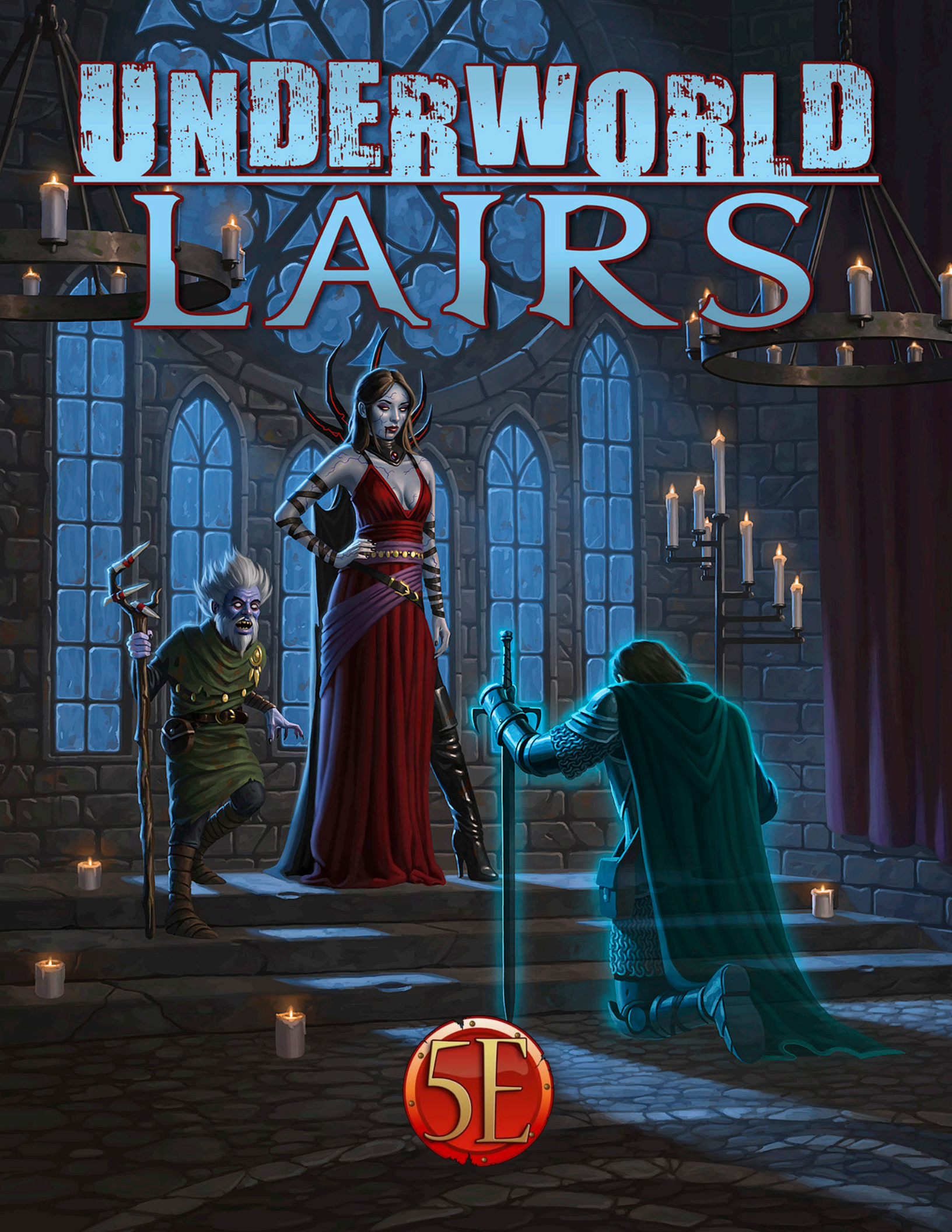


UNDERWORLD LAIRS



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Trouble in the Depths of the World

Underworld Lairs features fourteen short-form adventures that have an Underworld theme, including adventures in the Underworld, around one of its entrances, or involving the Ghoul Imperium or its allies. For more information on the Underworld and the Ghoul Imperium, see the Underworld Gazetteer in *Empire of the Ghouls*. Each adventure can be used as a side quest in the *Empire of the Ghouls* adventure, as a standalone adventure in the Underworld, or as a way to introduce the Underworld and its denizens to your campaign. Each adventure is set in the Midgard campaign setting, but each can be easily adjusted to fit into any campaign world that includes an underground nation of ghouls and a god or goddess of blood, lust, and fertility.

To run each of these adventures, you'll need the core rulebooks of the 5th edition of the world's first roleplaying game or the *System Reference Document 5.1*. Creatures whose names appear in **bold** without a page or book reference can be found in the text near where they are named, in the *System Reference Document 5.1*, or in those rulebooks. Similarly, spell and magic item names which appear in *italics* without a page or book reference can be found in those rulebooks or in the *System Reference Document 5.1*. In addition, you will need the *Tome of Beasts* and the *Creature Codex* to run all of the encounters in these adventures. If you do not have these resources, the statistics for creatures from both books are available online at: <https://open5e.com/monsters/monster-list>

Underworld Lairs includes the following adventures, listed by character level:

THE SANGUINE LODGE (3RD-LEVEL CHARACTERS)

While the sturdy mountain lodge caters to the odd traveler or merchant, it primarily serves as a way station for pilgrims headed to Cantri Abbey, an abbey of the Red Goddess frequented by pregnant women suffering complications or expecting difficult births. Not every traveler to the lodge is a supplicant of Marena, however. Some unfortunate travelers end up at the lodge as prisoners bound for Morgau to serve as blood stores for its vampire masters.

BASTION OF THE DERANGED (4TH-LEVEL CHARACTERS)

The bastion is a fortified area of caves at the edge of the Ghoul Imperium. It is run by derro who are left alone by the darakhul as long as the derro continue to manage and monitor all traffic through the bastion.

MIDDEN OF THE FLAYED (5TH-LEVEL CHARACTERS)

The midden is a cavern system beneath a large sinkhole in an area known as the Butchery. In the Butchery, the darakhul laborers slay captives and butcher the bodies, sending the meat to feed the citizens of the Imperium and the discarded leftovers down into the sinkhole. Dangers lurk deep in the midden where lesser undead and other creatures of the Underworld feed on the darakhul's waste.

CAMP SICARIUS (6TH-LEVEL CHARACTERS)

Driven almost to extinction and to the edges of the Underworld, the drow fervently hold Camp Sicarius on the surface, defending an entrance to the Underworld. However, unrest plagues the camp's officers, destabilizing the camp.

SKULLCAP FOREST (6TH-LEVEL CHARACTERS)

This is an expansive hollow near the Stert Caverns on the eastern edge of the Ghoul Imperium. It holds a colony of deathcap myconids who tend their mushroom garden in relative peace. Inedible to the ghouls, they are largely left to their own devices by their undead neighbors. This location can serve as a temporary respite for peaceful characters or as another dangerous location in the Underworld for hostile characters.

CATHEDRAL OF TEN THOUSAND FLAMES (7TH-LEVEL CHARACTERS)

The cathedral is a temple dedicated to the Red Goddess Marena and is said to be the home of a high-ranking vampire in Marena's priesthood. Lately, the cathedral has been lit with eerie, green flames which dance in the wind.

THE THROTTLE (7TH-LEVEL CHARACTERS)

This wide, rough-hewn cavern has been set as an outpost by the Ghoul Imperium. It is a checkpoint on the most-traveled route between the Free City of Zobeck and Darakhan, the darakhul capital. It is designed to withstand and slow large forces and to ensure only approved merchants have access to the main thoroughways in the Imperium.

CLOSED THROAT PASS (8TH-LEVEL CHARACTERS)

Closed Throat Pass is a claustrophobic passage through the Underworld which is protected by members of the Ghoul Imperium. Though the pass offers a quick path to where travelers need to go, those traversing the Imperium illegally must exit the pass quickly to avoid being overrun by the undead inhabiting it.

STARLIT CHAMBERS (8TH-LEVEL CHARACTERS)

This is a pair of small chambers far beneath Tannenbirg Castle in Krakovar which serve as an outpost for the Order of the Ebon Star. The chambers get their name from the phosphorescent fungus that dots the ceilings of the chambers like stars. This location can serve as a temporary respite for characters who oppose the Ghoul Imperium or as a dangerous location in the Underworld for characters who support the Ghoul Imperium.

CAVERNS OF THE SOUL RIVENER (9TH-LEVEL CHARACTERS)

Legends tell of a remote cavern filled with a dark liquid brimming with foul magic. Many surface-dwelling people have disappeared where this cavern is said to be located, and denizens of the Underworld have seen eerie, green lights dancing in the darkness near the cavern.

FUNGAL FOREST OF FORGETTING (11TH-LEVEL CHARACTERS)

Something is amiss in the Forest of Forgetting. Strange deathcap myconids and other sentient plant creatures that inhabit the forest are either avoiding contact or acting strangely—even more strangely than normal. Worse yet, many of the people native to the Underworld have gone missing while visiting the Forest of Forgetting.

BREACHING WORM CITADEL (14TH-LEVEL CHARACTERS)

It is said when someone requires another being's death or a particularly difficult-to-acquire item, that person can turn to Augrimm, a powerful lich who inhabits the corpse of a petrified purple worm deep in the Underworld. Augrimm's mastery of devils and the undead gives the lich the power to acquire or kill any target, though such services cost the solicitor arcane tomes, stolen memories, or ancient magical devices. For those with flexible moral fiber, Augrimm presents an abundance of opportunity.

TO GREET THE RISING SUN (14TH-LEVEL CHARACTERS)

A clan of cave giants known as the Sunseekers have been traveling to the surface world and attacking villages in direct sunlight, contrary to all known facts about the creatures' vulnerability to the sun. Some magic is protecting them from the sun, and its source must be found and destroyed to prevent the spread of Underworld creatures onto the surface.

THE LAST DWARVEN REDOUBT (15TH-LEVEL CHARACTERS)

An adult cave dragon lairs on a ziggurat of bones and leads a forgotten clan of dwarves. In his paranoia, the dragon has demanded more and more from the dwarves over the years. This increase in demand fractured the clan, and many dwarves openly rebelled against the dragon. In retaliation, the dragon enhanced his most loyal followers and subjugated the others.

The Sanguine Lodge

AN ADVENTURE FOR FIVE CHARACTERS OF 3RD LEVEL

Adventure Background

The Sanguine Lodge, a sturdy mountain lodge staffed and guarded by cultists of the Red Goddess, sits in a wooded hollow off Pelerin Pass, a sparsely used passage through the Cloudwall Mountains between the Rothenian Plains and Morgau. While the lodge caters to the odd traveler or merchant, it primarily serves as a way station for pilgrims headed to Cantri Abbey.

One wing of rooms is reserved for such pilgrims. The cellar has been converted into holding cells for any prisoners being transported into Morgau. The proprietors of the Sanguine Lodge also function as spies for Morgau and the church of the Red Goddess, noting any interesting or unusual traffic and sending their reports with couriers into Morgau.

The pass itself is most often used by pilgrims faithful to Marena seeking to visit shrines within Morgau. Pregnant women from the Rothenian Plain suffering complications or expecting difficult births are often brought this way to Cantri Abbey in Morgau. Once there, they are placed in the care of Mother Abbess Calle until the infants have been delivered. However, since these women are not citizens, they must pay a price for such aid. Typically, the mother must pay a blood price, or have it paid by a husband or other family member.

Adventure hooks

The Sanguine Lodge is not the typical adventurers' delve. The PCs' reasons for being here may vary depending on their motivations or current goals. Here are a few reasons why they may make their way to the Sanguine Lodge.

- **Obligatory Rescue.** The PCs are to retrieve a young woman who has gone up through the pass on the way to Cantri Abbey. Perhaps a concerned parent does not want their daughter and unborn grandchild in the hands of servants of Marena. A partner or lover may have balked at paying the blood price and is worried that the young woman, her child, or both may be detained until that price is paid or even claimed as chattel for the vampires. The PCs are indebted to the one requesting the mission, and this is their chance to balance the books.
- **Surgical Strike.** The adventurers have set themselves in direct opposition to the Red Sisters and their goddess—whether as members of a rival faith or by mercenary contract. They seek to lessen Marena's influence outside of Morgau, and taking out the Sanguine Lodge is one step toward that goal.
- **Mission of Mercy.** Not only pilgrims are currently being held at the Sanguine Lodge. The lodge is also a stopping point for Morgau raiders bringing captives back to add to the blood stores of their vampire masters. The adventurers seek to rescue these captives and return them to their homes, perhaps even seeking a friend or family member snatched up in a raid.

Outside the Sanguine Lodge

The lodge is nestled beneath a stand of firs, the surrounding land left wild and forbidding. A wide porch, railed and covered, stands at the front of the place. Heavy double doors of age-darkened wood guard the entrance. Each door bears the bas-relief of a crown, stained a bright crimson.

A small stable, separate from the main building, is unlocked and holds a pair of **draft horses** and a covered wagon. The wagon belongs to the Red Goddess cultists, who are using it to transport their charges to the abbey. The wagon holds enough food and water to sustain a dozen Medium humanoids for two days.

1. COMMON ROOM

A central fireplace bathes the room in a cozy glow. Thick rugs of bear fur, worn with age, cover much of the hardwood floor. Padded leather chairs and couches surround the fireplace, and more chairs circle tables in the corners to either side of the door. Across the room, a row of stools sits aside a large bar, behind which a shelf holds small kegs. Arches lead into hallways to the east and west, while a single door sits in the north wall, to the left of the bar. The surrounding walls are covered with various stuffed animal heads, their glass eyes gleaming in the firelight.

The proprietors of the lodge, Anton and Kalena Sorokin, are usually found here (use **spy** statistics). Kalena polishes the bar top while Anton tends the fire. Lounging near the fireplace are their pets, two massive wolf-dog hybrids (use the statistics of a **wolf**). If the PCs enter peaceably, the proprietors aren't immediately hostile. Travelers are rare, but not unexpected. Given their role as information gatherers, a convincing story allays suspicion, but they still attempt to find out as much about their new arrivals as they can, while playing the congenial innkeepers.

If the PCs ask for lodging, the proprietors apologetically say there is only one room they can offer, as the rest of the rooms are currently occupied by a group of pilgrims (this statement is true enough). However, the remaining room is large enough to accommodate the entire group. The room in question is also far from the pilgrim's lodgings, easy to eavesdrop upon, and has a secret entrance should the staff feel the need to deal with the PCs later.

2. KITCHEN

A huge hearth takes up the wall opposite the door from the common room. Next to it is a large basin for washing. A large butcher block occupies the center of the room, and a long preparation table occupies most of the south wall. Shelves of dry goods line the east wall, while a large cupboard on the west holds cookware, crockery, and utensils. In the northwestern corner a trapdoor is set into the floor.

The back door has a beaten path leading to a nearby well. The kitchen is well stocked, and there is typically something cooking or keeping warm over the fire. If anyone bothers to check, there is usually a hearty soup or stew, but also a pot of thin, watery gruel (for the prisoners in Area 6). A trapdoor in the corner by the oven leads to the cellar (Area 5).

A secret door on the east wall leads into a hallway that runs along the northern rooms of the east wing. Another secret door opens into the easternmost room, easily noticeable from inside the hallway. Both doors require a successful DC 15 Wisdom (Perception) check to notice.

3. WEST WING

This hallway is lit with a single oil lamp at its midpoint. Three doors line either side of the hall, and a chair sits against the far wall.

This wing is currently occupied by the women making the pilgrimage to Cantri Abbey. A total of eight women are currently sleeping in the half dozen rooms off the hall. If the PCs are here to rescue one of them, she is sleeping in the corner room on the north side.

At the end of the hall, a **guard** is dozing in the chair. Anyone other than the proprietors of the lodge, another guard, or their leader is told to return to the common room, as this wing is off limits. If attacked, the guard defends himself while raising an alarm and calling for aid.

The doors to the rooms are locked, and the guard on duty carries the keys. A successful DC 14 Dexterity check using thieves' tools unlocks a door. Alternatively, a successful DC 14 Strength (Athletics) check forces open the door.

THE SANGUINE LODGE



4. EAST WING

This hallway is lit with a single oil lamp at its midpoint. Three doors line either side of the hall.

The rooms in this wing are currently occupied by two forces. The first are the guards assigned to transport the women to Cantri Abbey. These consist of four **guards** (including the one on watch in Area 3) and their leader, a minor functionary from the abbey (use statistics for a **cult fanatic**). They currently occupy the north and south rooms closest to Area 1. The next two rooms hold the raiders returning to Morgau with prisoners from the Rothenian Plains (see Area 6). Two **thugs** occupy the second room on the north side of the hall, while four **scouts** are in the room to the south. The third room to the south is unoccupied, despite what the Sorokins claim, but is locked. A successful DC 14 Dexterity check using thieves' tools unlocks a door. Alternatively, a successful DC 14 Strength (Athletics) check forces open the door.

The northern room at the end of the hall contains three bunkbeds and is the one assigned to the PCs should they ask. The secret door in the room can be found with a successful DC 15 Wisdom (Perception) check, and it opens by pushing on the wall panel and sliding it aside.

5. CELLAR

Sacks hang from the support beams of the basement, which has an earthy smell despite the finished walls and flagged floor. A stack of boxes and several barrels stand beside the stairs, while the south wall has shelves and hooks holding haunches of meat and sausages. The eastern wall supports a huge but mostly empty wine rack.

The sacks hold onions, potatoes, and other roots vegetables. The boxes contain a variety of dry goods—flour, beans, and the like—while the barrels hold beer and ale. The meat is mostly salted or smoked, with a few select pieces being aged on the shelves.

A successful DC 13 Wisdom (Perception) check reveals the sound of running water, noticeably louder the closer one gets to the eastern wall. A successful DC 15 Wisdom (Perception) check reveals a hidden catch in the wall. With the release of the hidden catch, a section of the wine rack can be swung open, allowing entrance to Area 6.

6. HIDDEN PRISON

An underground stream runs through the northwestern corner of this roughly worked cave. Several cages sit against the south wall, containing humanoid forms huddled under ragged blankets.

Eight captives languish here, guarded by a **veteran swordbreaker skeleton** (see page 9 for its statistics; its full template and creation guidelines appear in *Empire of the Ghouls*). Treat the captives as **scouts** without equipment and with one level of exhaustion from a long, forced march and poor food. If freed and armed, they fight to the best of their abilities.

TREASURE

A locked chest that holds the lodge's accumulated wealth sits across the stream. A successful DC 15 Dexterity check using thieves' tools unlocks the chest. Alternatively, a successful DC 15 Strength (Athletics) check breaks open the chest. It contains: 1,836 cp, 1,005 sp, and 30 gp.

Conclusion

Once the PCs have defeated the occupants of the Sanguine Lodge, where they go next depends largely on their reasons for being there in the first place. If they are on a rescue mission, they may return the way they came, escorting the freed prisoner home to collect their reward or finish repaying their debt. Or their path may be through the pass and into Morgau. In this case, they can let freed prisoners make their own way while heading on into enemy territory to strike another target. In any event, reward PCs an extra 25 XP per prisoner they rescue from the Sanguine Lodge.

VETERAN SWORDBREAKER SKELETON

Medium undead, lawful evil

ARMOR CLASS 14 (natural armor)

HIT POINTS 78 (12d8 + 24)

SPEED 30 ft.

STR	DEX	CON	INT	WIS	CHA						
16	(+3)	13	(+1)	14	(+2)	6	(-2)	8	(-1)	5	(-3)

DAMAGE VULNERABILITIES thunder

DAMAGE RESISTANCES piercing, slashing

DAMAGE IMMUNITIES poison

CONDITION IMMUNITIES exhaustion, petrified, poisoned

SENSES darkvision 60 ft., passive Perception 9

LANGUAGES understands all languages it knew in life but can't speak

CHALLENGE 3 (700 XP)

Fossilized Bones. Any nonmagical slashing or piercing weapon made of metal or wood that hits the swordbreaker skeleton cracks. After dealing damage, the weapon takes a permanent and cumulative -1 penalty to damage rolls. If its penalty drops to -5, the weapon is destroyed. Nonmagical ammunition made of metal or wood that hits the swordbreaker skeleton is destroyed after dealing damage.

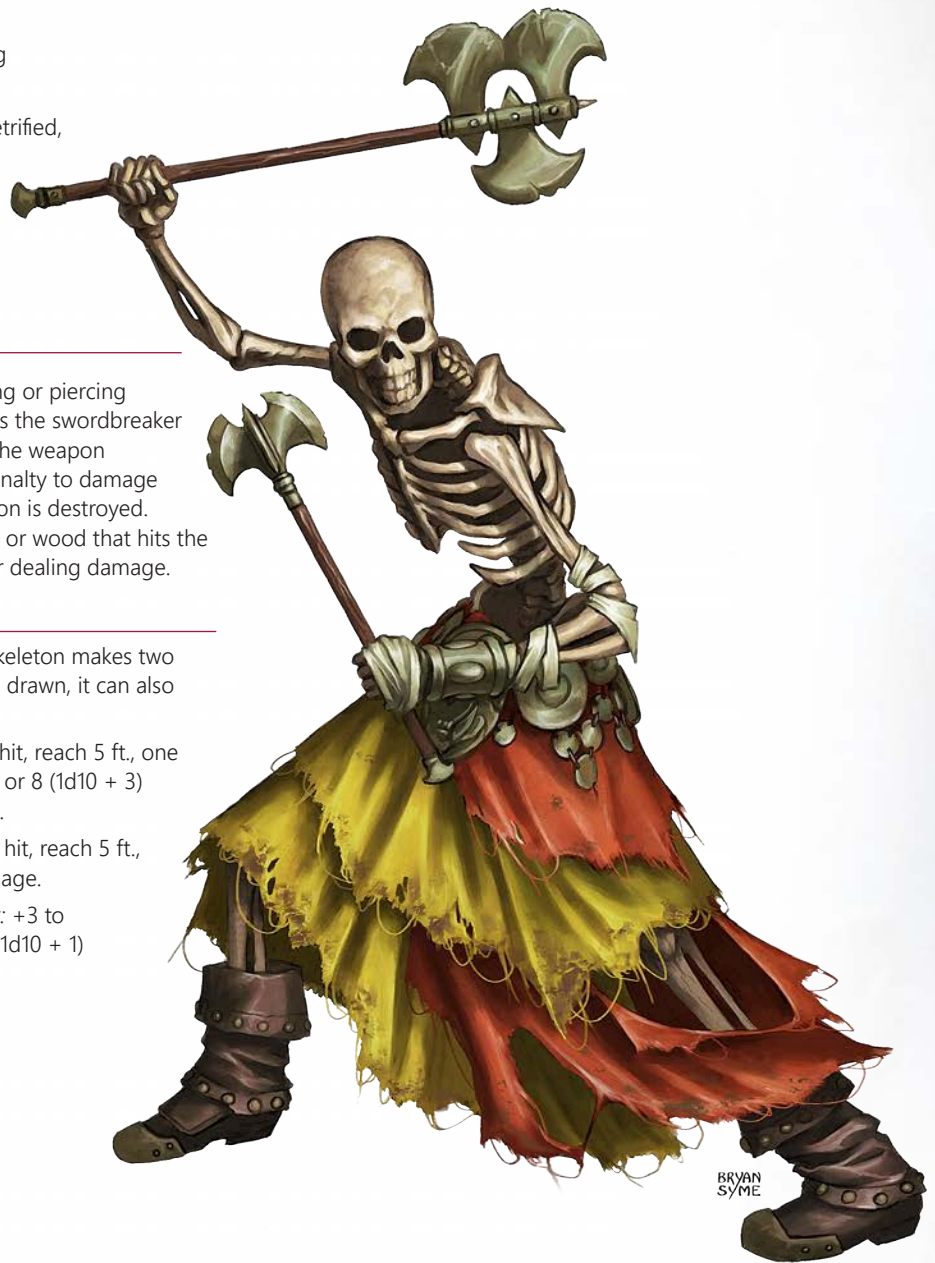
ACTIONS

Multiattack. The veteran swordbreaker skeleton makes two longsword attacks. If it has a shortsword drawn, it can also make a shortsword attack.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +3 to hit, range 100/400 ft., one target. *Hit:* 6 (1d10 + 1) piercing damage.



BRYAN SYME

Bastion of the Deranged

AN ADVENTURE FOR FIVE CHARACTERS OF 4TH LEVEL

Adventure Background

Graknir's Bastion is a fortified area of caves straddling a tertiary trade route at the edge of the Ghoul Imperium. The derro who live here are nominal allies of the darakhul. They are allowed to live here and conduct their mad experiments so long as they manage and monitor all traffic that passes through the bastion.

Graknir is the name given to any derro that runs the bastion. The current Graknir is a shaman who mistakenly believes that the darakhul have a secret ritual that grants derro immunity from the sun. He also believes this secret will be granted to him when a chosen individual passing through the bastion into the Empire is captured and presented to the darakhul. The other derro here follow Graknir's commands but, when not on duty, are busy with their own strange obsessions. To play up the insanity of the derro, each of the Bastion's denizens can suffer from a random short-term madness when interacting with the PCs, at your discretion.

