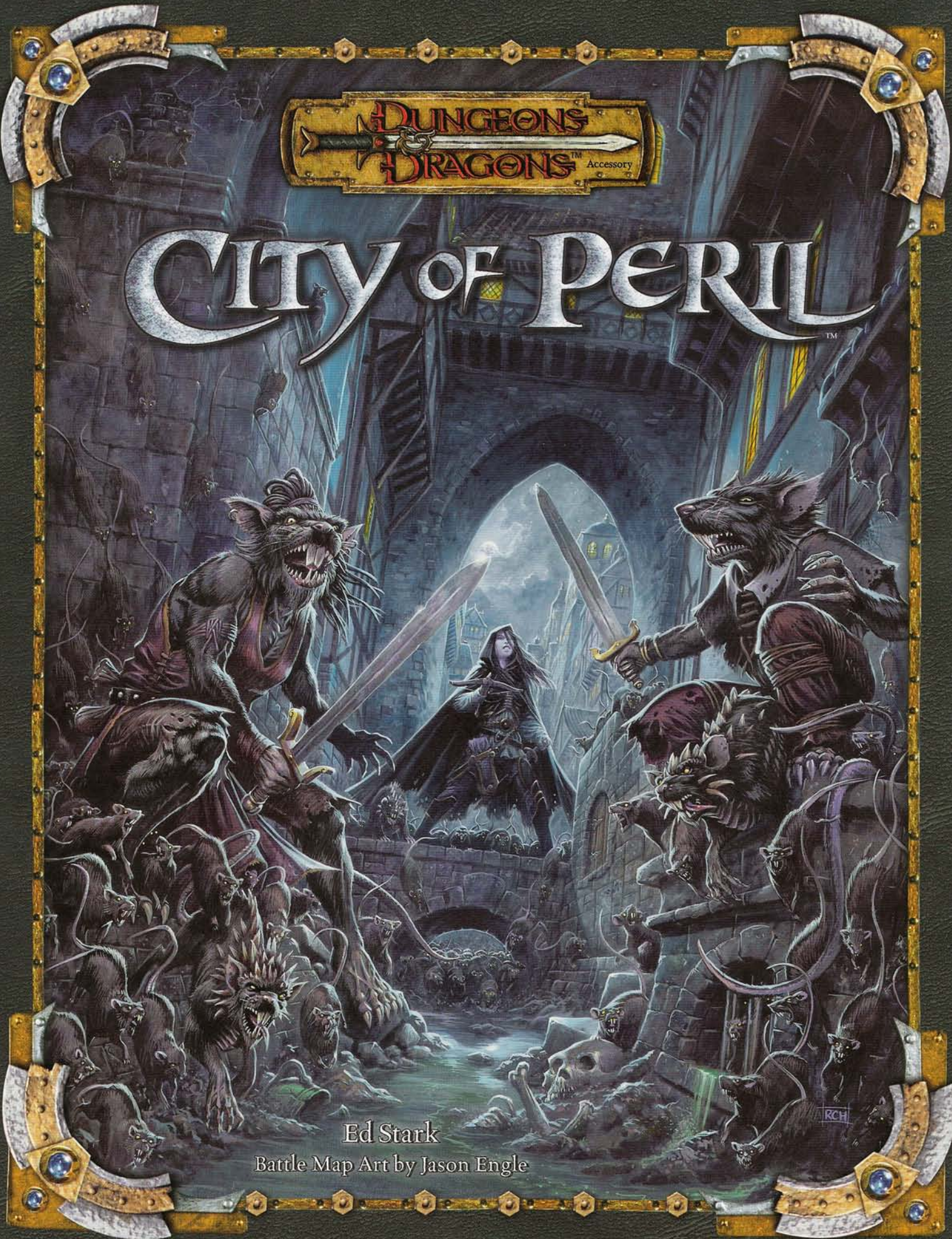


DUNGEONS
DRAGONS™ Accessory

CITY OF PERIL™



Ed Stark

Battle Map Art by Jason Engle

RCH

GRIFFON'S NEST INN

- H** Halfling Brawler
- G** Hill Giant
- A** Assassin



RATFANG SEWERS

- R** Rat Swarm
- T** Troglodyte
- W** Water Elemental



CITY OF PERIL™

CREDITS

Designer: Ed Stark
Editing Manager: Kim Mohan
Design Manager: Christopher Perkins
Development Manager: Jesse Decker
Director of RPG R&D: Bill Slavicsek
Senior Art Director D&D: Stacy Longstreet
Production Managers: Josh Fischer, Randall Crews
Graphic Designer: Mari Kolkowsky
Art Director: Mari Kolkowsky
Cover Artist: Ralph Horsley
Interior Artists: Dave Allsop, Ralph Horsley, Ron Spencer
Cartographer: Jason Engle
Graphic Production Specialist: Erin Dorries
Image Technician: Sven Bolen

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U.S., CANADA, ASIA,
PACIFIC, & LATIN AMERICA
Wizards of the Coast, Inc.
P.O. Box 707
Renton WA 98057-0707
(Questions?) 1-800-324-6496



EUROPEAN HEADQUARTERS
Hasbro UK Ltd
Caswell Way
Newport NP9 0YH
GREAT BRITAIN
Please keep this address for your records

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INTRODUCTION

Adventure happens everywhere in a D&D world. Even the city, where adventurers rest, reequip, and heal, can be a dangerous place.

The encounters in this 16-page adventure booklet prove that point.

Each of the two battle maps (four maps total) enclosed in this package details a different sort of urban environment. The Market Square map shows a typical crowded shopping district. The Griffon's Nest Inn reveals the main floor, second floor, basement, and immediate outside area of a large, but otherwise unremarkable hostelry. The map of the city's Thieves' Quarter shows a different sort of adventuring environment, one above the streets of the city, and the map of the Ratfang Sewers reveals an underground environment that could be as dangerous as any dungeon.

Incorporate each of the encounters described in this booklet into your existing campaigns or adventures, making a trip to the city a little more interesting, and, perhaps, somewhat more profitable for your characters. Each encounter can be used as a stand-alone event, or you can tie them together over a series of adventures with the back stories provided.

City of Peril is intended for use in the *Dungeons & Dragons* game. You will need the *Player's Handbook* and *Dungeon Master's Guide* to play. The encounters all include complete statistics for the monsters described.

The last page of this booklet contains information and rules for running *D&D Miniatures Skirmish* games with the battle maps.

2

ENCOUNTER LEVELS

Each encounter detailed in this packet has an associated Encounter Level (EL). The range of encounters runs from EL 4 to EL 14. This was done intentionally, to showcase a wide range of encounter levels in a small amount of space. Because of the way Encounter Levels work, this makes the booklet you are holding very useful, regardless of what level adventurers you have in your group. You can run an EL "X" encounter for PCs of up to two levels lower than "X" and expect it to be a challenging encounter, or you can run the same encounter for PCs with average levels equal to X+1 or even X+2 and still have an enjoyable time.

CONTINUING STORY

While you can run each encounter described in *City of Peril* on its own, you can choose to create a back story that links them together. Use any of this background material you find helpful, as well as the "Continuing Action" sidebars found in each encounter description.

REUSING THE MAPS

The encounters described in this booklet are just suggestions. Reuse the battle maps presented here for your own encounters. Since each map contains rules for movement and other terrain features, you should find it a simple thing to create your own interesting encounters.

Torenberg is a small but very cosmopolitan city located on the edge of civilization. Traders, explorers, and adventurers stop here, and the city's founders keep an open mind as far as race and alignment go. As long as the humanoids within its walls don't start killing each other, the populace happily takes their money in fair trade.

Torenberg (Small City): Conventional, nonstandard; AL LN, N; 15,000 gp limit; Assets 8,700,000 gp; Population 10,500; Mixed (75% human, 10% halfling, 5% elf, 3% dwarf, 2% gnome, 1% half-elf, 1% half-orc, 3% miscellaneous humanoid).

Authority Figures: Mayor Tindel Gorgen (LN male human fighter 4/rogue 6), elected head of the City Council and defacto ruler of the city; Fretnar Threethumbs (NE male half-orc rogue 10), Guildmaster of the Leatherwork and Tanning Guild, and secretly the head of all organized crime in Torenberg; Haj Malthen (LG male human fighter 7), captain of the city guard.

The City Guard: The city guard is charged with manning the city gates and keeping the peace. In reality, this undermanned but well-intentioned entity enforces what laws it can and leaves the guilds and, to some extent, the organized criminals to do the real peacekeeping. The guards have the backing of most merchants and cityfolk, and their leader is incorruptible.

The Dark Traders: Fretnar Threethumbs runs the only organized crime in the city. The Dark Traders are mostly thieves, loan sharks, fences, and racketeers. They frown on premeditated murder and other less socially acceptable crimes. Everyone important knows that Threethumbs runs the Dark Traders, and as long as the thieves' guild keeps things quiet and under control, no one minds too much.

Humanoids: Humanoids such as goblins, bugbears, kobolds, and lizardfolk live in and around (and under) the city in family groups or isolated zones. Torenberg has a cosmopolitan view of humanoids: Obey the rules, and we don't care what you are.

Basic Laws: Weapons can be carried anywhere in Torenberg. A guard can arrest a citizen for wielding a weapon, however, and the magistrates might choose to fine, imprison, or expel the offender, even if the case was self-defense. Injuring a non-combatant or damaging property with a weapon or spell is grounds for a heavy fine and expulsion from the city, so area affect spells and grenade-like weapons are frowned upon at best. A character that damages property but immediately makes recompense by paying the replacement cost plus a 50% "inconvenience fee" divided among the owner and any guards nearby can avoid prosecution.

Although Torenberg is a lawful place, the laws favor the citizens over outsiders, and well-to-do citizens over average ones. Torenberg's guards and magistrates have a simple view of law: If it looks illegal, it probably is. If it isn't hurting anyone, why cause trouble?

One way you can use the maps is to divide them up. Folding one of these battle maps in half or even in quarters, can give you a nice-sized encounter area. The Griffon's Nest Inn map, for example, is already divided into three zones—no need to show the players any part of the map you aren't using!

SHAKEDOWN

Encounter Level 4

This encounter takes place on the Market Square map. Refer to the large poster map of the same name and the red encounter tags shown on the reproduction of the poster map on the inside front cover of this booklet.

In this encounter, the PCs witness a group of criminals attempting to steal from one of the many vendors in the marketplace area. Conveniently (for the criminals), the city guard is nowhere in sight, and none of the other people in the marketplace wants to get involved.

