M
Church Ordination**	-	Rank in the Universal Church	FS
Cloak Fighting	Parry, Riposte	Disarm an opponent with cloak	FS
Combat Casting-	-	+4 bonus on Concentration checks for defensive use of occult powers	New
Combat Reflexes	-	Additional attacks of opportunity	New
Comeliness	-	+2 to Charisma-based skill checks when appearance matters	FS
Comprehend Tech Level**	Int 13 (TL5), Int 15 (TL6), Int 17 (TL7), Int 20 (TL8)	You can understand and create high tech equipment	FS
Coven Membership	Gifted (Psi)	Membership in a secret psychic society	FS
Crack Shot	-	Threaten close combat opponents with pistols	FS
Crippling Strike	Character level 10, initiative bonus +1, base attack bonus +1, Surprise Strike	Deal 2 Strength damage with surprise strikes	New
Deflect Arrows	Dex 13, Improved Unarmed Strike	Deflect one slow-moving ranged attack per round	New
Deflect Missiles	Dex 16, melee attack bonus +6, Parry, Weapon Focus (flux sword)	Parry any ranged attacks with flux sword	FS
Diehard	Endurance	Stay active when <i>disabled</i> , and stave off death while <i>dying</i>	New
Diplomatic Immunity	Noble Title, Church Ordination or Guild Commission	Protection from legal persecution	FS
Dodge	Dex 13	+1 dodge bonus to Defense against selected target	M&M
Drox (Graa)	Vorox, base melee or unarmed attack bonus +3	Additional off-hand attack	FS
Embargo	Guild Commission rank 3	You can declare a guild embargo	FS
Encyclopedic Mind	Int 13, character level 3, Comprehend Tech Level TL5	Acts as bardic knowledge for technical and scientific topics	New
Endurance	-	+4 on checks or saves to resist nonlethal damage	M&M
Enthrall	Perform skill 6+ ranks	Fascinate others with your performance	FS
Epiphany	Wis 15, Knowledge skill related to topic 6 ranks	Develop uncanny insights into certain topics	FS
Etiquette	Int 13	You can smooth over social blunders	FS
Evasion	Dex 13, Dodge	Use Dex instead of Con mod when making Damage Saves	M&M
Exotic Weapon Proficiency*	Base attack bonus +1	No penalty to attacks with specific exotic weapon	New
Expertise	Int 13	Trade attack bonus for Defense	M&M
Family Ties**	-	Call your family for aid	FS
Far Shot	Point Blank Shot	Increase Range Increment by 50% or 100%	M&M
Far Throw	Dex 13, unarmed attack bonus +7, Improved Grapple, Improved Unarmed Strike, Martial Throw	Throw opponent up to 30 ft.	New
Favored Enemy* **	-	+2 to Bluff, Listen, Sense Motive, Spot and Survival checks and +1 to damage against a specific group	New
Garza (Graa)	Vorox, Dex 15	Ignore penalties for using off hand	FS
Gifted*	-	Able to learn psychic or theurgic powers	FS
Glangarza (Graa)	Vorox	Reduces penalties for attacking with multiple weapons	FS
Gossip Network**	-	You have a network of informers	FS
Greater Power Focus*	-	+1 to save DCs against specific path or canon	New
Greater Rage	Character level 11, Rage	Str and Con bonus increase to +6 and Will save bonus to +3 during rage	New
Greater Weapon Focus*	Base attack bonus 8, proficiency with weapon, Weapon Focus	+2 bonus on attack rolls with selected weapon	New
Greater Weapon Specialization*	Base attack bonus 12, proficiency with weapon, Greater Weapon Focus with weapon, Weapon Focus with weapon, Weapon Specialization with weapon	Damage bonus of selected weapon increases by +4	New
Great Fortitude	-	+2 bonus on Fortitude saves	M&M
Guild Commission**	-	Rank in a Guild	FS
Heroic Surge	-	Perform additional actions in combat	M&M
Hero's Luck	-	Increase maximum number of Hero Points by one.	M&M
Hierophant	Church Ordination, Knowledge (Religion) 10 ranks	You are a respected theologian of the Church	FS
Holier Than Thou	Church Ordination	You can delay attacks by putting the fear of the Pancreator in your opponents	FS
Householder	-	You are a recognized servant of a noble house	FS
Imperial Charter	Noble Title	You are a Questing Knight in the service of the Emperor	FS

Imperial Cohort Badge	Character level 3	You are a recognized aide of a Questing Knight	FS
Improved Critical*	Proficiency with weapon, base attack bonus +8	Double threat range of weapon	M&M
Improved Feint	13, Expertise	Feint in combat as move action	FS
Impulse Buy	-	Fast-talk others into buying from you	FS
Improved Bull Rush	Str 13, Power Attack	+4 bonus on bull rush attempts; no attack of opportunity	New
Improved Disarm	Int 13, Expertise	+4 bonus on disarm attempts; no attack of opportunity	M&M
Improved Feint	Int 13, Expertise	Feint in combat as move action	FS
Improved Grapple	Dex 13, Improved Unarmed Strike	+4 bonus on grapple checks; no attack of opportunity	M&M
Improved Initiative	-	+4 bonus on initiative checks	M&M
Improved Overrun	Power Attack	+4 bonus on overrun attempts; no attack of opportunity	New
Improved Precise Shot	Dex 19, Point Blank Shot, Precise Shot, base attack bonus +11	Ignore less than total cover/concealment on ranged attacks	New
Improved Shield Bash	Shield Proficiency	Retain shield bonus to Defense when shield bashing	New
Improved Sunder	Power Attack	+4 bonus on sunder attempts; no attack of opportunity	New
Improved Trip	Expertise	+4 bonus on trip attempts; no attack of opportunity	New
Improved Two-Weapon Fighting	Two-Weapon Fighting, Ambidexterity, melee attack bonus +9	Gain second off-hand attack	M&M
Improved Unarmed Strike	-	Considered armed even when unarmed	New
Improved Vital Strike	Dex 15, Unarmed Attack Bonus +15, Improved Unarmed Strike, Lethal Strike	Unarmed damage increases by +10 on a critical hit	New
Incite Passion	-	Gain bonuses when pursuing a goal	FS
Indomitable Will	Wis 13	Re-roll saves versus mind control powers	M&M
Ingenuity	-	Jury-rig devices to repair or temporarily improve them	New
Inquisitorial Seal	Church Ordination rank 4	You are a member of the Inquisition	FS
Inspire	Character level 10, Cha 15, Minions	Inspire allies to greatness	M&M
Instant Stand	Dex 13	Stand up from prone as free action	M&M
Instinct Shot	Wis 13, Alertness	You can take a shot even when surprised	FS
Iron Will	-	+2 bonus on Will saves	M&M
Leadership	Cha 13	Give allies a +1 bonus on rolls in combat	M&M
Legate	Church Ordination rank 3	You are a Church ambassador to a noble house	FS
Lethal Defense	Dex 13	Gain extra attack after getting hit	New
Lethal Strike	Dex 13, Unarmed Attack Bonus 3, Improved Unarmed Strike	+2L unarmed damage	New
Lethal Touch	Dex 15, Unarmed Attack Bonus 7, Improved Unarmed Strike, Lethal Strike	Ignore armor one/day with an unarmed attack	New
Lightning reflexes	-	+2 bonus on Reflex saves	M&M
Manyshot	Dex 17, Point Blank Shot, Rapid Shot, base attack bonus +6	Shoot two arrows simultaneously	New
Martial Throw	Dex 13, Unarmed Attack Bonus 3, Improved Grapple, Improved Unarmed Strike	Throw opponent up to 10 ft.	New
Martial Weapon Proficiency*	-	No penalty on attacks with specific type martial weapon	New
Mighty Rage	Character level 20, Greater Rage, Rage	Str and Con bonus increase to +8 and Will save bonus to +4 during rage	New
Military Rank**	Officer: Noble Title	You have served in the armed forces	FS
Minions	Character level 6	Attract followers	M&M
Mobility	Dodge	+ 4 bonus to Defense against some attacks of opportunity	New
Mounted Archery	Ride 1 rank, Mounted Combat	Half penalty for ranged attacks while mounted	New
Mounted Combat	Ride 1 rank	Negate hits on mount with Ride check	New
Multishot	Dex 13, Point Blank Shot, Rapid Shot	Reduce multifire and autofire penalties by 2	M&M
Noble Claw	Vorox, Noble Title	You retain a single poison claw	FS
Noble Title**	-	Rank in the feudal hierarchy	FS
Opportunist Strike	Character level 10, initiative bonus +1, base attack bonus +1, Surprise Strike	Attack of opportunity against opponents who have been struck by another character	New
Parry	Dex 13, base attack bonus +2, proficient with weapon	Deflect melee attacks	FS
Passage Contract**	-	Free passage on Guild ships	FS
Peasant Hero	-	+2 to Diplomacy and Gather Information when dealing with peasants	FS
Point Blank Shot	-	+1 bonus on ranged attack and damage within 30 ft.	New
Power Attack	Str 13	Trade attack bonus for damage	M&M
Power Focus*	-	+1 to save DCs against specific path or canon	New
Precise Shot	Point Blank Shot	No -4 penalty for shooting into melee	M&M
Physick	Wis 13, Medicine skill 5 ranks, Guild Commission or Church Ordination	You have training in surgery	FS
Purgation	Wis 13, Church Ordination	Harangue the faithful into confessing their sins	FS
Quick Draw	Base attack bonus +1	Draw weapon as a free action	M&M
Rabble Rouse	Cha 15, Enthrall	Incite mobs into riots	FS
Rage**	Membership or upbringing in a low-tech warrior society	Fly into a berserker rage during combat	New
Rapid Healing	Con 13	You recover from injuries twice as fast	M&M
Rapid Reload	Quick Draw	Reload pistol or rifle as free action	FS
Rapid Shot	Dex 13, Point Blank Shot	One extra ranged attack each round	M&M
Rapid Takedown	Str 13, Power Attack, Takedown Attack, base attack bonus +5	No limit to takedown attacks each round	M&M
Reeve Advocate	Assets (Well-off or better)	You have a Reeve lawyer on retainer	FS
Refuge**	-	You have a refuge where you can feel safe	FS
Reputation**	-	You are renowned in your field	FS
Righteous Sermon	Perform skill 6 ranks	Inspire courage in allies	FS
Ride-By Attack	Mounted Combat	Move before and after a mounted charge	New

