

good heroes

Thranduil, King of Mirkwood (Elf).....80 points

The ruler of Mirkwood, Thranduil is a mighty king whose realm faces a dire threat in the rising power of the Necromancer of Dol Guldur™. Beset from all sides, and justifiably suspicious of intruders within his domain, Thranduil maintains a vigilant guard upon his realm in the form of ranger bands.

OPTIONS

Armour..... 5 points
Elf bow 5 points

SPECIAL RULES

Woodland Creature.

The Circlet of Kings. Upon Thranduil's brow rests a mighty symbol of power.

This crown allows *Thranduil* to cast the magical powers *Aura of Dismay* and *Nature's Wrath* once per game each. They are automatically cast, no Will points are required, and they count as being cast on a 6 for the purposes of resisting.



Mv	F	S	D	A	W	C
6"	6/2+	4	4	2	2	6

M	W	F
3	2	2

WARGEAR

Elven cloak and Elven blade.

Tauriel (Elf).....90 points

Tauriel is a warrior in Thranduil's household, a formidable fighter and ranger patrol leader. Her status, and her kindly heart, make her an unlikely, but valuable, ally in the Dwarves' quest to Erebor.

SPECIAL RULES

Woodland creature.

Blade Mistress. Tauriel's skill wielding her paired daggers is incredible.

Tauriel receives an additional Attack for each enemy model she is engaged with after the first. This bonus is determined at the start of each Fight, and lasts until all Strikes from that Fight have been resolved.



Mv	F	S	D	A	W	C
6"	6/3+	4	5	3	2	6

M	W	F
3	2	3

WARGEAR

Elven cloak, armour, Elf bow and two daggers.

Legolas Greenleaf (Elf)90 points

Thranduil's son, and thus prince of Mirkwood, Legolas Greenleaf is an exceptional warrior, even by Elven standards. His skill with his bow ensures his father's domain is kept safe.

OPTIONS

Elven cloak..... 10 points
Horse..... 10 points
Armour..... 5 points

SPECIAL RULES

Woodland Creature.

Deadly Shot. *Legolas Greenleaf* is probably the finest archer in *Middle-earth*.

Legolas Greenleaf may shoot his bow three times in the Shoot phase, hitting his targets normally on 3+. Alternatively, he can fire just once; this shot hits automatically, regardless of objects or models In The Way or if the target is engaged in combat.



Mv	F	S	D	A	W	C
6"	6/3+	4	4	2	2	6

M	W	F
3	2	3

WARGEAR

Elf bow and two daggers.



palace Guard Captain (Elf) 75 points

The Captains of Thranduil's Palace Guard enjoy a position of great honour within the court of Mirkwood. Their lot is to advise the king and oversee his protection. In battle, they form an unflinching barrier of blades around their liege.

Mv	F	S	D	A	W	C
6"	6/3+	4	7	2	2	6

M	W	F
2	1	1

WARGEAR

Heavy armour, Elven blade and shield.

OPTIONS

Spear..... 1 point

SPECIAL RULES

Woodland Creature, Bodyguard.

King's Guard. Defending their king, the Palace Guard fight all the harder.

Whilst within 3" of *Thranduil*, this model receives a bonus of +1 to his Fight value.



Mirkwood Ranger Captain (Elf) 75 points

The Captains of the Mirkwood Rangers play a vital role in stemming the encroaching taint of evil. Sharp eyed, sure-footed and deadly, they lead patrols of Elven warriors deep into the darkness of Mirkwood to battles the evil beasts that dwell there.

Mv	F	S	D	A	W	C
6"	6/3+	4	4	2	2	6

M	W	F
2	1	1

SPECIAL RULES

Woodland Creature.

Knife Fighters. Battling beneath the boughs of Mirkwood has taught the Mirkwood Rangers to use their knives with peerless skill.

Mirkwood Rangers receive an additional Attack for each enemy model they are engaged in combat with after the first (to a maximum of 3). This bonus is determined at the start of each fight, and lasts until all Strikes from that fight have been resolved.

