

# STAR WARS

REVENGE OF THE SITH

This invaluable visual dictionary brings DK's world-acclaimed visual style to the climactic final *Star Wars* prequel. High-quality annotated photographs and stills from the movie explain every important feature of the characters, creatures, costumes, droids, and equipment.

Author James Luceno worked in partnership with Lucasfilm, Industrial Light & Magic, and DK to research this unique reference book, gaining exclusive access to amazing photographic material and insider information. Key objects have been created specially by expert consultants from ILM—including the first-ever view beneath General Grievous's head armor.

BUZZ-DROID MISSILE

The result is a unique and fascinating reference work that reveals the characters and creatures of *Revenge of the Sith* as they appear nowhere else!



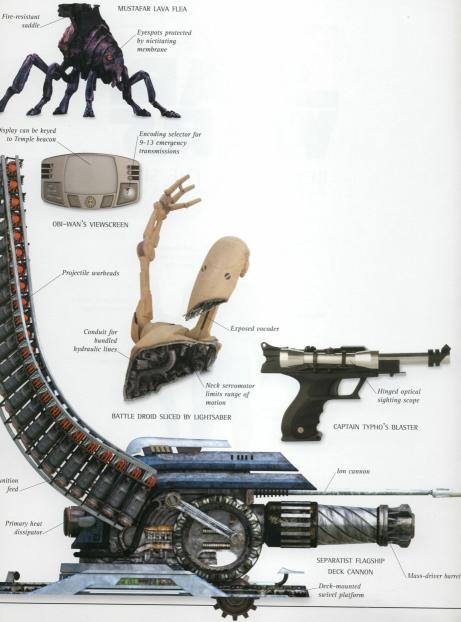


# REVENGE OF THE SITH.

THE VISUAL DICTIONARY



NEIMOIDIAN WARRIOR





# REVENGE OF THE SITH.

THE VISUAL DICTIONARY

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Ablative hull plates



K OBI-WAN KENOBI VERSUS ANAKIN SKYWALKER

Transparisteel viewport





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# Introduction

STAR WARS: REVENGE OF THE SITH is at once the concluding chapter to events that have shaped the Prequel Trilogy—the era of the Republic—and a tragic prologue to the Dark Times—the 19-year period that witnesses the consolidation of power by Sith Lords Sidious and his pieced-together executioner, Darth Vader. Detailed in this Visual Dictionary are the key players in the fall of the Jedi Order, the ascendancy of the dark side of the Force, and the emergence of the dreaded Empire, founded on a mad lust for power and fortified by weapons the likes of which the galaxy has never seen. Brought to life in film stills and original art are the exotic locations that serve as stages for the final act, the hardware of galactic warfare, and profiles of the many subsidiary characters caught up in this numbing climax.

Revenge of the Sith is a tale forged in chaos, informed by deceit, betrayal, heartbreak, and the death of heroes. A story almost 30 years in the making, and one that will be told and retold here, and in galaxies far, far away. . . .



# Galactic War

 ${
m For}$  THREE YEARS the Clone Wars have raged across the stars. In deep space and on a host of disparate worlds, the forces of the Republic and those of the Confederacy of Independent Systems (CIS) battle for supremacy. On one side stands a droid army led by a former Jedi named Count Dooku; on the other, an army of cloned soldiers led by the Jedi themselves, the galaxy's onetime quardians of peace. Few can explain why the conflict began, and fewer still understand what is at risk. In fact, the war is being waged by advocates of the dark side of the Force against those who call the Force their ally.

#### Coruscant The varied denizens of

Coruscant experienced the war from a safe distance. confident in the belief that Supreme Chancellor



systems. But in such a conflict no world can remain untouched. So, finally, the war stabs even at the galactic capital itself, with a daring move by the Separatist forces. led by General Grievous, to abduct the Supreme Chancellor, raising the stakes to higher than they have ever been.







#### Utapau

An Outer Rim world of vast, arid plains and immense sinkholes, Utapau is a peaceful planet with few ties to either the Republic or the CIS. But, like Coruscant, the planet cannot escape the long reach of the war, and finds itself dragged to the forefront when droid forces under General Grievous's cor invade and occupy. The Pau'an and Utai populations kno the liberation of their planet is in the hands of the Jedi I

#### Kashyyyk

For countless millennia the skillful and resourceful Wookiees have lived in harmony with the towering wroshyr trees that dominate Kashyyyk's lush forests. But the Clone Wars bring changes even here, first with an invasion by Trandoshan slavers in league with the Separatists, then by legions of battle droids dispatched by Grievous to subjugate the entire planet.





# Anakin Skywalker

Electrostatic fingertips allow some feeling

AS THE CLONE TROOPER has become the emblem for the Grand Army of the epublic, Anakin Skywalker—dashing pilot and audacious Jedi Knight—has become in symbol of the Jedi Order and poster boy of the entire war effort. Praised in bublic by Supreme Chancellor Palpatine, applauded by the Senate, glorified

on the HoloNet News, the "Hero With No Fear" is held by many to be the warrior-savior of the Republic. It is therefore only fitting that Anakin should rescue Supreme Chancellor Palpatine from the evil clutches of General Grievous aboard the giant flagship as it attempts to flee Coruscant.

leal for outwitting the in-close weaponry of Grievous's agship, Invisible Hand, Anakin's Jedi Interceptor slips ong its turreted hull and infiltrates a docking bay. Ribbing and clamps ensure tight fit



astromech socke

Lateral laser

cannon

Due to communication blunders among Republic forces, Grievous's flagship is blown in half with Palpatine aboard. Anakin and R2-D2 guide what remains of the ship to a controlled crash on Coruscant.



Armored shielding bulks glove and protects electromotive lines. Alloy ligaments provide pronation

provide pronation and supination

Electrodrivers for pistons

> Glove auto-seal

Interface

modules link

prosthesis to

surviving nerves.

ANAKIN'S GLOVE



Cyborg Limb

Some Jedi Council members believe that when Anakin lost his right arm to Count Dooku, he lost some of his humanity. The result has been a chip on his shoulder to go with the prosthesis. In fact, Anakin has always been at ease with technology, and tinkers with his arm as he does his starfighter.



is envious of the Jedi Council,

Gauntlet worn in combat

Aggressive

wen though Anakin is envious of bi-Wan's place on the Jedi Council, ney remain the best of friends and he most dynamic of Jedi partners, specially during the Outer Rim sieges.

Anakin believes that the political decisions should be made quickly and decisively. He is free to air his convictions to Supreme Chancellor Palpatine, who is a mentor to him in the ways of the real world.



#### Chosen One?

Tom by a desire to accomplish great things. Anakin is fearful of change While he is generally believed to the Chosen One alluded to in an ancient Jedi prophecy, Anakin frequently finds his hands tied in the same way that the Serbinds the hands of Supreme Chancellor Palpatine.

Nevertheless, he is determined.

to honor Obi-Wan, and to up to the title the Jedi ha seen fit to bestow upon h

# Utility pouch for emergency ran

#### Double-Agent

Men Palpatine appoints Anakin to the Jedi ligh Council to serve as his voice, the Council counters by ordering Anakin to spy on the Supreme Chancellor. In addition, the Council withholds from Anakin the title of Master, despite his accomplishments and his mastery of the Force. Discouraged to earn that the Jedi are not above duplicity, Anakin no longer feels guilty about the fact that he has kept secrets from them.