SETUP

The action of this encounter begins near the overturned cart in the northwest area of the map. Place two bugbear miniatures on the squares marked B and allow the PCs to place themselves anywhere within 30 feet of the incident. Place two other miniatures, signifying the Vendor (V) and his Son (S), on their spaces in the map.

Allow the PCs to place themselves anywhere within 30 feet of the incident on the map. They do not have to be together, but they should all have line of sight to the overturned cart. After the PCs have chosen their spots, place other miniatures on any unoccupied squares marked C. These are Cityfolk. If you do not have, or want to use, miniatures, you can use pennies or other counters instead.

All the Cityfolk and the Vendor and his Son are 1st-level commoners and noncombatants with an average of 4 hit points each. Even if the bugbears attack them, the Vendors and his Son won't fight back. It is up to the PCs to protect those two individuals from the bugbears without injuring them or any Cityfolk.

When you complete the setup, read:

You hear a loud crash over the busy, bustling sounds of the marketplace. A shout follows, along with a gurgling, fearful scream. As the crowd parts, you see an upended produce cart on the side of the road. A large humanoid with bristling fur holds an older, human man by his shirtfront and snarls. The old man looks around wildly for help, but the other cityfolk hurry away.

FEATURES OF THE AREA

Market Stalls: The market stalls block movement to all Medium or smaller creatures, though a creature can "step up" or climb onto a stall as if it were a table. A Large or Huge creature can move through a stall as if it were difficult terrain. Market stalls provide cover. Each stall contains various goods (foodstuffs, clothing, jewelry, etc.), and there are bags or boxes of the stuff in the difficult terrain areas nearby.

Closed Buildings: The closed buildings are impassable. Each requires a DC 25 Climb check to ascend. Each building is 15 feet high per story.

Open Warehouse: The doors on the open warehouse are ajar and can be opened as a move action.

Stables and Construction: The burned-out stables and building under construction are open, though their partial walls provide cover where appropriate.

C. Cityfolk: Treat squares occupied by cityfolk as difficult terrain. Cityfolk provide cover. Cityfolk can move up to 40 feet a turn, but move only at the DM's discretion.

2 BUGBEAR THUGS

CR 3

hp 40 each (3 HD)

Male bugbear barbarian 1

CE Medium humanoid (goblinoid)

Init +1; **Senses** darkvision 60 ft., scent; Listen +4, Spot +4

AC 17, touch 11, flat-footed 16

Fort +6, **Ref** +4, **Will** +2

Speed 40 ft. (8 squares)

Melee warhammer +10 (1d8+5/x3) or

Melee warhammer +6 (1d8+5/x3) and
mace +5 (1d8+2)

Base Atk +3; **Grp** +9

Combat Gear potion of cure moderate wounds

Abilities Str 20, Dex 12, Con 16, Int 8, Wis 13, Cha 10

SQ rage 1/day (+4 Str, +4 Con, +2 Will, -2 AC)

Feats Two-Weapon Fighting; Weapon Focus (warhammer)

Skills Intimidate +3, Listen +4, Move Silently +4, Spot +4

Possessions combat gear plus studded leather, heavy mace, warhammer

TACTICS

The bugbears become aware of the PCs as soon as anyone draws a weapon or casts a spell—they're on the lookout for interference. They immediately draw weapons and attempt to warn off the characters. Neither bugbear flies into a rage unless he takes more than 50% of its hit points in damage—they aren't out here to kill people, but they will if threatened. In a fight, these thugs prefer to team up on an opponent, flanking when possible, and they aren't above using civilians for cover.

CONTINUING STORY

The bugbears work for a protection racket that works for the Dark Traders. They shake down the merchants in the Marketplace for "protection" money and almost everyone pays. The old man and his son are new to town and can't afford the high "introductory rate," so the bugbears are teaching them a lesson.

If the PCs fight the bugbears, the news gets back (to both Captain Malthen and Guildmaster Threethumbs). Malthen sends guards to thank the adventurers for their help (assuming they didn't injure any cityfolk). Threethumbs doesn't do anything untoward (the marketplace protection racket is the least of his operations), but keeps it in mind in case the characters continue to operate in the city. The PCs might receive a tip from one or more of the cityfolk that they shouldn't interfere with the Dark Traders' business, but that's about all at this point.

SNIPERS

Encounter Level 5

This encounter takes place during the evening on the Thieves' Quarter map. Refer to the large battle map of the same name and the red encounter tags shown on the reproduction of the poster map on the inside front cover of this booklet.

In this encounter, a pair of goblin archers attack the player characters.

SETUP

The action of this encounter begins anywhere near the center of the map. Allow the PCs to place their figures anywhere near the sewer grate in the center of the map. The two goblin archers begin in the square marked G but might move if they need to get a better shot. The celestial giant owl (O), when it appears, remains adjacent to the second goblin but back from a roof edge.

Make a Hide check for each of the goblins. Give them the benefit of cover and a +2 circumstance bonus for being up on the rooftops. Have each PC make a Spot check. Have everyone roll initiative, but only PCs who succeeded on their Spot checks can act during the surprise round.

When you complete the setup, read:

The well-lit town square is unnaturally quiet, even considering the time. You hear the wind threading its way between the buildings and the soft hoot of an owl from overhead. Suddenly, a dark shadow moves across the edge of a rooftop. You are under attack!

FEATURES OF THE AREA

Rooftops: Each rooftop featured on this map is flat and roughly 15 feet off the ground. A character standing on a rooftop edge has cover against an opponent on the ground. A character at least one space back from a rooftop edge has total cover and total concealment against a character on the ground (this assumes all characters are Large size or smaller).

When a character on the ground is adjacent to a wall that is in turn adjacent to a character on the rooftop, both characters receive cover (+4 bonus to AC) and concealment (20% miss chance) from each other.

A character who falls from a rooftop takes 1d6 points of damage unless he successfully makes a Jump or Tumble check (see those skill descriptions for details).

Bridges: The planks between each building are secured by thin ropes. Each can support up to 300 pounds without breaking. The plants have hardness 5 and 15 hit points each and are roughly 10 inches wide. As a full round action, a character with a slashing weapon can cut the ropes and throw a bridge to the ground below.

Moving across a bridge requires a DC 10 Balance check.

Statues: The most prominent building in the square, with the purple-tiled roof, features four statues of gargoyles on its corners. A character adjacent to a gargoyle can receive cover modifiers from characters on other rooftops.

Ladders and Climbing: Each ladder pictured on the map requires a DC -5 Climb check to ascend. Most characters can ascend these ladders automatically, but the Climb check DC is provided in case they try to ascend hurriedly or in combat.

Climbing one of the 15-foot-high outer walls of a building requires a DC 15 Climb check.

Lighting: There are light fixtures all around the square, illuminating everywhere within 30 feet of the sewer grate normally and casting shadowy illumination 30 feet beyond that. Everywhere else on the map is in darkness.

2 GOBLIN SNIPERS

CR 2

hp 12 each (2 HD)

LE Small humanoid (goblinoid)

Init +7; Senses darkvision 60 ft.; Listen +6, Spot +6

AC 17, touch 14, flat-footed 14

Fort +3, Ref +6, Will +1

Speed 30 ft. (6 squares)

Melee short sword +4 (1d4+1/19-20)

Ranged shortbow +6 (1d6+1/x3) or

Ranged shortbow +4/+4 (1d6+1/x3) with Rapid Shot

Base Atk +3; Grp +0

Atk Options Rapid Shot, favored enemy humans +1

Abilities Str 12, Dex 17, Con 10, Int 10, Wis 13, Cha 10

SQ favored enemy humans +1

Feats Improved Initiative, Rapid Shot, Track

Skills Hide +11, Listen +6, Move Silently +11, Ride +7, Spot +6, Survival +6

Possessions One of the goblins possesses a magic feather.

It allows the wielder to use *summon monster IV* 1/day (CL 7th) and gain a celestial giant owl (MM 31, MM 205).

TACTICS

As soon as the goblin snipers spot the PCs, one of them summons the owl. The goblins choose the softest target they can find and each fire their first shots at that character during the surprise round. After that, they focus on whomever appears to be the greatest threat—anyone trying to climb the ladders or firing ranged attacks. The goblins move back from the roof's edge after firing, denying easy return shots. If pressed, the goblins flee across the bridges and destroy them in the hope of escaping.

The goblins prefer to use 5-foot steps to move in and out of cover, and Rapid Shot to take two shots per round.

CONTINUING STORY

The goblin snipers have been hired by the Dark Traders. All they've been told is that the PCs are annoyances that must be shown their place. The goblins haven't been ordered to kill anyone—though they haven't been told *not* to do so—so there's little incentive for them to fight to the death. If questioned, all they know is that they were hired by a human who frequents the Griffon's Nest Inn. They goblins can't really describe the human; they took his gold, they didn't study his face.

FILTH FEVER

Encounter Level 6

This encounter takes place on the Ratfang Sewers map. Refer to the large poster map of the same name and the red encounter tags shown on the reproduction of the poster map on the inside back cover of this booklet.

Food and other items of value have been disappearing from carts and stalls in the local market. Normally, this would be put down to ordinary thievery. But now, a merchant has turned up dead, her body torn by small bites and her head caved in by a blunt object. The PCs can follow the tracks to a local sewer hub. Friends of the merchant knew that she converted her profits to gemstones and kept them in a small, embroidered pouch.

SETUP

Have the PCs place their figures within 2 squares of any edge of the map. A troglodyte (T) waits with his pet rats (R) in the center of the map. As he cackles to his rat friends, he roots through stolen goods and foodstuffs.

When you complete the setup, read:

Not everything in these sewers is dead and rotting. You hear a strange voice cackling and yammering from the south.

The PCs might be able to sneak up on the troglodyte and his rats, if they are careful.

FEATURES OF THE AREA

Boxes, Crates, and Walls: The boxes and crates in the basement section are piled 10 feet high—leaving 5 feet of clearance to the 15-foot-high ceiling of the sewer. The walls go up to the ceiling and are made of slimy, black stone.

Sewer Water: All the flowing sewer water is 6 inches deep. Characters moving through need to succeed on DC 5 Balance checks or slip and end their movement (or fall, if they fail by 5 or more). The water in the two pools, however, is 10 feet deep and might require Swim checks. Anyone entering these pools of water or drinking any of the sewer water must succeed on a DC 16 Fortitude save or catch *blinding sickness* (DMG 292).

CONTINUING STORY

The troglodyte was goaded into murder by the Dark Traders as part of another scheme they have for shaking down local merchants. He doesn't know whom he actually works for, and doesn't care. All he knows is that the man who gives him the goods has silver hair and wears a gold necklace set with a large, ivory tooth around his neck.