Adventure hooks

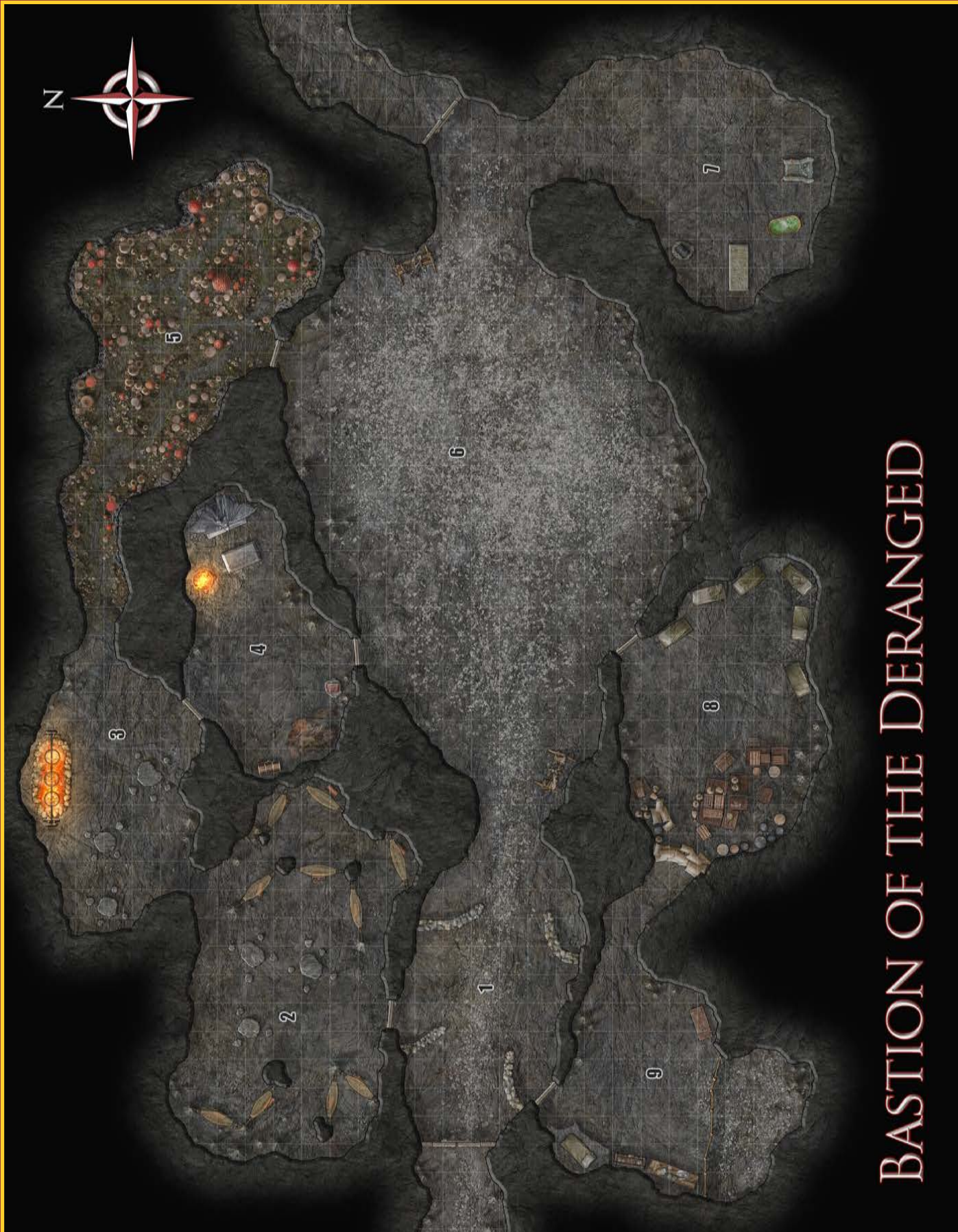
The following reasons can be used in order to get the PCs to enter the Bastion of the Deranged:

- **Random Encounter.** The PCs find the bastion while exploring the tunnels and caves in the immediate area and have no motives other than their own to enter and deal with the derro.
- **Reconnaissance.** The PCs are here to investigate the bastion and its relationship to the darakhul and to find out whether the occupants are an immediate threat to the surface in general or to the PCs' employers (whoever they may be) in particular.
- **Strike Team.** The PCs are here to wipe out the derro and secure the bastion for passage into the Ghoul Imperium.

Outside the Bastion

The long, dark tunnel is blocked here by massive, spiked, iron gates with a derro-sized gap between the top of the gates and the ceiling. A smaller iron door with a viewing portal is set into the righthand gate.

The gates (AC 18, 50 hit points, damage threshold 10) are barred shut. A successful DC 20 Strength (Athletics) check is required to force them open. The wicket door is locked. A successful DC 15 Dexterity check using thieves' tools unlocks the wicket door. A successful DC 16 Strength (Athletics) check forces open the wicket door. A creature



BASTION OF THE DERANGED

that attacks or attempts to force open the gates or the wicket door must succeed on a DC 15 Dexterity saving throw or take 7 (2d6) piercing damage from the spikes.

Three **derro guards** (see page 14) are on watch at the gate at all times. Two guards stand atop it and one stands behind the wicket door, speaking to guests through the sliding viewing portal. The portal is eye-level for a derro and might require taller PCs to squat or kneel when speaking to the guard. Should the PCs attempt to enter peacefully, the guards are suspicious but not hostile. So long as the PCs can communicate with the guards and have a convincing reason for traveling into the Empire, the guards admit them (as all derro are insane, the reason does not need to be rational). Nearly any excuse that does not involve hostility toward the derro or the darakhul is accepted with a successful DC 10 Charisma (Deception or Persuasion) check. Each guard is armed with an *aklys*, a small, hooked club attached to the wrist with a leather cord, that can be used in melee or hurled at an enemy then retrieved as a bonus action.

Should the PCs attack the bastion, retreat, and return, fallen derro are replaced by those returning from patrols. Up to six **derro guards** are replaced by returning troops. Likewise, the **giant bats** (Area 6) have up to six of their fallen replenished by returning patrols. Any other creatures killed by the PCs are not replaced.

1. ENTRY HALL

The cavern floor has been cleared and leveled, as has the ceiling. Low walls of mortared stone extend from the cavern walls, providing covered positions for guards. Guano stains the floor here, making an irregular white path between the gate and the exit to the east.

Three **derro guards** can be found here. The low, stone walls provide three-quarters cover for Small or smaller creatures, and half cover for Medium creatures.

2. BARRACKS

A number of woven hammocks hang here among stalagmites and natural columns. Small chests rest beneath them. A number of stalagmites have been broken and smoothed to form stools and tables.

Twelve **derro guards** bunk here, but only six are in the room at any given time. The chests are unlocked and contain clothing and various personal possessions as well as a total of 34 cp, 28 sp, 20 ep, 20 gp, and 6 pp.

3. DINING HALL

Truncated stalagmites form tables and stools here, while a number of pots are hung over a fire pit against the northern wall. Cooking smells, acrid and earthy, waft through the chamber.

Two **derro guards** work in the kitchen, preparing food for the others, which consists mostly of fungus grown in Area 5, plus meat from occasional hunting trips or confiscated from travelers.

Derro Food. Eating derro food is foolish, as the ubiquitous fungus they grow finds its way into everything. Should a PC sample the food, the PC must succeed on a DC 13 Constitution saving throw or become poisoned for 1 hour. While poisoned in this way, the PC has disadvantage on Wisdom saving throws.

4. GRAKNIR'S CHAMBER

A haze of exotic incense hangs in the air here, rising from a burning brazier in the easternmost section of the room. A demonic-looking bat statue stands next to the brazier behind a crude stone altar. The western half of the room contains a bed of mounded furs, a chest, and a large book lying atop a sheared-off stalagmite.

Graknir (CE male derro **speaker to the darkness** [*Creature Codex*, p. 96]) is typically found here in prayer or studying his holy book. Otherwise, he may be wandering the bastion inspecting his troops or in the testing chamber subjecting some poor soul to his insane devices.

Locked Chest. The chest here is locked, requiring a successful DC 15 Dexterity check using thieves' tools to unlock. Alternatively, a successful DC 15 Strength (Athletics) check breaks open the chest. Graknir has the key in his pocket. Inside the chest are various articles of clothing crafted of giant bat leather and fur, sized for a Small humanoid, as well as a sack containing 116 ep and 76 gp.

5. DEADLY GARDEN

Much of the floor and lower walls of this cavern are covered in fungus of various types. Twisting paths wind through the cave between patches. The place smells of decay, damp, and mushrooms. The air is thick with spores.

A pair of **derro guards** work the garden, supervising four **zombies**. The zombies follow the commands of any derro.

The spores given off by the derro's special fungus have detrimental effects on other races. A non-derro creature breathing the air in this room must succeed on a DC 13 Constitution saving throw or become poisoned for 1 hour. While poisoned in this way, the creature has disadvantage on Wisdom saving throws.

6. GIANT BAT ROOST

The smell of guano here is powerful, and mounds of it lie piled on the floor. The ceiling arches high overhead. Chirps, squeaks, and leathery rustlings echo through the place. Racks near the entrances hold some odd-looking harnesses and reins.

The racks at each entrance hold eight sets of harnesses and reins. Eight **giant bats** roost here, trained as mounts for the derro guards for hunting and patrols. Should the PCs wander in here without an attempt at stealth, the bats view them as food, unless accompanied by derro.



7. TESTING CHAMBER

This cave holds several strange objects. The first is an iron chair with straps on the arms and front legs and a band studded with crystals where a seated person's head might rest. Second is a bronze tub filled with greenish liquid. A stone table carved with strange symbols sits near the tub. Finally, a black box sits on a stone pillar.

None of the items have any actual function; their effects are entirely in Graknir's mind. Graknir often chooses a visitor—someone that stands out due to race, stature, or some other feature—and demand they submit to his tests. Refusal meets with Graknir bringing the entire force of the bastion to bear in an attempt to capture the person, killing anyone that interferes. If a PC acquiesces, Graknir runs them through his battery of tests—strapping them in the chair and watching the crystals glow, dunking them in the tub of liquid lying them on the table and tapping the symbols in random orders, or ordering them to place their hand in the box then asking if they feel any pain and to describe it if they do. Graknir writes jumbled, nonsensical notes in a small book during the tests.

8. GUEST QUARTERS AND STORAGE

The western portion of the room is haphazardly piled with crates, barrels, and sacks. One pile of sacks has been stacked to form a barrier to the passage leading west. The eastern side holds a number of cots lined against the cave wall.

The containers hold various goods from travelers—taken by trade or confiscation—and are not organized in any fashion. Dried beans, flour, ale, nails, tar, canvas, and other mundane goods and foodstuffs can be found here. The cots are dusty from disuse; not many creatures wish to prolong their stay with the derro.

9. COCKATRICE COOP

The air is thick with dander, the smell of guano, and a musky, reptilian odor. A large pen occupies the southern portion of the cave. Near the pen is a large, wooden bin with a lid. Against the west wall is a long table littered with an assortment of laboratory equipment. Next to the table, a tall shelf holds jars, bottles, and boxes, all labeled by a shaky hand. A bedroll lies on a natural rock shelf about five feet off the floor.

A single **derro guard** resides here as keeper of the cockatrices. She has become obsessed with petrification and ways to reverse it. Her four **cockatrices** are well

fed and relatively docile, but they become excited when strangers enter. If the keeper is absent, the PCs' presence agitates the cockatrices, and they hop the low wall of their pen to attack if the PCs linger longer than 3 rounds. They also attack if anyone acts aggressively toward their keeper.

The wooden bin is filled with live cave crickets, some up to four inches long, that the keeper uses as food for her pets. The crickets are harmless. The keeper does not keep any written records of her experiments and obsessively guards her research. She becomes suspicious and hostile of anyone asking about it and calls her flock to attack if the "spies" do not immediately leave her room.

Among the keeper's various supplies for formulating her cures are three jars labeled "stone to flesh balm" in Dwarvish. If the contents of a jar are applied to a petrified creature, a process taking 1 minute, the creature is restored. However, there are some side effects that the keeper has not yet worked out. If used, roll a d6 then consult the Stone to Flesh Balm Effects table.

Stone to Flesh Balm Effects

d6	Effect
1	The creature is restored, but its flesh remains hardened and inflexible. For the next hour, treat the creature as being under the effects of barkskin, but the creature has disadvantage on all Dexterity checks and saving throws.
2-3	The creature is restored but remains stony in appearance. For the next hour, it is nearly indistinguishable from a stone statue when motionless. A successful DC 18 Wisdom (Perception) check is necessary to realize the creature is not a statue.
4-5	The creature's flesh is restored, but it is much more malleable than normal. The creature can move through spaces large enough for a creature one size smaller than it without spending extra movement. In addition, it gains advantage on rolls made to escape being grappled or restrained, but it has disadvantage on any checks made to maintain balance or to avoid being tripped or otherwise moved against its will. These effects last for 1 hour.
6	The victim is restored to flesh without any additional effects.

Conclusion

After dealing with the mad inhabitants of the bastion, the PCs are free to continue as they see fit. Resting here before continuing on is possible. This route does not see much traffic, though you may decide there is a possibility of a returning derro patrol or a random traveling band of darakhul or other Underworld inhabitants. If the PCs killed the inhabitants, their deed may eventually be discovered, but they have time to get far from here before it is.

If the PCs have cleared the bastion of derro, one option for further adventure within this area is to have the PCs part of a larger force. Their mission here complete, they must now hold the place until another group comes to relieve them. The PCs may have to fortify and defend the bastion against ghoulish troops trying to reclaim the place.

If the PCs are using the bastion as their entrance into the Ghoul Imperium, their next stop may be the Midden of the Flayed (see page 15). A covert invasion of darakhul territory means attempting to avoid high-traffic areas, and a trip through the Midden is a good way to do so.

DERRO GUARD

Small humanoid (derro), chaotic evil

ARMOR CLASS 13 (leather armor)

HIT POINTS 18 (4d6 + 4)

SPEED 30 ft.

STRDEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	12 (+1)	11 (+0)	5 (-3)

SKILLS Stealth +4

SENSES darkvision 120 ft., passive Perception 7

LANGUAGES Dwarvish, Undercommon

CHALLENGE 1/2 (100 XP)

Aklys Thrower. If the derro hits a target within 30 feet of it with a ranged attack with its aklys, it can use its bonus action to retrieve the aklys and make another attack against the same target.

Magic Resistance. The derro has advantage on saving throws against spells and other magical effects.

Sunlight Sensitivity. While in sunlight, the derro has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

ACTIONS

Aklys. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft. or range 10/30 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Light Crossbow. *Ranged Weapon Attack:* +4 to hit, range 80/320 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

Midden of the Flayed

AN ADVENTURE FOR FIVE CHARACTERS OF 5TH LEVEL

Adventure Background

The Midden is a cavern system beneath a large sinkhole in an area known as the Butchery. Here, darakhul laborers slay captives, butchering the bodies. The meat goes to feeding the undead citizens of the Empire. The bones and other leftovers are tossed down the hole, collecting in a massive pile at the bottom. The misery and death have attracted several bloody bones that bask in the pain and torture inflicted on the helpless. Many undead skeletons spontaneously arise from the carnage as well, raised by the dark forces and violent emotions of the place. The skeletons seem attracted to the bloody bones, following them about, not taking orders but not attacking them either. Other dangers lurk here as well, feeding on both the waste and the occasional brave or foolish traveler.

Adventure hooks

You can use the following as reasons for the PCs to be adventuring in the Midden of the Flayed:

- **Rescue/Recovery.** The PCs are here to discover the fate of another group that passed this way, hoping to rescue any survivors or recover remains or personal belongings.
- **Alternate Route.** The PCs are on their way to somewhere else, and using the passage through the Midden is a way to avoid another, more hazardous route, or simply to get by undetected by the darakhul.
- **Lost.** The PCs have taken a wrong turn, which leads them into this unknown, dangerous area.

1. DEATH AND DARKNESS

The tunnel exits onto a narrow ledge overlooking a large cavern. A few bones, crusted in dried blood, lie on the stone of the ledge and just inside the tunnel. A piton is hammered into the ledge, and the end of a rope is secured to it. The rope is taut and descends at an angle down into the immeasurable darkness. Through a large hole in the ceiling above, flickering light filters down, as do the sounds of dying screams.

The rope leads down to Area 2, and it and the pitons to which it is secured are sound. A successful DC 10 Strength (Athletics) check climbs down the rope, taking 3 rounds to complete the descent. On a failed check, a creature makes no progress on the descent; on a failure by 5 or more, the creature loses its grip and falls. Alternatively, a PC can slide down the rope like a zip line. This only takes a single round, but the PC must succeed on a DC 15 Dexterity (Acrobatics) check to land or take 7 (2d6) bludgeoning damage and fall prone on the ledge at Area 2. It is a 100-foot drop from the ledge here to the bottom (Area 6).

The roof overhead is the lair of six **darkmantles**. Activity on the ledges of Areas 1 and 2 or on the rope attract their attention, and they swoop down to attack. Vulnerable prey on the rope or that fall after sliding to Area 2 are their primary targets.

2. VENGEFUL BONES

A broad but shallow ledge opens onto another tunnel leading off from the great cavern. The rope from above is secured to another piton driven into a stalagmite on the ledge. Ahead, the passage begins to widen out into a larger area.

A **bloody bones** (*Creature Codex*, p. 54) and six **skeletons** lurk here and attack anyone that enters the area, pursuing them throughout any other area if necessary.

3. RATTLECLACK ALLEY

The ceiling of the cave is dripping with stalactites, and the floor is spiked with stalagmites reaching up to meet them. Myriad bones litter the floor, many of them cracked or cut. They appear humanoid in origin, especially the broken skulls.

Skeletons spawned from the carnage below in Area 6 find their way up here and congregate. Eight **skeletons** linger here among the destroyed remains of others that litter the floor. They attack any who venture here.

Bear Traps. To make matters worse, some of the bloody bones lurking in the Midden have set bear traps, looted from fallen adventurers, in random areas on the floor here, hidden beneath the bones. When a creature uses any of its movement within the room, roll a d6. On a 5–6, the creature steps on and sets off one of the traps. The creature must succeed on a DC 15 Dexterity saving throw or take 11 (2d10) piercing damage and be restrained. A creature, including the trapped creature, can take its action to remove the trap by succeeding on a DC 15 Strength check. A failed check to remove the trap deals 5 (1d10) piercing damage to the trapped creature. There are five traps in the area.

4. BRIDGE OF SORROWS

Below the rope dangling from above is a broad ledge that leads into a shallow cave with a low ceiling. A rope bridge is anchored to the ledge, stretching out across the darkness of the great cavern.

A **bloody bones** and six **skeletons** haunt this cave, attacking anyone entering the area. The shallow cave's ceiling is 6 feet at its highest point.

The bridge is well made and the ropes sturdy. It sways and creaks alarmingly, but it supports the weight of the PCs as they cross without a problem.

5. BLOODY AMBUSH

The bridge ends at a small alcove in the cavern wall. Three small tents stand here, apparently abandoned, their canvas bearing rusty stains and streaks. The remains of a campfire sit nearby.

The unfortunate occupants of the tents are long since dead. Now two **bloody bones** lurk in them. When the first PC enters the area, they rush from the tents to attack.

TREASURE

In the tents and scattered about the area are some items and gear, including a case of calligrapher's supplies, two flasks of holy water, a gold signet ring worth 50 gp, and a *potion of hill giant strength*. If the PCs are here searching for another group, they also find whatever personal items or remains they came to recover.

6. THE BONE PIT

The rope descends to the floor of the great cavern. The area is rife with a phosphorescent fungus that dimly lights the area with a yellow-green glow. The floor is littered with the bones of hundreds, possibly thousands, of humanoids, many crusted with old blood. The scent of decay is strong here, and in the quiet, the rustling, scratching, and skittering of vermin echoes among the remains. The mound reaches the height of a man near the center of the area.

The area here, except for a 10-foot section around the walls, is considered difficult terrain. While most of the noise here is from scavenging vermin, a great danger lurks amid the pile of bones. Darakhul necromancers often visit for a supply of fresh bones for their undead, casting their dark magics here over and over again. All this has congealed into a new spontaneous animation, not fully formed, but a big, heaving mass of tangled bones, sinew, and old blood: the **crawling charnel** (see page 18). It viciously attacks any humanoids that linger too long in the chamber with biting skulls, clawing hands, and flailing limbs. This aftermath of pain, carnage, and death has spawned many skeletons, and the misery has attracted the bloody bones to lurk here.

7. DEN OF THE EXILES

The floor of this cul-de-sac is littered with bones—cleaned of blood, split and empty of marrow, and clearly gnawed upon.

Eight **beggar ghouls** (*Tome of Beasts*, p. 213) have recently claimed this area as their den. Exiles from



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the Ghoul Imperium, they snuck into the Midden and claimed it as their food source. They jealously guard their new home and fiercely defend it against any intruders.

8. THE CARRION COLLECTOR'S EXIT

A small cavern branches off from the bone pit here. Piles of bones line the walls. They appear to have been sorted by type: ribs in one pile, femurs in another, pelvises in yet another, and so on. Near a tunnel exiting the area is a pyramid of skulls.

This cave is home to an **otyugh**. It would gladly share the bounty of the bone pit, but the beggar ghouls in Area 7 are determined that it should all belong to them. The otyugh is stronger, but the beggar ghouls have superior numbers and no need to sleep. They harry the otyugh constantly and are on the verge of driving it out of the area.

Clattering Skulls. The skulls near the tunnel's exit are piled haphazardly. A creature moving within 5 feet of the pile must succeed on a DC 12 Dexterity (Acrobatics) check to pass the skulls without disturbing them. A failed check brings the pile of skulls down in a loud, clattering heap, alerting the otyugh to the creature.

Helpful Creature. The otyugh is willing to bargain with the PCs, allowing them access through its cave to the exit from the area in exchange for destroying the exiles and allowing it some peace. The otyugh communicates primarily through gestures and the little bit of basic Common it understands. A successful DC 12 Wisdom (Animal Handling or Insight) check allows the PC to understand the otyugh's attempts at communication. If this check fails by 5 or more, the PC interprets the otyugh's gestures and words as hostile. If the PCs destroy the beggar ghouls and successfully communicate with the otyugh, it helps them defeat the crawling charnel. A successful DC 15 Charisma (Persuasion) check after the PCs defeat the beggar ghouls convinces the otyugh to thank them with some shiny objects it has collected: 55 gp, an amethyst worth 50 gp, and a silver dagger with a black onyx pommel worth 75 gp.

Conclusion

Depending on the reason the PCs have braved the Midden, they have a number of options available to them. A lost group may exit hoping to find their path again. Those on a rescue or recovery mission return

from whence they came to report their success or failure, return items or remains, and collect their due reward. Those using the Midden as a secret path or shortcut travel on to whatever their destination may be.

CRAWLING CHARNEL

Huge undead, neutral evil

ARMOR CLASS 15 (natural armor)

HIT POINTS 105 (10d12 + 40)

SPEED 20 ft.

STRDEX	CON	INT	WIS	CHA
19 (+4)	8 (-1)	18 (+4)	7 (-2)	13 (+1) 11 (+0)

DAMAGE RESISTANCES necrotic, piercing

DAMAGE IMMUNITIES poison

CONDITION IMMUNITIES blinded, deafened, exhaustion, poisoned

SENSES darkvision 60 ft., passive Perception 11

LANGUAGES understands Undercommon but can't speak

CHALLENGE 7 (2,900 XP)

False Appearance. While the crawling charnel remains motionless, it is indistinguishable from a pile of bones and connective tissue.

ACTIONS

Multiattack. The crawling charnel makes three melee attacks. If it hits a Large or smaller target with two attacks, the target is grappled (escape DC 15), and the crawling charnel uses its Engulf on the target.

Battering Bones. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage.

Clutching Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage.

Biting Skulls. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) piercing damage.

Engulf. The crawling charnel engulfs a Large or smaller target grappled by it. The engulfed target is blinded, restrained, and unable to breathe, and it must succeed on a DC 15 Constitution saving throw at the start of each of the crawling charnel's turns or take 13 (2d8 + 4) bludgeoning damage. If the crawling charnel moves, the engulfed target moves with it. The crawling charnel can have only one creature engulfed at a time.

An engulfed creature can try to escape by taking an action to make a DC 15 Strength check. On a success, the creature escapes and enters a space of its choice within 5 feet of the crawling charnel. Alternatively, another creature within 5 feet of the crawling charnel can take an action to make a DC 15 Strength check to pull a creature out of the crawling charnel. The creature making the check takes 9 (2d8) slashing damage.

Camp Sicarius

AN ADVENTURE FOR FIVE CHARACTERS OF 6TH LEVEL

Adventure Background

Nizana, commander of this drow camp, is actually a darakhul. The drow commander disappeared some time ago during a skirmish with darakhul forces. She was captured and infected with darakhul fever, rising as a darakhul after death. She volunteered to return to her people as an agent, managed to provide a convincing story about her survival, and has thus far managed to successfully pass herself off as a still-living drow. She currently plans on turning her second-in-command for further support and to use as a scapegoat in case her spying becomes known.

Some of the drow presented here use the stats for **bandit captains**, **priests**, and **scouts**, as well as a **mage**, **veteran**, and **priest**. Use those statistics when listed, except each drow has a Charisma score of 12 and the following additional traits:

Fey Ancestry. The drow has advantage on saving throws against being charmed, and magic can't put the drow to sleep.

Innate Spellcasting. The drow's spellcasting ability is Charisma (spell save DC 11). It can innately cast the following spells, requiring no material components:

At will: *dancing lights*

1/day each: *darkness*, *faerie fire*

Sunlight Sensitivity. While in sunlight, the drow has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

Adventure hooks

You can use the following as reasons for the PCs to enter Camp Sicarius:

- **Enemy of My Enemy.** The drow lost control of the Underworld to the Ghoul Imperium and are a broken people. They are willing to help those who strike down and hurt the ghouls, even surface dwellers. The PCs are meeting with the drow for information or to use their entry into the Underworld to reach another destination.
- **Find the Traitor.** The drow have been working with the PCs in an uneasy alliance. They know Camp Sicarius is compromised, but they do not know who among the troops there is collaborating with the ghouls. The PCs must find and deal with the traitor as their part of any deal being made with the drow. They are given call signs to use when entering the camp (see Area 1).
- **Magical Lead.** Seeking information on the darakhul, the PCs have been directed to the drow camp by magical divinations. This is likely confusing for them until they discover the secret darakhul among the dark elves' ranks.

Discovering the Truth about Nizana

If the PCs infiltrate the camp or enter it as potential allies of the drow, give them the opportunity to discover Nizana's darakhul nature by piecing together hints from around the camp. The drow on cooking detail might complain Nizana hasn't been eating the mushrooms they carefully harvested for her meals. The drow on laundry detail might note an odd odor on Nizana's clothing ever since she returned from her trip in the Underworld. The PCs might find half-burned pieces of discarded correspondence between Nizana and her darakhul superiors under a bush just outside the cave. Whatever the case, the PCs must succeed on DC 15 Intelligence (Investigation), Wisdom (Perception), or Charisma (Persuasion) checks while investigating the camp or observing or speaking with the drow to find hints of Nizana's secret.

1. SENTRY PICKET AND TRIPWIRES

The underbrush is thick beneath the stand of white oak and ash trees that grow here at the entrance of the small canyon that cuts into the hills. The area is quiet aside from the sound of the wind through the leaves above, the occasional bird call, and the murmur of the water in the stream that flows out of the canyon mouth.

Eight drow **scouts** man the picket. Four sit in shaded, camouflaged shelters among the scrub, while the other four perch in the trees. A successful DC 14 Wisdom (Perception) check notices the scouts. Several tripwires are strung over the entrance. If tripped, they ring bells that alert the scouts to the presence of intruders. A successful DC 16 Wisdom (Perception) check spots the tripwires. Scouts that notice intruders attempt to stay hidden, save for one that stealthily makes for Area 2 to rouse the troops, then on to Area 5 to inform the officers of the breach. The drow scouts that remain follow the PCs, attempting to take them by surprise from behind.

If the PCs are expected and provide the correct call signs, they are escorted to Ryld, the second-in-command (see Area 5).

2. SOLDIERS' CAMP

Beyond the trees, three tents stand near the canyon wall. The banked coals of a small campfire sit between them.

Six drow soldiers (use the stats for a **bandit captain**, modified as indicated in the Adventure Background) are camped here. The tents contain bedrolls and personal belongings, as well as a total of 10 gp, 15 pp, and four *potions of greater healing*.

3. SCOUTS' CAMP

East of the stream, a trio of silk tents stands in a small cul-de-sac.

Eight drow **scouts** are camped here, replacements for the ones in Area 1 when they finish their watch shift. The tents contain bedrolls and personal belongings, as well as a total of 60 gp, 30 pp, a *potion of climbing*, and a *potion of resistance* (poison).

4. SPIDER AMBUSH

This end of the canyon has been cleared of brush and trees for a space of about fifty feet. Beyond, the trees continue as the canyon narrows toward its end.

