

STAR WARS®

ROLEPLAYING GAME

The Clone Wars

Sourcebook

The Confederacy

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THE CONFEDERACY

Bluff +15] [Diplomacy +1]



The Confederacy of Independent Systems is made up of various groups who grew weary of the corruption in the Galactic Republic. The political organization was spearheaded by the charismatic Count Dooku, a former member of the Jedi Order. After a failed mission that left several Jedi dead, and with the grim news of his former Padawan Qui-Gon Jinn's demise, Dooku left the Jedi order in disdain, claiming the Jedi had allowed themselves to be controlled by a corrupt and decaying governmental body rather than obeying the will of the Force. Though, secretly he was in league with the Dark Lord of the Sith. Dooku abandoned his existing principles and embraced that of his birthright as Count of the world of Serrano.

Soon after, Dooku began sowing the seeds of dissent in the Republic. He began a Separatist movement that quickly gained momentum. Organizations such as the Neimoidian-controlled Trade Federation, who had long held malcontent for the millennia old galactic government, were eager to join in on Dooku's cause. In secret, hundreds of star systems pledged their loyalty to Dooku and the Confederacy of Independent Systems was born.

In just a few short years, the Confederacy had maneuvered themselves into a position to secede from the Republic and were gearing for war. Their preparations were interrupted, however, when their plans were discovered by Jedi Knight Obi-Wan Kenobi. The droids of the Separatists and the Jedi Knights met in battle on the planet of Geonosis. Despite winning the battle, the Jedi and the newly surfaced Grand Army of the Republic were unable to quell the fires of rebellion and the founding members of the Confederacy managed to escape. This slip-up on the Republic's part gave birth to a three year long conflict that would become known as the Clone Wars.

The Separatist Council

The Separatist Council was comprised of various mega-corporation leaders and former Republic senators who provided the bulk of the financial backing to the Confederacy of Independent Systems. In theory they controlled the CIS, however the spineless group of nobles had little say in the operations of General Grievous who answered only to Count Dooku and Darth Sidious. However, the members of the Separatist Council were among the most powerful beings in the galaxy during the Clone Wars. The following are the members of that council.

General Grievous - Supreme Commander of the Droid Armies

The being that came to be known as General Grievous was born Qymaen jai Sheelal during a conflict that the Kaleesh referred to as the Huk War. Sheelal's father instilled in him at an early age a deep-seeded hatred for the Yam'rii who had enslaved the Kalee race. While he was still a child, Sheelal became an expert marksman and had forty "Huk" kills (derogatory term used by the Kalee to describe the Yam'rii, meaning "soulless bug"), and by twenty-two years of age, he had been on countless war campaigns and slaughtered thousands of Huk in battle. The Kaleesh looked at Sheelal as a demigod.

It was at this stage in Sheelal's life that he met a female Kalee whose skill and bloodlust rivaled his own. Her name was Ronderu Iij Kummar, and her twin Lig swords were every bit as deadly as Sheelal's Czerka Outlander slugthrower. The pair led numerous campaigns against the Huk, and seemed invincible. Some believed the two were long-separated siblings, some thought they were lovers, but no one knew for certain. Unfortunately, Kummar became separated from Sheelal in a particularly brutal battle and was slain by the Yam'rii. Her body became lost in the Jenuwaa Sea and Sheelal was inconsolable. In an attempt to satisfy his grief, Sheelal took on ten wives and fathered some thirty children, but even this was not enough to break the sadness he felt over the loss of Kummar. Sensing that he would never be rid of his grief, Sheelal shed his identity, taking on the name of Grievous – fated to forever mourn the loss of Ronderu Iij Kuumar.

Grievous became the most bloodthirsty warlord the Kalee had ever seen. Assembling a group of elite soldiers, Grievous led Kalee forces against the Yam'rii and beat them back, reclaiming the planet Kalee. However, Grievous' bloodlust could not be sated and he continued his campaign, seizing numerous neighboring colony worlds of the Yam'rii. In an underhanded move, the Yam'rii, allied with the Trade Federation and called to the Galactic Republic for assistance. Jedi Masters T'Chooka D'oon and Jmmaar were sent to the Yam'rii homeworld and quickly sided with the Yam'rii. The Yam'rii colonies overtaken by the Kalee were relinquished to the Yam'rii once more and the Republic instituted sanctions against Kalee, levying economy-crushing fines and trade embargoes on the Kaleesh homeworld. Soon Kalee fell into a state of absolute poverty. Sickness and starvation were rampant, and hundreds of thousands died as a result.

The nearby planet of Muunilist heard of the tragedy befalling Kalee and San Hill, Chairman of the InterGalactic Banking Clan, saw an opportunity to exploit. He agreed to assume the financial responsibilities of Kalee and reestablish trade, and in exchange Grievous would take on a lifetime contract as a collections agent in command of the IBC's droid enforcers. Grievous was disgusted at the thought, but knew it would be best for his people and reluctantly agreed. Grievous went on to be a valuable asset for the Banking Clan, settling debts from Ord Mantell as well as acquiring Phlut Design Systems after they defaulted on a loan. Grievous longed for the lethal efficiency of his old elite back on Kalee, but the IBC refused to employ any other Kalee. Acting on the approval of Count Dooku and the IBC, Grievous commissioned for special droids to be made, and took part in their design – thus creating the Holowan Mechanics model IG-100 MagnaGuards.

Shortly after coming under the IBC's employ, approximately one year before the Clone Wars began, Grievous learned that the Yam'rii had begun desecrating sacred burial grounds on the reclaimed colony worlds. Despite the outrage of the Kalee, neither the Republic nor the Jedi lifted a finger to stop them. Grievous' hatred for the Republic as well as the Jedi rose yet again to equal almost that of his rage for the Huk. Infuriated, Grievous broke his contract, returned to his home planet and organized a campaign to strike back at the Huk.

When Chairman Hill learned of Grievous' insolence, he considered having the Kalee warlord assassinated, but feared reprisal from the fearsome general should the assassination attempt fail. Instead, he sought the counsel of Count Dooku. Together, with Geonosian Archduke Poggle the Lesser and Darth Sidious,

they devised a scheme that would ensure Grievous' permanent enslavement to the Confederacy. The Separatists saw to it that ion bombs were placed inside Grievous' troop transport, and a special remote ejection seat was placed under Grievous' pilot's chair. The result incinerated Grievous' men and sent Grievous headlong into the Jenuwaa Sea.

San Hill and the MagnaGuards were there to rescue Grievous from the frigid waters and spirited him away to a medical facility for treatment. After causing additional injuries to Grievous while he lay unconscious, the IBC's medical team revived the mangled Kalee and informed him that he would be permanently disabled. However, they offered Grievous a solution to his predicament: they could replace his battered body with a mechanical one, and the IBC would continue its aid to the beings of Kalee, but in exchange Grievous would become a commander of a droid army for the Confederacy. Once again, Grievous reluctantly agreed to the terms, additionally requesting that they preserve his Kaleesh eyes.

Barring some minor complications, the transformation was a success. On Geonosis, Archduke Poggle the Lesser oversaw the operation that transplanted Grievous' internal organs into a sytheskin sack surrounded by a duranium alloy exoskeleton resembling the ancient Krath War Droids. Unbeknownst to Grievous, the Confederates also conducted various experiments on him in an attempt to modify his behavior. They attempted to trim away some of his memories by excising portions of his brain, genetically stimulated brain segments that induced rage, and transfused blood from the cryogenically frozen Jedi Master



GENERAL GRIEVOUS

Sifo-Dyas in an attempt to infuse in Grievous a sensitivity to the Force. When Grievous awoke, most of the experiments proved a failure, as Grievous had gained no Force-sensitivity, and he retained most of his memories, but the transplant itself was a huge success. Grievous took months to recover from the ordeal, as he learned to use his new body and mentally recuperated. Grievous took this downtime as an opportunity to have a replica Muumuu war mask created and grafted onto his metal body, and donned himself and his MagnaGuards in long cloaks similar to those worn by the warriors of Kalee.

Grievous was first unleashed in the catacombs at Geonosis when the Republic invaded the planet to rescue Anakin Skywalker, Obi-Wan Kenobi and Senator Padme Amidala. Grievous faced off with Jedi Master Ur-Sema Du and an entire company of clone troopers. Single-handedly, Grievous slaughtered Master Du and her clone troopers, leaving no one alive to tell the tale of his existence. In doing so, Grievous created cover necessary to facilitate the Confederate Council's escape from the planet.

With the Clone Wars under way and having proved himself at Geonosis, Count Dooku took a special interest in Grievous, awarding him with the lightsaber of Sifo-Dyas, and began training him in the ways of the lightsaber. One month into the Clone Wars, after the death of the Confederacy's General Sev'Rance Tann, Grievous was given command of one of the Confederacy's many droid armies. In the fourth month of the Clone Wars, Grievous gained intelligence that the Republic had learned of the droid foundries on the planet Hypori and set a trap for the enemy. When the Republic fleet dropped out of hyperspace, they found themselves in the middle of a dense minefield and the entire fleet was decimated. The survivors that crash landed on the planet's surface were quickly mowed down by Grievous' droid army. The leader of the Republic forces, Jedi Master Daakman Barrek, was slaughtered by the general. The remaining Jedi took refuge in the wreckage of their downed warship.

General Grievous squared off with the six remaining Jedi in a devastating display of lightsaber expertise. He made quick work of Barrek's apprentice, Sha'a Gi, and moved on the others. Utilizing his mechanical body with flawless precision, Grievous eliminated Tarr Sierr, and neutralized Aayla Secura, K'Kruhk, and Shaak Ti. He then engaged Jedi Master Ki-Adi Mundi one on one. The situation looked grim for Mundi and the Cerean Jedi Master most likely would have fallen, had the Republic ARC troopers led by Commander Fordo not intervened. The ARC troopers confronted Grievous and forced him to flee the engagement. The Jedi Aayla Secura, Shaak Ti, and Ki-Adi Mundi had escaped the droid general's wrath.

The following month, Grievous faced off with the Jedi and the Republic again at the battle of Nadiem. Grievous staged an assault on the Threadneedle Canyon settlement as Republic forces made a desperate attempt to evacuate its inhabitants. Jedi Master Saesee Tiin and his fleet managed to deflect Confederate forces in orbit but were unable to assist in the ground battle because of the topography of the region. Jedi Apprentice Barriss Offee and a squad of commandos traveled down the valley close to the Separatist front line to evacuate a straggling group of evacuees, but were unable to fit everyone onboard the transports. So they boarded all the civilians and stayed behind and were unable to retreat in time. Grievous suspected an attack at the narrowest portion of the canyon, but his assumptions proved flawed. The Separatist army seemingly cut through the small Republic contingent and stepped over their corpses to press on their assault of the main settlement. When the army

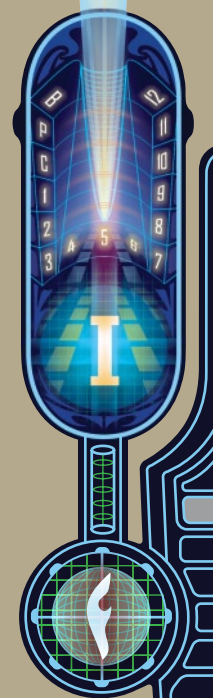
was passed, Offee and her troops sprung to life and flanked Grievous' army, burying them in tons of rubble from the canyon side with explosives. Grievous suffered a total loss of ground forces at Nadiem.

During the sixth month of the Clone Wars, General Grievous was sent by Count Dooku to the trenchant space station. There he battled with Asajj Ventress and Durge for the ultimate title of Supreme Commander of the Droid Armies. Grievous soundly defeated his adversaries and claimed the new mantle. He went on to lead a vicious campaign referred to as Durge's Lance, against the Republic up the Corellian Trade Spine. Hundreds of planets along the trade route fell to Grievous and his forces, culminating to the battle of Duros in the twenty-first month of the Clone Wars. After conquering the planet, Grievous broadcast a galaxy-wide HoloNet transmission where he forced the Duros leader, Hoolidan Keggle, to surrender his world to the Confederacy. Until this point, Grievous was generally unknown to the galaxy at large, but after the fall of Duros his name became synonymous with fear. Tales of his exploits reached the far corners of the galaxy, such as his assault on the Core World Humbarine, in which he bombarded the planet for over an hour, completely depopulating the planet and melting its core. Grievous' Jedi body count also became widely known, and the HoloNet reporters dubbed him "The Knight Slayer".

Over the next three months, Grievous toppled many Republic worlds such as Togoria, and the mining station at Banvhar. In the twenty-fourth month of the Clone Wars, General Grievous had the Anx ambassador Quiyyen kidnapped and taken to Vandos. Jedi Masters T'Chooka D'oon and Jmmaar were sent to rescue the ambassador. Grievous finally had the opportunity to avenge the fateful decision made by the Jedi who sanctioned his world years earlier. He killed both of the Jedi, but the Republic still managed to rescue the ambassador. The death of T'Chooka D'oon prompted D'oon's Padawan, Flynn Kybo, to assemble a group of Jedi to track down the droid general and avenge the deaths of their Jedi brethren against the Jedi Council's wishes.

Grievous then captured a small transport carrying Jedi Master Quarmall and a group of young Padawans. Grievous made short work of the Jedi Master and took the little ones into custody. He devised a scheme to mechanize the young Jedi, converting them into Force-wielding cybernetic hybrid warriors using the same technology which he himself was transformed. During this time, Grievous began consolidating his power along the Corellian Trade Spine. Grievous plunged into the Anoat system in the Ison Corridor and laid siege to the moon of Belsus. The Ugnaut colony quickly fell to the Confederacy, and news of the invasion gave Flynn Kybo, B'dard Tone, and Codi Ty a fix on the General's whereabouts. The three Jedi and a group of miners that survived the onslaught of the Banvhar mining colony headed to confront Grievous.

Grievous had the manufacturing facilities on Belsus retooled to Trade Federation needs by the Ugnauts before rounding them up into a stadium and having his flagship level the building as an example of his power to the Padawans he'd captured. The Separatist Council was very pleased with Grievous' taking of Belsus, and planned to use it as a staging point for an attack on Gentes. However, Flynn Kybo and his associates arrived on the planet to assassinate the droid general. Having discovered the existence of the Padawan captives, their mission became two fold: to rescue the younglings, and to insure Grievous' death. Following the trail in the Force that led to the planet's core, the Jedi confronted Grievous. Codi Ty saw the younglings to safety



while Kybo and Tone faced off with the maniacal Separatist commander. Grievous soundly defeated B'dard Tone and focused his attention on Kybo. The Padawan did not prove much of a challenge in battle, but Kybo managed to outsmart the general in the long run. Severing a fuel line with his lightsaber, Kybo set off a chain reaction in the planet's core that all but decimated the surface. Kybo died believing he had managed to slay the Knight Slayer, however, Grievous had an uncanny ability for surviving insurmountable odds. Grievous was forced to flee the planet as well as abandon his project to turn the younglings into mechano-warriors.

Grievous' bizarre experiments were not limited to young Jedi. Grievous came upon the planet of Nelvaan, and held a deep admiration for the warrior culture, seeing many similarities in their culture to his Kalee heritage. He initiated a series of experiments conducted by the Techno Union to transform the Nelvaan braves into cybernetically enhanced mutants who could fight under the Confederate banner. This project was foiled later on in the war by Anakin Skywalker.

In the thirty-first month of the war, a young Boba Fett traveled to Xagobah in an attempt to fulfill a bounty on the Separatist council member, Wat Tambor during a Republic assault on the Techno Union Foreman's citadel being led by Jedi Master Glynn-Beti. With some accidental help from Anakin Skywalker and his squadron of starfighters, Fett managed to infiltrate the fortress. Grievous and his MagnaGuards were present to foil the capture attempt and confronted Boba Fett. The young bounty hunter was shrewd, however, and managed to fake his own death to avoid being slain by the vicious general. Grievous managed to rescue Foreman Tambor and fled the planet with Tambor in his charge. Fett was soon revived, and managed to make a second attempt on Tambor's life as Grievous shuttled him to a new location. The droid General called on Asajj Ventress to dissuade their attacker, and made the jump to safety.

The following month, Grievous was present on the graveyard world of Boz Pity when Anakin Skywalker, Bail Organa, and Obi-Wan Kenobi crash-landed Organa's battle cruiser, *Intervention*, on the planet's surface in an attempt to avoid the Separatist fleet looming overhead. Jedi Masters Adi Gallia and Soon Baytes attempted to secure the entrance to the Confederate stronghold on the planet while the others fought against the scores of battle droids, but they were met by General Grievous. The two Jedi faced off with General Grievous, but the Kaleesh general was more than they could handle. Grievous crushed Baytes' skull and impaled Adi Gallia on his lightsaber. Unfortunately for Grievous, General Windu had entered the fray. Mace Windu's skill in battle was too much for Grievous, and he was nearly destroyed when Windu crushed Grievous by telekinetically slamming a downed Trade Federation STAP into the cybernetic general.

After undergoing repairs in the thirty-fifth month of the Clone Wars, General Grievous assisted in the escape of Trade Federation Viceroy Nute Gunray and his chief settlement officer Rune Haako from Cato Neimoidia. The Republic laid siege to the Neimoidian homeworld and the two Separatist Council members barely managed to escape. He transported the Trade Federation leaders back to safety and headed to Kashyyyk to personally oversee operations on the Wookiee homeworld. He then made his way to the planet Belderone to establish a new base of operations for the Separatist Council. Republic Intelligence learned of the events unfolding on Belderone and attacked the Confederate fleet. Grievous again managed to escape, but Republic losses were heavy. Grievous then turned his attention

to preparations for the Confederate's great push to turn the tide of the war. The Separatists would strike at the heart of the Republic and completely possess the element of surprise.

In the final month of the Clone Wars, Grievous led a massive assault on the Republic capital of Coruscant. Utilizing security codes obtained from Darth Sidious, Grievous was able to penetrate Coruscant's planetary shields and begin deploying troops for an incursion. While hundreds of Confederate warships battled the Republic in orbit, Grievous staged an attack on 500 Republica to kidnap the Supreme Chancellor of the Republic. Palpatine was escorted to his security bunker in the bowels of the city, but Grievous ambushed the Chancellor and his guards on a maglev train while en route. Tearing off the roof of the tram car, Grievous and a horde of battle droids confronted the Chancellor's Jedi protectors. Mace Windu was one of those bodyguards, though, and managed to best the droid general once more by telekinetically forcing him off of the roof of the car, seemingly into the chasm below.

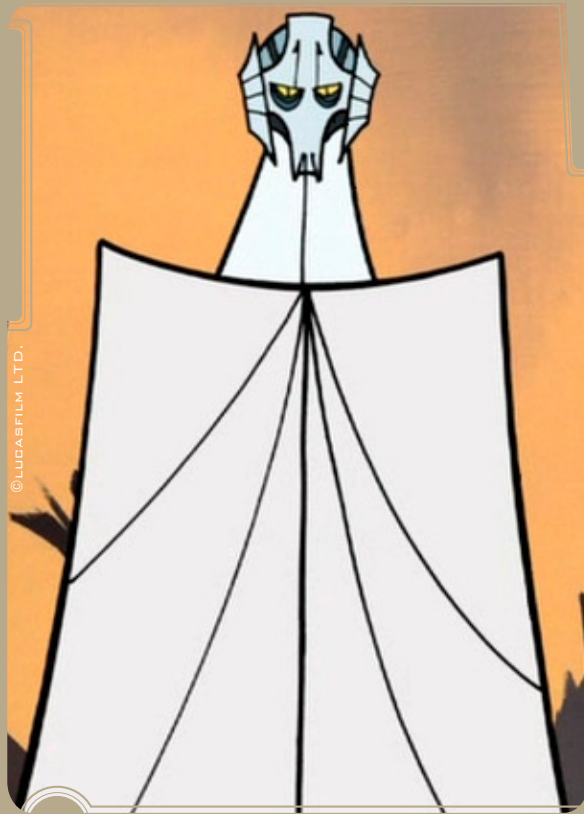
Grievous managed to catch up to the Chancellor once again at the tram station and attacked Palpatine and his Jedi guardians. However, having rarely dealt with Jedi as skilled as those on the Council, he was again outsmarted – this time by Shaak Ti – when she used the Force to tether his cloak on a maglev as it sped away. Grievous headed the Chancellor off by using a security code provided by Darth Sidious to infiltrate the Chancellor's security bunker and waited for the group to arrive. Possessing the element of surprise, Grievous slaughtered the Jedi Foul Moudama, Roth-Del Masona, and Ronon Corobb before taking the Chancellor into custody. As his MagnaGuards carted Palpatine off, Grievous got the jump on Shaak Ti as she entered the bunker to aid the Chancellor. Grievous subdued the Jedi Master, retrieving her lightsaber as yet another for his collection, and left her alive to deliver the message the Grievous had taken the Chancellor. As he boarded his shuttle with his prize, Grievous was confronted a final time by Mace Windu. The Jedi preemptively attacked Grievous, using the Force to crush his Duranium alloy torso and damaging his internal organs. General Grievous stumbled off and made his escape.

The Jedi were in hot pursuit, however, as Saesee Tiin, Kit Fisto and Agen Kolar headed a chase to reclaim the Chancellor. Jedi Knights Pablo-Jil and L'lacielo Sageon joined the desperate pursuit when others were forced to break away. Grievous ordered his gunners to create a diversion by firing on nearby civilian and shipping traffic to facilitate their escape. The Jedi wouldn't be swayed, so when in range of his flagship, the *Invisible Hand*, he gave the order for its crew to fire the ion cannons on his shuttle as well as the Jedi starfighters and tractor them all into the docking bay. Once inside, Grievous emerged from his shuttle and made short work of the Jedi.

Once onboard his flagship, acting on the instructions of Darth Sidious, Grievous sent out a false distress call to Anakin Skywalker and Obi-Wan Kenobi. The two famous Jedi came as fast as they could to rescue the Chancellor. Grievous did not interfere, allowing the pair to infiltrate his flagship and make their way to the observation spire where the Chancellor was being held. Once Count Dooku had been defeated and the Chancellor freed, Grievous continued to play his part in the manipulative scheme devised by Darth Sidious. Grievous captured the group, but after a short confrontation, they managed to free themselves and take control of the bridge. Grievous escaped by thrusting an electro-staff through the view port and leaping out

into the cold of space, then grappling himself back out onto the hull, into an airlock, and off the ship using an escape pod.

Grievous made his way to the newly Separatist occupied world of Utapau where he met with the Separatist Council to discuss the loss of Count Dooku and their next course of action. Grievous was instructed by Darth Sidious to move the Separatist Council to the planet of Mustafar, but the Dark Lord had other things in store for Grievous. Sidious allowed a diplomatic package with an embedded encrypted Confederate message to be intercepted by Republic Intelligence, giving away Grievous' location. General Obi-Wan Kenobi was sent to neutralize the Confederate leader and put an end to the Clone Wars. Obi-Wan covertly entered the Separatist facility in the capital sink hole city of Utapau and faced Grievous and his droids while the Separatist Council fled to their ships. Grievous was an extremely competent swordsman, but he was no match for Master Kenobi. Republic troops invaded the facility and General Grievous fled the scene on his wheel bike, but Kenobi gave chase. The battle between the two generals culminated in the landing bay where Grievous' personal starfighter was parked. Kenobi was able to use the Force to pry open the droid general's armor protecting his vital organs, but was pitched off the edge of the landing bay. Holding on by mere fingertips, Obi-Wan called out to the Force and retrieved one of Grievous' blaster pistols. As Grievous approached to strike a killing blow, Obi-Wan opened fire on the general, scoring a hit to the synthetkin gutsack, setting it ablaze. The general perished in a burst of sparks and flames.



General Grievous: Male Kaleesh (cyborg hybrid) Soldier 9 / Officer 9; Init +5 (Dex); Defense 22 (+11 class, +1 Dex); DR 7; Spd 12m, Climb 12m; VP/WP 118/9*; Atk +20/+15/+10 melee (2d8+5/18-20, lightsaber) or +16/+11/+6 melee (2d8+5/18-20, lightsaber) and +16 (2d8+5/18-20, lightsaber) or +16/+11/+6 melee (2d8+5/18-20, lightsaber) and +16/+16/+16 (2d8+5/18-20, three lightsabers) or +20/+15/+10 melee (1d3+5, unarmed) or +20/+15/+10 ranged (3d8+3/19-20, heavy blaster pistol) or +16/+11/+6 ranged (3d8+3/19-20, heavy blaster pistol) and +16 ranged (3d8+3/19-20, heavy blaster pistol); SQ Cyborg Hybrid, Darkvision (30m), Heuristic Battle Computer (+1), Improved Tactics, Leadership, Requisition Supplies, Spiderwalk**, Survivalist, Tactics, Uncanny Survival; SV Fort +9, Ref +14, Will +8; SZ M; FP 3; DSP 12; Rep +10; Str 20, Dex 20, Con 9*, Int 15, Wis 10, Cha 15.

Equipment: Adjoining limbs, advanced movement system**, two BlasTech DT-57 "Annihilator" heavy blaster pistol (customized, threat range 19-20), climbing claws, collection of lightsabers, cybernetic eyes (IR sensors), cybernetic hybrid (str 20, dex 20, spd 14m), environmental compensator (vacuum), extra limbs, grappling claw, heavy droid armor (customized, max Dex bonus +1, armor check penalty -6, personalized, max Spd 12m), heuristic battle computer, magnetic feet.

*Grievous had sustained severe damage to his internal organs due to his confrontation with Mace Windu at the second battle of Coruscant and suffered 3 points of Constitution damage.

Skills: Bluff +10, Climb +12, Computer Use +8, Diplomacy +8, Hide +5, Intimidate +20, Jump +15, Knowledge (tactics) +20, Move Silently +5, Pilot +9, Read/Write Basic, Read/Write Kaleesh, Speak Basic, Speak Kaleesh, Survival +6, Tumble +15.

Feats: Armor Proficiency (light, medium, heavy), Combat Expertise, Combat Reflexes, Deft Opportunist, Exotic Weapon Proficiency (lightsaber), Frightful Presence, Improved Critical (lightsaber), Improved Feint, Improved Trip, Infamy, Multidexterity, Multi-weapon Fighting, Persuasive, Power Attack, Off-hand

Parry, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vibro weapons), Whirlwind Attack**.

Advanced Movement System: The AMS contains a wide array of gyroscopic stabilizers to maintain balance, special socket joints to allow a full range of movement, and powerful pneumatic drives to provide vast amounts of thrust. In addition, the system also contains repulsor units installed in the legs that allow for increased acrobatic ability. These systems are all controlled by an army of microscopic sensors to ensure absolute control. This system was designed by the Geonosians specifically for the use of General Grievous' mechanized body. It provides an equipment bonus of +8 to all jump and tumble checks. It also doubles the additional distance included in a jump check, and allows an unlimited distance overall. General Grievous discovered methods of customizing this system to allow him to perform actions that are impossible for normal living beings to do (such as swiveling his torso at the waist more than three-hundred and sixty degrees), and as such, is granted the Whirlwind Attack feat as a bonus feat.

Heuristic Battle Computer: The HBC is an advanced micro-processing construct that allows the user to quickly learn their opponent's habits and tactics. While engaged in battle with an opponent after 10 rounds, the user gains a +1 Target Bonus versus one adversary at a time. This bonus is applied to all attack rolls, as well as all Bluff, Listen, Search, Sense Motive, and Spot checks when using these skills in opposition to the target. The user can transfer this bonus to a new target after 10 rounds only when the previous target is slain or otherwise neutralized. The HBC can only store tactical information on one target at a



time. If the user engages a target they have fought previously, the HBC must make calculations on the target as if it were a new target. Additionally, the use of the adjoining limbs droid accessory was incorporated into this system for General Grievous during his transformation. From this, Grievous gained the Deft Opportunist, Multidexterity, Multi-weapon Fighting, and Off-hand Parry feats as bonus feats.

AMS & Climbing Claws: When this droid accessory was combined with the Advanced Movement System, General Grievous was able to adhere to walls and ceilings. General Grievous is granted the Spider Walk Special Quality as a result (See the Star Wars Roleplaying Game Dark Side Sourcebook, page 28 for details).

Passel Argente - Corporate Alliance Magistrate

Passel Argente was the Koorivar senator who represented the Corporate Sector in the Galactic Senate as well as the Magistrate of the Corporate Alliance – the organization that facilitated a working alliance between the Galactic Republic and the Corporate Sector Authority. Argente had long been disgusted with the state of affairs within the Galactic Republic, and as such he was one of the first senators to support the vote of no-confidence raised by Queen Amidala of Naboo when her world came under siege by the Trade Federation. Passel was quick to blame others for mistakes, even if the fault was his own. Argente brought the Corporate Alliance in league with Count Dooku and Confederacy of Independent Systems at Geonosis, and pledged its droid armies to the cause. For the entire course of the war, Magistrate Argente served as one of the members of the Separatist Council.



PASSEL ARGENTE

In the fourth month of the Clone Wars, Argente received intelligence on the security measures of the Cloning facilities on Kamino. To take advantage of these oversights, he contacted a Mon Calamarian military leader named Commander Merai. The Mon Calamarian was loyal to the Separatists and Passel instructed him to lead an assault on the floating city of Tipoca. This led to the second battle of Kamino, which ultimately came out in favor of the Republic.

Argente's involvement in the Clone Wars was primarily one of financial backing on the Separatist Council. During the final days of the Clone Wars, Argente took refuge on the planet of Utapau with the rest of the Council. After a brief strategy meeting with General Grievous, he and the other Council members were ferried to the Mustafar system to remain safely hidden. Passel, like the others, wasn't aware of the treachery at hand. Days later, the new apprentice of Darth Sidious stormed the facilities on Mustafar and slaughtered the entire Separatist Council in cold blood.

Passel Argente: Male Koorivar Noble 9 / Corporate Viceprex 5; Init +1 (Dex); Defense 19 (+8 class, +1 Dex); Spd 10m; VP/WP 56/9; Atk +9/+4 melee (1d3, unarmed) or +10/+5 ranged (by weapon); SQ Bonus Class Skill (Bluff), Coordinate +2, Favor +7, Inspire Confidence, Minions, Personal Transport, Resource Access, Signing Authority, Skill Bonus (+2 Sense Motive), Strong-Willed, Wealthy; SV Fort +5, Ref +8, Will +10; SZ M; FP 2; DSP 5; Rep +12; Str 11, Dex 12, Con 9, Int 15, Wis 13, Cha 14.