Military grade trousers

#### Anakin hasn't seen Padmé— Coruscant—in almost five m Their forbidden marriage i another lie Anakin has h maintain since the sta the Clone Wars—a se he is reluctant to sl even with Palpatii much less with Obi-Wan.

Grappling hook and line

#### DATA FILE

- ◆ Anakin's facial scar is a reminder of his encounter with Dooku-trained Asaij Ventress.
- ◆ Anakin was named a Jedi Knight after his actions on the planet Praesitlyn, where he almost single-handedly saved a Republic communications facility.

#### MUSTAFAR

On Mustafar, Anakin's love for Padmé and Obi--Wan mutates to hatred when he convinces himself that his wife and his former Master have betrayed him. A Sith now, having accepted Darth Sidious as his Master and Darth Vader as his name, Anakin shows no remose in Force-choking Padmé, and engaging Obi--Wan in a duel to the death.



UTILITY PO



ENTURBABLE IN BATTLE, in deep space anetside, General Obi-Wan Kenobi still is negotiation to conflict. The war, however, given him a longer view of things. Where even his saber technique once reflected an affinity for cition, his style has since become bolder and lethal. The cause, many say, is the influence of in Skywalker, and indeed Obi-Wan has become

in's champion to those on the Council who
I the power of the Chosen One. As a result of his
any successes in the Outer Rim, General Kenobi has
granted the title "Master." and named to the Council.

so, he feels that his education in the Force is just beginning.

DEDI INTERCEPTOR

Di-Wan hates piloting, and has scant regard for astromech or other droids. Yet, he remains Anakin's steadfast wingmate in battle, trusting Anakin to pull them through tricky situations. Just as Anakin has learned patience from Obi-Wan has been spurred on to take risks.

R4-P17 received a

emblem, symbol of

the Republic

full body at the start of the war Jedi/Bendu-inspire

#### Return Bout

gtip to wingtip flying is only one aspect of Obi-Wan and akin's friendship and mutual They attack Count Dooku in oncert aboard the Separatist nand cruiser, Julling him into false sense of confidence by using standard

ber tactics, o shift to dvanced , forcing confused to retreat.





Rangefinder lock

Spacious, pressurized

cockpit module







Leaving Anakin to face the hordes of media correspondents that flock to the flagship's crash site, Obi-Wan confers with Yoda regarding their fears that the Sith have been controlling the war from the beginning, and that Darth Sidious himself may be someone close to the Supreme Chancellor.



Unusually gr

Robe is O

of war

expression

# Jedi Knight

OBI-WAN SHARES Anakin's eagerness to confront Count Dooku and repay him in kind for the defeat they suffered on Geonosis. As a Jedi, though, Obi-Wan refuses to let his emotions cloud his better judgment, and fixes his attention on Supreme Chancellor Palpatine. "Rescue not mayhem," he counsels Anakin. Rendered unconscious during the duel, Obi-Wan does not witness the Count's death. However, he persuades himself that his willful former Padawan was forced to act in self-defense and has not skirted close to what the Jedi consider the dark side of the Force. Obi-Wan suspects that Palpatine has convinced Anakin that anything which is possible must be allowed.



Obi-Wan and Anakin have been partnered for so ong that they can all but read each other's minds and predict what each other will do. The fight between Obi-Wan and Anakin leads to the collapse of Mustafar's shields



Utility belt houses pouches for rebreather, comlink, and liquid-cable launcher\_

#### Swordmaster

Though a master of the Jedi lightsaber style known as Ataru, in which deflection is prized above aggression, Obi-Wan's true style is Soresu, which encourages a practitioner to place himself at the eye of the storm. Soresu is well served by

Obi-Wan's innate capacity for patience and perception, but the key to mastery is audacity, a talent he has learned from Anakin.



In Anakin's flair for the dramatic and his disregard for the rules, Obi-Wan finds troubling echoes of Qui-Gon Jinn. Although Obi-Wan's student, Anakin helped mold his Master into the great Jedi Qui-Gon always thought Obi-Wan might be. This is ironic when Kenobi is forced to flight his own apprentice whom Qui-Gon ordered to be trained in the Jedi arts.

Power cell reserve cap Ridged handgrip

OBI-WAN'S LIGHTSABER Though it often slips from his grip, Obi-Wan's lightsaber will remain in his possession for his 19 years of self-exile on Tatooine, watching over young Luke Skywalker.

#### DATA FILE

- Obi-Wan is not without his secrets, including a relationship with Jedi Siri Tachi, who died saving Padmé.
- ◆ Obi-Wan is mystified by Anakin's attachment to R2-D2, and even more by the astromech's apparent attachment to Anakin.

Leading foot is firmly planted

## Count Dooku

The title of count has no real meaning to Dooku, the former Jedi. It is simply the name of the political leader of the Confederacy of Independent Systems, which itself is nothing more than a fabrication, conceived by Darth Sidious as part of his plan to topple the Jedi Order and reinstate the Sith. For more than a decade now, "Dooku" has thought of himself as Darth Tyranus, apprentice to Sidious and destined to sit at his left hand as joint master of the galaxy.



A shackled Palpatine watches Dooku and Anakin duel aboard the Separatist flagship. In fact, the abduction is an elaborate ruse, engineered to ensnare Anakin and test him to determine whether he can be turned to the dark side.





#### Easily Replaceable

Sidious had promised to intervene in the duel, in the unlikely event that Anakin gained the upper hand. But intervention, too, was never part of the real plan. Blinded by pride, Dooku has failed to grasp that, like Darth Maul before him, he is little more than a placeholder for the apprentice Sidious has sought from the beginning: Skywalker himself.



#### DATA FILE

◆ Dooku's turn to the dark side began with the murder of Jedi Master Sifo-Dyas, his former friend and confidant in the Order. Assuming control of the plans Sifo-Dyas had set in motion to create a clone army for the Republic, Dooku saw to it that all mention of the planet Kamino was erased from Jedi Archives.



Costly har

Signature look of superiority.





of the Separatist infantry, oids are churned out on Jnion foundry worlds. wer to central computers, s confuse them as much as lightsabers destroy them.

# Separatist Ground Forces

THE SUPPLIERS OF SEPARATIST war machines have a long history of manufacturing droids to suit a wide range of uses and environments. The fearsome appearance of the military droids owes much to the fact that the insectoid species involved in the design phase use themselves as models. Faced with glowing photoreceptors that resemble eyes, stabilizers that mimic claws, and



laser cannons that might be appendages. the soldiers of the Republic's non-clone ground forces almost forget that they are battling droids, and not living creatures.



Reinforced alloy lifting rods Blast shielding safequards droid brain

shieldina

exhaust

Secondary photoreceptor Taraettina rangefinder

Crab Droid

Known to clone troopers as "The Muckracker," the crab droid is deployed on marshy worlds, such as Utapau, Heavily armored and ranging from surveillance drones that are one meter (three feet) tall to trailblazers that are six meters (twenty feet) tall, the droid can scuttle through muck to create tracks for infantry. Its front pincers also serve as vacuums, slurping up and spewing out lake-bed mud.

Pincers powered by

proprietary motors

Lateral stabilizer

Pressurized

Duranium stabilizer can plunge into bedrock

Prongs

extend for added

purchase



Racks of

missiles

used by the InterGalactic Banking Clan

ral component of the Separatists' rapid-

ment force, Retired from the battlefield

bt collection, the missile platform is

its limited supply of 30 warheads,

vift, self-aware hailfire was later ered with an air-mobile

h droid, and regained its

ation for being the

rge of slow-

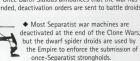
ing targets.

heat-seekina



#### DATA FILE

 Once Darth Sidious announces that the war has ended, deactivation orders are sent to battle droids.





