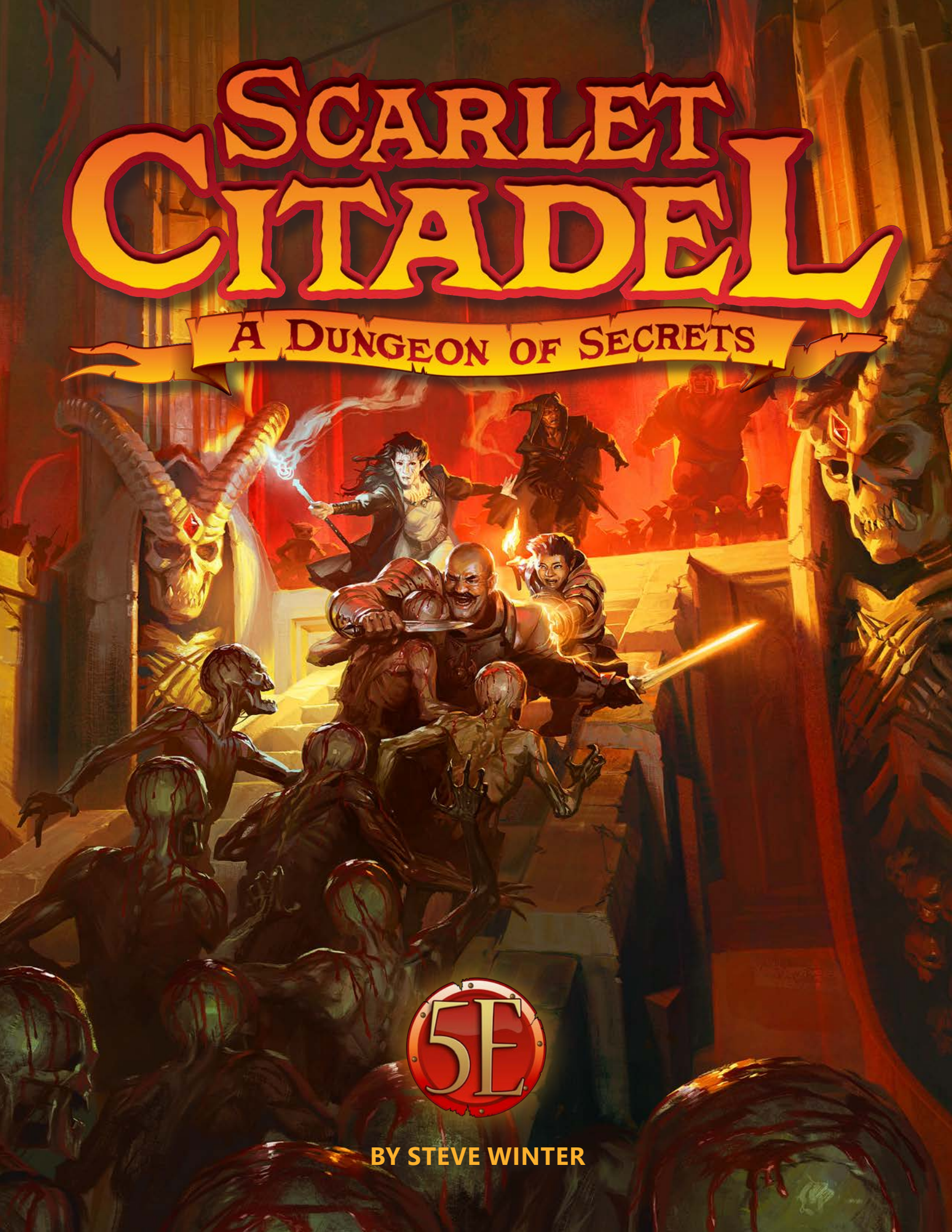


SCARLET CITADEL

A DUNGEON OF SECRETS



BY STEVE WINTER

SCARLET CITADEL

A DUNGEON OF SECRETS



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CREDITS

DESIGNER: Steve Winter

ADDITIONAL DESIGN: Wolfgang Baur, Scott Gable, and Victoria Jaczo

EDITOR: Misty Bourne

ADDITIONAL EDITING: Victoria Rogers

COVER ARTIST: David Auden Nash

INTERIOR ARTISTS: Miguel Regodón Harkness, Marcel Mercado, William O'Brien, Sam Perin, Florian Stitz, Bryan Syme, Egil Thompson

CARTOGRAPHY: Jon Pintar

LAYOUT AND GRAPHIC DESIGN: Marc Radle

ADDITIONAL LAYOUT: Anne G. S. Gregersen

FANTASY GROUNDS DIGITAL EDITION: Linda Buth

ROLL20 DIGITAL EDITION: Nic Bradley

SHARD TABLETOP DIGITAL EDITION: Haley Howard

DIRECTOR OF DIGITAL GROWTH: Blaine McNutt

ART DIRECTOR: Marc Radle

EDITORIAL DIRECTORS: Amanda Hamon and Thomas M. Reid

DIRECTOR OF OPERATIONS: T. Alexander Stangroom

PUBLISHER: Wolfgang Baur

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INTRODUCTION

The Scarlet Citadel is a relatively straightforward adventure for players and the GM, but levels of the complex are connected both by key story elements and stairs. You'll also need to understand the relationships between inhabitants to get the most from this material.

The unifying villain of the Scarlet Citadel is Gellert the Gruesome, last (or nearly last) scion of the noble family of Holzanger, who built the citadel and once ruled the surrounding territory. Gellert dwells deep in the catacombs, where he can conduct his research on Void magic and the manipulation of ley energy in perfect seclusion. He's not, however, entirely cut off from the world. Powerful figures on other levels of the dungeon serve as his lieutenants in the underworld and as his liaisons to the surface world. Everything living beneath the Scarlet Citadel fears Gellert's power to one extent or another, though few have ever met the legendary sorcerer face-to-face.

LEVEL 0: RUINED CITADEL

Much of the original aboveground structure still stands, although it's not usable as a fortress in its present condition. Over the decades it has been used as a hideout by bandits and as a base of operations for adventurers exploring the area. Currently, it's been taken over by harpies that live in the basement of the main keep. They drive away most would-be heroes and sometimes terrorize nearby farms and logging camps. The harpies also throw their scraps to the owlbears that prowl the territory. The occasional presence of those predators contributes to keeping the crumbling fort free of curious interlopers.

LEVEL 1: DUNGEON AND CRYPT

The entrances characters are most likely to find lead to underground passages and chambers that served as the castle dungeon when the Scarlet Citadel was still occupied by the Holzanger family and by the bandits who used it afterward. Unsurprisingly, in a world where rocs and dragons are real security concerns, the

underground portion of the fortress was more extensive than the aboveground works. The current chief occupants of this level are a psychotic, sadistic torturer and serial killer known locally as the Gaoler, along with a handful of equally twisted creatures that serve him. The Gaoler has no connection with Gellert the Gruesome, who tolerates his presence as a deterrent to explorers.


Beyond the Gaoler's chambers are ancient crypts of the Holzanger family. This section is rife with undead, thanks to a weak spot in the dimensional barrier between Midgard and the Dry Lands. That realm's corruption seeped into the crypts for centuries and worked its foul magic on the remains interred here. Even the Gaoler avoids the crypts and guards against incursions from wandering undead.

LEVEL 2: SCRIPTORIUM AND ALCHEMIST'S FURNACE

This level of the dungeon houses the arcane scriptorium and the mystical alchemy furnace. Cagoth-ze, Danaska Maksilov, and their servants reside here, as do a group of covert dust goblins.

Cagoth-ze is a gnome wizard who hopes to unlock the secrets hidden in the forgotten scriptorium. The monographs buried here date back to the earliest years of the Holzanger residency and even to the time of the elves who predated them. In his quest to restore the heavily damaged manuscripts, Cagoth-ze has become a master of time-manipulating magic. He is also a loyal vassal and apprentice of Gellert the Gruesome, since Cagoth-ze's arcane interests overlap Gellert's areas of study. When Gellert needs to be represented on the surface, Cagoth-ze is the person he's most likely to send as his agent.

The alchemist Danaska Maksilov is a human from the Magdar Kingdoms. Maksilov specializes in the study of slimes and oozes. She's managed to assemble an impressive laboratory for her studies, which also involve propagating novel species of her favorite creatures with unique properties.



Finally, a scavenging band of dust goblins has crept into this level, unbeknown to Cagoth-ze and Maksilov. They're discreetly exploring, mapping the level's layout, and spying on its inhabitants with admirable caution while they size up the prospects for plunder.

LEVEL 3: DWARVEN BARRACKS

This level was carved out by a band of dwarven mercenaries from Melana who joined forces with Gerhardt III 150 years ago. All one hundred dwarves of the warband (which included not only soldiers of fortune but also owlbear trainers and a few skilled ring mages) resided in these spacious barracks styled after the great subterranean halls of their homeland.

When the aboveground portion of the Scarlet Citadel was overthrown and sacked by the knights of Khors 110 years ago, the dwarves stayed on, secure in their underground fortress with their ring magic and specially bred dire owlbears—or so they believed. But trollkin knew about the barracks. A few had even been hired as heavy laborers during construction, and that proved a fatal mistake for the dwarves. After a protracted siege to weaken the dwarves, the trollkin assaulted the fortifications with fierce determination. Gate by gate, room by room, barricade by barricade, the trollkin battered, smashed, mined, and burned their way through the stronghold until every dwarf was slain and the magnificent halls were theirs.

A handful of trollkin still live here. They pledge no fealty to Gellert the Gruesome, but they fear him and his lieutenants Cagoth-ze and Imortra the Debased, who control the levels above and below this one, respectively.

Because of the dungeon's layout, characters are unlikely to find an entrance to the lower three levels that doesn't involve coming through this level. That means they must either kill all the trollkin or strike some sort of deal with them for safe passage. The first option won't be easy, but it might be more attainable than the second. If the trollkin aren't destroyed or bribed generously, they'll be a deadly threat to the explorers' only line of retreat.

LEVEL 4: BAT CAVERNS AND DIABOLIST

Three distinct groups coexist on this level.

First is a cult of humanoids who worship Camazotz, the demon lord of bats, and a colony of giant bats that shares the cult's large cavern. Other than their fearsome high priest, cult members tend to be maimed and degenerated examples of humanoid stock. The bats, however, are healthy and savage. These creatures have nothing to do with Gellert, and he takes little interest in them.

Imortra the Debased is the second of Gellert's disciples, ranking above Cagoth-ze in power and influence with their master. She is an elfmarked diabolist who shares Gellert's interest in the Void and sometimes helps directly in his research. Imortra commands several devils of significant power and can call more when needed.

The last group is a small band of derro outcasts who pledged themselves to Imortra out of deference to her diabolical power. They provide her some amount of security (supplementing her indentured devils) and bring her humanoid captives gathered from far and wide to serve as menial laborers and test subjects.

Important features of the caverns shared by Imortra and the derro exist outside the normal reality of Midgard. They are accessible only by imbibing fungal potions distilled by the derro.

LEVEL 5: BLACK RIVER

The earliest members of the Holzanger family who built the Scarlet Citadel, and possibly the elves before them, understood the site was the confluence of three ley lines. What they didn't know was the fortress also sat atop a stretch of the Black River (the term applied by cultists of Charun to shadow roads). Ironically, this section of shadow road coincides with a subterranean river, making the cult's metaphoric label literally true in this locale. In the manner of most theologically driven zealots, the cultists fixated on that accident of nature and invested it with an importance far beyond its simple symbolic coincidence. They carved a temple to their dark god into the caverns surrounding the river and set about their grim worship.

Eventually, the cultists discovered the Howling Halls beneath their temple, and the head of the cult was drawn to investigate Void magic. He entered into an alliance of convenience with Void cultists, and soon they were as numerous in the temple as followers of Charun. Conflicts followed inevitably, until eventually the Void cultists declared the temple theirs and made it clear Charun's adherents were not welcome and wouldn't be tolerated.

Even the Void cultists couldn't hold the temple forever. Other creatures coveted what the cultists had and challenged them for possession of the site. The Void cult defended its shrine for decades, but the enemy was persistent and patient. The only cultists who remain now are undead, and they share the halls and the river with demons, water trolls, and other aquatic monstrosities.

Despite such fearsome neighbors, one resident is the undisputed master of this level: Gellert the Gruesome. He confines himself mostly to his residence and to the few locales that hold interest for his research into ley lines, shadow roads, and the Void, leaving the other denizens of the caverns to do as they please.

LEVEL 6: HOWLING HALLS

At the lowest level of the dungeon is an enigma: a massive *sphere of annihilation*, somehow bound in place by an unknown entity in a forgotten age. It pulls terrific wind through the twisting, elementally-charged tunnels of the labyrinth. The sphere's connection to the Void makes it of great interest to Gellert the Gruesome. Ideally, he'd like to find a way to take control of it, but that goal has eluded him for four decades. Meanwhile, the Howling Halls surrounding the sphere are flooded with elemental energy, making them by far the most dangerous places in the entire dungeon complex.

LEY LINES

The site of the Scarlet Citadel is extremely potent with ley-line energy. The titanic White Road runs fewer than 60 miles to the south, and lesser ley lines crisscross the region. Most importantly, a ley line tributary wanders across almost the entire site and forms a sizable eddy beneath the fortress. Even better, this ley line forms a connection between the White Road, the Pontoretto ley line of Valera, a smaller line called the Wandering Crow, and even a shadow road to the northwest—or at least it does now, thanks to blood-soaked rituals enacted centuries ago by Gellert's ancestor Gerhardt the Elder.

This confluence and pooling of energy is all but unique in Midgard, and it's the most closely guarded secret about the site. The only way for low-level characters to uncover a bit of arcane history this esoteric would be to spend at least a month in research at one of the great libraries of Zobeck or Hirschberg—or a few hours in the Arcane Scriptorium beneath the citadel. It's why Gellert the Gruesome and his minions value the family estate so highly in spite of its gross deterioration. Spellcasters who utilize ley-line magic as described in *Deep Magic 5: Ley Lines* are considered to be in the vicinity of a titanic ley line anywhere on this level.

OVERLAYS

The Scarlet Citadel includes many areas that change during play or that contain secrets characters must work to reveal. These are represented on map overlays. When conditions change or when characters trigger a secret revelation, place the appropriate overlay on the map. The illustration below shows how the overlays work in conjunction with the large poster maps to create new conditions within the dungeon levels.





SCARLET CITADEL

DUNGEON

FAMILY CRYPT

ALCHEMIST'S FURNACE

ARCANE SCRIPTORIUM

DWARF BARRACKS



BAT CAVERNS



BLACK RIVER



HOWLING HALLS

SOUND

Unless characters take great pains to be quiet about everything, a fight in one chamber will be heard in nearby chambers. Any battle that stretches beyond a single surprise round makes enough noise to be heard elsewhere.

A fight loud enough to be overheard by dungeon creatures in other areas can have several results. The first is that creatures in adjoining chambers move to join the fight. They might rush straight in, or they might maneuver around to attack from an unexpected direction. The second possibility is they might pull back to a position where they can make a better defense or stage an ambush. The third option, available only in certain cases, is creatures might remotely trigger a trap in the chamber where characters are.

Some chamber descriptions include a note about what can happen if a noisy fight breaks out. Where they don't, noise can always be heard in adjacent chambers. Creatures two chambers away notice if they make a successful DC 12 Wisdom (Perception) check. For a group of creatures, use the best Perception score and make a single check with advantage to represent the group. Especially loud spells such as *knock* and *thunderwave* can be heard everywhere throughout the level, and even on the level above and below if the GM wants (sound travels well through stone).

Everything said about fighting applies equally to any sort of sound, whether that's bashing open a door, breaking a flask, falling down a flight of stairs, or setting off a trap. The inhabitants of the citadel know an unfamiliar sound when they hear one, so they'll go to investigate (or send an expendable underling), spread the alarm, or prepare an ambush just in case.

LIGHT

Most of the creatures living in the Scarlet Citadel have darkvision, and their areas have no light. The exceptions are those places occupied by creatures without darkvision: the Gaoler's dungeon, the Alchemist's Furnace, portions of the Arcane Scriptorium and diabolist's realm on Level 4, and Gellert's home on Level 5.

Characters without darkvision will need to bring their own light.

- A standard lamp sheds bright light for only 15 feet and dim light for 15 feet beyond that.
- A *light* spell or torch lights up 20/40 feet.
- A hooded or bullseye lantern lights up 30/60 feet.
- Most darkvision has a range of 60 feet, as if the area is dimly lit.

It's vital for the GM to be aware of which characters can see, who and what they can see, and how well they see it.

Characters relying on light sources can be seen by everyone, friend or foe, at any distance. No matter how quiet they are, they broadcast their approach if the halo from their light extends past the corner of a hallway or can be seen through an open doorway or under a closed door. This is the reason for using hooded and bullseye lanterns; they can be dimmed so they don't give away your position to enemies. Keep this in mind when characters using lamps, torches, or *light* spells make Dexterity (Stealth) checks.