Equipment: Datapad, personal transport.

Skills: Appraise +18, Bluff +16, Computer Use +8, Diplomacy +15, Forgery +14, Knowledge (business) +16, Knowledge (Corporate Sector) +18, Knowledge (politics) +12, Listen +8, Profession (Corporate Viceprex) +16, Read/Write Basic, Read/Write Koorivar, Sense Motive +12, Speak Basic, Speak Koorivar.

Feats: Corporate Credit Line, Diplomatic Immunity, Fame, Influence, Political Pull, Premier Credit Line, Weapon Group Proficiencies (blaster pistols, simple weapons).

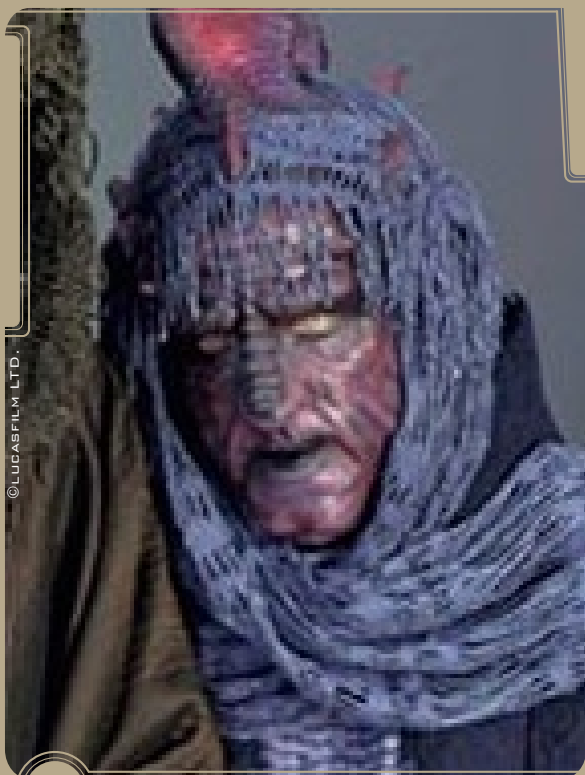
Denaria Kee - Corporate Alliance Aide

Koorivar female and chief aide to Passel Argente of the Corporate Alliance for a number of years preceding the Clone Wars and up until the conclusion of the conflict. Kee was among the Separatists who sought refuge from the Republic on the planet of Utapau. Following Count Dooku's death, she and her patron were ferried to the Mustafar system to more efficiently hide from the Grand Army and the Jedi. While at Mustafar, Denaria Kee was struck down by Dark Lord of the Sith, Darth Vader, when the Separatist Council was betrayed by their benefactor, Darth Sidious.

Denaria Kee: Female Koorivar Noble 3 / Political Advisor 3; Init +0 (dex); Defense 15 (+5 class); Spd 10m; VP/WP 28/8; Atk +4 melee (1d3, unarmed) or +4 ranged; SQ Bonus Class Skill (Gather Information), Favor +4, Inspire Confidence, Political Agent, Politician Patron (Passel Argente), Political Savvy +2, Resource Access, Skill Bonus (+2 Sense Motive), Strong Willed, Wealthy; SV Fort +2 Ref +3, Will +6; SZ M; FP 1; DSP 0; Rep +5; Str 10, Dex 10, Con 8, Int 12, Wis 10, Cha 12.

Equipment: None.

Skills: Appraise +5, Bluff +4, Computer Use +5, Diplomacy +9, Gather Information +10, Knowledge (bureaucracy) +8, Knowledge (business) +7, Knowledge (Corporate Sector) +8, Knowledge (politics) +10, Profession (administrator) +7, Read/Write



DENARIA KEE

Basic, Read/Write Koorivar, Sense Motive +5, Speak Basic, Speak Koorivar.

Feats: Influence, Shady Merchant, Skeptical, Trustworthy, Weapon Group Proficiencies (blaster pistols, simple weapons).

Nute Gunray - Trade Federation Viceroy

Nute Gunray was the Neimoidian Viceroy of the Trade Federation and a member of the Separatist Council during the Clone Wars. Like most Neimoidians, Gunray was greedy and intelligent, however, he was also impulsive and not the greatest judge of character. Gunray first came on the scene acting as the Senator in the Galactic Republic for the Trade Federation. He had many shrewd business accomplishments under his belt, such as the acquisition of Lommite mines on Dorvalla for the Trade Federation. During what became the Star Hyperspace War, Gunray worked diligently to persuade the Republic to intervene when pirates began hijacking shipments of bacta in the Outer Rim. During negotiations between the Republic and the Stark Combine, conflict erupted when Ranulph Tarkin led a fleet of warships to destroy Stark's fleet. When blaster fire interrupted the negotiations, Gunray ordered his battle droid bodyguards to open fire and Jedi Master and High Council member Tyvokka was caught in the cross-fire, and was killed. Despite the negotiations failing miserably, Gunray was appointed Viceroy by the Trade Federation Directorate.

Shortly after his appointment, Gunray was approached by Darth Sidious. The Dark Lord promised him unrestricted control of the Trade Federation and a bolstering of his droid armies – Gunray couldn't pass up the deal. The Trade Federation began suffering vicious attacks to their convoys by the Nebula Front, a terrorist group who emphatically opposed the Trade Federation's exclusive rights to the Free Trade Zone. Because of the increasing losses suffered by the Trade Federation over this debacle, the

Republic granted the Trade Federation authority to expand its droid armies.

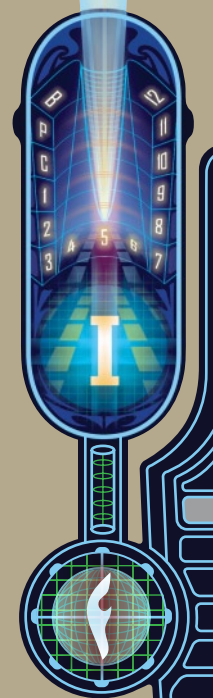
One promise made by the Dark Lord had been fulfilled. The second promise came to light during a trade summit on Eriadu. Nute Gunray and the Trade Federation's new senator Lott Dod were called away from the meeting. No sooner had they left the summit, the battle droids guarding the members of the Directorate mysteriously malfunctioned and opened fire on their masters. The entirety of the Directorate was slain. Gunray then appointed Hath Monchar as his Deputy Viceroy, Rune Haako as his new Chief Settlement Officer, and Daultay Dofine as captain of the Trade Federation flagship, *Profiteer*. Gunray now had a monopoly over the Trade Federation and possessed an immense army of droids at his disposal.

The time had come for Gunray to repay the favors Darth Sidious had bestowed. Sidious instructed the Viceroy to initiate a blockade around the planet of Naboo, in protest to a new taxation of trade routes. The Trade Federation hoped this action would usher negotiations within the Senate to ease or drop the taxes. However, the plan wasn't without its snags. Deputy Viceroy Hath Monchar stole a data disc containing information on the plot and fled, attempting to sell the disc to an information broker. Sidious dispatched his apprentice, Darth Maul, who tracked the traitor to Coruscant and assassinated Monchar before the disc could fall into the wrong hands.

The next obstacle came in the form of Jedi Master Qui-Gon Jinn and his Padawan Learner, Obi-Wan Kenobi, being sent to force a settlement. Sidious ordered Gunray to eliminate the Jedi and begin an invasion of the planet. The Jedi escaped, though, and gave warning to Queen Amidala of Naboo of the Trade Federation's plans. Darth Maul was again called upon to recapture the Queen so that she could be brought back to Naboo to sign a treaty to legitimize the Trade Federation's occupation of Naboo. In a surprising move, the Queen returned to the planet and forged an alliance with the Gungans of Naboo. Together the Naboo and Gungans waged war on the battle droids of the Trade Federation and managed to retake the planet. Nute Gunray and Rune Haako were taken into custody, and Daultay Dofine was killed in the conflict.

Over the next ten years, Nute Gunray had his time monopolized by a series of trials in the Supreme Court aimed to have him removed as Viceroy of the Trade Federation. Through unseen aid from Darth Sidious, the Viceroy was vindicated on all counts and was able to retain his position. Having seen constant hindrance with the bureaucratic processes of the Republic, Gunray became disgruntled. When he was approached by the ex-Jedi turned Separatist leader Count Dooku concerning the Trade Federation pledging their support, Gunray accepted on the condition that the former Queen of Naboo, Senator Padme Amidala, be assassinated.

Despite numerous attempts on the Senator's life, Padme eluded death. During a meeting with Count Dooku on the planet Geonosis to oversee production of battle droids, Jedi Knight Obi-Wan Kenobi eavesdropped on their dealings and informed the Jedi Council that the Separatists were preparing for war. Kenobi was discovered and captured, as were Anakin Skywalker and Padme Amidala when they came to Kenobi's rescue. Gunray demanded that Amidala be executed. The Viceroy watched from Poggie the Lesser's grand balcony of the Geonosian execution arena as Amidala and the others fought for their lives. The execution was cut short, however, when a force of over two-hundred Jedi stormed the arena to aid the captives. Gunray and





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NUTE GUNRAY

Poggle the Lesser unleashed their newest model of battle droid, the B-2 "Super" Battle Droid, on the unsuspecting Jedi. Though they put forth a valiant effort, the battle droids overcame the Jedi, and while Dooku requested their surrender, the Separatists were ambushed by a fleet of Republic warships and clone troopers led by Jedi Master Yoda. Full scale war erupted, and although the stipulation Gunray put forth was not fulfilled, he had no choice but to side with the Confederacy of Independent Systems.

With the help of General Grievous, the Separatist Council was able to avoid capture and flee the planet. Nute Gunray retreated to Cato Neimoidia, one of the Trade Federation's purse worlds. The Viceroy fortified his position on the planet, and made it his base of operations for the majority of the Clone Wars. In the fourth month of the Clone Wars, Nute Gunray ordered the rate of Neimoidian convict constrictions doubled to put forth towards the war effort. Reservists were put in place to defend Neimoidia, and the Trade Federation purse-worlds of Cato Neimoidia, Deko Neimoidia, and Koru Neimoidia.

One month before the Clone Wars came to an end, the Republic staged an all-out offensive on Cato Neimoidia. Nute Gunray and Rune Haako barely managed to escape the onslaught, and in the commotion accidentally left behind the mechano-chair provided to them by Darth Sidious. This fatal mistake revealed concrete proof as to the existence of Darth Sidious to the Jedi and the Republic, and a full-scale manhunt ensued as a result. General Grievous rescued Gunray and Haako from an orbit surrounding Cato Neimoidia and escorted them to the newly conquered Separatist world of Utapau.

When the Confederacy attacked the Republic capital of Coruscant, Count Dooku did battle with Anakin Skywalker and Obi-Wan Kenobi and was killed. Nute Gunray had serious reservations about General Grievous' ability to lead the Confederacy in Dooku's absence, and grew tired of Grievous' antics. Griev-

ous assured Gunray and the rest of the Separatist Council that victory was certain. He then had the entire Separatist Council taken to the planet of Mustafar to go into hiding until the war was over.

The Clone Wars came to an abrupt conclusion when General Grievous was killed on Utapau by Obi-Wan Kenobi, and Supreme Chancellor Palpatine declared himself Emperor, converting the Galactic Republic into an Empire. Darth Sidious' vision had finally become a reality, and he promised the Separatist Council safe haven provided by his new apprentice, Darth Vader. However, when Lord Vader arrived he began slaughtering the Confederates. Gunray pleaded for his life, demanding that he only wished peace in the galaxy. His words fell on deaf ears as he was promptly struck down by the Dark Lord of the Sith.

Nute Gunray: Male Neimoidian Noble 12; Init +0 (Dex); Defense 17 (+7 class); Spd 10m; VP/WP 42/12; Atk +9/+4 melee (1d3, unarmed) or +9/+4 ranged; SQ Bonus Class Skill (Bluff), Coordinate +2, Favor +8, Inspire Confidence, Inspire Greatness, Resource Access (+2); SV Fort +5, Ref +6, Will +9; SZ M; FP 2; DSP 6; Rep +9; Str 10, Dex 11, Con 12, Int 15, Wis 11, Cha 16.
Equipment: None.

Skills: Appraise +16, Bluff +15, Computer Use +8, Diplomacy +15, Intimidate +8, Knowledge (bureaucracy) +15, Knowledge (business) +16, Knowledge (politics) +11, Knowledge (Trade Federation) +16, Knowledge (trade routes) +12, Profession (Trade Federation Viceroy) +15, Read/Write Basic, Read/Write Neimoidian, Sense Motive +6, Speak Basic, Speak Neimoidian, Speak Pak Pak.

Feats: Contact, Diplomatic Immunity, Headstrong, Infamy, Influence, Persuasive, Political Pull, Weapon Group Proficiencies (blaster pistols, simple weapons).

Lott Dodd - Former Trade Federation Senator

Lott Dod was appointed as the senator to the Trade Federation in the Galactic Republic when Nute Gunray achieved the position of Viceroy over a decade before the Clone Wars. Although Dod was crafty and intelligent, he wasn't overly articulate - having a tendency to say everything was "outrageous" or it was an "outrage". Despite his best efforts, Dod was unable to prevent the Senate from instating a tariff on trade routes throughout the Republic. This tax prompted the Trade Federation to protest by blockading the sovereign system of Naboo until negotiations could resume and an amendment could be made to the law. Lott Dod attempted to stall the Senate proceedings brought forth by Queen Amidala of Naboo. He demanded that a commission be sent to verify that accusations the Queen was proposing, allotting Gunray more time to force the Naboo to sign a treaty that would legitimize the Trade Federation's occupation of their world. The Trade Federation's scheme was ultimately unsuccessful when it was foiled by efforts put forth by Queen Amidala, Qui-Gon Jinn and Obi-Wan Kenobi.

In the months preceding the Clone Wars, Senator Dod was involved in a nearly fatal traffic accident on Coruscant. Dod was forced to undergo numerous reconstructive surgeries with resulted in a drastic change in his voice as well as appearance. When the senator recovered he launched a full-blown lawsuit against the Skyways Flyer pubtrans line, stating negligence. He also lashed out at Ryloth senator Orn Free Ta for remarks regarding the accident that Ta made while Dod was hospitalized, but Senator Ta made a public apology for his words and the situation was dropped.



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LOTT DODD

Lott Dod served as an attaché on behalf of the Trade Federation when Count Dooku approached the organization asking support for his secessionist movement. He established negotiations between the Count and the Trade Federation, which ultimately led to the Trade Federation pledging their full support. When the Clone Wars began, Dod served the Viceroy in the war efforts. It is believed Dod was killed on Mustafar with the rest of the Separatist Council.

Lott Dod: Male Neimoidian Noble 8; Init +0 (Dex); Defense 15 (+5 class); Spd 10m; VP/WP 26/10; Atk +6/+1 melee (1d3, unarmed) or +6/+1 ranged; SQ Bonus Class Skill (Bluff), Coordinate +2, Favor +5, Inspire Confidence, Resource Access, Shrewd and Deceitful; SV Fort +2, Ref +4, Will +9; SZ M; FP 1; DSP 4; Rep +8; Str 10, Dex 10, Con 10, Int 14, Wis 14, Cha 14.

Equipment: Extremely expensive clothing.

Skills: Appraise +10, Bluff +15, Computer Use +6, Diplomacy +13, Intimidate +6, Knowledge (bureaucracy) +12, Knowledge (business) +10, Knowledge (politics) +10, Knowledge (Trade Federation) +13, Profession (senator) +16, Read/Write Basic, Read/Write Neimoidian, Read/Write Pak Pak, Sense Motive +6, Speak Basic, Speak Neimoidian, Speak Pak Pak.

Feats: Headstrong, Infamy, Influence, Skill Emphasis (Profession (senator)), Weapon Group Proficiencies (blaster pistols, simple weapons).

Rune Haako - Chief Settlement Officer

Rune Haako was a Neimoidian appointed as Chief Settlement Officer of the Trade Federation preceding the Clone Wars. He was tasked with this position by Viceroy Nute Gunray after an unfortunate mishap at an Eriadu trade summit resulted in the

deaths of the entire Trade Federation Directorate. He was one of a handful of Neimoidian Trade Federation members aware of the existence of Darth Sidious, and his role in Nute Gunray's rise to power. Haako was insightful, and was the primary counsel to the Viceroy throughout his tenure.

Haako was present at the blockade and invasion of the sovereign system of Naboo set forth by Nute Gunray by the instruction of Darth Sidious. Rune assisted the Viceroy with overseeing the occupation of the planet, despite his objections to the alliance with the Sith Lord. Rune Haako and Viceroy Gunray were captured by Queen Amidala and her security force when the planet was reclaimed by the Gungans and the Naboo. Although the Trade Federation was in gross violation of Republic law, their relationship with Darth Sidious proved to have a silver lining, and they were released with hardly a slap on the wrist.

Officer Haako retained his position as Gunray's legal advisor for over a decade. Rune was also present when Gunray pledged the financial and military support of the Trade Federation to the Confederacy of Independent Systems. He fled to Neimoidian space with the Viceroy following the fall-out that gave way to the Clone Wars. He stayed by the Viceroy's side for the entire span of the Clone Wars, up until his death at Mustafar when he was run through by Darth Vader.

Rune Haako: Male Neimoidian Scoundrel 6 / Political Advisor 4; Init +0 (Dex); Defense 17 (+7 class); Spd 10m; VP/WP 46/10; Atk +7/+2 melee (1d3, unarmed) or +7/+2 ranged; SQ Illicit Barter, Lucky (3/day), Political Agent, Political Patron (Nute Gunray), Political Savvy (+4), Precise Attack +1, Shrewd and Deceitful; SV Fort +4, Ref +7, Will +10; SZ M; FP 1; DSP 5; Rep +0; Str 10, Dex 10, Con 10, Int 16, Wis 16, Cha 9.

Equipment: None.



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RUNE HAAKO



Skills: Appraise +15, Bluff +15, Computer Use +6, Diplomacy +9, Forgery +9, Gather Information +12, Hide +6, Intimidate +6, Knowledge (bureaucracy) +9, Knowledge (business) +12, Knowledge (history) +11, Knowledge (politics) +12, Knowledge (Trade Federation) +15, Listen +7, Move Silently +5, Profession (Trade Federation Settlement Officer) +18, Read/Write Basic, Read/Write Neimoidian, Read/Write Pak Pak, Search +9, Speak Basic, Speak Neimoidian, Speak Pak Pak, Sense Motive +9.

Feats: Diplomatic Immunity, Extra Lucky, Headstrong, Low Profile, Persuasive, Shady Merchant, Sharp-eyed, Skill Emphasis (Profession (Trade Federation Settlement Officer)), Weapon Group Proficiencies (blaster pistols, simple weapons).

San Hill - InterGalactic Banking Clan Chairman

San Hill was the Chairman of the Intergalactic Banking Clan leading up to the Clone Wars. Hill was always one to take advantage of periods of turmoil, and the Clone Wars were no exception. When Count Dooku initiated a Separatist movement that quickly swept across the galaxy, San Hill and the IGBC profited heavily from planetary governments establishing their own currency minting process in preparation of seceding from the Republic. Many worlds had become impoverished by the corrupt Republic and major corporations such as the Banking Clan were all too eager to take advantage of the situation. San Hill was in full support of the Separatist agenda long before he was approached by Count Dooku.

Shortly before the Clone Wars, San Hill learned of one such planet that had fallen on hard times on account of the Jedi and the Republic. Kalee had descended into severe debt when the Yam'rii, allied with the Trade Federation, implored the Republic for assistance when a brutal war between the Yam'rii and Kalee began to slip out of their favor. Jedi were dispatched, and the

Republic sided with the Yam'rii, issuing crippling fines and penalties on the Kalee homeworld. Hundreds of thousands of Kalee died of starvation and poverty conditions as a result. San Hill approached the Kalee warlord Grievous with a proposition to lift his people out of their predicament. The IGBC would assume the financial responsibilities of Kalee, and in exchange Grievous would permanently come under the servitude of the Banking Clan as an enforcer in the Collections Department. Grievous reluctantly agreed, and went on to settle several long-standing disputes for the Clan.

Grievous ultimately broke his contract with the Banking Clan when he returned to Kalee to stage an offensive against the Yam'rii when they began desecrating sacred Kalee burial grounds on former colony worlds. Count Dooku and San Hill were furious, and Hill contemplated having Grievous assassinated, but the spineless Muun feared reprisal from the ex-warlord should the attempt on his life fail. Instead, Dooku and his master, Darth Sidious, devised a plan in where the Kalee would fall victim to a shuttle crash and be forced to accept a cybernetic body funded by the Banking Clan in order to remain alive. The deception succeeded perfectly, and Grievous accepted the cybernetic husk. During the operation, however, the Separatists tampered with the Kalee's brain, removing memories and meddling with portions of Grievous' mind that incited rage. Grievous was now the property of the Separatists, body and mind.

Several months later, San Hill traveled to the Techno Union foundry planet of Geonosis to officially pledge his full support to the Confederacy of Independent Systems. Hill provided the droid armies of the Banking Clan as well as vast caches of wealth to fund the impending strike on the Republic. The Separatists' plans were forced into utilization early, though, when Obi-Wan Kenobi tracked the bounty hunter Jango Fett to Geonosis and overheard the Separatist plot. Although the Confederates discovered Kenobi and took him into custody, the Jedi had already succeeded in informing Coruscant of the events unfolding. The Jedi assaulted the Geonosian homeworld, followed by a massive surprise attack by a contingent of over two-hundred thousand clone troopers. The Separatist Council was able to escape, only with the help of General Grievous who had just recently recovered from his transformation and was put to the test by facing off with an entire battalion of clones and Jedi Master Ur-Sema Du. None were left alive to inform the Republic of his existence.

Two months into the war, San Hill traveled to the planet of Aargau to negotiate additional funding and support for the Confederacy from the criminal underworld residing on the planet. Aargau was undergoing an occupation by Republic clone troopers at that time. Hill established talks with the Hutt Clan Desilijic by brokering with a nephew of Jabba the Hutt. Aargau was under heavy suspicion of Separatist support already, however, as the Republic claimed that Aargau was linked to the production of the Hailfire battle droid. Despite the planet claiming neutrality, the Republic continued to occupy the planet but Hill was successful in wooing several criminal elements.

The IGBC headquarters and Muun homeworld of Muunilist came under siege in the fourth month of the Clone Wars. San Hill was on the planet when it was assaulted by a heavily armed force of Republic troops led by General Obi-Wan Kenobi and Commander Anakin Skywalker. The IGBC suffered heavy losses in the space battle as well as the ground assault over the course of the blitz. Republic artillery lines had pinned Hill and his staff in a command tower located in the city's central region. San Hill called upon the bounty hunter Durge, sent by Count Dooku, to



SAN HILL

break the Republic lines and hopefully turn the tide of the war. Durge led a mounted company of IG-series Lancer droids to meet the Republic heavy artillery platforms. General Kenobi was able to subdue Durge enough to move forward and lead a squad of ARC troopers into the command tower where they captured San Hill and his personnel.

Hill was in Republic custody for an unknown period of time but was ultimately liberated through some means. In the final stages of the Clone Wars, Hill made his way to Utapau where he attended the meeting concerning the Confederacy's state of affairs following the death of Count Dooku. Grievous had the Separatist Council routed to Mustafar to seek shelter from the prying eyes of the Republic, and San Hill complied. It was here that San Hill met his end when the apprentice to Lord Sidious, the former Jedi Knight Anakin Skywalker now Darth Vader, arrived and butchered the entire Separatist Council.

San Hill: Male Muun Noble 15; Init +0 (Dex); Defense 18 (+8 class); Spd 10m; VP/WP 62/10; Atk +11/+6/+1 melee (1d3-1, unarmed) or +11/+6/+1 ranged; SQ Bonus Class Skill (Bluff), Coordinate +3, Favor +8, Inspire Confidence, Inspire Greatness, Skill Bonus (+4 to Diplomacy when haggling over prices, +2 to Appraise, Knowledge (business) and Profession (merchant)), Resource Access (+2); SV Fort +5, Ref +7, Will +12; SZ M; FP 2; DSP 10; Rep +9; Str 8, Dex 10, Con 10, Int 18, Wis 14, Cha 16.

Equipment: None.

Skills: Appraise +24, Bluff +20, Computer Use +10, Diplomacy +15, Gamble +6, Gather Information +18, Hide +6, Intimidate +8, Knowledge (bureaucracy) +20, Knowledge (business) +23, Knowledge (finances) +21, Knowledge (Intergalactic Banking Clan) +20, Knowledge (politics) +10, Profession (Intergalactic Banking Clan Chairman) +20, Read/Write Basic, Read/Write Muun, Sense Motive +10, Speak Basic, Speak Muun.

Feats: Diplomatic Immunity, Headstrong, Infamy, Influence, Persuasive, Political Pull, Sharp-eyed, Skeptical, Trick, Weapon Group Proficiencies (blaster pistols, simple weapons).

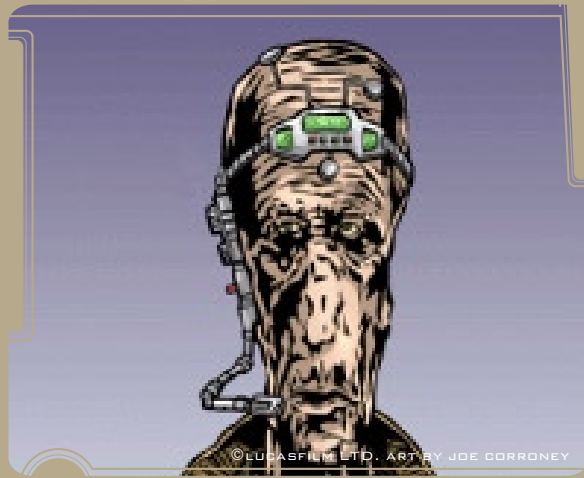
Lo Vapeet - IBC Vice-chairman of Communication

Lo Vapeet was a Muun who loyally served as the Vice Chairman of Communication for the InterGalactic Banking Clan in the years prior to and during the Clone Wars. Vapeet often addressed the galaxy on the current affairs of the IGBC via news feeds on the HoloNet. In the months preceding the Clone Wars, one-hundred and forty-four Haifire droids were discovered aboard the *Tandleroff's Trove* while docked on Eriadu, Lo Vapeet unwaveringly proclaimed the droids had been stolen from the IGBC and kept that stance even after the Clone Wars began. When he finally changed his tune, he proclaimed he was only acting in the IGBC's best interests. Lo Vapeet's whereabouts after the Clone Wars are unknown.

Lo Vapeet: Male Muun Noble 6; Init +0 (dex); Defense 14 (+4 class); Spd 10m; VP/WP 30/10; Atk +3 melee (1d3-1, unarmed) or +4 ranged; SQ Bonus Class Skill (Bluff), Coordinate +1, Favor +6, Inspire Confidence, Resource Access (+2), Skill Bonus (+4 to Diplomacy checks, +2 to Appraise, Knowledge (business) and Profession (merchant)); SV Fort +2 Ref +3, Will +6; SZ M; FP 1; DSP 0; Rep +4; Str 8, Dex 10, Con 10, Int 14, Wis 12, Cha 12.

Equipment: None.

Skills: Appraise +8, Bluff +12, Computer Use +6, Diplomacy +10, Entertain +10, Intimidate +5, Knowledge (bureaucracy) +8, Knowledge (business) +11, Knowledge (Intergalactic Banking



LO VAPEET

Clan) +11, Knowledge (politics) +7, Profession (administrator) +11, Read/Write Basic, Read/Write Muun, Speak Basic, Speak Muun.

Feats: Influence, Persuasive, Political Pull, Weapon Group Proficiencies (blaster pistols, simple weapons).

Kos - IBC Vice-chairman of Galactic Accounts

A Muun tied to the InterGalactic Banking Clan as its Vice Chairman of Galactic Accounts during the period leading up to the Clone Wars. Kos maintained a base of operations on the planet Aargau over a portion of the war and spent most of his time in an attempt to capture a local Clawdite criminal by the name of Nuri. In the second month of the Clone Wars, Kos captured a young Boba Fett, believing him to be Nuri in a human disguise. Fett divulged information concerning the true identity of Darth Tyrannus to Kos in order to release him. Aurra Sing was hot on Fett's trail, however, and Kos was killed by Sing during Fett's attempt to elude the mysterious bounty hunter.

Kos: Male Muun Noble 4; Init +0 (dex); Defense 13 (+3 class); Spd 10m; VP/WP 20/10; Atk +2 melee (1d3-1, unarmed) or +4 ranged (3d6/20, blaster pistol); SQ Bonus Class Skill (Gather Information), Coordinate +1, Favor +2, Inspire Confidence, Resource Access, Skill Bonus (+4 to Diplomacy checks, +2 to Appraise, Knowledge (business) and Profession (merchant)); SV Fort +1 Ref +2, Will +4; SZ M; DSP 0; Rep +2; Str 8, Dex 10, Con 10, Int 14, Wis 10, Cha 10.

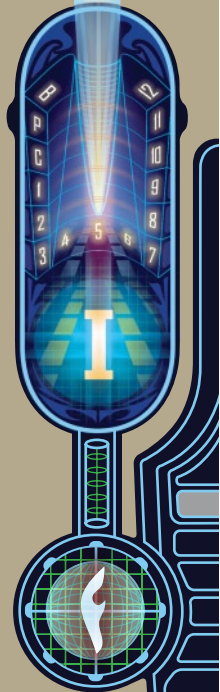
Equipment: None.

Skills: Appraise +8, Bluff +4, Computer Use +6, Diplomacy +8, Gather Information +7, Intimidate +3, Knowledge (bureaucracy) +7, Knowledge (business) +10, Knowledge (Intergalactic Banking Clan) +8, Profession (administrator) +6, Read/Write Basic, Read/Write Muun, Speak Basic, Speak Muun.

Feats: Shady Merchant, Weapon Focus (blaster pistols), Weapon Group Proficiencies (blaster pistols, simple weapons).