Hoop drive

wheel

Drive axis hub

Seauenced

magpulse

drive

Archduke Poggle the Lesser's super battle droid resembles a carapaced beetle, reared up on hind legs. Little more than an infantry droid in a durable shell the improved model is singleminded about the task of killing



Stereoscopic

senso

Trackina transmitter NR-N99 Tank Droid Once employed to persuade corporations of the

wisdom of being acquired by the Corporate Alliance, the tank droid quickly became a staple in the Clone Wars, and was deployed to the Separatists' advantage on Geonosis, Kashyyyk, Cato Neimoidia, and many other

> machine, the tank can race across flat ground or shallow lakes, The circular-bodied automatons utilized early in the war were replaced by droid-piloted models, featuring superior firepower and targeting. Its treads provide amazing traction and its side platforms are runnin

worlds. An amphibious war

boards for infantry droids.

Primary drive tread

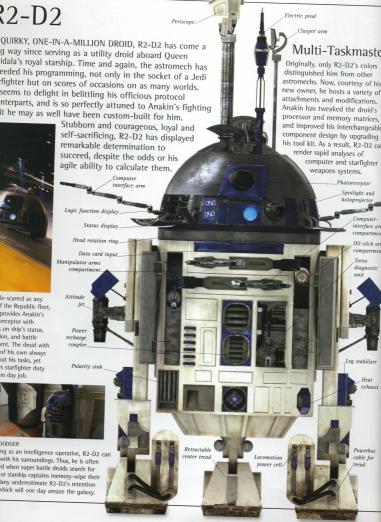
Modular

Heat exchangers

Weapons outrigger

Pontoon tread

Laser cannon





# Supreme Chancellor Palpatine

UNFLINCHING IN HIS ASSERTION that a Republic divided against itself cannot stand, Palpatine has devoted almost half of his unprecedented 13 years in office to vanquishing the Separatist threat. Gracious and unassuming before the outbreak of the Clone Wars, he has since become Democracy's fierce champion, sacrificing his private life to assume the burden of leading the Republic to victory, the Jedi at his right hand, the Grand Army of the Republic at his left. Determined to preserve the Constitution at all costs, he is quick to maintain that he will gladly relinquish the extraordinary powers the Senate has seen fit to cede him, once the Separatists have been eliminated.



The General's Quarters aboard Invisible Hand bear an eene similarity to Palpatine's chambers in the Senate Office Building. When Anakin and Obi-Wan arrive, Count Dooku is there to welcome them. Neither Jedi realizes that Dooku and Palpatine are not enemies to each other, but confederates.



Aboard Grievous's devastated flagship, Palpatine shows remarkable strength and dexterity by negotiating a precarious elevator shaft and corridors turned topsy-turyy by ruined gravity projectors.

#### Beneath the Mask

To some, Palpatine's guileless smile belies the visage of a shadowy, self-serving politician. Isolated by a covey of advisors, he is frequently at odds with the Jedi Council regarding the course of the war. Adept at manipulating public opinion, he buoys the Republic with carefully controlled HoloNet reports. Bent on executing a hidden agenda, he uses the war to place himself in a position where his word is law.

#### DATA FILE

- ◆ Records of Palpatine's ancestry, immediate family members, and upbringing on Naboo have mysteriously vanished.
- ◆ Captain Panaka, former Head of Security for Queen Amidala, gave Palpatine information regarding Anakin and Padmé's secret marriage.







# General Grievous

The blade of Jedi Master Puroth

UNKNOWN TO THE JEDI until he battled them on the Separatist foundry world of Hypori, General Grievous was actually present at the Battle of Geonosis. The camage for which he was responsible, however, was confined to the catacombs that undermined Archduke Poggle the Lesser's Stalgasin hive complex. Named Supreme Commander of the Droid Armies in the wake of Geonosis, Grievous brought

new levels of butchery to the war, laying waste to entire worlds and populations, and leaving trails of blood wherever he ventured in the Outer or Mid Rims. Although he is a cyborg, Grievous does not consider himself a droid, and reacts savagely to any such inference—as his victims would attest.





Abetted by Darths Sidious and Tyranus, Grievous carried out the long-planned abduction of Palpatine from the Chancellor's bunker on Coruscant. Unaware that he is serving both head

Sidious and Palpatine, Grievous does not understand why he cannot assassinate Palpatine.

Impact-driven release

#### DATA FILE

- Grievous can dislocate his shoulders and split his two arms into four.
- The General is secretly humiliated at having been resurrected as a cyborg.

High output magazine

Landing gear

BLASTECH CUSTOM DT-57 "ANNIHILATOR"



Weapons of War

The uniwheel chariot Grievous pilots on Utapau is outfitted with a variety of weapons, including a powerful blaster, an energy staff of the sort wielded by his elite MagnaGuards, and a grappling hook, similar to the one he used at Coruscant to haul himself to freedom along

Hyperspace

TOP VIEW

at Coruscant to haul himself to freedom alon the hull of his crippled flagship.

Weapons pack



Palpatine lures Obi-Wan to Separatist-occupied
Utapau. With Kenobi thus occupied,
Anakin has no one to guide him and is
more likely to listen to the dark side.

ectromagnetic ulse generator

etracted

NERGY STAFF

Transparisteel

viewports

FIGHTER

Escaping from Utapau, Obi-Wan learns that Grievous's starfighter is hyperspace-capable. After the clone trooper attack, he transmits a 9–13 Jedi emergency code over the HoloNet repeater.







# **lagnaGuards**

RIDING DEFIANTLY across the surface-ravaged Huk worlds, Kaleesh warlord eral Grievous was always accompanied by an elite group of warriors and bodyguards. uilt as Supreme Commander of the Separatist army.

has to content himself with the Trade Federation's battle ds, which answer to a central control computer and are

pable of learning from their mistakes. Apprised of Grievous's disdain these droids. Darth Tyranus authorizes Holowan Mechanicals to manufacture Prototype Self-Motivating Heuristically Programmed Combat Droid, or eries 100 MagnaGuard, built to Grievous's specifications and trained by him.

The MagnaGuards score a victory on Invisible Hand, taking Anakin, Obi-Wan, and Supreme Chancellor Palpatine into custody after the trio are trapped in a ray-shielded stretch of corridor. But General Grievous's gloating is short-lived, however, after a diversionary move by R2-D2 sends the bridge into chaos

Discharge capacitor



When the smoke clears, the MagnaGuards are in pieces. The remainder of Grievous's elite will suffer a similar fate on Utapau, in a warm-up round for Obi-Wan's match with the cyborg commander.

#### Model Guards

Holowan Mechanicals made several MagnaGuard models, distinguished by color; black, alabaster, blue, and the rare gray. Each two-meter (6.5-ft) tall droid specializes in a form of combat, and is equipped with an electrostaff or dedicated weapons, from grenades to rocket launchers. Headclothes pay tribute to

Power cycling coil.

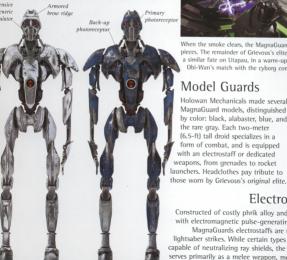
Power cell

EMP field generator.