Characters relying on darkvision don't need to worry about a flickering light giving away their position, but if they move outside the radius of their friends' lights, their friends can't see them anymore.

Finally, remember that Wisdom (Perception) checks based on sight are made with disadvantage in dim light. Characters who rely solely on darkvision have a hard time finding traps and secret doors.

TRAPS AND SECRET DOORS

The characters aren't the first raiders who've invaded the citadel, so its inhabitants have made preparations for dealing with such situations. The Scarlet Citadel is their home and the monsters and other inhabitants know its passageways, its choke points and dead ends, and its traps. Some traps are meant to kill intruders, some to trap them, and some just to warn inhabitants that trouble is approaching.

Where traps are concerned, it's important for the GM and players to keep some things in mind.

First, you don't want traps to become routine. Players easily fall into lazy habits such as scanning every room and hallway for traps before entering if they're allowed to. It would be a poor trap that could be spotted in a few seconds of scanning from 20 feet away. Give the trap-makers more credit than that. They work hard to conceal their handiwork.

Second, the Investigation and Perception skills are easily confused (and abused) where trap-finding is concerned. Players and GMs tend to over-rely on Perception, which leads players to maximize their Perception scores and ignore Investigation. There's nothing wrong with a character specializing in something and becoming really, really good at it. The problem arises when a specialist is allowed to apply their narrow specialization in every situation, whether or not it fits.

Here's how Investigation and Perception are treated in *The Scarlet Citadel*. Note this discussion relates

specifically to finding traps and secret doors. Both skills have uses beyond those described here.

- Perception represents a character's general awareness of surroundings and their ability to sense when *something* is amiss, along with their ability to spot things that are small and hard to see. A successful Wisdom (Perception) check tells a character something about the scene is wrong, but it doesn't necessarily reveal specifically what's wrong. Sometimes it does, but not always; it depends on the situation.
- Investigation represents a character's ability to collate bits of information into a specific conclusion. Where Perception often deals in hunches and instinct or in revealing the presence of something without clarifying its meaning or significance, Investigation allows specific, sometimes seemingly unrelated details to be focused into a coherent picture.

With those two definitions in mind, here's how characters can locate traps and secret doors in the citadel.

If a trap has visible features, a successful Wisdom (Perception) check is enough to reveal it. A tripwire across a hallway is one example; once it's noticed, characters can just step over it. They don't know what the trap does. They could opt to trigger the trap from a distance by tossing a stick onto the wire, but that's risky without knowing what will happen. Another example would be holes in the wall with scorch marks around them; flames must shoot out of those holes. Characters don't know what triggers the trap, but they can avoid the flames by crawling under the holes or by plugging them up.

In these situations, characters can learn more about the trap by interacting with it carefully (while asking you questions). If they're still unsure what to do, they can attempt an Intelligence (Investigation) check at the original DC to get a clearer understanding. Encourage them to treat the situation like a puzzle instead of an exercise in dice-rolling.

This type of Wisdom (Perception) check can search one adjacent 5-foot-square area of floor or 5-foot wall section in a turn (6 seconds). Don't check separately for each area, just estimate how long the search takes and make one roll. Most rooms can be scanned this way in a minute or so.

If a trap has no visible features—no tripwire, no spikes protruding from the ceiling, no scorch marks on the wall, no bloodstains on the floor—Perception is much less useful. These situations are made for Investigation.

Investigation requires an active search. Actively investigating a 5-foot-square area of floor or a 5-foot section of wall takes one character 1 minute. This may

seem like a long time, but the characters' lives may depend on this search being thorough! It's not something to rush through.

Investigation of a large area should be resolved with a single skill check, but it still takes 1 minute for every 5-by-5 foot square and 1 minute for every 5 feet of wall length. Thoroughly investigating a 25-foot-square room, for example, takes about 40 minutes (25 minutes for the floor plus 20 minutes for the walls minus a few minutes to account for obvious doorways).

The time can be shortened by having multiple characters search different areas. In that case, each searcher makes an independent Intelligence (Investigation) check for their own area.

Investigation reveals more than Perception does. A successful Intelligence (Investigation) check of a trap reveals the trigger and any understandable details about its effect. For example, the investigator might learn that stepping on *this* flagstone causes *that* wall panel to open, but it's impossible to know what's behind the wall panel without opening it. Successful investigation of a secret door reveals the door's location and how to open it.


Perception isn't useless in these situations, but all a successful Wisdom (Perception) check produces is a suspicion about the area, a knowing that something in it is *wrong*. There could be traps, or concealed doors, or something else entirely. To get more information, characters must explore more fully.

Magical traps should be treated the same as traps with no visible features, but they're found with the Arcana skill instead of Investigation. If there are visible warning signs—a glyph carved into a stone step, for example—Perception works as normal.

Only one check is allowed! All too often, when rolls are made openly, players keep trying with different characters until someone rolls a high number.

When searching, one character must be the designated searcher, though a second character can help in the attempt. In that case, the character making the check has advantage. The helping character must be someone who could make the check alone if necessary, and the bonus on the roll must be no less than 2 points lower than the checking character's bonus. For example, if the primary character in a Perception attempt has a +6 Perception bonus, a helping character must have at least a +4 bonus to give the primary character advantage on the check.

An alternative method for dealing with helping is to let each helping character make a separate DC 12 skill check. For each successful check by a helper, the main check gets a +2 bonus; for each failed check, the main



check gets a -1 penalty. Any number of characters can help, and helpers don't need to be proficient or have any minimum level of bonus to help this way.

A simpler way to handle group searching is with a group check. Everyone who's investigating the area makes the same skill check. If at least half of them succeed, then all the secrets in that area are found, regardless of whether that's six traps and four secret doors or just one hidden compartment.

The only time a repeat check should be allowed is if the situation changes significantly. For example, an NPC telling them (not showing; that's automatic) where the door is or gaining an experience level are good reasons to allow a new try.

If areas being searched are more than 5 feet away, the search can take longer or you can impose penalties on the check. Also remember that dim light imposes disadvantage on visual Wisdom (Perception) checks; this can be significant for characters who rely on darkvision when scouting ahead of the main group.

Using Passive Scores. Just seeing the d20 roll on a skill check is often enough to give players a good idea whether their attempt succeeded or failed, regardless of what you tell them about it and what their characters see afterward. Likewise, simply asking for a die roll when it seems unnecessary can tip players off that an area is more dangerous than it appears or it needs to be checked more thoroughly for secrets.

You can avoid these unwanted tip-offs by using the characters' passive scores. Passive Perception is the most important of these, but others can be useful too.

When characters approach a trap or pass a secret door, instead of asking for a Wisdom (Perception) check and comparing it to the feature's DC, make a d20 roll for the feature and compare the result to the characters' passive Perception scores. The modifier on your roll equals the feature's DC - 8. For example, if text indicates noticing a trap requires a successful DC 14 Wisdom (Perception) check, then you roll a 1d20 + 6 and compare the result to the passive Perception of characters who are in danger of triggering the trap (lower is better in this case). If characters are moving slowly and paying close attention to such things, roll 2d20 and use the lower of the two results (effectively giving the trap or secret door disadvantage to remain unnoticed). If the group is moving rapidly or not being careful in your estimation, roll 2d20 and use the higher of the two results.

Other GM Tricks. A useful GM's technique when characters are searching for traps or secrets, trying to open a lock, or making any other skill check is to roll a

d20 yourself when the players do. Players should know you're doing this, but they shouldn't see the result of the roll. Explain there are many cases in which a character has advantage or disadvantage on the check without knowing it. The d20 you roll could be helping their attempt or hurting it—or it could be you rolling a die just to keep them guessing.

The Scarlet Citadel is written with these assumptions about Investigation, Perception, and traps. As GM, you're not required to adopt any of these approaches in your game, but you should understand why certain encounters are written the way they are.

LOCKS

Like traps, only one attempt should be allowed to pick a lock. Additional characters can aid in the attempt, but don't allow players to keep rolling until someone gets a high number.

If the attempt fails, characters have four options. They can search for the key, they can use magic such as a *knock* spell or *chimes of opening*, they can smash the door open, or they can wait until they gain an experience level and try again. Unless text states otherwise, assume smashing a door open requires a successful Strength (Athletics) check against the lock's DC + 3. Again, allow only one attempt (with aid) per experience level.

If the roll to open the lock is a natural 1, the character's lockpick breaks. They'll need to get a new set of thieves' tools back in Redtower or elsewhere in the dungeon. At your option, you can allow characters without thieves' tools to try picking locks, but they do so with disadvantage and can't apply their proficiency bonus to the attempt.

CHARACTER LEVELS AND ADVANCEMENT

The early stages of the Scarlet Citadel are suitable for low-level characters (levels 1 and 2). From there, the challenge ramps up quickly as explorers press deeper into the dungeon. Characters probably won't gain enough experience in the Scarlet Citadel to advance at the same rate as the challenge. You should encourage players to return to the town of Redtower between dungeon levels and take on side quests there until they level up. Alternatively, if you're not interested in exploring the territory around the town and sending characters on secondary quests, you can ignore experience points and use milestones instead; in that case, characters gain a level each time they complete a major portion of the adventure.

A default DC is provided for those times when you need to make an on-the-fly decision about how difficult a task

Dungeon Level	Expected Character Level	Default DC
Ruined Citadel	1	13
Dungeon and Crypt	1–2	13
Scriptorium and Alchemist's Furnace	3–4	14
Dwarven Barracks	5	15
Bat Caverns and Diabolist	6–7	15
Black River	8	16
Howling Halls	10	17

or saving throw should be. Challenges are generally geared toward a party of four characters. If your group is bigger than that, they may be able to deal with the Scarlet Citadel at levels 20 to 40 percent lower than what's listed here.

RESTOCKING BETWEEN INCURSIONS

The inhabitants of the Scarlet Citadel don't sit idly by as their sanctum is invaded and torn apart room by room. As soon as characters start fighting their way through Level 1, Cagoth-ze becomes aware the complex is under attack and alerts Imortra the Debased. Imortra doesn't care about the Gaoler or any undead in the crypt, so her initial reaction is nothing more than telling Cagoth-ze to deal with it. When he fails to do so (in other words, when the Arcane Scriptorium is sacked), Imortra starts taking the situation seriously.

From that point on, never allow the dungeons to be static places. If characters battle through the dwarven barracks on Level 3 and kill everything in sight, then when they retreat to rest, Imortra infiltrates some of her devils or duergar back into Level 3 to ambush the characters again when they return (as adventurers inevitably do).

At the end of each level is a section titled Restocking. It covers in greater detail exactly what the dungeon's occupants do to discourage characters from coming back after they've cleared a level. In extreme cases, these even suggest attacks against the characters outside the dungeon.

SURVIVABILITY

The Scarlet Citadel is intensely dangerous. Most levels include foes and situations that are too powerful even for characters of the recommended experience level for that stage of the adventure. This is intentional. Characters are expected to retreat from overwhelming danger, regroup, and use what they learn to come up with a better plan before trying again.

As the Game Master, you should point this out to players before the adventure starts. Ensure they understand that recognizing when a fight is too dangerous is essential, and retreating is expected. Many players are loath to retreat from anything for any reason and would rather try to mesmerize the dice than exercise good tactical sense. They won't survive.

If retreat is not in your group's playbook, your responsibility as GM is to brief them outside of play—probably during character creation—that they need to “get their minds right” about retreating. Pulling back from a fight they can't win isn't cowardly, it's smart. They're guaranteed to face that situation more than once in the Scarlet Citadel.

HOOKS

Characters setting out to explore the Scarlet Citadel hear rumors about it in the nearby town of Redtower. Exactly what and how they heard about it is up to you.

Information on Redtower can be found in the following chapter. A few other possibilities are listed here.

- Ichbon Teastrainer, a halfling naturalist collecting samples from the countryside, disappeared about a week ago. The innkeeper who rented Teastrainer a room is concerned about what happened to his lodger. The halfling didn't seem the sort who'd skip out on a bill.
- Dugan Lovay is a trader who was expected in Redtower a few days ago. Maybe she was just delayed, but it doesn't pay to take chances in these troubled times. A committee of local merchants wants to hire some capable travelers to follow the road Lovay should be on and learn what happened. She usually travels with a knight bodyguard called the Red Hart.



REDTOWER

Some dungeons are dug out with precision by massive hordes of undead workers or tribes of goblins, built in great chaos and energy to the plan of some cunning mind. The Scarlet Citadel is more of a peculiar growth of layer upon layer of tunnels, defensive halls, hidden crypts and labs, and many secrets buried deep below the surface.

Human settlement of the White Forest started modestly indeed at the nearby river village of Redtower. However, over time, both the village and the castle deeper in the woods became a site of importance to dungeoneers, arcane seekers, geomancers, and a certain breed of dwarven mystic. Read on and know the truth of its founding, its blood-soaked history, and its current odd decay.

EARLY CONSTRUCTION HOUSE HOLZANGER

The castle now called the Scarlet Citadel sits on the site of an ancient elven hunting lodge in the White Forest, claimed by a noble family after the Great Retreat 400-some years ago. The land was thus owned by House Holzanger,

who owed fealty at various times to Illyria, the Republic of Triolo, the Canton of Melana, and (most often) to the Magdar Kingdom. Always rather deft in politics and inclined to an unambitious policy of, “Just leave us alone with our books and hawks and hunting,” House Holzanger might have remained a footnote if it were not for their control of the Scarlet Crow ley line and their willingness to annoy the fey lords and ladies of the forest.

Originally, the pretty lodge was visited each summer and fall for boar hunts, chasing deer in the White Forest, and fish-hawking along the Templine riverbanks. The family realized the road to the lodge could also be utilized for timber transport, so the lodge became the manor for a new lumber village along the river. The lodge itself remained a place of blissful seclusion, though with some ability to gather servitors, various goods, and skilled craftspeople from the village.

This village was named Redleaf. At first, they sold their finest oak, ash, and rowan either east to the city of Melana or north to the Magdar merchants for barrels, barge masts,

and much else. The trade was not without problems (the forest fey included some alseid and bothersome druids), but in all, it was a worthwhile little fiefdom for the Holzangers. Over time, the village grew, and then Gerhardt Holzanger came along, the first of the Holzanger sorcerers.

DISCOVERY OF THE WANDERING CROW

About 250 years ago, the young Holzanger discovered a rich ley-line tributary nearby, connecting easily to the White Road to the south and (with only modest arcane rituals) also to the shadow road to the northwest and even (with rather more strenuous and blood-soaked rituals) to the ancient Pontoretto ley line of Valera and its elven lords. The ley line itself seemed to pool and gather strength near the hunting lodge more than at the village itself, and the isolated lodge was a good place for experiments that often involved chanting, arcane lights, and the strange smells of alchemical enhancements and distillations.

Gerhardt kept his secret for almost ten years until he took an apprentice who later ran away to Schio and told his tale. A ley line that might connect other ley lines! Ley-line philters and encasements that reacted to Void power, radiant magic, and shadow! Ley-line distillations that gave his cruel master much added strength of body and mind! The tales were wild and had the effect that the apprentice Waldmer intended—the privacy of the White Forest Lodge was a thing of the past.

With the wider understanding of the discovery, the area was suddenly of interest to geomancers, the shadow fey, and darker forces who wished to travel the fey roads between the three lines, plumb the mysteries of why this backwater might connect ley lines in this way, and discover how this strong ley line might be harnessed. The first few visitors were greeted politely and told to go away. Later visitors were treated as foes. Over the years, the hunting lodge—at the ley line's strongest point—was rebuilt with the red stone common to the area, first as a single tower and then as a small keep.

Arcane secrets were under frequent investigation. Gerhardt Holzanger grew rich taking on various comely, cunning, and willing apprentices (some believe Arshin the Enchanter—see *Warlock #2*—was one of them, more long-lived than most) and having built his redstone castle on the site of the ley line's greatest resonance and generally making the most of it. He bound himself to the ley line, giving himself and his children greater strength in using its magic but also making it difficult to wander far from the Wandering Crow. At first, he could travel as far as

Zigistad, Melana, and Triolo itself, but over time, this narrowed to Peltzenheim and the town of Erdovar (before its ruin) and Schio. Some believe this same ritual binds the master of Demon Mountain to his own domicile, granting him great power in a highly limited space.

HOUSE HOLZANGER THRIVES

Despite the lack of travel, Gerhardt's private ley line offered strength and the seemingly boundless ability to study, learn, and tinker, delighting first Gerhardt and then his progeny (his wife was one Edelfrieda the Golden, said to be a druid, a sorceress, or an elfmarked petty noble of Dornig—some insist on all three). Within the reach of the White Forest, first Gerhardt the Elder and then Gerhardt the Younger and then Gertruda and Gunthar and Gerhardt III all had control over the ley lines, countering any foe or assassin skillfully, inventing new ways to charm a friend or turn an enemy into a bug. Over generations, their interests delved deep into newts and amphibians, and then the family became obsessed with horology, celestial mechanics, flotation and levitation, night creatures, angelic languages, and on and on. Always seeking knowledge purely to possess it, rarely using it to better their small barony or even to enrich themselves or their peasantry.