Riposte	Base melee attack bonus +6, Parry	Extra attack after parrying an opponent	FS
Run	-	Run at 5 times normal speed, +4 bonus on Jump checks after running start	New
Sabotage* **	10 ranks in a single Craft skill	Sabotage technological devices	New
Saint	"Saintly" behaviour, character level 18	You may perform miracles	FS
Saviour-Faire	Cha 15	You impress others with your style	FS
Secret*	-	You know something that most others do not	FS
Secret Agent**	-	You are a member of an intelligence agency	FS
Shield Proficiency	-	No armor check penalty on attack rolls	New
Shot on the Run	Dex 13, Dodge, Mobility, Point Blank Shot, ranged attack bonus +4	Move before and after ranged attack	New
Sidekick	Character level 6 or Rank (any)	You have an assistant, follower, or servant	M&M
Simple Weapon Proficiency	-	No -4 penalty on attack rolls with simple weapons	New
Skill Focus*	-	+3 bonus on checks with selected skill	M&M
Skill Mastery*	13 ranks in a chosen skill	Take 10 on a chosen skill even when distracted	New
Smear Campaign**	Cha 13	You can ruin another person's good name	FS
Snatch Arrows	Dex 15, Deflect Arrows, Improved Unarmed Strike	Catch a deflected ranged attack	New
Spirited Charge	Ride rank 1, Mounted Combat, Ride-By Attack	Double damage with mounted charge	New
Spring Attack	Dex 13, Mobility, base attack bonus +4	Move before and after melee attack	New
Steady Hand	-	Gain bonuses when staying calm is useful	FS
Streetwise	-	You know your way around the black market and organized crime	FS
Subtle Strike*	Dex 13+, base attack bonus +3 or higher	Slip through an opponent's energy shield	FS
Startle	4+ ranks in Intimidate	Startle foe to gain advantage in combat	M&M
Stunning Fist	Dex 13, Wis 13, Improved Unarmed Strike, unarmed attack bonus +8	Stun opponent with unarmed strike	New
Surprise Strike	Initiative bonus +1 or higher, base attack bonus +1 or higher	Do extra damage against off-guard opponents	M&M
Takedown Attack	Power Attack, base attack bonus +2 or higher	Extra melee attack after dropping target	M&M
Talented	13 in the skills' key abilities	+2 bonus on checks with two related skills	M&M
Throwing mastery	Des 13, base ranged attack bonus +5	Thrown objects become weapons	M&M
Throx (Graa)	Vorox, base attack bonus +6, Drox	Additional off-hand attack	FS
Tireless Rage	Character level 17, Indomitable Will, Rage	No longer fatigued after raging	New
Toughness	-	+2 bonus on damage saves	M&M
Tower Shield Proficiency	Shield Proficiency	No armor check penalty on attack rolls	New
Track	-	Use Survival skill to track	M&M
Trample	Ride 1 rank, Mounted Combat	Target cannot avoid mounted overrun	New
Trance	Wis 13	Enter a state of suspended animation	M&M
Trendsetter	-	Others try to emulate your fashion sense	FS
Turnabout	Dex 13, Unarmed Attack Bonus +4, Improved Grapple, Improved Unarmed Strike	Exchange place with close combat opponent	New
Two-Gun Fighting	Base attack bonus +6 or higher, Crack Shot	You can use one pistol in each hand with fewer penalties	FS
Two-Weapon Defense	Two-Weapon Fighting	Off-hand weapon grants +1 shield bonus to Defense	New
Two-Weapon Fighting	Dex 15	Reduce two-weapon fighting penalties by 2	M&M
Underwater Combat	Dex 13, 5 ranks in Swim	+1 to attack rolls or Defense when underwater	M&M
Veteran**	-	You are known for your prowess at a significant battle	FS
Vital Strike	Dex 15, Unarmed Attack Bonus +10, Improved Unarmed Strike, Lethal Strike	Unarmed damage increases by +8 on a critical hit	New
Weapon Finesse*	Proficiency with weapon, base attack bonus +1	Use Dex modifier instead of Str modifier on attack rolls with light melee weapons	New
Weapon Focus*	Proficiency with weapon, base attack bonus +1	+1 bonus on attack rolls with selected weapon	New
Weapon Specialization*	Proficiency with weapon, Weapon Focus with weapon, base attack bonus +4	Damage bonus of selected weapon increases by +2	New
Withering Insult	Int 13	Make opponents lose their temper	FS
Well-Traveled	Character level 3	Acts as bardic knowledge	FS
Whirlwind Attack	Dex 13, Expertise, Dodge, Mobility, Spring Attack, base attack bonus +4	One melee attack against each opponent within reach	M&M
Xeno-Empathy*	-	Eliminates social penalties when dealing with a single alien species	FS
Item Creation Feats	Prerequisites		FS
Attune Fetish	Gifted (Psi), character level 10	Attune item to your psychic powers	FS
Consecrate Vestment	Gifted (Theurgy), character level 4	Consecrate item to help in theurgic rites	FS
Imbue Tabernacle**	Gifted (Any), character level 5	Create an item that stores Wyrd points	FS
Invest Phylactery	Gifted (Theurgy), character level 9	Create an item that allows others to cast theurgic rites	FS
Sanctify Arms and Armor	Gifted (Theurgy), character level 7	Create enhanced arms and armor	FS
MetaPsi Feats	Prerequisites		FS
Enlarge Psi	Gifted (Psi)	Enlarge the range of your psychic powers	FS
Extend Psi	Gifted (Psi)	Increase the duration of your psychic powers	FS
Multiply Psi	Gifted (Psi)	Affect multiple targets with your psychic powers	FS
Tech Item Creation Feats	Prerequisites		FS
Concoct Elixir	Comprehend TL7, Alchemy 5 ranks	Create regenerating drug	FS
Craft Energy Device	Comprehend TL6, Craft (High Tech) skill	Create energy weapons or shields	FS
Craft Wondrous Tech	Comprehend TL5, Craft (High Tech) skill	Create wondrous devices	FS

*This feat can be gained multiple times. Its effects do not stack. Each additional feat is applied to a new topic.

**This feat can be gained multiple times. Its effects stack.

Modification to feats:

Mutants & Mastermind feat list:

A “Standard” feat is the same as a “General” feat.

Disregard all “Super-Feats”.

Aerial Combat: Disregard.

All-Out Attack: Replace all references to “dodge bonus” with “defense bonus”.

Assessment: Disregard.

Attack Finesse: Disregard. Use Weapon Finesse instead.

Attack Focus: Disregard. Use Weapon Focus instead.

Attractive: Disregard. Use Comeliness instead.

Connected: Disregard.

Dodge: Reduce bonus to +1 against a single target.

Fame: Disregard.

Headquarters: Disregard. Use Refuge instead.

Improved Critical: This feat must be taken for individual weapons.

Improved Disarm: You do not provoke an attack of opportunity when you attempt to disarm an opponent, nor does the opponent have a chance to disarm you. You also gain +4 on the opposed attack roll you make to disarm your opponent.

Improved Grapple: You do not provoke an attack of opportunity when you make a touch attack to start a grapple. You also gain a +4 on all grapple checks, regardless of whether you started the grapple.

Improved Pin: Disregard.

Improved Trip: You do not provoke an attack of opportunity when you attempt to trip an enemy unarmed.

Infamy: Disregard.

Move-by Attack: Disregard. Use Spring Attack instead.

Rapid Healing: Note that this feat only doubles the recovery rate – in other words, someone with this feat recovers 2 lethal hits per day and 2 stun hits per hour, instead of 1 lethal hit per day and 1 stun hit per hour.

Rapid Takedown: Disregard the line about minions.

Ricochet Attack: Disregard.

Sidekick: Anyone with a single level of Rank (whether Church Ordination, Guild Commission or Noble Title) can have a sidekick. This can represent an apprentice, servant, or other dependant who follows the character everywhere.

Stunning Attack: Disregard. Use Stunning Fist instead.

Takedown Attack: Disregard line about minions.

Whirlwind Attack: Change prerequisites to: Dex 13, Expertise, Dodge, Mobility, Spring Attack, base attack bonus +4

Fading Suns feat list:

All Social feats are now considered to be General feats.

Attune Fetish: Replace all references to “attunement level” with “character level”. You need to purchase this feat once for each item you want to attune, but no further XP cost is necessary. The fb cost for attuning an item stays the same.

Concoct Elixir: Requires a Craft (alchemy) skill check. The potency of each dose depends on the DC result.

DC	Potency
20	Cures 1 hit
25	Cures 2 hits
30	Cures 3 hits
35	Cures 4 hits

Synergy: Five or more ranks in Medicine provide a +2 synergy bonus.

Consecrate Vestment: Replace all references to “Theurgist Level” with “character level”. Instead of XP, spend a single power point to gain a +4 bonus, which may be distributed on various vestments in any way the character chooses (though the maximum bonus in a single canon still applies). The bonuses can only be redistributed if an item is destroyed. The fb cost for consecrating a vestment stays the same.

Imbue Tabernacle: After purchasing this feat, no further XP cost is necessary, but the character must still pay the full fb cost. The character can draw a number of Wyrd points in any action equal to his Wisdom modifier (with a minimum of 1).

Invest Phylactery: Investing a phylactery costs one-half the number of power points it would cost to buy the rites from scratch.

Noble Claw: The claw delivers a base damage bonus of +2L. The poison has the following effect:
Type: Injury DC 14; *Initial Damage*: 2 Dex; *Secondary Damage*: 5 Dex.

Physick: Replace all references to the Heal skill with the Medicine skill.

Improved Feint: Change prerequisites to: Expertise, Int 13.

Retainer: Disregard. Use Sidekick instead.

Sanctify Arms and Armor: Enhancing costs 1 power point for each +1 enhancement bonus to attack and damage. Enhancing armor costs 1 power point for each +1 armor bonus (adds to the Damage Save) and deflection bonus (adds to Defense). The maximum bonus in both case is equal to half the character’s level, up to a maximum of +5. The base price is equal to the enhancement bonus squared x 1000 fb, plus the cost of the masterwork item.