Shu Mai - Commerce Guild President

Shu Mai was a Gossam female who served as the President of the Commerce Guild at the time leading up to the Clone Wars. She was an aging, yet sharp individual and used her business expertise to profit the Commerce Guild in numerous instances to earn her position. During a planetary economic



depression on her homeworld of Castell, the hardships grew so powerful that Gossams were killing each other for the basic necessities of life. The Commerce Guild arrived and assisted the starving world, bringing it out of its financial slump. However, the Gossams were forced to repay this seemingly altruistic act by becoming slaves to the Commerce Guild. Shu Mai was employed by the Commerce Guild and her hard work granted a promotion to Chief of Property Resources. She worked diligently to award opportunity after opportunity to her homeworld to free her people from servitude.

Unfortunately for the sentiments on Castell, Shu Mai was more ambitious than compassionate. Mai did purchase Castell back from the Commerce Guild, but rather than liberating her people, she raised taxes and tributes already instated by the planet's former owner. The Commerce Guild learned of this act and was extremely impressed by her business acumen, thus promoting her further up the corporate ladder. Shu Mai had revealed her true colors, and was rewarded with an appointment as President of the Commerce Guild. She was responsible for many atrocities, such as the incident on Ansion where, through covert channels, she instigated a secessionist movement in hopes that the Commerce Guild could profit from the conflict.

Shu Mai secretly supported Count Dooku and his Separatists, and agreed to attend a meeting on the planet of Geonosis to discuss the terms of the Commerce Guild's allegiance to the cause. She was shrewd; however, knowing the act would be considered treason by the Republic, she would only show her support through hidden means. Unfortunately for the President, Obi-Wan Kenobi had infiltrated the Geonosian facility and had eavesdropped on the conference. When he reported his findings back to the Jedi Council and the Republic responded to the situation, she was unable to hide her intentions any longer. Shu

Mai added her droid armies to that of the Corporate Alliance, Intergalactic Banking Clan, Trade Federation, and Techno Union armies and waged a defensive battle with the Clone troopers of the Republic when Geonosis came under attack. With the help of General Grievous, Shu Mai and the other Separatist Council members were able to make their escape.

With the Clone Wars now sweeping the galaxy, Shu Mai returned to her primary headquarters on the planet Felucia. From her stronghold she assisted the Confederacy in fighting the Republic – both by supplying her armies and security forces, and utilizing her diplomatic skills. In the ninth month of the war, the Separatists lost the planet of Bassadro in a Republic invasion. The droid manufacturing facilities as well as an entire army of droids were lost in the conflict. Shu Mai, being the spin-doctor that she was, turned the entire situation around on a shadowfeed holonet broadcast to the Separatist allies. Claiming the Republic had destroyed an entire mining village during the assault, her words strengthened the resolve of the Confederacy and its allies.

One month before the end of the Clone Wars, Shu Mai returned to Felucia from bolstering the Separatist cause to find that the planet was to be attacked by the Republic. She was easily able to escape before Republic forces could arrive but Shu Mai had a toxin released into the global water supply of Felucia, knowing the Republic forces would dedicate their efforts to saving the population of the planet. Shu Mai was routed to Utapau by General Grievous just after the second Battle of Coruscant where Count Dooku was slain. Grievous advised that the Separatist Council retreat to Mustafar where they would be safe from the Jedi and Republic. Unfortunately for the Council, Darth Sidious betrayed them and dispatched his new apprentice, Darth Vader, and slaughtered them all. Shu Mai was no exception, and was cut down by Lord Vader's lightsaber.

Shu Mai: Female Gossam Noble 16; Init +1 (Dex); Defense 20 (+8 class, +1 Dex, +1 Size); Spd 6m; VP/WP 54/10; Atk +11/+6/+1 melee (1d3-1, unarmed) or +13/+8/+3 ranged; SQ Bonus Class Skill (Bluff), Coordinate +3, Favor +9, Inspire Confidence, Inspire Greatness, Skill Bonus (+4 to Diplomacy when haggling over prices), Resource Access (+2); SV Fort +5, Ref +8, Will +15; SZ S; FP 2; DSP 8; Rep +10; Str 8, Dex 12, Con 10, Int 16, Wis 16, Cha 16.

Equipment: None.

Skills: Appraise +20, Bluff +18, Computer Use +12, Diplomacy +16, Gather Information +18, Intimidate +8, Knowledge (bureaucracy) +21, Knowledge (business) +20, Knowledge (Commerce Guild) +21, Knowledge (Felucia) +12, Knowledge (politics) +11, Knowledge (streetwise) +12, Profession (Commerce Guild President) +20, Read/Write Basic, Read/Write Gossam, Sense Motive +15, Speak Basic, Speak Gossam.

Feats: Diplomatic Immunity, Infamy, Influence, Iron Will, Merchant Trader, Persuasive, Political Pull, Shady Merchant, Skeptical, Trustworthy, Weapon Group Proficiencies (blaster pistols, simple weapons).

Cat Miin - Commerce Guild Administrator

This Gossam female served as an administrator for the Commerce Guild during the Clone Wars. She acted as chief aid to President Shu Mai, and caretaker of the planet of Felucia in the president's absence. Cat Miin accompanied her madam president to Utapau when the Separatist Council was placed under the protection of General Grievous following the death of Count



SHU MAI

Dooku. She was also present on the planet of Mustafar when Sidious' new apprentice, Darth Vader, traveled to the volcanic world and slaughtered the entire Separatist Council. Cat Miin was no exception, and died next to Shu Mai when Lord Vader decapitated both of the Gossams in cold blood.

Cat Miin: Female Gossam Noble 8; Init +1 (dex); Defense 17 (+5 class, +1 Dex, +1 Size); Spd 6m; VP/WP 33/8; Atk +5 melee (1d3-1, unarmed) or +7/+2 ranged; SQ Bonus Class Skill (Bluff), Coordinate +2, Favor +5, Inspire Confidence, Resource Access, Skill Bonus (+4 to Diplomacy when haggling over prices); SV Fort +1 Ref +5, Will +6; SZ S; FP 1; DSP 0; Rep +5; Str 8, Dex 12, Con 8, Int 12, Wis 10, Cha 12.

Equipment: None.

Skills: Appraise +8, Bluff +6, Computer Use +6, Diplomacy +12, Gather Information +7, Knowledge (business) +9, Knowledge (Commerce Guild) +10, Knowledge (Felucia) +10, Knowledge (politics) +6, Profession (administrator) +10, Read/Write Basic, Read/Write Gossam, Search, +4, Sense Motive +8, Speak Basic, Speak Gossam.

Feats: Influence, Merchant Trader, Sharp-eyed, Trustworthy, Weapon Group Proficiencies (blaster pistols, simple weapons).

Po Nudo - Former Republic Senator

Po Nudo was a long-time senator in the Galactic Republic who represented the planet of Ando and its colonies. Nudo and many of his fellow Aqualish species held an age old grudge against the Republic, and when Count Dooku approached the senator about seceding from the Republic to the Confederacy of Independent Systems, the senator immediately agreed. Po Nudo was one of the many delegates present on Geonosis to discuss the terms of their induction into the Confederacy when Obi-

Wan Kenobi interrupted the meeting and was captured. When the Clone Wars began, no longer a senator, Nudo was placed in charge of the Hyper-Communications Cartel.

Eleven months into the Clone Wars, the conflict had reached Nudo's home planet of Ando. Ages ago when the Republic made first contact with the Aqualish natives, the situation erupted into violence which ended in the Republic demilitarizing the Aqualish. When the Clone Wars began, the inhabitants of Ando were split, some remained loyal to the Republic while others agreed to break away and ally with the Confederacy. Po Nudo spearheaded an effort that led to the Separatists rearming the Aqualish, and won the planet of Ando for the Confederacy. Colonies of Ando, however, remained allied to the Republic.

With the Clone Wars nearing its end, Po Nudo accompanied the other members of the Separatist Council for a conference on the planet of Utapau. There, General Grievous instructed the Council to travel to the Mustafar system to seek refuge from the fall-out of Count Dooku's death. The Separatists did as they were instructed and set up a base of operations on the magma-covered world shortly after General Grievous was killed by Obi-Wan Kenobi. The Council remained in touch with the Dark Lord, Darth Sidious, as he dispatched his apprentice to tend to the Council. When he arrived, Nudo and the others realized they had been betrayed as Vader cut them down one by one. None of the Separatist Council was left alive.

Po Nudo: Male Aqualish Noble 10 / Scoundrel 2 / Senator 2; Init +1 (Dex); Defense 19 (+8 class, +1 Dex); Spd 10m; VP/WP 62/14; Atk +9/+4 melee (1d3, unarmed) or +10/+5 ranged; SQ Bonus Class Skill (Bluff), Breathe Underwater, Coordinate +2, Favor +5, Fins, Illicit Barter, Inspire Confidence, Lucky (1/day), Resource Access, Senatorial Aides; SV Fort +5, Ref +10, Will +11; SZ M; FP 1; DSP 6; Rep +10; Str 10, Dex 12, Con 14, Int 16, Wis 12, Cha 12.

Equipment: None.

Skills: Bluff +16, Computer Use +10, Diplomacy +15, Disable Device +8, Disguise +4, Forgery +9, Gamble +8, Gather Information +16, Intimidate +7, Knowledge (bureaucracy) +16, Knowledge (Galactic Republic) +10, Knowledge (holonet) +10, Knowledge (politics) +10, Knowledge (technology) +12, Profession (Republic Senator) +15, Read/Write Aqualish, Read/Write Basic, Search +8, Sense Motive +12, Speak Aqualish, Speak Basic, Spot +6.

Feats: Diplomatic Immunity, Infamy, Influence, Shady Merchant, Sharp-eyed, Skeptical, Trick, Weapon Group Proficiencies (blaster pistols, simple weapons).

Shi'ido - Senatorial Advisor

This being was the aide of the Aqualish Senator Po Nudo during the Clone Wars.

Shi'ido: Male Aqualish Diplomat 5; Init +0 (dex); Defense 11 (+1 class); DR 2; Spd 10m; VP/WP 0/12; Atk +2 melee (1d3, unarmed) or +2 ranged; SQ Breathe Underwater, Fins; SV Fort +2 Ref +1, Will +3; SZ M; FP 0; DSP 0; Rep +1; Str 10, Dex 10, Con 12, Int 10, Wis 8, Cha 9.

Equipment: Armor Breastplate (DR 2, Armor Penalty -1).

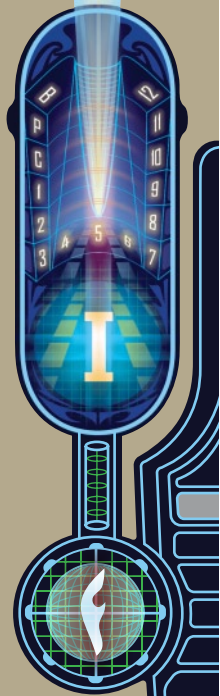
Skills: Bluff +7, Computer Use +6, Diplomacy +7, Gather Information +7, Intimidate +5, Read/Write Aqualish, Read/Write Basic, Speak Aqualish.

Feats: Persuasive, Trustworthy, Weapon Group Proficiencies (blaster pistols, simple weapons).



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PO NUDO



Poggle the Lesser - Geonosian Archduke

Poggle the Lesser was a member of the lowest caste within the Stalgasin Hive on Geonosis. He sought the position of Archduke within his hive, which was being held by Hadiss the Vaulted. Poggle organized a rebellion and attempted to overthrow Hadiss, but the rebel group failed through several coup attempts. Poggle's followers were rounded up and sentenced to death in the Geonosian Execution Arena. However, Poggle was later approached by the Dark Lord of the Sith, Darth Sidious, and offered financial backing for his rebellion. Finally, with the proper means, Poggle was able to overthrow Hadiss the Vaulted and was declared Archduke of the Stalgasin Hive – elevated to the title of Poggle the Lesser.

One of his first acts as Archduke was to have Hadiss put to death. Poggle presided over the execution, in which Hadiss was

sentenced the group to death in the execution arena. The Jedi and senator proved more resourceful than any of the Separatists thought, however, and managed to survive long enough for a contingent of over two-hundred Jedi to come to their aid. Dooku and Poggle unleashed the new B-2 "Super" Battle droids on the Jedi and managed to assault them into submission. As powerful as the new battle droids were, they were no match for what transpired next. An army of over two-hundred thousand clone troopers led by Jedi Master Yoda descended on the planet and attacked. Poggle the Lesser ordered his troops to hide within the Stalgasin Hive's massive underground catacombs while he and the other Separatist Council members fled the planet.

Poggle served on the Separatist Council for the entire duration of the Clone Wars. He was among the Confederates



POGGLE THE LESSER

killed by an Acklay. Poggle was now within league with the Dark Lord, and was in a position of power to assist Darth Sidious. He began creating droid foundries for the Trade Federation, and mass-producing millions of battle droids. Ten years later, Poggle the Lesser hosted a conference for the charismatic Count Dooku to persuade other organizations to join the newly founded Confederacy of Independent Systems. The Archduke had designed and manufactured more powerful battle droids to contribute to the Separatist cause. He had also been secretly designing an elaborate set of battle plans for the most powerful weapon the galaxy had ever seen – the *Death Star* – a space station the size of a small moon capable of destroying entire planets with its massive super-laser.

The meeting on Geonosis was cut short by the spying Obi-Wan Kenobi. Poggle the Lesser's troops captured the infiltrator and imprisoned him, as well as Anakin Skywalker and Senator Padme Amidala when they came to Kenobi's aid. The Archduke

present on Utapau when General Grievous sent the Separatist Council to the Mustafar system to hide from the Jedi and the Republic. There Poggle and the others stayed during the final days of the Clone Wars before being contacted by Darth Sidious and dispatched his new apprentice, Darth Vader, to assist them. It was all a ruse, however, for when Vader arrived, he savagely murdered every single member of the entire Separatist Council.

Poggle the Lesser: Male Geonosian (Warrior) Soldier 5 / Noble 6 / Officer 4; Init +2 (Dex); Defense 23 (+9 class, +2 Dex, +2 Natural Armor); Spd 10m, 16m fly (poor); VP/WP 102/15; Atk +14/+9/+4 melee (1d6+2/20, staff) or +14/+9/+4 melee (1d3+2, unarmed) or +14/+9/+4 ranged; SQ Bonus Class Skill (Bluff), Coordinate +1, Favor +6, Inspire Confidence, Leadership, Low-light Vision, Natural Armor (+2), Radiation Resistance (+2), Requisition Supplies, Resource Access; SV Fort +10, Ref +8, Will +9; SZ M; FP 2; DSP 10; Rep +10; Str 14, Dex 15, Con 15, Int 14, Wis 12, Cha 15.

Equipment: Staff.

Skills: Appraise +12, Bluff +10, Computer Use +6, Craft (armor) +6, Craft (blaster pistols and rifles) +6, Craft (computers) +6, Craft (droids) +15, Craft (electronic devices) +6, Craft (electro-staves) +8, Craft (simple and primitive weapons) +6, Diplomacy +12, Intimidate +10, Knowledge (business) +14, Knowledge (engineering) +9, Knowledge (Geonosian) +10, Knowledge (politics) +9, Knowledge (tactics) +8, Profession (Geonosian Archduke) +12, Read/Write Basic, Read/Write Geonosian, Read/Write Neimoidian, Ride +5, Sense Motive +8, Speak Basic, Speak Geonosian.

Feats: Armor Proficiency (light), Combat Expertise, Contact, Diplomatic Immunity, Exotic Weapon Proficiency (electro-staff), Infamy, Influence, Mounted Combat, Persuasive, Political Pull, Ride-by Attack, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vibro weapons).

Sun Fac - Geonosian Lieutenant

Sun Fac was a Geonosian aristocrat who served as Poggle the Lesser's chief aid and lieutenant during the Clone Wars. He performed whatever task that was asked of him by his superior, including dealing with the majority of off-world business deals, Stalgasin hive security, and executions. Only the largest and most important clients were sent directly to Archduke. His status in the Geonosian society earned him certain inherent privileges, among which was the authority to conduct various forms of business on behalf of all of the lesser caste hives. Sun Fac was a vindictive being, and used his position of power to exploit his nature. Because of this, he was looked upon by his serfs and subordinates with disdain and malcontent.



SUN FAC

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Sun Fac: Male Geonosian (Aristocrat) Noble 6 / Officer 4; Init +1 (Dex); Defense 19 (+6 class, +1 Dex, +2 Natural Armor); Spd 10m, 16m fly (poor); VP/WP 56/8; Atk +7/+2 melee (1d6/20, staff) or +7/+2 melee (1d3, unarmed) or +8/+3 ranged; SQ Bonus Class Skill (Bluff), Coordinate +1, Favor +6, Inspire Confidence, Leadership, Low-light Vision, Natural Armor (+2), Radiation Resistance (+2), Resource Access (+2); SV Fort +3, Ref +6, Will +10; SZ M; FP 1; DSP 6; Rep +6; Str 10, Dex 12, Con 8, Int 15, Wis 16, Cha 13.

Equipment: Staff.

Skills: Appraise +12, Bluff +15, Computer Use +8, Diplomacy +12, Intimidate +8, Knowledge (business) +12, Knowledge (droid manufacturing) +10, Knowledge (Geonosian) +10, Listen +6, Profession (administrator) +10, Read/Write Basic, Read/Write

Geonosian, Search +5, Sense Motive +12, Speak Basic, Speak Geonosian, Speak Huttese, Speak Muun, Spot +6.

Feats: Alertness, Exotic Weapon Proficiency (electro-staff), Headstrong, Influence, Persuasive, Political Pull, Weapon Group Proficiencies (blaster pistols, simple weapons).

Tikkes - Quarren Isolation League

TIKKES

Senator Tikkes represented Mon Calamari and was one of many Quarren to hold the title throughout history. Tikkes was a very corrupt individual, participating in several scams and numerous criminal activities. Prior to the Clone Wars, Tikkes did favors for Prince Xizor of Black Sun, in order to get permission to run slave rings off Mon Calamari. Tikkes activity in the slave ring was brought to light when a Thalassian Slave Guild member was captured by Republic Judiciaries and testified.

Senator Tikkes was officially stripped of his title and imprisoned, but he managed to escape and defect to the Separatists. Inside the Separatist Council, he was able to provide detailed information on Mon Calamari's defenses, which is why it was attacked early, within the first few months of the war. The Separatists were able to take over the planet, and Tikkes was able to convert their impressive shipyards for Separatist use. However, Jedi Kit Fisto was soon sent to the planet, and brought Mon Calamari back under Republic control. The Quarren Isolationist Movement still fought the Mon Calamari under the guidance of their new leader, Moappa, for an additional month until Kit Fisto defused the guerilla forces led by Moappa as well.

Regardless, much of the Quarren-composed military had already left the planet, and Tikkes remained on the Separatist Council throughout the Clone Wars, being moved from planet to



planet with the rest of the council. Eventually, he was killed by Anakin Skywalker on Mustafar.

Tikes: Male Quarren Scoundrel 5 / Crime Lord 5 / Senator 2; Init +1 (dex); Defense 20 (+9 class, +1 Dex); Spd 10m; VP/WP 47/13; Atk +6/+1 melee (1d3, unarmed) or +7/+2 ranged; SQ Breathe Underwater, Conceal Motive, Contact (x2), Illicit Barter, Inspire Fear -2, Low-Light Vision (30m), Lucky 1/day, Minions, Precise Attack +1, Resource Access, Senatorial Aides; SV Fort +3 Ref +9, Will +9; SZ M; FP 1; DSP 8; Rep +12; Str 11, Dex 13, Con 13, Int 14, Wis 13, Cha 14.

Equipment: Comlink, Datapad, Robes, Krakana Current Personal Shuttle.

Skills: Appraise +10, Bluff +20, Computer Use +12, Diplomacy +17, Disguise +10, Forgery +5, Gamble +8, Gather Information +10, Hide +7, Intimidate +9, Knowledge (bureaucracy) +10, Knowledge (politics) +17, Knowledge (streetwise) +12, Pilot +7, Read/Write Basic, Read/Write Quarren, Sense Motive +15, Speak Basic, Speak Quarren.

Feats: Cosmopolitan (Diplomacy, Sense Motive), Diplomatic Immunity, Infamy, Influence, Dodge, Skill Emphasis (Bluff), Starship Operation (Transport), Weapon Group Proficiency (Blaster Pistols, Simple Weapons).

Wat Tambor - Techno Union Foreman

This Skako native held the position of Senator to the Techno Union a decade before the Clone Wars. Wat Tambor was an excellent engineer and specialized in combat design, creating various battle droids, weapons, and military-grade vehicles for a variety of companies. Tambor was an avid supporter of Senator Palpatine during the crisis on Naboo, but as time went on, he became increasingly disgruntled as to the workings of

the Republic Senate. Shortly before the Clone Wars, Tambor had been promoted to Foreman of the Techno Union, and was approached by Count Dooku concerning the Techno Union supporting the Separatist cause that had swept the galaxy. Tambor agreed, and hosted a conference between Count Dooku and the various Separatists on Geonosis, where he had several droid foundries run by Archduke Poggle the Lesser. During the meeting, Wat officially declared the Techno Union as a keystone supporter of the Confederacy of Independent Systems.

It was during this conference that events unfolded that gave way to the Clone Wars. Tambor retreated to the planet of Metalorn for a considerable portion of the war. It wasn't until 10 months into the conflict that Tambor was tracked down by young Anakin Skywalker while investigating the origin of the Techno Union's latest manifestation of battle droid – the cortosis droid. Skywalker manages to defeat Tambor's bodyguard Vandalor, and took Tambor into custody. The Techno Union Foreman was brought back to Coruscant and placed in the charge of the Chancellor's office. However, Tambor was liberated one month later by two Skakoan deputies and a Clawdite under the employ of the Techno Union. Nearing the end of the Clone Wars in its thirty-first month, Tambor had another brush with captivity. Barricaded in the Mazariyan fortress on Xagobah, a young Boba Fett infiltrated the facility in an effort to capture the Foreman to fulfill a bounty placed on Tambor's head. Had it not been for General Grievous and his MangaGuards, the "son" of Jango Fett would have surely succeeded in his mission, but Fett was defeated by the droid general and his henchmen and had to fake his own death to escape.

In the last days of the Clone Wars, Wat Tambor was on Utapau with his fellow Separatist Council members brainstorming on the current events of the war with the Republic. General Grievous was ordered to escort the Council to the planet of Mustafar where they would be safer. The Confederacy was betrayed, however, when the Dark Lord, Darth Sidious, assumed the position of Emperor and declared the Republic the first Galactic Empire. Palpatine had no further use for the Separatists and dispatched his new apprentice, Darth Vader, to annihilate the heads of the Confederacy. Wat Tambor managed to hide in the conference room of the Separatist facility, but it only prolonged the inevitable as Vader saved Tambor for last – impaling Wat Tambor on his lightsaber.

Wat Tambor: Male Skakoan Noble 4 / Tech Specialist 5 / Chief Engineer 6; Init -1 (Dex); Defense 17 (+8 class, -1 Dex); DR 2; Spd 10m; VP/WP 61/10; Atk +10/+5 melee (1d3, unarmed) or +9/+4 ranged (by weapon); SQ Bonus Class Skill (Repair), Coordinate +1, Efficiency +3, Expert (Profession (Techno Union Foreman)), Favor +4, Inspire Confidence, Instant Mastery (Sense Motive), Personal Design (Computer Use), Research, Resource Access, Structural Analysis +2, Tech Speciality (Computer Specialist +1), Unique Physiology; SV Fort +4, Ref +6, Will +11; SZ M; FP 2; DSP 5; Rep +7; Str 10, Dex 8, Con 10, Int 16, Wis 14, Cha 14.

Equipment: Datapad, light Skakoan pressure suit.

Skills: Appraise +15, Bluff +5, Computer Use +12, Craft (air-speeders) +6, Craft (armor) +8, Craft (blaster pistols and rifles) +10, Craft (computers) +12, Craft (droids) +16, Craft (electronic devices) +12, Craft (heavy weapons) +5, Craft (landspeeders) +7, Craft (starfighters) +8, Craft (wheeled and tracked vehicles) +9, Diplomacy +11, Disable Device +7, Knowledge (business) +10, Knowledge (engineering) +16, Knowledge (politics) +8, Knowledge (technology) +12, Profession (Techno Union Foreman) +16,



WAT TAMBOR

Read/Write Basic, Read/Write Skakoform, Repair +15, Search +6, Sense Motive +6, Speak Basic, Speak Skakoverbal.

Feats: Armor Proficiency (light), Gearhead, Influence, Inventor, Merchant Trader, Political Pull, Skill Emphasis (Computer Use), Technical Wizard, Weapon Group Proficiencies (blaster pistols, simple weapons).

Nuri - Clawdite Con Artist

Nuri was a Clawdite who spent much of his time searching for easy marks on Aargu, a planet of banks. Desperate to get off-world to make a name for himself, Nuri was short on credits. Eventually, two months into the Clone Wars, he was able to steal nearly half a million credits from Boba Fett, disguising himself as a Bimm credit-exchanger. Nuri took the credits and hooked up with the confederacy. For eight months, he trained tirelessly, honing his combat prowess and shape-changing abilities.

A month after Wat Tambor was captured on Metalorn, Nuri was sent with two Skakoan suicide bombers to rescue the Techno Union foreman on Delrian. During an arranged visit, Nuri had the Skakoans blow their pressure suits, allowing him to walk right out of the facility with Wat Tambor. Eternally grateful, Foreman Tambor took on Nuri as a right-hand thug afterwards. Nuri accompanied Wat to the Meziriyen Citadel on Xagobah, where he again faced Boba Fett. This time Fett got the better of Nuri, and paralyzed him with a local fungus. Nuri presumably recovered and accompanied Wat Tambor in his retreat to Metalorn. Nuri's fate is unknown, but he is presumed at large.

Nuri: Male Clawdite Scoundrel 4/Changeling 4; Init +3 (dex); Defense 19 (+6 class, +3 dex); Spd 10m; VP/WP 42/12; Atk +6/+1 melee (1d3, unarmed) or +9/+4 ranged; SQ Illicit Barter, Impersonation, Lucky 1/day, Master Linguist, Minor Transformation, Precise Attack +1, Quick Change (Attack Action), Shapeshift (+10 Disguise); SV Fort +3 Ref +9, Will +4; SZ M; FP 1; DSP 5; Rep -2; Str 11, Dex 16, Con 12, Int 13, Wis 12, Cha 14.

Equipment: Blaster Pistol, Comlink, Datapad.

Skills: Bluff +16, Computer Use +12, Disable Device +8, Disguise +15, Entertain +15, Gather Information +14, Hide +10, Knowledge (alien species) +8, Listen +5, Read/Write Basic, Read/Write Clawdite, Sleight of Hand +5, Speak Basic, Speak Clawdite, Spot +6.

Feats: Low-Profile, Mimic, Skill Emphasis (Computer Use), Skill Emphasis (Bluff), Trustworthy, Weapon Group Proficiency (Blaster Pistols).

Military Commanders

Count Dooku and the Separatist Council managed to sway thousands of star systems to their cause. This provided the Confederacy with a considerable amount of resources and potential war commanders. The most notable military leaders of the Confederacy of Independent Systems are detailed below.

Alto Stratus - Jabiimite Commander

Alto Stratus was a local Jabiimite who suffered greatly during his childhood. The rain-soaked planet of Jabiim had a long history of tragedy, and the Republic found itself unable to send aid during crisis such as a Brain-Rot Plague and a Trandoshan Slaver invasion. It was during a raid by Lythian pirates that Alto Stratus' parents were slaughtered, setting the boy on a path of revenge against the Republic who had once again failed to

intervene. Stratus holds the Republic personally responsible for the anguish he has faced after the loss of his parents.

Decades passed, and the galaxy grew unstable. Alto Stratus rose to power with a grass roots anti-Republic organization, and soon led a military coup against the Republic Loyalist Jabiim government as the Clone Wars engulfed the galaxy. Shortly into his tenure, while fighting surviving loyalists led by Captain Gillmunn, Stratus found that Jabiim was rich in ore. Stratus quickly promised the ore to Dooku, enemy of the Republic, in exchange for weapons to fight the Loyalists.

About a year after Geonosis, the Clone Wars found their way to Jabiim. A Republic assault force massed at Handooino and prepared to strike should Alderaan's diplomatic negotiations with Alto Stratus fail. Two months into the second year of the Clone Wars, negotiations failed, and the Republic landed its troops, led by Obi-Wan Kenobi. Alto Stratus hid his Separatist Battle Droids, instead using local forces to stage a fighting retreat to draw out the Republic battle line. Stratus made the planet a publicity nightmare for the Republic, and was able to get several holos off-planet for use in Separatist propaganda, luring more planets to the Confederate banner.

In two weeks, Stratus had retreated from three positions, including Camp Aurek, Point Dorn, and Outpost Shear. The Republic was in hot pursuit, and falling right into Stratus' trap. While the line had been drawn out, Stratus led a strike against Shelter Base, the Republic Headquarters. The attack was devastating for Republic forces. Hailfire droids ravaged the base, killing several Jedi and dozens of clones. Obi-Wan Kenobi was also believed dead, but was actually captured and turned over to Asajj Ventress.

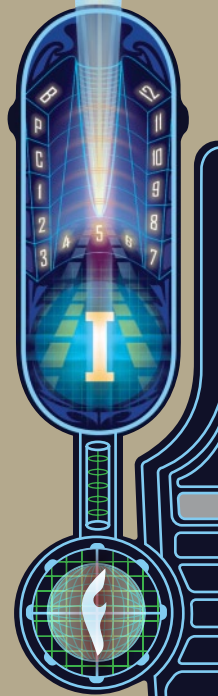
Two weeks later, during the fourth month of the second year of the Clone wars, Stratus again attacked the Jedi specifically, killing at least two more with his own sword, including general Norcuna. To date he had slaughtered eighteen Jedi and nine-thousand clones with his Separatist forces. Satisfied that the Republic would be unable to recover, he took time to regroup his forces at Razor Coast and prepare for his final assault.

Within a week, Stratus received a report that several Jedi Padawans were escorting a convoy toward a mine field on their way to Cobalt Station. Determined, Stratus took the bulk of his forces in hopes of quickly wiping out the Jedi threat. Stratus managed to ambush the Padawan Pack, and severely damaged their convoy. However, the young Jedi were able to retreat safely to Cobalt Station, infuriating Stratus.