For a brief period, the area was quasi-independent, and each Holzanger sorcerer styled himself the "Baron of Citarossa, Lord of the White Forest, and Master of the Scarlet Citadel." So it went for nigh 200 years: always a tiny power, always independent, though sometimes paying tribute to one power or another, and always a strange little oddity known mostly to merchants, timberfolk, and the southern Magdar villages.

However, their overweening pride and power drew attention, and in time, an unexpected arrival ended the first age of the citadel roughly 150 years ago.

THE DWARVEN ERA

The dwarves of the cantons and of the city-state of Melana are makers, forgers of steel, imbuing weapons with the power of Mavros and Svarog—and even Ninkash and Rava—and durable armor, enchanted barrels, and wondrous works in gold, steel, and stone. A few dwarves though, especially those of Nordmansch and Alpentor, still hew to the older ways, forging rings of surpassing power and loveliness, alive with the circling strength of runes, binding raw arcane might and turning it to fire and shadow, to glammers as durable as stone.

These dwarves, the ring wardens and the ring mystics, are the keepers of lore said to have been handed down

by bearded Wotan himself. Their understanding of embodying magic in physical form is rarely surpassed, and they took a keen interest in House Holzanger. When the human house was weak, they showed up one day, told Gerhardt III they would be his new soldiers and providers, and somehow either charmed him (some say the gift of an enchanted ring secured Gerhardt III's cooperation) or won him through bribery (others say the ring mystics shared their secrets of binding arcane essences into circular form and that Gerhardt himself forged dozens of powerful rings in this manner).

In either case, suddenly there was a company of one hundred dwarves and a half-dozen ring mages in the village of Redleaf—and many arguments with the locals over the paucity of ale and proper sausages. The dwarves chased down and tamed owlbears as hunting animals and

guardians for the newly built Dwarf Hall in the village, a fine dwarven-style structure with a lookout tower. A palisade was raised to protect the village from woodland raiders. And relations between villagers and dwarves never improved. The dwarves followed Ninkash a bit too closely, often drunk and pissing in the streets or singing their endless songs late at night. The dwarven hall was a bit too fine and too imposing. Brawls were common, though the humans had much the worst of it. Complaints to Baron Gerhardt went unheeded. The owlbears ate local goats and chickens and even a beloved dog.

One night, while most of the dwarves were digging at the old Scarlet Manor Hall, the Dwarf Hall burned to the ground. The streets of the village of Redleaf glowed brightly, and the humans sang their own songs of Khors. Some of the Redleaf druids and doughtier men-at-arms

SCARLET CITADEL AND REDTOWER TIMELINE

600 years ago	Elves build hunting lodge and use it for centuries
482 years ago	Great Retreat, elves depart
450 years ago	Holzangers claim White Forest lands under Gerhardt the Elder
400 years ago	Lodge becomes a manor house for Redleaf village
250 years ago	Gerhardt the Elder discovers linking ley line
240 years ago	Waldmer the Apprentice tells others about it
230 years ago	Lodge replaced by stone keep and outbuildings
227 years ago	Death of Gerhardt the Elder in a hunting accident, succeeded by Gerhardt the Younger
202 years ago	Death of Gerhardt the Younger by the plague, succeeded by Gertruda
185 years ago	Death of Gertruda the Weaver of old age, succeeded by Gunthar the Blind
169 years ago	Death of Gunthar the Blind by poison, succeeded by Gerhardt III
150 years ago	Dwarves arrive in Redleaf, ally with Gerhardt III
145 years ago	Dwarf Hall burns to the ground, dwarves build citadel
140 years ago	Owlbear breeding yields the dire owlbear
139 years ago	Death of Gerhardt III by owlbear mishap
130 years ago	Dwarves and Gerhardt IV turn to banditry
110 years ago	Faithful Knights of Khors burn out the keep, falls to ruin, owlbears released to White Forest, death of Gerhardt IV, disappearance of his children

mused about throwing the dwarves out entirely and “rescuing” Baron Gerhardt from their evil influences.

Baron Gerhardt finally saw the danger of further strife between the humans and dwarves. He called the dwarves to stay at the manor house and keep and told them to build it into a finer citadel with a new name: the Scarlet Citadel. The owlbears left the village of Redleaf to live with the dwarves, coming to the riverside village only occasionally when the baron’s dwarves came calling. These grim-faced dwarves came twice a year to collect taxes or gather up barrels of ale from Peltzenheim or to send furs to their dwarven brothers in Melana and Brescia. The dungeons beneath the Scarlet Citadel were vastly expanded and improved to include owlbear stables, barracks, shrines to dwarven gods, and a vast library and


workspace carved out for the Holzangers.

The dwarves brought more than rings and owlbears to the Scarlet Citadel. They also brought the faith of Charun the Boatman with them from Melana, and over time, they connected some elements of the citadel with the Black River of Tears, sacred to Charun and said to be a source of connection between the mortal world and Yggdrasil or between Midgard and the many realms of the outer planes.

BANDITRY AND THE SACK OF THE CITADEL

About 130 years ago, the dwarves of the Scarlet Citadel grew impatient with what seemed like plentiful coin and ale, plus the fine magical treasures they occasionally

105 years ago	Villagers discover red tower mysteriously built overnight, rename the village
103 years ago	The True Cult of Charun arrives, and Quendreth establishes temple, expanding the cult’s influence from the Septime cities into the cantons and connecting it with temples in Achillon and Harkesh
92 years ago	The people of Zobeck gain their freedom; a gearforged priestess comes to Redtower following dark Void cultists of House Stross
88 years ago	Priestess Miskra al-Vellec drives Quendreth and the boat cult away, opens Void portal
80 years ago	Gerhardt the Changeling returns to the Citadel, quietly on the Black River, a mature and steady arcanist with deep understanding of the Shadow Realm; he speaks Void Speech and Umbral fluently and is accompanied by shadow fey servitors; the satarre are nowhere to be found
70 years ago	Gerhardt the Changeling marries Melanchia of Raguza, and the two gather apprentices and restore a few owlbears to the citadel as part of the family tradition
65 years ago	Gellert the Gruesome is born in the Citadel and anointed in the Black River; Melanchia dies in childbirth
42 years ago	Gerhardt the Changeling departs for the Shadow Realm’s Corremel and never returns
41 years ago	Gellert restarts his father’s experiments, seeks to open connections between Void cults, Wandering Crow ley line, and the satarre and others
33 years ago	Mother Floressima, a priestess of the Charun cult, gives Gellert the Gruesome a son and daughter; the twins are said to live in the Shadow Realm with nobles of the shadow fey or bearfolk or with their grandfather
Present Day	Gellert the Gruesome rules and tinkers in isolation, rarely leaving the dungeons to visit Redtower



gained from the Holzangers. Tired of hunting and guarding and drinking, and led by the canny Captain Chansar the Pale, they began to take empty carts pulled by enormous tamed owlbears out to the Schio-Wagenstein Road where they plundered merchants and rolled away with fine steel from Melana, copper bars, leather hides from Trombei, spices from Triolo, barrels of salt fish from Friula, and strings of Septime coin. This banditry was small at first—a trader here, a lone peddler there—but it quickly grew into a business of serious danger for trade between the Seven Cities and the Crossroads.

Trade is always dangerous of course, especially among the Septime cities, so the usual precautions were taken. Merchants hired guards, which slowed the banditry but made some trade quite difficult; the price of salt fish won't support a squadron of lancers. Rewards were posted.

For years, various cantonal dwarves and the dwarves of Melana were blamed, for the canny dwarves of the Scarlet Citadel displayed shields and banners of Tijino, Juralt, and Melana or of famous mercenary companies within the Seven Cities. In time, however, it became clear these dwarves lived to the east of the road, and they operated from some stronghold in the White Forest. Given the notorious strength of the forest's owlbears and the well-known dangers of the sorcerers of the Scarlet Citadel taking offense at trespassers, the merchants all agreed that someone else should seek out the bandit stronghold and put a stop to the whole mess. The rewards grew larger.

The end of the bandit era came in a different way when canny Captain Chansar bragged a bit too loudly at Redleaf's tavern, the Cage. A young squire of the Faithful Knights of Khors was visiting the village as part of a simple devotional journey to the shrine there, and she overheard this boasting about pillaging a full mule train, so Squire Emmalyn told her sergeant of the bragging dwarven bandit. The paladins and faithful knights of Khors had recently had one of their own wine shipments from the Smolten Hills plundered by bandits, and the order's commander was incensed. A wing of knights, a squad of the Wands of Khors battle mages, and the high priest of Khors in Zigistad himself all followed the young squire Emmalyn into the White Forest to Redleaf village and then to the citadel.

When the dwarves refused to hand over Captain Chansar and his accomplices to the king's justice and the mercy of Khors, the knights laid siege to the citadel for a month. In time, owlbears within the citadel ate all there was to eat, and canny Chansar sent the starving beasts out the citadel gate, expecting to make short work of the knights. He was quite mistaken; High Priest Tadeas Toller

struck the owlbears with holy fire, the Wands of Khors unleashed lightning, and the countercharge carried the knights into the citadel courtyard.

The battle might yet have gone to the dwarves with their crossbows firing into the courtyard from well-built arrow slits if not for the fine timbers of the keep catching fire when a lucky fireball went through an arrow slit into the interior. The Scarlet Citadel floors, stairs, rafters, and tapestries burned bright and strong, and the conflagration quickly poured smoke into the buildings, the dungeons, and the courtyard. It became impossible to shoot through the smoke and soon to breathe within the tower. The smoke and flames drove a few dwarves into the deeper tunnels, though most were forced to surrender to the waiting company of knights. Captain Chansar's body was never found, and his ring mystic lieutenant Valence Hellhand is known to have survived and fled to Nordmansch. The citadel walls still stood, blackened with smoke, and the dungeons below were no longer home to dozens of owlbears.

But the age of the Scarlet Citadel as a functional fortress was over and done, and the cracked, blackened mortar and missing rafters meant the walls themselves were weakened. Soon other inhabitants came to the citadel, and the villagers of Redleaf came to gather up useful stone blocks and take them by wagon to reinforce their own keep and palisade. These scarlet stones were carried for miles and used with care. And one morning, a mysterious red tower was erected, making such a fine impression overlooking the village, which was soon renamed Redtower, and it has kept that name ever since.

THE FOLLOWERS OF CHARUN AND THE VOID

The sack of the Scarlet Citadel affected the village of Redtower very little indeed. Timber was still cut, some logs rafted down to Triolo to build the fleets, many of the finest timbers going north to the Magdar plain for houses, barrels—all the things for which stout oak, maple, and ash are most prized. A few arcanists came to sniff around at the ruins, though most left quickly once they met the feral owlbears or were vexed by the sprites and pixies and alsaid who guarded the forest paths against intruders.

However, one group came not by forest path but by shadow road, powered by the Wandering Crow ley line. These were the cultists of Charun, the boatman between the living and the dead, whose followers took a pilgrimage from Kammae-Straboli along the Black River (as they call their temples' shadow roads) and wound up underneath the citadel. The whole company of pilgrims was quite

confused at first, but the shadow-fey wizard Quendreth the Wise immediately saw the power and strange geomantic convergence of the site. He insisted a shrine be built immediately, and he brought in shadow-fey guards and mages to embed it with power and bind the ley line.

The small community could not find its way back to Kammae via the river, but with Quendreth's help, they did establish shadow-river connections far and wide, both deep into the Shadow Realm and to the three titanic ley lines to the west, north, and southeast. Sometimes the Black River flowed south, powered the Wandering Crow to the White Road and thus to Revskaya, Raguza, Achillon, and occasionally Harkesh. Other seasons brought connections west and north to Brescia and St. Mischau along the shadow road, and once even to Zobeck. The most difficult connections were those along the Pontoretto, sometimes to Trombei and sometimes as far as Capleon. Charun's faithful used the Black River connection quietly and without fuss, retaining it as a secret of the deeper initiates of the Temple of Charun. And even to those who never traveled the shadow rivers, it knit the community together with a physical embodiment of their faith, though only Quendreth truly seemed to understand how to pilot a vessel to connect the shadow roads, a secret he shared with no others. Or at least with no humans.

With the cult of Charun ensconced in the lower levels of the citadel, trading with inhabitants of the underworld and using the ley line to strengthen its presence from the Seven Cities to the heart of the Dragon Empire, things changed. The arcane power of the Holzangers was passed to the Boatman's followers. Quendreth was suddenly held in high esteem among the congregants who had once made their pilgrimages entirely on the surface world, and he was granted the title of Ferryman within the church. A period of fifteen years kept him at the forefront of Charun's works over a vast territory.

Alas, Quendreth was as susceptible to hubris and arrogance as many of the shadow fey, and he dabbled in Void magic, opening portals to other planes entirely, speaking to demons and devils, and inviting the satarre priestess Miskra ai-Vellec to advise him. This went about as well as you might expect, for even a less zealous priestess such as Miskra was delighted to have such power in her hands—a tool for her own plans—though she also shared much lore with Quendreth, and the two were allies of convenience for a decade. In time though, the satarre Void cultists and the true believers of Charun fell out with each other, but not before Miskra realized she could use the waters of the Black River for certain dark rituals and malign enchantments. In time, the Void cult arrived in

force, and Quendreth was forced to leave quickly.

When the shadow-fey wizard departed, he did *something* to the ley line that entirely removed its ability to easily connect to the Pontoretto or the shadow road, and its connection to the White Road remained spotty at best. At the same time, Quendreth brought one of the Holzangers back to the Scarlet Citadel—the child of Gerhardt IV—to hold the place and the White Forest in perpetuity (more precisely until their return). He was called Gerhardt the Changeling and had a definite elfmarked look to him. He lived for one hundred years, and at age 70, he took a human wife from Raguza, said to be a pirate captain and certainly a hellraiser. Her name was Melanchia the Reaver, and Gellert the Gruesome is her son.

THE PRESENT DAY

In the current age, Gellert the Gruesome is a man of years and deep experience, certainly an older sorcerer, though still full of wild energy and fanciful plans, always striving to learn something new and keep the power of the citadel close. He is frankly too forgetful to always remember to chase away some of the Charun River cultists or to seal the Void portal when he's done with it, and horrible things creep into the citadel without him really paying attention. His son and daughter—Garent and Vespertina—are said to await the day he dies and his personal bond to the Wandering Crow ends, giving them power to use ley-line energies for their friends among the fey and the cults.

The decaying dungeons, crypts, and stones of the old Scarlet Citadel remain to be explored, their many years of rich magic interwoven with blood and betrayal. Surely some great treasures still remain, and a few of the inhabitants of Redtower—perhaps those who remember when it was Redleaf—can point a daring soul in the right direction or warn of some of its better-known dangers.

REDTOWER TODAY

The town of Redtower has grown somewhat since its days as the village of Redleaf, adjusting to and even taking advantage of the new influx of adventurers, but it still has much of the same rustic, self-determined earnestness that it always had. Located on a tributary of the Templine River in southern Magdar between Peltzenheim and Schio, Redtower is an unremarkable logging settlement by itself but is better known as a launching point for adventuring expeditions into the infamous ruined castle and cave complex nearby—the Scarlet Citadel.

Approaching Redtower from the northwest goes through lowland prairie toward the White Forest where

REDTOWER

Population: 550 humans, 25 riverfolk halflings, 10 dwarves, 5 elfmarked, and 10 of other races.

Government: Mayor Wislaw Broz leads Redtower by virtue of being supported by the town's most notable and wealthy citizens.

Defense: Constable Roch heads Redtower's law enforcement and defense with a small militia of 20 volunteers and the battlemage Kondrad of Runkelstad in reserve.

Commerce: Redtower's primary export is lumber, but it sustains itself on the patronage of adventurers.

Organizations: Temple of Rava.

Redtower is nestled within the tree line. A wooden palisade surrounds most of the town with platforms and small watchtowers attached to the palisade at each entrance. On the far southeastern corner of town, a curious redstone tower rises over the wall, itself connected to the wall via rampart. A small tributary of the Templine flows from the southwest to the northeast on the far side of town.

Redtower's principal export is lumber, but the residents have adopted an entrepreneurial spirit around its status as an adventurers' destination. While many townsfolk are honest, pioneering people, it also houses plenty of opportunists looking to take advantage of adventurers flush with coin. Redtower thrives off this sort of "adventure tourism," simultaneously warning travelers away from the Scarlet Citadel while peddling wares guaranteed to—supposedly—allow them to survive it. While predatory, these adventure peddlers are not lying about the dangers of the citadel: everyone in Redtower knows few who venture into the citadel ever return.

COMING TO REDTOWER

There is more than one reason why the party might venture to Redtower:

- The Scarlet Citadel is nearby and is a primary point of interest for adventurers visiting the town.
- Ley lines abound in the area, many of them weak and uncharted. Investigating these ley lines or the inert shadow gate nearby could be a reason for the party's interest.
- Goblins and bandits are common around Redtower, particularly along the roads where they harass traveling merchants. The party could be working to

quell these attacks.