Subtle Strike: The penalty you take is subtracted from the energy shield activation threshold.

New feats

ARMOR PROFICIENCY (HEAVY) [GENERAL]

Prerequisites: Armor Proficiency (light), Armor Proficiency (medium).

Benefit: See Armor Proficiency (light).

Normal: See Armor Proficiency (light).

ARMOR PROFICIENCY (LIGHT) [GENERAL]

Benefit: When you wear a type of armor with which you are proficient, the armor check penalty for that armor applies only to Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble checks.

Normal: A character who is wearing armor with which she is not proficient applies its armor check penalty to attack rolls and to all skill checks that involve moving, including Ride.

ARMOR PROFICIENCY (MEDIUM) [GENERAL]

Prerequisite: Armor Proficiency (light).

Benefit: See Armor Proficiency (light).

Normal: See Armor Proficiency (light).

COMBAT CASTING [GENERAL]

Benefit: You get a +4 bonus on Concentration checks made to cast a spell or use a spell-like ability while on the defensive or while you are grappling or pinned.

COMBAT REFLEXES [GENERAL]

Benefit: You may make a number of additional attacks of opportunity equal to your Dexterity bonus.

With this feat, you may also make attacks of opportunity while flat-footed.

Normal: A character without this feat can make only one attack of opportunity per round and can't make attacks of opportunity while flat-footed.

CRIPPLING STRIKE [GENERAL]

Prerequisites: Character level 10+, initiative bonus +1 or higher, base attack bonus +1 or higher, Surprise Strike.

Benefit: The character can use surprise strikes on opponents with such precision that her blows weaken and hamper them. An opponent damaged by one of her surprise strikes also takes 2 points of Strength damage. Ability points lost to damage return on their own at the rate of 1 point per day for each damaged ability.

DEFLECT ARROWS [GENERAL]

Prerequisites: Dex 13, Improved Unarmed Strike.

Benefit: You must have at least one hand free (holding nothing) to use this feat. Once per round when you would normally be hit with a ranged weapon, you may deflect it so that you take no damage from it. You must be aware of the attack and not flatfooted. This works only against slow-moving projectiles such as arrows, throwing knives and so on.

Attempting to deflect a ranged weapon doesn't count as an action. Unusually massive ranged weapons and ranged attacks generated by spell effects can't be deflected.

DIEHARD [GENERAL]

Prerequisite: Endurance.

Benefit: When *disabled*, the character can spend a Hero Point to act normally for a number of rounds equal to his Constitution modifier (minimum 1 round). If he is hit again during this time, he reverts to being disabled, and he also reverts to being disabled after this time is up.

When *dying*, the character gains a +4 bonus on his Fortitude checks to see if he is still alive.

ENCYCLOPEDIA MIND [GENERAL]

You have enough experience with various technologies that you can answer just about any question concerning them with some degree of accuracy, even if you have no trained knowledge skill concerning the topic or science.

Prerequisites: Int 13+, Character level 3+, Comprehend Tech Level TL5+.

Benefit: Acts as the Bardic Knowledge ability, but applies only to science and technology topics. The character may make a knowledge check modified by level + Int mod to see whether he knows relevant information about a certain technological item or topic.

Special: If the character has or later gains the Well-Traveled feat, he gains a +2 to his checks.

EXOTIC WEAPON PROFICIENCY [GENERAL]

Choose a type of exotic weapon. You understand how to use that type of exotic weapon in combat.

Prerequisite: Base attack bonus +1 (plus Str 13 for bastard sword).

Benefit: You make attack rolls with the weapon normally.

Normal: A character who uses a weapon with which he or she is not proficient takes a –4 penalty on attack rolls.

Special: You can gain Exotic Weapon Proficiency multiple times. Each time you take the feat, it applies to a new type of exotic weapon. Proficiency with the bastard sword has an additional prerequisite of Str 13.

FAR THROW [GENERAL]

Prerequisites: Dex 13+, Unarmed Attack Bonus 7+,

Improved Grapple, Improved Unarmed Strike, Martial Throw.

Benefit: As Martial Throw, except that the character can hurl a target up to 30 ft. If the target hits an unyielding surface, he suffers damage as if he had fallen 30 ft. (+3L).

FAVORED ENEMY [GENERAL]

You have studied a certain group of beings to a great degree, allowing you to anticipate their movements as well as outwit and outfight them.

Benefit: Select a certain group of beings. Possible choices include members of any single noble house, church sect or guild, Kurgan or Vuldrok barbarians, or any single alien species (Ascorbites, Ukari, Symbiots, etc.) The character gains a +2 bonus on Bluff, Listen, Sense Motive, Spot, and Survival checks when using these skills against beings of this type. Likewise, his damage bonus against such creatures increases by +1.

Special: This feat may be taken multiple times. It may be taken an additional time for the same group of beings once for each five character levels. There is no limit if the feat is applied to different groups of beings.

GREATER POWER FOCUS [GENERAL]

Choose a psychic path or theurgic canon to which you already have applied the Power Focus feat.

Benefit: Add +1 to the Difficulty Class for all saving throws against powers or rites from the path or vsnon you select. This bonus stacks with the bonus from Power Focus.

Special: You can gain this feat multiple times. Its effects do not stack. Each time you take the feat, it applies to a new psychic path or theurgic canon to which you already have applied the Power Focus feat.

GREATER RAGE [GENERAL]

Prerequisites: Character level 11+, Rage.

Benefit: The character's bonuses to Strength and Constitution during his rage each increase to +6, and his morale bonus on Will saves increases to +3. The penalty to AC remains at –2.

GREATER WEAPON FOCUS [GENERAL]

Choose one type of weapon for which you have already selected Weapon Focus. You can also choose unarmed strike or grapple as your weapon for purposes of this feat.

Prerequisites: Base attack bonus +8 or greater, proficiency with selected weapon, Weapon Focus with selected weapon

Benefit: You gain a +1 bonus on all attack rolls you make using the selected weapon. This bonus stacks with other bonuses on attack rolls, including the one from Weapon Focus (see below).

Special: You can gain Greater Weapon Focus multiple times. Its effects do not stack. Each time you take the feat, it applies to a new type of weapon.

GREATER WEAPON SPECIALIZATION

[GENERAL]

Choose one type of weapon for which you have already selected Weapon Specialization. You can also choose unarmed strike or grapple as your weapon for purposes of this feat.

Prerequisites: Base attack bonus 12+, proficiency with selected weapon, Greater Weapon Focus with selected weapon, Weapon Focus with selected weapon, Weapon Specialization with selected weapon.

Benefit: You gain a +2 bonus to the damage bonus you make using the selected weapon. This bonus stacks with other damage bonuses, including the one from Weapon Specialization (see below).

Special: You can gain Greater Weapon Specialization multiple times. Its effects do not stack. Each time you take the feat, it applies to a new type of weapon.

IMPROVED BULL RUSH [GENERAL]

Prerequisites: Str 13, Power Attack.

Benefit: When you perform a bull rush you do not provoke an attack of opportunity from the defender. You also gain a +4 bonus on the opposed Strength check you make to push back the defender.

IMPROVED OVERRUN [GENERAL]

Prerequisites: Str 13, Power Attack.

Benefit: When you attempt to overrun an opponent, the target may not choose to avoid you. You also gain a +4 bonus on your Strength check to knock down your opponent.

Normal: Without this feat, the target of an overrun can choose to avoid you or to block you.

IMPROVED PRECISE SHOT [GENERAL]

Prerequisites: Dex 19, Point Blank Shot, Precise Shot, base attack bonus +11.

Benefit: Your ranged attacks ignore the AC bonus granted to targets by anything less than total cover, and the miss chance granted to targets by anything less than total concealment. Total cover and total concealment provide their normal benefits against your ranged attacks.

In addition, when you shoot or throw ranged weapons at a grappling opponent, you automatically strike at the opponent you have chosen.

Normal: See the normal rules on the effects of cover and concealment. Without this feat, a character who shoots or throws a ranged weapon at a target involved in a grapple must roll randomly to see which grappling combatant the attack strikes.

IMPROVED SHIELD BASH [GENERAL]

Prerequisite: Shield Proficiency.

Benefit: When you perform a shield bash, you may still apply the shield's shield bonus to your Defense.

Normal: Without this feat, a character who performs a shield bash loses the shield's shield bonus to Defense until his or her next turn.

IMPROVED SUNDER [GENERAL]

Prerequisites: Str 13, Power Attack.

Benefit: When you strike at an object held or carried by an opponent (such as a weapon or shield), you do not provoke an attack of opportunity (see Sunder, page 158).

You also gain a +4 bonus on any attack roll made to attack an object held or carried by another character.

Normal: Without this feat, you provoke an attack of opportunity when you strike at an object held or carried by another character.

IMPROVED TRIP [GENERAL]

Prerequisites: Int 13, Expertise.

Benefit: You do not provoke an attack of opportunity when you attempt to trip an opponent while you are unarmed. You also gain a +4 bonus on your Strength check to trip your opponent. If you trip an opponent in melee combat, you immediately get a melee attack against that opponent as if you hadn't used your attack for the trip attempt.

Normal: Without this feat, you provoke an attack of opportunity when you attempt to trip an opponent while you are unarmed.

IMPROVED UNARMED STRIKE [GENERAL]

Benefit: You are considered to be armed even when unarmed — that is, you do not provoke attacks or opportunity from armed opponents when you attack them while unarmed. However, you still get an attack of opportunity against any opponent who makes an unarmed attack on you.

In addition, your unarmed strikes can deal lethal or nonlethal damage, at your option.

Normal: Without this feat, you are considered unarmed when attacking with an unarmed strike, and you can deal only nonlethal damage with such an attack.

IMPROVED VITAL STRIKE [GENERAL]

Prerequisites: Dex 15+, Unarmed Attack Bonus 15+, Improved Unarmed Strike, Lethal Strike.

Benefit: The character's damage bonus on a critical hit with his unarmed attack increases by +10 instead of the usual +5.

INGENUITY [GENERAL]

The character has an incredible knack for jury-rigging devices to get more out of them.