TROGLODYTE

hp 44 (5 HD)

CE Medium male humanoid (reptilian)

Init +4; **Senses** darkvision 90 ft.; Listen +3, Spot +3

AC 18, touch 10, flat-footed 18

Fort +11, **Ref** +1, **Will** +2

Speed 30 ft. (6 squares)

Melee greatclub +7 (1d10+5) and bite +5 (1d4+1) or

Melee 2 claws +7 each (1d4+2) and bite +5 (1d4+1)

Base Atk +4; **Grp** +6

Atk Options Power Attack

Abilities Str 14, Dex 10, Con 19, Int 8, Wis 13, Cha 8
SQ stench

Feats Improved Initiative, Multiattack, Power Attack, Toughness, Weapon Focus (greatclub)

Skills Hide +4 (+8 underground), Listen +3, Spot +3

Possessions greatclub, pouch with ten 50-gp gems

Stench (Ex) Any creature within 30 feet of a troglodyte must succeed on a DC 15 Fort save or be sickened for 10 rounds.

TACTICS

Upon being threatened, the troglodyte automatically begins to exude his stench. In combat, he fights with his greatclub, using Power Attack against poorly-armored opponents. If he sees an opening, he drops his greatclub and attempts to grapple an opponent and drag the PC into the pool of water nearby. If he renders a PC unconscious or one escapes him, he goes after the next. His dire rats swarm over anyone that attacks him. He can move through the rat swarms freely.

2 RAT SWARMS

hp 18 each (4 HD)

N Tiny animal (swarm)

Init +2; **Senses** low-light vision; scent; Listen +6, Spot +7

AC 14, touch 14 flat-footed 12; half damage from piercing/slashing weapons

Immune critical hits, flanking, swarm traits

Weaknesses swarm vulnerabilities

Fort +4, **Ref** +8, **Will** +2

Speed 15 ft. (3 squares), climb 15 ft., swim 15 ft.

Melee swarm (1d6 plus filth fever)

Space 10 ft.; **Reach** 0 ft.

Base Atk —; **Grp** n/a

Abilities Str 2, Dex 15, Con 10, Int 2, Wis 12, Cha 2

SQ distract (nauseated 1 round; Fortitude DC 12 negates)
Feats —

Skills Balance +10, Climb +10, Hide +14, Listen +6, Move Silently +6, Spot +7, Swim +10

Disease filth fever (Fort DC 12, incubation 1d3 days, 1d3 Dex + 1d3 Con)

Swarm Traits Each of these rat swarms occupies a 10-foot square. To attack, one moves into an opponent's space (usually provoking an attack of opportunity). A swarm is immune to any spell or spell effect that targets a specific number of creatures.

Swarm Vulnerabilities A swarm takes half again as much damage from spells and effects that affect an area. A torch deals 1d3 points of damage to a swarm, and a smashed lantern deals 1d4.

CR 4

CR 2

THE GRIFFON'S NEST

Encounter Level 6

This encounter takes place on the Griffon's Nest Inn map. Refer to the large poster map of the same name and the red encounter tags shown on the reproduction of the poster map on the inside back cover of this booklet.

It's time for a rest, and the Griffon's Nest Inn is by far the most welcoming inn catering to adventurers in the city. It is rowdy, however, and the PCs find themselves in a bit of a dust-up.

SETUP

Allow the PCs to place their miniatures anywhere on the ground floor of the Griffon's Nest Inn. Their opponents, two halfling brawlers (H), begin in spots marked on the map. Arrange a few other bar patrons throughout the inn as desired.

The action begins when one of the halfling brawlers approaches one of the PCs (probably one that looks capable of fighting) and tries to start an argument.

When you complete the setup, read:

The Griffon's Nest Inn is a popular hangout for adventurers and travelers of all types. Tonight, however, the inn has few patrons. Even the barkeep seems distracted. He steps through the door to the kitchen as you listen to the chatter of the inn's customers and the gentle clink of glasses.

Once the bartender has exited the room, read the following specifically to a particular character in the party.

Something bumps into you at hip level and you hear a crash and a curse. Warm, wet beer splashes against your leg.

A halfling, his face red with anger, confronts you. "Watch where you're going, fool! Now you owe me a drink!"

Before you can respond, another halfling steps up. "You picking on my brother? Well, you have to fight both of us!"

FEATURES OF THE AREA

Tables and Chairs: Several round and rectangular tables on the ground floor provide eating and drinking space for the Griffon's patrons. Squares occupied (or partially occupied) by tables are considered difficult terrain (move through at half speed) and the table can provide cover to adjacent characters. A character can "step up" onto a table as a move action, gaining higher ground benefits against those on the floor. Small stools surround these tables but are not marked on the map since they are small enough not to interfere with combat maneuvering.

The chairs facing the stage, however, are high-backed and sturdy. They are difficult terrain to move through and share the same characteristics as tables.

The Bar: The corner bar area consists of a solid oak bar about 4 feet high (there are step-stools for smaller customers) in front of shelves containing various drinks. The bar is too high to "step up" on automatically (a Jump or Climb check is required). The bottles on the shelves are glass or clay and deal 1d3 points of damage as melee or thrown weapons—though they are improvised weapons and most characters take a -4 penalty on attack rolls for using them.

The Balcony: The ceiling above the stage and seating area is nearly 40 feet high (with rafters all along the top 10 feet) and the balcony rests nearly 20 feet above the main floor of the inn. The balcony is railed and provides cover against attacks from the ground floor. A character standing 5 feet back from the balcony has total concealment and cover from the ground floor.

Doors and Windows: All the doors in the inn are solid (hardness 10, hp 20) and each can be locked (Open Lock DC 20 to pick).

The action of this encounter is intended to take place on the ground floor. The staircase at the back of the inn leads down to the cellar and up to the second floor. If the characters or their opponents elect to take the stairs, the following information might be useful.

The Cellar: The cellar is filled with supplies. The smaller casks and the hanging meat are difficult terrain, while the large crates near the sewer grate are 5 feet high and can be climbed upon but not moved through. The sewer grate leads down into the city's sewers and can be opened as a move action.

Guest Rooms: The guest rooms on the first floor contain bunk beds, while the larger rooms on the second floor are furnished with single beds and some better furnishings. There is a 50% chance that a door to a room is locked at any given time.

2 HALFLING BRAWLERS

CR 4

hp 35 each (4 HD)

Halfling barbarian 2/ranger 2

CG Small humanoid

Init +2; Senses Listen +8, Spot +5

AC 13, touch 13, flat-footed 13; uncanny dodge

Fort +9, Ref +6, Will +2

Speed 35 ft. (7 squares)

Melee unarmed strike +8 (1d2+3) or

Melee unarmed strike +6/+6 (1d2+3/1d2+1) or

Melee mwk handaxe +7 (1d4+2) or

Melee mwk handaxe +5/+5 (1d4+2/1d4+1)

Base Atk +4; Grp +2

Atk Options favored enemy goblinoids +2; rage 1/day (7 rds, +4 Str, +4 Con, +2 Will, -2 AC)

Combat Gear 2 potions of cure light wounds

Abilities Str 14, Dex 14, Con 14, Int 10, Wis 13, Cha 8

SQ wild empathy +1 (-3 magical beasts)

Feats Improved Unarmed Strike, Track, Two-Weapon

Fighting, Weapon Focus (unarmed strike)

Skills Climb +7, Hide +8, Intimidate +4, Jump +8, Listen +8, Move Silently +6, Spot +5, Survival +8

Unarmed Strikes The halfling brawlers have the ability to deal lethal damage with their unarmed strikes. They do not provoke attacks of opportunity when fighting unarmed.

Possessions combat gear plus 2 masterwork handaxes

TACTICS

The two halfling brawlers are spoiling for a fight. They single out one of the PCs and won't be talked out of a good knuckle-duster no matter how diplomatic or threatening the characters appear. They prefer to fight someone lightly armored, but also someone obviously strong. Rangers and barbarians make terrific targets for the halflings, especially those of Medium size. The halflings challenge a well-armored opponent before going after a weaker-looking character.

Also, it should be pointed out that the halfling brawlers do possess weapons but they do not draw them at the beginning of the battle. It is their intention to fight bare-handed (well, they might occasionally throw a bottle or use a chair leg, as the fight progresses). Because of their feat choices, they do not provoke attacks of opportunity with unarmed attacks. If the PCs begin spellcasting or using lethal force, however, the halflings respond in kind.

The halflings vary their tactics based on the PCs who involve themselves. If they can gang up on one Medium or Large character, they will, flanking a single target when possible and stepping up on tables to gain a height advantage when possible.

If the halflings end up fighting Small opponents, they don't gang up. If the brawlers can, they'll square off one-on-one against Small opponents.

If more than two PCs get involved in the fight, the halflings begin to taunt the object of their original challenge for not fighting his own battles and for ganging up on smaller folk. The rest of the bar patrons chime in, and a few might even offer to go for the watch.

If the PCs begin using lethal force, the halflings first try to reason with the offending PCs, but if they persist, the brawlers draw their axes and fly into barbarian rages.

ENDING THE BAR BRAWL

At any time after the fight starts, you can allow any PC to make a DC 10 Spot check to see the bartender watching the fight from behind the partially open kitchen door. A DC 15 Sense Motive check reveals he isn't just concerned about damage to the bar. He is actually talking to someone in the kitchen, reporting on the fight.

The bartender is talking to a sergeant of the city guard. Several guards stand at the ready in the kitchen, and a few more await a signal out front. If anyone in the fight begins to use lethal force, six well-armed city guards burst in from both directions and call for order. Each of these guards is a 3rd-level fighter, and the sergeant is a 5th-level fighter. They do not intend to fight the PCs but, rather, use their authority to end the battle before anyone gets killed.

WHAT'S GOING ON?

Everyone knows the Griffon is home to adventurers, wanderers, scoundrels, and travelers. Every once in a while, when

there are new "heroes" in town, the city guard stages this barroom brawl to gauge the quality, and intent, of these visitors. The two halflings are volunteers (not exactly guards themselves, but folks who like to fight). They pick a fight with the adventurers, and the guards watch to see what happens.

If the adventurers fight fairly (or as fairly as barroom brawls go), using nonlethal force and a minimum of spellcasting (trying *sleep* or other nonlethal spells, if any), the guards wait to see how the fight unfolds, and then the sergeant comes in and buys everyone a round of drinks. He congratulates the characters for being fair fighters and subtly warns them to keep things that way when in his town.

If the PCs begin using lethal force or ganging up severely on the halflings (or robbing them when they're unconscious), the guards break in earlier and act as if the PCs had started the trouble, no matter what anyone says. They fine the characters 100 gp each for weapon violations and warn them to watch their step.