WARGEAR

Elven cloak, Elf bow and two daggers.



Thrain the Broken (Dwarf) 10 points

Captured and tortured, Thrain is now a broken husk – barely able to remember his name, let alone his proud history and heritage. He is still dangerous, however, for deep in his damaged mind lie the instincts of a proud Dwarf warrior.

Mv	F	S	D	A	W	C
5"	4/4+	2	4	1	2	3

M	W	F
0	0	0

SPECIAL RULES

Shattered Spirit. The torment Thrain has endured leaves his spirit broken.

At the start of every Priority phase, before rolling for Priority, Thrain must take a Courage test. If the test is passed, he acts normally. If it is passed on a double, Thrain adds +2 to his Fight, Strength, Attacks and Courage until the end of the turn. If the Courage test is failed with a score of double 1, Thrain is controlled by the Evil player as if he was one of his models. The only difference between him and other Evil models is that Good models cannot target Thrain with missile fire or magical powers that cause damage and cannot make Strikes against him.

WARGEAR

Dagger.



Bard the Bowman (man)..... 120 points

The heir of kings, Bard the Bowman is a humble warrior in the militia of Laketown. He patrols the shoreline around his Laketown home, ensuring his people remain safe from the evil at their doorstep.

Mv	F	S	D	A	W	C
6"	5/3+	4	4	3	3	6

M	W	F
3	2	2

WARGEAR

Great bow and dagger.

SPECIAL RULES

Rapid Fire. Few, whether men or otherwise, possess Bard the Bowman's skill with a bow.

If Bard the Bowman hits a target with a shooting attack, he may take another shot at a target

within 3" of it (it may even be the same target). If that shot is also a hit, he may shoot again – to a maximum of three shots in total.

The Black Arrow. Passed down from his father, and his grandfather, this lucky arrow has never failed Bard the Bowman.

Once per game, Bard the Bowman can fire his lucky Black Arrow instead of shooting normally. If you choose to do so, declare that he is firing his Black Arrow before rolling To Hit. When shooting the Black Arrow, Bard the Bowman re-rolls a failed To Hit roll and any failed In The Way tests. Furthermore, if this shot hits, the target model automatically suffers 1 Wound. Bard the Bowman can fire his Black Arrow as part of his Rapid Fire special rule, if you so choose.



Captain of Dale (man).....50 points

The Captains of Dale, City of Men, are experienced warriors who have fought in numerous battles before rising to command. When their homeland is threatened, these leaders are the first of the city's defenders into the fray.

Mv	F	S	D	A	W	C
6"	5/4+	4	5	2	2	4

M	W	F
2	1	1

WARGEAR

Armour and sword.

OPTIONS

Shield.....5 points

Girion Lord of Dale (man).....65 points

Before the coming of Smaug the Terrible, Girion Lord of Dale was a mighty king. He was much beloved by his people, though ultimately doomed to die when the great Dragon sacked his city. Though Girion Lord of Dale could do little to withstand Smaug's fury, he was to perform an act that would rule the fate of many in the years to come, by blasting a chink in the Dragon's impenetrable hide.

Mv	F	S	D	A	W	C
6"	5/3+	4	5	2	2	5

M	W	F
2	2	1

SPECIAL RULES

Dead-eye Shot. When targeting an enemy model with the Fly special rule, Girion Lord of Dale may re-roll the dice To Hit and To Wound with any missile weapon.

WARGEAR

Armour and sword.

OPTIONS

Bow.....5 points



master of Laketown (man)50 points

Though prone to long-winded speeches (and bouts of flatulence), the Master of Laketown is a wise, charismatic and capable leader. He is, however, a better businessman than a warrior, and his lust for gold is greater than his courage or his will to fight.

Mv	F	S	D	A	W	C	M	W	F
6"	4/4+	4	4	2	2	3	2	2	2

WARGEAR
The Master of Laketown is unarmed.

SPECIAL RULES
Moneybags. The Laketown Guard know full-well that the Master holds the purse-strings, and they are ever eager to earn a reward.