Benefit: The character can make a Craft skill check to temporarily enhance a technological device. The amount of time for the check varies, but it's usually anywhere from 1 round (a full-round action) to 1 minute, but rarely longer. A DC 15 yields a masterwork device. A DC 20 yields an exemplary device. A DC 25 yields a supreme device. (See the Equipment chapter for details.) If the Craft skill roll comes up with a natural "1", the device in question malfunctions and needs extensive repairs — or needs to be replaced entirely. Any wonderworking requires some degree of tools, although these could be simple — a stick of gum, a bent paperclip, etc.

After 10 minutes of use (10 rounds for a weapon), the device returns to normal, its improvements — a wad of gum in the intake valve, a paperclip bridging the fusion gap — worn out or used up. The character can attempt ingenuity on the same device again with another Craft skill check, though the chance of a catastrophic malfunction increases by 1 for each repeated attempt. This penalty can be erased by a through check-up when the device is not in use.

LETHAL DEFENSE [GENERAL]

Prerequisites: Dex 13+.

Benefit: The character can ready a deadly blow by first exposing himself to attack. As a free action, the character can take a penalty to his Defense (up to his highest Defense Bonus, to a maximum of 5) to make an attack of opportunity on any target that successfully attacks the character in melee. This attack gains normal bonuses for an attack of opportunity, but the character adds a bonus to his damage bonus equal to the penalty taken on his Defense.

LETHAL STRIKE [GENERAL]

Prerequisites: Dex 13+, Unarmed Attack Bonus 3+, Improved Unarmed Strike.

Benefit: The character can choose to do lethal damage with your unarmed strike instead of stun damage. The character can a base damage bonus of +2L with his unarmed strikes.

LETHAL TOUCH [GENERAL]

Prerequisites: Dex 15+, Unarmed Attack Bonus 7+, Improved Unarmed Strike, Lethal Strike.

Benefit: Once per day, the character can make one unarmed attack which, should it hit, denies the opponent any armor (but not energy shield) bonuses to his Damage Save.

Special: This feat may be taken multiple times, allowing for multiple lethal touches each day.

MANYSHOT [GENERAL]

Prerequisites: Dex 17, Point Blank Shot, Rapid Shot, base attack bonus +6

Benefit: As a standard action, you may fire two arrows at a single opponent within 30 feet. Both arrows use the same attack roll (with a –4 penalty) to determine success and deal damage normally (but see Special).

Special: Regardless of the number of arrows you fire, you apply precision-based damage only once. If you score a critical hit, only the first arrow fired deals critical damage; all others deal regular damage.

MARTIAL THROW [GENERAL]

Prerequisites: Dex 13+, Unarmed Attack Bonus 3+, Improved Grapple, Improved Unarmed Strike.

Benefit: When grappling, the character can use a throw maneuver instead of establishing a hold. This is resolved the same as if he were attempting a hold, but if he is successful, the character may throw the target 10 ft. in any direction. If the thrown target strikes an unyielding object – such as a stone floor or wall – he suffers damage as if falling 10 ft. (+1L). Thrown targets end up prone. If the target is thrown into an occupied square, the occupant(s) must make a Reflex save (DC 10) or be knocked prone (but suffer no damage).

MARTIAL WEAPON PROFICIENCY [GENERAL]

Choose a type of martial weapon. You understand how to use that type of martial weapon in combat.

The following types are available: Light Melee Weapons, One-Handed Melee Weapons, Two-Handed Melee Weapons, Blasters, Bows, Lasers, Rifles (Slug only), Shotguns (Slug only), Splinter Guns, and Submachine Guns.

Benefit: You make attack rolls with the selected weapons normally.

Normal: When using a weapon with which you are not proficient, you take a –4 penalty on attack rolls.

MIGHTY RAGE [GENERAL]

Prerequisites: Character Level 20+, Greater Rage, Rage.

Benefit: The character's bonuses to Strength and Constitution during his rage each increase to +8, and his morale bonus on Will saves increases to +4. The penalty to AC remains at –2.

MOBILITY [GENERAL]

Prerequisites: Dex 13, Dodge.

Benefit: You get a +4 dodge bonus to Defense against attacks of opportunity caused when you move out of or within a threatened area. A condition that makes you lose your Dexterity bonus to Defense (if any) also makes you lose dodge bonuses. Dodge bonuses stack with each other, unlike most types of bonuses.

MOUNTED ARCHERY [GENERAL]

Prerequisites: Ride 1 rank, Mounted Combat.

Benefit: The penalty you take when using a ranged weapon while mounted is halved: –2 instead of –4 if your mount is taking a double move, and –4 instead of –8 if your mount is running.

MOUNTED COMBAT [GENERAL]

Prerequisite: Ride 1 rank.

Benefit: Once per round when your mount is hit in combat, you may attempt a Ride check (as a reaction) to negate the hit. The hit is negated if your Ride check result is greater than the opponent's attack roll. (Essentially, the Ride check result becomes the mount's Defense if it's higher than the mount's regular Defense.)

OPPORTUNIST STRIKE [GENERAL]

Prerequisites: Character level 10+, initiative bonus +1 or higher, base attack bonus +1 or higher, Surprise Strike.

Benefit: Once per round, the character can make an attack of opportunity against an opponent who has just been struck for damage in melee by another character. This attack counts as the

character's attack of opportunity for that round. Even a character with the Combat Reflexes feat can't use the opportunist ability more than once per round.

POINT BLANK SHOT [GENERAL]

Benefit: You get a +1 bonus on attack and damage rolls with ranged weapons at ranges of up to 30 feet.

POWER FOCUS [GENERAL]

Choose a psychic path or theurgic canon.

Benefit: Add +1 to the Difficulty Class for all saving throws against powers or rites from the path or canon you select.

Special: You can gain this feat multiple times. Its effects do not stack. Each time you take the feat, it applies to a new psychic path or theurgic canon.

RAGE [GENERAL]

Prerequisite: Membership or upbringing in a low-tech warrior society.

Benefit: The character can fly into a rage a certain number of times per day. In a rage, the character temporarily gains a +4 bonus to Strength, a +4 bonus to Constitution, and a +2 morale bonus on Will saves, but he takes a –2 penalty to Defense. He also ignores any impairment penalties to any of his checks except Damage Saves. While raging, the character cannot use any Charisma-, Dexterity-, or Intelligence-based skills (except for Balance, Escape Artist, Intimidate, and Ride), the Concentration skill, or any abilities that require patience or concentration. He can use any feat he has except Combat Expertise or any other that would, in the GM's opinion, require concentration. A fit of rage lasts for a number of rounds equal to 3 + the character's (newly improved) Constitution modifier. The character may prematurely end his rage. At the end of the rage, the character loses the rage modifiers and restrictions and becomes fatigued (–2 penalty to Strength, –2 penalty to Dexterity, can't charge or run). This fatigue can be avoided by the expenditure of a Hero Point, as usual.

A character can fly into a rage only once per encounter. Unless he takes the feat more than once, he can only rage once per day.

Special: This feat may be taken multiple times. The character gains an additional rage each time he takes this feat.

RIDE-BY ATTACK [GENERAL]

Prerequisites: Ride 1 rank, Mounted Combat.

Benefit: When you are mounted and use the charge action, you may move and attack as if with a standard charge and then move again (continuing the straight line of the charge). Your total movement for the round can't exceed double your mounted speed. You and your mount do not provoke an attack of opportunity from the opponent that you attack.

RUN [GENERAL]

Benefit: When running, you move five times your normal speed (if wearing light or no armor and carrying no more than a light load) or four times your speed (if wearing medium or heavy armor or carrying a medium or heavy load). If you make a jump after a running start (see the Jump skill description), you gain a +4 bonus on your Jump check. While running, you retain your Dexterity bonus to Defense.

Normal: You move four times your speed while running (if wearing light or no armor and carrying no more than a light load) or three times your speed (if wearing medium or heavy armor or carrying a medium or heavy load), and you lose your Dexterity bonus to Defense.

SABOTAGE [GENERAL]

Prerequisite: 10+ ranks in a single Craft skill.

Benefit: The player chooses one Craft skill for which the character meets the prerequisite. The character gains the ability to instantly sabotage, break or shut down any device related to the Craft skill he touches once per day as a full-round action. Use the usual rules for striking an object, but if the character hits it at all, the device must make a Fortitude saving throw not to shut down, seize up or malfunction. (A device's base save bonus = 2 +1 per tech level above 4, +1 for masterwork, +2 for exemplary masterwork, +3 for supreme masterwork). The DC is

equal to one-half the character's relevant Craft skill rank + Str modifier. The character must have a tool of some sort with which to touch the device, such as a wrench, hammer or screwdriver. Note that this works only against mechanical or technological devices; the character cannot sabotage a sword or chair. In addition, sabotage does not necessarily benefit the character – a sabotaged lock does not necessarily open; it usually becomes stuck so that keys won't work in it (it can still be lockpicked, however).

Sabotaged items can be repaired using the Craft skill, but this requires no material costs (no replacement parts are necessary).

Special: This feat may be taken multiple times. The character gains an additional sabotage attempt per day each time this feat is taken. Alternatively, the character may take this feat for a different Craft skill in which he has 10+ ranks and thus broaden the variety of devices he may attempt to sabotage. This does not increase the number of times the character may attempt to sabotage devices, however.

SHIELD PROFICIENCY [GENERAL]

Benefit: You can use a (non-energy) shield and take only the standard penalties.

Normal: When you are using a shield with which you are not proficient, you take the shield's armor check penalty on attack rolls and on all skill checks that involve moving, including Ride checks.

SHOT ON THE RUN [GENERAL]

Prerequisites: Dex 13, Dodge, Mobility, Point Blank Shot, base attack bonus +4.

Benefit: When using the attack action with a ranged weapon, you can move both before and after the attack, provided that your total distance moved is not greater than your speed.

SIMPLE WEAPON PROFICIENCY [GENERAL]

Benefit: You make attack rolls with simple weapons normally.

Normal: When using a weapon with which you are not proficient, you take a –4 penalty on attack rolls.

SKILL MASTERY [GENERAL]

The character becomes so certain in the use of a certain skill that she can use them reliably even under adverse conditions.