In the worst case, if the PCs actually kill the halflings (or an innocent bystander), the guards break in and start fighting, asking no quarter and giving none. If you need statistics for the guards, consult the NPC Fighter table, DMG 117.

EXPERIENCE POINTS

Normally, PCs gain XP only when their lives are threatened. In this case, however, award the characters full XP for fighting the battle in a nonlethal manner, regardless of the outcome. They "passed the test" and now have the general favor of the town guard (not to mention the two halfling brawlers, who respect those who fight fair).

If the PCs use any amount of seriously lethal force (DM's judgment), penalize them 50% of the XP if they win the battle but don't have to fight the guards (that is, they used a small amount of lethal force but backed down when confronted by the guards). The city guard is now suspicious of the "heroes."

Should the PCs kill or severely injure the halflings (and probably the guards as well), they gain no XP. They failed the encounter, even though they defeated their opponents.

CONTINUING STORY

The information presented earlier is still correct, but now the sergeant and the halflings have names: Sergeant Gorren, a dwarf fighter, and Terrel and Mia Smallcombe, brother and sister halfling brawlers. The setup was contracted by Haj Malthen, who wants to know if the PCs are good guys or simply mercenaries passing through. If you wish to use Torenberg as a recurring location in your campaign, you now know how the city guard feels about the characters.

SHAKEDOWN II

Encounter Level 8

This encounter takes place on the Market Square map. Refer to the large poster map of the same name and the green encounter tags shown on the reproduction of the poster map on the inside front cover of this booklet.

The Market Square is busy and full of people. Too bad it's full of trouble, too.

SETUP

The PCs begin this encounter in the center of the map, on the road, near the statue. Place crowd markers in the areas marked C. You can create these crowd markers out of cut-up bits of paper or cardboard. This is more helpful than using spare miniatures, because crowds contain more than one person per 5-foot square, and the PCs might end up inside a crowd.

The wererats (W) begin in the squares noted, though they appear to be normal merchants at first. When the dire rats (D) erupt out from under the statue, however, they transform and attack.

If you wish, you can place individual figures around the map as well. These common merchants and cityfolk do not attack and generally try to get out of the way of the crowds, the PCs, and the rats. They could provide targets for the dire rats, distracting the PCs, who might feel obligated to keep the cityfolk alive and well.

When you complete the setup, read:

8

Off to the east, you hear an explosion. While all eyes turn to the pillar of fire springing up over the city's buildings, you hear a shriek. A woman points at the base of the tall statue nearby. Large, foul rats swarm up from beneath its feet!

After the PCs react, have them roll initiative against the dire rats. The rats attack anyone nearby (except the wererats) and the PCs are likely targets.

After 1 round, have each PC make a Spot check. If anyone succeeds at a DC 10 check, read the following aloud:

One of the nearby stall tables overturns, spilling precious foodstuffs and gemstones on the muddy ground. You see a figure—a human with a rat's face—snatching at the stall's wares, stuffing them into a brown bag.

Roll initiative for the wererats and include them in the combat.

If none of the PCs succeed on the Spot check, have them roll every round or until the dire rats are destroyed.

FEATURES OF THE AREA

Market Stalls: The market stalls block movement to all Medium or smaller creatures, though a creature can "step up" or climb onto a stall as if it were a table. A Large or Huge creature can move through a stall as if it were difficult terrain. Market stalls provide cover. Each stall contains various goods (foodstuffs, clothing, jewelry, etc.) and there are bags or boxes of the stuff in the difficult terrain areas nearby.

Closed Buildings: The closed buildings are impassable. Each requires a DC 25 Climb check to ascend. Each building is 15 feet high per story.

Open Warehouse: The doors on the open warehouse are ajar and can be opened as a move action.

Stables and Construction: The burned-out stables and building under construction are open, though their partial walls provide cover where appropriate.

C. Crowds: These are crowds of panicked citizens. When the dire rats erupt from the statues, there is also an explosion from off the map to the east (a distraction for the city guard). Each crowd marker includes an arrow pointing in the direction the crowd is moving at the beginning of the encounter.

The movement and game effects of crowds are covered in *Dungeon Master's Guide II*, page 58, but here is an abbreviated version.

A crowd of people is (in game terms) a Large or Huge "creature" similar to a swarm. It moves in a particular direction (usually away from perceived danger) and can be an obstacle or even a danger to others. The people in each of these crowds are tightly packed together, so there are many more people in a crowd than one per square.

A crowd moves 20 feet in its established direction every round (on initiative count 0). A character who ends his movement in a crowd, or has a crowd roll over him, takes a -2 penalty on attack rolls, Reflex saving throws, and all skill checks affected by armor check penalties, and he loses his Dexterity bonus to AC. Being in a crowd counts as vigorous movement for the purpose of spellcasting (requiring a DC 10 Concentration check). A character in a crowd gains the benefit of cover and concealment.

Crowds are considered difficult terrain. A character who does not want to be swept along with the crowd must take a full-round action to stand his ground and not move when the crowd moves (he can take that action immediately, in lieu of his next turn, if the crowd moves before he does) and succeed on a DC 15 Reflex save. Success indicates he can remain stationary, but as long as he remains in the crowd he is subject to the effects of violent motion (requiring a DC 15 Concentration check for spellcasting). Failure to save indicates the PC loses all actions for the round and is subjected to a trip attack. The crowd has a +8 bonus on the opposed attack roll to resolve the trip attack (plus size bonuses). A character knocked prone is trampled for 2d6 points of damage. A character can opt to move along with the crowd, giving up his actions and moving as part of the crowd.

When a crowd comes to a structure or an edge of the map, choose which way it goes from there. A crowd might reverse its direction, going back the way it came. Two crowds can pass through each other.



2 WERERAT ROGUES (HYBRID FORM)

CR 5

hp 25 each (4 HD)

Human rogue 3

LE Medium humanoid (shapechanger)

Init +6; Senses low-light vision, scent; Listen +9, Spot +10

AC 18, touch 16, flat-footed 12; DR 10/silver; evasion; dodge
Fort +6, Ref +11, Will +6

Speed 30 ft. (6 squares)

Melee rapier +9 (1d6+2/18–20) and
bite +3 (1d6+1 plus disease plus lycanthropy)

Base Atk +2; Grp +4

Special Actions sneak attack +2d6

Abilities Str 14, Dex 22, Con 14, Int 13, Wis 12, Cha 8

SQ rat empathy; trap sense +1, trapfinding

Feats Alertness, Dodge, Iron Will, Weapon Finesse, Weapon
Focus (rapier)

Skills Balance +8, Bluff +5, Climb +6, Disable Device +9, Hide
+13, Jump +10, Listen +9, Move Silently +13, Open Lock
+14, Search +7, Spot +10, Swim +14, Tumble +14

Combat Gear 2 potions of cure moderate wounds, 2 potions
of invisibility

Possessions combat gear plus rapier, masterwork thieves
tools, 5,000 gp in stolen gems, 250 pp

Disease (Ex) Filth fever, Fort DC 14 negates, incubation 1d3
days, 1d3 Con + 1d3 Dex

Curse of Lycanthropy (Su) Fort DC 15 negates; see MM 178
for affliction details

TACTICS

The two wererats are part of a plan to loot the marketplace's most affluent merchants. The explosion to the east is a granary being set afire by their compatriots. The dire rats are there to keep the cityfolk distracted while they grab gems and other valuable items from these stalls.

The wererats' plan is to grab as many valuables as they can and escape into the confusion. They shifted into hybrid form, however, knowing they might face trouble. The wererats fight by tumbling and flanking their opponents, using their dire rat paws to maximize their effectiveness. The wererats have no loyalty to their creatures or each other, however. If either takes more than 75% of its hit points in damage, it flees into the nearest crowd, shifting back into human form and escaping with whatever loot it has taken.

4 DISEASED DIRE RATS

CR 1

hp 32 each (6 HD)

N Medium animal

Init +3; Senses low-light vision, scent; Listen +5, Spot +5

AC 15, touch 14, flat-footed 12

Fort +3, Ref +7, Will +5

Speed 40 ft. (8 squares); climb 20 ft.

Melee bite +6 (1d4 plus disease)

Base Atk +3; Grp +5

Abilities Str 14, Dex 16, Con 14 Int 1, Wis 12, Cha 4

Feats Alertness, Improved Natural Armor, Weapon Finesse

Skills Climb +11, Hide +6, Listen +5, Move Silently +5, Spot

+5, Swim +11

Disease (Ex) Filth fever, DC 15 Fortitude negates, incubation
1d3 days, 1d3 Con + 1d3 Dex

MY HEROES!

If the PCs drive off the wererats or, better yet, kill them, things calm down in the Market Square fairly quickly. The owner of the stalls presents the party with a 2,000-gp gemstone as a reward and congratulates them publicly on their heroism.

If the PCs injure or kill any cityfolk through obvious callousness or tactical choices (such as discharging a *fireball* in a crowded area), however, the panic doesn't decrease when the wererats die or flee. The city guard eventually shows up (if the PCs hang around) and asks pointed questions. Unless the PCs deliberately injured or killed cityfolk in their fight, however, they get off with a warning and possibly a fine (DM's judgment).

CONTINUING STORY

The wererats are independent operators, flaunting the city guard and the Dark Traders alike. If the PCs defeat the wererats but don't kill them (perhaps driving them off or turning them over to the city guard), the party later hears that someone caught a wererat, forced it into hybrid form, then killed and skinned it, nailing the skin to the city's main gate. Such is the punishment of thieves against thieves.

HIGH POINTS

Encounter Level 10

This encounter takes place on the Thieves' Quarter map. Refer to the large poster map of the same name and the green encounter tags shown on the reproduction of the poster map on the inside front cover of this booklet.

The rooftops are dark and empty at night; just the place for a chase scene!

SETUP

Have the PCs place their figures within 2 squares of the edge of the map opposite from the title. A merchant (M) is yelling—he's been robbed. A shadowdancer (S) is climbing up toward the rooftops in an effort to escape.

When you complete the setup, read:

From the alley to the west you hear, "Help, help! Thief!"

You see a man dressed in fine robes jumping up and down pointing at a slim, dark figure scaling a ladder.

"She's stolen my gems! A thousand gold pieces for their safe return!"

Have the party roll initiative as the shadowdancer ends her move on the rooftop. She intends to lead the PCs on a hearty chase if they want to capture her!

FEATURES OF THE AREA

Rooftops: Each rooftop featured on this map is flat and roughly 15 feet off the ground. A character standing on a rooftop edge has cover against an opponent on the ground. A character at least 1 square back from a rooftop edge has total cover and total concealment against a character on the ground (this assumes all characters are Large or smaller).