Focusing rods

#### Electrostaffs

Constructed of costly phrik alloy and equipped with electromagnetic pulse-generating tips, the MagnaGuards electrostaffs are resistant to lightsaber strikes. While certain types of staff are capable of neutralizing ray shields, the standard staff serves primarily as a melee weapon, meting out fatal blunt-force injuries in the hands of its wielders.







# Coruscant High Life

CORUSCANT SEEMS MUCH AS it was ten years earlier, before anyone considered Count Dooku's Separatist movement a threat. However, clone troopers now stand guard at landing platforms and public buildings, and new laws allow searches and seizures of private property. The war has made many Coruscanti wealthy, and Senators still enjoy the kickbacks to which they have grown accustomed.

WAKS TRODE

Wide-anale

vision



By good fortune or design, Palpatine keep the surface battle from escalating abduction, however, the mood in the tense, and disquieting rumors spread.

RYSTÁLL SANT

Crime-

syndicate concubine hairstyle



### Privileged Few Many new restaurants and

clubs have opened on Coruscant. But the elite prefer to gather at the Galaxies Opera House for performances by troupes from many star systems. Palpatine often attends, if his schedule permits, preferring Galaxies to the older opera house patronized by wealthy members of the Valorum family.

#### DATA FILE

- ◆ A Mon Calamari performance is in progress when Anakin arrives at Palpatine's private box, where he is told that clone intelligence has discovered the whereabouts of Grievous.
- It is thought that Baron Papanoida may be a double agent.



Sv Myrthian mantilla hides

secret recording device

## Padmé Amidala

 $\mathsf{T}_{\mathsf{IME}}$  AND AGAIN Padmé has found herself at the center of galactic events. Her illegal presence on Geonosis to effect the rescue of Obi-Wan Kenobi is seen by some as the spark that ignited the Clone Wars.

Padmé has earned a reputation for boldness, but now she is torn by choices she has made in her private life, and she sometimes dreams of retiring into seclusion on Naboo. However, her activist side is not easily suppressed.



Anti-tracking device

Tractor field seats

marriage on Naboo, Padmé and Anakin have found refuge in each other's embrace. But their trysts have been brief and clandestine. They haven't met in five months when Palpatine's abduction returns Anakin to Coruscant.

Secret Souved-uv engine compartment for blaster



Aerodynamic yet classic styling/

#### CLASSIC SPEEDER

Padmé's classic-style speeder whisks her to and from the landing platform where her starship is berthed. Anakin has modified the speeder's engine.

#### Senator

Padmé's voice in the Senate is still as powerful as it was before the start of the war. While Anakin commands legions of clone troopers in the Outer Rim, Padmé and other members of the Loyalist Committee attempt to find peaceful resolution to the ongoing conflict. Yet her critics say that she has turned a blind eye to the increasingly oppressive climate on Coruscant, to the loss of rights guaranteed by the Constitution, and to the growing power of Palpatine.

#### DATA FILE

- ◆ Handmaidens Moteé and Ellé were chosen because they resemble Padmé. They know of her marriage to Anakin, and often facilitate the couple's meetings by serving as decoys.
- After the massacre at the Jedi Temple. the official explanation is that Padmé and many Senators had been killed by the Jedi.





Ensconced in Naboo's platform in the Senate Rotunda, Padmé witnesses the death of democracy, as Palpatine proclaims the Republic an Empire, and himself Emperor for life. The ovation he

receives shows that anyone can fall victim to the machinations of an evil leader.



Globe creates seeminaly

sourceless light

Ancient moon

Chersilb

robe

mournina

anddess pose.

THE BEST OF TIMES With its private landing platform, lofty veranda, and several entrances, Padmé's penthouse in the arch-topped summit of the Senate Apartment Complex is near perfect for rendezvous with Anakin, By Senatorial standards, the penthouse is modest in size and decor, though most Coruscanti would consider it to be flagrantly opulent.

#### Double Life

Like Anakin and Palpatine, Padmé is adept at hiding her true nature. But she is unable to completely conceal the facts of her pregnancy: the fullness of her figure and her frequent distraction. Senatorial scandals are nothing new, but Padmé's secret could destroy Anakin's life as a public hero, and forever foil his hopes of being named to the Jedi Council.

#### SHIRAYA STATUE

MUSTAFAR Refusing to believe Obi-Wan when he says that Anakin has been turned to the dark side, Padmé races to Mustafar in her starship.



#### Gravely injured by Anakin's Force choke, Padmé is brought to a nearby medical facility on Polis Massa. Dying, despite the care she is given, she tells Obi-Wan that she still

feels there is good in Anakin.







RUWEE

SOLA

JOBAL Boots contain cushioned inserts

#### Naboo Funeral

Padmé's parents Ruwee and Sola, sister Jobal, and Queen Apailana, are told that Padmé was killed by the Jedi on Coruscant. No mention is made of Padmé's pregnancy or where R2-D2 and C-3PO are. An investigation into who fathered the children would go against Naboo tradition.



ILLUMINATOR















# he Senate

HERE GREED AND CORRUPTION fined the pre-war Senate, dereliction of ty and indolence have been the words since. Reasoned discourse and rited debate are now viewed as archaic extices, impediments to the "efficient earlining of the bureaucratic process." In

camlining of the bureaucratic process." In the mate of fear spawned by the war, most Senators find it sier—some say safer—to place their personal convictions hold, and to ratify any piece of legislation that cedes rater power to Supreme Chancellor Palpatine or to any the committees responsible for overseeing the war ort. Typically, the Senate is so busy modifying the public Constitution that it has completely abandoned role as a balancing arm of the government.

Sern Prime topknot

ANG ZAR

SENATE BUILDING

Rising from the center of the Legislative District, the Senate comunder attack by vulture fighters and droid gunships during Gene Grievous's sudden raid on Coruscant. While the building emerge unscathed, nearby edifices, landing platforms, and plazas suffer major damage. In the Nicandra Counterrevolutionary Signalmen Memorial Building alone, fatalities number in the thousands.

Republic

Executive

Annex Do

Senate

Kuati turban

Formal shoulder
sash

GIDDEAN
DANU

Molftasseled
overcloak

MALÉ-DI
plea for peace

Visdic body
wrappings

Giddean Danu and Malé-Dee are among group of Senators opposing Palpatine. The believe that he may respond if he is told that there are other disaffected Senators

# Noble Politicians

Palpatine and his parties of aides and red-robed guards have not cowed all the Senators. A loyal group has signed "The Petition of the Two Thousand," which states in no uncertain terms that the time has come for the Supreme Chancellor to yield some of the emergency powers that

were granted him. It also demands that he open cease-fire negotiations with representatives of the