This area is home to a pair of **giant spiders**, of the trapdoor variety. They lie hidden in their covered burrows, waiting for prey to pass. The drow have a code they taught the spiders, tapping it out as they approach to avoid accidental attack. Anyone else passing through the area is attacked when they come within reach. The spiders have advantage on attack rolls on the first round after emerging from their lairs.

Punji Pits. The area around the spiders' lairs is rigged with punji pit traps. Each trap is a narrow pit, about 2 feet deep, with its sides lined with sharpened stakes, pointed downward. The pits are covered with spider webbing topped with dirt and debris. The pits are subtly marked, allowing the drow to avoid them, and the spiders are too large to set them off. A successful DC 18 Wisdom (Perception) check locates the punji pits. A creature unaware of the pits and moving in this area must roll a d6. On a roll of 5–6, the creature stumbles into a trap. The creature must succeed on a DC 15 Dexterity saving throw or step into one and become restrained. If the

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creature attempts to pull itself out of the trap, it takes 5 (1d10) piercing damage, and it must succeed on a DC 13 Constitution saving throw or be poisoned for 1 minute. If the saving throw fails by 5 or more, the creature is also unconscious while poisoned in this way. The creature wakes up if it takes damage or another creature takes an action to shake it awake.

5. OFFICERS' CAMP

The stream that runs through the canyon seems to have its origins here, flowing out through some brush growing against the canyon wall. West of the stream are another trio of tents and a campfire.

These tents belong to Nizana's officers. The southern tents belong to Sabrae, a drow **priest**, and Thriza, a drow **veteran**. The northern tent closest to the cave entrance belongs to Nizana's lieutenant, Ryld, a drow **mage**.

Ryld meets with the PCs if they are here to parley. Sabrae or Thriza slip off to inform Nizana of the PCs' presence, as both resent having a male as a superior. Ryld is rather harried, as he has his suspicions about Nizana's loyalties. He does not know she is darakhul, but he is sure she not only allows but foments the rebellious nature of his underlings. While all three officers turn on Nizana if she is discovered to be a ghou, Sabrae and Thriza have no qualms about killing Ryld during any conflict to ensure one of them ascends to command, if they can make it look like Nizana or even one of the PCs committed the deed.

TREASURE

In a locked chest in her tent, Sabrae has 3 pp and a *scroll of dispel magic* among her personal possessions. Thriza's possessions are likewise locked in a chest and include 15 gp and a *potion of speed*. Both Sabrae's and Thriza's chests require a successful DC 15 Dexterity check using thieves' tools to unlock. Alternatively, a successful DC 15 Strength (Athletics) check breaks open a chest. Ryld's chest is sealed with *arcane lock*, as he trusts no one here. Inside are 70 gp, 10 pp, a *potion of clairvoyance*, and his journal, in which he has recorded his suspicions about Nizana, as well as many pages about his loathing for his two underlings.

6. WARDED CAVE

Behind the brush, the stream flows through a narrow cave that extends into the cliff face. A few casks, boxes, and rolls of tent cloth are stacked against the north wall.

The casks contain water and wine, while the boxes hold enough rations to feed two dozen people for two weeks. The three rolls of cloth are spider silk and could fetch 25 gp each from a merchant.

Glyph. The passage between the storage cave and Nizana's is protected by a *glyph of warding*. A successful DC 16 Intelligence (Investigation) check detects the nearly invisible glyph. Nizana and drow do not trigger the glyph. When triggered, the creature triggering it, as well as the two closest non-drow targets within 30 feet, are affected by *hold person* (save DC 16).

7. COMMANDER'S QUARTERS

The stream flows from an opening midway up the eastern wall of this cave, emptying into a pool before flowing out toward the entrance. In the southern portion of the room is a simple cot with a footlocker beside it. A collapsible table sits in the middle of the cave, its top covered with stacks of paper and a map.

The footlocker is locked, requiring a successful DC 16 Dexterity check using thieves' tools to unlock. Alternatively, a successful DC 16 Strength (Athletics) check breaks open the footlocker. Nizana holds the key. Her personal possessions are inside, plus 100 gp, 15 pp, an electrum brooch set with a large black pearl worth 750 gp, and a *spell scroll of divination*. The footlocker also contains missives from her darakhul superiors and unsent responses forged in Ryld's handwriting as "evidence" of his betrayal, should she need it.

Nizana's reaction to the PCs depends on how they enter. If they come as foes without any drow, she drops her facade, using her Stench and spells to try and destroy them as quickly as possible. If they have turned her troops against her, Nizana fights while maintaining her drow facade, hoping to convince her underlings they are wrong. She focuses mainly on Sabrae and Thriza if they are present, using bribes and threats in equal measure. If present, Ryld sides with the PCs against his commander

and underlings unless the PCs have gone out of their way to make Ryld an enemy. Nizana uses the statistics of a **darakhul high priestess** (*Creature Codex*, p. 172), except she has an Intelligence score of 18 and the following trait in place of the darakhul high priestess's Spellcasting trait:

Spellcasting. Nizana is a 12th-level spellcaster. Her spellcasting ability is Intelligence (spell save DC 16, +8 to hit with spell attacks). She has the following wizard spells prepared:

Cantrips (at will): *fire bolt*, *mage hand*, *message*, *prestidigitation*, *ray of frost*

1st level (4 slots): *burning hands*, *charm person*, *color spray*, *magic missile*

2nd level (3 slots): *blindness/deafness*, *mirror image*, *misty step*

3rd level (3 slots): *bestow curse*, *dispel magic*, *lightning bolt*

4th level (3 slots): *banishment*, *black tentacles*, *fire shield*

5th level (2 slots): *cloudkill*, *dominate person*

6th level (1 slot): *chain lightning*

Conclusion

Once the PCs have uncovered Nizana's true nature, there are several options available to them. If they were working with the drow, uncovering the traitor likely means they return to whomever sent them to receive their reward and possibly new orders. If part of an alliance with the drow, they are rewarded for their efforts, receiving 2,000 gp, three *potions of greater healing*, and a *spell scroll of invisibility*, all contained in a *bag of holding*.



Skullcap Forest

AN ADVENTURE FOR FIVE CHARACTERS OF 6TH LEVEL

This expansive cavern is filled with a well-tended mushroom forest. Countless creatures resembling walking fungi move about the area. It is difficult to tell which of the mushrooms are sentient creatures and which are merely part of the forest. These relatively peaceful creatures do not attack, but they are eager to be left to their own devices. The Skullcap Forest can be used as a not-quite-friendly place for the PCs to rest or as a challenge for 6th level PCs.

History

The Skullcap Forest is located on the easternmost edge of the Ghoul Imperium near the Stert Caverns. Before the Imperium was even conceived, deathcap myconid exiles from a village of other mushroomfolk discovered a small grove of poisonous giant skullcap mushrooms, and they settled in the large, fertile cavern. The deathcap myconids had gathered other varieties of fungus on their journey, and they allowed these mushrooms to take purchase in the cavern, finding it ideal to the purpose. It did not take long for the cavern to be nearly overgrown, with the deathcap myconids lovingly tending to their new home.

Shortly after the founding of the Ghoul Imperium, the grove was discovered and given its current name. Inedible to the ghouls, the isolated deathcap myconids are largely left to their own devices by their undead neighbors.

CAVERN FEATURES

Ceiling. This chamber has a smooth and rounded ceiling reaching 40 feet at its tallest point. It averages a height of about 30 feet, and a webbing of small fissures allows water to trickle down the walls of the cavern.

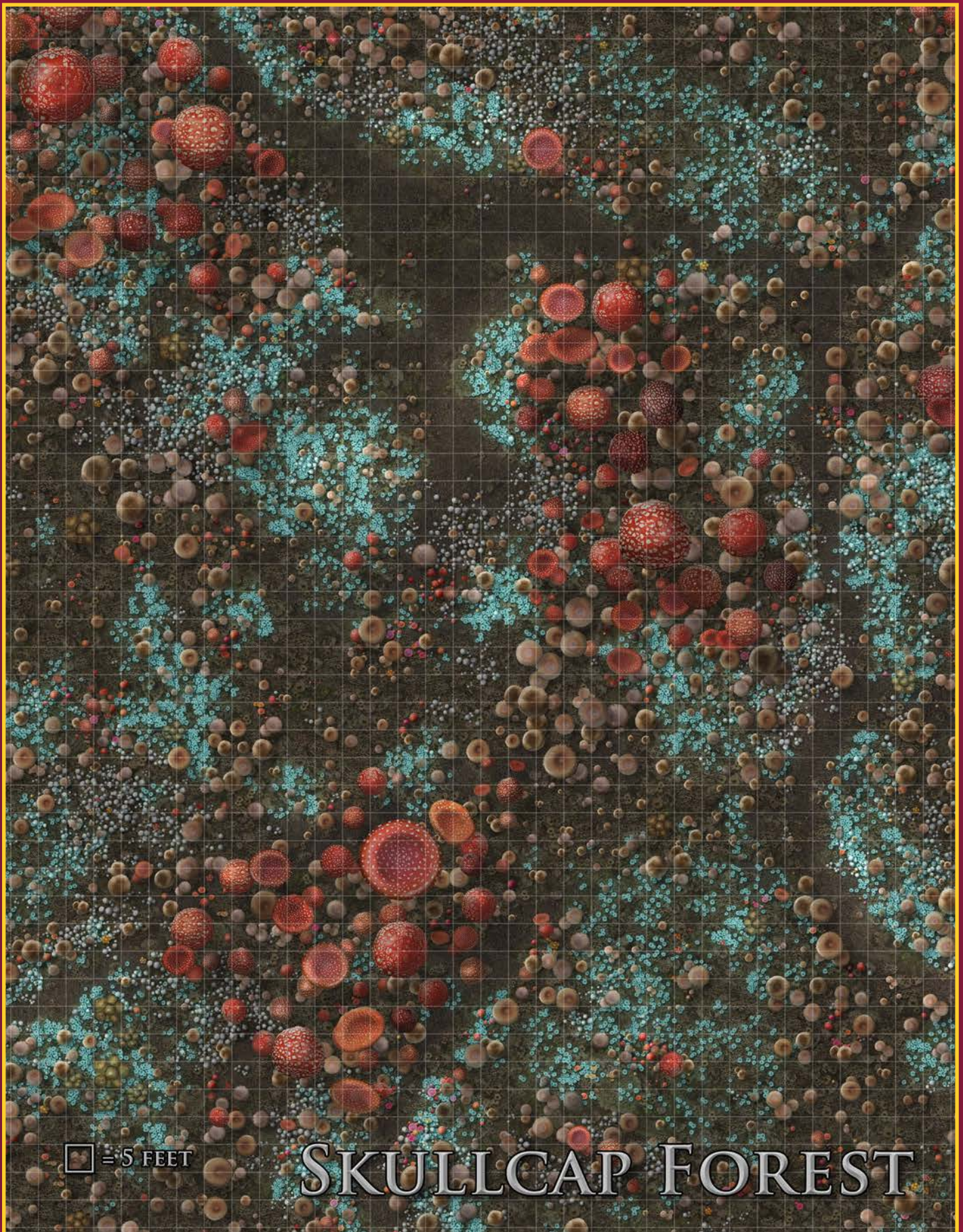
Walls. The walls of the chamber are damp with small rivulets of water coursing along them. The rock itself is smooth and covered with patches of bioluminescent fungi.

Air. The air inside the cavern is hazy, filled with the spores of countless mushrooms. Though they cause the occasional cough or sneeze in most breathing creatures, the spores are harmless.

Floor. The cavern's floor is covered in smooth and reasonably level packed earth, out of which grow thousands of mushrooms ranging in size from Tiny to Large. Navigating through the mushroom patches is challenging for those unaccustomed to it. The cavern floor is difficult terrain for non-plant creatures.

Light. Some tiny, shriveled mushrooms grow on the surfaces of the cavern, emitting a mildly flickering blue light. The mushrooms shed dim light throughout the cavern.

Sound. Sound in the forest is muffled due to the number of mushrooms and the spores in the air. A creature in the Skullcap Forest has disadvantage on Wisdom (Perception)



□ = 5 FEET

SKULLCAP FOREST

checks that rely on hearing. A creature has advantage on Dexterity (Stealth) checks to move quietly while within the Skullcap Forest.

Food Sources. Much of the cavern is a well-tended and edible forest of mushrooms, though some mushroom variants have been grown for protection. Successful identification of the mushrooms is important before consumption (see *Mushrooms of the Forest*). The pools of water in the large cavern are murky and stagnant. If a creature drinks only the stagnant water for 24 hours, it becomes poisoned until it has finished a long rest after drinking from another water source.

Protected by Plumes

The air is thick with mushroom spores. A breathing, non-plant creature that uses the Dash action or otherwise exerts itself while in the Skullcap Forest must succeed on a DC 13 Constitution saving throw or gain 1 level of exhaustion. The creature can cure this exhaustion by finishing a long rest outside the Skullcap Forest or by the *greater restoration* spell or similar magic.

No sentries guard the chamber, though two **deathcap myconids** (*Tome of Beasts*, p. 300) make themselves visible on the outer edges of the forest as visitors approach. The residents of this chamber rely on their own defensive abilities and the forest's spores to protect them against attackers. If the visitors assault the deathcap myconids, they use their Slumber Spores before retreating further into the forest, seeking help from their fellows. If the visitors succumb to the Slumber Spores, the deathcap myconids instead bind the visitors and bring the captives to their leader, Ghloolhg.

GHLOOLHG

Ghloolhg is the leader of the Skullcap Forest denizens. As the only deathcap myconid with the ability to speak, visitors are brought to it. Speaking in slow, halting Common, Ghloolhg greets visitors and tells them they may stay in the forest so long as they do not pick or eat any of the mushrooms in the cavern.

If Ghloolhg thinks the visitors may know anything of interest to the darakhul or if the visitors were



violent toward its people, it provides them with edible mushrooms and bids them stay while it secretly sends word to its darakhul contact, Dinnas Grym a **necrophage ghastr** (*Creature Codex*, p. 175). The darakhul bid the residents of the Skullcap Forest gift him with any surface dwellers who seem interested in the Ghoul Imperium. In exchange, Dinnas ensures the forest receives regular deliveries of fertilizer and suffers no ill attention from undead creatures. Ghloolhg can communicate telepathically with Dinnas at any distance, as long as they are on the same plane of existence.

Once the forest's visitors have rested, Ghloolhg and the other deathcap myconids see them on their way. If the visitors were violent or interested in the Ghoul Imperium, two **imperial ghouls** (*Tome of Beasts*, p. 220) and Dinnas attack them not long after they leave the Skullcap Forest.

Mushrooms of the Forest

The deathcap myconids who dwell here wish little more than to tend to their plants. Numerous varieties of fungus grow throughout the chamber, and the residents here are familiar with each kind. A successful DC 15 Intelligence (Nature) or Wisdom (Survival) check correctly identifies a variety of mushroom. The following are the most notable varieties.

Edible Mushrooms. Several of the varieties of mushrooms in the forest are fit for consumption, and they range in size from Tiny to Large. While all of these savory mushrooms have a rich, earthy taste to them, the texture ranges between species.

Luminescent Mushrooms. These small, shrivelled mushrooms emit a faint light. They are cultivated and grown to provide light for the other species of mushrooms in the cavern. They are remarkably chewy and dry, but they are consumable.

Psychoactive Mushrooms. Several of the mushroom varieties in Skullcap Forest spray hallucinatory spores when disturbed. A creature that walks through the Skullcap Forest has a 25 percent chance of disturbing psychoactive mushrooms unless it succeeds on a DC 15 Wisdom (Survival) check to avoid them. When

psychoactive mushrooms are disturbed, each creature within 5 feet of the mushrooms must succeed on a DC 14 Constitution saving throw or be poisoned and experience disconcerting hallucinations for 1 minute. At the start of each of a hallucinating creature's turns, roll a d10 and consult the Hallucinatory Spores table to determine its behavior for that turn.

Hallucinatory Spores

d10 Effect

- | | |
|------|---|
| 1 | The hallucinating creature sees something terrifying and uses its action to Dash in a random direction. |
| 2-6 | The hallucinating creature is incapacitated as it gawks at the hallucinations. |
| 7-8 | The hallucinating creature moves up to its speed and makes one melee attack against the nearest creature, believing it to be an enemy. |
| 9-10 | The hallucinating creature moves up to its speed and attempts to grapple the nearest creature, believing it to be a dear friend and wanting to embrace that friend. |

Skullcap Mushrooms. This mushroom has a small cap sitting atop a sturdy stalk a few inches tall. Several dark pits mar the grey-white surface of the cap, giving the uncanny impression of a human skull. The frills on the underside of the cap are fine and tightly packed. Skullcap mushrooms are highly toxic. A creature that consumes a skullcap mushroom must succeed on a DC 17 Constitution saving throw or take 10 (3d6) poison damage and gain 1 level of exhaustion. If a creature fails the saving throw by 5 or more, it contracts skullcap fever. At the end of each long rest, a creature with skullcap fever must make a DC 15 Constitution saving throw. On a failed save, the creature takes 10 (3d6) poison damage and gains 1 level of exhaustion. On a successful save, the creature's exhaustion level decreases by 1 level. If a successful saving throw reduces the creature's exhaustion below 1, the creature recovers from skullcap fever.

Cathedral of Ten Thousand Flames

AN ADVENTURE FOR FIVE CHARACTERS OF 7TH LEVEL

Adventure Background

Although the cathedral was once a typical temple to the Red Goddess, the current vampire priestess, Radka, has recently been experimenting with a strange phenomenon found in a cave system not far from the temple. Radka found a way to slay living humanoids and create wraiths from their spirits. The products of this process were small sparks of their souls, like tongues of green fire. Radka has taken these sparks, affixed to candles, and sent them to her lair. Meanwhile, her servant, who has been watching the temple in his master's absence, has also been conducting experiments, learning to use the power of the soul flames to his advantage. He plans to use his newfound powers to usurp the temple from Radka upon her eventual return. In the meantime, he has claimed the newly anointed Cathedral of Ten Thousand Flames as his lair.

The Soul Flames

These tiny licks of green flame are the remnants of the souls torn asunder to form wraiths. They adhere to specially prepared candles when released. These candles do not burn down, the flames seemingly self-sustaining. Necrotic damage of at least 5 points extinguishes a soul flame if targeted directly, or extinguishes all soul flames in an area of effect. The light from the flames can be temporarily suppressed by the *darkness* spell and similar effects, but not extinguished.

Adventure hooks

The following can be used as reasons for the PCs to journey to the cathedral:

- **Slayers.** The PCs have come to slay the vampire said to lair here, as well as any servants they might find.
- **Seeking the Lost.** Information garnered from espionage, divination magic, or both suggests that the Ghoul Imperium is abducting humanoids in large numbers and using them in foul experiments. The trail leads here.
- **Collector of the Unusual.** After her information network informs her about the existence of the soul flames, a collector of rare magic hires the PCs to bring her as many of these unusual items as they can find, offering them each an uncommon magic item of their choice as a reward (availability subject to your approval).

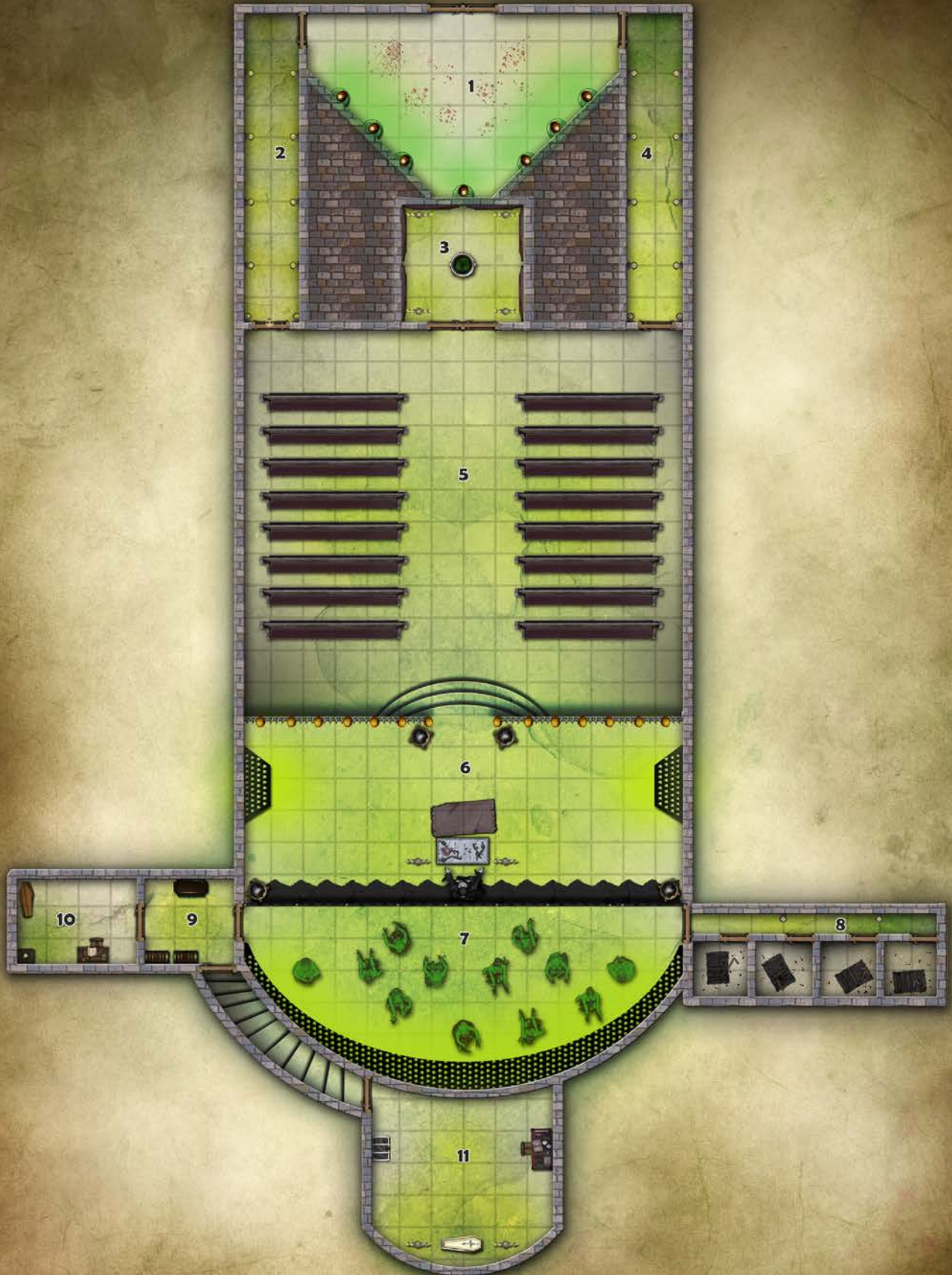
1. ANOINTED NARTHEX

This entry room has a floor of smooth, white marble. Small, red crystals are inlaid in the floor, reminiscent of droplets of blood. In other areas, many are laid together to form streaks, sprays, or pools. Seven skulls fashioned of rusted iron hang from the walls, each adorned with a single candle that burns with a strange green flame.

.....

The crystals can be pried from the floor. There are 10,000 of them laid into the floor here, each worth 1 sp. Should any of the PCs desecrate the place in this manner, they

CATHEDRAL OF TEN THOUSAND FLAMES



suffer the effects of *bane* for as long as they are in the building, unless the stones are returned and the offender offers a sufficient blood sacrifice—by taking at least 5 piercing or slashing damage—on the altar in Area 6. If there are multiple offenders, they are all affected and must each leave a sacrifice to remove the effect.

2. PETITIONER'S HALL

Ten candles, giving off a green, unwavering flame, line the walls of this room, set in iron holders. The door at the far end is set with an alabaster mask that resembles a beautiful woman with her eyes closed and lips slightly parted.

The door at the end of the hall leading into Area 5 is magically locked. A successful DC 25 Dexterity check using thieves' tools unlocks the door. Alternatively, a successful DC 25 Strength (Athletics) check forces open the door. Should the PCs not work it out for themselves, a successful DC 15 Intelligence (Investigation) or Wisdom (Perception) check made while examining the mask reveals the expression as of someone expecting or preparing for a kiss. If one of the PCs kisses the mask, small fangs slide out of the lips to pierce the PC's mouth, dealing 2 (1d4) piercing damage, which flushes the mask's cheeks, as if it were blushing. The door then opens, remaining passable for 1 minute before it magically locks again. Those attempting to use the door to pass from Area 5 to Area 2 find that the door opens normally, the magical lock bypassed when exiting.

3. NARTHEX OF THE CHOSEN

Silk hangings drape the walls of this room. In each corner stands an iron candelabra. Each candelabra holds five black candles, each burning with a green flame. An alabaster font stands in the middle of the chamber, holding a liquid that appears black in the eerie, green light.

The font is filled with blood, kept magically fresh while within the bowl. A creature can use a bonus action while within 5 feet of the font to drink from it. If the creature

is a vampire or vampire spawn, it regains 14 (4d6) hit points. If the creature is a follower of the Red Goddess Marena, it gains the effects of the *bless* spell for 1 minute. If the creature isn't a vampire, vampire spawn, or follower of Marena, it must succeed on a DC 15 Constitution saving throw or be poisoned for 1 hour.

Creatures. Three **red sisters** (see page 33) tend the cathedral and guard it against intruders. They are aware of the power of the blood in the font and use it to their advantage in combat.

4. HALL OF THE PENITENT

Ten candles lit with green flames line the walls of this hall, five on each side. Shadows cling to the walls, looking like tall, lithe women holding whips, but no bodies are in sight to cast such shadows.

This passage into the nave is meant for those faithful the clergy feel are in need of chastisement.

Shadow Whips. The shadow women stand near the candles, one per candle, and they lash out at anyone who traverses the hall. When a creature moves within 5 feet of a candle, a shadow woman makes a melee attack with a +6 bonus against the creature (vision is irrelevant to this attack roll). The attack appears as a whip of shadow coming from the shadow woman. A target that is hit takes 2 (1d4) necrotic damage. Each shadow woman whips a single creature only once as it moves through the hall. If a creature exits and reenters the hall, the shadow women whip it again. The shadow women can't be targeted or damaged. Removing all light from the hall, either with the *darkness* spell or by removing the soul flame candles, dispels the shadow women and their whips, but they return as soon as a light source illuminates the hall again.

Plaques. Plaques on the walls depict prayers of repentance and entreaties for forgiveness to Marena. If a creature in the hall recites these prayers while traversing the hall, the shadow women have disadvantage to hit the creature.

5. UNHOLY NAVE

Pews of dark wood form two rows facing the raised section at the far end of the room. The whole area is awash in a ghastly green glow from myriad candles held by two massive, iron chandeliers suspended over the central passage between the pews.

Two **vampire spawn** lurk here, offspring of the Curate (see Area 11). They attack intruders on sight.

6. MARENA'S SANCTUM

A decorative iron rail topped with bronze skulls tops a raised section of floor. Three shallow steps ascend to the entry in the railing, flanked by a pair of unlit braziers. A worn rug lies before the stone altar. The altar's top and the restraints bolted to it are covered in stains that show black under the light from two racks of green-flamed candles to either side. Behind the altar, an impressionist figure hovers in the air—humanoid and definitely female, but with little other detail—its arms held out as if demanding something. Hair flows around the blank, white face, as black as the curtains which hang behind it.

