

PROPOLISTM



RULEBOOK



CREDITS

Game Design

Molly Johnson, Robert Melvin, Shawn Stankewich

Solo Mode Design

Shawn Stankewich

Development

Joseph Z. Chen, David Iezzi, Molly Johnson, Robert Melvin,
Shawn Stankewich

Creative Direction

Molly Johnson, Shawn Stankewich

Illustration

Dylan Mangini

Graphic Design

Dylan Mangini, Shawn Stankewich

Editing

Joseph Z. Chen, Robert Melvin, Molly Johnson, Shawn Stankewich

AEG Director of Projects

Adelheid Zimmerman

Production

David Lepore

Special Thanks

Kimberley Bamburak, Doug Beyers, Nicolas Bongiu, Haley Shae Brown, Brian Chandler, Max Clendenning, Randy Flynn, Kevin Grote, Patrick Hayden, Tami Hurlburt, Ashwin Kamath, Anuj Khattar, Carla Kopp, Charlotte Kyle, Robert Newton, Aaron Russin, Ted Schaller, Cody Thompson, Emily Vincent, Connor Wake, Josh Williams, Kyndra Williams, Amanda Wong, John Zinser.

Arcane Comics, Blue Highway Games, Old Man Games, Playtest Northwest, Seattle Tabletop Designers, and Zephyr Workshop.

©2025 Alderac Entertainment Group.

2505 Arnhem Village Drive, Suite E-521, Henderson, NV 89052, USA. Propolis and all related marks are ™ or ® and © where indicated Alderac Entertainment Group, Inc. or Flatout Games. All rights reserved. Made in China.



OVERVIEW

PROPOLIS™ is a worker placement, engine building, area control, and tableau building game for 1–4 players. Players take on the role of competing medieval bee colonies and take turns deploying worker bees to collect pollen, fortifying their positions, and constructing their hives to appease their queen to become the most glorious in the land! As bees compete over the realm's floral landscapes, they will be collecting the propolis they need to build their hives. Attaining dominance in different realms provides additional glory and building materials. As hives expand, new structures provide additional resources, new scoring opportunities, and the prerequisites to construct a spectacular palace for the queen. The player who dominates the realm and builds the most prestigious home wins!

COMPONENTS

- 60 Unique Double-sided Structure/Landscape Cards
- 48 Deluxe Wooden Worker Beeples
- 24 Deluxe Wooden Resource Markers
- 12 Unique Double-sided Starting Structure/Queen's Palace Cards
- 16 Solo Mode Cards
- 4 Unique Player Boards
- 1 Rulebook

Your game of Propolis should include the following. If it doesn't, please go to <https://alderac.com/customer-service>

Structure/ Landscape Cards

Fronts (Structure)



Backs (Landscape)



Starting Structure/ Queen's Palace Cards

Fronts (Starting Structure) Backs (Queen's Palace)



1 each in 4 player colors

Worker Beeples



*12 each in
4 player colors*

Resource Markers



*4 each of
6 resource types*

Player Boards

Solo Mode Cards

Fronts Backs



SETUP

- 1 Give each player a Player Board, 6 unique Resource Markers (1 of each color), and 12 Worker Beeples in a color matching their player board.
- 2 Each player places their Resource Markers on the matching '1' slot on all resource tracks on their player boards (gold on the wild  track).
- 3 Each player places 9 of their Worker Beeples in the play area adjacent to their Player Boards, and places the remaining 3 in a supply in the middle of the play area within easy reach of all players (central supply).
- 4 Shuffle the double-sided Structure/Landscape Cards thoroughly and deal out 10 Structure Cards to form the Structures Market within easy reach of all players. Place the deck of Structure/Landscape Cards with the Landscape side faceup beside this market.
- 5 Deal out rows of 4 Landscape Cards each in the space below the Structure Market based on the number of players (see chart):

Note: These cards should be shuffled with Structure-side down (the structure illustrations side is considered the card front) and Landscape-side up (the landscape illustration and resource collection spaces and are considered the card back).

Player Count	Number of Rows
1-2P	2 (8 cards total)
3-4P	3 (12 cards total)

- 6 Shuffle the double-sided Starting Structure/Queen's Palace Cards thoroughly and deal 1 to each player.

Note: These cards should be shuffled with Starting Structure-side down (the structure illustrations are considered the card front) and Queen's Palace-side up (the Queen's Palace illustrations are considered the card back).

Each player flips over their card to its Starting Structure side and places the starting structure into their Hive or tableau area adjacent to their Player Board and **gains any resources provided by the Starting Structure by moving them up on the resource tracks on their Player Boards.**

- 7 Deal out a number of Queen's Palace Cards above the Structures Market based on the number of players (see chart):

Return the remaining Starting Structure/Queen's Palace Cards to the game box - they will not be used this game.