LOCATIONS IN REDTOWER

The town of Redtower welcomes you.

R1. The Stables

Redtower's stables stretch along the northwest palisade just outside the front gate. They are of simple, sturdy construction but larger than typically needed for a settlement of Redtower's size due to the town's attraction to adventurers. At any given time, there are 1d6 of the town's adolescents (**commoners**) here, maintaining and cleaning the stables but mostly gossiping. If the party spends time here chatting, roll on the **Gossip Table**.

R2. Town Hall and Constable

A cluster of stately buildings embraces travelers coming from the northwest into Redtower, of which the town hall is the largest. It is built in a U-shape, facing east, made from sturdy wood-and-stone construction. Both the mayor and the constable have their offices here, larger and better furnished than either of them needs for a town of Redtower's size.

Mayor Wislaw Broz (**noble**) is often here and happy to receive visitors. He is a glib, rosy-cheeked human with a notable paunch under stylish clothing imported from Zobeck.

The Mayor's Authorization. If the party doesn't visit town hall on their own, Wislaw sends them an invitation within a day of their arrival to Redtower. When they arrive, he's eager to make the acquaintance of these new adventurers in town; he makes pleasant conversation, plies them with food and drink, and welcomes their expedition. He plays up the threat of the Scarlet Citadel and the dangers roaming the woods but assures them they're in the best place to get equipped to face it. He claims to be so impressed that he authorizes them to use his name at the local merchants for a "special" discount.

Dropping Wislaw's name among the merchants is actually a signal that the characters are promising marks, and the merchant raises their prices accordingly and gives the mayor a cut. Raise the cost of goods and services by 10% whenever the PCs use the mayor's name; if they inquire, merchants explain demand is too high in Redtower, and without the mayor's go-ahead, prices would be higher. Otherwise, goods and services are priced as normal.

The only merchant who doesn't respond to the "authorization" is the smith, Agnieszka (**R8**), who scoffs if the mayor is mentioned and doesn't alter her price from

the standard.

The other wing of town hall houses the constabulary. Constable Roch is a suspicious and taciturn middle-aged human who constantly smells like smoke from his frequent pipe use. He has little to say to the party, preferring to watch for adventurers who slip up in town for him to arrest. (See “Arrested” under the **Random Social Encounter Table**).

R3. Ruined Temple of Khors

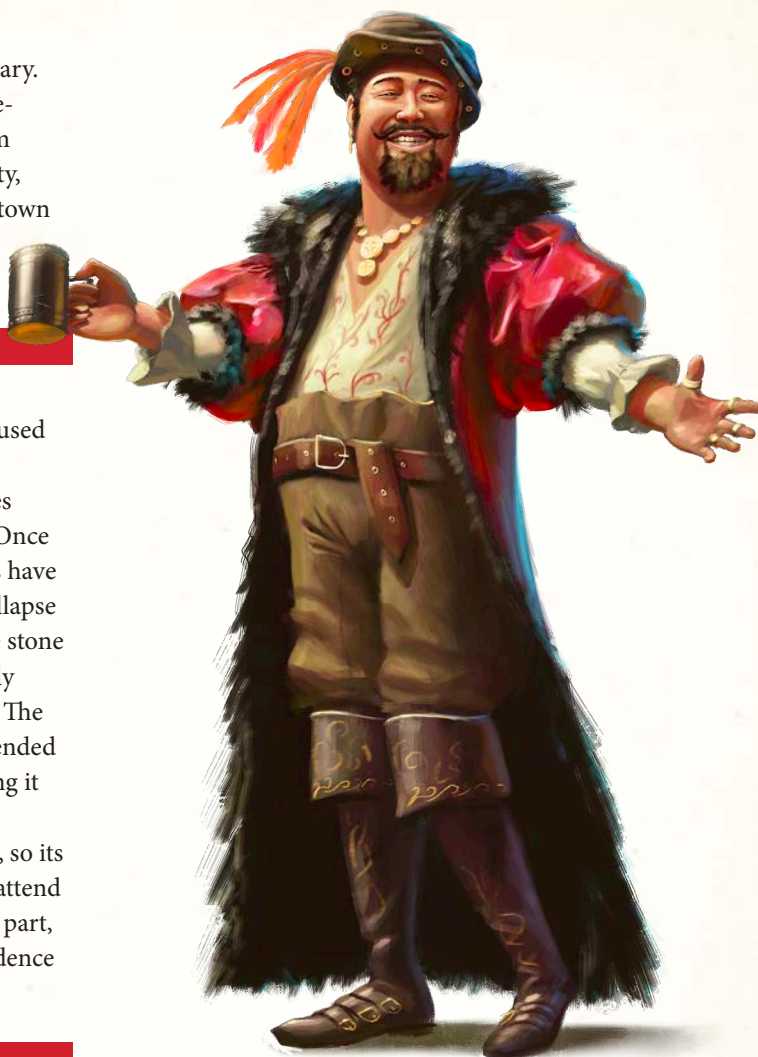
Between the Cage Tavern (R4) and town hall (R2) is a prominent landmark in the town’s center: a disused temple of Khors. The octagonal walls of the temple remain strong, as do the stoic-faced knightly statues flanking the doors on the temple’s northwest face. Once inside, the temple’s neglect is obvious: the elements have partially eroded the roof, leading to a section of collapse just beyond the door. Despite the added debris, the stone pews and large frescoes inside the temple are mostly intact, as is the altar standing at the southeast wall. The temple sits on a large patch of cleared, flat land intended for use as a training ground, but nature is reclaiming it with patches of grass and wildflowers.

There hasn’t been a priest at the temple in decades, so its upkeep has waned. Nonetheless, some faithful still attend on high holy days, and the temple has, for the most part, been shown respect, but some of the walls have evidence of stone taken for use elsewhere in Redtower.

R4. The Cage Tavern & Inn

The Cage is the most visibly imposing structure upon entering Redtower by virtue of its unique construction and namesake: a row of curved bones, much like some massive ribcage, protrude from the ground in a corridor to the tavern’s southern-facing wall and side entrance. The last few ribs are incorporated into the inn’s construction, acting as supporting rafters visible on the inside of the building. The rest of the Cage’s construction is eclectic, with the older parts of the inn—the space immediately connected to the enormous ribcage—of the wood-and-stone construction typical of the region but with newer elements showing more distant touches: sweeping iron gables from Zobeck, a dwarven-style hearth from the Ironcrags, Perunalian motifs in the columns, and so on.

Considering Redtower’s small size and populace, the Cage is surprisingly full-featured: it boasts several rooms from comfortable to aristocratic in quality, though it has only one aristocratic suite. Owing to its adventurous—and often wealthy—patronage, travelers can find lodgings



and fare suitable for up to a wealthy lifestyle.

The Cage’s name—and unique construction element—supposedly dates back to the town’s earliest days as Redleaf when the proprietors’ ancestors, Milena and Henrik Gjorski, slew a mighty giant on the spot the inn now rests. The toll of the fight would mean the end of their adventuring career, but they returned to this site of their last great battle to retire. They found the giant withered and scavenged to little more than a massive ribcage and decided to build an inn around it, preserving it as their final—and biggest—trophy.

This story is told and retold on command by their descendants, sister and brother Ariadna and Ambrozy Gjorski. They are adventurers of a sort (human **scouts**), as most of their family has been, but found they prefer the company of adventurers more than the escapade itself. The family business continues to appeal to adventuring types as evidenced by the monster-hunting trophies on the walls—the stories of which erupt if anyone asks about them—and the *very* sturdy

construction of the tables and chairs.

The Cage is the best place in town to gather gossip. Every hour spent carousing at the Cage allows two rolls on the **Gossip Table**, at least until it gets too late for the locals.

R5. Warehouses

Behind the Cage Tavern (**R4**) is a row of three long warehouses, only populated during prime trading seasons and otherwise only accessed for stored commodities and foodstuffs.

R6. Sweet Sap Brewery

Next door to the tavern, an enterprising, happily drunk riverfolk **commoner** couple—Remy Argentford and Mags Halfbottle—run the local brewery. Casks of Sweet Sap brews have reached as far as Peltzenheim, but true success eludes them. The pair arrived in Redtower as boat workers, wound up overdrinking at the Cage with some adventurers, and missed their boat to leave. Deciding to put their vice to good use, the two brewed up some concoctions that won over visiting adventurers, so they took over the brewery, naming it the Sweet Sap. Not being forest folk, they insist the name was a nod to Redtower's livelihood and nothing to do with the ingredients. As their savings grow, they've sent for more of their kin, and now there's barely a halfling in the town that isn't related to them somehow.

R7. Lumber Mill

The mill is on the far eastern side of Redtower, up against the Templine River where logs go downriver on barges. The huge waterwheel powering the sawmill churns on the river's edge and fills the area with enough racket to impose disadvantage on sound-based Perception checks. Away from the riverbank, a long building is used for processing timber, and north of that is a lumber yard stacked with logs.

R8. Smithy

The local smith, Agnieszka, is a stocky woman in her fifties from Cronepisht where she once maintained and traveled on Magdar war wagons in battle against the Dragon Empire. Her arms are thick and covered in scars—some from the forge but many from her experience in war. She ended up in Redtower after retiring, thinking it would be somewhere quiet to practice her trade for adventurers who would appreciate her skill. While the latter is true, Redtower turned out

to be more dramatic and beset with difficulties than she imagined, a fact she grumbles about regularly.

Agnieszka's shop is function over form, littered with tools and scrap metal she's argued over with the Rava priestesses. She's most often at her forge, busy with commissions or perfecting her own style.

Agnieszka dislikes getting involved with the town drama, but a skilled character could impress her with a DC 10 Intelligence (artisan's tools) check if related to blacksmithing or a DC 13 Charisma (Persuasion) check. If successful, she cautions them about the charlatans in town—and suggests, if they tried dropping the mayor's name for a discount, to not.

R9. Furrier and Tanner

A series of buildings set against the edge of the forest just up a trail off the southeast road is home to the furrier and tanner, Witek, and his hapless apprentice, Hubert. The main building has an awning adorned with token wards and charms, and an outbuilding with an unbearable stench contains Witek's tools and tanning chemicals.

Witek is a superstitious human **commoner** fond of protection and luck charms; he'll offer to sell characters one of the rabbit's feet he makes for 2d4 + 2 gp each.

R10. The Red Tower

South of Agnieszka's smithy (**R8**), past the gate over the southeast road, a squat stone tower sits on a little hillock where it connects to the town's timber palisade. It is a defensive fortification but also the town's namesake: the stones of the tower are somewhat faded but still a deep crimson. Even Ariadna and Ambrozy at the Cage don't know how the tower was constructed. Theories and rumors about it abound, however, and can be heard on the **Gossip Table**.

R11. Temple of Rava

The temple of the Gear Goddess is an odd, circular building in the southeast of town. Eight double windows protrude at even spaces around the temple, and its center is a small clearing, giving it a cog-like appearance from above. The building itself is a blend of wood and stone construction that, unlike the temple of Khors, has been well maintained. Reaching the temple of Rava from the road requires wading through a collection of the Spinner's "sacred" scrap: broken things, metal bits, and discarded items are given places of honor here.

The interior of the temple opens into a large chamber that circles to the left and right. An archway ahead

THE VILLAGE OF REDTOWER



E3

E4

E5

R13

R1

R2

R12

R3

R4

R5

R11

R6

R10

R8

R7

R9

E1

leads into the courtyard, which contains an altar and doorways to the temple's looms and quarters. Junk, again, is given a place of honor along the walls and shelves alongside masterfully created tapestries of spiders, clockworks, and gears.

Cecylia, a human **priest**, and Norneth, an elfmarked **spy**, maintain the temple. Cecylia handles any questions and duties of the temple while Norneth is a fresh acolyte who brings her stealth skills to the temple; originally from Dornig, Norneth left under some unmentioned disgrace. Cecylia is helpful but serious and studious; she prefers to devote her attention to her work and goddess. Norneth does not speak to the party unless spoken to and occupies herself evaluating the temple's latest junk arrivals.

A perceptive character succeeding at a DC 15 Wisdom (Perception) check notices her surreptitiously studying them—or more precisely their equipment. When adventurers fail to return to Redtower, Norneth is the one who scavenges whatever remains. If confronted, she blithely plays off her interest and tells them they need better gear to survive the citadel and invokes Rava to bless them.

Cecylia will cast spells for the party at a fee of 50 gp per level of the spell and sells scrolls for triple the cost of the charge to cast it. She also offers to buy any interesting “junk” the party recovers from the Scarlet Citadel. Cecylia offers 2d4 gp for any unusual scrap or trinkets the party brings back, but truly exotic material could fetch up to 50–100 gp.

R12. Konrad's Home

This L-shaped home sprawls over a generous lot next to the southwest road out of Redtower. Flourishes adorn the joints and arches of the house's doors and windows in spiraling, arcane motifs, and a crown of silvery wands surmount the home's prow-shaped roof. The home beyond the luxurious, glass-paned doors has five rooms on the bottom and a staircase to a second-floor loft with a study and bedroom.

Konrad of Runkelstad lives here, a retired battlemage who made a tidy fortune first in service to his kingdom and then as a mercenary (human **mage**). His last assignment came from a group of noble thrill seekers from Cronepisht, looking to conquer the Scarlet Citadel; some sinister trap unleashed waves of undead on them before they made it far, and Konrad barely escaped with his own life—and what treasures they'd found before the end. He chose a long life against an adventurous one and settled in Redtower, pursuing the entrepreneurial opportunity he saw in appealing to an adventurer's greed

for power.

He keeps to himself, paying for his privacy with the good graces he's purchased from the mayor. On occasion, he'll send personal invitations to new adventurers in town—or welcome them if they come to visit of their own accord—and sweep them into his parlor. The large room is decorated with fine couches and surfaces bearing a wealth of trinkets he has made or acquired in his career. Dominating the room is a massive painting, depicting the towers of Runkelstad, something characters can't miss wherever they sit in the room.

If the characters visit Konrad on their own, initiate the “battlemage bargain” encounter from the **Random Social Encounters Table**.



GOSSIP TABLE

d20	Rumor
1–5	Give the characters some gossip about a random townspeople: choose or randomly determine which person the party gains a bit of information about.
6	There's a witch in the woods nearby who sells potions and healing remedies, but no one in town likes to visit her. While she acts friendly, the dead animals on her porch are very off-putting.
7	There's an old man living by himself on the outskirts of town. Sometimes he comes screaming into town when an owlbear knocks down his hut again, but for the most part, he seems to dislike everybody.
8	Gellert the Gruesome has a small army of monsters and bandits at his command, and they roam the woods and roads looking for easy marks. Redtower rarely comes under attack, but travelers aren't so lucky.
9	Alseids (see <i>Tome of Beasts</i>) tend to the temple of Yarila and Porevit outside of town, near the orchard. Only Cibor talks to them much, but the produce he brings back from trading with them is enormous.
10	Constable Roch is suspicious of adventurers, and it's best not to get caught being drunk or difficult around town.
11	The red tower (R10) was made from the bones and teeth of the fallen giant Milena and Henrik slew, and his blood soaked the stones placed there forever.
12	Each time an adventurer perishes in the Scarlet Citadel, an unknown artist slips out by nightfall and paints a stone red at the red tower (R10) in their honor. Over time, the stones of the tower have been painted red many, many times.
13	The stones to build the red tower (R10) came from the ruins submerged beneath the pond to the north. Before they were covered in water and moss, there was a property to them that makes them red—possibly even some strange magical energy protecting them from the ravages of time.
14–15	Give the party information to warn them on one of the townsfolk who will try to take advantage of them. Either choose or randomly determine who they are warned about: Mayor Broz, Constable Roch, Konrad, Witek, Eva, or the merchants.
16–19	The party receives a warning about one of the hazards from the Terrain Encounter Table (see page 30). Randomly determine which one they hear about; if that hazard is encountered, they receive advantage on rolls to spot or avoid it.
20	The party is alerted to the existence of the lifeless clearing in E2 and the suspicion that Gabe from the orchard (R12) snuck out there recently and has been acting strangely since. Additionally, Gellert's henchmen have been spotted in the area more often.

R13. Orchard

Redtower's orchard is just outside the southwest wall, consisting of several neat, well-maintained rows of apple trees surrounded by protective hedgerows. A small house and storage shed nestle close to the wall where Cibor and Eva live with their son, Gabe. They maintain the orchards and hedges and, in the winter, produce cider with the Sweet Sap Brewery (**R6**).

Cibor seldom goes into town, preferring to stay around the orchard or venture into the forest outskirts to gather food and visit with the alseids at the temple to Yarila and

Porevit nearby (see **E2** under "Beyond Redtower"). His wife and son, however, are more social: Eva is often one of the forces behind Redtower's festive gatherings, and Gabe is something of a leader to the adolescents in town.

Eva doesn't hesitate to welcome the party inside and treats them with ciders, apple pies, and nosy questions. She is an excellent source of gossip about Redtower; whenever the PCs spend at least an hour visiting Eva, roll twice on the **Gossip Table**, limiting the rumors to locals only. Of course, being the town's greatest gossip, anything told to Eva is spread around town within a day or two.