Though disturbing in its appearance and levitation, the statue is merely an idol of Marena. The robe is crimson silk, but it appears black in the light of the soul flames.

If a creature provides a blood offering on the altar, dealing at least 5 piercing or slashing damage to itself or another, it is awarded by being the target of a 2nd-level *aid* spell. If the creature is already spilling blood in atonement for desecrating the cathedral, it doesn't receive this effect, nor will a second sacrifice work to gain it. This blessing can only be granted once per week.

7. REFLECTING APSE

Thousands of candles sit in an iron rack that wraps around the curved wall at the far end of this area. Their unwavering green light is made all the more intense by the polished metal that lines the wall behind them, reflecting and intensifying the light to an uncomfortable brightness. A dozen statues of blown glass resembling dancing female forms are scattered through the area. A pair of doors embossed with skulls stand to either side, just behind the curtain separating this area from the sanctum.

The light is refracted in such a way that no shadows are cast in this area, and the whole section behind the curtain is brightly lit. The statues are harmless but seem to move when not being viewed directly, as if they are slowly dancing away from or toward a person if viewed in peripheral vision.

8. CELLS OF THE ZEALOTS

A shadowy hall, lit only by a pair of green-flamed candles, is lined on one side with doors of iron grillwork. The nearest opens onto a small, spartan cell with a prayer mat, a bedroll, and a scourge lying on the floor between the blood-spattered walls.

Each of the cells is home to a **cult fanatic**, devout adherents to the Red Goddess. They follow the Curate's orders without question and are quick to confront anyone who trespasses in the cathedral.

9. VESTRY

Lit by a dozen green-flamed candles hanging in a small, iron chandelier on the ceiling, this plain room holds a pair of chests and a tall wardrobe. Two other doors appear to be the only other ways in or out.

The chests are unlocked and hold various silk tapestries and silver bowls, ewers, and knives for the altar. The lot is worth 1,000 gp. The wardrobe holds various clerical vestments and robes. Behind the south door, stairs lead up to Area 11. The other door leads to Area 10.

10. CURATE'S QUARTERS

Lit by a single green-flamed candle in a stand on a small table in the corner, this room holds a coffin of enameled wood sitting on the floor in the northwest corner. A writing desk and accompanying chair occupy the middle of the south wall.

This place was once the Curate's chamber, but he has since moved himself into Area 11, going so far as to remove the earth from his coffin, dump the grave soil from the high priest's coffin, and replace it with his own. His possessions have also been moved there, but the desk contains some notes and writings he neglected to take. Among them are directions to the Cavern of the Soul Rivener (see page 47), as well as some of his musings on the properties of the soul flames. If the PCs are here to collect soul flames, their employer pays 200 gp for these notes.

11. HIGH PRIEST'S QUARTERS

A grand coffin adorned in gold trim sits on a stand in the southern part of the room, flanked by a pair of iron candelabra each holding a half dozen black candles tipped in green flames. Dirt lies scattered and piled around the base of the coffin. A writing desk and chair stand against the eastern wall, and an iron chest sits on the floor opposite. The northern face of the room is open to the vast, arched vault of the upper portion of the temple.

The Curate can be found here, audacious enough to take his master's quarters while she is away. Treat him as a **vampire patrician** (*Creature Codex*, p. 365). The Curate has managed to tap into the power of the soul flames. While fighting inside the cathedral, the Curate can invoke the power of the soul flames to take lair actions. If all the soul flames in a room have been extinguished or removed, the Curate can't use any lair actions until he moves to a room that contains at least one soul flame.

On initiative count 20 (losing initiative ties), the Curate takes a lair action to cause one of the following effects; the Curate can't use the same effect two rounds in a row:

- The Curate surrounds himself with swirling green flame. A creature that hits the Curate with a melee attack while within 5 feet of him takes 4 (1d8) fire and 4 (1d8) radiant damage. The flames fade away when the Curate is in a room without soul flames, when the Curate uses this lair action again, or when the Curate dies.
- A ray of green fire erupts from nearby soul flames, targeting a creature the Curate can see within 30 feet of him. The Curate makes one ranged attack roll (+7 to hit) against the target. On a hit, the target takes 4 (1d8) fire and 4 (1d8) radiant damage.
- Nearby candles flare, causing the Curate to shine with a blazing light. Each creature within 15 feet of the Curate must succeed on a DC 15 Constitution saving throw or be blinded until the end of its next turn.

TREASURE

The iron chest is locked, and the Curate has the key hidden in the earth in the coffin. A successful DC 15 Wisdom (Perception) check reveals the key. Otherwise, a successful DC 20 Dexterity check using thieves' tools unlocks the chest. Alternatively, a successful DC 20 Strength (Athletics) check breaks open the chest. The chest holds 850 cp, 7,500 sp, 600 gp, 35 pp, 3 red garnets worth 100 gp each, and a *dagger of venom*.

Conclusion

What comes next for the PCs depends on their reasons for being here. Those sent to collect the soul flames are likely to head back to the one who hired them to deliver the candles and receive their reward.

Once the PCs learn of the source of the soul flames, they may wish to journey to the caverns where they (and more importantly, the wraiths) are made and stop Radka from creating more. It may be that they must traverse Closed Throat Pass (see page 39) to get there, and that Sir Pravus has been charged with defending the only path to the Caverns of the Soul Rivener.

RED SISTER

Medium humanoid (human), any evil alignment

ARMOR CLASS 12

HIT POINTS 38 (7d8 + 7)

SPEED 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	12 (+1)	13 (+1)	16 (+3)	15 (+2)

SKILLS Deception +4, Medicine +5, Persuasion +4, Religion +3

SENSES passive Perception 13

LANGUAGES Common, Darakhul

CHALLENGE 2 (450 XP)

Touch of Death. As a bonus action, the Red Sister can expend a spell slot to cause her melee weapon attacks to magically deal an extra 10 (3d6) necrotic damage to a target on a hit. This benefit lasts until the end of her turn. If the Red Sister expends a spell slot of 2nd level or higher, the extra damage increases by 1d6 for each level above 1st.

Spellcasting. The Red Sister is a 5th-level spellcaster. Her spellcasting ability is Wisdom (spell save DC 13, +5 to hit with spell attacks). The Red Sister has the following cleric spells prepared:

Cantrips (at will): *guidance, light, resistance, sacred flame*

1st level (4 slots): *bane, command, guiding bolt, shield of faith*

2nd level (3 slots): *blindness/deafness*, hold person*

3rd level (2 slots): *animate dead, bestow curse**

*If using the *Midgard Worldbook*, replace the indicated spells with *blood lure* and *throes of ecstasy*, respectively.

ACTIONS

Whip. *Melee Weapon Attack:* +4 to hit, reach 10 ft., one target.

Hit: 4 (1d4 + 2) slashing damage. If the target is a creature other than an undead or a construct, it must succeed on a DC 13 Constitution saving throw or lose 2 (1d4) hit points at the start of each of its turns from a bleeding wound. Any creature can take an action to stanch the wound with a successful DC 10 Wisdom (Medicine) check. The wound also closes if the target receives magical healing.

Spear. *Melee or Ranged Weapon Attack:* +2 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 3 (1d6) piercing damage, or 4 (1d8) piercing damage if used with two hands to make a melee attack.



The Throttle

AN ADVENTURE FOR FOUR CHARACTERS OF 7TH LEVEL

A Darakhul Outpost

This wide, rough-hewn cavern has been set as an outpost by the Ghoul Imperium. The Throttle, as the ghouls call it, is a checkpoint on the most-traveled route between the Free City of Zobeck and Darakhan, the darakhul capital. The location can be used to introduce PCs to the bureaucracy of the Ghoul Imperium or as a challenge for 7th level PCs who are actively opposing or attempting to invade the Ghoul Imperium.

CAVERN FEATURES

Ceiling. The uneven cavern ceiling ranges in height but stretches to a maximum of 90 feet. Large, dripping stalactites loom ominously from the ceiling like giant icicles formed of rock, making it appear as if the cavern is melting.

Walls. The sides of the cavern are uneven. In some areas, jagged rock protrudes from the stone walls, and in others, smaller stalactites drip from the walls.

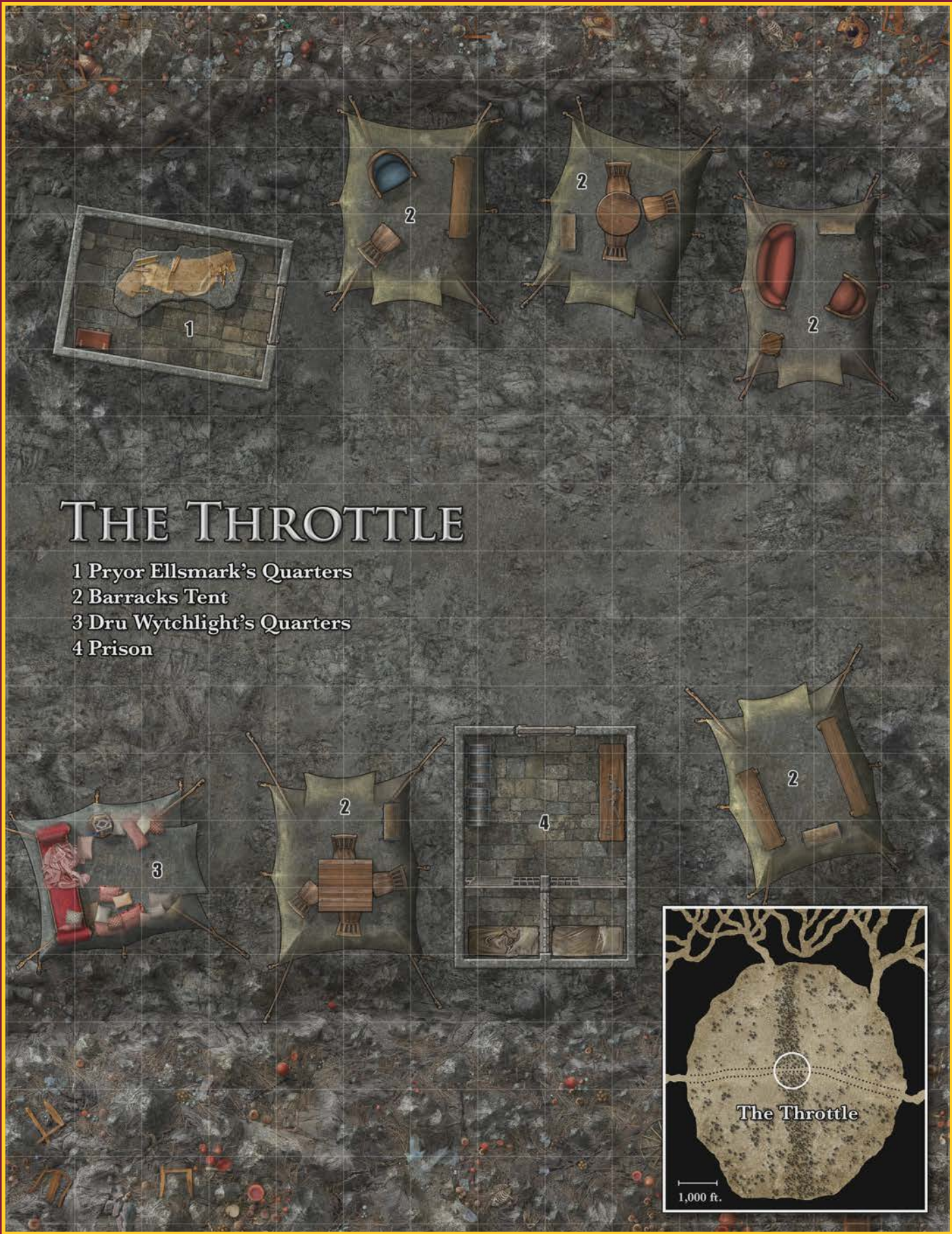
Uneven Ground. The floor of the cavern is littered with rocks, pebbles, and pieces of broken cave formations. Stalagmites protrude from the cavern floor at uneven intervals. The cavern's floor is difficult terrain, except for the road down the middle of the chamber.

The Traveled Path. The center of the cavern has been worn into a useable path by years of Underworld traffic, especially of soldiers and merchants of the Ghoul Imperium. Stretching 10 feet wide, the road is mostly smooth and free of rocks and debris.

Light. Near either end of the cavern, strange spots of luminescence, created by glow worms, twinkle on the high ceiling like stars on a clear evening. In the center of the cavern, only a few spots of light appear. Though noticeable, the illumination is too faint to light the dark cavern.

Sound. Noise carries in this expansive stone cavern. Creatures attempting to move stealthily through it have disadvantage on Dexterity (Stealth) checks. Loud noises cause showers of pebbles to fall from the ceiling.

Barricades. At its widest point, the cavern stretches a mile, and here the gaps between the stalagmites have been stuffed with debris, creating two high shelf-walls with an opening between them to allow traffic through. Located on a main branch of tunnels, this choke point is intended to slow down those who use it. The wall was built with an emergency fail-safe in mind. If the outpost is overrun or a major threat to the Ghoul Imperium comes into view of the outpost's sentries, the outpost's commander can give an order to activate the wall's collapse. Once activated, the sections of the wall around the opening collapse after 2d4 rounds, filling the space with rubble and debris and blocking the road.



THE THROTTLE

- 1 Pryor Ellsmark's Quarters
- 2 Barracks Tent
- 3 Dru Wytchlight's Quarters
- 4 Prison

HAZARDS

Falling Stalactites. The cavern is strangely resonant. Any attack, spell, or other effect that deals thunder damage causes stalactites to fall from the ceiling. If a stalactite falls from the ceiling, roll percentile dice. The result reveals how many feet away from the source of the thunder damage the stalactite crashes down. Choose a point anywhere within that many feet of the source of the thunder damage. Each creature within 10 feet of that point must make a DC 15 Dexterity saving throw, taking 22 (4d10) bludgeoning damage on a failed save, or half as much damage on a successful one.

Weakened Stalagmites. The ghouls of the Throttle weakened dozens of stalagmites along the road within 100 feet of either side of the wall. A successful DC 20 Wisdom (Perception) check notices the chips and fractures in nearby stalagmites. The sentries on the wall are trained to identify the weakened stalagmites. If threatened by an approaching group, the sentries patrolling along the top of the composite wall shoot crossbow bolts at the weakest points on a stalagmite beside the road, forcing the stalagmite to fall and crumble into rubble. Each creature on the road in a 10-foot line that is 5 feet wide, originating from the point where the sentry shot its crossbow bolt, must make a DC 15 Dexterity saving throw. On a failure, a creature takes 11 (2d10) bludgeoning damage and is knocked prone and buried in the rubble. On a success, a creature takes half the damage and isn't knocked prone or buried. A buried creature is restrained and unable to breathe or stand up. A creature, including the buried target, can take its action to free the buried target by succeeding on a DC 15 Strength check. The rubble left behind by the stalagmite makes the area difficult terrain until at least one creature spends 8 hours clearing it.

INHABITANTS

Sentries. Two pairs of **imperial ghouls** (*Tome of Beasts*, p. 220) make their way between the composite wall and the entrances to a maze of narrow tunnels leading off the main area. They often travel along the main path, but they occasionally divert their course and patrol the outer area of the chamber. Pairs of **darakhul** (*Tome of Beasts*, p.

216) patrol both sides of the wall at all hours. Two groups of three **imperial ghouls** keep watch from the top of the walls, one group on each side, ready to fire their crossbows at intruders attempting to scale the rocks or attacking the other sentries below the wall.

Travelers. Though not crowded with hundreds of merchants and their wares like Zobeck's gates might be on any given day, the Throttle sees some traffic from merchants and others traveling to and from the Ghoul Imperium each week.



Warren of Tunnels

Creatures hoping to dispatch the sentries and avoid the darakhul outpost by navigating the tunnels north of the Throttle are faced with five **black puddings**. The creatures move about the narrow tunnels, often climbing walls and the ceiling before dropping on their victims.

Navigating the maze of tunnels to re-enter the large cavern on the other side of the composite wall requires a successful DC 20 Wisdom (Survival) check. On a failure, the creature wanders the caverns for 1 hour before returning to this cavern on the side it entered. If the check fails by 5 or more, the creature wanders out of this area and down winding tunnels in the opposite direction.

Spotted!

The primary purpose of the Throttle is to prevent enemies of the Imperium from accessing the capital city. Its secondary function is to capture food and slave stock for the emperor.

When travelers approach the Throttle, the imperial ghouls manning the composite wall hail them, asking their names and the purpose for their travel. While they do this, the darakhul who typically patrol the base of the wall attempt to slip into position unnoticed. As the imperial ghouls end their questioning, the darakhul wait for the signal to strike. If signaled, the darakhul attempt to subdue the travelers by knocking them unconscious. Failing that, they stabilize their fallen foes once battle has ended. Prisoners are relieved of their weapons and moved to a permanent structure in the camp for questioning.

Passage Through the Throttle. Travelers with the appropriate paperwork can pass through the Throttle unimpeded. The darakhul in hiding come out to check the paperwork of those claiming to have it and confirm the authenticity of the documents. Such paperwork can include proof of Ghoul Imperium citizenship, license or writ for a merchant to sell goods in the city, invitation by a noble of the Ghoul Imperium, or similar documents. If the documents pass the inspection, the darakhul allow the traveler to continue through the Throttle.

The Camp

The composite wall's opening is lined with collapsible tents and small, permanent structures. Here the remaining darakhul stand watch, discuss strategy, and await orders. Darakhul messengers riding **giant spiders** and **carrion beetles** (*Tome of Beasts*, p. 52) pass through the outpost to deliver messages from larger darakhul settlements. A total of twenty **imperial ghouls** and six **darakhul** are based at this outpost on any given day.

1. PRYOR ELLSMARK'S QUARTERS

This small chamber looks more like a war room than living quarters. An unevenly-shaped but perfectly flat slab of stone stands in the middle of the room. Maps of the area, both above and below ground, take up the majority of the tabletop. A small, lacquered chest holds missives and orders from the capital. Commander Ellsmark endlessly works and reworks his plans for the defense of the outpost from this room.

Pryor Ellsmark is an **iron ghoul** (*Tome of Beasts*, p. 221) and the Commander of the Throttle. In life, Pryor was the mediocre captain of a mediocre mercenary company operating near Zobeck. When his company was wiped out in a skirmish with reaver dwarves in Krakova, the captain was gravely injured. Left for dead with the corpses of his former unit, Pryor had few options but to consume their infected, decomposing flesh. Despite this, Pryor succumbed to his injuries and woke the following day as an iron ghoul. Finding his way into the company of darakhul, Pryor was commissioned into the army and fought in several notable battles during the taking of Krakova. Command of the Throttle was granted to Pryor for his deeds during the war, and he is desperate to prove himself, unaware that his second is already plotting to overthrow him.

2. BARRACKS TENTS

These collapsible tents are semi-permanent structures set up for the use of any darakhul officers or important guests that travel through the outpost. They ward off the near-constant dripping from the stalactites above and provide some warmth for the occasional living ambassadors and merchants who travel through the Throttle.

3. DRU WYCHLIGHT'S QUARTERS

A large, silk-covered divan occupies much of the space in this room with plush, silken cushions scattered about the rest of it. A small, round-topped table stands near the divan, piled high with books on surface world customs, history, and religion.

Dru Wythlight, Second-in-Command. Dru Wythlight is a **darakhul shadowmancer** (*Creature Codex*, p.173) and is the Second-in-Command of the Throttle. She is rarely without her two **shadow skeletons** (*Creature Codex*, p. 342). Assigned to provide arcane support to the commander of the Throttle, Dru Wythlight seeks to take control from Pryor Ellsmark. She is using her time questioning the prisoner Zylanthea to learn about the Shadow Realm and which of its power players might ally with her in overturning Ellsmark's command.

4. PRISON

One of the small permanent structures in the camp serves as a prison. Intruders taken captive are stripped of their weapons, armor, and tools before being brought here for questioning by Pryor Ellsmark and Dru Wythlight. Once the pair have finished assessing the prisoners, weak ones are consumed at the outpost, while stronger specimens, or ones who have withstood torture, are hooded and

led to the capital for the emperor and his bureaucrats to question further or otherwise decide their fate. Food given to the prisoners consists of musty-tasting fungus, small portions of cave lizard or giant spider, and fetid water collected from the dripping stalactites.

The prison currently houses Heinrek Klaussen, a **spy** for the Blue House in Zobeck, and Zylanthea, a **shadow fey guardian** (*Tome of Beasts*, p. 174) from Corremel, City of Shadows.

Jailer. The Throttle's jailer is an **imperial ghoul** named Barsella, after the city from where she originates. She collects dice and shows small kindnesses, such as an extra scrap or two of food or a rumor of goings-on in the ghoul capital, to prisoners who give her a die or two.



Closed Throat Pass

AN ADVENTURE FOR FIVE CHARACTERS OF 8TH LEVEL

Adventure Background

Closed Throat Pass can either be a subterranean passage or a narrow pass in the mountains, depending on where you need to situate it. Navigating the pass can be stressful on its own, with its narrow path and high, jagged walls. You can play upon the claustrophobic nature of the place, narrow with high, towering walls pressing in overhead. Rocks might occasionally rattle down from above. If set outdoors, the light from above might be blotted out for a brief moment as something large flies overhead. Underground, the sounds of bats and other vermin moving in the dark beyond the party's light could keep the PCs wondering. Meanwhile, the real threats are quiet as the dead, waiting until the PCs have committed themselves to the journey before attacking.

The ghouls do not leave the passage unguarded, and those who brave it must contend with Sir Pravus the ghost knight and his troops. This encounter area isn't a standard, room-to-room dungeon crawl; it's a gauntlet that adventurers must run, lest they be run down. Events are fast-paced, and the PCs are given no time to plan or strategize. Unless they fall back to regroup, the only thing to do is press on as best they can and endure the attacks of Sir Pravus and his forces.

Adventure hooks

The PCs could resort to navigating Closed Throat Pass for any number of reasons, including:

- **Pursuit.** The PCs are tracking an enemy or group of enemies. The trail leads them to the pass.
- **Shortcut.** The PCs are pressed for time. The pass is the quickest way to reach their destination.
- **Tactical Choice.** Other routes to the PCs' intended destination are deemed too dangerous. The pass is considered the safest route with the least resistance.

SIR PRAVUS

Sir Pravus is charged by the darakhul to defend the pass against trespassers. He uses the statistics of a **ghost knight** (*Tome of Beasts*, p. 423) with the following additional trait:

Trample. If Sir Pravus is mounted and moves at least 30 feet in a straight line, he can move through any hostile creature's space without provoking an opportunity attack if it is Medium or smaller. If Sir Pravus moves through a creature's space, the creature must succeed on a DC 15 Dexterity saving throw or take 10 (3d6) bludgeoning damage and be knocked prone. If the creature willingly




BREAKER LANCE

Weapon (lance), rare (requires attunement)

You gain a +1 bonus to attack and damage rolls with this magic weapon. When you attack an object or structure with this magic lance and hit, maximize your weapon damage dice against the target.

The lance has 3 charges. As part of an attack action with the lance, you can expend a charge while striking a barrier created by a spell, such as a *wall of fire* or *wall of force*, or an entryway protected by the *arcane lock* spell. You must make a Strength check against a DC equal to 10 + the spell's level. On a successful check, the spell ends. The lance regains 1d3 expended charges daily at dawn.



fails the saving throw, it can make one opportunity attack against Sir Pravus or his mount before taking the damage and being knocked prone.

Sir Pravus wields a breaker lance (see sidebar) in place of his Lance attack and rides a **ghoulsteed** (*Creature Codex*, p. 177). Having undergone years of rigorous training under Sir Pravus, the ghousteed doesn't have the Pounce trait, but its speed increases to 50 feet. If the two become separated, it fights to the death, eternally loyal to Sir Pravus.

SIR PRAVUS'S TACTICS

The ghost knight's tactics rely on making charges through the ranks of the PCs, using the narrow confines of the pass to keep them in close quarters so he can run down as many as possible during each of his passes, wearing them down so his ghoul forces can eliminate them. Should his mount fall, Sir Pravus falls back to Area 5, waiting to trigger the trap there when the PCs are in range. Then he sounds a hunting horn, the signal for his troops to converge on his position, and engages the PCs on foot with his axe, hoping to crush them by weight of numbers after the trap weakens them.

Depending on the tactical decisions of the PCs and the luck of the die, they could find themselves in serious trouble in this area. One option is to have Sir Pravus work to capture rather than kill the PCs. Paralyzed foes may

be left alive and bound up. Attacks can knock out rather than kill. This gives you the opportunity to turn the PCs' defeat into a new chapter. Sir Pravus could hand over the PCs to a darakhul patrol to be taken for interrogation and possibly to be turned into undead themselves. Their goal now becomes finding a way to escape their captors and reequip themselves, fleeing to a place of safety to recuperate before possibly returning to deal with their captors and/or Sir Pravus once and for all.

1. THE FIRST PASS OF SIR PRAVUS

The scratching of hardened claws echoes off the close, high walls of the passage, the claustrophobic confines creating eerie reverberations. An armored figure on an emaciated, rotting creature bears down fast from behind!

When Sir Pravus is first alerted to the presence of the PCs (most likely due to them passing the hidden alcove where he waits) he allows them to pass before urging his mount out of his hiding place—an alcove behind a programmed illusion made to look like part of the passage wall—and kicking it into a charge. He takes one lance attack against a target, using his Trample trait and forcing his mount to Dash. He doesn't return to reengage the PCs until they reach Area 2 and the ghoul archers are ready to fire.

2. PRAVUS'S SECOND PASS

The ghastly knight has wheeled its mount around and gallops back from the other direction! As he prepares for his next pass, a hail of arrows falls from above!

Hidden on ledges overhanging the pass are ten **ghouls**, five to a side. Each is armed with a heavy crossbow. The ghouls fire down on the PCs, taking them by surprise if possible, then climb down to engage in melee the following round. Meanwhile, Sir Pravus makes his charge through their ranks and then waits for them to reach Area 3 before reengaging.

3. PRAVUS'S THIRD PASS

The knight once again returns, charging in from the other direction!

Two more alcoves hide the next unit of Pravus's troops, each veiled behind a programmed illusion of a rock wall. Ten more **ghouls** are ready to attack once their



commander completes his next charge attack, rushing out of hiding to engage the PCs. While the ghouls engage, Sir Pravus continues past, doubling back later to catch the PCs as they reach Area 4.

TREASURE

The ghouls keep the remains of their victims in the hidden hollows to feast upon after the battle. Belongings are generally ignored. If the PCs search out the spaces behind the illusory walls, among the gnawed bones and ragged clothing of former victims they find 51 cp, 42 sp, 22 ep, 18 gp, and a scroll tube carved of jade worth 100 gp.

4. PRAVUS'S FOURTH PASS

Again the knight bears down with his horrific steed. As he approaches, something volleys from above which shatter and release flames!

Waiting on ledges 15 feet above the pass are two **darakhul** (*Tome of Beasts*, p. 216). Each is armed with two flasks of alchemist's fire. The darakhul hurl these down on the PCs as they pass then descend to engage in melee. Sir Pravus wheels about and makes his next charge when the PCs reach Area 5. The darakhul carry a total of 48 ep on them.