When a character on the ground is adjacent to a wall that is in turn adjacent to a character on the rooftop, both characters receive cover (+4 bonus to AC) and concealment (20% miss chance) from each other.

A character who falls from a rooftop takes 1d6 points of damage unless he successfully makes a Jump or Tumble check (see those skill descriptions for details).

Bridges: The planks between each building are secured by thin ropes. Each can support up to 300 lb. without breaking. The planks have hardness 5, 15 hit points each, and are roughly 10 inches wide. As a full-round action, a character using a slashing weapon can cut the ropes and send a bridge tumbling to the ground below.

Moving across a bridge requires a DC 10 Balance check. See PH 67 for modifiers to Balance checks and the consequences for failure.

Statues: The most prominent building in the square, with the purple-tiled roof, features four statues of gargoyles on its corners. A character adjacent to a gargoyle can receive cover modifiers from characters on other rooftops, per normal cover rules.

Ladders and Climbing: Each ladder pictured on the map requires a DC -5 Climb check to ascend. Most characters can ascend these ladders automatically, but the Climb check DC is provided in case they try to ascend hurriedly or in combat.

Climbing the walls isn't terribly difficult, either. The walls are cobbled stone and wood and provide plenty of handholds and footholds. Ascending or descending one of the 15-foot-high outer walls of a building requires a DC 15 Climb check.

Lighting: There are light fixtures along ground level. Everything at ground level is well-lit, but all the rooftop areas are in shadowy illumination.

SHADOWDANCER

CR 12

hp 55 (12 HD)

Human shadowdancer 12

CG Medium humanoid

Init +8; **Senses** darkvision 60 ft.; Listen +12, Spot +17

AC 18, touch 14, flat-footed 18; uncanny dodge; evasion; defensive roll

Fort +5, **Ref** +15, **Will** +7

Speed 40 ft. (8 squares)

Melee +2 short sword +12/+7 (1d6+2/19–20, magic) and +1 dagger +11 (1d4+1/19–20, magic) or

Melee +2 short sword +14/+9 (1d6+2/19–20, magic)

Base Atk +8; **Crp** +8

Atk Options Combat Reflexes, hide in plain sight, sneak attack +4d6, summon shadow, shadow jump, shadow illusion

Combat Gear 2 potions of cure moderate wounds

Abilities Str 10, Dex 18, Con 10, Int 13, Wis 14, Cha 12

SQ trap sense +2, trapfinding

Feats Combat Reflexes, Dodge, Improved Initiative, Mobility, Spring Attack, Two-Weapon Fighting

Skills Balance +11, Bluff +16, Hide +19, Jump +21, Listen +12, Move Silently +19, Perform (dance) +11, Spot +17, Search +11, Sense Motive +12, Sleight of Hand +16, Tumble +21

Possessions combat gear plus *bag of holding* (Type I), +2 leather armor, +2 short sword, +1 dagger, *cloak of resistance* +2, *gauntlets of ogre power*, *boots of striding and springing*

Shadow Illusion (Sp) As *silent image* 1/day

Shadow Jump (Su) As dimension door 1/day, range 20 ft., between shadows only

Summon Shadow Summon a chaotic good shadow of up to 5 HD that can't be turned or rebuked

TACTICS

The shadowdancer wants to retrieve her hidden treasures and escape. She first moves up the ladder and across the rooftops toward the square marked 1 (see "Priorities," below). If the PCs pursue, she summons a shadow to help her.

The shadowdancer uses her hide in plain sight ability to shake pursuit. If that doesn't work, she'll destroy bridges and use *shadow jump* to move across a particularly long jump.

If wounded or pressed, the shadowdancer hides and summons a shadow ally. Then she attempts to eliminate her opponents with her sneak attack abilities. She would rather hide and attack, gaining sneak attack damage, than make multiple attacks without hiding. In a flanking situation, she attempts to make as many attacks as possible.



EL 10?

Even though the shadowdancer is a CR 12 opponent, this encounter is only EL 10 because she isn't actively trying to kill the PCs—she wants only to escape. She does attempt to kill the PCs if she's trapped or wounded badly enough, or if they stand between her and her treasure.

Award the PCS XP for a CR 10 encounter if they succeed in stopping the shadowdancer from escaping and return the treasure to the merchant. If you are using the "Continuing Story" option, award this XP if the PCs stop the shadowdancer and question her (regardless of what they do with the treasure or the information).

The PCs should feel free to keep any of the treasure they find in the shadowdancers' three stashes, since it does not belong to the merchant who cried for help.

PRIORITIES

The shadowdancer isn't a psycho killer; she's a thief. She has been picking the pockets of unwary merchants all evening. Unfortunately for her, her latest pigeon noticed her hand in his pocket, and now she has to run.

Even more unfortunately, the shadowdancer left her bags of loot hidden on various rooftops along the way (marked 1, 2, and 3). She doesn't want to leave anything behind for the daytime predators to find. If she ends her movement adjacent to a bag of treasure, she can spend a move action to pick it up and stow it.

Each treasure bag holds the following loot:

Bag 1: Two rolls (20 lb.) of finest silk cloth, worth 500 gp. Four platinum stitching needles (masterwork, worth 500 gp as a set).

Bag 2: Three potions of cure serious wounds and two potions of lesser restoration.

Bag 3: Two pouches stuffed with coins. One holds 250 gp, the other 500 gp.

If the shadowdancer reaches the edge of the map that contains the title, she runs off into the darkness and makes her escape into the city at large. If you wish, you can lay the Inn map alongside to prolong the chase.

CONTINUING STORY

The shadowdancer, Tibba Knightling, is an independent operator stealing from Dark Traders—and Dark Traders only. If apprehended, she reveals this fact by cursing the PCs as minions of Fretnar Threethumbs (who she knows personally, and hates). She is a font of information about the Dark Traders and their leadership. She offers to split her take with the PCs if they let her go—and to pay them more if they help her foil a Dark Trader scheme (see Ebb and Flow, page 12). She warns them about Kersnt Felroc, a silver-haired man with a griffon tooth necklace. He, she says, is Threethumbs' prime lieutenant and the main motivator in a deadly scheme.

A successful DC 10 Sense Motive check (Tibba isn't trying to resist, but she's naturally shady) reveals everything Tibba says is the truth.

EBB AND FLOW

Encounter Level 12

This encounter takes place on the Ratfang Sewers map. Refer to the large poster map of the same name and the green encounter tags shown on the reproduction of the poster map on the inside back cover of this booklet.

The sewer is dank and noisome, the flow of the city's foulness polluting the very atmosphere.

SETUP

Have the PCs place their figures within 2 squares of any edge of the map.

The polluted water elementals (W) are mingled with the sewer water in the points marked on the map. They do not form and attack until a PC comes within striking distance. When one elemental attacks, the other forms and moves to do the same.

When the PCs move close enough to "activate" an elemental, read:

The foul atmosphere of the underground sewers suddenly becomes ten times worse. With a rush of putrid water and dark slime, the water before you rises up out of its trough, forming an almost humanoid figure. It flows toward you and attacks!

Have the party roll initiative as the polluted water elemental forms. Any creatures close enough must also save against its stench ability.

The elementals aren't the only creatures that inhabit this section of the sewers. Two spirit nagas are scouting the area as a potential lair. They know about the water elementals and hope to use them as sentries eventually. The nagas (N) appear 2 rounds after the elementals engage the PCs in combat. Roll initiative for the nagas at the top of the third round.

When the nagas appear, read:

A 15-foot-long serpent slithers into view from a darkened sewer tunnel. Its glistening black body is ringed with crimson bands, and its head looks vaguely human. It hisses in Common, baring its fangs. "Come forth, sister. We have guests!" Suddenly, a second serpent appears from another direction.

When coordinating tactics, the nagas speak in Abyssal. Otherwise, they speak in Common. The nagas can't control the polluted water elementals and try to stay outside their reach.

FEATURES OF THE AREA

Boxes, Crates, and Walls: The boxes and crates in the basement section are piled 10 feet high—leaving 5 feet of clearance to the 15-foot-high ceiling of the sewer. The walls go up to the ceiling and are made of slimy, black stone.

Sewer Water: All the flowing sewer water is only about 6 inches deep. Characters moving through need to succeed on DC 5 Balance checks or slip and end their movement (or fall, if they fail by 5 or more). The water in the two pools, however, is 10 feet deep and might require Swim checks. Anyone entering these pools of

water or drinking from any of the sewer water must succeed on a DC 16 Fortitude save or catch *blinding sickness* (DMG 292).

Lighting: There is no light in the sewer area, except what the PCs bring with them.

2 POLLUTED WATER ELEMENTALS

CR 7

hp 127 each (15 HD advanced)

NE Large elemental (extraplanar, water)

Init +5; **Senses** darkvision 60 ft.; Listen +9, Spot +9

AC 20, touch 11, flat-footed 18; **DR** 5/—

Immune elemental traits

Fort +13, **Ref** +7, **Will** +5

Speed 20 ft. (4 squares); swim 90 ft.

Melee 2 slams +15 each (3d8+5)

Space 10 ft.; **Reach** 10 ft.

Base Atk +11; **Grp** +20

Atk Options drench, vortex

Abilities Str 20, Dex 14, Con 19, Int 6, Wis 11, Cha 11

SQ stench, water mastery

Feats Cleave, Great Cleave, Improved Bull Rush, Improved Initiative, Improved Natural Attack (slam), Power Attack

Skills Listen +9, Spot +9

Drench (Ex) The elemental's touch puts out torches and other open nonmagical flames. The creature can dispel magical fire it touches as *dispel magic* (CL 21st).

Stench (Ex) Sicken living nonelemental creatures within 30 feet for 10 rounds, Fortitude DC 18 negates.

Vortex (Ex) The elemental can transform itself into a whirlpool once every 10 minutes, provided it is underwater (MM 101).

Water Mastery (Ex) The elemental gains a +1 bonus on attack and damage rolls if both it and its opponent are touching water. If the opponent or the elemental is touching the ground, the elemental takes a -4 penalty on attack and damage rolls.

TACTICS

Gated in from the Elemental Plane of Water and corrupted by foul magic, these water elementals are polluted and—if such can be said of an elemental—totally mad with pain and suffering.

The elementals use Power Attack on any opponent they successfully hit in a previous round. When possible, the creatures move toward the larger pools in the area, grappling opponents and pulling them inside. Then, they use their vortex ability.