While Alto Stratus regrouped in preparation for an assault on Cobalt Station, the sky broke clear and he received several assassin droids from Count Dooku, as well as other droid reinforcements. With these new droids incorporated into his army, now ten-thousand strong, he marched on Cobalt Station, determined to raze it to the ground before moving on to the Mesa where the rest of Gillmunn's Loyalist forces were preparing to be airlifted off Jabiim.

The battle at Cobalt Station lasted five days. Alto Stratus opened with a salvo of missiles from hailfire droids before moving his troops in. Four days into the battle, Stratus managed to confront Padawans Mak Lotor and Kass Todd in personal combat. He quickly wounded Lotor's shoulder, but lost his right leg in the process to Kass Todd's lightsaber. His nimbus guard was able to drag him to safety as a Hailfire Droid fired several missiles at the two Padawans, killing them.

Safe behind the front lines, and all but one of the Padawan Pack dead, Stratus' guard tended to his severed leg while





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ALTO STRATUS



reporting on their imminent success. However, Padawan Aubrie remained, and she was able to kill Stratus' guard and approach him with a pair of lightsabers. Stratus, filled with hate, shot the young Padawan in the chest. It was too late, however, as the determined Aubrie used the last of her strength to fall on top of Alto Stratus, digging both lightsabers deep into his chest, killing him. Stratus' death was not the end of conflict on Jabiim, however, as fighting between the Loyalists and Stratus' former forces would continue for decades.

Alto Stratus: Male Human Noble 4 / Soldier 4 / Officer 7; Init +2 (Dex); Defense 21 (+9 class, +2 Dex); Spd 10m; VP/WP 107/17; Atk +14/+9/+4 melee (2d6+2/20, Jabiimite Longsword) or +10/+5/+0 melee (2d6+2/20, Jabiimite Longsword) and +10/+5 (1d4+2, Shield Bash) or +14/+9/+4 ranged (3d6/20, blaster pistol); SQ Bonus Class Skill (Balance), Coordinate +1, Favor +2, Inspire Confidence, Leadership, Requisition Supplies, Resource Access, Tactics, Uncanny Survival; SV Fort +11 Ref +9, Will +9; SZ M; FP 3; DSP 5; Rep +10; Str 14, Dex 14, Con 14, Int 16, Wis 11, Cha 17.

Equipment: Jabiimite Longsword, Shield (1/4 cover, WP 120, DR 10, Break DC 35), Repulsor Boots (move 20).

Skills: Balance +14, Bluff +15, Computer Use +13, Diplomacy +20, Entertain +9, Gather Information +18, Intimidate +21,

Knowledge (Jabiim) +12, Knowledge (politics) +15, Knowledge (tactics) +15, Listen +5, Pilot +10, Read/Write Basic, Repair +8, Sense Motive +17, Speak Basic, Spot +5, Survival +3, Treat Injury +5.

Feats: Alertness, Ambidexterity, Armor Proficiency (light), Cleave, Fame, Great Cleave, Improved Bantha Rush, Improved Two-Weapon Fighting, Persuasive, Power Attack, Toughness, Two-Weapon Fighting, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vibro weapons).

Domb Teeter - Confederate Major

A pragmatic commander of droid forces, Domb Teeter was previously an Appropriations Chief for the Techno Union before being given the rank of Major within the Confederacy. Major Teeter was stationed on the mining world of Bassadro, where the Commerce Guild was drawing raw materials to feed its droid factories along the Corellian Trade Spine and Rimma Trade Route. Domb Teeter held the planet until the Republic learned of the CIS presence and, nine months into the Clone Wars, sent Jedi Knight Empatojayos Brand to shut down Bassadro as a source of Confederate raw materials.

The battle lasted twelve days, and Teeter proved no match for the Jedi general. Teeter found himself on constant retreat

deeper into the volcanic mountains in the Agao Ranges. Treetor hoped that by taking refuge near a small mining village of four-hundred would cause Brand to balk at firing indiscriminately, but the Jedi General was unaware of the townsfolk due to interference from high volumes of volcanic ash over the small village. General Brand launched volley after volley of concussion missiles into the mountain side, carpet bombing what he thought to be an unpopulated region.

The resulting shrapnel decimated Treetor's droid forces along with the townspeople, forcing Major Treetor to surrender. Domb Treetor signed a treaty granting mineral rights back to the Republic, and presumably resulted in Treetor becoming a prisoner of war. It is possible; however, Major Treetor escaped with Wat Tambor two months later, when the Techno Union Foreman was freed from imprisonment on Coruscant.

Domb Treetor: Male Skakoan Scoundrel 7 / Officer 1; Init +0 (Dex); Defense 16 (+6 class); Spd 10m; VP/WP 37/12; Atk +6 melee (1d3+1, unarmed) or +5 ranged; SQ Illicit Barter, Leadership, Lucky 2/day, Precise Attack +1, Unique Physiology; SV Fort +4 Ref +6, Will +5; SZ M; FP 1; DSP 1; Rep +3; Str 12, Dex 11, Con 12, Int 16, Wis 14, Cha 12.

Equipment: Skakoan Pressure Suit (DR 2, ACP -2), Blaster Pistol, Comlink.

Skills: Appraise +11, Bluff +10, Computer Use +15, Diplomacy +12, Disable Device +8, Forgery +8, Gather Information +9, Hide +8, Intimidate +5, Knowledge (business) +9, Knowledge (tactics) +10, Knowledge (technology) +13, Listen +11, Pilot +5, Read/Write Basic, Read/Write Skakoform, Repair +13, Search +10, Sense Motive +7, Speak Basic, Speak Skakoverbal, Spot +9.

Feats: Alertness, Armor Proficiency (light), Cosmopolitan (Diplomacy), Dodge, Gearhead, Skill Emphasis (Diplomacy), Technical Wizard, Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Dua Ningo - Sullustan Naval Commander

Dua Ningo was a Sullustan naval officer of great renown prior to the Clone Wars. He had retired to the shipyard of Foerest to a cushy job supervising a capital warship design team. The shipyard was owned by the Techno Union, and so, when the Clone Wars erupted across the galaxy, Foerest was blockaded by the Republic in hopes that the shipyards would be unable to assist the Separatist war effort.

The Techno Union had been designing in secret a new capital starship known as the Bulwark-class. A fleet of Bulwark-Class Cruisers was constructed as soon as the blockade was initiated by the Republic. Two years after the Clone Wars began; Dua Ningo was placed in command of the Bulwark armada. Dua broke through the Republic blockade and terrorized the core with impunity.

The Republic put Captains Terrinald Screed and Jan Dodonna in charge of destroying the Bulwark Fleet by any means necessary, and the two began a game of Kraxt and Womprat with Ningo. Large battles took place over Ixtalar, Alsakan and Basilisk before the final battle over Anaxes. Dodonna was able to draw Ningo's attention long enough for Screed to micro-jump behind Ningo's armada and destroy the flagship, killing Dua Ningo. Wreckage from both fleets caused massive devastation on Anaxes below, but Dua Ningo's Bulwark fleet was defeated, barely a month after breaking the blockade.

Dua Ningo: Male Sullustan Scoundrel 7/Naval Officer 10; Init +2 (dex); Defense 22 (+10 class, +2 dex); Spd 10m; VP/WP 60/11; Atk +13/8/3 melee (1d3+1, unarmed) or +14/9/4 ranged (3d6, blaster pistol); SQ Darkvision, Enhance Crew +5, Enhance Fleet +2, Illicit Barter (1/day), Lucky (2/day), Precise Attack +1, Skill Bonus (+2 to Climb and Listen); SV Fort +7 Ref +12, Will +12; SZ M; FP 3; DSP 1; Rep +9; Str 12, Dex 14, Con 11, Int 16, Wis 17, Cha 14.

Equipment: Bulwark Fleet.

Skills: Astrogate +25, Bluff +19, Computer Use +23, Diplomacy +12, Gather Information +19, Hide +7, Knowledge (astronomy) +13, Knowledge (bureaucracy) +11, Knowledge (hisoty) +10, Knowledge (tactics) +18, Listen +12, Pilot +24, Read/Write Basic, Read/Write Sullustese, Search +8, Sense Motive +18, Sleight of Hand +7, Speak Basic, Speak Sullustese, Spot +13.

Feats: Alertness, Gun Crew Chief, Skill Emphasis (Spot), Spacer, Starship Operation (Capital, Space Transport), Street Smart, Trade Route Familiarity, Weapon Group Proficiencies (blaster pistols, simple weapons).

Horogo Shive - IBC Military Commander

Horogo Shive was one of the premier commanders produced by the InterGalactic Banking Clan. He led numerous repossessions of entire planets leading up to the Clone Wars, and was a gigantic proponent of the Hailfire Droid. Like many Muun commanders, he preferred to live in luxury, even on the battlefield, controlling his mechanized troops from a secure bunker outfitted with all the amenities. When the Banking Clan joined the Confederacy of Independent Systems, Horogo Shive was given command of one of the many droid armies that saw action against Republic forces.

Horogo Shive: Male Muun Noble 6 / Officer 9; Init +1 (Dex); Defense 19 (+8 class, +1 Dex); Spd 10m; VP/WP 66/11; Atk +9/+4 melee (1d3-1, unarmed) or +11/+6 ranged (3d4/20, hold-out blaster); SQ Bonus Class Skill (Search), Coordinate +1, Favor +4, Inspire Confidence, Improved Tactics, Leadership, Requisition Supplies, Resource Access, Skill Bonus (+2 to Appraise, Knowledge (Business), and Profession (Merchant), +4 to Haggle with Diplomacy) Tactics, Uncanny Survival; SV Fort +6 Ref +8, Will +14; SZ M; FP 2; DSP 1; Rep +9; Str 8, Dex 13, Con 11, Int 18, Wis 14, Cha 14.

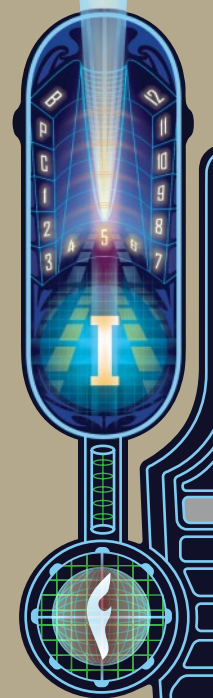
Equipment: Comlink.

Skills: Appraise +12, Bluff +19, Computer Use +19, Diplomacy +12, Gather Information +19, Intimidate +21, Knowledge (bureaucracy) +13, Knowledge (business) +13, Knowledge (geography) +12, Knowledge (history) +11, Knowledge (politics) +9, Knowledge (tactics) +19, Knowledge (technology) +14, Read/Write Basic, Read/Write Muun, Search +14, Sense Motive +21, Speak Basic, Speak Muun, Spot +5, Treat Injury +7.

Feats: Contact, Headstrong, Influence, Iron Will, Persuasive, Political Pull, Shady Merchant, Sharp-Eyed, Skeptical, Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Karask Vet'lya - CIS Fleet Chief of Staff

This being was a Bothan male who served the Confederacy as the Chief of Staff to Admiral Pors Tonith on board his flagship, the Corpulentus. Vet'lya was a typical Bothan in that he was greedy and opportunistic, which got in the way of his ability to strategize from time to time. Vet'lya and the rest of Admiral Tonith's staff led the space battle over the planet Praesitlyn in the thirtieth month of the Clone Wars when the Separatists



attempted to overtake the InterGalactic Communications Center – a vital communications node for the Republic. Karask was killed during the space battle when Anakin Skywalker, leading Republic forces with Nejaa Halcyon, destroyed the Separatist flagship in a bold maneuver that almost cost the young Jedi his life.

Karask Vet'lya: Male Bothan Noble 6 / Officer 1; Init +1 (dex); Defense 16 (+5 class, +1 Dex); Spd 10m; VP/WP 29/12; Atk +4 melee (1d3, unarmed) or +5 ranged; SQ Bonus Class Skill (Gather Information), Coordinate +1, Favor +4, Inspire Confidence, Leadership, Resource Access, Skill Bonus (+2 to Gather Information and Spot); SV Fort +2 Ref +5, Will +6; SZ M; FP 1; DSP 3; Rep +6; Str 10, Dex 12, Con 8, Int 15, Wis 11, Cha 14.

Equipment: None.

Skills: Astrogate +4, Bluff +8, Computer Use +8, Diplomacy +10, Gather Information +14, Intimidate +4, Knowledge (alien species) +7, Knowledge (bureaucracy) +9, Knowledge (history) +7, Knowledge (politics) +6, Knowledge (streetwise) +8, Knowledge (tactics) +5, Read/Write Basic, Read/Write Bothese, Sense Motive +4, Speak Basic, Speak Bothese.

Feats: Aristocrat's Honor, Influence, Trade Route Familiarity, Trustworthy, Weapon Group Proficiencies (blaster pistols, simple weapons).

Lik Ankkit - TF Military Commander

Hardly a commander in the traditional sense, Lik Ankkit was a ranking Trade Federation officer assigned to the planet Qiilura. There he was to monitor and control the production of barq, a luxury grain used in gourmet meals across the galaxy. When the Clone Wars erupted, the Trade Federation gave Ankkit the rank of Commander, and ordered him to take control of planetary communications in order to provide the proper secrecy for the Separatists to transfer a biological warfare laboratory to Qiilura.

Lik Ankkit was charged with providing secrecy and security for the biological warfare program led by Scientist Ovolut Qail Uthan. The project was focused on developing a lethal virus that would only target the clones of Jango Fett, effectively wiping out the Republic's army in one fell swoop. In order to provide proper security on a budget, the frugal Ankkit hired Mandalorian mercenary Ghez Hokan. The three formed a very uneasy alliance with Ankkit in overall command during the early months of the Clone Wars.

By the third month of the Clone Wars, things began to go wrong. Jedi had been spotted and captured on Qiilura, and Ankkit had ordered Hokan to beat information out of Master Fullier after he was captured, concerned of the ramifications to the galactic barq economy. Shortly after Jedi Master Fullier's capture, Republic Commandos were sent to Qiilura. Unable to provide adequate security with local thugs, Hokan and Uthan formed an alliance to undermine Ankkit's seemingly incompetent authority. Uthan went over his head directly to the Trade Federation, providing Ghez Hokan with an official military rank of Major, and providing him with a contingent of Battle Droids.

Ankkit was furious, demoted to a mere spectator. However, he was unable to do anything about it, and watched as Ghez Hokan billeted several battle droids in his personal villa, destroying the floors, along with several artifacts of personal value, as Hokan prepared the villa as a diversionary target for the commandos. The villa was eventually destroyed by the Republic, and it is believed Lik Ankkit died in the explosion, secured

within the villa on Hokan's orders. However, his death remains unconfirmed.

Lik Ankkit: Male Neimoidian Noble 6 / Officer 1; Init +0 (Dex); Defense 15 (+5 class); Spd 10m; VP/WP 24/9; Atk +3 melee (1d3-1, unarmed) or +4 ranged (blaster pistol); SQ Bonus Class Skill (Intimidate), Coordinate +1, Favor +2, Inspire Confidence, Leadership, Resource Access, Skill Bonus (+2 to Appraise and Bluff); SV Fort +2 Ref +4, Will +8; SZ M; FP 1; DSP 1; Rep +3; Str 8, Dex 11, Con 9, Int 15, Wis 14, Cha 12.

Equipment: Robes.

Skills: Appraise +13, Bluff +9, Computer Use +10, Diplomacy +10, Gather Information +7, Intimidate +11, Knowledge (bureaucracy) +11, Knowledge (business) +11, Knowledge (politics) +11, Knowledge (tactics) +4, Read/Write Basic, Read/Write Neimoidian, Read/Write Pak Pak, Sense Motive +13, Speak Basic, Speak Neimoidian, Speak Pak Pak.

Feats: Contact, Dodge, Persuasive, Skeptical, Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Lushros Dofine - TF Naval Captain

A close relative of Captain Daultey Dofine, a victim of the Naboo invasion, Lushros Dofine nonetheless stood by the Trade Federation through the next decade leading up to the Clone Wars. When Nute Gunray was forced to turn over his Providence-class Carrier/Destroyer the *Invisible Hand* to General Grievous for use as his flagship, Lushros Dofine was appointed its captain. Lushros Dofine proved a skilled commander, and served ably as the vessel's captain for nearly the entire length of the Clone Wars.



LUSHROS DOFINE

Lushros followed Grievous' orders to the letter, and was with him during many engagements, including the subjugation of Duro, the orbital bombardment of Humbarine, the intense Jedi slaughter at Belderone, and even the invasion of Coruscant. Captain Dofine was left largely in charge of the space battle under Count Dooku's supervision while Grievous went down to Coruscant to capture Chancellor Palpatine. Grievous was successful, but was being pursued by three Jedi starfighters. In a stomach-churning maneuver, Dofine followed orders and opened fire on the Jedi starfighters and Grievous with ion cannons, disabling them all. Grievous and the Chancellor survived the resulting crash into the hangar bay, and the droid general was able to make short work of the Jedi.

Shortly afterward, Republic forces hammered the *Invisible Hand* with a powerful volley, ignorant of the fact that Palpatine was aboard as a prisoner. In a brilliant maneuver, Lushros calmly ordered his droid starfighters to reposition the *Invisible Hand* in a more stable orbit. Hours later, his ship was infiltrated again, this time by Obi-Wan Kenobi and Anakin Skywalker. Grievous was able to capture them shortly after they killed Count Dooku and rescued Palpatine, and he promptly brought them to the bridge. Lushros was nervous, well aware that it was Anakin Skywalker who caused Daultay Dofine's death. However, his faith in General Grievous and his guards was ill-placed as the two Jedi escaped their binders and began fighting Grievous and the battle droids on the bridge.

Captain Dofine and some of the bridge crew managed to escape Grievous' getaway, which involved shattering the forward view port, causing explosive decompression on the bridge. Dofine was believed to have entered an escape pod and jettisoned just prior to Grievous doing the same. It is very likely Captain Dofine was arrested when his escape pod landed, and was then either executed for war crimes or kept in a cell for the rest of his natural life.

Lushros Dofine: Male Neimoidian Noble 10 / Naval Officer 5; Init +2 (Dex); Defense 21 (+9 class, +2 Dex); Spd 10m; VP/WP 47/9; Atk +10/+5 melee (1d3, unarmed) or +12/+7 ranged; SQ Bonus Class Skill (Bluff), Coordinate +2, Enhance Crew +3, Enhance Fleet +1, Favor +3, Inspire Confidence, Resource Access, Skill Bonus (+2 to Appraise and Bluff); SV Fort +5 Ref +10, Will +13; SZ M; FP 2; DSP 1; Rep +7; Str 11, Dex 14, Con 9, Int 15, Wis 14, Cha 13.

Equipment: Providence-class Destroyer *Invisible Hand*, Comlink.

Skills: Appraise +13, Astrogate +19, Bluff +13, Computer Use +15, Diplomacy +13, Gather Information +11, Knowledge (bureaucracy) +12, Knowledge (business) +10, Knowledge (tactics) +14, Knowledge (technology) +12, Pilot +16, Read/Write Basic, Read/Write Neimoidian, Read/Write Pak Pak, Search +12, Sense Motive +21, Speak Basic, Speak Neimoidian, Speak Pak Pak.

Facts: Cosmopolitan (Astrogate, Pilot), Gun Crew Chief, Sharp-Eyed, Skeptical, Spacer, Starship Operation (Capitol Ships), Trustworthy, Weapon Group Proficiencies (blaster pistols, simple weapons).

Mellor Yago - Rendili Fleet Traitor

An ambitious officer in the Rendili Home Defense Fleet, Mellor Yago was a bridge officer on the *Mersel Kebir*, a Rendili Dreadnaught that was the Defense Fleet flagship. While Rendili stayed largely loyal to the Republic during the Clone Wars, in the middle of the third year of the conflict, its leadership was



MELLOR YAGO

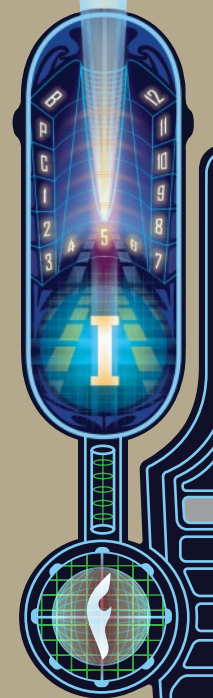
eventually seduced by the Confederacy. Because the Separatists knew that Captain Jace Dallin, head of the Home Defense Fleet, was an avid Republic supporter, they felt the need to cultivate an inside agent on the bridge in Mellor Yago.

During the seventh month of the third year of the Clone Wars, the Republic sent a task force led by Saesee Tiin, Plo Koon and Obi-Wan Kenobi to either bring Rendili back into the Republic fold or to destroy the threat posed by their Dreadnaughts. Plo Koon and Captain Jan Dodonna were sent aboard the *Mersel Kebir* to negotiate with Captain Jace Dallin, and it wasn't long before Mellor Yago felt Dallin would be swayed to the Republic banner.

Lt. Yago had been slowly gathering support among much of the crew during the past several weeks, including his chief supporter, Gallan. When Yago launched his mutiny, not even Plo Koon was able to act quickly enough to stop it. Yago had Dallin, Master Koon, and Captain Dodonna locked away while he assumed control of the Rendili Defense Fleet. He alerted General Grievous to the situation via a secure comlink, and began counting down the twenty hours before he would be reinforced.

Mellor Yago did his best to stall Master Saesee Tiin, but Tiin had his orders and ordered an assault on the Rendili Dreadnaughts. The battle was fierce, and now-Captain Yago was not up to the task. Anakin Skywalker was able to disrupt the navigation system on the *Mersel Kebir*, foiling Yago's plan to slave the fleet and jump outsystem until the Confederate forces arrived. Shortly afterward, Obi-Wan Kenobi and Quinlan Vos managed to free Yago's captives, and along with Plo Koon, Jace Dallin, and Jan Dodonna, were able to reclaim the bridge. Mellor Yago was shot and killed by Jace Dallin while assaulting the bridge. The fleet was returned to Republic hands in time to team up and drive off the Separatist reinforcements.

Mellor Yago: Male Human Scoundrel 3 / Soldier 4 / Naval Officer 1; Init +3 (Dex); Defense 19 (+6 class, +3 Dex); Spd 10m; VP/WP



42/11; Atk +7/+2 melee (1d3+1, unarmed) or +7/+4 ranged (3d6/20, blaster pistol); SQ Enhance Crew +1, Illicit Barter, Lucky (1/day), Precise Attack +1; SV Fort +6 Ref +8, Will +5; SZ M; FP 1; DSP 3; Rep +3; Str 12, Dex 16, Con 11, Int 14, Wis 12, Cha 16.

Equipment: Blaster Pistol, Comlink.

Skills: Astrogate +14, Bluff +10, Computer Use +12, Disable Device +7, Gather Information +8, Intimidate +12, Knowledge (bureaucracy) +10, Knowledge (politics) +7, Knowledge (tactics) +12, Knowledge (technology) +8, Pilot +15, Read/Write Basic, Repair +7, Search +4, Sense Motive +8, Speak Basic, Spot +7.

Feats: Armor Proficiency (Light), Dodge, Persuasive, Point Blank Shot, Precise Shot, Rapid Shot, Spacer, Starship Operation (Capital Ships, Starfighters), Weapon Group Proficiency (Blaster Pistols, Blaster Rifles, Heavy Weapons, Simple Weapons, Vibro Weapons).

Merai - Confederate Ally

Commander Merai was considered by many of his fellow Mon Calamarians to be the most brilliant military mind in the history of the species. It was a great shock to his people when he was unable to deflect Count Dooku's assault on Mon Calamari with the Dark Reaper, just one month after Geonosis. Little did the people of Mon Calamari realize that Merai had been swayed to the Confederate flag by Passel Argente of the Corporate Alliance, along with much of his personal fleet in exchange for the promised destruction of his Quarren enemies.

A month later, Commander Merai was sent into action. His mission was to destroy the Republic Cloning Facilities on Kamino, in hopes of bringing the war to a swift conclusion. Merai felt he would be bringing freedom to the galaxy, and his plan appeared fool-proof. He was given coordinates to a shield generator for Tipoca City, which would allow him an overwhelming advantage. His fleet suffered some losses early in the battle, but Merai was able to convince his men to fight on, determined to win the battle single-handedly, if necessary.



MERAI

Merai's amphibious units were unable to target the shield, so Merai went down to Kamino on his personal amphibious shuttle, the Shark. He soon discovered that the information provided to him by Passel Argente was false, and recognized that he had been set up to fail. Loyal to his men, who had followed him on a fool's errand, Merai ordered them to retreat as he set his own ship's self-destruct device. He gave his life destroying the Jedi hyperspace rings, allowing some of his fleet to escape.

Merai: Male Mon Calamari Noble 2 / Soldier 6 / Naval Officer 7; Init +2 (Dex); Defense 22 (+10 class, +2 Dex); Spd 10m; VP/WP 59/9; Atk +12/+7/+2 melee (1d3, unarmed) or +14/+9/+4 ranged (3d6/20, blaster pistol); SQ Bonus Class Skill (Spot), Breathe Underwater, Enhance Crew +4, Enhance Fleet +1, Favor +1, Inspire Confidence, Low-Light Vision, Environmental Adaptation, Skill Bonus (+4 Craft Space Transport); SV Fort +8 Ref +10, Will +13; SZ M; FP 2; DSP 0; Rep +8; Str 11, Dex 14, Con 9, Int 17, Wis 16, Cha 14.

Equipment: Shark Custom Space Transport, Blaster Pistol.

Skills: Astrogate +20, Bluff +13, Computer Use +18, Craft (space transports) +12, Craft (sublight drives) +8, Diplomacy +7, Entertain +7, Gather Information +14, Knowledge (bureaucracy) +11, Knowledge (tactics) +14, Pilot +19, Read/Write Basic, Read/Write Mon Calamari, Repair +8, Sense Motive +22, Speak Basic, Speak Mon Calamari, Search +11, Spot +8.

Feats: Armor Proficiency (light), Gun Crew Chief, Pinpoint Accuracy, Sharp-Eyed, Skeptical, Spacer, Starship Dodge, Starship Operation (capital ships, space transports, starfighters), Starship Point Blank Shot, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vibro weapons).

Oro Dassyne - Confederate General

A bully in the most basic sense of the word, Oro Dassyne was a Special Markets Director and Acquisitions Specialist for the Corporate Alliance before the Clone Wars broke out. He was largely considered a Corporate Alliance thug who was sent to control the tank droids and Koorivar Fusiliers to collect payments from signatories and ensure exclusive rights to technology. He was so effective at his chosen profession that Passel Argente personally granted Oro the rank of General when the Clone Wars began.

Easily the best known leader of droid forces in the Corporate Alliance, it was no surprise that Passel Argente kept General Dassyne in charge of protecting the Corporate Alliance homeworld of Murkhana. Dassyne felt he was missing out on the thrill of combat, and spent much of the early portion of the Clone Wars begging for a transfer to the front lines. Eventually, the Corporate Alliance relented, and sent Oro Dassyne to the Bornis Korri system. The system was out in the Mid Rim, and was responsible for the production of many of the battle droids used by the Separatists. General Dassyne ran a largely successful campaign, despite his insistence to fight on the front lines. The proud general felt he was unbeatable, and his fortifications impenetrable.

Seven months into the final year of the Clone Wars, General Dassyne got word that a final Republic all-out assault was about to happen on Bornis Korri IV. The Confederate general gathered his forces and protected them from aerial assault with a strong ray shield; a maneuver he hoped would force the Republic to enter a costly siege of his defenses on the ground. Unfortunately, Oro Dassyne underestimated the Jedi. Obi-Wan Kenobi



ORO DASSYNE

and Anakin Skywalker sabotaged Dassyne's ray shield, exposing his position to deadly aerial bombardments. General Oro Dassyne was killed in the bombardment and the Bornis Korri system fell swiftly afterward.

Oro Dassyne: Male Koorivar Noble 4 / Scoundrel 8 / Officer 4; Init +2 (Dex); Defense 22 (+8 class, +2 Dex, +2 Defensive Martial Arts); Spd 10m; VP/WP 102/14; Atk +15/+9/+5 melee (1d4+3/20, unarmed) or +14/+8/+4 ranged (2d8/20, Koorivar Fusilier Blaster); SQ Bonus Class Skill (Intimidate), Coordinate +1, Favor +2, Illicit Barter, Inspire Confidence, Leadership, Lucky 2/day, Precise Attack +1, Requisition Supplies, Resource Access, Skill Bonus (+2 to Sense Motive), Strong-Willed, Wealthy; SV Fort +7 Ref +12, Will +9; SZ M; FP 1; DSP 4; Rep +6; Str 16, Dex 15, Con 14, Int 12, Wis 11, Cha 12.

Equipment: Koorivar Fusilier Blaster, Koorivar Fusilier Officer Armor.

Skills: Appraise +6, Balance +6, Bluff +15, Computer Use +12, Diplomacy +13, Gather Information +18, Intimidate +20, Knowledge (bureaucracy) +11, Knowledge (business) +11, Knowledge (tactics) +11, Knowledge (technology) +19, Read/Write Basic, Read/Write Koorivar, Search +7, Sense Motive +12, Speak Basic, Speak Koorivar, Spot +5, Survival +4.

Feats: Armor Proficiency (Light), Defensive Martial Arts, Dodge, Martial Arts, Mobility, Persuasive, Point Blank Shot, Shot on the Run, Skill Emphasis (Computer Use, Knowledge (technology)), Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Plure Barron - Trade Federation Administrator

During the first month of the Clone Wars, Plure Barron of the Trade Federation was left in charge of operations on the ore-rich Krantian moon of Aereen by General Sev'rance Tann. She was tasked with defending the world and making sure that ore was delivered to Krant for the construction of the new decimator tanks. Unknown to Commander Barron, Echuu Shen-Jon had covertly landed Republic forces on Aereen, and soon Master

Shen-Jon was leading a large task force of cannons and pummels against Plure's fortress. Plure was killed by Echuu Shen-Jon, allowing him to establish a forward command base to destroy Sev'rance Tann's decimator tank program.