5. PRAVUS'S FIFTH PASS

The knight thunders past yet again. In his wake, there is a rumble from above as rocks dislodge from the ceiling and fall!

Pravus times his charge to try and catch as many PCs within the area of the trap as possible, trampling as many as he can before running over the pressure plate that activates the deadfall, then distancing himself from them for his final pass at Area 6. If you are using Closed Throat Pass in a mountain rather than underground, the deadfall's rocks come from the sides of the pass rather than the cavern ceiling.

Deadfall. PCs caught in the area when the trap is triggered must make a DC 16 Dexterity saving throw. On a failure, a creature takes 22 (4d10) bludgeoning damage and is knocked prone and buried. On a success, a creature takes half the damage and isn't knocked prone or buried. A buried creature is restrained and unable to breathe or stand up. A creature, including the buried creature, can take an action to make a DC 12 Strength check, ending the buried state on a success. The area where the deadfall lands is considered difficult terrain after the trap is triggered.

6. THE FINAL PASS

The unrelenting knight once again drives its undead steed through the pass.

On his next turn, Pravus turns back and engages the PCs, targeting the most dangerous or effective PCs he's observed thus far. Pravus fights to the death to defend the pass. Should the PCs flee, he does not pursue them back out the way they came. He tracks fleeing PCs for at least a day should they escape through the pass, taking half of any ghoul troops that survive the initial encounter, while the rest remain behind to secure the pass.

Conclusion

It is possible that after taking care of whatever task it was that brought them through the pass, the PCs may need or choose to use it to return. In this instance, if they do not defeat Sir Pravus the first time, he awaits them again with a fresh crop of ghouls, determined not to fail a second time. Otherwise, the darakhul may have time to appoint new guardians to watch the pass. In this case, feel free to stock the location with other undead of your choice, possibly more powerful than the last group, as the Imperium wishes to ensure no other enemies are able to make it through. New traps and enemies that can utilize the terrain in new, effective ways ensure the PCs don't have an easy time of it.

The Starlit Chambers

AN ADVENTURE FOR FOUR CHARACTERS OF 8TH LEVEL

An Order of the Ebon Star Strongpoint

A pair of small chambers sits far beneath Tannenbirg Castle in vampire-held Krakovar. These chambers, which lie just a quarter mile off the tunnel used by the darakhul when they sacked the castle above, have been made into one of the few semi-permanent holdings of the Order of the Ebon Star. The Sarastra-worshipping darakhul use this strongpoint to make guerilla strikes on the vampires of Krakovar. The Starlit Chambers can be used as a friendly outpost and re-supply point for PCs opposed to the Ghoulish Imperium or as a challenge for less-friendly 8th level PCs.

History

After the slaughter at Tannenbirg Castle and after her vision of the Queen of Night and Magic, Hesstia Daarmirve, the founder of the Order of the Ebon Star (*Underworld Player's Guide*), wandered the tunnels below the castle. A quarter mile down the tunnel she and her unit had used to gain access to Tannenbirg Castle, she sensed something. Running her hand down the tunnel wall, she discovered a side-tunnel covered with the illusion of a narrow seam in the stone. Exploring further, she found two chambers perfectly-suited to house her gestating organization.

CAVERN FEATURES

Ceiling. These chambers have relatively low ceilings of about 20 feet. The stalactites in the chambers are small, no longer than two feet, but only ring the outer perimeters. The tunnels leading from chamber to chamber have 7-foot-tall ceilings.

Walls. The walls of the chamber are relatively smooth and covered with bioluminescent fungi.

Floor. The central part of each cavern's floor is smooth and reasonably level. Each of the caverns is ringed by tall, sharp stalagmites, which start at the walls and extend into the cavern. The craggy floors of the tunnels leading into the chambers are difficult terrain.

Light. The tiny, shriveled mushrooms covering the walls of the chambers emit a mildly-flickering blue light. The mushrooms shed dim light, not unlike starlight on the surface, giving the complex its name. Free of the fungus, the connecting tunnels are shrouded in darkness.

Food Sources. There are no natural sources of food and water in this complex of chambers. The fungus is inedible, and a creature that consumes it must succeed on a DC 14 Constitution saving throw or be poisoned for 1 hour. A creature that drinks the water dripping from the stalactites finds it gritty and foul. The water isn't toxic, but, if a creature drinks only the stalactite water for 24 hours, it gains 1 level of exhaustion that can't be recovered until it has finished a long rest after drinking from another water source.

Other Features. The mushrooms and their unique light make it difficult to distinguish illusion from reality. A creature has disadvantage on Intelligence (Investigation) checks to discern illusions and disguises for what they are while within any area lit by the mushrooms.

SENTRIES

A pair of guards (N **darakhul** [*Tome of Beasts*, p. 216]) stand just inside the Inner Chamber (Area 3) at all times, protecting the entrance. Two more pairs of darakhul patrol the chambers and tunnels of the complex.

Creatures who set camp or otherwise rest in the outer chamber are surveyed by sentries before six darakhul approach the creatures. Their weapons are ready, but they attempt to speak with the intruders before resorting to violence. Creatures who convince the sentries they are not with the vampires or ghouls are allowed to briefly stay and rest before being asked to leave. Any creature who enters the complex with apparent ties to the Ghoul Imperium or the Blood Kingdom is exterminated. Creatures who do not appear to be allied with the either nation and that attack the sentries are knocked unconscious before being brought into the barracks for questioning. Creatures who refuse to cooperate, but are not deemed a threat to the Order, are knocked unconscious and deposited in the Tangle of Tunnels (Area 8).

There are insufficient forces at this strong point to hold off a larger invading force. In the instance that the defenders of the Starlit Chambers feel overwhelmed, the remaining forces evacuate into the Tangle of Tunnels.

1. ILLUSION-COVERED ENTRANCE

The entrance to the Starlit Chambers is covered by a powerful illusion. A successful DC 20 Intelligence (Investigation) check discerns a narrow seam in the stone of the wall behind some stalagmites is an illusion that hides the tunnel into Area 2. The DC is 15 for a creature touching the wall.

2. THE OUTER CHAMBER

The outer chamber of the complex is usually free of obvious habitation. A successful DC 15 Wisdom (Perception) check notices signs of recent movement in the chamber by humanoid creatures.

The entrance to the tunnel leading to the Inner Chamber is narrow and hidden by a cluster of stalagmites, making it difficult to see from further than 10 feet away. A creature surveying the area must succeed

on a DC 20 Wisdom (Perception) check to find the tunnel to the Inner Chamber, while a creature moving through the stalagmites close to the tunnel must succeed on a DC 15 Wisdom (Perception) check to find it.

Stalagmites. The areas of the cavern covered with stalagmites are difficult terrain.

3. THE INNER CHAMBER

The bulk of the Order of the Ebon Star's presence is felt in the larger, inner chamber. The hastily-built stone buildings comprise a barracks, shrine to Sarastra, armory, and shared quarters for the hold's commander and her second which doubles as a mission briefing room.

Aside from the NPCs named here, the Starlit Chambers rarely have more than 20 occupants at any given time. Most of the forces stationed here by the Order of the Ebon Star are darakhul, with a few imperial ghouls and iron ghouls to fill out the ranks.





STARLIT CHAMBERS

- 1 Illusion Covered Entrance
- 2 Outer Chamber
- 3 Inner Chamber
- 4 Barracks
- 5 Shrine to Sarastra
- 6 Armory
- 7 Commander's Quarters
- 8 Tangle of Tunnels

□ = 5 feet

4. BARRACKS

This structure is where off-duty members of the Order spend their time. Though the darakhul don't need to sleep, the barracks holds a pair of narrow bunks most often used by rescued surface dwellers. Most of the space is taken by small, round, stone tables and stools used for games of dice and cards. The leader of the Order also encourages members to take up other hobbies to keep their hands from becoming idle, and many members can be found in the barracks reading or engaging in artistic endeavors.

5. SHRINE TO SARAISTRA

This small three-sided structure is large enough to hold an oak altar emblazoned with Sarastra's holy symbol, a stylized star inside a triangle above three whorls of air. Four prayer mats lie before the altar, allowing supplicants to kneel and pray to their Queen.

Sarastra's Priest. The shrine is administered by Finyeas Scurlock (LN male darakhul **priest**). Before his rebirth as a darakhul, Finyeas was an elfmarked novitiate in Sarastra's church. Unfortunate enough to be in Tannenbirg Castle when it was sacked, Finyeas' mortal life ended there. When Hesstia Daarmirve switched her allegiance to the Queen of Night and Magic, Finyeas, who chafed under the orders of the Imperium, was one of the first darakhul to offer his allegiance to the new Order.

6. ARMORY

This building is little more than a free-standing closet. Racks of weapons and armor stand near one wall while shelves of clothing stand against the opposite wall. The armory contains enough standard weapons and armor to outfit 20 Medium or smaller humanoids. It contains enough clothing to disguise up to 30 Medium or smaller humanoids as Krakovan commoners. If individuals opposed to the Ghoul Imperium petition Polama for assistance, they can resupply with basic weapons here before resuming their assault on the Imperium.

7. COMMANDER'S QUARTERS

The second largest building in the chamber is the residence of Polama Hoffe, the commander of the outpost, and her second, Goffery Pales. The room is dominated by a table which holds maps of Krakova's cities and countryside and partially completed maps of

the nearby warrens of tunnels and chambers. Polama and Goffery seem to enjoy each other's company and spend the majority of their time conversing in here.

Commander. Polama Hoffe (CG female darakhul **thief lord** [*Creature Codex*, p. 406]) spent her life on the ocean. As the daughter of a merchant marine, she gained exposure to the breadth of Midgard's varied peoples, and she loved every moment. After her death and rebirth at the hands of darakhul agents in Courlandia, she was pressed into the Imperium's service as a spy. A chance meeting with Finyeas Scurlock woke her buried memories of freedom and won her eventual post as the commanding officer of the Starlit Chambers.

Second-in-Command. Little is known about Goffery Pales (NG male darakhul **void speaker** [*Creature Codex*, p. 405]). The darakhul himself remembers nothing of his life before he woke to undeath in a Krakovan alley. He gained notice by the Order by evacuating people from Krakova to Grisal before their new vampire overlords could make them victims. Despite his lack of personal memory, Goffery knows a great deal about a wide range of subjects. He is extremely troubled by the guttural words he sometimes finds himself uttering, and even more troubled by the effect those words often have on his environment. If petitioned, Goffery shares his knowledge with those who show him respect and wish the downfall of the Imperium as much as he does. In addition, he grants them access to the maps he and Polama have been creating.

8. TANGLE OF TUNNELS

A second exit from the Inner Chamber, the Tangle of Tunnels leads to a variety of locations deeper in the Underworld. The tunnels are difficult to navigate, and a creature traversing the tunnels must succeed on a DC 20 Wisdom (Survival) check to locate the Starlit Chambers from these tunnels or to avoid becoming lost in the confusing maze. The DC is 12 for a creature that has studied the maps in Area 7. A successful DC 15 Wisdom (Survival) check navigates out of the warren of tunnels into a larger tunnel leading toward the Ghoul Imperium's nearest settlement, Marrowheart. There is a 10% chance of encountering a squad of four darakhul traveling from other parts of the Imperium while in the Tangle of Tunnels or the tunnel to Marrowheart.

Caverns of the Soul Rivener

AN ADVENTURE FOR FIVE CHARACTERS OF 9TH LEVEL

Adventure Background

This remote system of caves was discovered by scouts of the Ghoul Imperium. Within they found a pool of dark liquid brimming with foul magic. This discovery was referred to a vampire ally, Radka, who conducted research into the pool's properties. The most amazing and useful discovery was that the exposure of a living humanoid subject to the pool resulted not only in its painful death but the formation of a wraith. The Imperium was intrigued by the result, as wraith shock troops would be a welcome addition to their military.

The secondary result of killing a humanoid in the pool was the creation of a soul spark: a tiny, persistent magical flame and remnant of the soul. While creating wraiths for the Imperium Radka became interested in the sparks, collecting them for her own research and sending them back to her temple (see the Cathedral of Ten Thousand Flames on page 28).

Adventure Hooks

The PCs could be traveling to the Caverns of the Soul Rivener for the following reasons:

- **Rescue.** Someone close to one or more of the PCs was kidnapped, taken by the darakhul for reasons unknown. The PCs determined the victim was brought to these remote caverns and seek to rescue the person.

- **Profit.** Having made good money providing a client with soul flames from the Cathedral of Ten Thousand Flames, the PCs set out to the sparks' place of origin for more.
- **To Slay the Master.** Having defeated the vampire they found at the Cathedral, the PCs realize that his master still roams free. They mean to track down and end this even more terrible threat to the living.

1. SINKHOLE ENTRANCE AND GUARD POST

The sinkhole opens into a natural cavern. Stalactites drip from the ceiling, and numerous stalagmites clutter the floor. Several natural pillars have formed here as well. A stepped passage of flowstone ascends out of the cave to the east.

Six **ghouls** and two **ghasts** lurk around the edges of the chamber, crouched behind pillars and stalagmites. The ghouls attack the PCs as soon as they enter the room.

Poisoned Spiked Pit. A 20-foot-deep, hidden pit lies midway up the passage between Areas 1 and 2. Poisoned iron spikes sit at the bottom of the pit. A successful DC 15 Wisdom (Perception) check spots the pit's cover and notes that it can be avoided by squeezing along a 2-foot-wide ledge to either side of the pit. A creature falling into the pit takes 11 (2d10) piercing damage from the spikes, in

addition to falling damage. The creature must also make a DC 13 Constitution saving throw, taking 22 (4d10) poison damage on a failed save, or half as much damage on a successful one.

2. GHOUL NEST

The floor is multilevel, with a series of flowstone rises from the bottom of the room to the top. The floor is littered with gnawed and split bones, as well as ragged nests made of torn cloth and hair.

The ghouls lair in this room when not on guard duty at the entrance, watching over prisoners, or helping Radka with her work.

Creatures. There are currently six **ghouls** and an **iron ghou** (*Tome of Beasts*, p. 221) in this room, gnawing on scraps from the larder and otherwise amusing themselves. They immediately set upon any intruders they detect.

TREASURE

Scattered through the room are a few valuables the ghouls failed to remove from victims, now lost amid the clutter. Five minutes of searching and a successful DC 16 Wisdom (Perception) check reveals the treasure: 67 sp, 23 gp, a pair of loaded dice, a small jade figurine of a cat worth 75 gp, and a *ring of protection*.

3. LARDER

Piles of humanoid corpses—as well as parts of them—litter the room here, and the smell of decay hangs heavy in the air. Mushrooms and other fungus grow rampant on the carrion. Myriad beetles roam here, also feeding on the corpses.

This room serves as a food source for both guards and prisoners. The fungus that grows here is edible, kept healthy and prolific by feeding on the carrion that also serves as a food source for the ghouls.

TREASURE

If the PCs risk searching among the disgusting contents of the room, a successful DC 18 Wisdom (Perception) check reveals a heavy gold ring (worth 250 gp) still on the

finger of a disembodied arm. However, anyone handling the carrion here must succeed on a DC 11 Constitution saving throw or contract the sewer plague disease.

4. PRISON

A ledge runs along the northeast wall of this room between two passages. The rest of the room drops away 20 feet to a pit, its bottom lined with algae-choked water. A pile of rope and leather straps sits near the northernmost passage.

Currently nine humanoids of various races languish here while they await their turn in the spawning chamber. A rope and harness sit near the passage to Area 7. When a prisoner is wanted, the harness is tossed down, a prisoner is ordered to put it on, and the chosen is hauled up to the ledge. The water is 2 feet deep and is the only source of drinking water available to the prisoners. The wall up to the ledge is wet and sheer, requiring a DC 25 Strength (Athletics) check to climb. If the PCs came here seeking a kidnapping victim, the prisoner could be present here. However, if you want to heighten the suspense, you could have the person they seek not be here. If presented with a description, one of the other prisoners tells them the ghouls just hauled the one they seek up from the pit not long ago and dragged the prisoner away out the northern passage. They also add that no one the ghouls take is ever returned.

Creatures. A pair of **wraiths** circles near the ceiling, ordered to keep watch over the prisoners and not to harm them. They hate this duty and gleefully attack other living creatures that enter the room.

5. RED SISTER'S QUARTERS

The air in this cave carries a faint stink of smoke and sulfur. A polished wooden coffin sits in an alcove to the west, flanked by a polished teak desk with a padded leather chair and a plush divan fronted by a low table. A pile of furs, old blankets, and tapestries sits against the wall to the southeast.

These are Radka's quarters while she is here in the caverns. She is usually at work in the wraith-spawning chamber when awake.



Creatures. In addition to the furniture, Radka has brought her pet **hell hounds**. Four of them guard this chamber while she is away. They attack anyone who enters the chamber that isn't undead. If the PCs interrupt Radka before defeating the hell hounds, she calls them to her side to protect her (see Area 8).

TREASURE

A velvet bag in the coffin holds a pair of gold and ruby earrings, a ruby pendant on a gold chain, and a pair of gold bracelets, a matching set worth 1,000 gp. The desk holds Radka's research notes and correspondence with the Ghoul Imperium. Taking or destroying these would mean a great setback if Radka is destroyed, as her secrets die with her. If the PCs are still working for the collector of the soul flames, their employer pays them 500 gp if they hand over Radka's research.

6. SHRINE OF GREEN FIRE

This cave has been converted into a shrine. An idol of red stone sits atop a rough block altar, flanked by a pair of iron braziers, on a natural dais of raised flowstone. To one side, a curved, wooden rack holds ranks of candles, each burning with a strange, green flame.

Radka set up the shrine here so she could properly worship while staying in the caverns. The candles each bear a soul flame (see the Cathedral of Ten Thousand Flames on page 28). The idol is carved of red sard and is worth 250 gp.

Creatures. A pair of **wraiths** hover here on guard. They eagerly attack any living creature that intrudes upon the shrine.

7. RECEIVING CHAMBER

Stalactites drip from the ceiling of this room, and several natural pillars have formed where they have met their stalagmite mates rising from the floor. A natural stone table in the center of the cave has been fitted with iron shackles and leather bindings.

The table is where prisoners from Area 4 are bound while they are prepared for their ordeal in Area 8.

Creatures. Three **imperial ghouls** (*Tome of Beasts*, p. 220) are stationed here. They supervise the lesser ghouls and assist Radka with preparation of the prisoners for the

spawning chamber, as well as giving the newly spawned wraiths instructions before sending them off to the Ghoul Imperium to serve.

8. WRAITH-SPAWNING CHAMBER

The ceiling is covered with stalactites, as is the floor, making maneuvering treacherous, but none have yet managed to meet to form pillars. A great flooded trench occupies the middle of the room. It is not filled with water, but instead some black material, like liquid shadow, that seems to absorb light. It laps at the edges of the trench as if moved by something within it, or as if the dark substance itself were alive. A set of posts and pulleys have been set up at either end of the trench, with ropes strung across its length. Suspended from the ropes is a narrow iron cage. At the far end of the trench sits a stone slab.

It is here that Radka (LE female **vampire priestess** [*Creature Codex*, p. 367]) performs her ceremony to create wraiths for the Ghoul Imperium. She currently has a prisoner prepped and in the iron cage suspended over the vile, black liquid. A pair of **ghouls** work the pulleys. If the PCs aren't detected and decide to watch the proceedings rather than intervene, read them the following (and note that there is now a wraith in the room, in addition to the other enemies listed):

At the command of their mistress, a ghoulish turns the wheel affixed to the post, sending the prisoner in the cage out above the black liquid. As the victim's weight causes the cage to sag in the middle of the trench, the black liquid reaches upward like tongues of viscous, black flames, engulfing the victim in darkness. At the end of its journey, the cage stops next to the stone slab, leaving a twitching, shrieking form drenched black with the foul substance. The ghoulish by the slab removes the victim from the cage and lays them upon the slab. The body then dissolves, except for a black, smoky essence that forms into a wraith, and a green spark which jumps to a waiting candle set upon the slab.

For 1 minute after placing the body on the slab, the ghoulish's claws drip with liquid shadow. When the ghoulish hits a creature with a claw attack, the claw deals an extra 1d6 necrotic damage. Radka brooks no interference with

her research. She commands the ghouls to attack (and the wraith as well, if it is created before the PCs interfere) and stays back, casting spells to hinder and damage opponents. If the ghouls get the worst of the melee, Radka gives a long, loud whistle at the beginning of her next turn. This brings the **hell hounds** in Area 5 running. They reach the entrance to the room in 1d6 rounds.

Conclusion

The PCs have stopped Radka and her ghoul allies. However, even if they take or destroy her research, there's nothing stopping someone else from finding the cavern and recreating her experiments. The PCs may decide to seek out a sage or other source of knowledge to determine the origins of this liquid darkness and how it can be destroyed, thus ending its threat.

The prisoners need to be safely escorted out of here. Some might be able to provide the PCs with rewards, material or otherwise, once returned home safely. Others may have family or friends willing to reward the PCs as well. If they are working for the person interested in soul sparks, the PCs may get more work once they tell their employer about the pool of darkness, who may uncover other areas of similar strangeness related to it and send them to investigate.



Fungal Forest of Forgetting

AN ADVENTURE FOR FOUR TO SIX CHARACTERS OF 11TH LEVEL

Adventure Background

Many months ago, Ilxanthiard, a darakhul ghoul patrolling the many caverns that comprise the Forest of Forgetting, had an epiphany. Unfortunately for him, the epiphany was delivered via the magical spores of the powerful myconid prophet Waktwaza. The spores clouded Ilxanthiard's thoughts, transferring to him the mania shared by Waktwaza: the elimination of all creatures—living, dead, or undead—as the fungal creatures of the world feasted on their corpses.

Ilxanthiard, now a servant to the whims of the myconid prophet, went off to recruit other ghouls like himself into the service of the fungal lord. Countless fungal growths dotted his body, feeding on his rotting flesh. The other patrolling ghouls he met recoiled at the sight of him, and those who refused to join Ilxanthiard were destroyed by the ghoul and brought to his new lair within the fungal Forest of Forgetting.

Ilxanthiard currently builds his army of undead and fungal followers, waiting for the best moment to strike out against the nearest settlement of Imperium ghouls. The section of the Forest of Forgetting where he lairs is rumored to be a place that all Underworld creatures, whether living or undead, should eschew if they want to save themselves from a terrible fate.

Adventure Hooks

News has spread among the civilized races of the Underworld that something is amiss in the remote area known as the Forest of Forgetting. The strange mushroomfolk and other sentient plant creatures that inhabit the forest are either avoiding contact or acting strangely—even more strangely than normal. Worse yet, members of a variety of races, from drow to deep gnomes to derro to the darakhul ghouls, have gone missing while visiting the Forest of Forgetting.

As the PCs pass through underground areas or passages connected to the fungal forest, they come across search parties hunting for signs of missing explorers. These search parties, nervous about entering the caverns that comprise the Forest of Forgetting, might ask, beg, pay, or coerce the PCs into investigating the mysterious location on their behalf.

Alternatively, one or more individuals from the surface world might be reported lost by their friends or families. They might have been diplomats, merchants, or explorers braving the Underworld for a variety of reasons. As the PCs travel there, locals can be questioned, revealing (for appropriate compensation) that the topsiders were last seen heading into the caverns of the Forest of Forgetting.

Finally, in the case where the PCs are overwhelmed by the ghouls or some other subterranean threat, the Forest of Forgetting can act as a hiding place where the pursuers are hesitant to follow a group because of the new rumors about the dangers the place holds.

FUNGAL FOREST OF FORGETTING



The Forest of Forgetting

The Forest of Forgetting is a mushroom- and fungus-infested jungle encompassing miles of caverns, passages, and other underground areas on the fringes of the Ghoul Imperium. The living creatures that serve (or that are served as meals) within the Imperium rely on the forest as a major source of food. The forest serves as a grazing area for carrion beetles, and large colonies of giant bats roost here as well.

Additionally, a large and diverse variety of plant life is found in the forest. Normal types of fungus of all shapes and sizes are the most common; however, sentient plant species also make their home here, normally in small, hidden communities. Mushroomfolk are the most commonly encountered plant race in the forest, but any plants that don't need sunlight might be also be found here.

A successful DC 15 Intelligence (History) check reveals that the forest gets its name from rare and dangerous fungi that grow in the area. Many of these nonmagical, natural specimens produce spores that cause intoxicating or disorienting effects that can easily overcome creatures. The consequences of breathing in the spores could last just a few seconds, or they could leave creatures overwhelmed, found years later with no memory of who they were, where they've been, or what they've done during the time they were missing. While most of the ghouls of the Imperium are immune to poison, there is a growing concern among the ghouls that certain strains of fungus spore may be developing that can affect even the undead.

Random Dangers

Before the PCs reach the lair of Ilxanthiard and his followers, they must trek through other parts of the Forest of Forgetting. Below are some suggestions for encounters the PCs might have on their way to a confrontation with Ilxanthiard in his lair:

- A small, traveling community of peaceful **mushroomfolk** (*Underworld Player's Guide*) hides as the PCs approach. If seen and hailed, one of the plant creatures informs the PCs that a strange ghoulish creature covered in fungal growths brought prisoners through this cavern several days ago, but they haven't seen it since. Among the prisoners, the mushroomfolk can describe someone the PCs might be seeking.
- A special subterranean **vesiculosa** (*Tome of Beasts*, p. 399) resides in an otherwise empty cavern, hoping to use its sweet water to lure victims close. A dwarf scout is drinking from the creature's water, and it falls unconscious. If the PCs can rescue the dwarf before she is consumed by the vesiculosa, the scout can provide information about one of the individuals for whom the PCs are searching. She has also seen Ilxanthiard from a distance, making her a valuable source of information on the fungus-covered ghouls.
- A **derro** cavern explorer is in the process of fending off an attack from three **blood oozes** (*Creature Codex*, p. 282). If rescued, this derro can provide the PCs with information about the location of the lair of Ilxanthiard. The derro can also provide information about a nearby derro community, which could bring the PCs into conflict later with Largl-Lx, the derro apocalypse bringer (*Empire of the Ghouls*).

General Area Description

The enormous cavern is filled with moss and fungi of all varieties. In the front of the cavern, large growths, each comprised of hundreds of smaller mushroom stalks, are interspersed with puffy, spore-filled fungi that appear to have paper-thin skin.

On one side of the chamber, several gigantic worms lie in various states of decomposition. The corpses of the worms are covered in fungal growths. On the opposite side, near the back, sits a circle of 10-foot tall, multicolored toadstools. Spores float around these toadstools in an obscuring cloud.

1. FUNGAL HAZARDS

Several humanoid bodies lie within the field of fungi. None of them are moving, and they are covered in thick layers of fungus.

A successful DC 10 Wisdom (Perception) check reveals that one of the bodies in the center of the fungus fields is indeed alive, even though it only twitches weakly. This creature has been left for dead by Ilxanthiard and his minions to feed the hungry, flesh-craving plants of the cavern.

Creatures. A group of six **deathcap myconids** (*Tome of Beasts*, p. 300) hides among the other fungi in this area. Any PC succeeding on a DC 10 Intelligence (Nature)

check notices the difference between the deathcaps and the other fungi. Note that the two following hazards (the acid cap mushrooms and the giant puffballs) can affect the deathcaps, although the myconids know of these hazards and try to avoid them or use them to their advantage.