The player with the lowest numbered Starting Structure will be the first player.

Player Count	Number of Cards
1-2P	5
3P	6
4P	7

3 PLAYER SETUP



GAMEPLAY

Propolis is played over multiple rounds until any player has 10 total Structure Cards (including their Starting Structure and, potentially, a Queen's Palace Card) in their Hive or tableau of cards.

On your turn, you may do any one of the following 5 actions:

1 Deploy Worker Beeples

Deploy a chosen number of Worker Beeples by placing them (standing upright) onto any ONE empty Landscape Card in any of the rows, onto any of the available spaces on the card. For each Worker Beeple placed, gain the resource or reward on the space:



Move up 1 resource slot per space on the matching resource track on your player board.

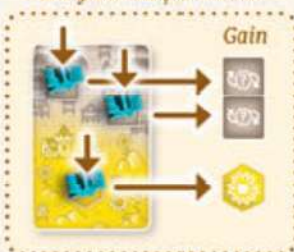


Gain 1 of your Worker Beeples from the supply in the center of the play area – place it in the play area adjacent to your Player Board.



Trade any 1 resource by reducing its quantity by 1 on its resource track and increasing any other resource's quantity by 1 on its resource track. (Note: Wild resources may not be increased in this way)

You may play on multiple spaces and gain multiple rewards



You may choose not to play onto a space, but you do not gain the reward



(Note: You may choose to play onto any of the available spaces on the card, and may choose to only place Worker Beeples onto some of the spaces. However, you may only place your Worker Beeples on completely empty Landscape Cards, even if a player did not play on all spaces of a Landscape Card on earlier turns.)

Finally, if you placed Worker Beeple(s) onto the last remaining open Landscape Card in that row, immediately gain 1 Wild resource by moving the Wild resource marker up 1 on its resource track on your player board ()!

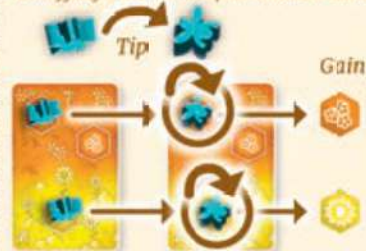
2 Fortify Worker Beeples

Fortify any 2 Worker Beeples you currently have deployed on any 2 spaces of the Landscape Cards. To do so, tip the 2 Worker Beeples on their sides to indicate that they are fortified. Once you do, regain the rewards on that space. These will be the rewards that you gained when you first deployed these Worker Bees (see Deploy Worker Beeples action).

You may fortify any 2 of your deployed Worker Beeples – they may be on the same, or different Landscape Cards – you may fortify 1 Worker Beeple on one Landscape Card and 1 on another. You may **not** fortify a Worker Beeple that has already been fortified (is already tipped over). Fortifying Worker Beeples doubles their value when checking for majority (see page 10).

If you fortified Worker Beeple(s) on a row with no remaining completely empty Landscape Cards, immediately gain 1 Wild resource by moving the Wild resource marker up 1 on its resource track on your player board (🐝)!

Fortifying 2 Worker Beeples on Same Card

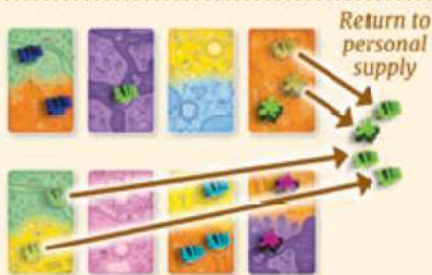


Fortifying 2 Worker Beeples on 2 Different Cards



3 Retreat Worker Beeples

Remove any number of Worker Beeples you currently have deployed or fortified on any of the Landscape Cards and return them to your personal supply. Players may remove any number of Worker Beeples and do not need to vacate a Landscape Card completely, but may leave any number of their Worker Beeples in place.



4 Construct a Structure

In order to construct a Structure Card from the market, you must:

Pay the costs (resources and/or Worker Beples) listed on any of the Structure Cards in the market by using permanent resources on existing Structure Cards, or moving the resource markers down on the resource tracks the required number of slots on your Player Board, and, if the cost includes Worker Beples, paying that number from your personal supply to the central supply.

Take the card and add it to your tableau of Structure Cards and immediately collect any bonuses that the Structure Card provides. If it has permanent resources, you may use those resources on future turns to reduce the cost to construct Structure Cards, or to fulfill the requirements to construct a Queen's Palace Card! (See page 15 for clarifications on the immediate rewards and end game scoring conditions for each type of Structure Card).