Prerequisites: 13 ranks in a chosen skill.

Benefit: The player chooses one skill for which the character meets the prerequisite. When making a skill check with this skill, she may take 10 even if stress and distractions would normally prevent her from doing so.

Special: This feat may be taken multiple times. Each time the feat is taken, it applies to a different skill for which the character meets the prerequisites.

SNATCH ARROWS [GENERAL]

Prerequisites: Dex 15, Deflect Arrows, Improved Unarmed Strike.

Benefit: When using the Deflect Arrows feat you may catch the weapon instead of just deflecting it. Thrown weapons can immediately be thrown back at the original attacker (even though it isn't your turn) or kept for later use.

You must have at least one hand free (holding nothing) to use this feat.

SPIRITED CHARGE [GENERAL]

Prerequisites: Ride 1 rank, Mounted Combat, Ride-By Attack.

Benefit: When mounted and using the charge action, you deal double damage with a melee weapon (or triple damage with a lance).

SPRING ATTACK [GENERAL]

Prerequisites: Dex 13, Dodge, Mobility, base attack bonus +4.

Benefit: When using the attack action with a melee weapon, you can move both before and after the attack, provided that your total distance moved is not greater than your speed. Moving in this way does not provoke an attack of opportunity from the defender you attack, though it might provoke attacks of opportunity from other creatures, if appropriate. You can't use this feat if you are wearing heavy armor.

You must move at least 5 feet both before and after you make your attack in order to utilize the benefits of Spring Attack.

STUNNING FIST [GENERAL]

Prerequisites: Dex 13, Wis 13, Improved Unarmed Strike, base attack bonus +8.

Benefit: You must declare that you are using this feat before you make your attack roll (thus, a failed attack roll ruins the attempt). Stunning Fist forces a foe damaged by your unarmed attack to make a Fortitude saving throw (DC 10 + 1/2 your character level + your Wis modifier), in addition to dealing damage normally. A defender who fails this saving throw is stunned for 1 round (until just before your next action). A stunned character can't act, loses any Dexterity bonus to Defense, and takes a –2 penalty to Defense. You may attempt a stunning attack once per day for every four levels you have attained (but see Special), and no more than once per round. Constructs, oozes, plants, undead, incorporeal creatures, and creatures immune to critical hits cannot be stunned.

TIRELESS RAGE [GENERAL]

Prerequisites: Character level 17+, Indomitable Will, Rage.

Benefit: The character no longer becomes fatigued at the end of his rage.

TOWER SHIELD PROFICIENCY [GENERAL]

Prerequisite: Shield Proficiency.

Benefit: You can use a tower shield and suffer only the standard penalties.

Normal: A character who is using a shield with which he or she is not proficient takes the shield's armor check penalty on attack rolls and on all skill checks that involve moving, including Ride.

TRAMPLE [GENERAL]

Prerequisites: Ride 1 rank, Mounted Combat.

Benefit: When you attempt to overrun an opponent while mounted, your target may not choose to avoid you. Your mount may make one hoof attack against any target you knock down, gaining the standard +4 bonus on attack rolls against prone targets.

TURNABOUT [GENERAL]

Prerequisites: Dex 13, Unarmed Attack Bonus 4+, Improved Grapple, Improved Unarmed Strike.

Benefit: If attacking unarmed, the character can force his target to trade places with him (especially useful when fighting on the brink of a cliff or on a bridge). The character and the target make opposed attack rolls (each with normal bonuses). If he is successful, the target is forced to move into the space the character was occupying while the character moves into the target's previous space.

This action (and the movement associated with it) does not provoke attacks of opportunity from the target or any other opponents threatening the character. This is a full-round action.

TWO-WEAPON DEFENSE [GENERAL]

Prerequisites: Dex 15, Two-Weapon Fighting.

Benefit: When wielding a double weapon or two weapons (not including natural weapons or unarmed strikes), you gain a +1 shield bonus to your Defense.

When you are fighting defensively or using the total defense action, this shield bonus increases to +2.

Special: A fighter may select Two-Weapon Defense as one of his fighter bonus feats.

VITAL STRIKE [GENERAL]

Prerequisites: Dex 15+, Unarmed Attack Bonus 10+, Improved Unarmed Strike, Lethal Strike.

Benefit: The character's damage bonus on a critical hit with his unarmed attack increases by +8 instead of the usual +5.

WEAPON FINESSE [GENERAL]

Prerequisite: Base attack bonus +1.

Benefit: With a light weapon, rapier, whip, or spiked chain made for a creature of your size category, you may use your Dexterity modifier instead of your Strength modifier on attack rolls. If you carry a shield, its armor check penalty applies to your attack rolls.

Special: Natural weapons are always considered light weapons.

WEAPON FOCUS [GENERAL]

Choose one type of weapon. You can also choose unarmed strike or grapple (or ray, if you are a spellcaster) as your weapon for purposes of this feat.

Prerequisites: Proficiency with selected weapon, base attack bonus +1.

Benefit: You gain a +1 bonus on all attack rolls you make using the selected weapon.

Special: You can gain this feat multiple times. Its effects do not stack. Each time you take the feat, it applies to a new type of weapon.

A fighter may select Weapon Focus as one of his fighter bonus feats. He must have Weapon Focus with a weapon to gain the Weapon Specialization feat for that weapon.

WEAPON SPECIALIZATION [GENERAL]

Choose one type of weapon for which you have already selected the Weapon Focus feat. You can also choose unarmed strike or grapple as your weapon for purposes of this feat. You deal extra damage when using this weapon.

Prerequisites: Proficiency with selected weapon, Weapon Focus with selected weapon, base attack bonus +4.

Benefit: You gain a +2 bonus to the damage bonus you make using the selected weapon.

Special: You can gain this feat multiple times. Its effects do not stack. Each time you take the feat, it applies to a new type of weapon.

Alien Races

Ascorbites

Cost: It costs 9 power points to play an Ascorbite

Ascorbites gain +4 to Wisdom (4 pts) and -4 to Charisma (-4 pts).

Adaptility: Immune to any toxin or disease which the Ascorbite survives; this trait is passed to offspring (3 pts).

Carapace: Ascorbites gain a +6 natural armor bonus to their damage saves (6 pts).

Double-Jointed: Ascorbites gain a +2 racial bonus to Escape Artist (1 pt).

Far Leap: Ascorbites gain a +8 racial bonus to Jump checks. They can always take 10 on Jump checks, even when distracted, and they are treated as two size categories larger when figuring out the maximum distance they can cover in one Jump (6 pts).

Strong Grip: +2 to Grapple checks (1 pt).

Bloodsucker: Strict diet of blood, cannot eat meat or vegetables.

Fixed Development: After character creation, all skills *except* the following cost one power point per skill rank: Balance, Climb, Hide, Intimidate, Jump, Listen, Move Silently, Tumble. Purchasing a new skill not on the list costs an additional power point (-7 pts).

- -2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races. Ascorbites cannot take the Xeno-Empathy feat to negate this.

Ostracized: Ascorbites receive a -1 penalty to Charisma-based checks against humans who are prejudiced against them (-1 pt).

All Ascorbites have the Language (Ascorbite) skill for free. However, they must spend one skill rank to be able to speak Urthish.

Etyri (Cha'arkut)

Cost: It costs 11 power points to play a Cha'arkut.

Cha'arkut gain +4 to Wisdom (4 pts) and Dexterity (4 pts), as well as +2 to Charisma (2 pts) and -4 to Strength (-4 pts).

Flight: Cha'arkut can fly at a base speed of 40 ft. (8 pts).

Small: As a small creature, a Cha'arkut gains a +1 size bonus to attack rolls and defense, and a +4 size bonus on Hide checks, but he uses smaller weapons and his lifting and carrying limits are three-quarters of a Medium character.

Fragile Bones: Cha'arkut suffer a -2 penalty to damage saves (-2 pts).

Cha'arkut have a base land speed of 20 ft. (-2 pts).

Claustrophobic: Cha'arkut suffer a -1 penalty to all die rolls (except for damage saves) in cramped areas (-2 pts).

Cha'arkut gain a +4 bonus to Spot checks (2 pts).

Cha'arkut can attack with their beaks or claws. This does a base damage of +2L (2 pts).

- -2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races. This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

Ostracized: Cha'arkut receive a -1 penalty to Charisma-based checks against humans who are prejudiced against them (-1 pt).

All Cha'arkut have the Language (Etyri) skill for free. However, they must spend one skill rank to be able to speak Urthish.

Etyri (Chirikiti)

Cost: It costs 11 power points to play a Chirikiti.

Chirikiti gain +4 to Wisdom (4 pts) and Dexterity (4 pts), as well as +2 to Charisma (2 pts) and -4 to Strength (-4 pts).

Flight: Chirikiti can fly at a base speed of 40 ft. (8 pts).

Small: As a small creature, a Chirikiti gains a +1 size bonus to attack rolls and defense, and a +4 size bonus on Hide checks, but he uses smaller weapons and his lifting and carrying limits are three-quarters of a Medium character.

Fragile Bones: Chirikiti suffer a -2 penalty to damage saves (-2 pts).

Chirikiti have a base land speed of 20 ft. (-2 pts).

Claustrophobic: Chirikiti suffer a -1 penalty to all die rolls (except for damage saves) in cramped areas (-2 pts).

Chirikiti gain a +4 bonus to Spot checks (2 pts).

Chirikiti can attack with their beaks or claws. This does a base damage of +2L (2 pts).

- -2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races. This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

Ostracized: Chirikiti receive a -1 penalty to Charisma-based checks against humans who are prejudiced against them (-1 pt).

All Chirikiti have the Language (Etyri) skill for free. However, they must spend one skill rank to be able to speak Urthish.

Etyri (Ghek-da'az)

Cost: It costs 8 power points to play a Ghek-da'az.

Ghek-da'az gain +4 to Wisdom (4 pts) and Dexterity (4 pts) as well as +2 to Constitution (2 pts) and -2 to Strength (-2 pts).

Claustrophobic: Huar'raugh suffer a -1 penalty to all die rolls (except for damage saves) in cramped areas (-2 pts).