Confederacy of Independent Systems



TERR TANEEL

CHI EEKWAY

Fashionable

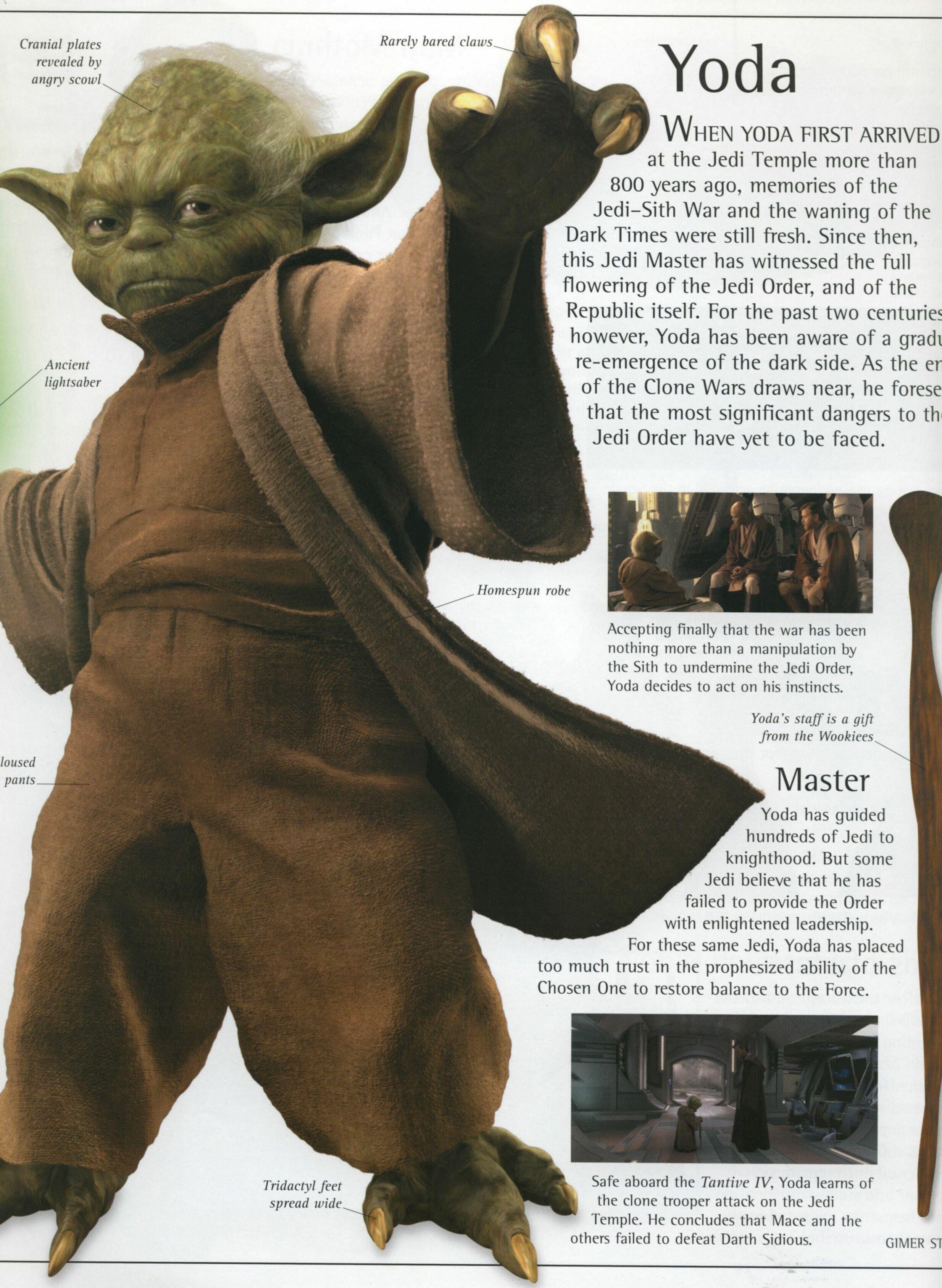
translator



Even before the abrupt end to the Clone Wars, many Senators representing Outer Rim worlds avoided Coruscant. They feared retribution for having forged trade agreements with species identified with the Separatist movement. By contrast, those Senators who were shrewd enough to remain on Coruscant and side with Palpatine found themselves rewarded in the post-war years.



- ◆ Until the election of Princess Leia Organa to the Imperial Senate, Mon Mothma is the youngest Senator ever to hold office.
- ◆ Mon Mothma, Bail Organa, and his adopted daughter, Leia, will all play pivotal roles in the formation of the Rebel Alliance.





ond heart is

K1-AD1-MUND1

When Yoda arrives at Palpatine's holding office beneath the Senate Rotunda, he is in no mood for interference. Before the Chancellor's red guards can so much as brandish their force pikes, Yoda flattens them with a Force push.

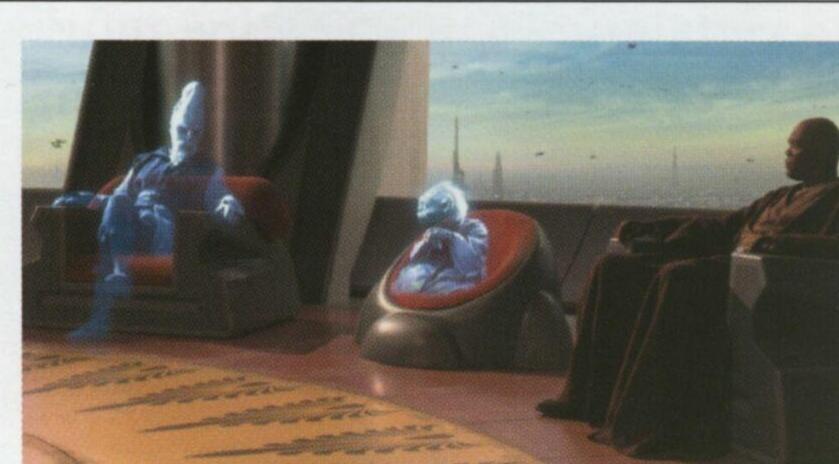
his contest with Sidious, Yoda izes he is overmatched and leserts the fight, perhaps ause his spirit has been roken by so many Jedi s. However, he remains determined to achieve ctory over the dark side.

◆ Jedi learner, Zett Jukassa, is one of many to die in the Temple attack.

DATA FILE

◆ In his extended lifetime, Yoda has visited countless worlds, some of which are so remote as to be unknown. One such world is the swamp planet, Dagobah.

Increasingly troubled by
the gathering of the
dark side around the
Chancellor, the Jedi
Council resolve to capture
General Grievous and
then force Palpatine
to abdicate.





LUMINARA UNDULI

Kai-Kan drop stance

Jedi Aayla Secura and Barriss
Offee die in attacks by clone
troopers on the murky world of Felucia.
Light-years distant, Luminara Unduli is lost
on the Wookiee world of Kashyyyk.