Plure Barron: Female Neimoidian Scoundrel 4 / Noble 4 / Officer 3; Init +1 (Dex); Defense 17 (+6 class, +1 Dex); Spd 10m; VP/WP 49/11; Atk +7/+2 melee (1d3-1, unarmed) or +9/+4 ranged; SQ Bonus Class Skill (Move Silently), Coordinate +1, Favor +2, Illicit Barter, Inspire Confidence, Leadership, Lucky (1/day), Precise Attack +1, Requisition Supplies, Resource Access, Skill Bonus (+2 to Appraise and Bluff); SV Fort +4 Ref +9, Will +10; SZ M; FP 2; DSP 1; Rep +5; Str 9, Dex 12, Con 11, Int 15, Wis 17, Cha 14.

Equipment: Robes.

Skills: Appraise +11, Bluff +13, Computer Use +16, Diplomacy +9, Gather Information +9, Hide +13, Knowledge (bureaucracy) +11, Knowledge (business) +12, Knowledge (geology) +7, Knowledge (tactics) +12, Knowledge (technology) +9, Listen +7, Move Silently +13, Read/Write Basic, Read/Write Neimoidian, Read/Write Pak Pak, Search +6, Sense Motive +11, Speak Basic, Speak Neimoidian, Speak Pak Pak, Spot +7.

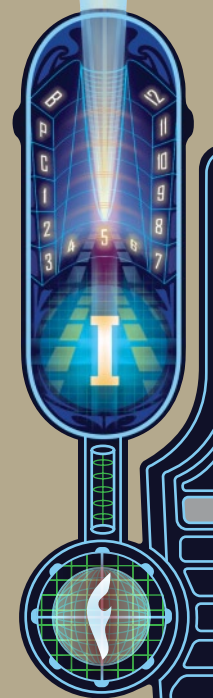
Feats: Contact, Dodge, Favored Customer, Skill Emphasis (Hide), Stealthy, Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

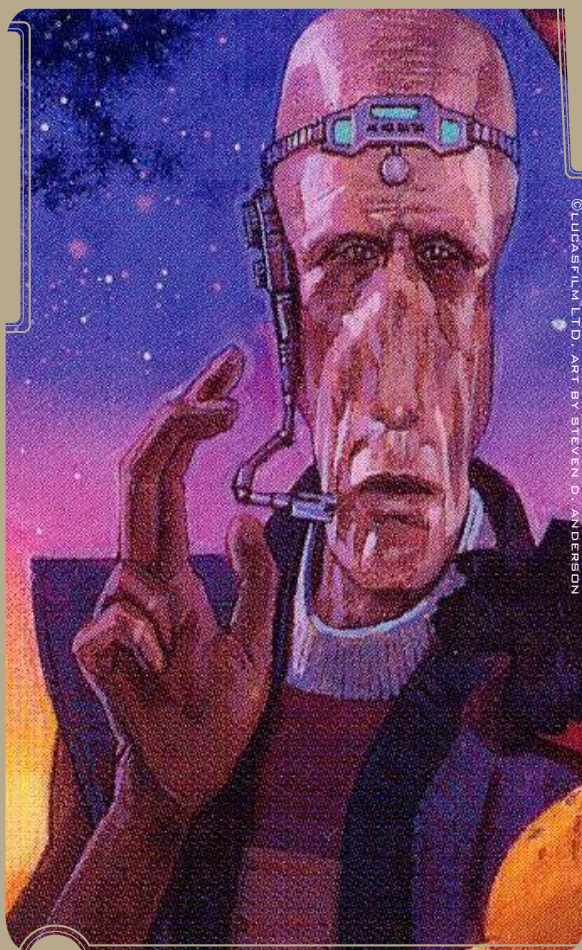
Pors Tonith - IBC Fleet Admiral

A member of one of the most influential Muun families within the InterGalactic Banking Clan, Pors Tonith had been engineering hostile takeovers of rival factions for years. It was no surprise when the Clone Wars spilled out across the galaxy that he was put in charge of a large army of battle droids and naval fleet. Six months into the final year of the Clone Wars, Admiral Pors Tonith was tasked with carrying out Operation Case White, which largely included the invasion of Praesitlyn, a major communications hub for the Republic Holonet.

From his flagship, the *Corpulentus*, Tonith commanded his droid army's initial invasion. He sent a force of fifty-thousand battle droids down to the surface, successfully drawing all local defense forces away from the InterGalactic Communication Center, his true target. Unfortunately, enemy General Khamar grasped his true intentions, and retreated to a more defensible position. In retaliation, Pors Tonith landed his true force of a million battle droids near the communication center, hoping to quickly destroy Khamar's forces before moving on to takeover the communications center. General Khamar's forces were decimated, and the communications center was overtaken before the woman in charge of the facility, Reija Momen, could destroy the equipment.

As soon as the facility was taken, Pors Tonith shuttled himself down to set up his command center inside. After a short confrontation with Reija Momen, Admiral Tonith settled in to fortify his position. Having hardly given the order to begin fortifying their position, Tonith found his army under assault by Zozridor Slayke and his Freedom's Sons and Daughters, estimated to only be fifty-thousand strong. Slayke's guerilla tactics over the course of a week caused Pors Tonith heavy losses, enough so that Tonith felt it prudent to contact Count Dooku directly to request reinforcements. Dooku was non-committal, but told Tonith that he would be reinforced before Slayke was. The next several days continued with heavy casualties on both sides before Nejaa Halcyon and Anakin Skywalker led a Republic force to reinforce Zozridor Slayke, much to Tonith's chagrin.





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PORS TONITH

A good portion of Tonith's naval force was destroyed by the Republic flotilla, and those that survived were ordered to Sluis Van to regroup with the remainder of Tonith's fleet. Admiral Tonith promptly withdrew his ground forces to a plateau around the communications center and redeployed his troops in a defensive position, content to hold on to the facility until reinforcements arrived. The Muun admiral then contacted Count Dooku to give a status report, and get permission to use Reija Momen as propaganda, to create a stir on the holonet for the current hostage situation. Dooku agreed, and Tonith prepared to dig in for a long occupation of the communications center. While Reija Momen showed defiance, altering the last bit of the prepared statement, the damage to the Republic was the same, paralyzing the senate over what the correct course of action would be.

A day later, the joint Republic and Freedom's Sons and Daughters force had unified their command and prepared to mount an offensive. Tonith was able to easily surmise their battle plan and negate any tactical advantage it might have gleaned. Unfortunately, Tonith discovered in the morning that clone commandos had penetrated his lines and possibly reported back to base the disposition of his battle droids. Frustrated, Tonith altered his battle plan once again. Further, a large mine was laid on the path of Republic troops the night prior, when the Republic attack was finally launched, it was detonated in spectacular fashion, causing severe casualties to the force led by

Anakin Skywalker. Also, Tonith was able to penetrate the enemy battletent and gave faulty coordinates to their fire direction center, causing a massacre as Republic artillery fired on its own troops. As enemy forces retreated, Pors Tonith was contacted by Asajj Ventress and told his reinforcements were en route.

Satisfied that the situation was well under his control, the Separatist Admiral was unable to anticipate a commando infiltration of the communications facility. Two Republic Gunships were able to penetrate his defenses and allow access to the communications facility by Anakin Skywalker and over a dozen troops. Tonith quickly ordered all of the hostages killed, and while Reija Momen was slain, the majority of the hostages were saved by Anakin Skywalker and his infiltration force. Tonith knew he had been beaten, and ordered his command staff to surrender as soon as the enemy was upon them. Anakin Skywalker was in the grip of battle-madness, and Pors Tonith realized how close the young Jedi came to killing him on the spot. However, reason won out, and Pors Tonith was taken prisoner after ordering his forces to stand down.

Pors Tonith was secured as a prisoner by ARC troopers just as the Separatist reinforcements finally arrived. Tonith was severely frustrated that he was unable to hold out even a few minutes more, that reinforcements might have arrived. It is presumed Pors Tonith remained a prisoner of war for the duration of the Clone Wars, and was likely either executed by the Republic for war crimes, or left to rot in a cell for the rest of his natural life.

Pors Tonith: Male Muun Noble 6 / Officer 5 / Naval Officer 5; Init +1 (Dex); Defense 21 (+10 class, +1 Dex); Spd 10m; VP/WP 55/8; Atk +8/+3 melee (1d3-2, unarmed) or +11/+6 ranged; SQ Bonus Class Skill (Spot), Coordinate +1, Enhance Crew +3, Enhance Fleet +1, Favor +2, Leadership, Requisition Supplies, Resource Access, Skill Bonus (+2 to Appraise, Knowledge: Business, and Profession: Merchant, +4 to Diplomacy while haggling), Tactics; SV Fort +7 Ref +10, Will +18; SZ M; FP 1; DSP 3; Rep +9; Str 6, Dex 12, Con 8, Int 18, Wis 16, Cha 15.

Equipment: Dianogan Tea, Comlink.

Skills: Appraise +11, Astrogate +14, Bluff +17, Computer Use +14, Diplomacy +8, Gather Information +12, Intimidate +14, Knowledge (bureaucracy) +19, Knowledge (business) +21, Knowledge (geography) +10, Knowledge (tactics) +23, Knowledge (technology) +13, Pilot +13, Profession (merchant) +11, Read/Write Basic, Read/Write Muun, Search +14, Sense Motive +27, Speak Basic, Speak Muun, Spot +12.

Feats: Cosmopolitan (Astrogate, Pilot), Frightful Presence, Headstrong, Iron Will, Sharp-Eyed, Skill Emphasis (Sense Motive), Starship Operation (capital ships), Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Shogar Tok - Confederate Commander

Shogar Tok was a powerful leader of one of the many clans on Brentaal IV. His clan and many others on Brentaal IV were desperate for a change in galactic leadership that would more greatly benefit their position as a critical trading point, connecting the Hydian Way and Perlemian Trade Routes. The more corporate-minded Confederacy promised to do just that.

It was a simple matter for Shogar Tok to oust Republic officials and declare Brentaal IV a member of the Confederacy. It was not a simple matter for the Republic to allow such a succession to stand uncontested. Five months into the Clone Wars, Shogar Tok had locked up his political dissidents and holed himself up in a nigh-impenetrable fortress, prepared for the worst.

The Republic sent a large task force, led by Plo Koon, Shaak Ti, Agen Kolar, and Shon-Kon Ray.

Shogar Tok's forces were entrenched very well. The battle was exceedingly difficult for the Republic, who soon found their forces decimated, thanks in part to Shogar Tok's generous use of the Magna-Guns. Shogar Tok longed to take to the field of battle, but Count Dooku urged patience, suggesting he would be able to provide many reinforcements in short order. While Shogar Tok obeyed, the Republic forces on Brentaal IV were largely beaten even without reinforcements. All that remained was the orbital fleet led by Plo Koon, and Shaak Ti, who had managed to find refuge in a prison facility.

Shogar Tok managed to capture Agen Kolar alive, and beat him mercilessly as Count Dooku questioned him as to Shaak Ti's whereabouts. Shogar Tok was already preparing a victory celebration, but Dooku again preached caution. Little did Shogar Tok realize that Shaak Ti had recruited a strike team of former prisoners to lead a commando raid on Tok's fortress.

It was not long before Shogar Tok found a beautiful Zeltron



SHOGAR TOK

in his bedchamber, distracting Tok long enough for Shaak Ti to get into position and convince Shogar Tok to order his forces to stand down. However, Shaak Ti did not count on her Zeltron recruit to betray her. Lyshaa shot the Jedi as she was negotiating, and revealed the locations and missions of the rest of the rag-tag commando team in exchange for power. Commander Tok quickly alerted his forces and seemed to prevent the commando team from destroying his magna-guns or shield generators.

Unfortunately for Shogar, Shaak Ti was not struck with a killing blow, and she engaged him in a duel. Tok relished the fight, relieved to finally do battle with a worthy opponent. Shogar Tok, while blinded by battle-madness, overlooked having teams conduct a proper investigation of the generator and magna-gun systems prior to use, and when the Republic forces moved in to

attack, the guns imploded, and the generators blew. Moments later, Shogar Tok lay dead, impaled on Shaak Ti's lightsaber.

Shogar Tok: Male Human Soldier 7 / Noble 1 / Officer 6; Init +2 (Dex); Defense 21 (+9 class, +2 Dex); DR 1; Spd 10m; VP/WP 116/14; Atk +15/+10/+5 melee (2d10+5/19-20, Vibroaxe) or +13/+8/+3 ranged; SQ Bonus Class Skill (Sense Motive), Favor +1, Leadership, Requisition Supplies, Tactics; SV Fort +10 Ref +8, Will +8; SZ M; FP 2; DSP 4; Rep +6; Str 16, Dex 15, Con 14, Int 14, Wis 12, Cha 18.

Equipment: Vibro-axe, Light Armor (DR 1, AC Penalty -1).

Skills: Astrogate +8, Balance +7, Bluff +15, Climb +5, Computer Use +17, Diplomacy +13, Gather Information +19, Intimidate +23, Knowledge (Brentaal IV) +7, Knowledge (history) +10, Knowledge (Jedi Lore) +4, Knowledge (tactics) +12, Sense Motive +14, Spot +6.

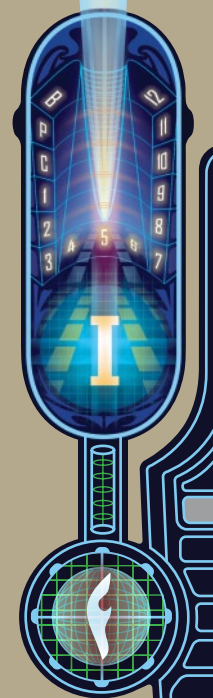
Feats: Armor Proficiency (light), Cleave, Combat Expertise, Dodge, Great Cleave, Mobility, Persuasive, Power Attack, Spring Attack, Weapon Focus (vibroaxe), Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vibro weapons), Weapon Specialization (vibroaxe), Whirlwind Attack.

Tok Ashel - Confederate Commander

Tok Ashel was a member of the Trade Federation and was one of many members to be given command of droid forces. At the end of the first year of the Clone Wars, Tok Ashel was placed in command of the Cartao Expeditionary Army, whose mission was to go to Cartao and take over the Spaarti Creations Assembly Plant. Spaarti Creations was renowned for its ability to retool an entire factory line overnight. This allowed for the rapid testing of products. The Republic wished to use Spaarti to create more advanced cloning tanks, while the Separatists wished to use the plant to refine and mass produce their D-90 series battle droid.

Tok Ashel tended to follow standard military doctrine for planetary takeover. He landed a C-9979 Droid Landing Craft right in front of the Republic-controlled plant after cutting off communications, and then demanded the surrender of Republic Forces, unwilling to start a blaster fight within the plant due to its fragile nature. Naturally, the Republic Forces refused, and instead managed to disable the first MTT trying to exit the C-9979 landing craft, effectively delaying the deployment of droid forces. This gave the Republic forces time to safely evacuate the plant via one of many underground tunnels. The Republic countered with guerilla tactics, leaving hulking wrecks on sacred ground, knowing the alien beings that made Spaarti Creations work would be unable to retool the line for Separatists until the ground was cleared.

Within two days, Tok Ashel had begun clearing the wrecks, but was still unable to communicate with the alien Cransoc Twillers that operated the retooling process. Desperate to achieve his objectives, Commander Ashel took his shuttle with a full escort to the Binale Estate, to speak with the human owner of Spaarti Creations. Binale was uncooperative, and Tok grabbed Lord Binale's son, Corf, threatening his life unless Binale cooperated. Unknowingly, Commander Ashel allowed what he thought was the boy's tutor to come along; not realizing the tutor was actually Jedi Knight Jafer Torles. The Neimoidian's droid forces came under attack by Republic Commander Roshton's army as soon as they began moving back toward their shuttles. The distraction was all the Jedi needed to free Corf Binale and send Tok Ashel into a hasty retreat. Commander Ashel put in a call for



reinforcements, and two more C-9979 landing craft set down near the Spaarti Creations Plant.

Tok instituted martial law around the entire region with nearly 15,000 battle droids, and within two more days, had his forces completely dug in to control a fifteen kilometer area around the plant. Before the end of the second day, Jedi Knight Jafer Torles led a frontal assault with two hundred Clone Troopers under Commander Roshton with several gunships while Republic reinforcements attacked the droid control ship in orbit. Tok Ashel controlled the battle from inside the factory, but the Jedi soon snuck inside and disabled Ashel's droid guards, taking him hostage. Shortly after Tok was dragged outside, the droid control ship was destroyed, and the droid forces collapsed.

Commander Roshton took his clone troopers and nearly a thousand technicians inside the plant to begin producing Clone Cylinders when the droids came back to life. Tok Ashel was cunning, and had brought down a second droid control matrix inside one of the landing craft. Tok Ashel had hailfire droids fire missiles at the ground, destroying all the known underground tunnels that could provide a retreat for Roshton's troops. Tok Ashel planned to outwait the Republic troops, letting them die of starvation. He reinstated martial law in the region and took up a lavish residence inside the Binale estate.

The Republic forces were unwilling to wait, and the next day they led a desperate attack on the remaining droid control matrix. Meanwhile, Jedi Knight Jafer Torles used a secret tunnel to get Roshton's troops out of the plant. Roshton immediately joined the assault, and the Separatists seemed on the verge of defeat. However, a Jedi shuttle came down from orbit, and for no apparent reason, attacked the plant itself instead of the Separatist forces. The Jedi shuttle crashed into the factory, and the resulting explosion destroyed the factory and droid control ship. Tok Ashel's army was defeated, and the prized Spaarti Creations was destroyed. It is unknown if Tok Ashel was able to escape or not.

Tok Ashel: Male Neimoidian Noble 7 / Officer 7; Init +0 (dex); Defense 19 (+9 class); Spd 10m; VP/WP 65/11; Atk +10/+5 melee (1d3, unarmed) or +10/+5 ranged; SQ Bonus Class Skill (Search), Coordinate +1, Favor +5, Inspire Confidence, Leadership, Requisition Supplies, Resource Access, Skill Bonus (+2 to Appraise and Bluff), Tactics, Uncanny Survival; SV Fort +6 Ref +8, Will +11; SZ M; FP 2; DSP 2; Rep +8; Str 11, Dex 10, Con 11, Int 16, Wis 13, Cha 12.

Equipment: Robes.

Skills: Appraise +18, Bluff +20, Computer Use +18, Diplomacy +16, Gather Information +11, Hide +7, Intimidate +20, Knowledge (bureaucracy) +13, Knowledge (business) +13, Knowledge (geography) +8, Knowledge (politics) +8, Knowledge (tactics) +13, Knowledge (technology) +9, Read/Write Basic, Read/Write Neimoidian, Read/Write Pak Pak, Search +13, Sense Motive +8, Speak Basic, Speak Neimoidian, Speak Pak Pak.

Feats: Dodge, Headstrong, Influence, Persuasive, Skeptical, Skill Emphasis (Hide), Run, Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Zian Finniss - Confederate Officer

Zian Finniss was an officer in the Separatist Army, and was attached as a military assistant to General Sev'Rance Tann. Within the first month of the Clone Wars, Commander Finniss helped Sev'Rance Tann take over Sarapin, a world covered in lava floe. The extreme thermal energy was tapped to satisfy

much of the energy needs for the Core Worlds under Republic control. Finniss was left in charge of the facility while Tann went on to oversee Decimator Tank production.

It came as no surprise when the Republic sent a task force to Sarapin to reclaim their energy hub. Echuu Shen-Jon led a force that stormed Finniss' Mt. Corvast Citadel, where Zian Finniss was captured by the Jedi. He eventually provided Shen-Jon with the knowledge that she had an alliance with Boorka the Hutt on Tatooine. It is unknown how long Zian Finniss remained a prisoner of the Grand Army of the Republic.

Zian Finniss: Male Human Noble 7 / Military Aide 3 / Officer 3; Init +1 (Dex); Defense 20 (+9 class, +1 Dex); Spd 10m; VP/WP 73/12; Atk +9/+4 melee (1d3, unarmed) or +10/+5 ranged (3d6/20, blaster pistol); SQ Bonus Class Skill (Spot), Coordinate +1, Enhance Leadership +1, Favor +5, Harm's Way, Inspire Confidence, Leadership, Military Precision, Requisition Supplies, Resource Access; SV Fort +8 Ref +9, Will +11; SZ M; FP 1; DSP 3; Rep +7; Str 10, Dex 13, Con 12, Int 14, Wis 14, Cha 14.

Equipment: Comlink.

Skills: Appraise +7, Bluff +12, Computer Use +14, Diplomacy +12, Entertain +7, Knowledge (bureaucracy) +7, Knowledge (engineering) +12, Knowledge (geology) +8, Knowledge (tactics) +12, Listen +14, Read/Write Basic, Ride +11, Sense Motive +16, Speak Basic, Spot +14, Survival +7.

Feats: Alertness, Contact, Dodge, Influence, Run, Shady Merchant, Skeptical, Skill Emphasis (Bluff), Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Planetary Leaders

Many worlds allied with the Confederacy through the course of the Clone Wars. While scores of warriors and military leaders sprung from the allied worlds to take the fight to the Republic, just as many chose to protect their own world by leading forces there. These are merely a few of the political and military leaders that served their people as well as the Confederacy on their home worlds.

Ado Eemon - Ruler of Caramm V

Ado Eemon is the ruler of Caramm V, a planet that teeters on the edge of existence in its powerful trinary star system. The planet is harsh and rugged, but Ado Eemon eagerly agreed to utilize its mineral wealth to construct a foundry dedicated to creating Droid Gunships for the Separatist military. Each Droid Gunship to come from Caramm V was stamped with the local symbol, a gold circle with three small gold circles at equidistant points, representing the three suns. Unfortunately, when the Separatists were finally defeated, Caramm V's foundry and mineral deposits became the property of the Galactic Empire.

Ado Eemon: Male Human Noble 12; Init +1 (Dex); Defense 18 (+7 class, +1 Dex); Spd 10m; VP/WP 50/11; Atk +8/+3 melee (1d3-1, unarmed) or +10/+5 ranged; SQ Bonus Class Skill (Bluff), Coordinate +2, Favor +6, Inspire Confidence, Inspire Greatness, Resource Access; SV Fort +4 Ref +7, Will +12; SZ M; FP 1; DSP 3; Rep +6; Str 9, Dex 12, Con 11, Int 14, Wis 16, Cha 16.

Equipment: Fine Robes, Comlink.

Skills: Appraise +10, Bluff +17, Computer Use +13, Diplomacy +14, Entertain +13, Intimidate +15, Knowledge (bureaucracy) +13, Knowledge (business) +13, Knowledge (geology)+14, Knowl-

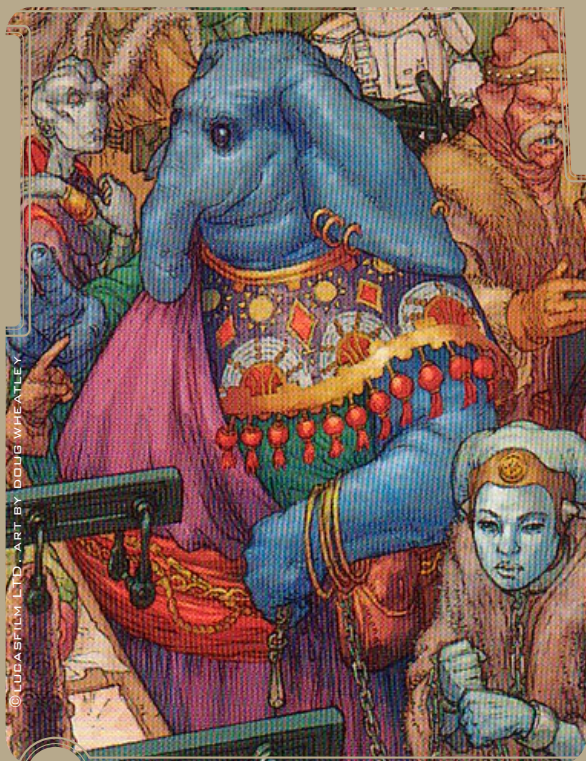
edge (politics) +10, Knowledge (Caramm V) +14, Read/Write Basic, Ride +11, Sense Motive +15, Speak Basic.

Feats: Contact, Headstrong, Influence, Persuasive, Point Blank Shot, Precise Shot, Skill Emphasis (Bluff, Intimidate), Weapon Group Proficiencies (blaster pistols, simple weapons).

Belo Tusus - Financial Minister of Orto

Orto was a neutral planet throughout much of the Clone Wars, but the Separatists had carefully cultivated a highly placed agent to initiate the planet's shift toward the Confederacy during the final months of the galactic conflict. Belo Tusus was Orto's Financial Minister, and was easily able to seize control of the Ortolan government and declare an allegiance to the CIS, giving the separatists a staging ground to launch attacks along the Rimma Trade Route. Massive droid forces were landed, but Belo Tusus' new government quickly began to feel the effects of sabotage.

The former Financier grew paranoid; convinced everyone around him was trying to remove him from power. However, Belo Tusus was so wrapped up in his own paranoid intrigue he was unable to realize his own Twi'lek slave girl had been feeding Jedi Knight Nem Bees critical information, allowing him to commit grand acts of sabotage. It wasn't long before Nem Bees called in Republic reinforcements and sabotaged the main palace shield generator. Belo Tusus fled in terror, eventually making his way to Toola, where what little riches he escaped with were stolen by Jedi Knight Kai Hudorra.



BELO TUSUS

Belo Tusus: Male Ortolan Noble 4/Scoundrel 5; Init +4 (Improved Initiative); Defense 16 (+5 class, +1 size); Spd 6m; VP/WP 46/13; Atk +7/+2 melee (1d2, unarmed) or +7/+2 ranged; SQ Bonus Class Skill (Hide), Coordinate +1, Favor +2, Illicit Barter, Inspire Confidence, Intestinal Fortitude, Keen Smell, Lucky 1/day, Precise

Attack +1, Resource Access, Skill Bonus (+4 to survival checks when foraging for food); SV Fort +3 Ref +6, Will +6; SZ S; FP 1; DSP 5; Rep +3; Str 11, Dex 10, Con 13, Int 15, Wis 12, Cha 12.

Equipment: Datapad, Comlink.

Skills: Bluff +13, Computer Use +12, Diplomacy +8, Disguise +6, Gather Information +9, Hide +14, Knowledge (bureaucracy) +9, Knowledge (business) +12, Knowledge (politics) +8, Knowledge (Orto) +8, Listen +9, Move Silently +10, Profession (Financial Minister) +8, Read/Write Basic, Read/Write Ortolan, Sense Motive +6, Speak Basic, Speak Ortolan.

Feats: Alertness, Improved Initiative, Persuasive, Run, Skill Emphasis (Computer Use, Knowledge (business)), Weapon Group Proficiencies (blaster pistols, simple weapons).

Gilramos Libkath - Neimoidian Exile

A Neimoidian who had been exiled from his homeworld of Neimoidia and took up residence on the planet of Tatooine, performing various underworld tasks in Mos Espa during the Clone Wars. Libkath was a foul being who kidnapped young children and forced them to work as his slaves to do whatever he asked. Gilramos ran a smuggling ring, transporting weapons and other valuables during the war. He was also known to have his henchmen hijack shipments from Jabba the Hutt, which ultimately earned him a bounty from the slimy gangster. Bounty Hunters Boba Fett and Durge pursued Libkath. The two managed to corner and wound the Neimoidian. While Boba Fett stole Libkath's miter-hat, Durge opened fire on his victim. Durge's blaster fire strayed and hit a crate full of weapons, setting off a massive explosion. Boba Fett was able to escape the blast, but Durge and Libkath were not so fortunate. Fett took the stolen miter-hat back to Jabba the Hutt as proof that the Neimoidian had been terminated.

Gilramos Libkath: Male Neimoidian Scoundrel 3 / Noble 4; Init +0 (Dex); Defense 14 (+4 class); Spd 10m; VP/WP 32/10; Atk +4 melee (1d3-1, unarmed) or +5 ranged; SQ Blackmail, Bonus Class Skill (Intimidate), Coordinate +1, Favor +2, Illicit Barter, Inspire Confidence, Precise Attack +1, Shrewd and Deceitful; SV Fort +2 Ref +5, Will +6; SZ M; FP 1; DSP 4; Rep +3; Str 8, Dex 10, Con 10, Int 12, Wis 12, Cha 8.

Equipment: None.

Skills: Appraise +10, Bluff +9, Computer Use +6, Diplomacy +8, Forgery +9, Gamble +6, Gather Information +5, Hide +5, Intimidate +7, Knowledge (business) +8, Knowledge (streetwise) +8, Move Silently +5, Read/Write Basic, Read/Write Neimoidian, Sense Motive +7, Speak Basic, Speak Neimoidian, Speak Pak Pak.