The Master of Laketown can choose to expend a single point of Might at the start of the Fight phase. If he does so, any Laketown Guard Captains or Laketown Guard within 6" receive a bonus of +1 to their Fight value until the end of the phase.

Dragon-sickness. When presented with a vast sum of gold, the Master of Laketown may well turn tail and flee.

At the start of the game, your enemy may select a single Hero to be the bearer of a large sum of gold. If the Master of Laketown is ever in base contact with the bearer at the end of a Move phase, he must pass a Courage test or be removed as if he had just lost his last Wound.



alfred the councillor (man).....20 points

Alfred the Councillor serves the Master of Laketown, advising him in matters of diplomacy, trade and the defence of Laketown. At heart though, Alfred the Councillor is a power-hungry sycophant, and his counsel cannot always be relied upon to serve anyone other than himself.

Mv	F	S	D	A	W	C	M	W	F
6"	3/3+	3	3	1	1	3	0	3	1

WARGEAR
Alfred the Councillor is unarmed.

SPECIAL RULES
Dubious Counsel. Alfred's counsel is sometimes wise, and sometimes self-serving.

Alfred the Councillor can choose to expend any number of Will points at the start of the Priority phase, before any dice are rolled. For each point of Will he expends, he may nominate a single friendly Hero within 6" and roll a D6. On a roll of 2-5, the nominated Hero gains a point of Might. On the roll of a 6 the nominated Hero instead gains D3 points of Might. On the roll of a 1, however, the nominated Hero instead loses D3 points of Might and Alfred the Councillor gains a point of Might. Might gained in this way can take the chosen Hero's store of Might points beyond its initial level.



Laketown Guard Captain (man)40 points

The Captains of the Laketown Guard have seen more fighting than most, yet they lack the steely determination of a true professional soldier. Nonetheless, they have guarded Laketown for many a year from the evil that surrounds it.

Mv	F	S	D	A	W	C	M	W	F
6"	4/4+	4	5	2	2	3	2	1	1

WARGEAR
Armour and sword.





Beorn (man)200 points

Beorn is a towering bear of a man. Literally. A burly woodsman whose home is on the outskirts of Mirkwood, Beorn is a skin-changer, a man with the power to adopt the form of the bear that he so uncannily resembles. Beorn is a mighty force for good, who may yet play an instrumental part in the rising struggle against the forces of evil.

Mv	F	S	D	A	W	C
6"	6/3+	5	5	3	3	6

M	W	F
3	3	3

WARGEAR

Two-handed axe.

OPTIONS

Bow.....5 points

SPECIAL RULES

Burly, Fearless, Resistant to Magic, Woodland Creature.

Skin-changer. Beorn has the ability to transfigure his body into a deadly bear.

To change Beorn's form, roll a D6 at the start of his Move; on a 4+, Beorn changes shape from a man into a bear (or vice-versa). Replace the Beorn model with the Beorn the Bear model (or vice-versa). Beorn can then continue with his move as normal, including making charges. Beorn cannot change form if there is an enemy model in base contact.



Beorn the Bear (BEAR, monster)

Mv	F	S	D	A	W	C
8"	8/4+	8	8	3	3	6

M	W	F
*	*	*

SPECIAL RULES

Burly, Fearless, Resistant to Magic, Terror, Woodland Creature.

Crushing Strength (Brutal Power Attack). Instead of striking as normal, choose a losing model – that model immediately suffers a Strength 10 hit as Beorn engulfs him in a deadly embrace. If the To Wound roll is successful (and is not prevented by a Fate roll), the victim suffers another Strength 10 hit, and so on, until the victim is dead or Beorn fails to wound his victim.

Berserk. As a bear, Beorn pushes aside the quiet wisdom he possesses as a man, instead becoming a frenzied killer.

Beorn the Bear must always Charge an enemy if he is able to. Additionally, Beorn may not use the Stand Fast! or Heroic Actions of other models, and other models may not use his, whilst he is in bear form.