Acid Cap Mushrooms. The acid cap mushrooms, with their long and writhing tendril-stalks, are a hazard to any creature that gets near them. Once per round, if a creature starts its turn or moves within 10 feet of an acid cap mushroom, the creature must succeed on a DC 14 Strength saving throw or become grappled (escape DC 14). A creature that starts its turn grappled by an acid cap mushroom takes 9 (2d8) acid damage. Similar to large trees, the acid cap mushrooms can be destroyed, but, without magic or special equipment, a creature must spend 1 hour hacking at a mushroom to topple it.

Giant Puffballs. The giant puffballs are also a hazard that the PCs must deal with while moving through the lair. Once per round, if a creature starts its turn or moves within 10 feet of a giant puffball, the creature must succeed on a DC 10 Dexterity saving throw or accidentally brush against the puffball, breaking its thin skin. Spores emerge in a cloud within 5 feet of the puffball. Each creature in that area must succeed on a DC 14 Constitution saving throw or be blinded for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the blinded condition on itself on a success.

DEVELOPMENTS

The identity of the living creature being consumed by the fungus depends on your needs and the hook you used to draw the PCs' attention to the lair. It can be one of the people the PCs are trying to rescue, or it could be a stranger who can help the PCs later in your campaign. The afflicted creature can be revived and cleared of the fungal growths with magical healing, spells like *lesser restoration*, or a successful DC 20 Wisdom (Medicine) check after 10 minutes of care.

TREASURE

If the PCs take the time to search the dead bodies in the area, they find a *potion of greater healing*, a gold pendant worth 200 gp, and a +2 *longsword*.

2. WORM CORPSES

A form lumbers through the part of the cavern dominated by the decaying corpses of the giant worms.

The creature that runs through is an iron ghoul. The lair occupants are now aware of the infiltration of an enemy force, and the ghoul followers of Ilxanthiard are here to slow down the trespassers. Two **iron ghouls** (*Tome of Beasts*, p. 221) and a **necrophage ghast** (*Creature Codex*, p. 175) hide behind one of the rotting worms. Three **imperial ghouls** (*Tome of Beasts*, p. 220) hide within the rotting worm corpses, waiting to burrow out when the PCs approach. PCs must succeed on a DC 15 Wisdom (Perception) check to avoid being surprised by the hidden ghouls.

Giant Worm Corpses. The fungi-covered giant worm cadavers are 10 feet high, requiring a DC 10 Strength (Athletics) check to climb. The ghouls that the PCs face can go through them with their burrow speeds. One of the giant worm corpses (your choice) has been rigged with an explosive compound that can be denoted with a solid weapon strike or with fire. The ghouls know about this, using it as a last resort if they are close to defeat. When the blow is struck, each creature within 10 feet of the chosen worm must make a DC 15 Dexterity saving throw, taking 28 (8d6) fire damage on a failed save, or half as much damage on a successful one.

DEVELOPMENTS

If the PCs search the corpses of the giant worms, they can find a sack full of treasure (see the Treasure section) with a successful DC 10 Intelligence (Investigation) check. However, the treasure is protected by another trap. The area surrounding the treasure is protected by special spore-emitting fungi that pose a terrible threat to living creatures. The fungus is recognizable by PCs succeeding on a DC 20 Intelligence (Nature) check.

If the PCs grab the treasure carelessly and disturb the spores, each creature within 20 feet of the treasure sack must succeed on a DC 15 Intelligence saving throw or be affected by a *feblemind* spell for 24 hours. At the end of each hour, the creature can repeat the saving throw, ending the stupefying effects on itself on a success. Any creature affected by the spell also has the urge to enter the circle of toadstools (see Area 3) and does so unless restrained. These stupefied creatures can hear a thrumming rhythm coming from the tall toadstools there, and they want to join the dance.

A PC who recognizes the threat of the spores can attempt a DC 15 Dexterity (Sleight of Hand) check to remove the sack of treasure without disrupting the fungi and releasing the spores.

TREASURE

Within the sack are many useless items taken off prisoners: balls of yarn, wooden dentures, lewd drawings, and similar items. However, one of the “useless” items is a *deck of illusions*.

3. THE CIRCLE OF ILXANTHIARD

When the PCs move to investigate the ring of large toadstools, they find that the spaces between the toadstool stalks are obscured by floating spores. Only once they cross this opaque wall can they see inside, unless they use magic to remove the visual impediment. Once they step inside, or can see inside, read:

.....
Within the ring of giant toadstools stands a ghoulish figure. Its form is that of a darakhul, but every exposed surface of its flesh is covered with bulbous, quivering fungal growths. Four ghouls stand near this abomination, swaying to an unheard tune. Living prisoners are lashed by vines to each of the toadstools.
.....

The four **beggar ghouls** (*Tome of Beasts*, p. 213) serve **Ilxanthiard**, attacking at his command. They attempt to attack intruders in melee, leaving room between the PCs and Ilxanthiard. While he attacks, Ilxanthiard tells the PCs how he is pleased they are here, as his master Waktwaza will revel on feeding upon their putrefying corpses.

Giant Toadstools. Although the giant toadstools are not magical, they are attuned to Ilxanthiard’s thoughts. As a bonus action, Ilxanthiard can order one of the toadstools to fall over, filling a 10-foot long space next to its original position. Each creature in that area must succeed on a DC 15 Dexterity saving throw or take 14 (4d6) bludgeoning damage, fall prone, and become grappled (escape DC 15). Until escaping the grapple, a creature is also restrained.

DEVELOPMENTS

After the insane ghouls is defeated, the PCs are free to release the prisoners. Feel free to populate the prisoner roster with anyone or anything that makes sense in your campaign, although it should be a variety of races to

show the all-encompassing enmity of the fungal menace: ghouls, drow, or even more powerful underground menaces are bound next to deep gnomes, humans, and dwarves.

TREASURE

The crazed Ilxanthiard and his followers have no need for magic, gold, or other wealth, and various bits of valuable goods are tossed in a pile at the back of the cavern. Stock the treasure pile with wealth and magic befitting your campaign.

Conclusion

After defeating Ilxanthiard and his allies, the PCs have eliminated one threat, but larger threats are not far away. Another lieutenant of Waktwaza, a mutated derro named Largl-Lx, prepares for an assault of her own. The main threat in the area, Waktwaza itself, sits in another cavern in the forest surrounded by strange and fanatical servants and guarded by magical and mundane fungal hazards and traps.

Ilxanthiard, Paragon of Rot

The ghouls’ facial features are barely recognizable beneath the teeming fungal growths, which drip putrescence and vomit forth vile spores.

A Tale of Vision. Ilxanthiard was a typical darakhul who lived in service to the Ghoul Imperium. He followed the orders of his superiors, performing his assigned tasks with obedience and vigor. Then one day, as he was patrolling the subterranean area known as the Forest of Forgetting, his unlife changed forever.

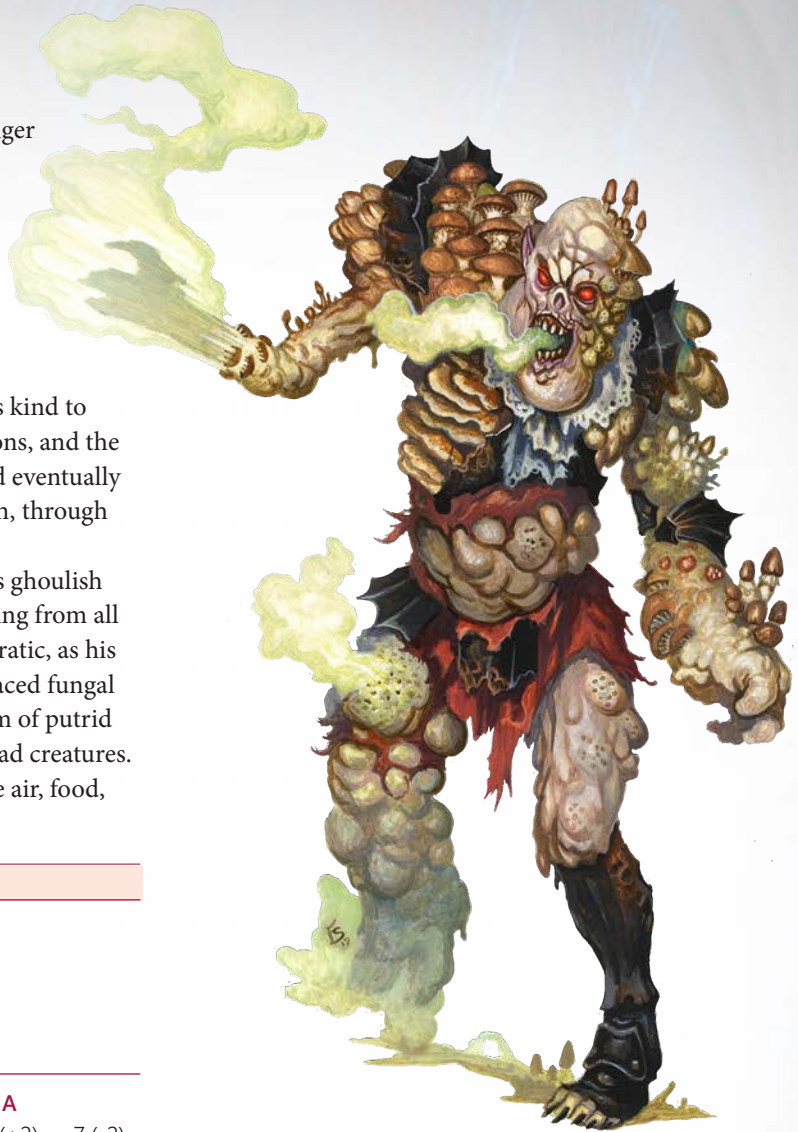
Visions of Rot. As Ilxanthiard chased some escaped deep gnome slaves through the fungal forest, he was hit by spores from a unique and very special myconid named Waktwaza. Normally, the poisonous spores of the myconids, occasional allies of the ghouls, fail to affect the undead creatures of the subterranean realms. Waktwaza’s spores, however, were different.

As the spores fell on him, Ilxanthiard immediately felt, for the first time in his existence, a sense of wonder and purpose beyond simple obedience to his undead masters. He understood the glorious power of rot, the final and beautiful state of perfect putrescence. And he wanted to attain that perfection.

Ambassador of Decay. As Ilxanthiard's hunger for the flesh that sustains those of his kind abated, it was replaced by the urge to be feasted upon by fungi, to become the living (and undying) embodiment of that which decays in order to be fed upon. The ghoul became a host for fungal growths, and he went out into the caverns comprising the Forest of Forgetting to bring others of his kind to his new religion. Most resisted his exhortations, and the ghoul was forced to kill his peers. Ilxanthiard eventually brought others into his growing congregation, through force when necessary.

Embodiment of Fungal Death. Ilxanthiard's ghoulish body now teems with fungal growths sprouting from all of his exposed skin. His gait is loping and erratic, as his physical form is wracked with awkwardly placed fungal tumors. His grotesque growths spurt a stream of putrid spores that is deadly to both living and undead creatures.

Undead Nature. Ilxanthiard doesn't require air, food, drink or sleep.



ILXANTHIARD

Medium undead, chaotic evil

ARMOR CLASS 15 (natural armor)

HIT POINTS 180 (24d8 + 72)

SPEED 25 ft.

STR	DEX	CON	INT	WIS	CHA						
19	(+4)	12	(+1)	16	(+3)	12	(+1)	15	(+2)	7	(-2)

SAVING THROWS Con +7, Wis +6

SKILLS Perception +6

DAMAGE IMMUNITIES necrotic, poison

CONDITION IMMUNITIES charmed, exhaustion, poisoned

SENSES darkvision 60 ft., passive Perception 16

LANGUAGES Common, Darakhul

CHALLENGE 12 (8,400 XP)

Putrid Stench. Any creature that starts its turn within 5 feet of Ilxanthiard must make a successful DC 14 Constitution saving throw or be poisoned until the start of its next turn. If a creature is immune to the poisoned condition, it is incapacitated instead. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Ilxanthiard's Putrid Stench for 24 hours.

Sunlight Sensitivity. While in sunlight, Ilxanthiard has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

Turning Defiance. Ilxanthiard and any undead within 30 feet of him have advantage on saving throws against effects that turn undead.

Waktwaza's Spores. The fungus that grows on Ilxanthiard is poisonous even to creatures normally immune to such dangers. Creatures that have resistance or immunity to poison damage don't have resistance or immunity to the poison damage from Ilxanthiard's bite and Spore Stream. This trait doesn't affect plant creatures.

ACTIONS

Multiattack. Ilxanthiard makes three bite attacks. Alternatively, he can use Spore Stream twice.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 11 (2d10) poison damage on a failed save, or half as much damage on a successful one. If the target fails the saving throw by 5 or more, it is poisoned until the end of its next turn.

Spore Stream. *Ranged Weapon Attack:* +8 to hit, range 60 ft., one target. *Hit:* 26 (4d10 + 4) poison damage.

Breaching Worm Citadel

AN ADVENTURE FOR FIVE CHARACTERS OF 14TH LEVEL

Adventure Background

In life, Augrimm served a dark fiend during the Great Mage Wars, taking advantage of the chaos of war to settle more than a few scores and become a potent summoner and binder of both undead and extraplanar creatures. After faking their own death within the ruins of Uxloon, Augrimm established an underground sanctum, continuing to research and eventually achieving lichdom through their infernal pact. Unsatisfied with the persistent, uneven bargain inherent in pact lichdom, Augrimm offers their services to bind demons to contract killings or other limited-term endeavors, usually in exchange for information or tasks which they believe will eventually permit them to become a lich, free of the fiend's yoke. Augrimm makes their home in the hollowed body of a petrified purple worm, which they call the Breaching Worm Citadel. As an extra layer of protection, Augrimm has magically manipulated a lesser lich into believing it is Augrimm and conducts much of their business through this lesser lich.

Adventure hook

When someone requires another being's death, a particular item stolen, or some similar mayhem performed—and they're not particular about the means used to reach those ends—they approach Augrimm in the Breaching Worm Citadel. It may cost a task from the solicitor, but invariably, the undead spellcaster desires arcane tomes, stolen memories, or magical devices located in vaults, libraries, or museums far easier to infiltrate than the strongholds of the targets Augrimm's clients want breached. For those of flexible moral fiber, Augrimm presents a storefront of opportunity.

Maw and Gullet Gatehouse

The demons, devils, and undead within the Breaching Worm Citadel are summoned or created by Augrimm and can't leave the area unless instructed to do so. Slain demons and devils are replaced within a week. In addition, refer to the regional effects of the **pact lich** (*Creature Codex*, p. 253); these should apply to the areas surrounding the citadel. The walls and ceilings of the citadel are stone, the petrified remains of a long-deceased purple worm. Any spell or effect which might transform the petrified, stony flesh of the purple worm back to living flesh causes the area to take on a meaty appearance but doesn't collapse the reinforced structure. The structure is dimly lit with magic and candles unless otherwise stated.

1. GULLET GATEHOUSE

This circular chamber has four pillars, a broad staircase leading down, and a smaller one leading up.

Two **barbed devils** wait in the room for visitors. One devil initially greets any visitors, using its telepathy, and asks if the visitors come on business as it steps from behind a pillar, while the other devil guards the staircase leading down. If the visitors answer in the affirmative, the devil bids them to follow it to Area 5. There, another devil asks what the visitors want, and, if they express a desire for Augrimm's services, they are left to stay in Area 6 overnight. The next day, Augrimm comes to negotiate. Such transactions are beyond the scope of this adventure and are left to you if you prefer to use Augrimm as a powerful contact rather than an adversary. Otherwise, the devils attack intruders who respond with hostility, telepathically alerting the two **glabrezu** in the watchtower above, who arrive in 1d2 rounds. An invisible imp hides near a pillar, observing the visitors. If the visitors are hostile, it quickly flees to alert the true Augrimm in Area 14.

Two flights of stairs lead out of this room; one up to Area 2 and one down to Area 4.

2. MAW WATCHTOWER

This room resembles the mouth of a purple worm, turned to stone and paved to form a suitable floor and watchtower.

Two **glabrezu** wait and watch the surrounding area. If alerted by the barbed devils in Area 1, they fly out of the watchtower using their Innate Spellcasting and engage enemies in Area 1.

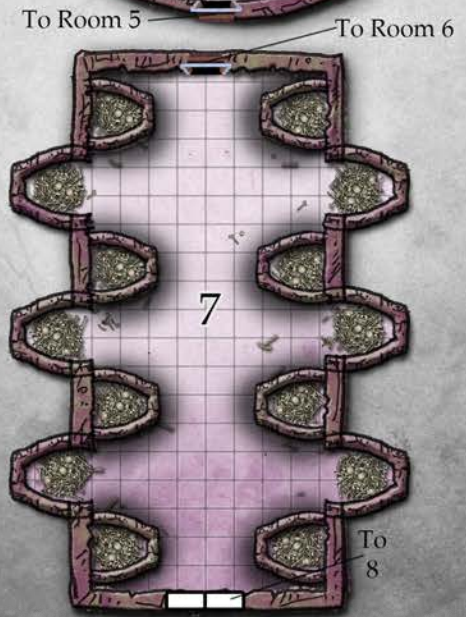
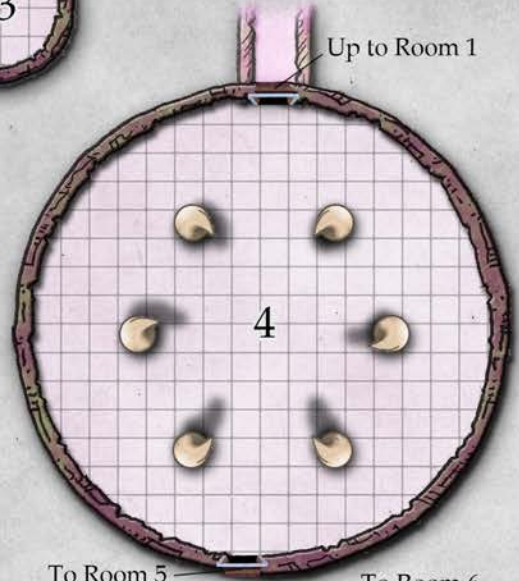
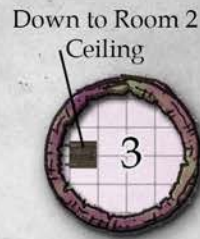
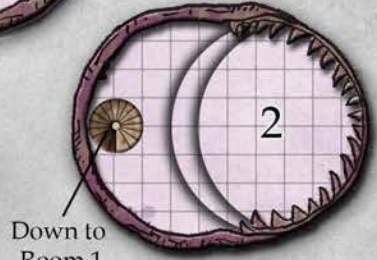
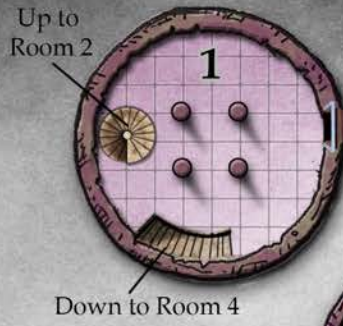
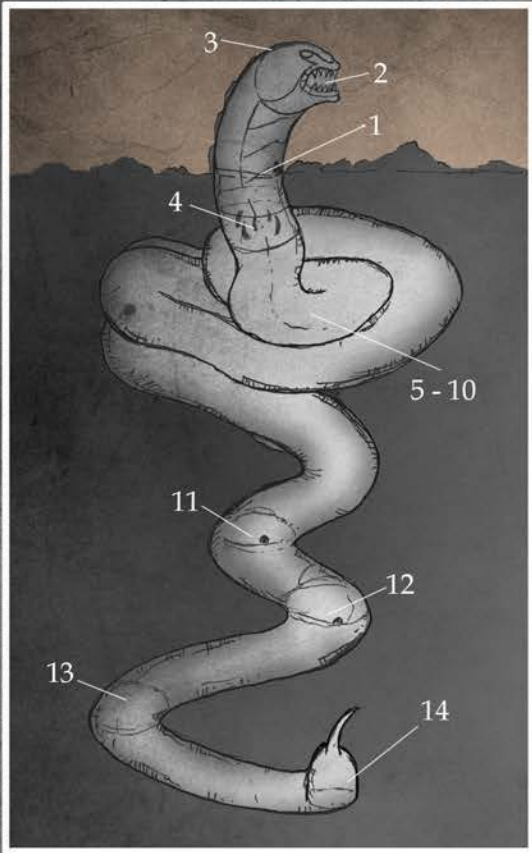
Trapdoor. A successful DC 25 Wisdom (Perception) or Intelligence (Investigation) check locates a trap door in the ceiling, which leads to Area 3. There is no way to open it from this side, though a successful DC 25 Strength (Athletics) check can break open the door. The stairs here lead down to Area 1.

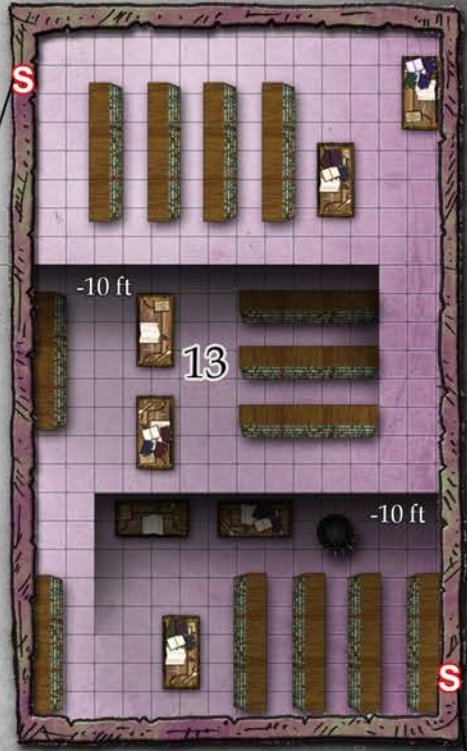
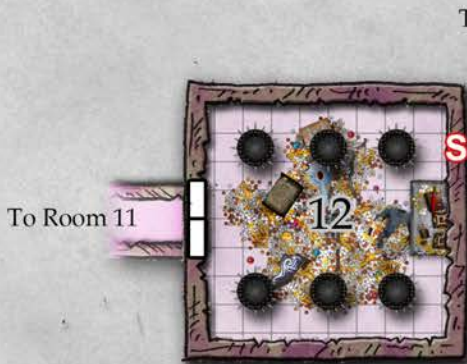
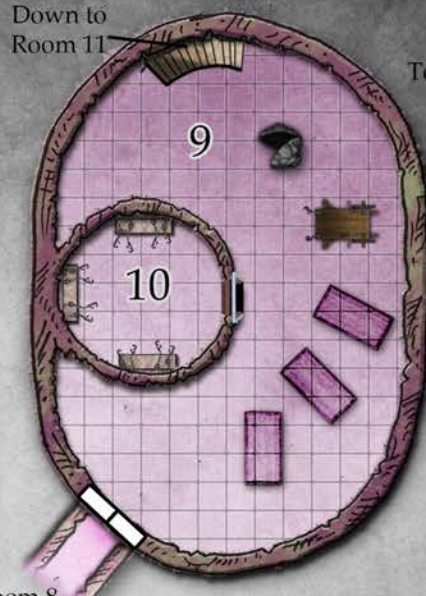
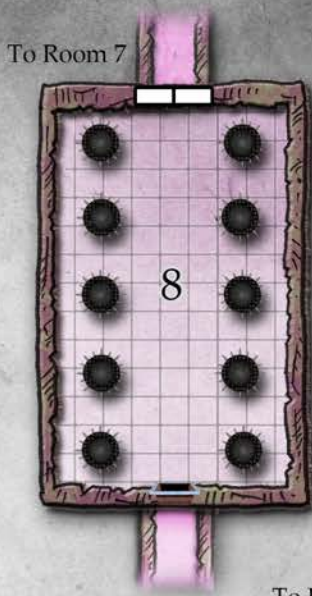
3. SKULLCAP CHAMBER

This small chamber holds an altar dedicated to Marena and a small lantern shedding a soft, white light.

The altar is fused to the floor and hollow inside. It holds the skull relic which serves as the false lich's sacred vessel. The trap door into this room is locked from the inside. There's no way to access this room from below without smashing a hole in the walls or floor. The door opens easily from the inside, using a wheel lock. There is no ladder; false Augrimm levitates down when they reform at their sacred vessel.







4. GIZZARD

This massive, circular hall has six large pillars shaped like arching ribs, fashioned from thousands of bones.

Two **bone swarms** (*Tome of Beasts*, p. 41) stand upright as false pillars in the center of the hall. They attack any creature not escorted by a barbed devil, but they don't go down the stairs. The staircase down leads past four meandering switchbacks in the belly of the petrified purple worm to arrive at a wide, golden archway into Area 5.

COILED THRESHOLD

While mapped as a series of straight halls, this area was once a coiled spiral of purple worm gut, which allowed it to spring out at foes far above. Augrimm has fashioned it into rectangular lengths of petrified worm entrails, but the original spiral of the worm's gut toward Area 11 is still obvious in the curve of the walls and ripples in the ceilings of each of these rooms.

5. RECEPTION

The passage opens into a wide and generous banquet chamber. An enormous table dominates one half of the halls. A robust pillar occupies each corner and a large pit claims the focus of the second half of the hall. The light here is steady and unflickering, generated from an unseen source. The air hums with a constant, faint buzzing.

Six **dau** (*Tome of Beasts*, p. 70) and one **barbed devil** are bound to this room and come out of hiding when visitors enter. The dau are required to provide comfort or hospitality to anyone who arrives escorted by a barbed devil from Area 1, and they attack only in self-defense. The dau and barbed devil are required to answer no questions about the terms of their employment, binding, either lich, or circumstances surrounding the service they now provide Augrimm, saying only "I cannot speak on that."

Canny interrogators might be able to ascertain there are two liches, but the dau are ensorcelled to not want to end their arrangement, making focused questions the best route to obtaining information. The creatures can't leave the room, with the exception of the barbed devil, who is permitted to follow any uninvited group out of the chamber, and report them to the lich in Area 11. The devil believes the lich in Area 11 is Augrimm, the ruler of

the citadel and the one who controls the fate of all in the citadel. Within this room, the creatures mercilessly attack those who attempt to stay overnight without the express permission of one of the escorting barbed devils.

Pit. The **simple pit** in the room is 20-foot deep and obvious to all observers. If the PCs are aggressively loud while coming down from Area 4 or if they used particularly noisy spells, such as *fireball* or *shatter*, or items, such as a *horn of blasting*, against the bone swarms, the dau suspect the visitors aren't benign and use their magic to cover the pit with an illusion to match the surrounding floor.

6. GUEST QUARTERS

The construction here shifts, and the corridor's ceiling rises, held aloft by narrow, herringbone arches. Hexagonal, polished marble tiles line the floor of the passageway, and three broad, dark hardwood doors break the mosaic of one wall. Each door is incorporated into the surrounding image, a fortress gate, a dark mine entrance, and a long road extending into forest shadows. An archway shaped like a screaming mouth dominates an exit which leads deeper into the complex. The air is pleasantly warm, free of the clammy moisture felt elsewhere.