AAYLA

**SECURA** 

Djem So

attack stance

Jedi Leaders

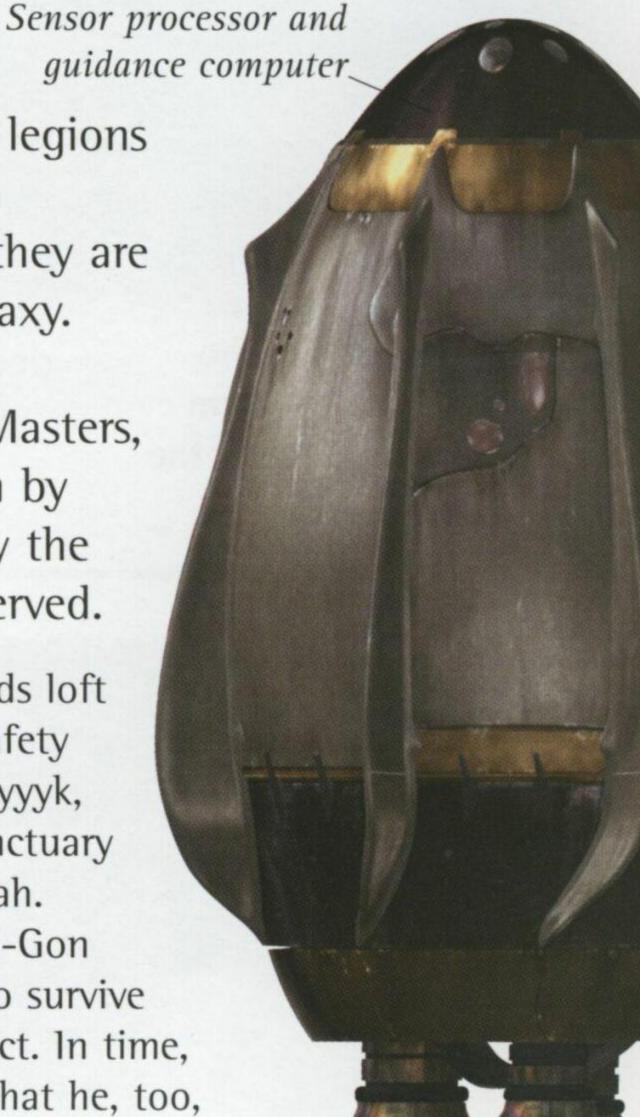
BARRISS OFFEE

Since Geonosis, the Jedi have led legions of clone troopers into combat on hundreds of worlds. As a result, they are spread thinly throughout the galaxy. When clone commanders receive Palpatine's traitorous Order 66, Masters, Knights, and Padawans are taken by surprise. They are assassinated by the troopers with whom they have served.



Escape pods loft Yoda to safety from Kashyyyk, and to sanctuary on Dagobah.

On Polis Massa, late-Jedi Master, Qui-Gon Jinn, begins tutoring Yoda on how to survive death with one's consciousness intact. In time, Yoda tells Obi-Wan of this, and that he, too, will soon begin training with Qui-Gon.



ESCAPE POD

## Mace Windu

GIFTED WITH A TALENT for seeing to the very heart of a matter, Mace Windu has long nursed suspicions about Palpatine. Shortly before the Chancellor's abduction, Mace worried openly that Palpatine had fallen under the influence of the as-yet unidentified Sith Lord, Darth Sidious. But Yoda cautioned that the Senate would need proof of the Chancellor's treachery. Mace's concern blossoms into certainty when Palpatine refuses to tender a peace offer to the Separatists, even after Count Dooku has been killed.



After Palpatine defies tradition by appointing Anakin to the Jedi Council as his voice, Mace, Obi-Wan, and Yoda discuss the Sith threat to the Republic. They reluctantly decide to order Anakin to act as a double agent in the Chancellor's office.

Modulation circuitry for amethyst blade

Power cell

WINDU'S LIGHTSABER Mace's lightsaber technique synthesizes deadly Form VII with a newly created form known as vaapad. A Force-user who practices this form may skirt close to the dark side.

#### Determined Jedi

Anakin's revelation—that Palpatine and Darth Sidious are one in the same—hollows Mace to the core. Not days earlier, he and other Jedi had risked their

lives against Grievous's droid forces to prevent Palpatine from being abducted. Grasping that the abduction and the war itself has been nothing more than a deception, Mace leaps into action, promising to take Palpatine into Jedi custody, dead or alive.

#### DATA FILE

- Mace's precognitive abilities give him keen insight into individuals and events.
- ◆ Yoda agreed that Mace should arrest Palpatine if the Supreme Chancellor was discovered to have had dealings with Darth Sidious.



Coarsemeane to









Evidence of Anakin's slaughter bloodies the stately halls of the Temple. Administrators and students pose little threat to Palpatine's plans but Anakin does not care. Carrying out the executions is Anakin's way of swearing allegiance to the dark side and ensuring his family's survival.

# Stass Allie and Shaak Ti

With almost all able-bodied Jedi Knights deployed far from Coruscant, the training of young Jedi has been cut. Those who remain in residence are left to fend for themselves. Even the Temple's finest swordmaster is no match for Anakin Skywalker and the stormtroopers of the 501st Legion. Not one Jedi knight or youngling will survive the horrific onslaught.

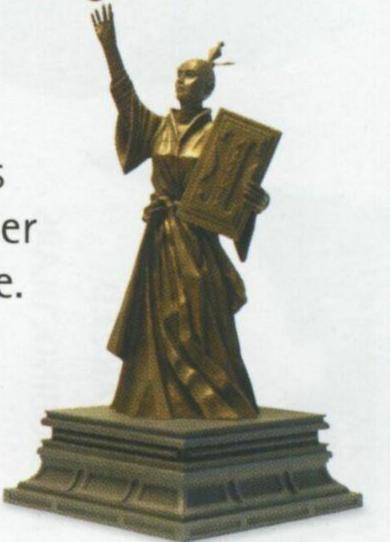


Sidious assures his new apprentice that the murders of those he loves will allow him to tap deeply into the powers afforded by the dark side of the Force. The Jedi must be the first to die-and that means all of them.

## DATA FILE

Anakin knew his atrocities were being monitored, but he was confident his actions would help him to attain a position of power where he was answerable only to Palpatine.

> Yoda and Obi-Wan recalibrate the beacon's Return-to-Coruscant code to save Jedi survivors.

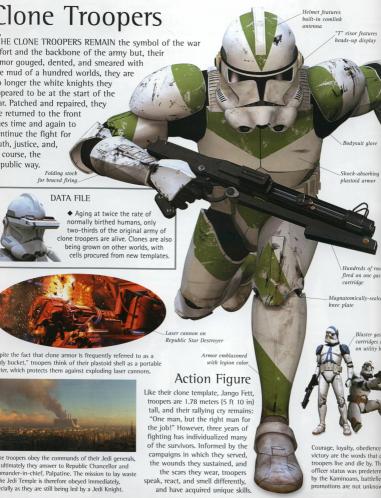


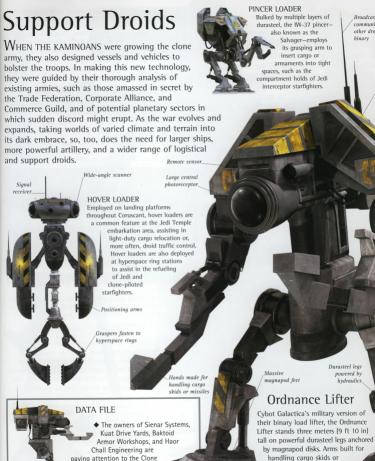












Wars, in the hope of placing themselves profitably for the inevitable peace.

missiles flank a primitive cognitive module, capable of accepting

verbal commands.

### tapauns

Utapau's most remote moon is inhabited.

Distended PUPS

PEACEFUL OUTER RIM WORLD OF UTAPALL is d by two indigenous and symbiotic near-human id Pau'ans constitute Utapau's modest patrician and serve as city administrators and bureaucrats. ole by nature, the stubby Utai make up the labor Unaffiliated with either the Republic or the CIS. tapauns remain neutral in the war until Darth

es. Comprising thirty percent of the population, the us sends General Grievous and the Separatist Council eir world as a temporary sanctuary. The Utapauns accept occupation with resignation,

while preparing for rebellion.



Utapau and its brood of small moons orbit in the remote Tarabba Sector, Huge sinkholes house cities that cling to the rocky walls of crevasses that fracture much of the planet's inhospitable surface.



The Separatists fortify their position on Utapau by unleashing

hastily-manufactured Techno Union fighters against invading Republic forces. The Mankvims are outfitted with twin laser cannons



refueled, Tion whispers that Separatists have taken control of Utapau.