*Beorn is a very unusual model, in that he can shift between being a man and a bear. When he alters form, replace him with the appropriate miniature. Also, when he changes, he adopts the appropriate profile and characteristics. Beorn's Might, Will, Fate and Wounds remain unchanged when he changes.



good warriors



Mirkwood Ranger (Elf)..... 14 points

The sickening of Greenwood the Great into the sinister realm of Mirkwood makes travel beneath the dark boughs a perilous undertaking. Mirkwood Rangers show no fear, however, for they are hunters without peer and deadly warriors one and all.

Mv	F	S	D	A	W	C
6"	5/3+	3	3	1	1	5

WARGEAR

Elven cloak, Elf bow and two daggers.

OPTIONS

War horn..... 30 points

SPECIAL RULES

Woodland Creature.

Knife Fighters. Battling beneath the boughs of Mirkwood has taught the Mirkwood Rangers to use their knives with peerless skill.

Mirkwood Rangers receive an additional Attack for each enemy model they are engaged in combat with after the first (to a maximum of 3). This bonus is determined at the start of each Fight, and lasts until all Strikes from that Fight have been resolved.



palace guard (Elf)..... 14 points

Charged with the protection of the Elven King's halls, the Palace Guard are a cadre of skilled Elven warriors chosen from amongst the noble families of ancient Greenwood the Great. Equipped with the finest weapons to be found, they are a veritable combat elite, led by the king's own son.

Mv	F	S	D	A	W	C
6"	5/3+	3	5	1	1	5

WARGEAR

Heavy armour and Elven blade.

OPTIONS

Shield..... 1 point
Spear..... 1 point
Banner..... 25 points
War horn..... 30 points

SPECIAL RULES

Woodland Creature, Bodyguard.

King's Guard. Defending their king, the Palace Guard will fight all the harder.

Whilst within 3" of Thranduil, Palace Guard receive a bonus of +1 to their Fight value.



Laketown Guard (man)..... 5 points

The Laketown Guard keep a watchful eye out for unwelcome intruders and are tasked with protecting the Lake-men from their enemies. As well as standing sentry and maintaining patrols, the Laketown Guard are also enforcers of the Master of Laketown's rule.

Mv	F	S	D	A	W	C
6"	3/4+	3	4	1	1	2

WARGEAR

Armour and sword.

OPTIONS

Bow..... 1 point
Spear..... 1 point



WARRIOR OF DALE (man) 7 points

The wealth of Dale, City of Men, ensured that its soldiers were equipped in armour of the highest quality and armed with fine Dwarf-forged weapons, crafted by their allies in Erebor. Well trained and disciplined, these brave men were oft seen on board ships bound for distant wars when not guarding their homeland from the predations of its enemies.

WARGEAR
Armour and sword.

- OPTIONS**
- Bow..... 1 point
 - Shield..... 1 point
 - Spear..... 1 point



Mv	F	S	D	A	W	C
6"	4/4+	3	4	1	1	3



evil heroes



Yazneg (ORC).....50 points

Yazneg is the brutish and cruel captain of Azog's Hunter Orcs. He leads this vicious band of creatures in an effort to track down and kill Thorin's Company – and anything else that is foolish enough to get in his way.

Mv	F	S	D	A	W	C
6"	4/5+	4	5	2	2	3

M	W	F
3	1	1

WARGEAR

Armour and two-handed axe.

OPTIONS

Fell Warg..... 10 points
Lance5 points

SPECIAL RULES

Expert Rider.

The Price of Failure. Yazneg's master is not one to tolerate failure lightly...

If your army contains both Azog and Yazneg, and the two are in base contact at the beginning of your Move phase, instead of rolling the dice to make a Courage test when the Evil force is Broken, you can remove Yazneg from play. If you do so, Azog is considered to have automatically passed his Courage test and his Stand Fast! has a range of 12". Furthermore, if Yazneg is removed from play in this way, then whilst Azog is still alive, all Hunter Orcs, Hunter Orc Captains, *Fimbul the Hunter* and *Narzug* re-roll failed Courage tests.