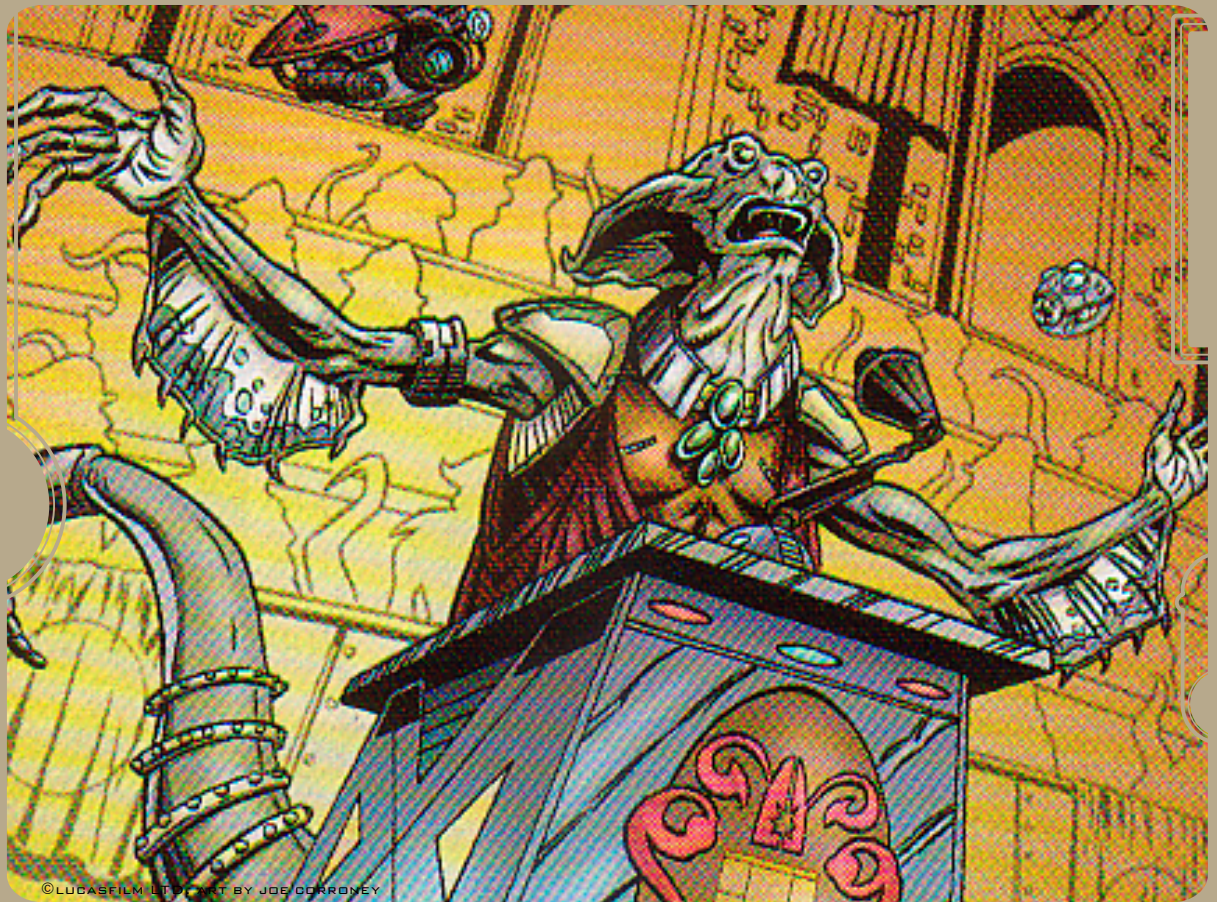
Feats: Contact, Persuasive, Rogue Heritage, Shady Merchant, Weapon Group Proficiencies (blaster pistols, simple weapons).

Candobar Inglet - Sluissi Khedive

Candobar Inglet was the Khedive, or leader, of Sluis Van and their impressive shipyards prior to and during the Clone Wars. Khedive Inglet made certain Sluis Van was one of the earliest planets to join the Confederacy, months prior to the Battle of Geonosis, hoping to secure greater power for himself and his planet. Sluis Van enjoyed great economic growth while putting their shipyards to work to help with the military buildup of the Confederate Navy.

However, Zozridor Slayke and his Freedom's Sons and Daughters onboard the captured Judicial Frigate Scarlet Thranta were proving a major thorn in the Khedive's tail. So much so, that he contacted the Republic and offered to aid them in a joint effort





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CANDOBAR INGLET

to capture the frigate. The Republic was wary, but eventually sent Jedi Nejaa Halcyon and a judicial contingent to recapture the Scarlet Thranta. Halcyon failed, and even lost a larger ship to Zozridor Slayke, making the Republic seem even more impotent in the eye of the galaxy at large.

The Clone Wars then erupted and Inglet found his shipyards nearly overwhelmed with demands for new capital ships. The Republic continued to sue for diplomatic negotiations with Sluis Van while forces from the Sesswenna Sector mercilessly assaulted the Sluis Sector, and soon Khedive Inglet set up a conference on a relay station near Praesitlyn to hold a peace negotiation. The conference was a trap laid by the Separatists designed to give Sluis Van a chance to regroup during the temporary cease-fire. The Republic diplomatic envoy was killed, and the station destroyed. The Khedive was able to make the Republic look like the aggressor, winning another propaganda battle.

Halfway into the third year of the Clone Wars, Admiral Pors Tonith invaded the planet of Praesitlyn, an important Holonet relay station. Candobar Inglet was eager to assist, and berthed much of the Muun Admiral's fleet at Sluis Van during the invasion. However, the Khedive was instructed not to provide reinforcements by Count Dooku himself, resulting in Pors Tonith's eventual capture. The Sluis Sector remained a Separatist Stronghold until the end of the war, where it eventually was absorbed into the Galactic Empire. The fate of the Khedive is unknown.

Candobar Inglet: Male Sluissi Noble 5/Chief Engineer 5; Init +0 (Dex); Defense 16 (+6 class); Spd 10m; VP/WP 42/11; Atk +6/+1 melee (1d3, unarmed) or +6/+1 ranged; SQ Bonus Class Skill (Repair), Coordinate +1, Efficiency +3, Favor +2, Inspire Confidence, Personal Design (computer use), Resource Access, Structural Analysis +1; SV Fort +2 Ref +5, Will +9; SZ M; FP 1; DSP 3; Rep +3; Str 11, Dex 11, Con 11, Int 16, Wis 14, Cha 15.

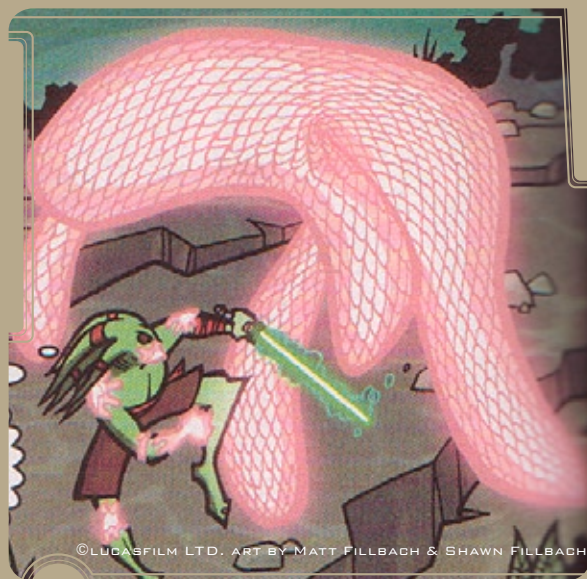
Equipment: Datapad, Comlink.

Skills: Appraise +12, Bluff +16, Computer Use +16, Craft (capital ships) +16, Craft (space transports) +14, Diplomacy +8, Knowledge (bureaucracy) +8, Knowledge (business) +8, Knowledge (engineering) +13, Knowledge (physics) +11, Knowledge (politics) +11, Knowledge (Sluis Van) +8, Read/Write Basic, Read/Write Sluissese, Repair +20, Sense Motive +10, Speak Basic, Speak Sluissese.

Feats: Cosmopolitan (Bluff), Gearhead, Skill Emphasis (Sense Motive), Technical Wizard, Weapon Group Proficiencies (blaster pistols, simple weapons), Zero-G Training.

Moappa - Super-Intelligent Being

The Moappa super-intelligence on Mon Calamari was largely ignored by both the Mon Calamari and Quarren population for thousands of years. One of Dooku's Dark Jedi informed him of his suspicions that the Moappa were actually a hyper-intelligent hive-mind. With this knowledge in mind, Dooku went to Mon Calamari after the Confederacy took it over, and struck a deal with the creature, who was only too pleased to help its new friend, the first person to recognize its existence.



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MOAPPA

When the Republic was led by Jedi Kit Fisto to retake Mon Calamari, Dooku made arrangements with the Quarren Isolationist League and told Moappa to lead the guerilla resistance by the Quarren against the Mon Cal. The Separatist strikes dumbfounded the Republic, and Kit Fisto went to investigate personally. Kit Fisto went through five facilities before a Quarren leader finally revealed that he received his instructions telepathically. Afraid the Jedi was getting too close to the true answer, he revealed himself to the Jedi in hopes of killing him. The two fought for a brief period, but Kit Fisto's telekinesis proved too much for Moappa, spreading him thin across the ocean.

Days later, the Mon Calamari contacted the Moapaa to sue for peace. The result of the negotiations is unknown, but it is believed that the Moappa was destroyed during the reign of the Galactic Empire.

Mon Calamari Moappa: Male Moappa Predator 11; Init +1 (Dex); Defense 19 (+8 class, +1 Dex); Spd 10m; VP/WP 0/750; Atk +22/+17/+12 melee (1d4+11, unarmed) or +12/+7/+2 ranged (smother attack); SQ Amorphous Form, Scattered, Smother Attack, Telepathy; SV Fort +450 Ref +6, Will +5; SZ M; FP 1; DSP 1; Rep +1; Str 32, Dex 13, Con 750, Int 13, Wis 11, Cha 7.

Equipment: None.

Skills: Hide +8, Intimidate +12, Search +8, Swim +28.

Feats: Ambidexterity, Dodge, Skill Emphasis (Swim), Zero-G Training.

Navi - Prince and Senator of Thrusta

Prince Navi was born into the ruling class on Thrusta, nephew of King Alaric. The Sephi ran a largely peaceful government and had a near utopic society. When the Clone Wars began, King Alaric was hesitant to pick sides, instead choosing to remain neutral. Navi had always been ambitious, however, and sought to take the throne by force after making a deal with the Separatists.

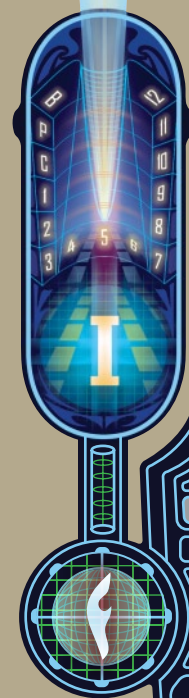
During the fifth month of the second year of the Clone Wars, the Republic launched a show of force mission in hopes of bringing Thrusta to its side. Thrusta had many allies throughout the galaxy through various treaties, similar to the planet Ansion. If Thrusta defected, one way or the other, a significant num-



NAVI

ber of planets would defect with it. When the Republic troops landed, they were attacked by suicide bombers, who managed to kill the senior Jedi Masters on site. With only two Padawans in charge of Republic Troops, Master Yoda was sent to negotiate with King Alaric, creating precisely the situation Navi was hoping for.

The show of force mission had been the last straw; King Alaric had decided to go over to the Confederacy, while Navi continued his facade of being pro-Republic. Yoda was arrested



by King Alaric, isolating a single Padawan in charge of the Clone forces on Thustra. Navi went to the Republic Army, and falsely informed them that Master Yoda had been executed. The misinformation forced the Padawan's hand, and she attacked. Master Yoda was placed in a position where he was forced to kill King Alaric during the assault, and his death galvanized his people, sending Thustra and the rest of the Sector to the Separatist Banner.

Navi was extremely pleased, and prepared to take up the mantle of King of Thustra. Unfortunately for him, he was arrested when he returned to the Coruscant Senate, as his scheming had been unraveled by the Jedi. While his fate is ultimately unknown, though he is believed to have remained imprisoned for the remainder of the Clone Wars.

Navi: Male Sephi Noble 7/Senator 2; Init +1 (Dex); Defense 18 (+7 class, +1 Dex); Spd 10m; VP/WP 36/11; Atk +6/+1 melee (1d3, unarmed) or +7/+2 ranged; SQ Bonus Class Skill (Bluff), Conceal Motive, Coordinate +1, Favor +5, Inspire Confidence, Resource Access, Senatorial Aide (Moje); SV Fort +3 Ref +7, Will +10; SZ M; FP 2; DSP 7; Rep +7; Str 11, Dex 12, Con 11, Int 15, Wis 12, Cha 16.

Equipment: Robes, Comlink, Personal Shuttle.

Skills: Appraise +8, Bluff +18, Computer Use +8, Diplomacy +14, Gather Information +12, Intimidate +12, Knowledge (bureaucracy) +9, Knowledge (history) +7, Knowledge (politics) +12, Knowledge (Thrusta) +12, Pilot +9, Read/Write Basic, Read/Write Sephi, Sense Motive +13, Speak Basic, Speak Sephi.

Feats: Contact, Cosmopolitan (Pilot), Diplomatic Immunity, Influence, Persuasive, Skill Emphasis (Bluff, Diplomacy), Weapon Group Proficiencies (blaster pistols, simple weapons).

Rogwa Wodrata - Alliga Senator

This senator was the representative for the planet Alliga, home to the Holwuff species. The senator got his start in life as a craftsman, creating custom items such as datapads and comlinks that won several contests, bringing him great renown on his world. Eventually, he was able to parlay his fame into a political bid that eventually saw him elected representative to the Galactic Senate just prior to the Clone Wars.

Rogwa's people were predominantly craftsbeings, and Senator Wodrata felt that the Separatist's corporate preferences would benefit his people. With this in mind, he attended the summit at Geonosis and agreed to join the Confederacy of Independent Systems. His fellow Holwuff agreed with him, and the expertise of the master craftsmen of Alliga was added to the Separatist war machine. Senator Wodrata's fate is unknown, but it is suspected he was eventually captured by the Republic and executed for war crimes.

Rogwa Wodrata: Male Holwuff Tech Specialist 5/Noble 4/Senator 1; Init +0 (dex); Defense 18 (+6 class, +2 sq); Spd 10m; VP/WP 43/12; Atk +7/2 melee (1d3+1, unarmed) or +6/1 ranged; SQ Artistic Crafters, Bonus Class Skill (Bluff), Bonus Feat (Gearhead), Conceal Motive, Coordinate +1, Expert, Favor +2, Inspire Confidence, Instant Mastery (Knowledge (technology)), Natural Armor, Research, Resource Access, Tech Specialty (mastercraft (datapad)); SV Fort +3 Ref +5, Will +9; SZ M; FP 1; DSP 2; Rep +7; Str 12, Dex 11, Con 12, Int 15, Wis 12, Cha 16.

Equipment: Comlink, Datapad.

Skills: Bluff +13, Computer Use +12, Craft (electronic devices) +17, Craft (sculpture) +17, Craft (tools) +10, Diplomacy +9,



ROGWA WADRATA

Disable Device +10, Knowledge (bureaucracy) +8, Knowledge (politics) +10, Knowledge (technology) +8, Read/Write Basic, Read/Write Holwuff, Repair +17, Sense Motive +6, Speak Basic, Speak Holwuff.

Feats: Fame, Skill Emphasis (Craft (electronic devices), Repair, Sense Motive), Skill Emphasis (Craft (sculpture)), Technical Wizard, Weapon Group Proficiencies (blaster pistols, simple weapons).

Toonbuck Toora - Sy Myrth Senator

Toonbuck Toora was the Senator representing Sy Myrth in the Galactic Senate. She had been Sy Myrth's senator dating all the way back to Supreme Chancellor Valorum's reign. She started out as a political idealist, eager to effect positive change in the galaxy. However, the galaxy has a harsh way of teaching idealists the true state of the galaxy, and soon Senator Toora found herself becoming a jaded cynic. It wasn't long before she began accepting the bribes that were offered her.

While a corrupt senator, she was extremely popular, eager to keep and trade secrets with fellow senators. She often took in operas with fellow delegates, keeping close ties with Senator Palpatine and others. Just prior to the outbreak of the Clone Wars, Toonbuck Toora grew weary of the Republic, and ceded Sy Myrth to the Confederacy. Her people were primarily business-beings, and the corporate-minded Separatist agenda would seem to benefit her people greatly. Her relationships with the Commerce Guild and Techno Union were vital to cementing the



TOONBUCK TOORA

initial treaty signed on Geonosis to form the Separatist Council. Her fate is unknown.

Toonbuck Toora: Female Sy Myrthian Noble 7/Senator 4; Init -1 (Dex); Defense 18 (+7 class, -1 dex, +2 sq); Spd 10m; VP/WP 51/16; Atk +6/+1 melee (1d3-1, unarmed) or +6/+1 ranged; SQ Bonus Class Skill (Gather Information), Conceal Motive, Coordinate +1, Favor +5, File an Appeal, Great Leap, Low-Light Vision, Natural Armor, Resource Access, Senatorial Aide; SV Fort +6 Ref +5, Will +10; SZ M; FP 1; DSP 6; Rep +8; Str 8, Dex 9, Con 16, Int 14, Wis 12, Cha 16.

Equipment: Commlink, Datapad, Opera Tickets, Male Consort, Fine Robes.

Skills: Appraise +12, Bluff +15, Computer Use +8, Diplomacy +22, Gather Information +19, Intimidate +11, Knowledge (bureaucracy) +12, Knowledge (business) +8, Knowledge (politics) +16, Listen +13, Sense Motive +11, Speak Basic, Speak Myrtheen, Read/Write Basic, Read/Write Myrtheen.

Feats: Contact, Cosmopolitan (Bluff, Listen), Influence, Political Pull, Skill Emphasis (Diplomacy), Trustworthy, Weapon Group Proficiencies (blaster pistols, simple weapons).

Vien'Sai'Mallock - Devaron Senator

Senator Vien'Sai'Mallock had a reputation of being one of the most incorruptible politicians in the Galactic Senate. She represented Devaron alongside Senator Elsah'Sai'Moro, and was married to Kardue'Sai'Mallock the Second. Little did the Republic realize that Vien was as corrupt as the rest of the Senate. Just after the Clone Wars broke out across the Galaxy, Vien arranged a deal with the Separatists to allow the Confederate Navy to place a pirate base in an old Devaronian military facility her husband told her about near the north side of the mountains. She lined her own pockets while wearing the face of an honest politician.

Seven months into the Clone Wars, Jedi Aayla Secura was sent alongside Master Tholme, T'ra Saa, Kit Fisto, and the Dark Woman to investigate the pirate activity along the Corellian Trade Spine. Elsah'Sai'Moro had uncovered Vien's traitorous deal, and Vien reluctantly hired Aurra Sing to assassinate her. Elsah died, but not before she was able to contact the Jedi and

reveal that the pirate base was definitely on Devaron, and that someone high in the Devaronian government was responsible. The Jedi managed to infiltrate Vien's house by having Aayla pose as Tuulaa Doneeta, daughter of the owner of Ryloth Ventures, Tholme and the Dark Woman posed as her servants.

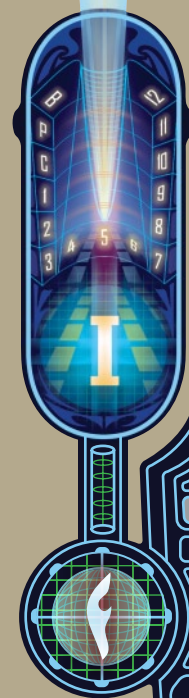
Knowing the Jedi would come to investigate, but not realizing they were already in her house, Vien met with Aurra Sing to discuss what to do should the Jedi come. Aurra Sing recognized the Dark Woman as her former master, and informed Vien that Jedi were already investigating. While Vien hoped the Jedi would merely investigate and leave, Aurra Sing made it clear she was going to kill all three of them.

After Sing left, Vien was contacted by President Aven'Sai'Ulrahk, who desired a meeting with Tuulaa Doneeta to share Oshmahr, a traditional Devaronian meal. The meeting was quick, and Aayla, posing as Tuulaa, excused herself, and Vien followed her back home. Tholme and The Dark Woman had already left to investigate a lead, and Vien interrupted Aayla as she was about to contact them. Vien, without admitting her involvement, provided the location of the pirate base, asking Aayla to exercise discretion. Aayla transmitted the coordinates to Kit Fisto, who went with T'ra Saa and destroyed the base, killing Vien's husband.

Meanwhile, Aayla had lost contact with the other Jedi, and questioned Vien further. After pushing her, Vien was unable to keep the Jedi from seeing through her lies, and her treason was revealed. Aayla did not have time to deal with the corrupt politician, and went to face Aurra Sing. Vien began packing her things to escape, but was soon captured by local authorities, alerted by Aayla on her way to Tholme's last known location. The Jedi later agreed to allow Vien to face Devaron justice, instead of extraditing her to Coruscant to face a jury of her senatorial peers. She was fed to the quarra, orphaning her son, Kardue'Sai'Mallock the



VIEN'SAI'MALLOCK



Third, who would grow up to become the Butcher of Montellian Serat, aka Labria of the Mos Eisley Cantina.

Vien'Sai'Malloc: Female Devaronian Noble 10/Senator 2; Init +0 (Dex); Defense 18 (+8 class); Spd 10m; VP/WP 48/11; Atk +8/+3 melee (1d3, unarmed) or +8/+3 ranged; SQ Bonus Class Skill (Bluff), Conceal Motive, Coordinate +2, Favor +5, Inspire Confidence, Resource Access, Senatorial Aides; SV Fort +3 Ref +6, Will +12; SZ M; FP 1; DSP 3; Rep +10; Str 10, Dex 11, Con 11, Int 15, Wis 14, Cha 16.

Equipment: Comlink, Villa.

Skills: Appraise +10, Bluff +16, Computer Use +12, Diplomacy +23, Entertain +8, Gather Information +15, Knowledge (bureaucracy) +12, Knowledge (business) +7, Knowledge (politics) +17, Knowledge (streetwise) +9, Knowledge (Devaron) +12, Read/Write Basic, Read/Write Devaronese, Sense Motive +14, Speak Basic, Speak Devaronese.

Feats: Contact, Diplomatic Immunity, Fame, Influence, Political Pull, Skill Emphasis (Diplomacy), Trustworthy, Weapon Group Proficiencies (blaster pistols, simple weapons).

Mercenaries

Not all of those loyal to the Confederacy were so because of the political views of Count Dooku. There were a select few who pledged their allegiance to the Separatists merely because they were well paid. Just as Jango Fett was the chief enforcer to Count Dooku before Geonosis sprung forth the Clone Wars, the following were under the employ of the Jedi Master turned Sith Apprentice.

Bok - Morgukai Warrior

Bok was a young Nikto raised in the Morgukai warrior tradition, and originally trained with his father, Tsyrr. Eight years before the start of the Clone Wars, both were hired by a Devaronian named Vilmargh Grahrk, to kidnap Nat Secura to exact pressure on Lon Secura, his father. Ro Fenn, a Twi'lek council member, hoped to avoid a walk into the bright lands this way. Unfortunately, he was being manipulated by Kh'Ariss Fenn, Vilmargh's true employer, who was also one of Count Dooku's pawns. Dooku hoped to bring the entire world of Ryloth, as well as its considerable spice and slave trade, over to the Separatist movement. Jedi Master Tholme and Aayla Secura were in place to foil the kidnapping, but Bok and his father proved too well prepared for their mission.

Bok was ordered by his father to take the child to Vilmargh's ship, *the Inferno*, but Bok proved far too eager to taste battle with the Jedi. He fired his blaster at Tholme, distracting him long enough for his father to strike the Jedi down. Tsyrr was unhappy with his son for interrupting a ritual duel, and just as he feared, Clan Secura guards came to investigate the noisy battle. This time Bok listened to his father and fled to the ship while Tsyrr decimated the local guardsmen.

En route to Ord Mantel, the Devaronian informed Tsyrr that there was a stowaway onboard. Tsyrr and Bok searched the ship and found Tholme on a comlink. Bok watched as his father offered to duel the Jedi again, but the Jedi declined, instead surrendering. The Morgukai transferred to their own ship and flew to Kintan, where they turned Nat Secura as well as Master Tholme over to Kh'Ariss Fenn, who had the Jedi brutally tortured. To amuse themselves, the Bok dueling his father in a lethal contest in order to claim Tholme's lightsaber as a personal trophy.

Bok lost to his father, who was able to disarm Bok without killing him.

Kh'Ariss Fenn eventually had to return to Ryloth, and left Bok and his father in charge of his fortress on Kintan. Fenn warned them that more Jedi may return, and to kill them should they find the fortress. Bok and his father were flying an aerial patrol in a pair of Cloakshape Fighters when Jedi Knight Quinlan Vos and Padawan Aayla Secura entered Kintan airspace. Bok informed his father of the sensor contact, and while he was told to rendezvous first, he instead went to engage and claim the glory of the kill for himself. Bok was immediately blown out of the sky, despite his initial superior position. Luckily, Tsyrr was a stealthier pilot, and shot the Jedi down before landing to check on his son.

Bok was able to survive his crash landing, and hunt the two Jedi with Tsyrr. The Jedi managed to find the Morgukai first, and used their lightsabers to disable Tsyrr's Cloakshape Fighter, evening their positions. It was now a race back to Fenn's fortress. The Morgukai retaliated with a thermal detonator, setting them down a large precipice. Bok and his father then agreed to charge ahead and lay in wait for the Jedi en route to the fortress.

Their trap was sprung near a river of molten lava. The Morgukai buried themselves in the dirt on either side, and waited for the Jedi to separate in order to cross the lava. Bok sprung the trap slightly too soon, giving Aayla a chance to leap onto a rock floating in the river of lava. Bok recklessly followed after her despite Tsyrr's warnings, eager for a Jedi kill. Tsyrr fired upon Aayla regardless; hoping to strike a lucky shot, but Bok was in the way and got hit by one of his father's stray shots, leaving him unable to leap back to safety. Tsyrr was mad enough at his son that he left Bok to die, challenging him to rescue himself and prove he was a true Morgukai.

Bok returned to the fortress after narrowly escaping death in time to see his father dueling a wounded Quinlan Vos. Impressed at his survival, Tsyrr allowed Bok to claim Quinlan Vos as a dueling opponent until it was clear Bok would not be able to make a clean kill. Tsyrr stepped back into the fight and aided his son, still determined to allow him the killing stroke. In a deft move, Quinlan Vos used the Force to tug Tholme's lightsaber from Tsyrr's belt, and while blocking Tsyrr's Cortosis Staff with one lightsaber, decapitated Tsyrr with the other.

Bok watched his father's head fall to the ground, and then leapt at the Jedi in a blind rage. The powerful blow knocked Vos to the ground, but before Bok could strike the killing blow, Aayla Secura returned and engaged him. Within seconds, Aayla lopped off Bok's right arm, and knocked him to the ground with a powerful push of the Force. Bok resigned himself to death, but Aayla chose to let him go. Enraged at how soft the Jedi who bested him and his father were, Bok leapt off the nearby cliff's edge, seemingly falling to his death. Bok survived the fall and managed to regroup with Count Dooku, who promised him a resurrection of the Morgukai under Bok's leadership if he pledged his service. Bok agreed, and Dooku outfitted Bok with a pure-cortosis cybernetic right hand, and Bok swore a blood oath to kill Aayla Secura.

Dooku was already well-aware of the Clone Army being developed for the Republic, and decided that having a clone army project initiated for the Separatist movement would be wise. Bok was chosen as the template for the Clone Army, and was spirited away to Saleucami to help raise and train the Shadow Army for Count Dooku under Sora Bulq's supervision. Bok's first batch of clones were able to reach maturity shortly



BOK

into the third year of the Clone Wars. Seven months into the third year of the Clone Wars, Sora Bulq opened negotiations with Rath Kelkko to train the Morgukai clones in the ways of the Anzati Assassins. Kelkko agreed, and brought several other teachers with him to Saleucami.

Within a month, Republic forces led by Oppo Rancisis, Quinlan Vos, K'ruhk, Sian Jeisel, A'Sharad Hett, and Auser Auset landed on Saluecami to destroy the Shadow Army project. For five long months they fought, as Bok continued to train with the new clones, and his clones went on to learn Anzati Assassin stealth techniques. Bok spent his free time hunting Master Tholme, who was lose in the secure cloning facility wreaking havoc with sabotage. Unfortunately, Bok was never able to track the Jedi down.

During the final month of the Clone Wars, and during one of the many battles on Saluecami, Bok was ordered to watch Skorr's back while he made contact with double agent Quinlan Vos. Vos was ordered to dispatch Master Tholme while Sora Bulq and the majority of Anzati Assassins were sent after Oppo Rancisis. Bok and Rath Kelkko were left to guard the facility and the Shadow Army. While the Anzati all died fighting Master Rancisis, the missions to assassinate both Tholme and Oppo Rancisis were deemed successful.

Vos was allowed to return undercover, and soon came back to the Separatists with news of the impending Republic assault. He informed Dooku via holocomm that the main shield generator had been sabotaged by Vos and Aayla Secura, but that there was still time to disable it. Bok was sent with a squad of his best Morgukai to go prevent the explosives from detonating. Bok rushed to the shield generators but found no trace of sabotage. Enraged, Bok commed in Vos' deception, but before he could begin racing back to the control room, a large explosion ripped through a main cavern wall that held back a lava floe. Lava quickly decimated the cloning tanks, killing the vast majority of Bok's clones being grown in the new Spaarti cloning tanks.

Bok raced back toward the main control room, and ran right into Jedi Knight Aayla Secura. Already overtaken by anger, he engaged the Twi'lek Jedi with his Cortosis Staff. Bok managed to parry one of Aayla's lightsaber strikes with his pure cortosis ore

cybernetic arm, disabling her lightsaber. Bok taunted the Jedi for a moment before re-engaging her, but she was agile, and moved too quickly for Bok to keep up with. Eventually, Bok was outmaneuvered, and Aayla Secura used the Force to push Bok into a wall of energy binders, killing him instantly. The clone facility was later bombarded from orbit, destroying any members of the Shadow Army left within the cloning facility.

Bok: Male Kajain'sa'Nikto Soldier 8 / Morgukai Warrior 4; Init +2 (Dex); Defense 23 (+9 Class, +2 Dex, +2 Natural); DR 3; Spd 10m; VP/WP 112/19; Atk +15/+9/+4 melee (3d8+3/20, Morgukai Cortosis Staff) or +13/+7/+3 melee (3d8+3/20, Morgukai Cortosis Staff) and +13/+7 (1d6+3/20, Morgukai Cortosis Staff blunt end) or +14/+8/+4 ranged; SQ Desert Dweller, Increase Staff Damage (+2d8), Morgukai Battle Prowess (+2), Morgukai Will, Natural Armor +2; SV Fort +14 Ref +7, Will +5; SZ M; FP 1; DSP 11; Rep +3; Str 16, Dex 15, Con 16, Int 12, Wis 11, Cha 12.

Equipment: Medium cortosis-weave armor, Morgukai Cortosis Staff, heavy blaster pistol.

Skills: Computer Use +6, Craft (Morgukai Cortosis-weave Armor) +9, Craft (Morgukai Cortosis Staff) +9, Demolitions +8, Intimidate +12, Jump +11, Knowledge (Morgukai Culture) +6, Pilot +9, Read/Write Basic, Read/Write Nikto, Repair +10, Speak Basic, Speak Nikto, Survival +14, Treat Injury +5.