Gabe's Nightmares. With a DC 12 Wisdom (Perception) check, the party notices Gabe lurking about the orchard. He's alone and rubbing his temples, muttering to himself. If they engage him, he plays it off with a confident, teenage swagger as nothing being wrong, but a DC 10 Wisdom (Insight) check reveals he's exhausted. If pressed, he admits he went to the arch at the lifeless clearing (see E3 in "Beyond Redtower") and spent the night there on a dare; he'd done it a year ago and nothing happened, but this time, he had awful nightmares, and he hasn't slept well since. He begs the party not to tell his parents since he's not supposed to be going there.

SOCIAL ENCOUNTERS AROUND REDTOWER

Adventurers are a source of excitement in Redtower, drawing the attention of those hoping to profit from them or those who could use their help. Check for a random social encounter once per day when the PCs are in Redtower.

RANDOM SOCIAL ENCOUNTERS

d8	Encounter
1	no encounter
2	ailing townsfolk
3	argument
4	arrested
5	battlemage's bargain
6	brewery sample
7	contest
8	stuck travelers

Ailing Townsfolk. A townsfolk, most likely a woodsman, hunter, or trader, has fallen victim to tainted food or water or one of several mundane toxins in the environs. Suffering obvious effects, the townsfolk stumbles into the party. A DC 12 Wisdom (Medicine) check is enough to diagnose and treat the malady. If the party does so or pays to have them treated at Rava's temple (R11), they are warned about one of the hazards around Redtower. Roll on the **Terrain Encounter Table** to determine which hazard the townsfolk knows about; if the party encounters that hazard in the future, they have advantage on rolls to notice or avoid it.

Argument. The party witnesses an argument happening in the street between townsfolk, merchants, or even a different adventuring band threatening to split up. They don't have to get involved, but if they do, have them make a DC 12 Charisma (Persuasion) check to mediate the situation. On a success, they win over some of the townsfolk who then spread the word for merchants to stop fleeing the party. This won't end all predatory behavior, but merchants won't charge the party more than standard prices anymore.

Arrested. When this encounter is rolled, see if any of the characters are unconscious or very inebriated outside an inn room or have been involved in an argument, altercation, or other activity that Constable Roch can construe as "disturbing the peace." If not, reroll the encounter. Otherwise, the constable has the offending character arrested; if they were unconscious or inebriated, they wake up in the jail cell attached to the town hall but are "generously" offered release if they pay a 25 gp fine. For other transgressions, they get the option to spend the night in jail or pay the fine there.

Battlemage's Bargain. An invitation to Konrad's home (R12) always results in food, drink, being regaled by Konrad's memories of military service and mercenary adventuring—and a sales pitch to buy one of his "treasures." Konrad dabbles in magic-item creation in his spare time now and loves offloading them onto adventurers since they are—not that he tells them—imperfect. The first time the party visits Konrad and every time this encounter occurs thereafter, he has a new "treasure" he offers them: either choose or randomly determine uncommon magic items. The result is what Konrad *claims* the item is, and he charges 100 gp. He'll allow the party to haggle him down as much as 50% with a successful DC 15 Charisma (Persuasion) check, letting them feel like they got the better end.

Every item he sells is faulty: the item fails after 1d4 uses, the enchantment on it fading (if the item was a container, it ejects anything that was in it), and it reverts to a mundane object. For consumables (such as a *potion of healing*), decrease any numeric-based effects of the item by half. Konrad doesn't expect the party to survive future encounters long enough to complain to him, but if they do, he feigns surprise at any item's faultiness and acts contrite, claiming he needs perhaps to refine his enchanting skills—but no other adventurers had complained (being dead and all).

Brewery Sample. Remy and Mags are standing outside the Sweet Sap Brewery (R6), offering samples of their newest concoction. The characters can choose to try it. If

any do, they must succeed a DC 10 Constitution saving throw or gain the poisoned condition for 1 minute from the faulty brew. Otherwise, the brew tastes awful but has no ill effects. The halflings are embarrassed and give the party 1d4 gp for the trouble. If any of the characters agree to try the sample again the next time they receive this encounter, the brew works and is delicious—the grateful halflings allow the characters to name the new drink.

Contest. Some sort of competition erupts at the Cage (R4) and everyone is invited. Whether darts, knife juggling, or guessing where the monster trophies on the wall came from, there's drink and food flowing and gold to be won. The type of competition determines the check, such as Dexterity (Acrobatics) for darts or Intelligence (Nature) to guess the monsters. Set the DC to a moderate difficulty, 14–16; the character wins 1d6 gp for every point the DC is exceeded. If more than one PC is competing, the highest of the successful results wins the entire pot.

Stuck Travelers. A few travelers come into town, distressed their cart got stuck in the muck when it came too close to the swampy pond to the north (E5). Rescuing the cart could require pushing it out of the muck with brute force or using ropes or animals to pull it clear. It is a DC 17 Strength (Athletics) check with brute force alone, but the party can reduce the DC by 1 for each additional measure they take to make it easier. If they succeed, the grateful travelers give the group 1d10 + 3 gp. If this encounter is rolled again, the circumstances can change: a trader cart ready to leave breaks a wheel or a storm rolls in that gets a wagon stuck outside.

GOSSIP

Gathering gossip around town not only allows the party to get familiar with the town and its occupants but also be forewarned about some of the dangers awaiting them. See the Gossip Table on page 23.

BEYOND REDTOWER

Outside of Redtower, the tame grasslands to the northwest give way to the thick woodland of the White Forest to the south of the settlement. A tributary of the Templine River feeds the town, and the road southeast out of town leads to the Scarlet Citadel deeper within the woods.

Although Redtower has carved out a niche of relative safety on the borders of the White Forest, the area is plenty dangerous even without the citadel. The flora and fauna here are changed by the influence of magic and Gellert the Gruesome, and some mysteries here might be better left buried. The looming presence of the citadel itself can't be ignored as Gellert's henchmen and experiments do not always stay contained.

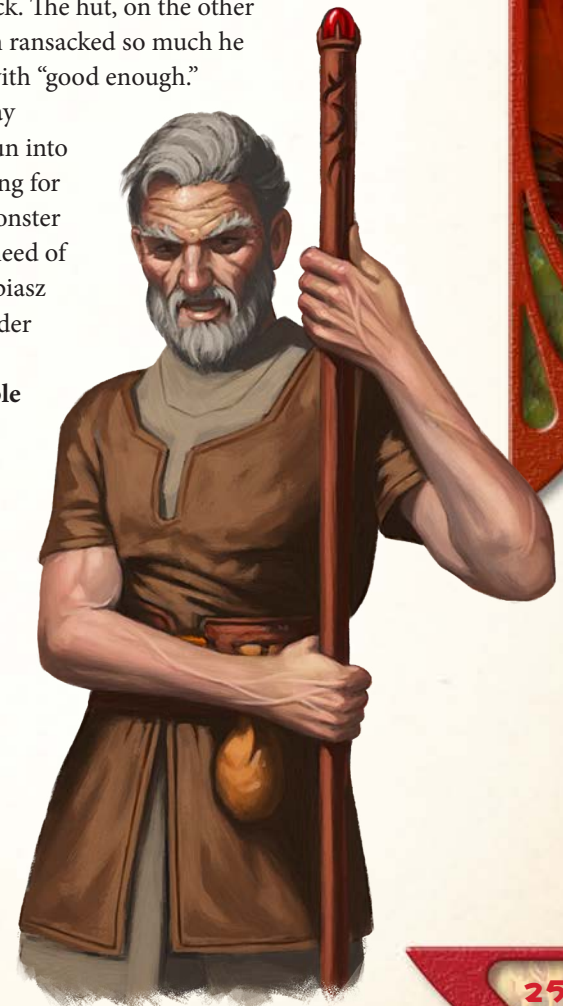
The area around Redtower can be a place for adventure all on its own, though many of the locales and encounters point to the Scarlet Citadel for further exploration.

E1. Tobiasz's Hut

A small hut cobbled together from loose stone and reclaimed wood perches on the opposite side of the riverbank northeast of Redtower. The hut looks like it has been knocked down and rebuilt multiple times, evidenced by the scattering of half-buried debris around it. On the south side of the hut is a large, gnarled tree with a sturdy, covered platform nestled in its branches. It is of much better construction than the hut below.

This is the home of Tobiasz, an elderly human **commoner** hermit who once lived in Redtower but grew horrified by the complicity of the townsfolk in letting adventurers run to their slaughter in the Scarlet Citadel. He takes it upon himself now to warn people away, which is why he hasn't left yet; he goes into Redtower only for supplies and to shame the townsfolk. Otherwise, he spends his time writing letters to Queen Dorytta to bring an army to raze the citadel once and for all. Tobiasz's trade is carpentry, and he built both the hut and tree stand, which is where he flees to when monsters inevitably attack. The hut, on the other hand, has been ransacked so much he only bothers with "good enough."

The party may occasionally run into Tobiasz shouting for help from a monster attack and in need of rescue. See Tobiasz the Hermit under the **Creature Encounter table** (see page 28).



E2. Yarila and Porevit Temple

Set in a small clearing in the woods southwest of Redtower is an airy temple to the Twin Gods, Yarila and Porevit, Mother Field and Father Harvest. The temple itself is a roomy structure with few walls and has archways instead of doors. The roof supports come from wooden posts wrapped in ivy and vines, most of them in perpetual bloom. An altar to the Twin Gods is set before the temple structure, an elevated stone block skirted by flowers and bountiful fruits and vegetables. In a rectangular periphery around the altar is a “fence” of stakes in the ground, marking growth stands of tomatoes, berries, grapes, and other seasonal crops.

A group of four alseid **druids**, Synnana, Bellenor, Ammanis, and Kashyna, maintain the temple here and are friendly to visitors. They do most of their business with Redtower through Cibor of the orchard (**R12**) but are glad to trade. If the party is friendly, the alseids allow them to rest at the temple whenever they wish, safe from harm; while they are aware of the forest’s hazards, hostile creatures don’t trouble them here, and they do not seek them out. Camping here does not prompt a random encounter check.

E3. The Lifeless Clearing

A bizarre little clearing west of Redtower has a prominent place in local lore, primarily among the town’s children as the place they should not go, but a rite of passage among Redtower adolescents is to spend the night here.

The clearing is abrupt, cutting into the surrounding trees as though the edge of the woods reached an invisible line. Nothing grows in the clearing. Birdsong and insect chittering are silenced, and no living animal willingly crosses into it. Mounts and animal companions

MYSTERY OF THE ARCH

If the party wants to delve further into the mystery around the resurgence of the arch in the lifeless clearing, check out *Warlock Lair #50: The Light of Memoria*. The PCs find a strange relic curiously connected to the magical archway long thought dormant but quickly realize someone is trapped on the other side! The relic allows them to pass through, but to get home, they’ll have to traverse a shadowy landscape permeated by the memories of a mage conclave long forgotten—and face the hungry shades eager for escape.

must be coerced with a DC 13 Wisdom (Animal Handling) check to enter the clearing where they remain nervous and ill-at-ease.

The focal point of the clearing is a weather-worn stone arch, lopsided and half-sunk into the ground, its engravings faded with the passing of eras. A withered black vine winds around both sides of the arch, never blooming but also never crumbling. The vines are unyielding and cold as iron when touched, and the stone itself imparts such a frigid sensation that, even in the hottest summers, the chill on the skin lingers for hours.

The arch once led to a shadow road that fed into the greater White Road nearby. At some point, the connection collapsed, and the arch went dormant. Recently, however, the archway has been showing signs of life, prompting interest from others in the region.

Roll a d6 when the party enters this area: on a 1–4, it is empty, and on a 5–6, they find 1d4 + 1 **bandits** serving Gellert the Gruesome investigating the arch and complaining about their orders.

The bandits tell the party to go away and mind their own business. They attack if the characters don’t comply.

If questioned, the bandits can’t answer much about the archway. Orders came down to check the clearing and see if anyone else was looking into it and make sure they’re stopped—permanently. They don’t know why there’s any interest as it’s supposed to have been dormant for decades if not centuries.

If the party lingers in the clearing long enough, they’ll notice at sunset and at midnight the arch’s engravings briefly glow with pale blue light and fade erratically with a slight scent of electricity left behind in the air. Nothing else happens, and no detections or investigations reveal anything further.

Besides the unnatural coldness to the stone and the scheduled flare-ups of energy, nothing else happens in the clearing. Characters who sleep here, however, are afflicted with nightmares of a shadowy, desolate wasteland. If they don’t succeed at a DC 15 Wisdom saving throw, they wake up with a level of exhaustion.

E4. Zula’s Cottage

No path leads to Zula’s cottage in the woods near the northwestern road into Redtower. The party might stumble into her cottage clearing or perhaps notice the trail of hearth smoke above the trees. Townsfolk in Redtower can also direct the PCs to her, though they seldom discuss her; no one visits Zula unless they need special potions or healing and the Rava temple’s fees are too steep.



The cottage is small, even quaint looking, with a white-painted porch and balustrade, walls and roof in good repair, and patches of bright wildflowers growing around it. The effect is diminished by the hanging bodies of small animals dangling from the porch awning, ready to be gutted for entrail reading.

The witch, Zula (human **priest**), has a mutually beneficial arrangement with Gellert: in exchange for occasional deliveries of unusual reagents for use in her

potion-making experiments, Zula uses her magic to contact Gellert about any unusual news in or around Redtower, including things like the arrival of new adventurers.

She does not have any personal stake in working with Gellert; she simply has flexible ethics when it comes to pursuing her research and livelihood. Zula is a cheerful, rosy-cheeked, wizened old woman constantly pattering about her cottage, and she offers the party slightly discounted (10%) *potions of healing* and access to her limited repertoire of healing magic in exchange for any news from town.

If you wish, Zula can also be the source of information for (or even acquisition of) owlbear bezoars, an odd consumable magic item found in the woods around Redtower. You can provide the characters with as little or as much knowledge as you wish to add a bit more flavor to the setting. For more information, see the appendices.

E5. The Sunken Pond

Just south of the northwest road into Redtower is a large depression, sunken and filled with brackish water, the corpses of a few bare trees, and thriving colonies of fungi, weeds, and insects.

Beneath the algal muck, moss-covered stones protrude from the water, resembling the corners and angles of what might have been a stone structure at one time. Any carvings are long worn away, however, leaving just the shell of a large structure buried beneath the water.

The edges of the pond provide good harvesting for peat, planting soil, and certain plants and mushrooms, but it's hazardous as well. Immersion in the pond requires an immediate DC 12 Constitution saving throw to avoid developing an itchy, red rash and taking a level of exhaustion within the hour. A short rest alleviates the rash as does any effect that removes poison or a DC 10 Wisdom (Medicine) check.

On close inspection, the stones have a notable crimson hue beneath the moss. Touching the moss encrusts it on the investigating character's skin, the spores attempting to take root within the character's body, inflicting 2 (1d3) poison damage every hour until a successful DC 12 Constitution saving throw is made. The spores can also be removed via *protection from poison* or similar magic or a successful DC 15 Wisdom (Medicine) check.

RANDOM ENCOUNTERS

Each day the party spends exploring the outskirts of Redtower, check to see if they encounter anything unusual. If they make camp or take a long rest in the outskirts, unless they are in a safe location like the temple

RANDOM ENCOUNTER TABLE

d20	Encounter
1–13	no encounter
14–15	terrain (roll once on the Terrain Encounter Table on page 30)
16–17	one or more creatures (roll once on the Creature Encounter Table)
18–20	terrain encounter featuring one or more creatures (roll once on the Terrain Encounter Table on page 30 and then roll once on the Creature Encounter Table)

CREATURE ENCOUNTERS

Keep the party's level in mind when fleshing out these encounters. Characters should be able to retreat from or avoid an encounter that is too difficult, even if at some sort of cost (abandoning supplies in camp for example).

CREATURE ENCOUNTER TABLE

d12 + d8	Encounter
2–4	corpse with swarm of insects (reroll if the party is camped)
5–7	1d4 + 1 giant centipedes
8–10	1d3 + 1 human commoners
11–12	1d6 goblins
13–14	1d4 bandits
15	Tobiasz the hermit
16–17	1d6 + 1 wolves
18	1d3 bandits with bandit captain
19	1 gargoyle
20	1 owlbear

Corpse with Swarm of Insects. The party stumbles across a dead body left in the wilderness. Identity and cause of death are impossible to determine as it has been ravaged by elements and scavengers. It's easy to hear the buzzing of insects around it, but only a DC 15 Wisdom (Perception) check notices the rippling bulges and swelling of a swarm inside the cadaver.

to Yarila and Porevit, make another check while they are resting. Characters might encounter special terrain, one or more creatures, or a combination of the two.

A random encounter while the party is camped is automatically a creature encounter.

A **swarm of insects** explodes out of the body as soon as a creature comes within 5 feet, and the swarm makes a surprise attack against the closest target unless it succeeded on the Perception check.

There isn't much left to gather from the body, but a quick search of the area turns up 5d10 gp worth of coin and goods.