Fragile Bones: Ghek-da'az suffer a -1 penalty to damage saves (-1 pt).

Ghek-da'az gain a +4 bonus to Spot checks (2 pts).

Ghek-da'az can attack with their beaks or claws. This does a base damage of +2L (2 pts).

- -2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races. This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

Ostracized: All Ghek-da'az receive a -1 penalty to Charisma-based checks against humans who are prejudiced against them (-1 pt).

All Ghek-da'az have the Language (Etyri) skill for free. However, they must spend one skill rank to be able to speak Urthish.

Etyri (Huar'raugh)

Cost: It costs 14 power points to play a Huar'raugh.

Huar'raugh gain +4 to Wisdom (4 pts) and Dexterity (4 pts) and -4 to Strength (-4 pts).

Flight: Huar'raugh can fly at a base speed of 40 ft. (8 pts).

Hawkeye: Huar'raugh gain a +2 to their attack rolls if they or their target is in motion (2 pts).

Claustrophobic: Huar'raugh suffer a -1 penalty to all die rolls (except for damage saves) in cramped areas (-2 pts).

Fragile Bones: Huar'raugh suffer a -1 penalty to damage saves (-1 pt).

Huar'raugh gain a +4 bonus to Spot checks (2 pts).

Huar'raugh can attack with their beaks or claws. This does a base damage of +2L (2 pts).

- -2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races. This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

Ostracized: All Huar'raugh receive a -1 penalty to Charisma-based checks against humans who are prejudiced against them (-1 pt).

All Huar'raugh have the Language (Etyri) skill for free. However, they must spend one skill rank to be able to speak Urthish.

Gannok

Cost: It costs 6 power points to play a Gannok.

Gannok gain +2 to Dexterity (2 pts) and Constitution (2 pts).

Small: As a small creature, a Gannok gains a +1 size bonus to attack rolls and defense, and a +4 size bonus on Hide checks, but he uses smaller weapons and his lifting and carrying limits are three-quarters of a Medium character.

Gannok have a base speed of 20 ft. (-2 pts).

Agile toes: Gannok can use their feet as well as hands for non-combat tasks (1 pt).

Due to their small size, Gannok suffer a -1 penalty to damage saves (-1 pt).

Grease Monkey: Gannok gain a +1 bonus with all Craft skills (1 pt).

Long fingers & Toes: Gannok gain a +1 to all tasks requiring fine manipulation (1 pt).

Omnidigestion: Gannok can devour pretty much everything marginably edible, but they are not immune to deadly poisons (1 pt).

Prehensile Tail: This tail can grab items, but cannot be used for fine manipulation (1 pt).

Regeneration: Gannok regenerate one lethal hit per hour. This is accompanied by severe hunger pangs (2 pts).

Symbiot immunity: Gannok are immune to infection by Symbiot spores (1 pt).

Stench: Gannok suffer a -1 to all Charisma-based checks when among non-Gannok (-2 pts).

- -2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races. This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

Ostracized: All Gannok receive a -1 penalty to Charisma-based checks against humans who are prejudiced against them (-1 pt).

All Gannok have the Language (Gannok) skill for free. However, they must spend one skill rank to be able to speak Urthish.

Hironem

Cost: It costs 4 power points to play a Hironem.

Hironem gain +2 to Dexterity (2 pts).

S'su Vision: Hironem can perceive auras similar to the psychic power Second Sight. This requires a Spot check and does not cost any Wyrd points (5 pts).

Cold-Blooded: Hironem suffer a -1 penalty to their Damage and Fortitude saves for every 10 degrees below 60°F and a -2 penalty to their Wisdom for every 10 degrees over 100°F (-3 pts).

Hironem cannot naturally awaken psychic powers. Hence, they may gain the Gifted (Psi) feat only with gamemaster permission. Possible methods include exposure to Soul Shards, Philosophers Stones or even miracles.

Hironem are literate in any language they can speak (1 pt).

- -2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races. This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

Ostracized: All Hironem receive a -1 penalty to Charisma-based checks against humans who are prejudiced against them (-1 pts).

All Hironem have the Language (Hironem) skill for free. However, they must spend one skill rank to be able to understand Urthish.

Shantor

Cost: It costs 10 power points to play a Shantor.

Shantor gain +12 to Strength (12 pts) and +8 to Constitution (8 pts).

Large: As large creatures, shantor suffer a -1 size penalty on attack rolls and Defense. They gain +4 to Strength checks for bull rushes and trips against Medium-sized targets. However, they also suffer the following drawbacks: - 4 Hide, and suits of armor cost double and weigh twice as much. Their carrying capacity is tripled.

Shantor have a base speed of 60 ft. (6 pts).

Shantor gain a +3 bonus to Spot and Listen checks, and may make Spot and Listen checks even while in a sleep trance (4 pts).

Claustrophobic: Shantor suffer a -1 penalty to all die rolls (except for damage saves) in cramped areas (-2 pts).

Mute: Shantor cannot speak Urthish without the aid of technological devices (dolomei) (-6 pts).

No fine manipulators: Shantor do not have hands or fingers, and thus can only use equipment made for humans with great difficulty, or not at all (-10 pts).

Shantor cannot naturally awaken psychic powers or theurgy. Hence, they may gain the Gifted feat only with gamemaster permission.

Possible methods include exposure to Soul Shards, Philosophers Stones or even miracles.

- -2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races. This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

Ostracized: All Shantor receive a -2 penalty to Charisma-based checks against humans who are prejudiced against them (-2 pts).

All Shantor have the Language (Windspeech) skill for free. However, they must spend one skill rank to be able to understand Urthish.

Ur-Obun

Cost: It costs 2 power points to play an Ur-Obun

- Obun gain +2 to Dexterity (2 pts) and Wisdom (2 pts) and -2 to Strength (-2 pts) and Constitution (-2 pts).

- All Obun have the Gifted feat (2 pts), choosing either psi or theurgy. They do not have occult stigmas.

- All Obun have the Favored Enemy (Ur-Ukar) feat (2 pts).

-2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races (not Ur-Ukar). This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

All Obun have the Language (Obunish) skill for free. However, they must spend one skill rank to be able to speak Urthish.

Ur-Ukar

Cost: It costs 3 power points to play an Ur-Ukar

Ukar gain +2 to Dexterity (2 pts) and -2 to Strength (-2 pts).

All Ukar have the Gifted (Psi) feat (2 pts). They do not have occult stigmas.

All Ukar start with one point of Urge (-2 points).

All Ukar have the Favored Enemy (Ur-Obun) feat (2 pts).

All Ukar have the Comprehend Tech Level (TL5) feat (2 pts).

-2 penalty for Bluff, Diplomacy, Gather Information against humans, Vorox, and other alien races (not Ur-Obun). This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

Ostracized: All Ukar receive a -1 penalty to Charisma-based checks against humans who are prejudiced against them (-1 pt).

All Ukar have the Language (Ukari) skill for free. However, they must spend one skill rank to be able to speak Urthish.

Vorox

Cost: It costs 24 power points to play a Vorox

Vorox gain +6 to Strength (6 pts) and Constitution (6 pts) and -2 to Intelligence (-2 pts) and Charisma (-2 pts)

Vorox have a +2 natural armor bonus to their damage saves (2 pts).

Vorox are Large creatures. They suffer a -1 size penalty to attacks and defense, but they gain reach of 10 ft. In addition, they gain the following benefits: +4 grapple against Medium-sized targets, +4 Strength checks for bull rushes and trips against Medium-sized targets.

However, they also suffer the following drawbacks: -4 Hide, and suits of armor cost double and weigh twice as much. Their carrying capacity is doubled.

Six limbs: Vorox have six limbs, four of which can be used as arms while standing upright on the remaining two. Vorox, like humans, can use one extra limb as an off-hand, but they suffer the normal penalties for doing so. Those who study the Graa martial art can learn to use their additional limbs to make extra off-hand actions. See the Droxx and Throx feats in the Feats chapter for more details.

If a Vorox gets down on four or six legs, he gains a +4 stability bonus against bull rush and trip attacks (2 pts).

Vorox base speed is 40 feet or 50 feet when on all sixes. When climbing, a Vorox can move at half his speed (20 ft.) as a full-round action, or half that far (10 ft.) as a move equivalent action. If he devotes all six of his limbs to the climb, he gets his full base speed (40 ft.) as the full-round action and half that (20 ft.) as a move-equivalent action (4 pts).

Vorox train in the following skills at an early age, augmented by instinct: Climb +3, Listen +3, Spot +3, Survival +3 (6 pts).

Scent ability: Vorox can discriminate others by their scent or track them by their scent trails. Vorox can identify familiar odors just as people identify familiar sights. The range for detecting another smell is 30 ft. (60 ft. if you are upwind from the scent's source, or 15 ft. if you are downwind of it). This range is doubled for strong smells (such as smoke) or tripled for overpowering smells (skunk musk, etc.) You can detect the presence of someone or something within the above ranges, but not its location unless it is within 5 ft. of you. You make Wisdom checks to track others by their scent trails. The DC for a fresh trail is 10, but this can be positively modified by strong odors or the passage of multiple people in a group, and negatively modified by time (-2 per hour since the trail was made). Otherwise, use the rules for the Track feat, but ignore surface conditions and visibility modifiers. Water wipes out a scent trail (which is why the pursued often try to cross streams, to throw off the hounds). False odors – deliberately planted to throw off or confuse pursuit – make the DC 20 for any Survival checks (2 pts). Vorox cannot naturally awaken psychic powers or theurgy. Hence, they may gain the Gifted feat only with gamemaster permission. Possible methods include exposure to Soul Shards, Philosophers Stones or even miracles.

Vorox receive the Exotic Weapon Proficiency (Glankesh sword) for free.

-2 penalty for Bluff, Diplomacy, Gather Information against humans, Obun, Ukar, and other alien races. This penalty can be negated for a particular race by taking the Xeno-Empathy feat.

All Vorox have the Language (Voroxish) skill for free. However, they must spend one skill rank to be able to speak Urthish.