Each door leads to a suite filled with luxury accommodations. The air is comfortable, dry, and warm. The linens are always cool and crisp, and the fireplaces are warm and smoke-free. Clothes left in the armoire of any room for 8 hours are cleaned, pressed, and folded, and boots are shined. Weapons are not serviced.

7. HALL OF THE FALLEN

The walls of this gallery are lined with alternating alcoves and raised balconies, each one filled with bones and desiccated corpses. Some are stacked, while others lie in jumbled piles, spilling out on the marbled flooring. Three barely-flickering, equidistant lanterns hang from chains in the ceiling, throwing dancing shadows against the dark stone.

The bones and bodies piled up on balconies and in alcoves tumble out to form a **corpse mound** (*Tome of Beasts*, p. 69) with eight **zombies** under its control, if visitors aren't escorted by a barbed devil. The corpse mound isn't bright and can be deceived with an illusion. The undead protect this hall and don't follow

intruders who retreat back up the coil to Area 6. The light emanating from the lanterns is magical and can be extinguished with a *dispel magic* (DC 13) cast on the lantern.

Locked and Trapped Door. The double doors leading to Area 8 are locked and trapped. A successful DC 22 Dexterity check using thieves' tools unlocks the door. Alternatively, a successful DC 25 Strength check breaks down the door. The door is trapped with a *glyph of warding*. If the door is opened without first unlocking it, the glyph's explosive runes trigger. Each creature within 20 feet of the door must make a DC 17 Dexterity saving throw, taking 28 (8d6) lightning damage on a failed save, or half as much damage on a successful one. Unsuccessfully attempting to pick the lock also triggers the trap.

Prevention. A successful DC 17 Intelligence (Investigation) or Wisdom (Perception) check notices tiny runes carved on the lock of the doors. A spell or other effect that can sense the presence of magic, such as *detect magic*, reveals an aura of abjuration magic on the door. A successful *dispel magic* (DC 16) cast on the lock destroys the trap.

8. HALL OF TROPHIES

Ten gibbet cages, slightly larger than a human, hang from the barrel vault of the hall's ceiling, reminiscent of long, narrow bells. The inner and outer frame of each is lined with foot-long spikes, and every cage contains some sort of corpse covered in dimly-glowing insects.

Augrimm uses this chamber to display the bodies of a band of shadow fey who attempted to kill them. Augrimm prepared the shadow fey bodies and turned the would-be assassins into deathwisps. The room holds two **death butterfly swarms** (*Tome of Beasts*, p. 71), three **deathwisps** (*Tome of Beasts*, p. 72), and two **gibbering mouters**. A *ring of regeneration* is stuffed inside each gibbering mouter, keeping them alive as food for the butterfly swarms. The mouters are trapped in the gibbet cages—one near each door—ensuring their gibbering fills the chamber. The butterflies and deathwisps are immune to the gibbering, thanks to Augrimm's magic. The

gibbering mouters have grown fond of the butterflies and break out of their cages on initiative count 20 the round after the last death butterfly swarm is killed. Like the corpse mounds in Area 4, the creatures in this room protect it and don't follow intruders who retreat up the coil.

Locked Door. The hall continues past this room, curling around to locked double doors to Area 9. A successful DC 22 Dexterity check using thieves' tools unlocks the door. Alternatively, a successful DC 25 Strength check breaks down the door.

9. INTERROGATION CHAMBER

The curved belly of the petrified purple worm is especially evident here, near what must be the center of the coil. The walls still show stony elements of viscera, some of which has been removed, carved into implements of torture, and re-hung on the wall. Stone tables, apparently sculpted from flesh and re-petrified, stand throughout the room. The hammering and grinding of metal and the pungent smell of brimstone hang in the air.

Two **automata devils** (*Tome of Beasts*, p. 102) and a **barbed devil** occupy this room. The barbed devil hides inside an iron maiden, ordered to watch and report. It joins combat after 1d4 rounds.

The automata devils busily torture a shadow fey on a table resembling a rack. They draw the shadow fey's limbs through loosely-fit gears, mangling but not avulsing the creature. They continue for a time, then return the shadow fey to the prison. If the PCs attack while the devils are torturing the shadow fey, the elf dies at the end of the fifth round if it isn't stabilized or if it doesn't receive magical healing before then.

10. PRISON

Iron and silver manacles line the walls, hang from the ceiling, and are threaded through rings in the floor of this room.

Augrimm enchanted this room to prevent any form of teleportation out. A creature that teleports into the room must succeed on a DC 17 Wisdom saving throw or teleport into the room locked in manacles with any

objects it was wearing or carrying transported to Area 12. You can place anyone in here you want to introduce to the campaign, languishing in fairly bad shape and willing to escape. No prisoner currently being held knows the layout of the Citadel.

Deep Laboratory. The stairs in Area 9 lead downward with several switchbacks before ending in Area 11. Carved out of the petrified worm's form, these stairs incorporate a great deal of the worm's former innards.

11. FALSE LAIR

Four pillars obscure the raised altar on the far side of this soaring chamber. A balcony overlooks the area from either side, and torches flutter in the alcoves at the back of the room, casting a rough, amber light. The altar is bloodstained; books and research components litter the tables against the walls.

This room is occupied by a **hierophant lich** (*Creature Codex*, p. 251), except the lich only has its lair actions while within Area 11 and not elsewhere in the citadel. Four **deathwisps** serve the lich and await commands on the balconies. The hierophant lich believes it is Augrimm, though it is not. Augrimm defeated and replaced the memories of this lesser lich years ago and has been using the hierophant lich as a proxy for conducting business. The hierophant lich's sacred vessel, a skull of a vile saint of Marena, lies within the altar hidden in the secret room above Area 2. It does not leave its lair, believing it works on a great magical project to pull the moon Selles into the ocean. Augrimm magically manipulated the hierophant lich's memories in such a way that it forgets any progress it makes in its research, forcing it to start over each day, unaware of its lack of progress. Its original name is lost to the ages, but it is clothed and formed to exactly resemble Augrimm in Area 14, leaving the demons, devils, and undead in the citadel unaware there are two different liches. The altar is dedicated to Marena.

Secret Door. One balcony hides a secret door, leading to a tunnel to Area 12. A successful DC 20 Wisdom (Perception) or Intelligence (Investigation) check notices the seam in the stone wall behind the balcony. A successful DC 22 Dexterity check using thieves' tools unlocks the door. Alternatively, a successful DC 25 Strength check breaks down the door.

Glyph of Warding. The secret door is trapped with a *glyph of warding*. If the door is opened without first unlocking it, the glyph's explosive runes trigger. Each creature within 20 feet of the door must make a DC 17 Dexterity saving throw, taking 28 (8d6) lightning damage on a failed save, or half as much damage on a successful one. Unsuccessfully attempting to pick the lock also triggers the trap.

Prevention. A successful DC 17 Intelligence (Investigation) or Wisdom (Perception) check notices tiny runes carved along the base of the door. A spell or



other effect that can sense the presence of magic, such as *detect magic*, reveals an aura of abjuration magic on the door. A successful *dispel magic* (DC 16) cast on the door destroys the trap.

TREASURE

There are 10,000 gp in coins and small gems in a chest under one table. The tables are piled high with a mismatch of books, some on arcane lore, some on Midgard's moons, and some on more mundane topics, such as cooking for Septime nobility or the care and cleaning of dragonkin scales. A half dozen uncommon wondrous items also lie scattered across the tables.

12. FALSE TREASURE ROOM

Magical torches fill this room with amethyst light, making the piled riches glitter in a strange and eldritch manner. Five withered corpses hang inside gibbets and one cage remains empty. Rotting sacks, stone urns, and wooden chests lie about the room, overflowing with coins and gems. A table holds an assortment of neatly organized, strange objects.

This room has no guardians, but the corpses belong to shadow fey who attempted to kill Augrimm. If questioned with magic such as the *speak with dead* spell, they describe the citadel and their attempts to slay the "real" Augrimm, and they can describe how to open the secret door in this room. Four of the shadow fey were killed within the past 10 days and can be returned to life with the *raise dead* spell or similar magic. One of the shadow fey was killed a few months ago and can be returned to life only with the *resurrection* spell or similar magic. If returned to life, the recently deceased shadow fey use the statistics of a **shadow fey forest hunter** (*Tome of Beasts*, p. 173). If the PCs return the long-dead shadow fey to life, it uses the statistics of a **shadow fey poisoner** (*Creature Codex*, p. 148). If returned to life, the shadow fey aid the PCs in defeating the real Augrimm but otherwise don't promise any other aid to the PCs. Their objective is to slay the lich and report to their superiors. The shadow fey have no problem killing the PCs if the PCs try to stop them from completing their task. Conversely, helpful PCs are reported to the shadow feys' superiors and might receive an additional reward, depending on the aid the PCs render beyond the raising.

Secret Door. If the empty cage is filled with 500 pounds of weight, the secret door leading to Area 13 opens. Opening this door alerts the creatures in Area 13 to the PCs' presence.

TREASURE

Treasure lies scattered around the room: 40,000 gp of gems, 100,000 gp, 25,000 pp, and 200,000 sp. The table holds 8 random common magical items. Augrimm doesn't concern themselves with the coins and gems, but Augrimm is very familiar with all of the common magical items as the lich created the items. Augrimm can sense the direction of the items and uses that connection to hunt down the PCs if the PCs remove any of the items from the citadel and fail to permanently destroy the lich.

13. SCRIPTORIUM

A long series of tall, freestanding bookshelves dominate this hall, extending into the darkness. The sound of scrambling feet and shuffling papers echoes in the sprawling expanse of high ceilings.

These three halls have high ceilings, are dimly lit, and are guarded by one **ink guardian ooze** (*Creature Codex*, p. 285), three **paper golem swarms** (*Creature Codex*, p. 204), and an **iron sphere** (*Creature Codex*, p. 228). In addition, two **ink devils** (*Tome of Beasts*, p. 107), personal scribes to both Augrimms without realizing the identical-looking liches are two separate entities, putter around the library, scribbling on parchment and filing books. They defend themselves if attacked but otherwise don't engage in combat. If disturbed, they wave away the PCs, saying simply that they must return to their work. The guardians of the library know not to disturb the ink devils and defend the devils if they are attacked.

Each hall has a sloped incline that leads into the next hall, giving the area an expansive, tiered appearance. The denizens of this chamber remain hidden until an intruder picks up, reads, or otherwise disturbs the books and papers of the scriptorium. While the paper swarm golems hide as papers scattered on tables and the ink guardians hide in their bottles, the iron sphere rests on a large statue on the table in the central hall, which depicts a man carrying a large sphere on his shoulders.

Grisly Display. The display cage in the last hall holds another shadow fey corpse, which appears partially dissolved. The body lies on a pile of books inside the cage. Each book is entitled *The Undiscovered Country*.

Secret Door. A successful DC 20 Wisdom (Perception) or Intelligence (Investigation) check finds minor scratches in the wall next to a bookshelf, which reveals the bookshelf is capable of moving. The bookshelf swivels and opens to Area 14 if the book titled *The Undiscovered Country* is pulled. If intruders don't disturb any other material as they make their way through the area, pulling on this book triggers the scriptorium's denizens to rise from hiding and attack.

14. AUGRIMM'S TRUE LAIR

The high, curving ceiling of this pillared chamber rises to the stinger point of the ancient worm-turned-fortress. Motes of purple-white light dance along the ceiling. The chamber contains an empty cage, alcoves filled with detritus and bones, and another cage containing a strange, purple-skinned, robed humanoid holding a large satchel of goods. A statue riddled with holes rises on one side of the chamber, and an altar, table, and bookcase stand near one wall. A large, silver circle coated in magical runes dominates the center of the chamber's floor.

This is the actual lair of Augrimm, a **pact lich** (*Creature Codex*, p. 253), where they work with their two bodyguards: a **hezrou** and a **deathwisp**. An inlaid silver summoning circle sits in the center of the floor. One display cage is empty. The other cage holds a **folk of Leng** (*Tome of Beasts*, p.204), who was visiting Augrimm to trade otherworldly wares. The folk of Leng magically departs in the middle of the first round of any combat, feeling its deal with Augrimm has been compromised. A successful DC 20 Intelligence (Arcana) recognizes the creature as a folk of Leng, which are interplanar merchants and slavers.

Alcoves. The alcoves contain the remains of many humanoids, both of the Underworld and surface world, who visited Augrimm on a bad day or who failed to uphold their end of some bargain with Augrimm.

Pit. A 20-foot-deep **simple pit** sits in the floor opposite the statue. Magically enflamed coals fill the bottom of the pit. A creature that falls into the pit takes falling damage and takes 4d6 fire damage when it enters the coals and if it starts its turn in the coals. The constantly burning coals extinguish if removed from the citadel.

Statue. The statue is an abstract work of art with dangling ropes and several small, hollow nooks. It is occupied by a completely normal, but undead-desensitized white cat which Augrimm keeps as a pet. The cat is not a combatant and hides in one of the statue's nooks during combat. Though fond of Augrimm, the cat is friendly and willing to be removed from the statue if coaxed with affection or food.

TREASURE

The table, altar, and bookshelf each hold a variety of tomes, magic items, and magical equipment at your discretion, though Augrimm's lair should contain one rare magical item per PC. The mundane items in the lair are worth no less than 5,000 gp.

Conclusion

If the PCs kill Augrimm, Augrimm's patron holds Augrimm's soul for as long as appropriate for the role you want the pact lich to play within the campaign. Unless the PCs occupy it, the citadel is claimed by a ghoul expeditionary force within two weeks, which the pact lich later destroys after reforming. Augrimm has hidden a half-dozen soul-sacrificing diamonds suitable for reforming, including one hidden within the ruins of a city in the Red Wastes. Without powerful divination magic, a *wish* spell, or other similar magic which identifies the location of all six diamonds, Augrimm eventually returns to Midgard and pursues their revenge against the PCs.

If the PCs rescued, raised, or resurrected any of the shadow fey in the citadel, the shadow fey thank the PCs and return to the Shadow Realm to report the events at the citadel to the Queen of Night and Magic. Depending on how the PCs treated the shadow fey, the Queen of Night and Magic might become a powerful ally or enemy or reward them for their assistance.

To Greet the Rising Sun

AN ADVENTURE FOR FOUR CHARACTERS OF 14TH LEVEL

Adventure Background

Savvess, a cave giant shaman, discovered she could resist the effects of sunlight after she consumed the flesh of a surface dweller. Delighted, but still cautious about her discovery, she performed dangerous experiments on herself after consuming other surface dwellers. She then decided to question her captives to understand the inherent power they possessed which allowed her to bask in the sun unharmed. She usually made good on her promise to let captives go when they provided no new information to her, but those who imparted interesting details about their journeys were less lucky. Her interrogations, and subsequent consumption of those she questioned, led her to the idea that the waters of the nearby “Dark River” held the secret for which she had been searching.

Savvess and her renamed Sunseeker Tribe journeyed to the river, but their first foray met with disaster due to the dwarves holding the location and the tight tunnels through which the giants could rarely squeeze. She toyed with the idea of luring ghouls to eliminate the dwarves but feared the ghouls’ discovery of the water’s sunlight-muting properties. She instead devised an alchemical solution which shrunk the giants in size while sustaining their physical prowess. Her ensuing trip to the river proved much more successful, as the surprised dwarves fell to the

giants’ brutal attacks. After claiming the tunnels, Savvess began work on synthesizing the water to protect the giants from the sun. She quickly realized she needed flesh and blood from surface dwellers to enhance the water’s effects on her kin. She dispatched her shrunken giants to retrieve the fodder she required and encouraged daring daytime raids to test the elixir’s efficacy. Savvess is on the cusp of a revolutionary invention that will change cave giant life and allow them to escape the Ghoul Imperium, which has diminished their supply of living humanoids and has threatened them more directly.

Meanwhile, a ghoul patrol is en route to the giant’s lair to investigate rumors about the giants’ supposed discovery.

Adventure hooks

The PCs may know an NPC abducted by Savvess’s giants under cover of darkness and have tracked the NPC to the cave giants’ lair. Likewise, a noble or other high-ranking official may hire them to track down an important NPC captured by the giants. Finally, the PCs might investigate troubling reports of cave giants attacking villages in direct sunlight, contrary to all known facts about the creatures’ vulnerability to the sun. Alternatively, the PCs could stumble upon this location while undertaking other (mis)adventures underground.

Reaching the Sunseeker Tribe's Lair

Because of Savvess's paranoia about her secret, no one is truly aware of the properties of the "Dark River." Thus, her Sunseeker Tribe represents the only cave giants in the region. PCs may run afoul of a stray altered cave giant patrol returning with a fresh supply of living humanoids for sacrifice and mealtimes. Otherwise, the only real threat present on the way to the lair comes from random imperial ghoul patrols consisting of four **imperial ghouls** (*Tome of Beasts*, p. 220) and two **iron ghouls** (*Tome of Beasts*, p. 221).

The underground river and a single tunnel are the only entrances to the lair. If the PCs aren't deliberately searching for the giants, a successful DC 12 Wisdom (Survival) check reveals unusually deep tracks for Medium humanoids.

A Lair Fit For Giants?

The cave giants overtook this dwarven outpost with relative ease, timing their attack on the dwarves after the latter defeated a phalanx of imperial ghouls in a pitched battle. The ceilings are 15 feet high within the main cavern, while the chambers adjoining the cavern (Areas 6 and 7) have 10-foot-high ceilings.

Illumination. Other than the phosphorescent mushrooms covering the river's western bank, this location has no other sources of light. The mushrooms' weak light does little to penetrate the pervasive darkness.

The Dark River

The river flows through here slowly, making it an easy swim for most PCs. It runs 10 feet deep at the edges and reaches depths of 50 feet at the center. The giants of the Sunseeker Tribe, benefitting from the *water breathing* spell, attempt to take combat to the water where they believe they have an edge over landbound foes.

1. ENTRANCE AND WESTERN LANDING

This wide riverbank narrows as it travels south. Underground fungi dot the bank and provide wan, sickening light. A skiff is moored at the northern end of the bank.

A twisty, 5-foot-wide tunnel travels over 500 feet to deposit travelers here. Phosphorescent mushrooms provide sickly green and purple illumination that does

little more than induce nausea. Two **cave giants** (*Creature Codex*, p. 182) patrol this side of the river, careful to avoid getting too close to Area 12. They are confident they can defeat intruders, so they make no obvious noise other than the typical sounds of combat. Once one of the giants is reduced to 40 or fewer hit points, it starts bellowing for help, eventually rousing the giants in Area 6.

2. CARGO SKIFF

A sturdy, well-crafted vessel is moored on the riverbank. It has loops to hold oars, but the oars are currently absent.

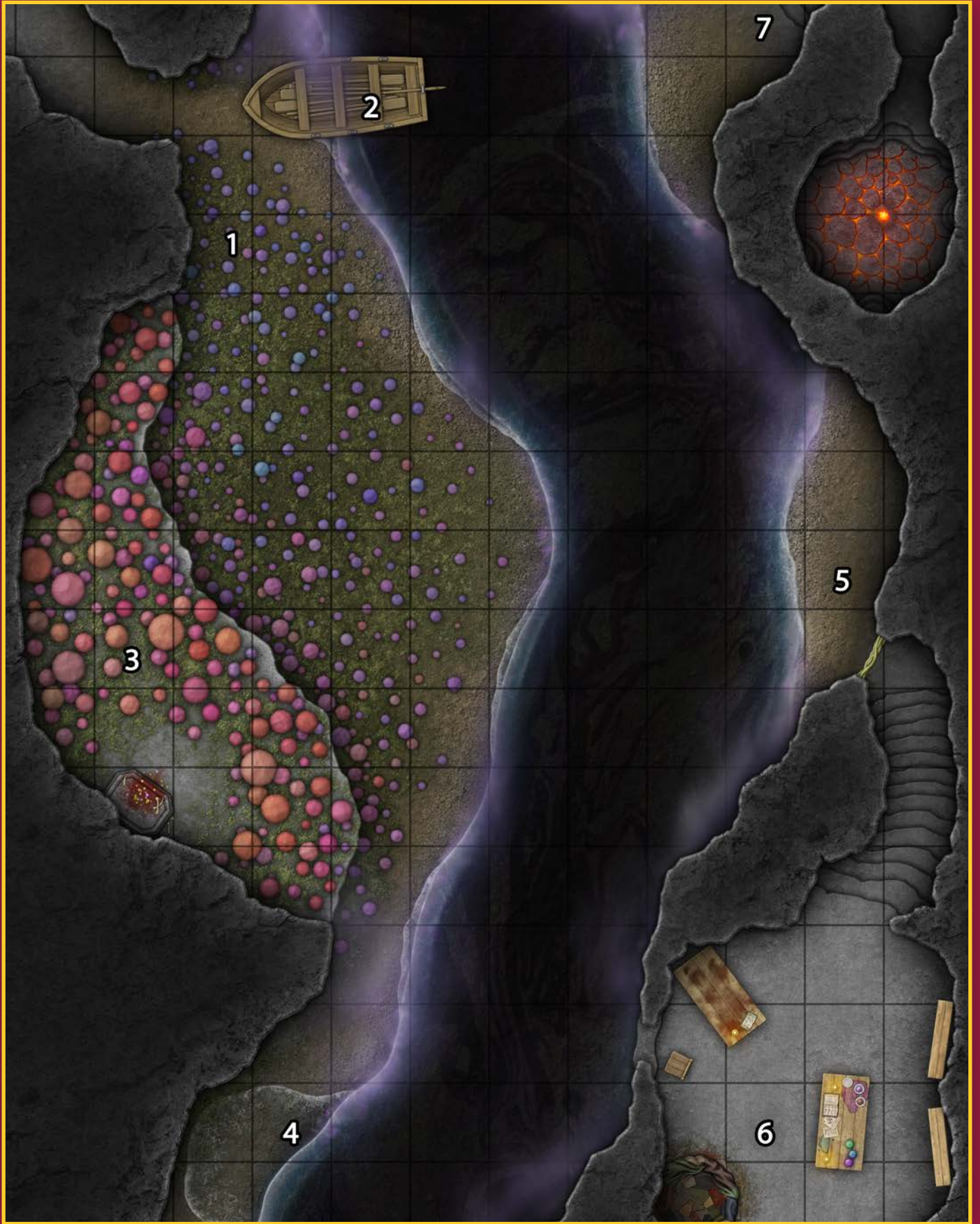
The boat moored here can accommodate two Medium creatures in relative comfort, but the giants travel one at a time, allowing them to stack unconscious bodies in the back of the boat. When not in use, as is currently the case, the oars used to propel the boat are kept in the giants' barracks in Area 6.

Greasy Boat. Savvess takes the additional precaution of making the boat unusable to potential trespassers beyond the oars' removal. When cave giants moor the boat, they coat it in a substance devised by the shaman. The boat is affected as if by the grease spell (DC 12). A creature that moves into the boat and fails its Dexterity saving throw must succeed on an additional DC 12 Dexterity saving throw or slip out the other side of the boat. A successful DC 14 Intelligence (Investigation) check reveals the greasy substance. A tarp or other covering placed in the boat makes it possible to move on the boat without needing to make Dexterity saving throws.

3. PHOSPHORESCENT FOULNESS

The fungi dotting the river's western bank become more numerous and larger on this shelf, nearly crowding each other out. The fungi cover humanoid-shaped mounds.

When Savvess was done with the bodies she rendered for her elixir and the cave giants finished feasting on the remains, they tossed the leftover bits to the opposite shore. The rotting flesh attracted a **corrupting ooze** (*Tome of Beasts*, p. 311) and three Small **violet fungi** that share a symbiotic relationship, and the creatures feed on the remnants tossed to them. Their growth stunted by taking root in the ooze sometime ago, the fungus feed on the remains of creatures the ooze doesn't fully dissolve. As a result of their unique symbiosis, the fungi's Rotting Touch has a reach of 5 feet instead of 10 feet, and the ooze is immune to necrotic damage. The giants are unaware



MODIFIED CAVE GIANTS

The elixir Savvess concocted modifies the cave giants of the Sunseeker Tribe in subtle ways. For each member of the clan, use the statistics of a **cave giant** (*Creature Codex*, p. 182), except it is Medium, has a speed of 30 feet, and gains the following additional action option:

Sudden Expansion. The cave giant reverts to its normal Huge size. When it does so, each creature within 10 feet of it must make a DC 18 Dexterity saving throw. On a successful save, the creature can choose to be pushed to a space within 5 feet of the cave giant's final space. A creature that chooses not to be pushed suffers the consequences of a failed saving throw. On a failed save, the creature is pushed to a space of the giant's choice within 5 feet of the giant's final space and is knocked prone. The giant can't return to its Medium size afterward.

Savvess uses a modified version of her elixir as a poison on her weapons:

Tincture of Compaction (Injury). A creature subjected to this poison must succeed on a DC 15 Constitution saving throw or become poisoned for 1 hour. While poisoned, the creature is reduced in size as if the *enlarge/reduce* spell had been cast on it.

of the ooze's existence, but they have seen suspicious movement in the darkness, which makes them overly cautious about getting close to the ledge.

Overwhelming Stench. The ooze and the rotting remains of the cave giants' victims produce a terrible odor. Any creature that starts its turn within 5 feet of the ledge must succeed on a DC 15 Constitution saving throw or be poisoned until the start of the creature's next turn. On a successful saving throw, the creature is immune to the stench produced here for 1 minute. The cave giants are permanently immune to the stench.

TREASURE

The cave giants know about a scattering of gems worth a total of 2,000 gp on the ledge. Their fear of what might live here keeps them from recovering the treasure. A giant attempting to bargain for its life may disclose the gems' existence, hoping the fearsome creature will devour the giant's foes.



4. UNDERGROUND CROCS

A riverside trail leads to the south as it descends further into the underground depths.

Savvess discovered a mated pair of albino **giant crocodiles** lurking along the underground river. She coaxed them to the tribe's new lair, mostly by feeding them bodies of freshly slain dwarves. The crocodiles recognize the cave giants by sight and attack any other creatures coming within 30 feet of their resting spot. A successful DC 19 Charisma (Deception) check tricks the animals into believing the PC is a cave giant. A PC who converses only in Giant while within earshot of the crocodiles has advantage on this check.

TREASURE

The crocodiles protect a half dozen eggs, each weighing 5 pounds. A collector of unusual animals will pay 100 gp per egg.

5. EASTERN LANDING

In contrast to the western riverbank, this narrow bank is barely large enough to accommodate a couple of creatures without risk of falling into the water. A stone door, perhaps at one time meant to conceal the passageway beyond, leans against the passage's northern wall.

This narrow landing gives access to the giants' living quarters. The door leading to the barracks barely hangs on its hinges after the giants battered it in to get to any remaining dwarves.

Stone Battering Rams Trap. During their successful assault, some of the giants were harmed by this trap devised by the former dwarven inhabitants. They managed to reset the trap after they dispatched the dwarves, and they all know to avoid the pressure plate setting off the trap. When more than 20 pounds of weight is placed on the pressure plate hidden in front of the door to Area 6, four stone cylinders shoot out of the eastern wall. Each cylinder makes a melee attack with a +8 bonus against a random target on the riverbank in Area 5 (vision is irrelevant to this attack roll). (If there are no targets in the area, the cylinders don't hit anything.) A target that is hit takes 11 (2d10) bludgeoning damage and must succeed on a DC 15 Dexterity saving throw or be pushed into the river.