Giant Centipedes. The ley lines also have a bolstering effect on some local fauna, including these centipedes. They are hungrily consuming everything in their path, including the party when they come across it.

Human Commoners. The party comes across a small group of local woodsmen or hunters. If the characters are friendly, the group is willing to share camp for a rest; if the party accepts, don't check for a random encounter during that rest. The commoners also warn the party of an area of the woods where things can be treacherous due to sinkholes, tree falls, or poisonous plants. The next time the party would roll on the **Terrain Encounter Table**, it is negated.

Goblins. This small band of goblins proudly—or fearfully—serves Gellert the Gruesome. They wear his sigil, torn and tattered, on their flimsy armor. They are one of his patrols in the woods and attempt to kill anything that might be threatening, which to a goblin includes most things.

Bandits. These bandits also serve Gellert the Gruesome, though they operate with more independence than his monsters. They simply have a lucrative deal robbing traders and foolhardy adventurers and only occasionally need to follow Gellert's orders. They are used to running the forest and decide everything the party has is rightfully theirs. The bandit groups can also

be encountered being led by a **bandit captain**, notably tougher and getting orders more directly from Gellert.

Tobiasz the Hermit. This encounter occurs around sundown or at night. Tobiasz (**E1**) runs into the party, wild-eyed and shouting about an owlbear, and points frantically in the direction of his hut. If the party receives this encounter while already near his hut, he instead shouts for help at them from his tree stand.

An **owlbear** is in the process of knocking down Tobiasz's home, sniffing for food. It reacts slowly to the party's presence, giving them a surprise round, but then it lumbers to attack them. If the battle is going poorly, Tobiasz shouts for them to climb the tree with him; there is no check needed to scale it, but only one character can go at a time. The stand has enough room for four Medium-sized creatures close together, and the other branches can hold up to two more. After a few rounds of growling and sniffing at the tree, the owlbear moves off into the woods in search of an easier meal.

He is grateful to the party for rescuing him but resigns himself to the knowledge it will happen again. Nonetheless, he sets right to rebuilding. If the party talks to him or helps him set up his hut, he can tell them a great deal about the creatures in the woods.

The party gains advantage on their attack rolls during their next encounter from the **Creature Encounter Table**. Unfortunately for Tobiasz, this encounter can occur multiple times, requiring him to go running for help again.

Wolves. This wolf pack has had its game run off by larger predators in the forest lately and hungrily eyes the party. The wolves prefer to attack the party while at rest and attempt to stalk them to strike when they let their guard down.

Gargoyle. One of Gellert the Gruesome's creations, this **gargoyle** has wandered out of the Scarlet Citadel after a dry spell of interlopers to destroy, and now it roams the woods, seeking to slaughter anything that draws close to the citadel. When it thinks it is near people, the gargoyle uses its False Appearance ability to resemble a statue and encourage the party to come investigate

it before it surprises them by attacking. If this would be a difficult encounter, allow the characters to attempt DC 10 Wisdom (Perception) or Intelligence (Arcana) checks to notice the statue looks very unnatural and gives them a bad feeling. Don't make the gargoyle pursue the party if they choose not to investigate it. If engaged, the gargoyle fights until destroyed but does not pursue characters who flee to Redtower or to the temple of Yarila and Porevit.

Owlbear. Owlbears are a persistent and dangerous nuisance in the White Forest, and Gellert the Gruesome bears the blame. Encounters with owlbears mostly happen at night when they hunt. Their hoots and screeches make them heard long before they are seen and can serve as a warning for the party to leave the area. Owlbears are relatively simple creatures as well, and the party might be able to draw one away or placate it with food to make it leave them alone should they prefer not to confront it.



TERRAIN ENCOUNTERS

This area of the White Forest is home to some unusual terrain and hazards, potentially influenced by the nearby ley lines or perhaps the arcane experimentation overflowing into the environment from the Scarlet Citadel. Special terrain rules are explained after the table. If the party received warning of particular encounters from townsfolk in Redtower, they gain advantage on their rolls to spot, identify, or avoid the negative effects for that encounter.

TERRAIN ENCOUNTER TABLE

d20	Encounter
1–3	briar growth
4–6	hidden cache
7–8	shelter
9–11	sinkhole
12–13	tangled canopy
14–17	toxic flora
18	tree fall
19–20	wild mists

Briar Growth. The bountiful magical energy in some areas of the forest have resulted in overgrown briar walls, blocking access to parts of the woods. Noticing the briar growths is easy: these walls can be several hundred feet wide, growing around trees and brush, and up to 3d10 feet thick. The party can move around them, but doing so adds 1d4 hours to their travel time toward a destination. Attempting to navigate the massive briars is difficult: reduce speed to a quarter of normal movement, and every square of movement requires a DC 13 Dexterity saving throw to avoid taking 3 (1d6) piercing damage. Cutting through the briars with a slashing weapon provides advantage on this saving throw for every character that follows.

Hidden Cache. While moving through the woods, make DC 15 passive Perception checks for the characters. On a success, one of them notices a tree with part of its trunk or roots hollowed out artificially. On investigation, they find a hidden cache: there is a 50% chance they find 1d4 trinkets; otherwise, they find 2d10 gp worth of small gems.

Shelter. The party stumbles across a dug-out hollow or empty den with enough room for all of them to take a long rest. While in this shelter, they can rest without any chance of a random encounter.

Sinkhole. The party comes to a place where the earth is depressed and unsettled. A DC 15 Wisdom (Survival) check spots the sinkhole, enabling the party to go around it. If not spotted, a random party member steps on and collapses the sinkhole and must make a DC 12 Dexterity saving throw to avoid falling into a 20-foot-deep pit and taking 7 (2d6) bludgeoning damage. Climbing out of the pit requires a DC 15 Strength (Athletics) check.

Tangled Canopy. In these areas, the trees grow so thickly together that light is one step dimmer than it should be and orientation becomes difficult. To avoid getting turned around and lost requires a DC 10 Wisdom (Survival) check. Once lost, the party must attempt a DC 15 Wisdom (Survival) check to get back on course; on a failure, it takes 1d6 hours to attempt the check again. While the party is lost, roll on the Random Encounter Table every hour, ignoring friendly encounters.

Toxic Flora. The party runs afoul of some of the unusual flora around Redtower, mutated by the proximity of ley lines and the Scarlet Citadel. Roll a d4 on the Toxic Flora Table to determine which one the party encounters:

TOXIC FLORA

d4	Flora
1	corrosive sap
2	poison blooms
3	sleeping fields
4	surprise berries

- **Corrosive Sap.** A DC 10 Intelligence (Nature) check indicates the sap oozing out of these sickly trees is responsible for their condition; something is wrong with it and touching it would be unwise. Moving through the trees requires a successful DC 13 Dexterity saving throw to keep from touching the sap. On a failure, the character takes 2 (1d3) acid damage per minute for 2d6 minutes; spending 1 minute cleansing the affected area ends the effect.
- **Poison Blooms.** These vibrant-colored flowers bloom on the vines dangling from the trees and can exude toxic pollen when movement is nearby. Spotting the poison bloom before walking through

requires a DC 10 Wisdom (Perception) check. To resist the toxin, the character must make a DC 13 Constitution saving throw. Affected characters develop a rapid-onset, dry, hacking cough, suffering a level of exhaustion and making a new saving throw each minute until they succeed or die from exhaustion. The poison can be either removed by an appropriate spell effect or treated with a DC 13 Wisdom (Medicine) check, which grants advantage on the affected creature's next saving throw to slough off the poison bloom.

- **Sleeping Fields.** This wildflower-suffused pocket-meadow is blanketed in enchantment. A DC 15 Intelligence (Nature) check recognizes there is something odd about these flowers as they don't resemble other blooms in the area. Moving through the fields carefully (no more than half speed) does not disturb the flowers. Moving through at a faster pace, however, stirs up clouds of pollen. Those in the pollen must make DC 13 Wisdom saving throws or be overcome by sleep lasting one hour if not dispelled or removed sooner. Simultaneously, the flowers release pheromones into the air to attract wandering creatures into the meadow; roll or choose a creature from the Creature Encounter Table that arrives at the meadow in 5d10 minutes.
- **Surprise Berries.** These berries resemble an edible variety so strongly the townsfolk nicknamed them and avoid picking either variety. A DC 15 Wisdom (Survival) check differentiates them, but otherwise they look exactly like an edible species of berry. Upon consuming one, stomach pain and nausea set in within 10 minutes, giving the character a level of exhaustion that persists until their next long rest. It can also be cured by any effect that removes poison.

Tree Fall. A hazard the lumberjacks of Redtower know well: trees fall in the forest without any help and sometimes without warning. A DC 10 Wisdom (Perception) check notices the telltale cracking and snapping of wood as a tree plummets toward the party. Those who succeed at this check receive advantage on the DC 15 Dexterity saving throw to dive out of the way. Those who fail take 10 (3d6) bludgeoning damage and are pinned under the tree as if grappled. A successful DC 15 Strength (Athletics) check or Dexterity (Acrobatics) check is enough to get out from under the tree; the check is made with advantage if non-trapped creatures help. Make an immediate roll on the **Creature Encounter Table** to see what is attracted to the area within 1d10 minutes to investigate the noise.

Wild Mists. Some areas of the forest develop light mists of no apparent origin. These mists are harmless, but a DC 15 Intelligence (Nature) check reveals they are unnatural. These mists are in fact side effects of the magical energy seeping from the surrounding ley lines. Spellcasting characters may make DC 13 Intelligence (Arcane) checks to notice a strange feeling in the air as they pass through the mist, as if their magical abilities are being affected. Casting a spell that expends a 1st-level or higher spell slot within the wild mists causes a surge: there is a 50% chance the spell is cast as though one level higher, a 25% chance it fizzles, and a 25% chance it morphs into a different spell entirely, randomly determined from the character's spell list (while using the originally intended spell slot). Spellcasting returns to normal as soon as the characters leave the mist.



LEVEL 0: RUINS ABOVE

The structure stands atop a low hill that slopes off gradually all around. The slope is gentle but the ground is rugged, broken by ravines, boulders, tangled brush, and fallen trees. When the keep was in use, the ground around it must have been cleared for several hundred yards in every direction. Since the fort's fall, trees and brush have regrown right up to the fortress and even inside the courtyard.

The fort was breached at the northwest and southeast corners, but the rest of the walls and the main keep still stand. The outer walls are 15 feet high. The main tower rises 40 feet, and the secondary keep is 30 feet tall but heavily damaged. Despite the damage and decay, it's easy to see why it was named the Scarlet Citadel: the red stone blocks used in its construction stand out starkly against the greenery.

No one comes here anymore except hopeful adventurers like yourselves, so the old road from the town of Redtower is now no more than a weed-choked track.

The Scarlet Citadel may be in ruins, but it's still an impressive place.

Characters can enter the ruined castle through the main gateway (1) or through the breached and collapsed walls at the northwest and southeast corners (2).

01. Main Gateway

During the assault, the heavy gates were smashed off their hinges and broken into bench-sized chunks that still lie on the ground. The main gateway is lined with rubble, but it's shallow and stable enough to traverse. The archway was two stories tall originally, and downward-facing arrow slits line the western wall (adjoining the keep) 8 to 10 feet above ground level. Only portions of the arched roof remain.

02. Collapsed Outbuildings

The buildings lining the fortress walls were originally barracks, workshops, and stables. Now they're almost completely in ruins. Their slate-shingled roofs have fallen in, and only portions of the interior walls remain. There are no doors or windows still in their frames, and the original floors are buried under up to a foot of debris. Brush grows from every patch of dirt, and vines drape the ancient walls.

Characters who are reluctant to enter through the main gateway can scramble over the 8-foot-high heaps of rubble where the walls were breached at the northwest and southeast corners. It's not difficult, but it is mildly dangerous to the incautious: each character who crosses the rubble must make a successful DC 6 Strength (Athletics) check to avoid taking 7 (2d6) bludgeoning damage from a shifting stone block that crushes their legs when they step near it.

03. Buried Stairs

An **owlbear** has its nest in this dark corner. Whenever characters enter the courtyard (until the owlbear is killed), check to see whether the owlbear is here. The chance is 1-in-6 at night or 2-in-6 during daylight. The owlbear considers the whole courtyard to be its lair, and it attacks anyone who invades its territory, chasing prey up to a quarter mile. It can't scale the crumbly old walls, so characters can escape its claws by climbing. The owlbear won't wander far off, though, with an easy meal so nearly within its grasp; it finds a safe spot where characters can't attack it from the walls and waits for them to come down again.

The rubble in the northwest corner conceals a staircase down. If characters search the owlbear's nest, allow them to make DC 20 Intelligence (Investigation) checks. A dwarf with the Stonecunning makes the check with advantage. A character who succeeds notices the top step of the staircase peeking out through the debris and rubbish on the ground. Clearing a crawlspace that someone could worm through on their belly takes 6 work-hours of labor. Clearing the stairs enough to use them normally takes 36 work-hours. If the owlbear hasn't been dealt with, it may return while characters are digging.

These stairs connect directly to the shrine of Charun on Level 1.

04. Secondary Keep

The entrances to both the secondary and main keeps are one floor above the ground level of the courtyard. Stone steps ascend 10 feet to a solid stone walkway that connects the two doorways.

The doors are long gone from both doorways.

Inside the structure, a stone staircase leads up to what would have been the top floor, but only a few sagging beams remain. The wooden flooring and the roof are long gone.

Tucked around the corner is a trapdoor opening that leads down to the ground floor. That area is now filled with rubble and inaccessible (at least from here).


Gnawed bones are strewn around the floor, along with a scattering of large feathers. The bones are from a mix of creatures: deer, dogs, badgers, and sheep make up the majority, but a few obviously humanoid skulls are propped prominently on rusting wall sconces. A character who examines the feathers and makes a successful DC 15 Intelligence (Nature) check can say definitively they're not from any species of bird the character is familiar with. Whatever it was, it's bigger than an eagle—possibly twice as large, or more. Only if characters have encountered harpies in the past can they identify these as harpy feathers.

05. Main Keep, Entry Level

This rectangular keep had four floors when it was intact. Like the secondary keep, the upper floors and roof are gone except for a few sagging beams. The stairs to those upper floors were wooden and they, too, are burned or rotted away.

Gnawed bones and feathers similar to those in the secondary keep are also strewn around this chamber. The same conditions apply to identifying the feathers as harpy feathers.

The floor surrounding a trapdoor opening next to the east wall has partially collapsed so the opening is now irregular. If characters peer down through it, they see a deteriorated wooden staircase descending to the room below, which is at ground level. The staircase appears to be in worse condition than it really is. It can support two Medium creatures easily; a third creature causes it to creak and sway menacingly, and a fourth at the same time collapses it.



No check is needed to notice the awful smell wafting up through the hole in the floor. It isn't noticeable elsewhere in the room because it's all open-air, but near the hole, the smell is unmistakably that of a large, filthy animal den.

06. Underkeep

This area is shown on Overlay 1: Underkeep. Place the overlay on the map (or to the side of the map, if you prefer) when characters drop through the opening in the floor of the main keep. Show the players the Point-of-View illustration on page 37.

This ground-level chamber reeks of animal waste, sweat, and rotten meat. Bones and feathers lie strewn across the floor.

Along the north side of the chamber, a wide stone staircase descends into the earth. The wall above the stairs is carved into a faux archway decorated with interwoven knots, axes, and fierce-looking owlbears, all in characteristic dwarven style.

A stout door stands closed in the west wall. It was clearly made for defense, as it is fortified with steel bands and large nailheads.

The stairs lead down to Level 1, which houses the Holzanger family crypts and what used to be the castle's final defensive bunker. The archway is tall enough for a Medium creature to walk under without ducking—barely. These stairs emerge in chamber 101 of the dungeon. The smell wafting up the steps reeks of decay and rot; the harpies toss the bones of creatures they eat down these stairs, and the Gaoler doesn't clean them out because it believes they help deter intruders. These stairs are trapped at a landing 25 feet down from this entrance (see 101. Entry Hall for details).

The door in the west wall isn't locked, but it is stuck. A character can pull it open with a successful DC 15 Strength (Athletics) check. Opening it reveals an identical door at the end of a 5-foot hallway, which is opened the same way (but by pushing instead of pulling). Regardless of whether the checks succeed or fail, the two **harpies** in the inner room hear the party coming. The harpies know just how to apply pressure on the doors to open them without needing die rolls.

The harpies are concealed in rubble to the left and right of the second door in the inner chamber. Whoever comes through the door first gets attacked immediately. The

harpies prefer to fight out in the open where they can fly, so they dart through the doors and out through the hole in the ceiling at their first chance.

Alternatively, you can decide the harpies are away the first time characters explore this area. Then they could ambush characters the first time they exit the dungeon or when they return for their second foray. The harpies enjoy dropping heavy stones on intruders from atop the keep walls and luring them into the owlbear's clutches, if it's nearby. This option is especially attractive if characters have discussed using the keep as a safe place to take long rests.