Gundabad Orc Captain (ORC).....55 points

Bloody-minded and brutal soldiers whose strength and resilience dwarfs that of their peers, the Captains of Gundabad are the most sturdy and ruthless Orcs in the Misty Mountains. These are the warriors whom the greatest Orc warlords surround themselves with.

Mv	F	S	D	A	W	C
6"	4/5+	5	6	2	2	4

M	W	F
2	1	1

WARGEAR

Heavy armour and sword.

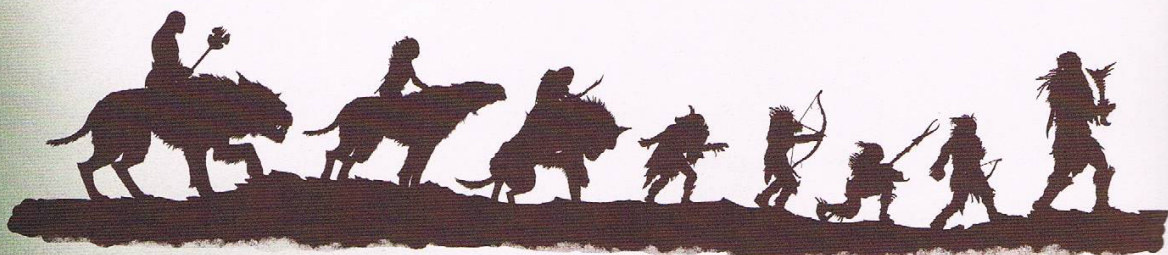
OPTIONS

Shield.....5 points

SPECIAL RULES

Ancient Enemies. Gundabad Orcs are the veterans of the many wars fought against the Dwarves and Elves.

Gundabad Orc Captains re-roll 1s when attempting to wound Elves or Dwarves.





evil warriors

Gundabad Orc Warrior (Orc)..... 9 points

The Orcs of Gundabad are powerful fighters, regimented and trained to a high standard that few other Orcs aspire to. They have become the hated foes of the determined Dwarves who have spent many years and lives waging war against them.

Mv	F	S	D	A	W	C
6"	3/5+	4	5	1	1	3

WARGEAR

Heavy armour and sword.

OPTIONS

Pike..... 1 point
Shield..... 1 point

SPECIAL RULES

Ancient Enemies. Gundabad Orcs are the veterans of the many wars fought against the Dwarves and Elves.

Gundabad Orc Warriors re-roll 1s when attempting to wound Elves or Dwarves.



Mirkwood Spider (Spider) 25 points

Mirkwood is haunted by many sinister and creeping things that have been twisted and mutated by the dark power corrupting the forest. The giant spiders that nest in the high branches are perhaps chief amongst them; huge and bloated creatures with a dark intellect and a taste for blood.

Mv	F	S	D	A	W	C
8"	2/5+	5	3	2	2	2

SPECIAL RULES

Venom, Woodland Creature.

Spider Webs. Mirkwood Spiders can shoot webs to ensnare their prey.

A Mirkwood Spider can shoot a web in the Shoot phase. This is treated as a missile weapon with a range of 6".

If a Mirkwood Spider hits its target, do not roll To Wound. Instead, the model is Paralysed as described in *The Hobbit: An Unexpected Journey™* Strategy Battles Games rules manual. A model hit by a Spider Web can choose to expend a Fate point in the same manner as if it had just suffered a Wound in order to dodge the attack; if successful, the target model is not Paralysed.



army Lists

All of the models listed in *The Hobbit: The Desolation of Smaug™* belong to an army list. Some, shown here, supplement those found in *The Hobbit: An Unexpected Journey™*, whilst others are updates to existing army lists that include models introduced in this rules manual. In either case, all the army lists are designed to help to organise your models into a collection ready for use in a Points Match game. Some of these army lists also feature their own special warband rules, which alter the way you choose them for your army or use them on the battlefield.

New Army Lists

The following army lists are brand new to *The Hobbit: The Desolation of Smaug™* and supplement those found in *The Hobbit: An Unexpected Journey™* rules manual.