2 SPIRIT NAGAS

CR 9

hp 88 each (9 HD)

CE Large aberration

Init +1; **Senses** darkvision 60 ft.; Listen +14, Spot +14

AC 21, touch 15, flat-footed 18

Fort +7, **Ref** +8, **Will** +9

Speed 40 ft. (8 squares)

Melee bite +9 (2d6+6 plus poison)

Space 10 ft.; **Reach** 5 ft.

Base Atk +6; **Grp** +14

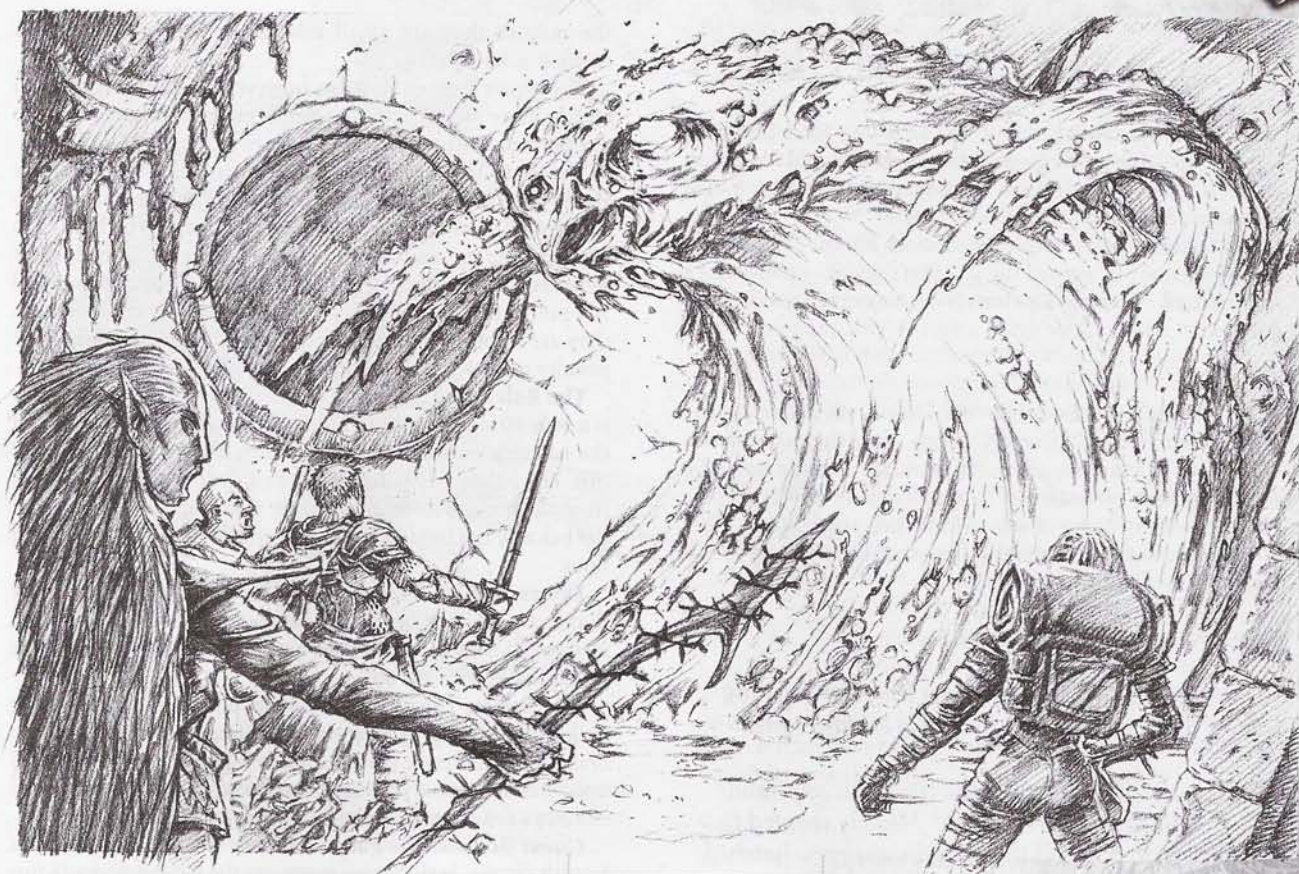
Atk Options charming gaze, spells

Spells Known (CL 7th):

3rd (5/day)—*hold person* (DC 16), *lightning bolt* (DC 16)

2nd (7/day)—*cat's grace*, *false life*, *summon swarm*

1st (7/day)—*cure light wounds*, *expeditious retreat*, *magic missile*, *obscuring mist*, *shield of faith*



0 (6/day)—*cure minor wounds*, *daze* (DC 13), *detect magic*, *mage hand*, *open/close*, *read magic*

Abilities Str 18, Dex 17, Con 18, Int 12, Wis 17, Cha 17

Feats Ability Focus (charming gaze), Alertness, Combat Casting, Eschew Materials^B, Lightning Reflexes

Skills Concentration +13, Listen +14, Spellcraft +10, Spot +14

Charming Gaze (Ex) As *charm person*, 30 feet, Will DC 19 negates.

Poison (Ex) Injury, Fortitude DC 18, 1d8 Con/1d8 Con.

TACTICS

The spirit nagas have cast *cat's grace*, *false life*, and *shield of faith* on themselves (already factored into their statistics). However, their tactics differ once the battle is joined.

One naga tries to immobilize enemies with *hold person* spells, favoring targets that are within striking distance of the water elementals. It uses its charming gaze against any foe that comes within 30 feet of it. If it can catch multiple foes with its *lightning bolt* spell, it does so.

The other naga uses *summon swarm* spells to conjure forth rat swarms and spider swarms (MM 239), which appear in squares occupied by the PCs and pursue them wherever they go. The naga then bombards distracted PCs with *magic missile* spells. It saves its charming gaze for enemies who attempt to engage it in melee combat.

If either naga succeeds in charming a PC, it urges the PC to attack the water elementals or simply leave the area. If all the PCs are charmed, the nagas urge them to depart the sewers, leaving behind their weapons and valuables; if the

PCs return at some later point, the abandoned items and the nagas are gone.

The spirit nagas welcome melee combat. However, a spirit naga reduced to half its hit points or fewer casts *obscuring mist* and withdraws to a safe corner where it can spend a couple rounds casting *cure light wounds* spells on itself. A naga reduced to 15 or fewer hit points attempts to flee, using *expeditious retreat* to increase its speed and shake pursuers.

CONTINUING STORY

The shadowdancer from the High Points encounter tells the PCs that she's learned of a plot by Threethumbs to poison the city's water supply. He was extremely angry that another of his extortion plots (see *Shakedown*, page 3) failed, so he's decided to wreak havoc on the city. Tibba indicates that the poisoners are using the sewers to get to the city's main water supply unobserved. She offers to help the PCs head them off.

Unfortunately, Tibba's information is incorrect. This is a trap (set for the PCs if they've been interfering with the Dark Traders, or Tibba, if the characters are new to town). Once the PCs enter the sewers, the polluted water elementals attack.

After fighting off the elementals, the PCs find an ivory claw lying amid the muck of the sewers. One part of the claw has been smoothed mechanically, as if it once rested in a setting—like on that of a necklace.

AMBUSH

Encounter Level 14

This encounter takes place on the Griffon's Nest Inn map. Refer to the large poster map of the same name and the green encounter tags shown on the reproduction of the poster map on the inside back cover of this booklet.

The characters have attracted enemies, but they've received a tip. Someone has warned the PCs that they need to look for a silver-haired man at the Griffon's Nest. He can tell them what's going on.

SETUP

Allow the PCs to place their miniatures anywhere on the ground floor of the Griffon's Nest Inn. Place their opponents, an assassin (K) and two giants (G), as marked on the map. The two giants have been affected by a spell similar to *reduce person*. They're wearing heavy cloaks to hide their true nature. Place other figures around the area. There should be at least a half-dozen patrons in the Griffon's Nest.

When you complete the setup, read:

You overhear a loud man near the stage regaling those around him with a story of the inn's past.

"... so a griffon flies over the city walls and lands in the thatch on the inn's roof. Nobody wanted to bother it, so it stayed there, laid some eggs, hatched 'em, and the whole family flew off!"

"But the inn has a wooden roof!" a bystander interjects.

"A' course! If you were the innkeeper, wouldn't you change?!"

A chorus of laughs greets the familiar punch line. But the laughs cut off as the speaker starts. "Hey, what's going on?"

A figure near the stage shrugs off an oversized cloak, revealing the ugliest, most misshapen humanoid you've ever seen. And then he begins to grow.

The "humanoid" doesn't stop growing until he ends up giant-size. Replace both giant miniatures with Large miniatures and roll initiative. The assassin on the balcony was expecting trouble. Now, he's making his move.

FEATURES OF THE AREA

Tables and Chairs: Several round and rectangular tables provide eating and drinking space for the Griffon's patrons. Squares occupied (or partially occupied) by tables are considered difficult terrain for Medium or smaller creatures and the table can provide cover to adjacent characters. A character can "step up" onto a table as a move action, gaining higher ground benefits against those on the floor. Small stools surround these tables but are not marked on

the map as they are small enough not to interfere with combat maneuvering.

The chairs facing the stage, however, are high-backed and sturdy. They are difficult terrain to move through and share the same characteristics as tables.

The Bar: The corner bar area consists of a solid oak bar about 4 feet high (there are step-stools for smaller customers) in front of shelves containing various drinks. The bar is too high to "step up" on automatically (a Jump or Climb check is required). The bottles on the shelves are glass or clay and deal 1d3 points of damage as melee or thrown weapons—though they are improvised weapons and most characters take a -4 penalty on attack rolls for using them.

The Balcony: The ceiling above the stage and seating area is nearly 40 feet high (with rafters all along the top 10 feet) and the balcony rests nearly 20 feet above the main floor of the inn. The balcony is railed and provides cover against attacks from the ground floor. A character standing 5 feet back from the balcony has total concealment and cover from the ground floor.

Doors and Windows: All the doors in the inn are solid (hardness 10, hp 20) and each can be locked (Open Lock DC 20 to pick). The windows have bars on them (DC 30 Strength check to bend or tear out).

The Cellar: The cellar is filled with supplies. The smaller casks and the hanging meat are difficult terrain, while the large crates near the sewer grate are 5 feet high and can be climbed upon but not moved through. The sewer grate leads down into the city's sewers and can be opened as a move action.

Guest Rooms: The guest rooms on the first floor contain bunk beds, while the larger rooms on the second floor are furnished with single beds and some better furnishings. There is a 50% chance that a door to a room is locked at any given time.