HIDDEN DUNGEON ENTRANCE

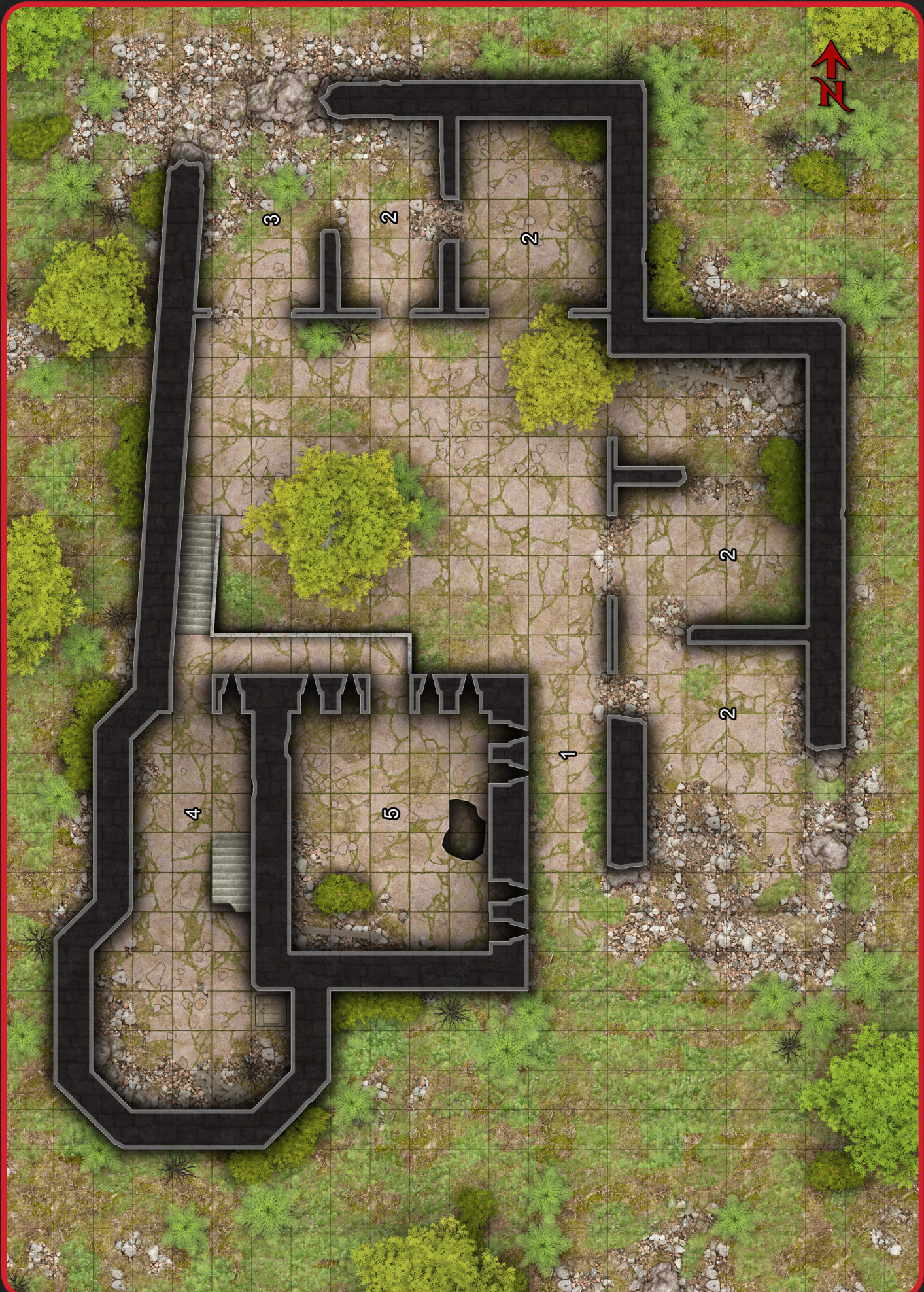
Another entrance to the dungeon is hidden among trees and brush 250 feet west-northwest of the fort. From the fort, characters don't spot it, but a careful search of the entire hilltop lasting most of a day might reveal it. If such a search is made, allow one character in the group to make a single DC 20 Intelligence (Nature) check; other characters can aid the attempt. If it succeeds, they find the crumbling stone entrance choked with vines and tree roots, which shows signs of recent passage.

This entrance leads directly to the dwarven barracks on Level 3. Low-level characters are unlikely to find anything but a quick and gruesome death there, so it's in their best interest to overlook this entrance for a while.

RESTOCKING

An owlbear and two harpies are more than most 1st-level parties can handle unless it's a large group. A good way to handle this area is to confront the characters with only one harpy the first time they come here. When they return from their first trip into the dungeon, they're ambushed by the second harpy, who's furious over the death of her companion. The next time they return to or emerge from the dungeon, they run into the owlbear.

After that, possibilities for encounters include a group of bandits hoping to use the old fort as a base of operations, a competing group of adventurers intending to steal whatever treasure characters brought out of the dungeon and take over the exploration for themselves, a team of dwarves backed up by trained owlbears hoping to reclaim the barracks, or even a team of powerful mercenaries hired by Cagoth-ze or Imortra specifically to eliminate these troublesome intruders.



1 square equals 5 feet



LEVEL 1: DUNGEON AND CRYPTS

The topmost level of the dungeon houses the long-disused Holzanger family crypts and a series of chambers that used to be the castle's final fallback bunkers. Those bunkers have become the lair of a creature known in the area as "the Gaoler," while the crypts are overrun with undead creatures thanks to an open portal to the Dry Lands.

The Gaoler is an infamous kidnapper and torturer. He preys on isolated travelers journeying through the region and on the citizens of Redtower, where he's invoked by frightened villagers as a local demonic bogeyman. (See the appendix for the full description of the Gaoler and his stats.)

The Gaoler doesn't work alone. He has an assistant—a tusked crimson ogre called **Scar**—and a compatriot of sorts, a blood cultist named **Ushulx** (see the appendix for both) who is here for her own reasons. She aids the Gaoler just enough to keep him from turning against her. In exchange, he hands his victims over to her when they are on death's door so she can sacrifice their last whispers

of life to Charun. Unlike the Gaoler and Scar, Ushulx can be reasoned with—from a position of power. Characters might strike a bargain with her, if they're willing to leave her alone in exchange for her not interfering with them as they come and go.

While there are only three enemies in this portion of the dungeon, they all have a CR of 2 or 3. If they manage to team up against a standard-size 1st-level party, things could go very badly for the adventurers. This doesn't mean you should go easy on them, but make sure they understand a small party can bite off more than they can chew in the Scarlet Citadel. If they devise ways to turn the Gaoler's traps and torture devices to their own advantage, so much the better. There's also no shame in running away to regroup. Remember that none of these villains kill prisoners outright. The Gaoler and Scar want victims to torture, and Ushulx wants victims for a sacrifice. If someone is captured or left behind, a rescue is possible, as long as characters don't delay more than 48 hours before returning.

101. Entry Hall

The stairs from the underkeep descend 25 feet to a 10-foot-square landing, then another 10 feet to this room.

Bones are strewn all across the stairs, and they've piled up on the 10-by-10 landing to a depth of several inches. The bones were tossed here by the harpies after being thoroughly gnawed. They're deep enough to impose disadvantage on attempts to descend the steps stealthily.

Strung across the landing is a tripwire. It's not entirely under the bones, so it can be noticed with a successful DC 13 Wisdom (Perception) check. If it isn't noticed, each character who walks across the landing has a 1-in-3 chance to step on the wire and activate the trap, which launches four crossbow bolts from the walls. One bolt is launched across the two northernmost squares from left to right, another from right to left; one bolt is launched across the two southernmost squares from left to right, and another from right to left. Every potential target must attempt a DC 13 Dexterity saving throw to prevent taking the 5 (1d10) piercing damage each bolt deals. The creature who tripped the trap attempts the save normally, but everyone else has disadvantage, and a creature attempts just one saving throw whether it's targeted by one or two bolts. A bolt that one creature dodges can hit another character on the same row of spaces.

The sudden movement of trying to dodge the bolts causes bones to clatter down the steps into the room at the bottom. This isn't tremendously loud, but it might be noticed. Roll a d6; on a result of 6, the Gaoler hears the commotion and is aware of the intruders. He retreats to Area 107 and readies an ambush.

The chamber contains a table and chair positioned as a desk, as if for conducting interviews or inspecting visitors. Resting on the table are a battered shield, a blood-streaked and rusted sword, and a half dozen candle stubs.

A door to your left is slightly ajar. A much heavier door, with a small, barred window, stands closed in the north wall.

Even a quick search of the room is enough to discover faint drag marks across the floor to the door in the north wall. The Gaoler's victims are often unconscious when brought down here, and they're usually dragged in a large sack, not carried, to a cell in Area 105.

The sword and shield on the table have no significance. The crimson ogre found them on a recent excursion, brought them back, and left them here when he lost interest instead of tossing them down the oubliette.



102. Oublette

The door is ajar just enough for an unarmored Small creature to slip through if it makes a successful DC 12 Dexterity (Stealth) check. Otherwise the door moves and squeaks loudly unless the hinges are oiled beforehand—which is difficult to do because the hinges are on the opposite side of the door. If a Small character slips through and oils the hinges, the rest of the party can get through quietly. If the door squeaks, the Gaoler hears it and moves to Area 107 to set an ambush. Show the players the Point-of-View illustration below.

This thirty-foot-diameter chamber is a horrid sight. Chains drape from the ceiling, each with a large meat hook at the end. Six of the chains have bodies hanging from them, all in stages of decay indicating they've been dead for weeks to months. The stench of death is thick in the chamber.

The largest, nastiest-looking hook hangs motionless above a five-foot hole in the floor that drops into blackness. Something is lashed to the hook—a pair of lacerated human hands, gnawed off at the wrists. The chain extends through a pulley attached to the ceiling and back down to a winch with hundreds of feet of chain spooled around it.

When a body needs to be disposed of—usually a dead body, but not always—the Gaoler ties it to the hook at the end of the chain and has Scar lower it through the hole in the floor. The body is lowered nearly 200 feet, completely through Levels 2 and 3, until it's suspended in midair in the bat cavern on Level 4. The vampire bats there drink their fill before the other bats tear into these special meals with gusto.

Not much can be seen down the hole even with darkvision; the distance is too great. If an object is dropped down the hole, ask for a DC 10 Wisdom (Perception) check; if it succeeds, the character hears a faint splash about four seconds later. If a light is dropped, characters can see that it passes through a few areas where the shaft becomes a larger area, but the viewing angle is too narrow to learn much more than that. If a light is dropped, 1d6 + 2 saber-toothed bats might fly up the shaft to investigate, at your discretion.

The bodies have been here even longer than their appearance implies. They become zombies when someone touches, bumps into, or attacks one of them, or when someone (typically the Gaoler or Ushulx) smears a few drops of blood onto Charun's idol in Area 107. Before the corpses animate into zombies, they're just corpses,





1 square equals 5 feet

ANIMATED TORTURE ITEMS

Object	Size	HP	AC	Attack	Str	Dex
Garrote	Tiny	20	18	+8 to hit, 6 (1d4 + 4) bludgeoning	4	18
Iron mask	Tiny	20	18	+8 to hit, 6 (1d4 + 4) fire	4	18
Thumbscrews	Tiny	20	18	+8 to hit, 6 (1d4 + 4) bludgeoning	4	18
Horse	Small	25	16	+6 to hit, 6 (1d8 + 2) slashing	6	14
Iron maiden	Medium	40	13	+5 to hit, 8 (2d6 + 1) piercing	6	14
Stocks	Medium	40	13	+5 to hit, 8 (2d6 + 1) bludgeoning	6	14
Wheel	Medium	40	13	+5 to hit, 8 (2d6 + 1) bludgeoning	6	14
Brazen bull	Large	50	10	+6 to hit, 13 (2d10 + 2) fire	14	10
Rack	Large	50	10	+6 to hit, 13 (2d10 + 2) force	14	10

and damage dealt to them has no effect. If, for example, they become animated because someone shoots an arrow into one of them, that arrow doesn't reduce the zombie's hit points, but it does activate it.

The zombies can be wherever in the chamber you want them, but they should be spread around. If a zombie can attack a creature while hanging from its chain, it does. Otherwise, zombies must spend 5 feet of movement dropping off the chain before approaching their targets.

If you want to make a strong impression on players that the Scarlet Citadel is a dangerous place, a zombie near the hole can grapple and drag a character 10 feet to the hole and plunge through with the character still grappled. They fall 200 feet to the floor of the bat caverns. Even if a 1st- or 2nd-level character somehow survives 70 (20d6) bludgeoning damage from the fall, the bats in the cavern tear them apart within a turn or two.

Turning the winch to raise or lower the chain makes enough noise to be heard by everyone on this level of the dungeon and in the Alchemist's Furnace.

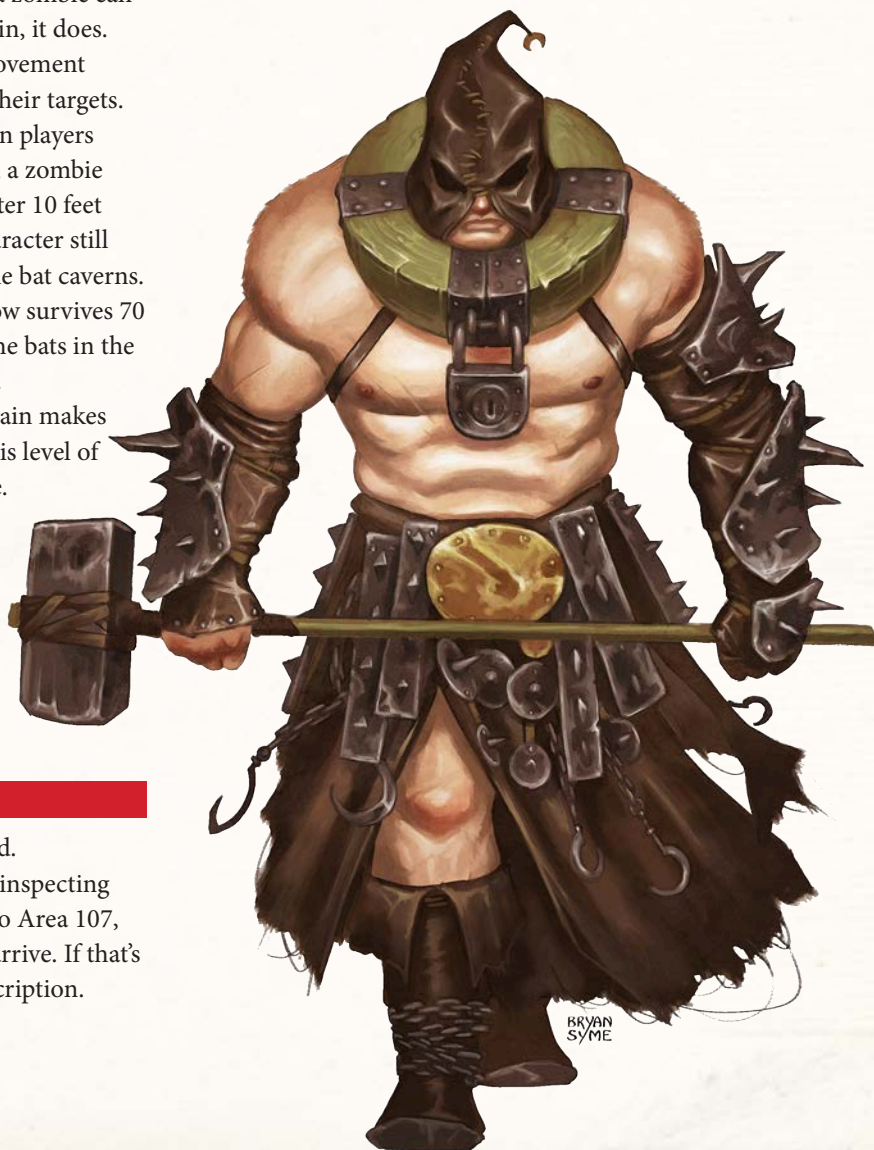
The magic that animates the zombies was enacted by Imortra the Debased to help the Gaoler keep intruders out. The zombies aren't animated by the Gaoler, Scar, Ushulx, Cagoth-ze, or any of the citadel's other permanent residents, except by the simple blood rite in Area 107.

103. Gaoler's Bedchamber

The door to this area is closed but not locked.

If characters come to this chamber before inspecting Area 104 and the Gaoler hasn't withdrawn to Area 107, there's a 1-in-6 chance he's here when they arrive. If that's the case, be sure to include him in your description.

Someone lives in this chamber. Someone slovenly. One corner of the room is taken up by filthy animal furs spread across a bed of bug-infested straw. A barrel of slimy water and an unlocked chest are the only other furniture.



The water barrel is both the Gaoler's drinking fountain and washtub, when he bothers to wash. The water looks foul and smells and tastes worse, but it doesn't cause any harm if consumed.