Garrison of Dale, City of Men

This army may include: Girion Lord of Dale, Captains of Dale and Warriors of Dale.

Before the coming of *Smaug™*, Dale, City of Men was a rich and prosperous settlement on the banks of the River Running that boasted a large garrison of soldiers.

Thranduil's hall

This army may include: Thranduil, King of Mirkwood, Legolas Greenleaf, Tauriel, Mirkwood Ranger Captains, Palace Guard Captains, Mirkwood Rangers and Palace Guard.

The defence of Mirkwood rests upon the shoulders of Thranduil and his chosen warriors, elite Elven fighters who stand ready to fight with blade and bow.

Thranduil's hall Warband Rules

Mirkwood Rangers in warbands led by Thranduil, King of Mirkwood, Legolas Greenleaf, Tauriel or Mirkwood Ranger Captains do not count towards your force's Bow Limit.



The Army of Laketown

This army may include: The Master of Laketown, Bard the Bowman, Alfred the Councillor, Laketown Guard Captains and Laketown Guard.

The citizens of Laketown are the descendents of the survivors of Dale, City of Men, and must maintain a constant vigil to defend their home against the evil that surrounds it.



Dark Denizens of Mirkwood

This army may include: Mirkwood Spiders and Fell Wargs.

Fell creatures are flocking to the dark power rising in the depths of Mirkwood.

Dark Denizens of Mirkwood Warband Rules

Unlike other warbands, Dark Denizens of Mirkwood do not need to include a Hero to be the Captain. However, if you have the *Moria* and *Angmar* supplement, you can include the Spider Queen to be the Captain if you so choose. Warbands that do not contain a Captain can only be taken as an ally for a force that contains at least one Hero (i.e. you must include one Hero in your army to be the Leader). If a Dark Denizens of Mirkwood warband does not include a Hero, and you are playing a scenario where models are deployed within a certain distance of the warband's Captain, place one model from the warband on the board and deploy all other models within the specified distance of that model.

Updated Army Lists

The following army lists are updated versions of several of those found in *The Hobbit: An Unexpected Journey™* rules manual.

Azog's Hunters

This army may include: Azog, Bolg, Yazneg, Fimbul the Hunter, Narzug, Hunter Orc Captains, Hunter Orcs, Fell Wargs, Gundabad Orc Captains and Gundabad Orc Warriors.

Azog the Defiler is an Orc renowned for his brutality in battle and for his relentless cruelty.



Radagast's Alliance

This army may include: Radagast the Brown, Bard the Bowman, Beorn, Gwaihir and Great Eagles.

Radagast the Brown is seen as a master of birds and beasts. His kindly nature and gentle wisdom have garnered much loyalty amongst the creatures of the wild.



The White Council

This army may include: Galadriel, Galadriel, Protectress of Lothlórien, Saruman the White, Gandalf the Grey, Radagast the Brown and Elrond.

The White Council is Sauron's chief opponent in the middle years of the Third Age, and perhaps the greatest assembly of wisdom and martial prowess in this age or any other.

The White Council Warband Rules

A White Council army may only include a single warband. Unlike the usual model limit of a Hero plus twelve Warriors, the White Council includes only Heroes, up to a maximum of twelve. In addition to those Heroes listed above, you may also choose from *Thranduil*, King of Mirkwood and *Legolas Greenleaf*, and the following Heroes in the Free Peoples supplement, as members of the White Council: Círdan, Glorfindel, Erestor, Celeborn and Arwen.

One of Purpose: A member of the White Council adds 1 to the dice roll when attempting to Resist magic so long as there is another member of the White Council within 6".



Army of Thror

This army may include: Thror, Thrain, Thrain the Broken, Thorin Oakenshield, Balin the Dwarf, Dwalin the Dwarf, Captains of Erebor, Grim Hammer Captains, Captains of Dale, Warriors of Erebor, Grim Hammers and Warriors of Dale.

At the height of Erebor's power, Thror's army boasted thousands of Dwarf warriors, a military force feared and renowned all across Middle-earth.