Utai

Utapau's immense sinkholes were home to the Utai long before climactic change drove the lordly Pau'ans from the planet's surface. Distended eyes provide the Utai with keen night vision, perfectly suited to the crevasses that fissure Utapau. The Utai tamed the varactyl, and still serve as wranglers for the dragon mounts.

Flexible neck supports armor-Mid-body ridge of plated skull spines displayed during courting ritual

scalina rocky cliffs

Four meters (13 ft 1 in) tall at the shoulder, the varactyl is an obliging herbivore. Utai leatherworkers handcraft high-backed saddles, sized for Pau'ans and Utai and perfect for riding at any angle.

Varactyl muck boots

Clawed feet adapted for



## Chewbacca

COMPARATIVELY SHORT, EVEN SLIGHT, for a Wookiee, 200-year-old Chewbacca was born in the city of Rwookrrorro, several hundred kilometers from Kachirho, in an area of exceptionally tall wroshyr trees. His mother, father, and several cousins still reside there. A mechanic, holo-game competitor, and catamaran and fluttercraft pilot, Chewbacca learned his skills at Rwookrrorro's landing pad, and helped design and build the Wookiee escape pods. When it comes to outwitting droids or clone troopers, Chewbacca is ready with a plan.



to hyperlanes to serve as a way-station for merchants. The Wookiees trade precious hardwoods for technology.

#### Wookiee Explorer

Arms raised in gesture of dismay,

Chewbacca has explored his homeworld from pole to pole, and is acquainted with even the wildest reaches of Kashyyyk's phenomenal forests, Restless by nature, he has also visited scores of planets, and is a veteran of numerous adventures, including run-ins with Trandoshan slavers. More compassionate than fierce, he nevertheless proves himself an able and cunning warrior.

Ammunition bandoleer\_



On the ground and on Kachirho's loftiest tree platforms, Wookiees gaze into the night sky, which the ships of the Separatist fleet have strewn with harsh light, Chewbacca is no stranger to combat, but he worries that Kashyyyk may not be able to defend itself against the invasion force, and will fall to the Confederacy.



Chewie's legs are comparatively short.

Hardened footpads from explorina Kashyyyk













Sheltay Retrac has been Bail's

aide for two years

Alderaanian

long coat

Alde

Killik

DENATOR FOR PACIFIC ALDERAAN, Bail brgana believes that the peace he enjoys on is homeworld may account for his growing oncerns about the conflict on Coruscant. le is particularly concerned about the extra owers the Senate has given to Chancellor alpatine and the loss of freedom on the alactic capital. Bail is seen as a voice of eason in the Senate, although just as often e is shouted down by his pro-war peers.



hen Palpatine proclaims himself Emperor, Padmé utions Bail to conceal his true feelings. She asks m to bide his time until the circumstances are ght. Most of all, in private, she tells him to place is faith in the future and in the Force.

#### Candid Senator

With Padmé, Mon Mothma, Fang Zar, and other voalists, Bail argued against the Military Creation Act, only to put aside his feelings after the Battle of Geonosis and support the war effort. To no avail, Bail argued against the installation of surveillance holocams in the Senate Building and, iter, against the Reflex Amendment that extended Palpatine's far-reaching authority.



BAIL ORGANA'S IDENTITY TAG

Blaster fires incapacitating bolts only\_

all has grown used to showing s identity tag at building entrances on pruscant. Seemingly passive, his resoluteness ill be passed on to his adopted daughter.

#### Friend of the Jedi

Bail knew several Jedi Masters before the start of the war. Since then, he has gotten to know them even better. Bail meets often with Yoda and Mace Windu to discuss Palpatine's use of Republic forces and the growing mistrust of the Jedi Order in

the Republic. He understands more than most that the war has placed the Jedi in an impossible situation.



#### CUSTOM SPEEDER

Sporty two-seater

has leather seats

With its design based on an older model, Bail's speeder comes in handy for spiriting Yoda to safety after he abandons the fight with Darth Sidious in the Senate building.



Bail believes in the Force and is the first civilian to arrive at the Jedi Temple after Anakin and his legion of clone troopers have gone on a killing spree. After witnessing a young Jedi fall to hails of blaster fire, Bail narrowly escapes with his own life.

Steering voke upgraded

for quick turns





To keep the whereabouts of Obi-Wan and Yoda secret after they have gone into exile, Bail orders that C-3PO's memory be wiped. DIPLOMATIC STARSHIP

Bail's Corellian-made cruiser, Tantive IV, is commanded by Captain Raymus Antilles. In order to preserve its legacy as a diplomatic vessel, Bail refuses to outfit the ship with ranged weapons. On and off for the next 20 years, the starship will be home to C-3PO and R2-D2.

#### DATA FILE

- Bail will die when Grand Moff Tarkin orders the Death Star to destroy Alderaan.
- ◆ Using a Jedi homing beacon, Bail is able to contact Yoda and Obi-Wan after they are betrayed by clone commanders Gree and Cody.
- Bail and his wife, Breha, are childless.



Overcome by grief for what has transpired since the kid of Palpatine, Bail watches medtechs at the Polis Massa facility struggle to save Padmé's life after they have deliv her twins. After her death, Bail offers to raise Leia Amida Skywalker in the house of his wife, the Queen of Aldera

## Separatist Council

EARLY IN THE WAR, following the Separatists' first round of conquests, Count Dooku revealed to the Council members that the real power behind the Confederacy of Independent Systems was the Sith Lord, Darth Sidious. Three years later during the Outer Rim Sieges, with the Republic victorious at Separatist strongholds, Sidious orders that the Council members be placed under the personal protection of General Grievous. Housed on Utapau while Grievous strikes at



The "hive mentality" characteristic of man Separatists works in Sidious's favor, in the is won over, the rest of his or her species Their spinelessness makes it easier for the order the murder of his former allies.



TECHNO UNION

Wat Tambor has suffered several close calls during the war, falling into Republic captivity on Metalorn and narrowly escaping an assassination attempt by Boba Fett on Xagobah. With his homeworld of Skako in Republic hands, Tambor has no option but to place his trust in Sidious.

CORPORATE ALLIANCE
Passel Argente had I
secondary role in th

Passel Argente had hoped to play a secondary role in the war, but quickly found himself pressed into service by Dooku. Unknown to Passel, many of a subordinates have been relocative their

his Alliance subordinates have been relocating their distribution companies to a cluster of star systems in the galaxy's Tingel Arm, also known as the Corporate Sector. HYPER-COMMUNICAT Aqualish Po Nudo he dozens of unscrupul steered resource-rich A

Separatist fold in the months prior to to Geonosis. In gratitude, the Banking Clan Union appointed him head of the Hyper Cartel. This organization oversees a CIS at the Republic HoloNet.

FC

game aratist facility nic Mustafar ught to be able. But that

re Darth



sent his new apprentice, Darth Vader, to assassinate the of the Council. With the Jedi killed, and the chief sts soon to follow, no one will stand in Sidious's and way when they seize total control of the galaxy. DATA FILE

◆ The Separatist movement ignored

all Republic laws prohibiting the amassing of weapons, warships, and soldiers.

The Separatists prevented





Republic eavesdropping by using an InterGalactic Banking Clan code.



CLAN
was taken
abblic custody and
o escape. Having
the resurrection of
lai warrior Durge, as
ne rehabilitation of
Hill feels that Darth
wes him a great debt.