2 HILL GIANTS

CR 10

hp 140 each (15 HD)

CE Large giant fighter 3

Init +3; Senses low-light vision; Listen +11, Spot +11

AC 19, touch 8, flat-footed 19

Fort +15, Ref +4, Will +8

Speed 40 ft. (8 squares)

Melee mace +22/+17/+12 (2d6+10)

Ranged table/chair +7 (2d6+10)

Space 10 ft.; Reach 10 ft.

Base Atk +12; Grp +23

Atk Options rock throwing (penalty for throwing tables); Power Attack (up to +12); Cleave; Combat Reflexes

Combat Gear potion of cure moderate wounds

Abilities Str 30, Dex 9, Con 18, Int 13, Wis 12, Cha 10

Feats Cleave, Combat Reflexes, Improved Initiative, Iron Will, Toughness, Power Attack, Weapon Focus (mace), Weapon Focus (thrown rock)

Skills Climb +19, Intimidate +13, Jump +19, Listen +11, Spot +11

Possessions combat gear plus leather armor, large mace

TACTICS

These hill giants are smarter than most of their kind. They move into positions in the stage area not to take advantage of the higher ceilings (even the hill giants don't have to stoop in the inn's main room), but to give their assassin boss a better view of the battle. They try to stand close to each other,



making it more difficult for the characters to move around and flank them and maximizing their chances of taking attacks of opportunity.

The hill giants prefer to target lightly armored opponents—particularly spellcasters—and use their Power Attack feat to great effect. If attacked by a rogue, they ready actions to counter Tumble or Spring Attack attempts. Against heavily armored fighters, one of the hill giants drops his weapon and attempts to grapple, trying to hold the fighter while the other giant beats him to death.

ASSASSIN

CR 12

hp 56 (12 HD)

Human assassin 12

NE Medium humanoid

Init +8; Senses Listen +8, Spot +14

AC 20, touch 14, flat-footed 16; Dodge; improved uncanny dodge

Fort +6, Ref +14, Will +7; +3 against poison

Speed 30 ft. (6 squares)

Melee +1 *shocking rapier* +14/+9 (1d6+4/18–20 plus 1d6 electricity)

Base Atk +8; Grp +10

Atk Options death attack, sneak attack +7d6, Spring Attack

Combat Gear 2 beads of force

Assassin Spells Known* (CL 7th):

1st (4/day)—*feather fall*, *jump*, *obscuring mist*, *true strike*

*This assassin's Intelligence score isn't high enough to learn spells beyond 1st level.

Abilities Str 14, Dex 18, Con 13, Int 12, Wis 10, Cha 10

SQ poison use, trapfinding, trap sense +1

Feats Dodge, Improved Initiative, Iron Will, Mobility, Spring Attack, Weapon Finesse (rapier), Weapon Focus (rapier)

Skills Balance +12, Bluff +14, Climb +16, Disable Device +15, Hide +18, Disguise +8, Listen +8, Move Silently +12, Spot +14, Tumble +18

Possessions combat gear plus *cloak of resistance* +2, *gloves of Dexterity* +2, +2 *mithral shirt*, +1 *shocking rapier*, ten 150 gp gems

Death Attack (Ex) If an assassin studies his victim for 3 rounds and then makes a sneak attack with a melee weapon that deals damage, the sneak attack paralyzes or kills the target (assassin's choice) unless the victim succeeds on a DC 18 Fortitude save.

TACTICS

The assassin doesn't want to go down fighting. If possible, he watches the fight either from upstairs or from hiding and studies a single opponent (preferably one on the fringe) and then launch a death attack at that enemy. If he succeeds, he might continue to fight, but if the assassin takes any significant amount of damage (25% or

more of his total hit points), he attempts to flee down into the sewers. If confronted, he attempt sto use his Bluff skill to set up further sneak attacks.

ESCAPE

The PCs should notice the assassin escaping—particularly if he tries to kill one of them on the way. He won't blindly run from them, so engaging him keeps him around. If the PCs do let him get into the sewer grate, however, you can choose to say he escapes automatically, or you can continue the action in the sewer system below (using the Ratfang Sewers map).

CONTINUING STORY

The assassin is Kersnt Felroc, right-hand man of Threethumbs and perhaps the most dangerous man in the city. Kersnt received a tip that the PCs might be hunting him (thanks to Tibba) and has decided to "dissuade" pursuit. If he is captured, Kersnt gives up Threethumbs as the leader of the Dark Traders in exchange for being allowed to leave the city. He provides proof the PCs can take to the city guard, turning Threethumbs into a wanted felon.



Three of the battle maps in *City of Peril*, in addition to their usefulness for the Dungeons & Dragons roleplaying game, were designed to allow exciting battles using the *DUNGEONS & DRAGONS Miniatures Game* skirmish rules. These are Ratfang Sewers, Market Square, and Thieves' Quarter. Each of these three maps is legal for DCI-sanctioned *D&D Miniatures Game* tournament play. The following rules apply to skirmishes that take place on these maps:

DIAGONAL WALLS

In some cases, the lines that denote impassable terrain might cut the corner of a square. If the center of a square is open, then that square is open terrain, even if a corner of that square is part of a wall. If the center of a square is impassable terrain, then that square is treated as a wall.

Some areas of impassable terrain have diagonal walls. "+" symbols mark the points along the battle grid where the wall would intersect with the squares of the grid. When determining lines of sight, use the "+" symbols as a reference for the location of the wall. Diagonals always pass through the midpoint of a square's edge.

MOVING PAST DIAGONAL WALLS

A creature can move diagonally past an open corner of an otherwise impassable terrain square. An open corner is a corner created by the edge of a diagonal wall passing through the square.

MARKET SQUARE

The Market Square map contains buildings near the edges of the map that are impassable terrain, indicated by the absence of grid lines on top of those buildings. A large statue stands in the center of the market. Doors, such as those along one of the Start B locations, are ignored when moving or drawing lines of sight.

The map also features Market Stalls, which slow creatures and can block line of sight. Such squares are marked by a special Market Stall terrain symbol. Moving into a Market Stall square takes 2 squares of movement (or 3 squares if moving diagonally), as if it were difficult terrain. Line of sight and line of effect are blocked if the line touches a corner of a Market Stall square or two edges of the same Market Stall square. A creature can still trace line of sight and line of effect to creatures and squares in its own space as well as to adjacent creatures and squares.

RATFANG SEWERS

The most prominent features of the Ratfang Sewers map are the channels of sewage and wastewater. A creature in a sewage square is affected by Stench (living creatures without Stench gain attack -2, save -2 and -2 AC). This does not stack with the Stench special ability. A square is a sewage square if its center is covered with watery green sewage.

The Ratfang Sewers map also contains secret doors that lead out from the start areas. Secret doors are treated as walls, except that a creature can move through a secret door normally. A creature can move (or be moved) through a secret door only on its own turn, and a creature cannot end its move on a secret door square.

In a skirmish game, the normal doors are ignored, as are the iron gates that surround one area of the map.

THIEVES' QUARTER

Narrow buildings and back alleys provide a multileveled skirmish battleground, as your creatures battle between and atop the buildings.

If a creature is on a rooftop, that creature has line of sight to other creatures on the same rooftop. When determining line of sight between creatures on different rooftops, or when one creature is on a rooftop and the other is on the ground, line of sight is blocked if it crosses two edges of the same rooftop square (or a corner of such a square). Line of effect is similarly blocked.

For melee attacks, rooftop squares are not considered adjacent to ground-level squares. This means that moving along a rooftop past a creature on the ground would not provoke attacks of opportunity. Likewise, a creature on a rooftop square cannot use a melee attack against a creature on a ground square, and vice versa.

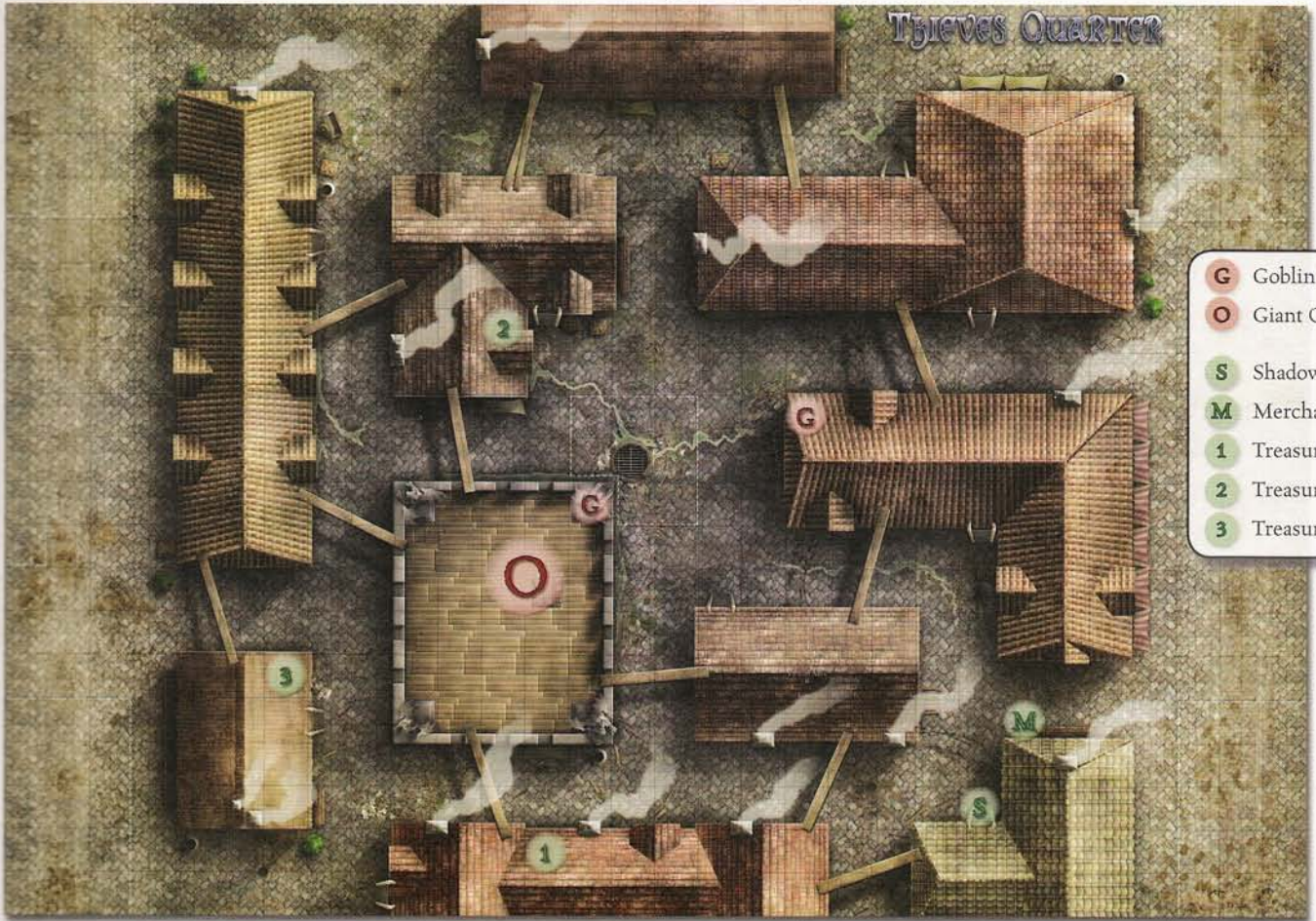
Moving Up: There are nine ladders on the map. A creature in a ladder square can use 2 squares of movement to move to an adjacent rooftop square.