After constructing a Structure Card, draw the top card of the Structure/Landscape Card deck, flip it over to its Structure Card side, and place it into the open space in the market, refilling the market so it always has 10 cards.



5 Construct a Queen's Palace

In order to construct one of the Queen's Palace Cards, you must:

- Not already have a Queen's Palace Card in your tableau – each player is only permitted to construct a single Queen's Palace Card per game.
- Have, within your tableau of Structure Cards, the permanent resources listed as the Queen's Palace card cost (a wild permanent resource may count as any one resource type for this purpose).
- Pay the cost of Worker Beples listed by paying that number of Worker Beples from your personal supply to the central supply.



Take the card and add it to your tableau of Structure Cards. The Queen's Palace Cards reward points at the end of the game and also list a wild Guild Banner that may count as any Guild (A, B, C, or D) when scoring all other Structures Cards at the end of the game.

Note: Unlike Structure Cards, the number of Queen's Palace Cards available is fixed for the game and this market is not refilled when one is constructed.

TURN END

Once you have carried out one of these actions, check to see if any of the Landscape Card rows has no remaining completely empty Landscape Cards. If all 4 cards in any row have at least one Worker Beples, check for majority (see page 10) and resolve if there is a majority. Otherwise, your turn ends and play passes to the next player in clockwise order. If the Structure/Landscape Card deck ever runs out of cards, simply shuffle the Structure/Landscape Cards that were previously discarded from the Landscape Rows to form a new deck.

Note: In the very rare event that all of a player's Worker Beples are in the central supply, they may skip their turn and take 1 Worker Beples from the central supply – all other players may then also take 1 Worker Beples from the central supply.

Checking for Majority

If there are no remaining completely empty Landscape Cards in any of the Rows of Landscape Cards, count the number of Worker Beples that each player has placed in the row. Each Worker Beples counts as 1 towards the total, however, each fortified Worker Beples counts 2 towards the total. The player with the highest total wins the majority for this row. (Note: in the case of a tie, the row is not resolved until a future turn when a player fortifies Worker Beples and breaks the tie. In the case of a tie, simply move on to the next player's turn). If there is a winner, the winning player immediately takes back all of their Worker Beples from the Landscape Cards in that row (and only that row) and adds them to their personal supply adjacent to their player board. If this player is not the active player, they immediately gain 1 Wild resource by moving the Wild resource marker up 1 on its resource track on their player board (🎲)!

Note: It is not possible to gain 2 Wild resources on the same turn by both deploying or fortifying and also having the majority in the row. Therefore, it is still advantageous to complete rows of which you do not hold the majority!

Now that the player with the majority's Worker Beples have been removed from the row, remove the right-most completely empty Landscape Card from the row, discard it to a discard pile to the side of the play area, and slide all Landscape Cards over so that the left-most card slot in the row is emptied. Then, take the Landscape Card from the top of the Structure/Landscape Card deck and place it into this slot.



Note: All players who did not win the majority keep their Worker Beples on that row - they are not returned to their personal supplies, but remain on this newly structured row and may compete to win majority the next time that row is completed (has no completely empty Landscape Cards).

GAME END

The game end is triggered when any player has 10 Structure Cards in their tableau (this includes their Starting Structure and Queen's Palace Structure Cards). Then, play continues until the end of the turn of the player to the right of the first player (player with the lowest numbered Starting Structure), so that each player has had an equal number of turns. Then players proceed to scoring!

SCORING

Each player scores points based on the Structure Cards in their tableau. Each Structure Card scores independently based on either a fixed number of points printed on the card, or for sets of resources or Guild symbols (A, B, C, D) present in their tableau of cards and on their Player Board resource tracks.

Note: Structure Cards that score for resources score for both permanent resources, as well as any remaining resources on resource tracks. A wild resource (permanent or unused) may count as any other resource type.

Each player totals the number of unused resources on all 6 of the resource tracks on their player board, divides that number by 5, and scores that many additional points for unused resources (rounded down).

Players total points earned from each Structure Card, along with the number of points from unused resources, and the player with the most points wins!

In the case of a tie, the player with the most unused resources wins. If there is still a tie, the player with the most unused wild resources wins. If there is still a tie, players share the victory.

6 pts for 3 sets of 'A/3' Guild Banners (including wild from Queen's Palace Card)



4 pts for 4 'A' Guild Banners (including wild from Queen's Palace Card)



4 pts for 4 permanent yellow + 1 permanent wild + 2 unused yellow + 2 unused wild = 9
total yellow/2 = 4pts (rounded down)

Scoring Example

Unused Resources
 $2+6+2+0+1+2 = 13/5$
= 2pts (rounded down)



Total = 24
(Structure Cards)
+ 2 (Unused Resources) =
26 pts

SOLO MODE

Propolis can be played solo! Using the included Solo Opponent Deck, you can play against an automated opponent to see how high of a score you can achieve and even collect achievements (see page 14)!