Prevention. A successful DC 18 Wisdom (Perception) check spots the pressure plate. Wedging an iron spike or other object under the pressure plate prevents the trap from activating.

6. GIANT BARRACKS

Narrow stairs lead to a chamber several feet above the base of the stairs. Debris and filth cover the walls and the floors, with only small spots of polish shining through to indicate the care taken by the chamber's residents to maintain its appearance.

The giants took over the dwarven living quarters immediately after dispatching the dwarves. The ability to move about comfortably in the cramped quarters gave them reason to quit grumbling about their puny statures. The formerly tidy quarters are a chaotic mess, with lice-infested bedrolls covering the floor. The giants destroyed the humble smithy built into the back of the chamber. Broken tools and busted planks from workbenches also litter the floor.

Four **cave giants** rest in this room. If the PCs set off the trap in Area 5, the giants are awake and ready for combat. If they awake to disturbances outside the chamber, each one joins the battle 2d6 rounds later (roll individually for each giant).

TREASURE

A successful DC 14 Intelligence (Investigation) check reveals an incomplete *hammer of thunderbolts* among the debris. If the PCs provide evidence of avenging the dwarves slain by the cave giants (Savvess's head, for example), a dwarven smith completes the hammer in 1d6 + 1 days and grants it to the PCs.

In addition, two barrels each of alchemical grease and grease remover sit in the barracks. The barrels can cover a total of 100 square feet. The grease works as a nonmagical version of the *grease* spell, while the remover effectively dispels *grease*. Pouring out enough of either substance to cover a 10-foot square takes an action. The filled barrels weigh 100 pounds each.

7. SAVVESS'S ALCHEMICAL CHAMBER

A passageway curves into this chamber, which has a cauldron sitting over an open fire as its only major feature. Broken benches and tables line the walls, their wood used to stoke the fire.

A wide opening leads to a narrow tunnel with carved stairs leading further inward to a small chamber originally used by the dwarves as a place of worship and a communal feast hall. Savvess, the **cave giant shaman** and leader of the Sunseeker Tribe, claimed this chamber for herself. This cavern shows no signs of its former purpose. Instead, the bodies of various commoners (three of whom are currently unconscious but alive) hang from the ceiling with stents leading from their bodies to a bubbling cauldron.

The shaman is usually in here conducting her experiments, while a **cave giant**, armed with an *impact club* (see page 73) in place of one of its handaxes, stands guard at the chamber's entrance. The shaman has already cast *water breathing* on her fellow tribespeople, and she has one fewer 3rd-level slot at the start of an encounter. She also wields an *impact club* and a pair of darts laced with tincture of compaction (see page 70). She is engrossed in the creation of her elixir and ignores the sounds of battle from outside the chamber. She may decide to send the cave giant to investigate any trouble, especially if another cave giant deigns to disturb her work. Savvess has no desire to sacrifice her life for her grand design and surrenders upon reaching 50 or fewer hit points. If the PCs spare her, she tries to portray her tribe as desperate to escape the Ghoul Imperium and live in the sun. She truthfully states her elixir is complete and falsely promises to no longer kill those from the surface once the tribe completes its exodus. A successful DC 18 Wisdom (Insight) check reveals what's true and what's not.

DEVELOPMENTS

If the PCs have had too easy a time of dispatching the giants, you can have a group of eight **imperial ghouls** and three **iron ghouls** show up shortly after the PCs defeat Savvess, sent to investigate rumors surrounding the shaman's experiments.

Conclusion

If the PCs fail to stop Savvess and her schemes, she and her tribe rampage aboveground heedless of the sun's effects. Savvess, seeing herself as the cave giants' savior, spreads the secret of her elixir to other cave giant tribes. Despite her best efforts to keep the elixir's recipe among cave giants only, agents of the Ghoul Imperium eventually discover its secrets, and the ghouls use it to overrun the surface world.

If Savvess escapes or the PCs allow her to live, she uses the few doses of elixir she has to grant the surviving members of the tribe protection from the sun. She most likely turns her focus to revenge on the PCs who thwarted her plans, and the elixir's secret dies with her. However, if the PCs treated her well, the ability to live in sunlight erases her ingrained superstition about eating humanoids, and she brings the survivors around to her way of thinking. The Sunseeker Tribe lives in relative harmony with neighboring humanoids, and the giants' offspring inherit their parents' ability to thrive in sunlight.

Regardless of the cave giant shaman's fate, the PCs likely realize the danger of leaving the Dark River's water and its secrets available to the Ghoul Imperium. A successful DC 20 Intelligence (Arcana or Religion) check recalls a ritual to neutralize the stain of necrotic power in water. The ritual requires 1 gallon of holy water, powdered diamond worth at least 1,000 gp, and 24 hours to perform. Once completed, the ritual cleanses the river, turning it into pure, clean water.

Cave Giant Shaman

This massive, bipedal creature has a slight hunch, making its long arms appear even longer. Tattoos, seemingly fashioned from ink made from soot, cover the creature's body. In one hand, it wields a massive club etched with sigils similar to those on its body. A pair of yellow tusks adorned with rings of all materials protrude from its lower jaw.

Cave giant shamans are gifted spellcasters who believe they are suited to consume spellcasting humanoids and absorb the humanoids' power. While the truth to this claim is dubious, there is no doubting their arcane prowess. They gravitate toward magic that allows them to change the composition of all materials, including air, flesh, and stone.

Practical Leader. Cave giant shamans are less superstitious than lesser cave giants and have learned to employ superstitions as a weapon to maintain power or convince the giants to do something they may not otherwise wish to do. Despite their more practical approaches to the world around them, cave giant shamans still jealously hoard the flesh of known spellcasters to sustain or enhance their power.

CAVE GIANT SHAMAN

Huge giant, chaotic evil

ARMOR CLASS 16 (natural armor)

HIT POINTS 207 (18d12 + 90)

SPEED 40 ft.

STR	DEX	CON	INT	WIS	CHA
27	(+8)	10	(+0)	20	(+5)

SAVING THROWS Dex +5, Con +10, Wis +7

SKILLS Arcana +5, Athletics +13, Perception +7, Survival +7

SENSES darkvision 120 ft., passive Perception 17

LANGUAGES Common, Giant

CHALLENGE 14 (11,500 XP)

Sunlight Petrification. If the cave giant shaman starts its turn in sunlight, it takes 20 radiant damage. While in sunlight, it moves at half speed and has disadvantage on attack rolls and ability checks. If the giant is reduced to 0 hp while in sunlight, it is petrified.

Spellcasting. The cave giant shaman is a 14th-level spellcaster. Its spellcasting ability is Charisma (save DC 18, +10 to hit with spell attacks). The shaman has the following wizard spells prepared:

Cantrips (at will): *acid splash, mage hand, mending, prestidigitation, shocking grasp*

1st level (4 slots): *burning hands, expeditious retreat, fog cloud, shield*

2nd level (3 slots): *enlarge/reduce, shatter, spider climb, web*

3rd level (3 slots): *gaseous form, haste, lightning bolt, water breathing*

4th level (3 slots): *ice storm, polymorph, wall of fire*

5th level (2 slots): *cloudkill, insect plague*

6th level (1 slots): *disintegrate*

7th level (1 slots): *reverse gravity*

ACTIONS

Multiattack. The cave giant shaman makes two attacks: one with its club and one with its tusks.

Club. *Melee Weapon Attack:* +13 to hit, reach 10 ft., one target. *Hit:* 15 (3d4 + 8) bludgeoning damage.

Tusks. *Melee Weapon Attack:* +13 to hit, reach 10 ft., one target. *Hit:* 22 (4d6 + 8) slashing damage, and, if the target is a Large or smaller creature, it must succeed on a DC 20 Strength saving throw or be knocked prone.

Rock. *Ranged Weapon Attack:* +13 to hit, range 60/240 ft., one creature. *Hit:* 30 (4d10 + 8) bludgeoning damage.

IMPACT CLUB

Weapon (club), uncommon (requires attunement)

This magic weapon has 3 charges. When you hit a target on your turn, you can take a bonus action to spend 1 charge and attempt to shove the target. The club grants you a +1 bonus on your Strength (Athletics) check to shove the target. If you roll a 20 on your attack roll with the club, you have advantage on your Strength (Athletics) check to shove the target, and you can push the target up to 10 feet away.

The club regains 1d3 expended charges daily at dawn.



The Last Dwarven Redoubt

AN ADVENTURE FOR FOUR CHARACTERS OF 15TH LEVEL

Adventure Background

Dwarves hunted to extinction in the Ghoul Imperium had two major choices: flee upward toward the sun, which would protect them from the ghouls, or tunnel deeper underground in the faint hope of moving outside the Imperium's reach. The dwarves who decided to retreat aboveground were much more successful than the dwarves who stayed near their clan holds. The latter set of dwarves managed to escape death at the ghouls' teeth and claws, but without their familiar forges and halls, they fell afoul of derro, dark folk, and other Underworld denizens.

Cave dragons proved to be another set of predators that generally enjoyed eating escaping dwarves and claiming the weapons, armor, and other treasure carried by the humanoids. However, a canny dragon named Ashkreigel saw an opportunity in preserving the lives of the Stoneboar Clan of dwarves stumbling on its lair. Ashkreigel promised to protect the dwarves from ghouls and go one step further in destroying nearby ghouls to discourage them from attacking the dwarves under its protection. All the dragon required was for the dwarves to smith trinkets for its treasure hoard.

This arrangement worked well until the ghouls slowed their attacks as they avoided the dragon's lair. Ashkreigel became more demanding and paranoid, and his requests grew more bizarre. He commanded the dwarves craft increasingly intricate items and forced the dwarves to farm mushrooms and bats to sate his incessant hunger. Growing dissatisfaction among the dwarves encouraged talk of open rebellion, but a sizable splinter faction believed the dragon

had the clan's best interests at heart. This faction's leader reported the increasing unrest to Ashkreigel, who reacted with anger. He imbued the loyal dwarves with a measure of his power and charged them with maintaining order, effectively rendering the rebellious dwarves slaves.

Adventure hooks

The PCs may have heard of the dwarven hold and wish to travel there to gain allies in their battles against the Ghoul Imperium. Ashkreigel is rumored to live in a deep cave within the Imperium, and the PCs may be tasked with taking the dragon's treasure, or they may decide to take the treasure for themselves. Finally, a dwarf might have escaped the hold and searches for heroes to kill the dragon and free the dwarf's enslaved kin.

Locating Ashkreigel's Lair

If an escaped dwarf requests the PCs' help, the dwarf leads them to the dragon's lair with no difficulty. If the PCs need assistance searching for Ashkreigel's lair, they can ask ghouls within the Imperium. A successful DC 13 Charisma (Deception or Persuasion) check convinces the ghouls the PCs plan to eliminate the dragon, and they successfully gain directions to the cavern. If this check fails by 5 or more, the PCs alert an imperial ghoull legion consisting of ten **imperial ghouls** (*Tome of Beasts*, p. 220) and three **iron ghouls** (*Tome of Beasts*, 221) which tracks the PCs to the dragon's cavern. The legion waits for the



outcome of the battle between the PCs and Ashkreigel before launching their own attack. Other Underworld denizens are more reluctant to talk. A successful DC 18 Charisma (Deception or Persuasion) check provides directions to Ashkreigel's lair from a traveling merchant, explorer, or similar non-ghoul denizen of the Underworld. A failed check might result in a hostile encounter, at your discretion.

If the PCs go it alone, a successful DC 18 Intelligence (Investigation) or Wisdom (Survival) check finds evidence of the dwarven clan or the dragon. A failure on this check results in delays and could result in a random encounter, at your discretion.

The Cavern of Bones

The cave dragon Ashkreigel claimed this large cavern as his lair at a young age. As a younger, more active dragon, Ashkreigel made forays into dwarven-held enclaves and outskirts of the Ghoul Imperium to amass treasure. He often supplemented the material wealth with femurs, humeri, or other large bones that he piled up over his hoard.

As Ashkreigel killed ghouls on the dwarves' behalf, his collection grew considerably, and he required the dwarves to build a mighty pyramid, which is the cavern's most prominent feature. The cavern's 50-foot-high ceiling barely clears the top of the ziggurat. The dwarves cleared out most of the cavern, leaving two piles of bones they use to repair damage to the pyramid.

Illumination. Ashkreigel and the dwarves need no illumination, and utter darkness cloaks the cavern's entirety.

Ziggurat of Fallen Ghouls. Bones entirely fill the ziggurat, except for where Ashkreigel keeps his treasure. Each 5-foot section of the wall has AC 15, 100 hit points, and a damage threshold of 15. Additionally, the walls have resistance to attacks from slashing and piercing damage. The cave dragon uses its Earth Glide to move freely through the ziggurat's earthen interior.

Cover from Below. Walls also fashioned from bones stand 6 feet tall and surround each of the ziggurat's tiers. The walls provide three-quarters cover from attacks from below. This cover is reduced to half cover for attacks from above a wall.

Ghoul Stench. The great number of ghoul bones used in the ziggurat's creation suffuse the air around the structure with an overwhelming stench. A creature other than the cave dragon and the cave-touched dwarves that starts its turn within 5 feet of the ziggurat must make a successful

DC 15 Constitution saving throw or be poisoned until the start of its next turn. A successful saving throw makes the creature immune to the stench while it remains within 5 feet of the ziggurat and for 1 minute after it moves more than 5 feet from the ziggurat (the 1-minute duration resets if the creature moves back to within 5 feet of the ziggurat before 1 minute elapses).

1. ENTRANCE

This tunnel narrows to an entrance that still provides a clear view of the enormous pyramid sitting in the center of this cavern.

The cavern features only one main entrance, attached to a minor tunnel on the outskirts of the Ghoul Imperium. The opening provides a majestic view of the ziggurat.

Crushing Ceiling. A tripwire colored to match the ground runs from north to south from the walls through the space labeled "1" on the map. When a creature breaks the tripwire, the ceiling in a 15-foot-wide-by-10-foot-tall square (centered on the "1" space) collapses. A creature in the area must succeed on a DC 15 Dexterity saving throw, taking 44 (8d10) bludgeoning damage on a failed save, or half as much on a successful one.

Prevention. A creature who succeeds on a DC 15 Intelligence (Investigation) check discovers the tripwire. A successful DC 15 Dexterity check using thieves' tools disables the tripwire. A PC without thieves' tools can attempt this check with disadvantage using any edged weapon or edged tool. If this check fails, the trap triggers.

2. DWARVEN TRUE BELIEVERS

A pile of bones covers this section of the cavern. Broken ladders and tools surround the bones.

One of the bone heaps rests here awaiting use as replacement material for any damage done to the ziggurat. Destroyed workstations and a crushed ladder show signs of former activity within this cavern.

Three **cave-touched dwarves** (see page 79) hide behind the wall between this area and the entrance. They are constantly on alert for intruders and immediately launch an assault if the entrance's ceiling trap triggers.

DEVELOPMENTS

The pile of bones is an inert **crawling charnel** (see Area 3). The creature does not activate until the crawling charnel in Area 3 does, allowing PCs to pulverize the pile with impunity. A successful DC 19 Intelligence (Arcana) check reveals the pile is an inert creature.

3. RESTLESS BONES

This portion of the cavern features a pile of bones. Benches sit behind the bones and hold intact tools, giving the impression of living inhabitants.

Unknown to the cave dragon, the bones retained some of the necrotic energy animating the ghouls composing them. If someone disturbs the **crawling charnel** (see page 18), the creature animates and attacks. If the crawling charnel in Area 2 hasn't been destroyed, it activates and lumbers over to attack.

TREASURE

An onyx worth 2,000 gp fell in the pile of bones unnoticed by Ashkreigel or the dwarves. A PC who succeeds on a DC 18 Wisdom (Perception) check while looking at the bones notices the gem. If the crawling charnel activates, the gem is immediately apparent.

4. TOOL BENCHES

When Ashkreigel allowed dwarven laborers to work in proximity to the ziggurat, these workbenches served them in their craft. Debris covers the disused benches.

TREASURE

A lump of seemingly discarded oilcloth conceals an *impaling war pick* (see page 79). Removing the cloth reveals the weapon, or a successful DC 18 Wisdom (Perception) check notices the handle peeking out from the cloth.

5. QUIET TIER

The ziggurat's base is the widest tier. In contrast to the other tiers, where the bones shift noisily, this tier is calm.

Three dwarven **assassins** lurk here. They are under strict orders to wait until intruders attempt to scale or fly past the ziggurat, so they stay at their station unless it would otherwise compromise their ability to hide from foes. If possible, the assassins gang up on single targets to dispatch their foes quickly. The assassins are fanatically loyal to Ashkreigel and fight to the death.

TREASURE

One of the assassins holds an emerald worth 750 gp that also serves as one of the keys to gain an audience with Ashkreigel (see Area 8).

6. SHIFTING TIER

Loose bones on this tier of the ziggurat shift as if minor tremors run through just this portion of the structure.

Six poisonous **swarms of centipedes** crawl along this tier of the ziggurat. A creature damaged by the swarm must make a DC 10 Constitution saving throw, taking 14 (4d6) poison damage on a failed save, or half as much damage on a successful one. The centipedes are bleached to appear similar to the bones, and they have advantage on Dexterity (Stealth) checks. Once engaged, the swarms follow creatures moving to any of the adjacent tiers, but they won't pursue creatures who flee the ziggurat.

TREASURE

When the centipedes attack intruders, they reveal a diamond worth 1,250 gp that serves as one of the keys to gain an audience with Ashkreigel (see Area 8). The dwarf responsible for controlling the centipedes left his post, for which the cave dragon punished him fatally. The dragon left the diamond here, and none of the other dwarves have been brave enough to retrieve the gem.

7. MAGICAL MIGHT

Rune-inscribed bones dominate this tier of the ziggurat.

A dwarven **archmage** with a nearby hidden dwarven **assassin** bodyguard provides the final line of defense for Ashkreigel. The archmage has *cloudkill*, *reverse gravity*, and *meteor swarm* prepared in place of *cone of cold*, *teleport*, and *time stop*, respectively. Unlike most of Ashkreigel's followers, the dwarf has a great sense of self-preservation and attempts to escape if she has fewer than 20 hit points and has cast all her 7th-level and higher spells.

TREASURE

The archmage has two *spell scrolls of stone shape*. She also carries a ruby worth 1,500 gp that serves as a key to gain an audience with Ashkreigel (see Area 8).

8. ASHKREIGEL'S ROOST

The top of the towering structure holds bones similar to the remainder of the ziggurat. Three giant outstretched arms, bound together in a rough semblance of a pedestal, reach toward the cavern's ceiling from this tier's eastern edge.

Ashkreigel, an **adult cave dragon** (*Tome of Beasts*, p. 125), slumbers deep within the ziggurat and prefers to conduct business with his underlings and visitors here at

the ziggurat's summit. When the dragon deigns to leave the structure's interior, the walls surrounding the crown of the ziggurat protect him from attacks from below.

Though the dragon slumbers within the ziggurat, he created a means for his servants to call for him. Each of his main servants possesses a gem that can be placed into the awaiting skeletal hands at the ziggurat's zenith. All three gems must be placed in the hands to activate the call to Ashkreigel. This assures that all of his servants agree on the decision to disrupt his sleep. After ensuring the "safety" of one of the gems by removing it from its incompetent possessor and leaving it in the care of the centipede swarms, Ashkreigel is confident only a true emergency would force his servants to trouble him. A successful DC 14 Intelligence (Arcana) check while inspecting all three gems or inspecting the skeletal pedestal determines the gems' function. When all the gems are placed in the skeletal hands, a tremor shakes the ziggurat as a pulse of energy awakens Ashkreigel. Each creature standing on the structure's surface must succeed on a DC 16 Dexterity saving throw or be knocked prone.

Ashkreigel, assured of his supremacy, fights to the death. During combat, he tells the PCs he is willing to forgive their impudence if they agree to work with the dwarves in the deep mines accessed through Area 10. If a PC agrees, the dragon keeps his word but strips surrendering PCs of magic, armor, and weapons to render them less powerful.

DEVELOPMENTS

When Ashkreigel dies, the PCs can dig through the ziggurat of bones for the dragon's hoard. They must spend 24 hours to thoroughly excavate the ziggurat to find everything contained within it. If the dwarves in the tunnels accessed through Area 10 are sure they are safe, a successful DC 11 Charisma (Persuasion) check obtains help from the dwarves, reducing the time it takes to excavate the ziggurat to 4 hours.

TREASURE

The cave dragon's hoard at the ziggurat's heart contains 100 pp, 800 gp, 12 gems (predominantly onyxes, but also including a sapphire, ruby, and small diamond) worth 500 gp each, a gold necklace worth 1,500 gp, three cave dragon statuettes fashioned from iron worth 2,000 gp each, a set of adamantine half plate, a set of *dwarven plate*, a pair of *+1 war picks*, and a *+2 light hammer* (these last three items were crafted by the dwarves and taken by the dragon—see the Conclusion section).

9. ASHKREIGEL'S PET

A visible indent has formed in this cavern's wall. Loose stone fills the small alcove.

Ashkreigel has enthralled and trained a **purple worm** as a pseudo pet. He uses a set of drumbeats to ensure safe passage for his loyal followers. A successful DC 20 Charisma (Performance) check with a percussion instrument, such as the small drums carried by the dwarven guard in Area 2, allows the PCs to move to the north and east of the ziggurat without alerting the purple worm. If the PCs convinced the dwarven guard to show them the signal, they automatically succeed on this check.

The purple worm tries to keep most of its body within the safety of the cavern while it engages with foes. Though Ashkreigel believes the purple worm is utterly devoted to him, the creature flees when it is reduced to 25 hit points or fewer.

10. FURTHER UNDERGROUND

A tunnel leads away from the ziggurat farther underground. Heat and a whiff of stale air emanate from the tunnel.

Two **cave-touched dwarves** stand guard at this entrance to the tunnels housing—and imprisoning—the enslaved dwarves. Nothing other than a direct order from Ashkreigel convinces them to let the PCs pass. The dragon's fervent followers fight to the death, but when one of them reaches 20 or fewer hit points, the dwarf uses an action to produce a staccato drumbeat on the set of small drums at her side. The purple worm from Area 9 hears this and arrives in 1 round.

Conclusion

If the PCs fail to defeat Ashkreigel, the dragon assumes the resistance movement was behind the PCs' appearance in his cavern, regardless of the real reason they arrived. The dragon has his loyal dwarven followers round up suspected traitors and then personally executes them to set an example.

If the PCs kill Ashkreigel, the enslaved dwarves are grateful for their rescue. They offer most of the dragon's treasure—excluding dwarven-crafted items appropriated by the dragon—to the PCs. The PCs may negotiate for the excluded items with the reluctant dwarves. The dwarves may require the PCs to amicably heal the rift between those who sided with the dragon and those

forced to endure the dragon's rule. While the PCs can't force Ashkreigel's loyalists to mend their ways, they can facilitate talks between the two sides.

Rumors of Ashkreigel's defeat reach ghoulish ears eventually, and the ghouls may set upon the dwarves before they have a chance to fully recover from the dragon's exploitation. If the PCs have established goodwill with the dwarves, the clan may ask the PCs to defend them from ghoulish attacks or lead them aboveground if the PCs convince them of the viability of that course of action.

Cave-Touched Dwarf

This bald dwarf has gray skin, and its irises are flat gray. The humanoid carries a war pick in a hand that ends in stony claws.

Most cave-touched dwarves were ordinary dwarves changed by a long, lonely period among the underground caverns. Rather than succumb to madness, these dwarves become resolute in their solitude and begin to take on aspects of their cavernous homes. Most cave-touched dwarves changed in this fashion rarely interact with others.

Cave Dragon's Blessing. Adult (or older) cave dragons can accelerate this process in ordinary dwarves, which accounts for most encounters with cave-touched dwarves. The dwarves' similarity to cave dragons and association with the dragons lead many to believe cave dragons are solely responsible for the dwarves' creation. Cave-touched dwarves' loyalty to the cave dragons that cause their transformations enforce this theory.

Created Leaders. Cave-touched dwarves among ordinary dwarves become leaders, but not necessarily out of a sense of superiority. They instead view themselves as bastions of order represented by the surety of stone, and following their decisions quells the encroachment of anarchy and entropy.

CAVE-TOUCHED DWARF

Medium humanoid (dwarf), any lawful alignment

ARMOR CLASS 18 (plate)

HIT POINTS 161 (19d8 + 76)

SPEED 30 ft., burrow 20 ft.

STR	DEX	CON	INT	WIS	CHA						
20	(+5)	10	(+0)	19	(+4)	10	(+0)	14	(+2)	13	(+1)

SAVING THROWS Con +8, Wis +6

DAMAGE RESISTANCES acid, poison, thunder

CONDITION IMMUNITIES poisoned

SENSES blindsight 60 ft., passive Perception 12

LANGUAGES Common, Draconic, Dwarvish

CHALLENGE 9 (5,000 XP)

Brute. A melee weapon deals one extra die of its damage when the cave-touched dwarf hits with it (included in the attack).

Cave-Wrought Flesh (Recharges after a Long Rest). As a bonus action, a cave-touched dwarf turns its flesh as hard as stone for 1 hour. While its flesh is like stone, it has resistance to nonmagical bludgeoning, piercing, and slashing damage.

ACTIONS

Multiattack. The cave-touched dwarf makes three attacks: one with its claw and two with its war pick.

Claw. Melee Weapon Attack: +9 to hit, reach 5 ft., one target. **Hit:** 12 (2d6 + 5) slashing damage. When the dwarf rolls a 20 on this attack roll against a target with a body made of flesh, the target must make a DC 16 Constitution saving throw. On a failed save, the creature begins to turn to stone and is restrained. It must repeat the saving throw at the end of its turn. On a success, the effect ends. On a failure, the creature is petrified until freed by the *greater restoration* spell or similar magic.

War Pick. Melee Weapon Attack: +9 to hit, reach 5 ft., one target. **Hit:** 14 (2d8 + 5) piercing damage.

Poison Breath (Recharges after a Long Rest). The cave-touched dwarf exhales poison gas in a 30-foot cone. Each creature in that area must make a DC 16 Constitution saving throw. On a failure, a creature takes 42 (12d6) poison damage and is poisoned for 1 hour. On a success, a creature takes half the damage and isn't poisoned.

IMPALING WEAPON

Weapon (any melee weapon that deals piercing damage), rare (requires attunement)

When you attack a creature with this magic weapon and roll a 20 on the attack roll, you embed the weapon in the target. If the target is Medium or smaller and is within 5 feet of a wall or other solid object when you hit with this weapon, it is also restrained while the weapon is embedded. At the end of the target's turn while the weapon is embedded in it, the target takes damage equal to the weapon's damage, with no additional modifiers. A creature, including the target, can use its action to make a DC 13 Strength check, removing the weapon from the target on a success. You can remove the embedded weapon from the target by speaking the weapon's command word.

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