Moving Down: A creature on a rooftop and adjacent to a ladder square can use 2 squares of movement to move into that ladder square. A nonflying creature that moves from a rooftop to an alley square in any other fashion takes 10 points of damage (unless crossing a bridge).

Bridges: Wooden planks serve as bridges linking the buildings. A creature can move from one end of a bridge to the other, but cannot end its movement on a bridge. The creature's path must include the rooftop squares at the endpoints of each bridge.

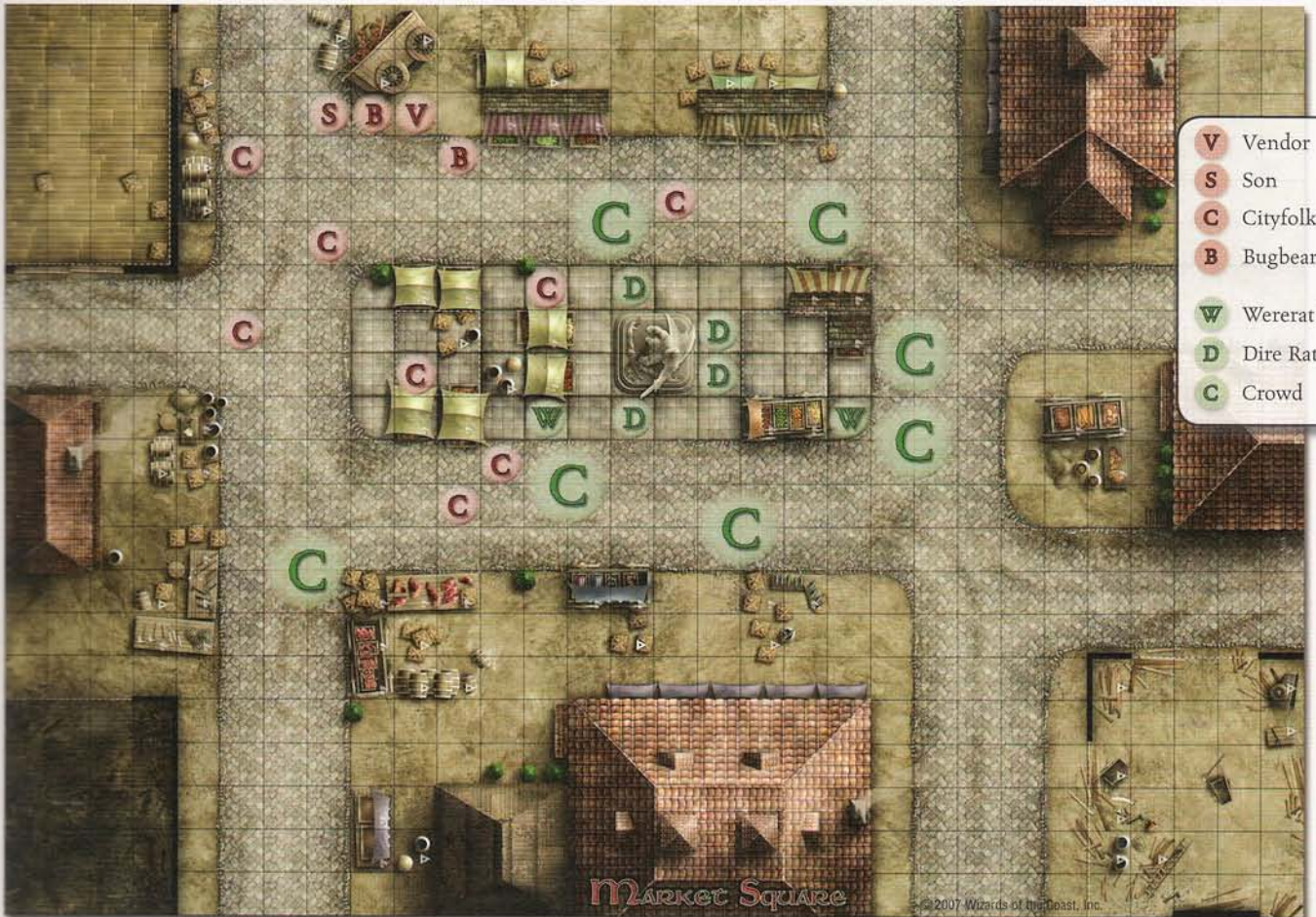
Flying creatures can move over rooftop and ground squares interchangeably. A Large flying creature must end its movement entirely on rooftop squares or ground squares. A flying creature with the ability to make an attack while moving must be entirely in ground squares to attack a creature on the ground, but can make such attacks against creatures on rooftops even when in ground squares.

THIEVES' QUARTER



- G** Goblin Sniper
- O** Giant Owl
- S** Shadowdancer
- M** Merchant
- 1** Treasure Bag
- 2** Treasure Bag
- 3** Treasure Bag

MARKET SQUARE



- V** Vendor
- S** Son
- C** Cityfolk
- B** Bugbear
- W** Wererat Rogue
- D** Dire Rat
- C** Crowd

THIEVES QUARTER

Start Area
B

Start Area
A

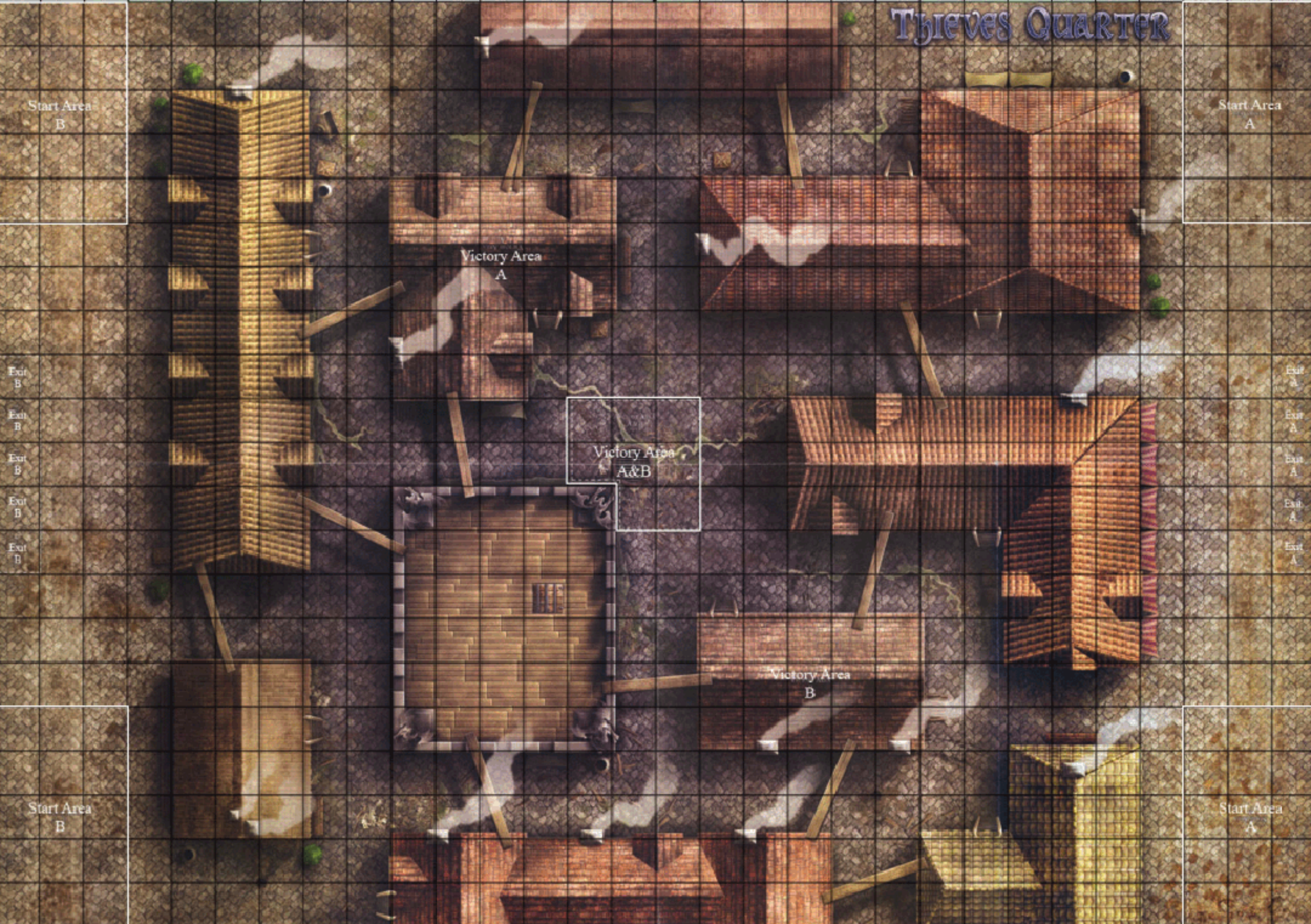
Victory Area
A

Victory Area
A&B

Victory Area
B

Start Area
B

Start Area
A





Start Area
A

Start Area
B

Victory Area
A

Victory Area
B

Start Area
A

Start Area
B

Exit
A

Exit
A

Exit
A

Market Square

MARBLE TALL FOURTH FLOOR
THE SAME RULES AS FOREST TERRAIN.

Exit
B

Exit
B

Exit
B

Exit
A

Exit
A

Exit
A

Secret
A being creature walked through that stands in a square
of average game track to save 3 and 2 AC.

Secret Door
Behind a wall, through a creature
can move through normally up to them.

Start Area
A

Start Area
B

Ratfang Sewers

Victory Area
B

Victory Area
A

Exit
A

Exit
B

Exit
A

Exit
B

Exit
A

Exit
B

Start Area
A

Start Area
B





Grillon's Nest Inn

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Grillon's Nest Inn

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