SETUP

Set up the game as you would for 2 players (2 rows of 4 Landscape Cards and 5 Queen's Palace Cards in play), and provide the Solo Opponent player with a random Starting Structure to start their Hive or tableau area, just as you would a second player. However, the Solo Opponent does not need a Player Board or any Resource Markers. Place all 12 of the Solo Opponent's Worker Beeples into their personal supply (they will not engage with the central supply and will always be able to place any of their Worker Beeples out onto Landscape Cards). Thoroughly shuffle the Solo Opponent Deck and remove a number of cards based on the difficulty you wish to play at:

Easy - play with all 16 cards.

Medium - play with 14 of the 16 cards - remove 2 randomly.

Hard - play with 12 of the 16 cards - remove 4 randomly.

GAMEPLAY

In solo mode, your turns proceed as they would in a multiplayer game. On the Solo Opponent's turn, the Solo Opponent deck determines the opponent's actions each turn. Each turn, draw a single card from the deck. The Solo Opponent will always perform the top action on the card, if they are able. If they are unable to perform the top action on the card, they will perform the bottom action on the card. If they are unable to perform either action, they will perform a Retreat Worker Beeples action and retreat ALL of their Worker Beeples back to their personal supply. When the Solo Opponent Deck runs out of cards the first time, shuffle all cards to form a new draw deck. If it runs out of cards a second time, the game end is triggered (see Game End section).

Actions impact 1 of 2 rows in both the market of Structure Cards, and the rows of Landscape Cards. At the beginning of the game, determine which of the rows is row 1 and which is row 2, based on the setup diagram in the Setup section of the rules (typically, the 'top' will be row 1, and 'bottom' will be row 2). This will provide guidance as to where the Solo Opponent will play each turn. Actions should always be taken from left to right within each row and actions that do not indicate a row should always start with row 1 and proceed to row 2, if needed.

There is one exception with how the Structure Card market refills in solo mode. The market has two rows and each acts as a conveyor belt. When any Structure Card is constructed from a row, all of the cards in that row slide from left to right to fill the gap created by the constructed card, and a new card from the top of the deck is added to the leftmost space of the market.

Explanations of the symbols for each action:

- 1 Deploy Worker Beples onto the first open (from left to right) card with the indicated resource type. Always deploy the maximum number of Worker Beples, provided the Solo Opponent has enough.
- 2 Deploy Worker Beples onto the first open (from left to right) card in the matching row. Always deploy the maximum number of Worker Beples, provided the Solo Opponent has enough.
- 3 Fortify Worker Beples on the first card (from left to right) with unfortified Worker Beples in the matching row.
- 4 Construct the leftmost Structure Card from the Structure Card market from the indicated row.



GAME END

The game proceeds with you and the Solo Opponent taking turns until one of the following triggers the end of the game:

- Either player has 10 Structure Cards in their tableau (this includes their Starting Structure and Queen's Palace Structure Cards).
- The Solo Opponent Deck runs out of cards for the second time.

Then, play continues until either you or the Solo Opponent has played their last turn, making sure that each has had an equal number of turns. Then proceed to scoring!

SCORING

Score as you would in a multiplayer game for your own score. The Solo Opponent does not score. When playing solo, you can simply compete against yourself and your friends to attain the highest score, or you can challenge yourself to the Achievements on page 14!

ACHIEVEMENTS

As you play solo mode, you can also try to obtain each of the 20 achievements to become a Propolis Master! Each time you play, check to see if you met the criteria for any achievements. Then, you may select one of them, and mark off the symbol matching your name.