Feats: Ambidexterity, Armor Familiarity (light, medium), Armor Proficiency (light, medium), Combat Expertise, Cosmopolitan (Survival), Dodge, Exotic Weapon Proficiency (Morgukai Cortosis Staff), Improved Two-Weapon Fighting, Mobility, Rugged, Spring Attack, Toughness, Track, Two-Weapon Fighting, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vibro weapons), Whirlwind Attack.

Bok's Customized Morgukai Cortosis-Weave Armor

DR: 3

Speed: 10/5

Max Dex Bonus: +3

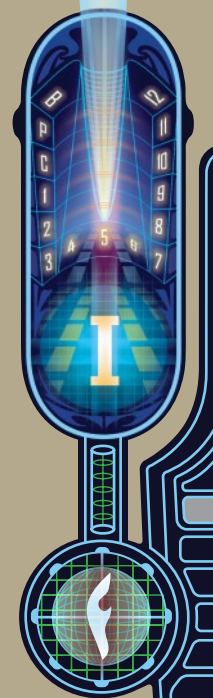
Armor Check Penalty: -2

Cortosis Weave: The armor of the Morgukai Warrior is laced with Cortosis weave, giving it extra resistance to lightsaber strikes. Lightsabers do only half damage (round down) on a successful attack.

Cydon Prax - Chistori Bounty Hunter

A Chistori mercenary, Cydon Prax came to the attention of Count Dooku shortly after he lost his chief enforcer, Jango Fett. Cydon Prax was already employed by the Separatists, and checked out as being one of the more ruthless and cold-blooded mercenaries on payroll. Dooku promoted Prax to be one of his personal thugs, and brought him first to Raxus Prime, to help him locate the Force Harvester artifact. To this end, Cydon Prax located and negotiated a deal with renowned smuggler and antiquiter Bera Kazan to help locate and unearth the ancient Sith device.

The dig was long and arduous, and Prax was further hampered by being assigned to keep an eye on Boba Fett, Jango Fett's son. The artifact was largely found and reassembled by the end of the first month of the Clone Wars, thanks in most part to Cydon Prax keeping the workforce motivated. Bera Kazan was imprisoned as well as Boba Fett when Count Dooku decided they knew far too much to be allowed to leave. Unfortunately, Boba





CYDON PRAX

Fett escaped Cydon's grasp just as the Republic attacked Raxus Prime.

Cydon Prax supervised the loading of the Force Harvester onto a Techno Union Starship as a Republic attack led jointly by Obi-Wan Kenobi, Master Glynn-Beti, and their Padawans. Dooku was well aware of the Jedi, and knew the brash young Padawan Skywalker would board the vessel. Cydon Prax was ordered into hiding while Dooku lured him into a trap. The ship took off toward Alaris Prime, a moon of Kashyyyk, as Cydon Prax lay in wait. Dooku soon lured Anakin right into Cydon Prax's line of fire, and Prax took the shot, stunning the young Jedi. Prax imprisoned Anakin with Bera Kazan and left to attend Count Dooku.

Prax was then ordered to place the Force Harvester nearby in order to test it. Prax carried out his orders faithfully, eager to see if the Sith Artifact was all it was rumored to be. Prax supervised the deployment of droid forces to record and monitor the effects of the Force Harvester, but unfortunately Anakin Skywalker and Bera Kazan escaped their prison. Otherwise, the test was a complete success, and Prax enjoyed watching the life get sucked out of everything for kilometers around the harvester. The Confederacy was able to easily overrun the moon save for a small resistance. Prax made certain proper garrisons and communications facilities were in place before leaving with Dooku.

Cydon Prax accompanied Dooku to four additional planets to locate remnants of the Dark Reaper, a atmospheric repulsorcraft battle station capable of decimating entire populations with ease. Cydon Prax's team of mercenaries and archaeologists were able to quickly locate all pieces of the ancient machine and reassemble them. Count Dooku was incredibly pleased with his Chistori mercenary, and brought him with to the former Sith fester world of Thule in the city of Kesiak.

On Thule, Cydon Prax and Count Dooku prepared for war. Prax knew the Republic would eventually come, and wanted to be prepared to defend the Confederacy's new prize. And come they did, the Republic launched an entire fleet at Thule, quickly

disabling their shield generators and landing on the planet in force. The Republic's attack was three-pronged; Mace Windu led a ground assault on Kesiak while Obi-Wan Kenobi provided aerial support. Anakin Skywalker, meanwhile, led a small strike team to capture, disable or destroy the Dark Reaper.

The Jedi assault was far too well planned for Cydon Prax to defend, and he quickly grew frustrated. Prax quickly powered up his own custom repulsor-tank, the Dreadnaught, and went out to defend the gate around the city of Kesiak himself, while Count Dooku's trio of dark side acolytes use their Protodeka Repulsor-Tanks to engage the other Jedi. Dooku's dark siders caused damage to Republic lines, but were killed in short order, leaving only Cydon Prax and the Dark Reaper.

Cydon Prax sat guarding the gate to the city of Kesiak for some time before seeing Mace Windu's purple-trimmed TX-130S Republic Fighter Tank approaching. Prax laid in hiding for the kill shot with his stealth unit on his tank equipped. Prax surprises even the venerable Mace Windu with his initial salvo, and vaporizes the Jedi Master's tank. Unbeknownst to Prax, Master Windu managed to escape from the repulsor-tank before Prax destroyed it, and then opened the city gates. Prax fought a retreat to the main gates to the Sith Temple where the Dark Reaper was stored and warming up.

Count Dooku decided that the Republic assault was far too much for withstand, and to activate the Dark Reaper. Dooku himself decided it was time for him to go, and left Cydon Prax in charge of protecting the Dark Reaper as it completed its warm-up cycle. Just then, Anakin Skywalker's Repulsor-Tank burst into the area, and Dooku ordered Prax to kill Skywalker as Dooku evacuated the planet.

Prax hopped inside his Dreadnaught Repulsor-tank and sped forward to meet Anakin in battle. He opened with a salvo of laser blasts and concussion missiles to distract the Padawan before launching a seismic charge. Unfortunately, Skywalker's piloting skill far outmatched Cydon Prax's, and he was killed by Anakin. Padawan Skywalker was also able to destroy the Dark Reaper immediately afterward, negating Cydon's sacrifice.

Cydon Prax: Male Chistori Soldier 5 / Vehicle Ace 5 / Elite Trooper 4; Init +3 (Dex); Defense 25 (+11 Class, +3 Dex, +1 natural); DR 5; Spd 10m; VP/WP 111/15; Atk +14/+9/+4 melee (1d3+2, unarmed) or +15/+10/+5 ranged (3d8, 20, Firelance Blaster Rifle) or +17/+12/+7 (3d8+4/19-20, shoulder-mounted blaster) or +13/+13/+13/+8/+3 (3d8+4/19-20, shoulder-mounted blaster on auto-fire); SQ Cold-Blooded, Familiarity +2 (Dreadnaught), Natural Armor +1, Uncanny Dodge (Dex), Vehicle Defense, Vehicle Evasion; SV Fort +11 Ref +7, Will +6; SZ M; FP 1; DSP 9; Rep +5; Str 15, Dex 16, Con 15, Int 12, Wis 12, Cha 10.

Equipment: Personalized Medium Armor, Sorosuub Firelance Blaster Rifle, Vibroblade, Dreadnaught Repulsor-Tank, Personal Starship.

Skills: Astrogate +6, Climb +6, Computer Use +9, Demolitions +5, Hide +13, Intimidate +15, Knowledge (Sith Lore) +4, Knowledge (tactics) +11, Pilot +14, Profession (mercenary) +14, Read/Write Basic, Read/Write Chistori, Repair +7, Sense Motive +8, Speak Basic, Speak Chistori, Spot +5, Treat Injury +6.

Feats: Armor Proficiency (light, medium, heavy), Dodge, Exotic Weapon Proficiency (shoulder-mounted blaster), Multishot, Spacer, Point Blank Shot, Precise Shot, Vehicle Dodge, Weapon Focus (shoulder-mounted blaster), Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vehicle weapons, vibro weapons).

Cydon Prax's Personalized Armor

DR: 5

Max Dex Bonus: +3

Speed: 8m 4/m

Armor Check Penalty: -3

Onboard Weapons: sensor pod provides +2 equipment bonus to shoulder-mounted blaster

Shoulder-Mounted Blaster: 3d8+4 damage, 30 m range increment, single multifire and autofire, crit 19-20 reload after 100 shots, gains +2 equipment bonus from onboard sensors.

Life Support: Prax's armor contains full life support for 24 hours that includes regulating his temperature to negate his species' cold-blooded SQ as long as his armor is operating.

Durge - Gen'Dai Bounty Hunter

Roughly four-thousand years before the Clone Wars erupted, Durge was into the galaxy toward the tail end of the Mandalorian Crusades. This was a bad time for the Mandalorians, as they had all become mercenaries worshipping credits rather than conquest. One such Mandalorian was Master Jaing. Jaing took Durge in under his wing, training the boy as a Mandalorian initially. However, Jaing held on to the old ways of the Crusaders, and that upset some of the more murderous bands of Mandalorian Mercenaries, particularly a group led by Ung Kusp.

Desperate for a way to survive, Jaing and Durge put out feelers in the underworld community for experimental weapons to perhaps give them an edge against Ung Kusp and his mercenaries. Instead, they were contacted by a mysterious doctor. They went to see the doctor and he cyborged both men, reworking Jaing and Durge's neurosynaptic response times to make them much more deadly than they already were. Moments after the pair had adjusted to their systems, Ung Kusp's men were at the front door. The fight was intense, but brief, and Master Jaing died when he was too near a thermal detonator, while the Mandalorians made off with a Mythosaur axe that Jaing had stolen. Durge spent the next several years stalking and killing Mandalorians, after swearing to destroy them all.

Durge fought in many wars over the thousands of years he has been alive. He learned to kill both Mandalorians and Jedi, and he fought in the Sith Wars up until the final Battle of Ruusan, when he went into hiding. In hiding, he assumed a number of aliases and took various bounty hunting contacts. Entire cultures have been wiped out in effort to kill him, such as the Bloodboilers of Kragis. One-hundred years before the Clone Wars would erupt, Durge killed the Mandalore previous to Jaster Mereel, fracturing the Mandalorians into two factions, the Supercommandos and the Death Watch. Unfortunately, before splintering, the Mandalorians managed to capture Durge and bury him beneath several tons of rubble. For sixty years, Durge laid underground regenerating, and he spent the next forty years digging.

When Durge made his way back into the galaxy, he discovered the Mandalorians had been almost completely wiped out. Durge spent some time working for Jabba the Hutt, where he competed with Boba Fett for bounties. Normally Jango's son would not have proved a threat, but Durge was still extremely weak from his ordeal, and Boba Fett was cunning. Shortly after a bounty for Gilramos Likbaeth, Durge discovered that the Republic's Grand Army consisted of clones of Jango Fett, a Mandalorian. Still holding in his anger from thousands of years ago, Durge joined with the Separatists two months into the Clone Wars, determined to wipe out the entire Clone Army.



DURGE

Durge was quickly paired up with Asajj Ventress, and the two were sent to the Gungan moon of Naboo, Oh'ma Duun. The two were assigned to test a swamp gas designed by Jenna Zan Arbor on the local inhabitants before launching a devastating gas strike on Theed. The test was a complete success, but was interrupted by Jedi Masters Obi-Wan Kenobi and Glaive, as well as their Padawans and ARC Captain Alpha. Durge was elated at the opportunity to kill Jedi, and even more excited to kill clones.

The fight began to swing the Jedi's way, and Durge went airborne to maximize his ranged advantage. He continued to hold his own, but then Asajj Ventress arrived as his backup, and beheaded one of the Jedi. Durge was then ordered to go check on Anakin and Alpha, who had retreated to stop the shuttle filled with gas from crashing onto Theed. The shuttle was scrapped, and Durge arrived in time only to fight with the ARC trooper and Padawan. Anakin Skywalker attacked Durge with his own electrical bola, damaging his finely tuned nervous system. Durge took flight again and retreated with Asajj Ventress, upset his first Separatist mission was a failure.

During the third month of the Clone Wars, Durge was sent to Queyta to help evacuate all essential personnel, including Jenna Zan Arbor. The factory on Queyta was where the swamp gas was being produced, and the CIS had just received a tip it was about to be raided by Jedi. Durge and Ventress had barely evacuated their VIPs before five Jedi, including Obi-Wan Kenobi, attacked. While Ventress secured the swamp gas sample and antidote, Durge fired on his own Skakoan workers, knowing their capture would compromise the project, and well aware the resulting explosion from breaching their pressure suits would allow him





to reach a more defensible position. Durge was happy to see the explosion killed Jedi Master Knol Ven'nari.

Durge quickly set the facility to sink into the lava floe it sat upon, and then rejoined the battle. He noted that Asajj Ventress still had the antidote, and was battling two Jedi. Durge swooped in with his jetpack and knocked Master Antilles off the bridge, giving Ventress a clear line of retreat. Durge followed Master Antilles down near the lava, where he drowned him face-first. Ventress had managed to kill two of the other Jedi, and left Obi-Wan alive on Dooku's orders. Durge and Ventress returned to Count Dooku to report a successful mission.

A month later, Durge was sent to Muunilist to protect the heads of the InterGalactic Banking Clan. Their homeworld was under assault by Obi-Wan Kenobi and his Clone Army. Durge largely watched the battle, biding his time until the Republic brought out SPHA-T Walkers. Durge had been waiting for the SPHA-Ts to be moved to an undefended position, and saddled up his sloop. Behind him were several dozen IG Lancer droids on speederbikes. Durge led his unit across the Republic's line of SPHA-Ts, reducing them to scrap metal.

Obi-Wan realized his army was in trouble, and mounted up several clones similarly, attacking Durge's force. Obi-Wan and Durge ended up jousting for several passes before Obi-Wan unseated him. Durge was able to return the favor, and the two dueled furiously. Durge unleashed every weapon in his arsenal, flechettes, flamethrowers, blasters, chains, and even his forearm energy shields, designed to parry lightsaber strikes. Unfortunately, Kenobi was the superior combatant, and he defeated each of Durge's attacks, and then launched one of his own. Durge was quickly overwhelmed by lightsaber strikes, and lost his right arm before being bisected and left for dead.

Enraged, Durge's body knitted itself back together and the deadly Gen'Dai raced back to the InterGalactic Banking Clan's control center. By the time Durge arrived, Obi-Wan and his clones had already taken over the control center and were negotiating a Banking Clan surrender. Durge flew right through the main transparisteel viewport and was targeted by the blasters of two dozen clone troopers. He was shot hundreds of times by the Clones, and as his armor buckled and disintegrated, his jetpack failed and he crashed into a fiery heap in the center of the control room where he was even hit with a PLX missile strike.

As the smoke cleared, Durge revealed his true nature. The Gen'dai are limited polymorphs, able to change the length of their limbs to great degrees. This natural ability had been greatly enhanced by the scientist who had forged Durge into a killing

machine millennia ago. Durge dueled with Kenobi again, this time using all his natural strength and rage. He was soon able to envelop Obi-Wan inside his body, taking the powerful Jedi out of the fight, or so he thought. Obi-Wan was very much alive, and used the Force to telekinetically expand a bubble of air around himself. Durge eventually exploded from the inside-out, splattering his body across the control room. Muunilist was lost to the Republic, and Durge was believed dead by the Jedi.

After two months of intense healing, Durge was still recovering on the Outer Rim Space Station Trenchant along with Asajj Ventress, who had been soundly defeated by the Jedi Padawan Anakin Skywalker on Yavin IV. The two were becoming something of a disappointment to Count Dooku, and he sent them after an intruder onboard the station. Little did they know the intruder was Dooku's cyborg Grievous. Thousands of years more advanced than Durge, and trained to kill Jedi, Durge and Ventress never had a chance. Durge was run through by the cyborg before being beheaded.

Durge spent much of the remainder of the Clone Wars healing and undertaking missions of little consequence. Five months before the end of the Clone Wars, Durge engineered a prison riot on the Outer Rim World of M'Bardi. Two Jedi had been sent to investigate, and Durge was given a chance to redeem himself. Masters Plo Koon and Kit Fisto were able to make short work of the Bounty Hunter, however, and trapped him under a large avalanche while they put down the riot. A month later, Obi-Wan was hot on the trail of Asajj Ventress, who was also believed dead. The trail led him to a ship rendezvous above Maramere. The crew onboard had been slaughtered, and Durge had booby-trapped the bridge.

Durge was pleased he would finally get a chance to kill the two Jedi who had plagued the Confederacy for the past two and a half years. Durge fought savagely, knowing this was to be his final battle. He had wired the entire ship with explosives, and as soon as a powerful electrical shock from Kenobi turned the battle in the Jedi's favor, Durge activated the thermal detonators, setting off explosions all over the ship. Kenobi fled to find Durge's ship, while Anakin was left to deal with the ancient bounty hunter on his own. Durge played with the young Jedi Knight, enjoying his kill, when Anakin surprised him.

Using the Force, Skywalker flung several of Durge's thermal detonators at him just before they exploded, turning Durge into a raging beast. Anakin then pushed Durge into an escape pod and activated it, guiding the pod directly into Maramere's sun. Durge was finally killed, his vendetta left unfulfilled.

Durge: Male Gen'dai Soldier 6 / Elite Trooper 7 / Acrobat 3; Init +3 (Dex); Defense 23 (+10 Class, +3 Dex); DR 7; Spd 10m; VP/WP 161/21; Atk +22/+17/+12 melee (1d3+7, unarmed in armor) or +22/+17/+12 melee (2d4+7, 20, armor blade) or +17/+12/+7 ranged (3d8/19-20, G8 Blaster Rifle in armor) or +13/+13/+8/+3 ranged (3d8/19-20, G8 Blaster Rifle multifire in armor) or +17/+12/+7 ranged (3d6/20, blaster pistol in armor) or +13/+8/+3 ranged (3d6/20, blaster pistol in armor) and +13 ranged (3d6/20, blaster pistol in armor); SQ Aerial Defense +2, Amazing Physiology, Flashy Flier, Healing Hibernation, Improved Flying Speed (+4 meters), Lab Experiment, Power Dive, Uncanny Dodge (dex bonus and can't be flanked), Weapon Focus (unarmed), Weapon Specialization (unarmed); SV Fort +15 Ref +13, Will +8; SZ M; FP 1; DSP 16; Rep +6; Str 18, Dex 16, Con 18, Int 14, Wis 13, Cha 11.
Equipment: Twin Blaster Pistols, Merr Sonn G8 Blaster Rifle, Unique Powered Armor, Magna Bolas (CCW pg 157).

Skills: Computer Use +6, Demolitions +18, Intimidate +16, Jump +16, Knowledge (Jedi Lore) +7, Knowledge (Mandalorian Lore) +7, Knowledge (history) +7, Knowledge (tactics) +14, Listen +11, Pilot +11, Sense Motive +9, Spot +12, Survival +16, Tumble +8.

Feats: Ambidexterity, Armor Familiarity (powered), Armor Proficiencies (light, medium, heavy, powered), Dodge, Exotic Weapon Proficiency (bola), Martial Arts, Point Blank Shot, Precise Shot, Toughness, Track, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vibro weapons).

Customized/Personalized Powered Battle

Armor

Max Dex Bonus: +1

Speed: 8m/4m fly 10m (good)

Availability: rare, unique

Proficiency Group: (powered)

Damage Reduction: 8

Armor Check Penalty: -7

Weight: 65 kg

Era: all

Strength Augmentation Powered Servos: provide an additional +6 equipment bonus to strength.

Computerized Targeting: suit has mounts to carry up to three ranged weapons of slive large or smaller as builtin parts of the armor;. These weapons receive a +2 equipment bonus on attack rolls. additional weapons may be carried and used by wearer, but are not attached to targeting system.

Flamethrower: 2d6 damage, 2m range increment, crit 20, 10 shots before it needs to be reloaded, fires only 3 range increments instead of normal 10.

Flechette Launchers (twin): 3D8 each, 10m range increment, crit 20, 12 shots each before reload. mutlifire and autofire.

Forearm Mounted Vibro Blade: 2d4+7 damage, crit 20

Twin Forearm Mounted Personal Energy Shields: designed specifically to combat jedi, when being attacked by a lightsaber, provides +4 to defense.

Jetpack: the suit is equipped with a custom jetpack that gives it the ability to fly at a speed of 10 meters with good maneuverability. The repulsorlift has an operational altitude of low (1000 meters) though in zero-g environments thrusters take over and allow flight in space.

Sensors: the suit grants its operator low-light vision and dark-vision out to 20 meters and provides electrobinocs, reducing wearers spot penalty to -1 every 20 meters.

Ghez Hokan - Mandalorian Mercenary

Ghez Hokan was born into Mandalorian heritage, his father trained him in the ways of the Mandalorian warrior, and it wasn't long before Hokan was a full-blown Mandalorian warrior himself. Eventually, there was a schism in the Mandalorian Clans, dividing into two factions known as the Death Watch and the Supercommandos. Hokan took up with the Death Watch, as he had grown into a sadist, taking great pleasure in killing in cold blood. Eventually, he grew too difficult for even the Death Watch to control, and he was ousted.

Hokan spent years working as a mercenary, until he was hired by the Trade Federation to protect Lik Annkit on the backwater world of Qiilura. When the Clone Wars broke out across the galaxy, he was given permission to recruit a small force of local thugs to help with security measures, as one Dr. Uthan was coming to Qiilura to continue research for the Separatists

on a secret project. Hokan was ruthless conducting security sweeps. He burned small villages to the ground, and murdered his own men when they proved disobedient. With the arrival of Dr. Uthan, Hokan was provided with some career officers by the Separatists to fill out his ranks.

Three months into the Clone Wars, Jedi were revealed to have been operating in secret on Qiilura. Jedi Master Fulier had gotten into a cantina brawl and was surprisingly bested by Hokan's men, who captured the aging Jedi Master. Hokan tortured Master Fulier and took his lightsaber, but was unable to get much useful information, beyond the fact that he did have a Padawan on planet.

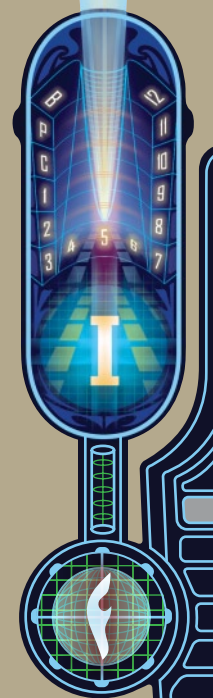
Days later, there was a strange shuttle crash, and it wasn't long before Hokan surmised the Republic had finally decided to attack the facility he was contracted to protect. However, Hokan's forces were not nearly up to the task of defending the facility, and he made his protests clear to Dr. Uthan. She agreed to his demands and appeased him with one-hundred battle droids. She also filled Hokan in on the details of her project. She revealed she was manufacturing a virus specifically targeted to kill the clones, clones of the greatest Mandalorian warrior in the current era, Jango Fett. Enraged, Hokan took on a commission of the rank of Major with the Separatists, intent to destroy the abominations of Mandalorian culture that was the Grand Army of the Republic.

Major Hokan was adept at playing shadow games, bluffs, feints and double-bluffs. He ordered a curfew around the farming communities, to more easily track his prey. He had been able to deduce that his target consisted of no more than ten commandos and one Jedi Padawan. After inspecting various sightings of troops, and gathering intelligence from local farmers, his droid forces were finally able to catch up to one of the commandos and the Padawan and engage them. The two enemy contacts managed to escape, but Hokan felt he had taken their measure.

Then Hokan was infuriated to find that the spaceport city of Teklet had been assaulted, cutting off planet-wide communications eavesdropping ability, as well as cutting off all Separatist comms beyond battle droid internal comlinks. Hokan decided it was no longer effective to try and find the commandos, but instead to present them with their target and lay in wait. He made a show of moving Dr. Uthan's facility into Lik Annkit's villa, and then quietly reinforced the villa to make it more defensible, and packed the basement with explosives. He hoped the commandos would enter the building, and he could destroy the villa from afar, killing his adversaries. Meanwhile, Dr. Uthan's team remained safe in their research bunker, where only a token droid force remained.

Shortly after this massive effort, one of Hokan's missing lieutenants reappeared, explaining he had been captured by the commandos. In hopes of preserving his life, the missing officer offered intelligence on the commandos, explaining there were two commando squads, and one Jedi Padawan female. Satisfied, Hokan beheaded the Weequay officer and re-dispersed his forces equally between the villa and the research facility.

Unfortunately, the commandos managed to destroy the villa and then infiltrate the research facility from a sewer system. They then activated an alarm, sealing all of the blast-doors, effectively trapping Hokan in a storage room with his new chief officer, Hurati. As Hokan slashed at the door with his stolen lightsaber, the commandos managed to escape with Dr. Uthan. Eventually, Hurati was able to disable the doors and free Hokan,



who was grateful. He immediately made an attempt to evacuate the four remaining research scientists to another location, but they were killed in transit. The commandos also called in an orbital bombardment on the facility, destroying all the samples of the virus. Hokan and Hurati agreed the only remaining course of action was to track down the clones and rescue Dr. Uthan before she could be taken off planet.

Hurati managed to find the commandos first, and called in his position before opening fire. Hurati managed to wound the commando known as Atin before being killed by Darman, another member of Delta Squad. Hokan was racing toward the site of the engagement on his speeder bike when he was spotted by Fi and Niner, two other Delta members. Hokan was fired upon, which upset his speeder and threw him. He suffered a major leg wound, but was able to draw his blaster pistol and Verpine shatter gun and head to cover.

Hokan ingeniously kept the two commandos pinned down with indiscriminate weapons fire and then tossed an EMP grenade at them. The commandos were far less effective without their helmets, which fed them sensory data. Hokan continued to fire, until he heard one of the clones begin screaming for his sergeant. Unable to bear the noise any longer, Hokan crept over to investigate, and put the heretical clone of the great Mandalorian warrior Jango Fett out of his misery. Hokan offered a word of solace before preparing to slit the commandos throat with a vibroblade, when instead, Hokan was beheaded by Jedi Padawan Etain Tur-Mukan from behind. His armor was appropriated by Fi, who kept it as a trophy.

Ghez Hokan: Male Human Soldier 7/Mandalorian Warrior 5; Init +2 (Dex); Defense 21 (+9 class, +2 Dex); Spd 10m; VP/WP 83/12; Atk +13/+8/+3 melee (2d6+1/20, vibroblade) or +15/+10/+5 ranged (6d6/19-20, verpine shatter gun); SQ Armor Familiarity, Mandalorian Armor, Mandalorian Battle Prowess, Mandalorian Rage, Mandalorian Reputation; SV Fort +9 Ref +7, Will +7; SZ M; FP 1; DSP 15; Rep +4; Str 12, Dex 14, Con 12, Int 16, Wis 15, Cha 12.

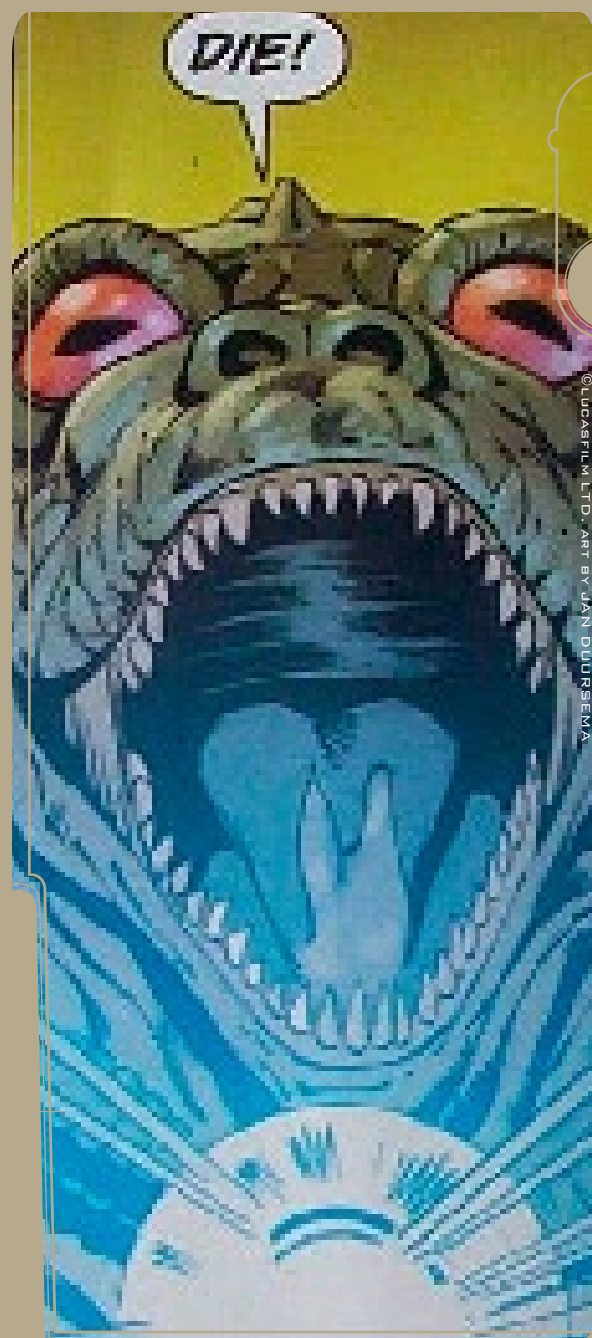
Equipment: Verpine Shatter-Gun, Rope Spike, vibroblade, Blaster Pistol, Customized Medium Mandalorian Armor.

Skills: Bluff +13, Computer Use +8, Demolitions +13, Disable Device +5, Gather Information +13, Intimidate +20, Knowledge (Mandalorian Culture) +11, Knowledge (tactics) +18, Pilot +7, Profession (mercenary) +10, Read/Write Basic, Read/Write Mando'a, Repair +11, Sense Motive +14, Speak Basic, Speak Mando'a, Survival +10, Treat Injury +6.

Feats: Ambidexterity, Armor Proficiencies (light, medium, heavy, powered), Combat Expertise, Cosmopolitan (Intimidate), Far Shot, Improved Feint, Martial Arts, Persuasive, Point Blank Shot, Precise Shot, Skeptical, Track, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, slugthrowers, simple weapons, vibro weapons).