Occult Powers

Modifications to psychic powers:

Prana Burst: A prana burst attack ignores all armor bonuses to the damage save. The damage bonus of the attack increases depending on the check result:

DC	Damage Bonus
15	+2
25	+3
35	+4
45	+5

Kinetic Strike: The damage bonus of the attack is as follows:

DC	Damage Bonus
15	+7L
25	+10L
35	+14L
45	+17L

Force Wall: Add the AC bonus to Defense.

Brain Blast: The damage bonus of the attack is as follows:

DC	Damage Bonus
15	+2L
25	+4L
35	+6L
45	+8L

Instead of rolling a standard damage save, use the target's Will save bonus as bonus on the damage save.

Recovery: The number of hits healed is as follows:

DC	Amount healed
10	1 hit
20	2 hits
30	3 hits
40	4 hits

Vis Shock: The damage bonus of the attack increases as follows:

DC	Damage Bonus
15	+2
25	+3
35	+4
45	+5

This does not add to the shield activation threshold.

Modifications to theurgic rites:

Revive: The number of hits healed is as follows:

DC	Amount healed
10	1 hit
15	2 hits
25	3 hits
35	4 hits

Combat

Modifications to the Mutants & Mastermind combat rules:

- The Massive Damage rules are in place:
 - If you fail your Damage save by more than 15 (lethal), you are dying.
 - If you fail your Damage save by more than 20 (lethal), you're instantly killed.
 - If you apply a -5 penalty to the damage bonus of an attack that ordinarily does stun damage, the attack can do lethal damage.
- The Impairment rules are in place: Characters take their current hits as a penalty to *all* their dice rolls.
- Recovery: Characters recover only 1 stun hit per hour, and 1 lethal hit after a full night's rest. This rate can be doubled by complete rest (no strenuous activity).
- Attacks of Opportunity: Characters can make attacks of opportunity, just like in the standard d20 rules system.
- Critical hits: If you score a threat, re-roll the attack. If it would hit a second time, the attack is a critical hit. Increase the damage bonus by +5 (more for some attacks).

Equipment

Weapons Table

The following weapon stats supercede those in the Fading Suns equipment chapter. Any special rules in that chapter still apply, unless altered by the notes below.

Simple Weapons	Cost	Dmg	Critical	Range	Weight	Type	Ammunition
<i>Unarmed Attacks</i>							
Gauntlet	2 fb	+2L	+5	—	1 lb.	Bludgeoning	
Unarmed strike	—	+2S	+5	—	—	Bludgeoning	
<i>Light Melee Weapons</i>							
Dagger	2 fb	+2L	19–20/+5	10 ft.	1 lb.	Piercing or slashing	
Dagger, punching	2 fb	+2L	+8	—	1 lb.	Piercing	
Dagger, spring	5 fb	+2L	19–20/+5	10 ft.	1 lb.	Piercing	
Gauntlet, spiked	5 fb	+2L	+5	—	1 lb.	Piercing	
Mace, light	5 fb	+3L	+5	—	4 lb.	Bludgeoning	
Shocker	+100 fb (sf)	—	—	—	+1 lb.	+ Electricity	15 (sf)
Sickle	6 fb	+3L	+5	—	2 lb.	Slashing	
Vibro Blade	+120 fb (sf)	—	—	—	+ 2lb.		
<i>One-Handed Melee Weapons</i>							
Club	—	+3L	+5	10 ft.	3 lb.	Bludgeoning	
Mace, heavy	12 fb	+4L	+5	—	8 lb.	Bludgeoning	
Morningstar	8 fb	+4L	+5	—	6 lb.	Bludgeoning and piercing	
Shortspear	1 fb	+3L	+5	20 ft.	3 lb.	Piercing	
<i>Two-Handed Melee Weapons</i>							
Longspear	5 fb	+4L	+8	—	9 lb.	Piercing	
Quarterstaff	—	+3L/+3L	+5	—	4 lb.	Bludgeoning	
Spear	2 fb	+4L	+8	20 ft.	6 lb.	Piercing	
<i>Ranged Weapons</i>							
Autofeet, Med.	250 fb (3/1)	+4L	+5	30 ft.	4lb.	Piercing	14 (.40)
Autofeet, Hvy.	300 fb (1)	+5L	+5	40 ft.	5 lb.	Piercing	10 (.47)
Crossbow, heavy	50 fb	+5L	19–20/+5	50 ft.	8 lb.	Piercing	
Bolts, crossbow (10)	1 fb	—	—	—	1 lb.	—	
Crossbow, light	35 fb	+4L	19–20/+5	40 ft.	4 lb.	Piercing	
Bolts, crossbow (10)	1 fb	—	—	—	1 lb.	—	
Dart	5 tl	+2L	+5	20 ft.	1/2 lb.	Piercing	
Javelin	1 fb	+3L	+5	30 ft.	2 lb.	Piercing	
Laser Pistol	400 fb (sf)	5L	19–20/+8	40 ft.	3 lb.	Piercing	15 (sf)
Revolver, Med.	200 fb (3/1)	4L	+5	30 ft.	3 lb.	Piercing	6 (.40)
Revolver, Hvy.	250 fb(1)	5L	+5	40 ft.	3 lb.	Piercing	6 (.40)
Sling	—	+2L	+5	50 ft.	0 lb.	Bludgeoning	
Bullets, sling (10)	1 tl	—	—	—	5 lb.	—	
Martial Weapons	Cost	Dmg	Critical	Range	Weight	Type	Ammunition
<i>Light Melee Weapons</i>							
Axe, throwing	8 fb	+3L	+5	10 ft.	2 lb.	Slashing	
Frap Stick	100 (sf)	+3L (+2L)	+5	—	4 lb.	Bludgeoning + Electricity	
Hammer, light	1 fb	+2L	+5	20 ft.	2 lb.	Bludgeoning	
Handaxe	6 fb	+3L	+8	—	3 lb.	Slashing	
Kukri	8 fb	+2L	18–20/+5	—	2 lb.	Slashing	
Pick, light	4 fb	+2L	+10	—	3 lb.	Piercing	
Sap	1 fb	+3S	+5	—	2 lb.	Bludgeoning	
Shield, light	special	+2L	+5	—	special	Bludgeoning	
Spiked armor	special	+2L	+5	—	special	Piercing	
Spiked shield, light	special	+2L	+5	—	special	Piercing	
Sword, short	10 fb	+3L	19–20/+5	—	2 lb.	Piercing	
<i>One-Handed Melee Weapons</i>							
Battleaxe	10 fb	+4L	+8	—	6 lb.	Slashing	
Flail	8 fb	+4L	+5	—	5 lb.	Bludgeoning	
Longsword	15 fb	+4L	19–20/+5	—	4 lb.	Slashing	
Pick, heavy	8 fb	+3L	+10	—	6 lb.	Piercing	
Rapier	20 fb	+3L	18–20/+5	—	2 lb.	Piercing	
Scimitar	15 fb	+3L	18–20/+5	—	4 lb.	Slashing	
Shield, heavy	special	+2L	+5	—	special	Bludgeoning	
Spiked shield, heavy	special	+3L	+5	—	special	Piercing	
Trident	15 fb	+4L	+5	10 ft.	4 lb.	Piercing	
Warhammer	12 fb	+4L	+8	—	5 lb.	Bludgeoning	
<i>Two-Handed Melee Weapons</i>							
Falchion	75 fb	+5L	18–20/+5	—	8 lb.	Slashing	
Glaive	8 fb	+5L	+8	—	10 lb.	Slashing	