- | | | | | | | | | |
|-----|---|---|---|---|---|---|---|-----------------------------------|
| 1. |  |  |  |  |  | Score 15+ pts |  | <input type="text" value="name"/> |
| 2. |  |  |  |  |  | Score 17+ pts | | <input type="text" value="name"/> |
| 3. |  |  |  |  |  | Score 20+ pts |  | <input type="text" value="name"/> |
| 4. |  |  |  |  |  | Score 22+ pts |  | <input type="text" value="name"/> |
| 5. |  |  |  |  |  | Score 25+ pts | | <input type="text" value="name"/> |
| 6. |  |  |  |  |  | Score 27+ pts |  | <input type="text" value="name"/> |
| 7. |  |  |  |  |  | Score 30+ pts | | <input type="text" value="name"/> |
| 8. |  |  |  |  |  | Score 35+ pts |  | <input type="text" value="name"/> |
| 9. |  |  |  |  |  | Score 40+ pts | | |
| 10. |  |  |  |  |  | Score 7+ pts from a single Structure Card | | |
| 11. |  |  |  |  |  | Score 10+ pts from a single Structure Card | | |
| 12. |  |  |  |  |  | Have 5+ of any permanent resource type | | |
| 13. |  |  |  |  |  | Have 7+ of any permanent resource type | | |
| 14. |  |  |  |  |  | Have 2+ wild permanent resources | | |
| 15. |  |  |  |  |  | Have 10+ total permanent resources | | |
| 16. |  |  |  |  |  | Have 5+ of any Guild Banner letter | | |
| 17. |  |  |  |  |  | Have all Worker Beeples in personal supply at end | | |
| 18. |  |  |  |  |  | Have all Worker Beeples in central supply at end | | |
| 19. |  |  |  |  |  | Have fewer than 5 unused resources at end | | |
| 20. |  |  |  |  |  | Have more than 20 unused resources at end | | |

STRUCTURE CARD CLARIFICATIONS

Immediate rewards have a brown background.



- 1 Immediately after constructing, Gain 1 (or 2) of your Worker Beeples from the central supply. You may not gain this reward if you have no Worker Beeples in the central supply.



- 2 Immediately after constructing, Gain any 3 non-wild resources by moving those resources up on your resource tracks. Wild resources may **not** be gained in this way.



Permanent resources have matching colored backgrounds. Permanent resources can be used on future turns to reduce the cost of constructing Structure Cards, and serve as the prerequisites for constructing Queen's Palace Cards.

- 3 Permanent resource - can be used as a discount (1 or 2, depending on the card) for that resource type when constructing a Structure Card, and can be used as that resource type when constructing a Queen's Palace. Each may only be used once per transaction.



- 4 Wild permanent resource - can be used as a discount for any resource type when constructing a Structure, and can be used as any resource type when constructing a Queen's Palace. Each may only be used once per transaction.



Scoring conditions have a green background. Each Structure Card should be scored independently at the end of the game, meaning that any resources or Guild Banners used to score one card may be used to score another.

- 5 Scores a the number of points printed on the card at the end of the game.



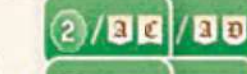
- 6 Scores a number of points equal to the number of resources of that type, divided by 2, rounded down. This includes all permanent resources and unused resources, and wild permanent and unused resources may also count for this.



- 7 Scores 1 pt for each Guild Banner with the matching letter. Queen's Palace Cards have a wild Guild Banner that counts as any letter (also applies to 8 and 9 below)



- 8 Scores 2 pts for each set of 2 Guild Banners with the matching letters.



- 9 Scores 4 pts for each complete set of 4 Guild Banners (letters A, B, C, and D).



QUICK REFERENCE

Setup

1. Give each player their Player Board, Worker Beeples, and Resource Markers.
2. Place all Resource Markers in '1' slots.
3. Each player keeps 9 and places 3 Worker Beeples in the Central Supply.
4. Shuffle Structure/Landscape Cards and place 10 Structure cards to form the Structures Market.
5. Set up the Landscape Market (see chart).
6. Shuffle Starting Structure/Queen's Palace Cards and deal 1 to each player. Flip it to the Starting Structure side and gain resources.
7. Set up the Queen's Palace Market (see chart).

Turn Summary

On your turn, you may do any one of the following actions:

1. **Deploy Worker Beeples:** Choose 1 Landscape Card and place Worker Beeples onto as many action spaces on that card as desired to gain the rewards.
2. **Fortify Worker Beeples:** Tip up to 2 of any of your deployed Worker Beeples on their side(s) to re-gain the rewards on their space(s).
3. **Retreat Worker Beeples:** Return any number of your Worker Beeples from any number of Landscape Cards to your personal supply.
4. **Construct a Structure:** Spend the required resources/Worker Beeples to add a Structure Card from the Market to your Hive or tableau area (and gain any bonuses from building it).
5. **Construct a Queen's Palace:** Meet the required threshold of permanent resources and pay Worker Beeples to construct a Queen's Palace card.

Landscape Rows

Player Count	Number of Rows
1-2P	2 (8 cards total)
3-4P	3 (12 cards total)

Queen's Palaces

Player Count	Number of Cards
1-2P	5
3P	6
4P	7

LOVE PROPOLIS?

Please #propolisgame

Follow us @flatoutgames



WWW.FLATOUT.GAMES