Karniss - Trandoshan Slaver

Karniss was a Trandoshan allied with the Separatists, who promised free raids on Kashyyyk if they were to ally. Karniss spent much of the Clone Wars leading raids on the planet for Wookiee slaves. At the very end of the Clone Wars, he led one final raid. Karniss had heard rumors of the Claatuvac Guild in Palsaang, who had in their possession secret hyperspace routes. Karniss knew that such a prize would fetch a great sum on the open market, so, disguised as a normal slaving party, Karniss led his men to Palsaang.



KARNISS

Unfortunately, he was ambushed by a Wookiee and Clone force led by Jedi Masters Quinlan Vos and Luminara Unduli. Despite calling in crab droids as backup, the Jedi emerged victorious, and Karniss was badly wounded. The Jedi tried to heal him and pick his brain at the same time, and Karniss was unable to resist, giving up his mission protocols. Knowing he could never live with the knowledge of the secret routes in the open, he gathered his strength and grabbed a clonetrooper's rifle, firing on the Jedi wildly. Commander Faie shot and killed Karniss on the spot, sending him to his beloved Scorekeeper.

Karniss: Male Trandoshan Scout 4/Slaver 4; Init +0 (dex); Defense 17 (+6 class, +1 sq); Spd 10m; VP/WP 59/14; Atk +7 melee

(1d3+2, unarmed) or +5 ranged (stun DC 21, stun carbine); SQ Darkvision, Disabling Attack, Heart +1, Natural Armor, Ruthless Slaver, Slave Target Bonus +2, Trailblazing, Uncanny Dodge; SV Fort +7 Ref +5, Will +5; SZ M; FP 1; DSP 8; Rep +4; Str 14, Dex 11, Con 14, Int 12, Wis 12, Cha 11.

Equipment: Slavemaster Stun Carbine, Blaster Pistol.

Skills: Astrogate +9, Computer Use +4, Gather Information +6, Intimidate +8, Knowledge (alien species) +8, Listen +5, Pilot +7, Profession (slaver) +8, Read/Write Basic, Read/Write Dosh, Search +7, Speak Basic, Speak Dosh, Spot +6, Survival +14.

Feats: Cosmopolitan (Intimidate), Martial Arts, Shady Merchant, Skill Emphasis (Survival), Starship Operation (Transport), Track, Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Confederate Scientists

Although a significant portion of the Confederates waged war against the Republic, others assisted the Separatists through innovation. Scientists from all over the galaxy created new technologies for the Confederacy to use in its struggle against the Republic. These are the most notable of those scientists.

Jenna Zan Arbor - Confederate Scientist

Twenty years before the Clone Wars, Jenna Zan Arbor was a famous research scientist renowned galaxy wide for the many plagues she had cured, such as when the Tendor Virus swept through the Caldoni System, or genetically engineering a new food source during a large famine on Rend V. She was considered the foremost Transgenic Scientist in the galaxy, and one of the greater humanitarians of her day. The image she presented the public couldn't be further from the truth. Jenna Zan Arbor quickly grew frustrated with bureaucracy and having to fight for funding. She was a slave to her own hubris, and felt the only mystery left worth scientifically investigating was the Force. She began creating new biological weapons to introduce onto unsuspecting planets, waiting for the plague to spread rampant before offering her cure for millions of credits.

To help her achieve her dubious ends, Zan Arbor enlisted the assistance of Senator Uta S'orn, considered one of the most respectable and uncorruptable politicians in the Republic Senate. She paid Uta off to change senate voting logs to help Zan Arbor pass laws to allow her to conduct her experiments unfettered. Eventually, Uta revealed that her son was Force Sensitive in confidence, and Jenna Zan Arbor took the opportunity to offer him a job as an experimental subject during a time when he was on his own in the galaxy and in desperate need of credits. She conducted heinous experiments on the boy, draining his blood to quantify, measure and catalogue midichlorians and The Force. She was frustrated with young S'orn though, as he had no control over the Force. Senator S'orn's son died in captivity.

With her only living subject useless, Jenna Zan Arbor found and captured an old Jedi Master named Noor R'aya. He was far too near death as it was to provide all the info Zan Arbor desired, but he greatly increased her knowledge of the Force. She kept the aging Jedi Master captive for many months, draining small amounts of his blood and using sensors to measure the effects on the body when using the Force. Unfortunately, her datapad was stolen from Senator S'orn's office by a random thug, and Jedi Qui-Gon Jinn and his Padawan Obi-Wan Kenobi were soon on her trail. Upset she might get found out, she managed to capture Qui-Gon Jinn and move from her lab on Ventru

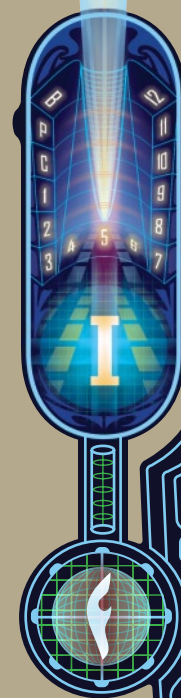


JENNA ZAN ARBOR

and move to her secret lab on Simpla-12, conducting her experiments on Qui-Gon Jinn, a Jedi in his prime. Obi-Wan Kenobi quickly managed to track his master and Zan Arbor to Simpla-12, bringing Adi Gallia and her Padawan, Siri Tachi. Together, the Jedi were able to infiltrate Zan Arbor's facility and eventually capture Zan Arbor and free both Qui-Gon Jinn and Master Noor R'aya. Jenna Zan Arbor was sent to a prison world, where she stayed for nearly eighteen years.

A few years before the Clone Wars, Jenna Zan Arbor had formed an alliance with Granta Omega, the son of Xanatos, a Dark Jedi formerly apprenticed to Qui-Gon Jinn. Omega managed to arrange for Zan Arbor's freedom, citing a plot to ultimately take over the Galactic Senate to win the favor of the Sith. Zan Arbor eagerly partnered up, and was discovered by Anakin Skywalker on Vanqor, testing her Zone of Self-Containment, a drug that kept a being perfectly content and unwilling to act rashly. Anakin soon managed to escape with Obi-Wan's help, and Jenna realized she was close to being fully discovered by the Jedi. She took the credits given to her by the Vanqor for handling their political dissidents, bought herself a Luxe Flight-transport, and fled.

Zan Arbor went into hiding on Romin, a planet ruled by a man named Roy Teda, known to be a safe haven for criminals. Zan Arbor was approached by the Slam Gang, who was really Obi-Wan Kenobi working undercover trying to arrest Zan Arbor. They offered her a place on their team for a heist, but she declined, intent on carrying out Omega's plan to control the Senate. However, the Jedi later engineered a revolution on the planet, and Zan Arbor was suddenly without a way off-planet to meet up with Granta Omega. She asked the Slam Gang to get her off-world, not realizing they were actually Jedi. Fortunately



for Zan Arbor, the real Slam Gang showed up just before the Jedi could take her. Zan Arbor had the Jedi imprisoned, but they were soon freed, and after a briefly being imprisoned, Zan Arbor bribed the right people and managed to escape the planet with the Slam Gang, where they went to Falleen to test a new delivery method for one of Zan Arbor's biological weapons.

In a brilliant scheme, Omega and Zan Arbor had the Slam Gang try to heist the All-Planets Relief Fund, using that to distract the Jedi as a red herring. Meanwhile, Zan Arbor and Omega infiltrated the Senate building, intent on killing Palpatine and much of the Senate, and then having two senators in their pocket, Sanu Sauro and Bog Divinian, rise to power in the vacuum. As expected, the Jedi shut down the water mains, expecting Zan Arbor's poison to use a water delivery method. Omega and Zan Arbor used the opening to infiltrate the air vents through the water main, ready to release their biological agent on the senate, as well as a hail of seeker droids. Unfortunately, Obi-Wan Kenobi saw through the plot and managed to stop the new biological weapon from being deployed. Zan Arbor and Omega would have been caught then and there if Omega didn't release four-dozen seeker droids to deal with the persistent Jedi. The two were nearly caught again at the spaceport trying to lift off, but Omega bluffed with his seeker remote, threatening to kill all the Senators. While Zan Arbor was badly burned on the legs during the standoff, the two were able to escape. The Jedi soon realized the seekers had already been activated, and the plot was responsible for the deaths of twenty-one Senators, fourteen Aides, and ten senatorial guardsmen.

Zan Arbor and Omega fled to Korriban to meet with their Sith backer, Count Dooku. They soon discovered that eight Jedi were hot on their heels, including Obi-Wan Kenobi. Zan Arbor had no interest in revenge on the Jedi, unlike her partner Granta Omega. She merely wanted to meet with Dooku to get the resources, wealth, secrets and army that the Sith had promised them. Omega had other ideas, and died trying to extract his revenge on Obi-Wan Kenobi. Zan Arbor, however, escaped with Count Dooku, and joined the fledgling Separatist movement.

Zan Arbor worked for the Confederacy during the length of the Clone Wars. She was credited with the creation of Dragon's Breath, or Trihexalon, a weapon used by the Separatist's Cavik Toth. She was responsible for the swamp gas used on Oh'ma Duun that nearly killed Obi-Wan Kenobi, as well as the upgraded version and antidote Obi-Wan would later retrieve from her lab on Queyta, just days after she had evacuated it. She was also credited with the creation of Trihexilophine-1138, an upgraded version that is much more potent, which was ultimately responsible for the destruction of the planet Honoghr. Some time after the Clone Wars, she was again spotted on Korriban, visiting the Valley of the Dark Lords for reasons unknown. Her fate through the reign of the Empire is unknown.

Jenna Zan Arbor: Female Human Noble 8 / Scientist 5; Init +1 (Dex); Defense 19 (+8 Class, +1 Dex); Spd 10m; VP/WP 31/9; Atk +8/+3 melee (1d3-1, unarmed) or +10/+5 ranged; SQ Area of Expertise (Biologist, Geneticist, Theoretical Scientist (biologist), Bonus Class Skill (bluff), Coordinate +2, Favor +5, Inspire Confidence, Research Scientist, Resource Access, Scientific Aide, Scientific Breakthrough; SV Fort +3 Ref +7, Will +11; SZ M; FP 1; DSP 15; Rep +10; Str 9, Dex 13, Con 9, Int 18, Wis 12, Cha 15.

Equipment: Septsilk Robes, Labcoat, Comlink, Datapad.

Skills: Appraise +10, Astrogate +9, Bluff +10, Computer Use +15, Craft (slugthrowers) +9, Demolitions +6, Diplomacy +10,

Gather Information +12, Intimidate +9, Knowledge (biology) +20, Knowledge (chemistry) +20, Knowledge (engineering) +12, Knowledge (genetics) +23, Knowledge (Jedi Lore) +11, Knowledge (politics) +10, Knowledge (Sith Lore) +10, Listen +10, Pilot +7, Profession (transgenic scientist) +17, Read/Write Basic, Search +16, Sense Motive +12, Speak Basic, Spot +7.

Feats: Contact, Dodge, Headstrong, Infamy, Perfect Memory, Political Pull, Sharp-Eyed, Skill Emphasis (Knowledge (genetics)), Starship Operation (space transports), Weapon Group Proficiencies (blaster pistols, simple weapons).

Ovolot Qail Uthan - Confederate Doctor

Doctor Ovolot Qail Uthan became a member of the Separatist movement shortly before the Clone Wars, and when the Clone Wars finally did break out, and the Confederacy realized it was a clone army they were up against, the CIS immediately contracted Doctor Uthan to create a biological nano-virus to destroy the entire army. Uthan gathered a team of five of the Confederacy's most promising geneticists and biologists to begin working on the project on a small backwater world known as Qiilura, hoping the planet's anonymity would provide a strong degree of protection.

Three months into her research, Doctor Uthan was concerned for the safety of her project. Neimoidian Lik Ankitt was charged with providing security for the project, but he had only hired one soldier of quality in former Death Watch Commando Ghez Hokan. The rest of the security forces were comprised of local thugs. Uthan had a private meeting with Hokan and explained to him exactly what the Republic Army was composed of; clones of Mandalorian Warrior Jango Fett. Enraged, Hokan accepted her offer of a field commission in the CIS and a hundred battle droids.

Hokan took the first opportunity to test security at Doctor Uthan's lab facility, and Ovolot was woken in the middle of the night to blaster fire. Hokan used her impromptu wake-up call to inform her that he felt it was necessary to relocate her project for safety concerns. Republic Commandos had landed on the planet, and he felt it best to hide Doctor Uthan and her staff. Ovolot saw reason in the move and agreed, transferring the key elements of her nano-virus and her staff members to Lik Ankitt's luxurious villa. Days later, after Hokan had taken the measure of the commando force, Doctor Uthan was allowed to move back into her secure facility.

Her people were still settling back into the lab when she was visited by Hokan again. This time the Mandalorian informed her that the commandos were actually clones. Doctor Uthan was excited by the prospect, hoping that Hokan would be able to capture one as a test subject. She felt this would speed up weaponization of the project by several months. Unfortunately, Hokan said that would be unlikely, and instead provided her with a verpine shatter gun to use for personal protection, and a handful of Trandoshan Slavers to use as personal bodyguards.

Within days, the Clone Commandos had destroyed Lik Ankitt's villa and had infiltrated Doctor Uthan's bio-hazard laboratory. They activated an alarm, causing all of the secure bulkheads to drop, locking themselves in a room with Doctor Uthan, her staff, and her trandoshan guard. The commandos quickly dispatched the guard and killed one of Doctor Uthan's assistants before kidnapping Ovolot. During the long walk to the commando's extraction point, one of the clones was shot with a verpine shatter gun, and a piece of shrapnel embedded itself in Doctor Uthan's abdomen. Wounded, she was carried back to

a Republic gunship where she was turned over to a Gran Medic and ARC Captain Maze. It is unknown if she was able to recover from her wound and remain a prisoner or if she died.

Dvolot Qail Uthan: Female Human Tech Specialist 5/Scientist 4; Init +0 (dex); Defense 17 (+7 class); Spd 10m; VP/WP 29/9; Atk +4 melee (1d3-1, unarmed) or +5 ranged; SQ Expert, Instant Mastery (Knowledge (engineering)), Research, Tech Speciality (Craft (medpacs)); SV Fort +2 Ref +4, Will +8; SZ M; FP 1; DSP 5; Rep +7; Str 8, Dex 11, Con 9, Int 18, Wis 14, Cha 14.

Equipment: Labcoat, Comlink, Datapad, Septsilk Gown.

Skills: Computer Use +14, Craft (medpacs) +10, Diplomacy +12, Gather Information +12, Intimidate +8, Knowledge (alien species) +9, Knowledge (biology) +19, Knowledge (chemistry) +15, Knowledge (engineering) +8, Knowledge (genetics) +19, Knowledge (medicine) +16, Knowledge (technology) +12, Profession (scientist) +14, Read/Write Basic, Search +9, Speak Basic, Treat Injury +6.

Feats: Cosmopolitan (Diplomacy), Infamy, Iron Will, Perfect Memory, Skill Emphasis (Knowledge: Biology), Skill Empha-

sis (Knowledge (biology), Knowledge (chemistry), Knowledge (genetics)), Weapon Group Proficiencies (simple weapons).

Confederate Soldiers

Not all of the Separatists' foot soldiers were battle droids. Many of the organizations that formed the Confederacy of Independent Systems had biological army and security forces. These are the most prominent of those soldiers.

Geonosian Warrior (Low Level): Male Thug 2; Init +0 (Dex); Defense 13 (+1 class, +2 Natural Armor); Spd 10m; VP/WP 0/10; Atk +3 melee (1d3+1, unarmed) or +2 ranged; SQ Low-light Vision, Natural Armor (+2), Radiation Resistance (+2), Skill Bonus (+2 to all Craft skills); SV Fort +3 Ref +0, Will +0; SZ M; FP 0; DSP 0; Rep +0; Str 12, Dex 10, Con 10, Int 8, Wis 10, Cha 18.

Equipment: Sonic Blaster or Electro-staff.

Skills: Intimidate +1, Ride +4.

Feats: Exotic Weapon Proficiency (electro-staff), Weapon Group Proficiencies (blaster pistols, simple weapons, vibro weapons).

Geonosian Warrior (Mid Level): Male Thug 4; Init +0 (Dex); Defense 14 (+2 class, +2 Natural Armor); Spd 10m; VP/WP 0/10; Atk +5 melee (1d3+1, unarmed) or +4 ranged; SQ Low-light Vision, Natural Armor (+2), Radiation Resistance (+2), Skill Bonus (+2 to all Craft skills); SV Fort +4 Ref +1, Will +1; SZ M; FP 0; DSP 0; Rep +0; Str 12, Dex 10, Con 10, Int 8, Wis 10, Cha 18.

Equipment: Sonic Blaster or Electro-staff.

Skills: Intimidate +2, Ride +5.

Feats: Exotic Weapon Proficiency (electro-staff, sonic staff), Weapon Group Proficiencies (blaster pistols, simple weapons, vibro weapons).

Geonosian Warrior (High Level): Male Thug 6; Init +0 (Dex); Defense 14 (+2 class, +2 Natural Armor); Spd 10m; VP/WP 0/10; Atk +7/+2 melee (1d3+1, unarmed) or +6/+1 ranged; SQ Low-light Vision, Natural Armor (+2), Radiation Resistance (+2), Skill Bonus (+2 to all Craft skills); SV Fort +4 Ref +1, Will +1; SZ M; FP 0; DSP 0; Rep +0; Str 12, Dex 11, Con 10, Int 8, Wis 10, Cha 18.

Equipment: Sonic Blaster or Electro-staff.

Skills: Intimidate +3, Ride +6.

Feats: Exotic Weapon Proficiency (electro-staff, sonic staff), Mounted Combat, Weapon Group Proficiencies (blaster pistols, simple weapons, vibro weapons).

Gossam Commando (Low Level): Male Thug 4; Init +1 (Dex); Defense 14 (+2 class, +1 Dex, +1 Size); Spd 6m; VP/WP 0/8; Atk +3 melee (1d3-1, unarmed) or +5 ranged (3d8/20, blaster rifle); SQ Skill Bonus (+4 to Diplomacy when haggling over prices); SV Fort +3 Ref +2, Will +2; SZ S; FP 0; DSP 0; Rep +1; Str 8, Dex 13, Con 8, Int 10, Wis 12, Cha 12.

Equipment: Blaster Rifle.

Skills: Climb +1, Diplomacy +4 (when haggling only), Intimidate +4, Jump +1, Profession (soldier) +4.

Feats: Armor Proficiency (light), Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Gossam Commando (Mid Level): Male Thug 8; Init +2 (Dex); Defense 16 (+3 class, +2 Dex, +1 Size); Spd 6m; VP/WP 0/8; Atk +7/+2 melee (1d3-1, unarmed) or +10/+5 ranged (3d8/20, blaster rifle); SQ Skill Bonus (+4 to Diplomacy when haggling over prices); SV

Allies of the Confederacy

[Diplomacy +18] [Sense Motive +8]

Senator Arcel Mosbree: Senator Mosbree represented the planet of Brentaal IV prior to and during the Clone Wars. He sided with the Separatists under charismatic leader Shogar Tok, but when the Republic reclaimed the planet, he was arrested and replaced by Jerrod Maclain.

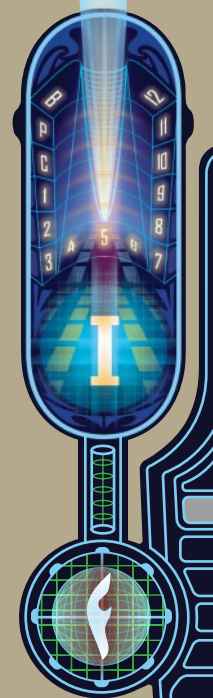
Senator Tyreca Bremack: This human female Senator joined the Confederacy just prior to the Clone Wars. She represented the Agamar and Lahara Sectors.

King Alaric: An old friend of Yoda, Alaric was a Sephi representing Thustra. As the Clone Wars raged on, he chose to side with the Separatists, citing mass corruption in the Republic Senate. His kin, Senator Navi, was able to manipulate him into a confrontation with Yoda, as the King believed Yoda had betrayed him. Yoda was forced to kill the King, which brought the people of the sector together under the Separatist Banner.

Aide Moje: Assistant to Senator Navi of Thustra, Moje did much of the Senator's dirty work. A strong manipulator and convincing liar, Moje helped Navi manipulate the Jedi and the King into war, in hopes Navi would be poised to take up position as King of Thustra. Instead, the plot was uncovered by the Jedi, and Navi and Moje were arrested.

Master Creator of New Products Dif Gehad: At the end of the first year of the Clone Wars, accompanied fellow Neimoidian Commander Tok Ashel to Cartao to seize Spaarti Designs for the Confederacy. Gehad's mission was to perfect the new D-90 Battle Droid on the Spaarti assembly lines. Ultimately, his mission was a failure, but his fate is unknown.

Technician B'Wuf: Accompanied Admiral Pors Tonith down to Praesitlyn to capture the Holonet Communications Facility. B'wuf crumbled under the extreme pressure and questioned Admiral Tonith one time too many, and was put in a corner under droid guard with orders to kill if he moved. He was eventually captured by Anakin Skywalker and Republic forces. ☹️



Fort +5 Ref +3, Will +3; SZ S; FP 0; DSP 0; Rep +2; Str 8, Dex 14, Con 8, Int 10, Wis 12, Cha 12.

Equipment: Blaster Rifle.

Skills: Climb +4, Diplomacy +4 (when haggling only), Intimidate +5, Jump +4, Profession (soldier) +5, Swim +3.

Feats: Armor Proficiency (light), Athletic, Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Gossam Commando (High Level): Male Thug 12; Init +2 (Dex); Defense 17 (+4 class, +2 Dex, +1 Size); Spd 6m; VP/WP 0/9; Atk +11/+6/+1 melee (1d3-1, unarmed) or +14/+9/+4 ranged (3d8/20, blaster rifle); SQ Skill Bonus (+4 to Diplomacy when haggling over prices); SV Fort +7 Ref +5, Will +5; SZ S; FP 0; DSP 0; Rep +3; Str 8, Dex 14, Con 9, Int 10, Wis 12, Cha 12.

Equipment: Blaster Rifle.

Skills: Climb +6, Diplomacy +4 (when haggling only), Intimidate +6, Jump +5, Profession (soldier) +8, Ride +4, Swim +6.

Feats: Armor Proficiency (light), Athletic, Run, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons).

Jabiiimite Nimbus Commando (Low Level): Male Thug 4; Init +1 (Dex); Defense 13 (+2 class, +1 Dex); Spd 10m; VP/WP 0/12; Atk +5 melee (1d3+1, unarmed) or +5 ranged (3d8/20, blaster rifle); SQ None; SV Fort +5 Ref +2, Will +1; SZ M; FP 0; DSP 0; Rep +1; Str 12, Dex 13, Con 12, Int 10, Wis 10, Cha 10.

Equipment: Blaster rifle, repulsor boots.

Skills: Balance +2, Intimidate +4, Jump +4, Profession (soldier) +4.

Feats: Armor Proficiency (light), Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Jabiiimite Nimbus Commando (Mid Level): Male Thug 4 / Soldier 4; Init +2 (Dex); Defense 16 (+4 class, +2 Dex); Spd 10m; VP/WP

32/12; Atk +9/+4 melee (1d3+1, unarmed) or +9/+4 ranged (3d8/20, blaster rifle); SQ None; SV Fort +9 Ref +4, Will +2; SZ M; FP 1; DSP 0; Rep +2; Str 12, Dex 14, Con 12, Int 10, Wis 10, Cha 10.

Equipment: Blaster rifle, repulsor boots.

Skills: Balance +3, Demolitions +5, Intimidate +5, Jump +5, Pilot +7, Profession (soldier) +7.

Feats: Armor Proficiency (light, medium, heavy, powered), Dodge, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vibro weapons).

Jabiiimite Nimbus Commando (High Level): Male Thug 4 / Soldier 4 / Scout 4; Init +2 (Dex); Defense 17 (+5 class, +2 Dex); Spd 10m; VP/WP 62/12; Atk +12/+7/+2 melee (1d3+1, unarmed) or +12/+7/+2 ranged (3d8/20, blaster rifle); SQ Heart +1, Trailblazing, Uncanny Dodge (Dex Bonus to Defense); SV Fort +12 Ref +6, Will +4; SZ M; FP 3; DSP 0; Rep +3; Str 13, Dex 14, Con 12, Int 10, Wis 10, Cha 10.

Equipment: Blaster rifle, repulsor boots.

Skills: Balance +4, Demolitions +6, Intimidate +7, Jump +6, Pilot +8, Profession (soldier) +9, Search +6, Survival +12.

Feats: Armor Proficiency (light, medium, heavy, powered), Dodge, Endurance, Mobility, Rugged, Weapon Group Proficiencies (blaster pistols, blaster rifles, heavy weapons, simple weapons, vibro weapons).

Koorivar Fusilier (Low Level): Male Thug 4; Init +0 (Dex); Defense 12 (+2 class); Spd 10m; VP/WP 0/8; Atk +4 melee (1d3, unarmed) or +4 ranged (2d8/20, slugthrower rifle); SQ Skill Bonus (+2 to Sense Motive), Strong-willed, Wealthy; SV Fort +3 Ref +1, Will +2; SZ M; FP 0; DSP 0; Rep +1; Str 10, Dex 11, Con 8, Int 12, Wis 10, Cha 12.

Equipment: Slugthrower rifle.



Skills: Climb +4, Intimidate +6, Jump +4, Knowledge (tactics), +2, Profession (soldier) +7.

Feats: Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons, slugthrowers).

Koorivar Fusilier (Mid Level): Male Thug 8; Init +1 (Dex); Defense 14 (+3 class, +1 Dex); Spd 10m; VP/WP 0/8; Atk +8/+3 melee (1d3, unarmed) or +9/+4 ranged (2d8/20, slugthrower rifle); SQ Skill Bonus (+2 to Sense Motive), Strong-willed, Wealthy; SV Fort +5 Ref +2, Will +3; SZ M; FP 0; DSP 0; Rep +2; Str 10, Dex 12, Con 8, Int 12, Wis 10, Cha 12.

Equipment: Slugthrower rifle.

Skills: Climb +5, Intimidate +6, Jump +5, Knowledge (tactics) +5, Profession (soldier) +10.

Feats: Armor Proficiency (light), Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons, slugthrowers).

Koorivar Fusilier (High Level): Male Thug 12; Init +1 (Dex); Defense 15 (+4 class, +1 Dex); Spd 10m; VP/WP 0/8; Atk +12/+7/+2 melee (1d3, unarmed) or +13/+8/+3 ranged (2d8/20, slugthrower rifle); SQ Skill Bonus (+2 to Sense Motive), Strong-willed, Wealthy; SV Fort +7 Ref +4, Will +5; SZ M; FP 0; DSP 0; Rep +3; Str 10, Dex 13, Con 8, Int 12, Wis 10, Cha 12.

Equipment: Slugthrower rifle.

Skills: Climb +6, Intimidate +7, Jump +6, Knowledge (tactics) +6, Profession (soldier) +14.

Feats: Armor Proficiency (light, medium), Weapon Focus (slugthrower), Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons, slugthrowers).

Neimoidian Brute Guard

In addition to their standard conscripts, the Neimoidians of the Trade Federation forcibly experimented on a select few of their prisoners, genetically altering their physical make-up. They were augmented to be larger in size, stronger, and less intelligent. Named the Brute Guard, these soldiers are extremely unstable and are prone to fits of rage to which they do not care who is the focal point. They often attack anything that moves, including allied soldiers. Because of their unpredictability, these types of soldiers are usually kept in stasis until the situation desperately called for their service. However, when they are unleashed and focus their rage on a specific target, they are extremely deadly opponents.

Neimoidian Brute Guard: Male Neimoidian Thug 8; Init +1 (Dex); Defense 13 (+3 class, +1 Dex, -1 Size); DR 3; Spd 10m; VP/WP 0/26; Atk +13/+8 melee (2d10+5/20, vibro-ax) or +13/+8 melee (1d4+5, unarmed) or +9 ranged; SQ Berserker Rage, Genetically Altered; SV Fort +10, Ref +2, Will +0; SZ L; FP 0; DSP 0; Rep +2; Str 20, Dex 12, Con 20, Int 8, Wis 6, Cha 8.

Equipment: Combat jumpsuit, Vibro-ax.

Skills: Climb +6, Intimidate +8, Jump +6, Read/Write Neimoidian, Read/Write Pak Pak, Speak Neimoidian, Speak Pak Pak.

Feats: Armor Proficiency (light), Power Attack, Toughness (x2), Weapon Group Proficiency (vibro weapons).

Neimoidian Gunnery Battalions

Not all of the Confederacy's armies were made up of droids. When the Trade Federation pledged their forces to the Separatist cause, it included their Neimoidian armed forces. The Neimoidians employed the use of convicts as soldiers by promising the prisoners reprieves or reduced sentences – even though the

fatality rate amongst this group was extremely high. These criminals made up the Neimoidian Gunnery Battalion, and were most commonly stationed as guards to Separatist commanders, outposts and personal protection to certain dignitaries. These gunnery soldiers were also stationed in locales where typical battle droids didn't fare well, such as the agricultural facilities on the planet Moorja, where ion storms plagued the land and wreaked havoc on electrical systems.

Neimoidian Gunnery Battalion Soldier: Male Neimoidian Thug 4; Init +2 (Dex); Defense 14 (+2 class, +2 Dex); DR 3; Spd 10m; VP/WP 0/13; Atk +4 melee (1d6/20, baton) or +4 melee (1d3, unarmed) or +7 ranged (3d8/19-20, blaster rifle); SQ Shrewd and Deceitful; SV Fort +6, Ref +3, Will +2; SZ M; FP 0; DSP 0; Rep +1; Str 10, Dex 14, Con 13, Int 12, Wis 12, Cha 8.

Equipment: Combat jumpsuit, baton, blaster rifle.

Skills: Appraise +3, Bluff +3, Intimidate +4, Knowledge (tactics) +5, Profession (soldier) +7, Read/Write Neimoidian, Read/Write Pak Pak, Repair +2, Speak Basic, Speak Neimoidian, Speak Pak Pak.

Feats: Armor Proficiency (light), Weapon Focus (blaster rifle), Weapon Group Proficiencies (blaster pistols, blaster rifles, simple weapons).

Credits

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