Greataxe	20 fb	+6L	+8	—	12 lb.	Slashing	
Greatclub	5 fb	+5L	+5	—	8 lb.	Bludgeoning	
Flail, heavy	15 fb	+5L	19–20/+5	—	10 lb.	Bludgeoning	
Greatsword	50 fb	+7L	19–20/+5	—	8 lb.	Slashing	
Guisarme	9 fb	+5L	+8	—	12 lb.	Slashing	
Halberd	10 fb	+5L	+8	—	12 lb.	Piercing or slashing	
Lance	10 fb	+4L	+8	—	10 lb.	Piercing	
Ranseur	10 fb	+5L	+8	—	12 lb.	Piercing	
Scythe	18 fb	+5L	+10	—	10 lb.	Piercing or slashing	
<i>Ranged Weapons</i>							
Blaster, Pistol	700 fb (sf)	+7L	+8	30 ft.	5lbs	Piercing	10 (sf)
Blaster, Rifle	1000 (sf)	+10L	+8	80 ft.	13 lb.	Piercing	15 (sf)
Blaster, Shotgun	1500 (sf)	+10L	19–20/+8	30 ft.	15 lb.	Piercing	8 (sf)
Laser, Assault	700 (sf)	+7L	19–20/+8	90 ft.	8 lb.	Piercing	20 (sf)
Laser, Rifle	1000 (sf)	+9L	19–20/+8	120 ft.	10 lb.	Piercing	23 (sf)
Longbow	75 fb	+4L	+8	50 ft.	3 lb.	Piercing	
Arrows (20)	1 fb	—	—	—	3 lb.	—	
Longbow, composite	100 fb	+4L	+8	50 ft.	3 lb.	Piercing	
Arrows (20)	1 fb	—	—	—	3 lb.	—	
Rifle, Assault(A)	500 fb (2/1)	+6L	+8	60 ft.	10 lbs	Piercing	30 (10 mm)
Rifle, Imperial	200 (3/1)	+5L	+8	100 ft.	10 lb.	Piercing	10 (.40)
Rifle, Sniper	700 (2/1)	+9L	19–20/+10	120 ft.	12 lb.	Piercing	5 (13 mm)
Shortbow	30 fb	+3L	+8	40 ft.	2 lb.	Piercing	
Arrows (20)	1 fb	—	—	—	3 lb.	—	
Shortbow, composite	75 fb	+3L	+8	40 ft.	2 lb.	Piercing	
Arrows (20)	1 fb	—	—	—	3 lb.	—	
Shotgun (buckshot)	300 (5/1)	+7L	+8	20 ft.	8 lb.	Piercing	7 (buckshot)
Shotgun (slug)	300 (1)	+5L	+8	40 ft.	8 lb.	Piercing	7 (.47)
SMG(A)	350 fb (3/1)	+5L	+5	30 ft.	6 lb.	Piercing	32 (.40)
Splinter Carbine(A)	400 fb (5/1)	+5L	+8	40 ft.	10 lb.	Piercing	13 (flechette + sf)
Splinter Pistol(A)	350 fb (3/1)	+3L	+8	30 ft.	4 lb.	Piercing	7 (flechette + sf)
Exotic Weapons	Cost	Dmg	Critical	Range	Weight	Type²	Ammunition
<i>Light Melee Weapons</i>							
Kama	2 fb	+3L	+5	—	2 lb.	Slashing	
Nunchaku	2 fb	+3L	+5	—	2 lb.	Bludgeoning	
Sai	1 fb	+2L	+5	10 ft.	1 lb.	Bludgeoning	
Siangham	3 fb	+3L	+5	—	1 lb.	Piercing	
<i>One-Handed Melee Weapons</i>							
Flux Sword	30K (sf)	+9L	19–20/+8	—	3 lb.	Piercing and Slashing	30 (sf)
Glankesh Sword	20	+4L	19–20/+8	—	6 lb.	Slashing	
Sword, bastard	35 fb	+5L	19–20/+5	—	6 lb.	Slashing	
Whip	1 fb	+2S	+5	—	2 lb.	Slashing	
Wireblade	10K	+3L	18–20/+10	—	3 lb.	Slashing	30 (sf)
<i>Two-Handed Melee Weapons</i>							
Chain, spiked	25 fb	+5L	+5	—	10 lb.	Piercing	
Flail, dire	90 fb	+4L/+4L	+5	—	10 lb.	Bludgeoning	
Sword, two-bladed	100 fb	+4L/+4L	19–20/+5	—	10 lb.	Slashing	
<i>Ranged Weapons</i>							
Bolas	5 fb	+2S	+5	10 ft.	2 lb.	Bludgeoning	
Crossbow, hand	100 fb	+2L	19–20/+5	30 ft.	2 lb.	Piercing	
Bolts (10)	1 fb	—	—	—	1 lb.	—	
Crossbow, repeating heavy	400 fb	+5L	19–20/+5	120 ft.	12 lb.	Piercing	
Bolts (5)	1 fb	—	—	1 lb.	—	—	
Crossbow, repeating light	250 fb	+4L	19–20/+5	80 ft.	6 lb.	Piercing	
Bolts (5)	1 fb	—	—	1 lb.	—	—	
Flamegun	150 (1+sf)	+5L	19–20/+8	30 ft.	10 lb.	Fire	10
Futhanga bow, Lt.	100 fb	+4L	+8	100 ft.	5 lb.	Piercing	
Arrows (20)	1 fb	—	—	—	3 lb.	—	
Futhanga bow, Hvy.	120 fb	+5L	+8	110 ft.	6 lb.	Piercing	
Arrows (20)	1 fb	—	—	—	3 lb.	—	
Net	20 fb	—	10 ft.	6 lb.	—	—	
Shuriken (5)	1 fb	+1L	+5	10 ft.	1/2 lb.	Piercing	
Whip, Barbed	20 fb	+2L	+5	15 ft.	3 lb.	Slashing	
Whip, Snickersnee	75 fb	+3L	+5	15 ft.	3 lb.	Slashing	
Whip, Suresnake	+100 fb (sf)	+2L	19–20/+5	15 ft.	3 lb.	Slashing	10 (sf)

(A) The weapon can fire in automatic mode.

Cost: The cost in parentheses is amount of ammunition bought per firebird. Sf stands for small fusion cell.

Weight includes a full load of ammunition. Weights for ammunition types are given in the ammunition descriptions.

Ammunition: Lists the amount of shots the gun can hold in its cylinder, magazine or fusion cell before it must be reloaded. The number in parentheses is the type of ammunition the gun fires.

Weapon rules changes:

Frap Stick: As shockers, below.

Flameguns: Flameguns ignore all armor bonuses, except for completely sealed armor (such as spacesuits).

Shockers: The damage bonus of shock weapons increases by +2L.

Vibro Blades: The base shield activation threshold for attacks with vibro blades is 1 instead of the usual 4. Reduce the damage bonus of an inactive vibro blade weapon by 1.

Ammunition:

- Needler: Reduce armor by one-third, rounded down, against needler ammunition.
- Sunder Slugs: Reduce armor by one-half, rounded down, against sunder slugs. Increase the damage bonus by +1.

Size changes: To fit a muscle-powered weapon for a Small-size creature, halve weight and reduce the damage bonus by 1. To fit a muscle-powered weapon to a Large-size creature, double weight and cost and increase the damage bonus by 1.

Armor Table

Armor	Cost	Armor/Shield Bonus	Maximum Dex Bonus	Armor Check Penalty	Speed (30 ft.)	Weight
Light armor						
Padded	5 fb	+1	+8	0	30 ft.	10 lb.
Polymer knit, civilian*	300 fb	+1	+8	0		
Leather	10 fb	+2	+6	0	30 ft.	15 lb.
Studded leather	25 fb	+3	+5	-1	30 ft.	20 lb.
Synthsilk*	2000 fb	+4	+6	0	30 ft.	10 lb.
Chain shirt	100 fb	+4	+4	-2	30 ft.	25 lb.
Plasteel	400 fb	+4	+5	-1	30 ft.	15 lb.
Hephaestium	800 fb	+5	+4	-2	30 ft.	25 lb.
Mercurium	1200 fb	+5	+5	-1	30 ft.	20 lb.
Medium armor						
Hide	15 fb	+3	+4	-3	20 ft.	25 lb.
Spacesuit, standard	300 fb	+3	+4	-3	20 ft.	20 lb.
Polymer knit, riot	500 fb	+3	+4	-3	20 ft.	20 lb.
Stiffsynth	1000 fb	+5	+4	-3	20 ft.	25 lb.
Scale mail	50 fb	+4	+3	-4	20 ft.	30 lb.
Plasteel	200 fb	+4	+4	-3	20 ft.	20 lb.
Hephaestium	600 fb	+5	+3	-4	20 ft.	30 lb.
Mercurium	1000 fb	+5	+4	-3	20 ft.	25 lb.
Chainmail	150 fb	+5	+2	-5	20 ft.	40 lb.
Plasteel	600 fb	+5	+3	-4	20 ft.	30 lb.
Hephaestium	1000 fb	+6	+2	-5	20 ft.	40 lb.
Mercurium	1500 fb	+6	+3	-4	20 ft.	35 lb.
Breastplate	200 fb	+5	+3	-4	20 ft.	30 lb.
Plasteel	1100 fb	+5	+4	-3	20 ft.	20 lb.
Hephaestium	1600 fb	+5	+3	-4	20 ft.	30 lb.
Mercurium	2000 fb	+6	+4	-3	20 ft.	25 lb.
Ceramsteel	3000 fb	+7	+3	-4	20 ft.	35 lb.
Heavy armor						
Spacesuit, armored						
Plasteel	1500 fb	+6	+2	-5	20 ft.	25 lb.
Mercurium	3000 fb	+7	+2	-5	20 ft.	30 lb.
Splint mail	200 fb	+6	+0	-7	20 ft.	45 lb.
Plasteel	800 fb	+6	+1	-6	20 ft.	35 lb.
Hephaestium	1200 fb	+7	+0	-7	20 ft.	45 lb.
Mercurium	2200 fb	+7	+1	-6	20 ft.	40 lb.
Banded mail	250 fb	+6	+1	-6	20 ft.	35 lb.
Plasteel	1000 fb	+6	+2	-5	20 ft.	25 lb.
Hephaestium	2000 fb	+7	+1	-6	20 ft.	35 lb.
Mercurium	2600 fb	+7	+2	-5	20 ft.	30 lb.
Half-plate	600 fb	+7	+0	-7	20 ft.	50 lb.
Plasteel	2200 fb	+7	+1	-6	20 ft.	40 lb.
Hephaestium	3500 fb	+8	+0	-7	20 ft.	40 lb.
Mercurium	4000 fb	+8	+1	-6	20 ft.	45 lb.
Full plate	1,500 fb	+8	+1	-6	20 ft.	50 lb.
Plasteel	4400 fb	+8	+2	-5	20 ft.	40 lb.
Hephaestium	5000 fb	+9	+1	-6	20 ft.	50 lb.
Mercurium	6000 fb	+9	+2	-5	20 ft.	45 lb.
Ceramsteel	9000 fb	+10	+1	-6	20 ft.	60 lb.
Shields						
Buckler	15 fb	+1	—	-1	—	5 lb.
Shield, light wooden	3 fb	+1	—	-1	—	5 lb.

Shield, light steel	9 fb	+1	—	-1	—	6 lb.
Plasteel	50 fb	+1	—	0	—	3 lb.
Hephaestium	150 fb	+2	—	-1	—	5 lb.
Mercurium	200 fb	+2	—	0	—	4 lb.
Ceramsteel	500 fb	+3	—	-2	—	8 lb.
Shield, heavy wooden	7 fb	+2	—	-2	—	10 lb.
Shield, heavy steel	20 fb	+2	—	-2	—	15 lb.
Plasteel	200 fb	+2	—	0	—	6 lb.
Hephaestium	500 fb	+3	—	-2	—	15 lb.
Mercurium	700 fb	+3	—	-1	—	10 lb.
Ceramsteel	1000 fb	+4	—	-4	—	20 lb.
Shield, tower	30 fb	+4	+2	-10	—	45 lb.
Extras						
Armor spikes	+50 fb	—	—	—	—	+10 lb.
Gauntlet, locked	8 fb	—	—	Special	—	+5 lb.
Shield spikes	+10 fb	—	—	—	—	+5 lb.

* These armors can be worn with standard and dueling type energy shields.

Armor rules changes:

Armor provides an armor bonus to the damage save. Shields provide a shield bonus to Defense.

Polymer knit: Civilian polymer knit provides an armor bonus of +3 against bullets; riot polymer knit provides an armor bonus of +7 against bullets.

Energy shields: The activation threshold for energy shields is 4 + the attacker's damage bonus for melee attacks, and 6 + the attacker's damage bonus for ranged attacks. If, on the damage save, the defender rolls equal to or less than that number, the shield activates and adds its damage reduction as a bonus to the defense save.

If the character spends a Hero Point to improve his defense save, an energy shield always activates, no matter what the final roll is.