GEONOSIAN INDUSTRIES
With hundreds of thousands of
his fellow Geonosians employed
in the construction of Darth
Sidious's battle station, Poggle
the Lesser is confident that the
best is yet to come.

More than any other members of the Council, the Neimoidian Viceroy, Nute Gunray, and his chief attaché, Rune Haako, feel they have a special agreement with Darth Sidious. This is mainly because the Trade Federation was the first organization to be drawn into helping the Sith Lord's evil plans.

COMMERCE GUILD
With her homeworld of
Castell absorbed into
the Republic, Gossam
Presidente Shu Mai's
talent for bribery is
useless against Vader.

## Polis Massans

AySTERY SURROUNDS THE CAUSE of the cataclysm at fractured the Outer Rim planet now known as alis Massa. Evidence of the civilization that flourished in the formerly arid world is scant, but on one of the grest of the planetary chunks, an archaeological dig has ten in progress for so long that the humanoid aliens pervising the dig are themselves referred to as Polis assans. Most of the prize artifacts uncovered thus far two come from deep within the asteroid, and so assoned spelunkers—cavers—comprise the

Obi-Wan, Padmé, R2-D2, and C-3PO rendezvous with Yoda an Bail Organa at the Polis Massa medical facility. The fact that it

Voice-acti

comlink





## Parth Sidious

HE SITH HAVE WAITED a millennium for the birth of one who is werful enough to return them from hiding. Darth Sidious is that e—the Sith's revenge on the Jedi order for having nearly dicated the practitioners of the dark side of the Force. Trained Darth Plagueis, Sidious, in his guise as Palpatine, understood at the corrupt Republic and the subservient Jedi Order could brought down by playing to the weaknesses of the mer: its mindless bureaucracy and attachment to power.



Sidious does not consider himself evil but rather a savior. After the destruction of the Jedi order, he has no need to reveal his Sith identity, for he is now the beloved Emperor Palpatine, who has restored peace to the qalaxy.

Sidious has one more task to perform before conquest is complete: to kill Yoda. Then the light side of the Force will be eclipsed, and the Jedi order will cease to exist.

Precious aurodium cap and blade emitter. Phrik alloy casing

Blade-length adjust

Voluminous Sith robes

Two Faces

"Always two there are"—not only master and apprentice, but persona and true face. Unmasked by deflected lightning during his duel with Mace Windu, the Sith Lord's true face is revealed to the world. But for the Senate, the Jedi could not damage Palpatine's reputation.

HTSABER
ous's 5ith lightsaber is
ally concealed within
euranium sculpture
t adorns his chambers
he Senate Office
lding. A wall panel
he office depicts a
endary battle between

Sith and the Jedi

#### DATA FILE

 A powerful practitioner of the dark side of the Force, Sidious uses Sith lightning to attack his enemies. It causes terrible pain.

◆ Sidious's act as the mildmannered Chancellor Palpatine is so convincing that even the Jedi are taken in.



Darth Vader will represent the Sith, serving as Palpatine's liaison with the planetary system governors he has installed. He will also keep the military commanders in line—at least until work is completed on the Death Star.





Injector power cells

Wireless lefibrilator Filtration transpirators Resuscitating ventilator

Injector head

#### Medical Kit

Sith lightsaber

Plucked from death on the black-sand bank of one of Mustafar's lava rivers. Darth Vader is placed in a medical capsule that will keep him alive during the hyperspace jump to Coruscant. Along the way, Darth Sidious makes use of various special potions and implements to begin the process of Darth Vader's transformation into the man-machine he is destined to become.

Face has turned

vellow in anger

#### Adaptors for pressor field generator

Cardiovascular monitors Injector handle



Emperor Palpatine's shuttle can jump to lightspeed without having to use a hyperspace ring. The same is true of the V-wings that form his special escort.

#### Sith Lord

Darth Sidious isn't worried about any Jedi who managed to survive Order 66. Even united, Yoda and Obi-Wan pose no threat to the Dark Lords of the Sith. Soon the Jedi will be remembered only as archaic warriors, practicing a sad religion, and memories of the Republic will disappear. For Sidious, everything is proceeding according to plan.

> Dark robes hide Sidious's identity.

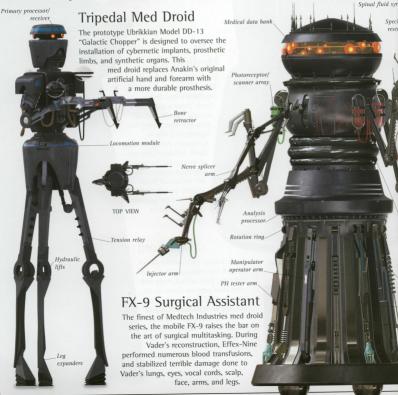
## Darth Vader

FOLLOWING THE ATROCITIES he commits on Coruscant, Darth Vader is sent to Mustafar to "take care of the Separatist Council." There, he carries out his task with homicidal glee, executing one member after the next, saving an imploring Nute Gunray for last. His bloodlust temporarily sated, Vader learns that Padmé has followed him across the stars. But when she rebuffs his offer to rule the galaxy at his side, and it is revealed that Obi-Wan has accompanied her, Vader nearly chokes his wife to death with the Force, before engaging his former Master in a deadly duel above the planet's rivers of lava.

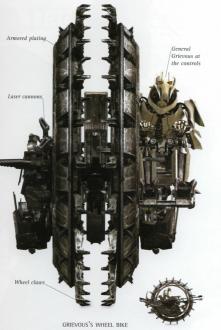


#### IUSTAFAR

Intended to shelter the Separatist Cou the final acts of the Clone Wars are p the facility on Mustafar ends up bei costly grave for the hoodwinked hal Separatists who funded its construct









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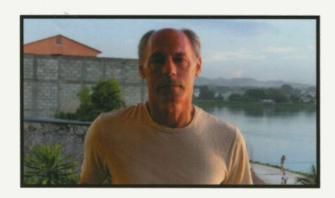
in any project of this sort, contributions came in all quarters, sometimes too fast and furious to p up with, though I think we managed to squeeze rything in. So, many thanks to the following tributors:

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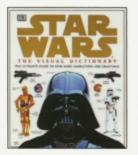
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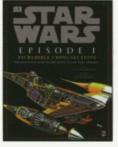
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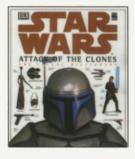


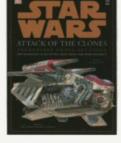






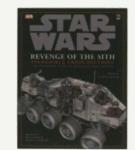














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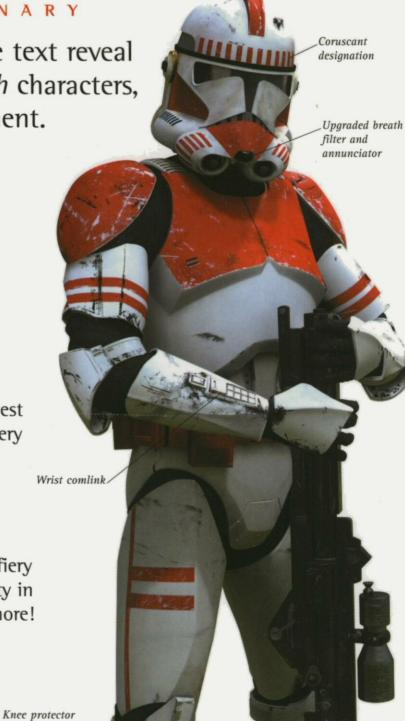
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