The chest contains the Gaoler's most precious belongings: trophies of his victims. Many of these are body parts (fingers, toes, ears, noses, patches of flesh, eyes, scalps, teeth) that have been crudely preserved in smoke. There are also locks of hair, rings, locket, shiny buttons, talismans, coins from distant realms of Midgard, a pair of fine gloves, and even a few holy symbols. All together the valuables are worth 920 gp. In Redtower, citizens recognize about 25 percent of them as belonging to missing loved ones and demand their return.

104. Torture Chamber, Frog Shrine

The Gaoler is in this room torturing the Red Hart unless he heard the characters approaching earlier. In that case, he withdraws to Area 107 and lets the animated torture devices do their work. If the zombies in Area 102 haven't been destroyed, he also activates them at the worst possible moment for characters.

You've entered a large, well-equipped torture chamber straight out of a psychopath's nightmare. Torture devices line the walls and benches. Some you recognize, while others must be the feverish creations of whoever or whatever uses this collection.

And it does get used, as indicated by fresh blood spattered on the floor, hotly glowing braziers of flickering coals, and the terrified human bound and gagged inside a steel cage hanging from the ceiling.

An immense statue of a gape-mouthed frog looms over the room from a dais set against the south wall.

The human is a male knight named Barrett, also known as the Red Hart. He is the bodyguard and regular companion of Dugan Lovay (see Area 105). They were captured together in their camp about a week ago. When characters arrive, the Red Hart has 2 hp and three levels of exhaustion.

The torture devices in this chamber aren't simple machines—they're animated! The Gaoler can command any number of them to lurch into action as a bonus action. You choose which items (see the table) become active and when, based on how dangerous you want this chamber to be. Adding just one or two devices to the combat per round and stopping before the situation gets out of hand is a good idea, both because this battle can quickly overwhelm characters otherwise and because the

growing threat ramps up the players' fear. Remember that the Gaoler is entirely insane and is more interested in watching people suffer than in winning a fight or even surviving.

All these devices have a Constitution score of 10, Intelligence and Wisdom scores of 3, a Charisma score of 1, 30 feet of movement, blindsight, and immunity to the frightened condition. Their "life" isn't tied to the Gaoler's; they keep fighting even if he's killed, unless you decide otherwise.

The original significance of the frog statue has been lost to the ages. Cagoth-ze believes the elves made it for reasons of their own before humans took over the citadel. In fact, the elves found it here sunken in a mire when they arrived. They knew no more of its real history than Cagoth-ze does, but they installed it in this chamber to honor its antiquity with the belief it somehow arose from the Black River far below.

Even the elves were wrong. The statue is a relic of the Void; it came to be here in the far-distant past when Midgard and the Void overlapped and the denizens of Leng arrived. It projects hideous visions of the Void to anyone in the chamber who becomes injured. Every time a creature takes damage in Area 104 or the wide hallway toward 103, it must make a successful DC 13 Wisdom saving throw or become frightened. A frightened creature repeats the saving throw at the end of each of its turns, ending the effect on itself with a success.

Anyone who examines the statue closely receives a momentary vision of the Void that leaves them stunned. The creature must attempt a DC 13 Wisdom saving throw. If it succeeds, the creature is stunned for 1d10 minutes but becomes immune to the statue's stunning effect for the next hour. If it fails, the creature is stunned for 1 hour and, after it recovers, it must repeat the saving throw (with the same effects) the next time it sees the frog statue from any distance.



105. Cells

The main door into this chamber is closed and locked, as are all the cell doors. All these doors can be unlocked with a successful DC 15 Dexterity (Thieves' Tools) check or with the key Scar carries with him.

The chamber contains six cells closed off by iron bars with locked doors. Some have damp, mildewed, bug-infested straw heaped in a corner, while others are fitted with wrist and ankle shackles anchored to the walls. The cells are each large enough to hold several prisoners, and at least one is occupied, judging by the painful groan you hear.

The cells currently hold two prisoners. They can be in any cells you like, but they shouldn't be in cells directly opposite or adjacent to each other.

- Dugan Lovay is a female human merchant (**commoner**) who was captured on the road. Her companion, the Red Hart, is in the torture chamber (Area 104) unless characters delayed helping him.
- Ichbon Teastrainer is a male halfling scholar (**commoner**) snatched while walking in the woods.



If characters didn't enter the torture chamber (Area 104) shortly after arriving, then the Red Hart may also be in a cell, still unconscious with 0 hp but stable.

Teastrainer rented a room in Redtower and told the landlord he was studying local plants and herbs. He marched out of town in the early morning about a week ago with his shovel and sample jars and never came back. Characters may be looking for him, if you used that hook.

Lovay is a well-known trader in the area, and she's always accompanied on her travels by the Red Hart. A few people in Redtower were expecting them around this time, but they aren't so overdue that anyone's alarmed yet.

Both prisoners have been tortured by the Gaoler and bullied by Scar. They each have 1 hp. Teastrainer has four levels of exhaustion, and Lovay has five (she can't even walk).

The danger in this area is sound. Scar's cell is nearby, and sound carries well through the stone wall. Lovay and Teastrainer are exhausted, in constant pain, and terrified. If characters have a debate here over what to do or even exchange more than a few words with the prisoners, who are elated at the prospect of rescue, Scar overhears and comes in, ready for a fight. He might barge into the room and attack, or he might swing the outer door shut and lock it, then quickly retreat up the corridor and alert the Gaoler.

106. Buried Staircase

This staircase, choked with rubble, emerges in the owlbear's lair in the ruined citadel above. Clearing it from above takes dozens of work hours. From this side, the stairs can be opened in a matter of minutes, but only at great risk.

The plug of rubble is held in place by four crisscrossed planks propped up by a heavy log. Someone striking the log with a sledgehammer or a maul knocks it loose with a successful DC 15 Strength (Athletics) check. If characters tie a rope around the log and pull it, add up all their Strength modifiers. If the total is 8 or higher, they wrench the log out of place.

If the log is removed, several tons of stone and debris cascade down the stairs, reaching all the way to Area 107 and 15 feet up the hallway toward Area 109. Anyone in that part of the corridor when the rubble collapses takes 22 (4d10) bludgeoning damage and is restrained in the rubble until they're dug out, which takes 10 minutes. The damage is halved and restraint is avoided with a successful DC 13 Dexterity saving throw. A dwarf's

Stonecunning trait allows them to spend 5 minutes studying the rubble and attempting a DC 13 Intelligence (Investigation) check. On a success, the dwarven character accurately predicts where the rubble will fall.

107. Shrine to Charun

Ushulx spends most of her time here or in the ancestral shrine (Area 113). If she's here, add her to the description.

This simple shrine is dominated by a larger-than-life-size statue of Charun in his boat. The representation is somewhat abstract, but the subject is unmistakable. The figure of Charun stands in the boat, holding his oar perfectly upright in both hands. The prow of the boat is darkly stained and contains many small bones.

The stains on the boat are dried blood, and the small bones are mostly finger bones from many of the Gaoler's victims. They were placed here as offerings to Charun by Ushulx or used as components or foci in her ritual spellcasting.

Ushulx is a blood cultist who venerates Charun in the domain of death. She perceives the river as a metaphor for blood flowing through arteries and believes Charun is connected to the Dry Lands because of the proximity of this shrine to the crypt (Areas 116–120) and its connection to the Dry Lands. This philosophy is heretical both in mainstream views of Charun and in most blood cults, which is why Ushulx skulks here beneath the Scarlet Citadel.

The statue was created and placed here by the elves before the coming of the Holzangers. It has two magical properties: one was instilled centuries ago by the elves, the other by Cagoth-ze and Ushulx working together.

The recent enchantment triggers a bolstered *animate dead* spell that affects the corpses hanging in the oubliette (Area 102). This requires smearing a few drops of blood onto the statue near Charun's feet and speaking a command phrase known to Cagoth-ze, Ushulx, and the Gaoler. The corpses animate into zombies for 4 hours, under the control of the person who animated them, after which they revert to corpses.

The enchantment placed by the elves is triggered by grasping Charun's oar with both hands and speaking the phrase "the river beckons, boatman" in Aklo (Deep Speech). The creature is teleported to the blood shrine on Level 5 (Area 513) and arrives with its hands plunged into the blood font. Only Gellert and Imortra know this property of the statue and the correct phrase to trigger it.

Nothing in this chamber is trapped or inherently dangerous. Only its occupants present a danger to the characters. If a general melee breaks out on this level, the Gaoler and Ushulx are likely to shelter in this room, with Ushulx sniping at targets in the torture chamber through the wall opening while the Gaoler watches them battle his animated torture devices.

The connection between this chamber and the torture chamber was crudely bashed through the wall when the citadel was overrun. The connection to the ancestral shrine (Area 113) is similar but required much more extensive tunneling.

Ushulx As Potential Support. Ushulx despises the Gaoler, and she has no particular animosity toward the characters unless they give her a reason to. If the characters demolished the zombies with ease and appear to be winning a battle in the torture chamber—or if the reverse is true and the characters could use some help—Ushulx may be willing to strike a deal with them. This is a chance for a dramatic uptick. Decide whether the most interesting thing is for Ushulx to help the characters against the Gaoler or for Ushulx to aid the Gaoler and Scar.

Ushulx helping the characters doesn't mean she's had a change of heart about her evil ways. She sees the Gaoler and Scar as liabilities whose cruelty will eventually bring down the wrath of Redtower on the citadel. In exchange for her help, Ushulx wants to be left alone. She tells characters how to reach the staircase down (Area 112) and warns them the crypts are extremely dangerous. A good option here is to allow Ushulx to accompany the characters into the crypts. She explains that she's always wanted to explore them but it was too dangerous to do so alone. You can easily arrange for her to be killed by a shadow, a specter, or a wight in Area 116 (possibly when she sneaks off hoping the characters will be killed), then the party can run into an undead Ushulx later in the adventure!

In any case, being helpful isn't the same as being a friend or an ally. In the end, Ushulx wants the characters dead, and she's certain they'll be killed if they proceed to deeper levels. Helping them head down to the arcane scriptorium or into the crypts is her way of sending them to their deaths. If the characters are disrespectful or try to bully her, Ushulx warns Cagoth-ze that intruders are on the way (assuming she isn't killed in the crypts).

108. Empty Chamber

This chamber must be a storeroom. Small casks of water, preserved meat, bread, and vegetables are stacked against the north wall.

This chamber is actually a trap for any prisoner who manages to escape from their cell. The Gaoler hopes the prospect of food and water will lure people here, where they'll trigger the trap and be re-caught.

The supplies are the trap. If anything is taken from the pile, iron bars drop from the ceiling across both doorways, trapping anyone in the room. The trigger wires and the holes in the ceiling near the doors can be detected with a successful DC 13 Intelligence (Investigation) check. A successful DC 13 Wisdom (Perception) check reveals the holes the bars fall out of but not the trigger.

The squeal and clang of the falling bars brings the Gaoler and Scar to the area immediately.

The bars latch into place after dropping. The latches can be released from hidden spots in Areas 107 and 109, or they can be tripped with a successful DC 15 Dexterity (Thieves' Tools) check. This check can be repeated until it succeeds, but the character must be in the square directly adjacent to the doorway and is likely to be under attack from Scar while making the attempt. Once unlatched, the bars can be lifted by anyone with a Strength score of 8 or higher.

109. Crimson Ogre's Cell

This cell is in most respects identical to those in Area 105, including the bars and locking door. This door isn't locked, and a key hangs on a wall peg on the opposite side of the corridor. The cell contains no comforts of any kind, not even a heap of straw to soften the cold stone.

Scar sleeps here and often sulks here when the Gaoler doesn't need him and there are no prisoners to prod or frighten. The Gaoler sometimes locks Scar in this cell on those infrequent occasions when he's displeased with the ogre—usually because Scar killed a prisoner, accidentally or otherwise, without the Gaoler's permission.

The only item of any kind in the cell is a brooch that's carefully wrapped in a scrap of wool and wedged into a crack in the wall. It can be spotted with a quick search of the cell and a successful DC 13 Wisdom (Perception) check. The brooch is of elven manufacture, and glimmers of its stunning original beauty can still be seen even in its damaged state. It's made of silver and mithral wire set with blue spinels. Only two of the original five gems remain; they're worth 200 gp each.

The real value of this damaged and twisted ornament is that it's the only thing Scar cares about. He keeps it hidden from the Gaoler, who would certainly take it away out of cruelty. If Scar sees a character has this item, he becomes enraged and ignores everyone else in favor of attacking that character. If the character threatens to destroy the brooch, throw it down the oubliette, or simply take it away forever, Scar does anything to prevent that—even including attacking the Gaoler and Ushulx, if told to do so.

But there's a catch. To manipulate Scar this way, he must be promised the brooch will be returned immediately afterward. If he does what's asked and then the brooch isn't returned to him, or if characters try to demand additional tasks from him, or if they make vague promises like "kill the Gaoler and then we'll see," Scar flies into a rage and attacks them. In this case, he doesn't focus on any one creature more than another; he wants to kill them all.

Wise characters can turn Scar to their advantage *once* and never face him in combat. If the brooch is returned as promised, he'll either leave the citadel forever or, if you prefer, take up residence in Area 103 and have this level to himself. Assuming characters keep their promise, Scar won't fight them unless they attack or abuse him. But if characters try to take advantage of Scar beyond getting one fight out of him or try to threaten him into long-term servitude, he doesn't put up with it. His fear of being subjugated again is greater than his fear of losing the brooch.

110. Water Torture Chamber

This is a secondary torture chamber used only for drowning victims.

A pool of murky water dominates the center of the room. Water mixed with gravel and soil from the walls forms mud puddles around the walls. Next to the pool, a long plank rests across a log like a lever on a fulcrum. Tie-down straps on the plank and shackles hanging from the walls give the chamber an ominous look.

The Gaoler brings victims here to be strapped to the plank and dunked upside down into the pool, while other captives are shackled to the walls and forced to watch. No part of this device is animated, however, so it isn't used nearly as much as Area 104. The pool is 3 feet deep.

A **mud mephit** that enjoys watching the occasional torment resides in the mud, where it's effectively invisible.

If the opportunity arises, it may try to push a character into the pool if someone leans out too far—or it may stay hidden in the presence of a large group. The mephit is immune to the fumes from Area 111, however, and it can't resist contributing to the plight of characters who are already killing each other.

111. Shrine of Chtrrk

The door into this area isn't locked, but it became jammed shut years ago when the stonework above settled. It can be forced open only with a successful DC 20 Strength (Athletics) check. Forcing the door open also causes the lintel to collapse, and the falling stones inflict 10 (3d6) bludgeoning damage on the creature who forced the door. The room can alternatively be accessed via an ersatz passageway that was chiseled into the room from Area 110.

From the passage crudely knocked through the wall, you're staring into the sunken-eyed, chisel-toothed face of a giant rat! At least, that's what it appears to be, until you realize it's a statue of some forgotten rat-shaped minor deity or demon. Other than a few lit candles placed on the statue's dais, the room is barren. Polished carnelians set into the statue's eye sockets glitter in the candlelight.

None of the citadel's current residents worship this statue of a disregarded deity called Chtrrk, but the Gaoler orders Scar to light a few candles around it occasionally out of simple superstitious caution. Scar spends no more time in this chamber than he must.

This chamber is not without its dangers. It sits directly above Danaska Maksilov's alchemy vats on Level 2, and fumes from that area are vented through pipes to this statue, which is trapped. The trigger is magical; it trips if three or more creatures occupy the room at one time. This trigger can be detected only with a successful DC 13 Intelligence (Arcana) check on the statue itself. Success indicates only the presence of the trigger, not its effect.

The trap spews noxious fumes from the alchemy lab into this room. One round later, they flow out through the hole in the wall into Area 110 and the south-leading corridor. The extent of the fumes is indicated on an overlay, which should be placed appropriately. The fumes smell strongly of overripe or rotting fruit.

Every creature that starts its turn in the fumes must make a successful DC 13 Constitution saving throw or go berserk. A berserk creature must attack the nearest creature it can see, eschewing ranged or magical attacks

in favor of melee. It can't move any farther than it must to attack the nearest creature. If no creature is near enough to move to and attack, the berserk creature attacks the nearest object, which might even be a wall or the floor. A berserk creature repeats the saving throw at the end of each of its turns, ending the effect on itself on a success. Repeat saving throws are made with disadvantage if the creature is still in the fumes. The berserk state also ends if the creature falls unconscious or is the target of *lesser restoration* or comparable magic.

The fumes lose their potency naturally after 1 minute (10 rounds).

The carnelians in the statue are easy to remove. They're worth 50 gp each.

112. Stairs to Alchemist's Furnace

The stairs descend 40 feet to the alchemist's antechamber (Area 201). Be sure you know the marching order as the party descends, because the bottom stair is trapped. The staircase is narrow, so characters must be in single file.


113. Holzanger Ancestral Shrine

Ushulx visits this chamber often. It has no special significance to her as a blood cultist; she just finds it a restful escape from the Gaoler, especially when someone is screaming in the torture chamber. If you choose, characters might encounter her here rather than in Charun's shrine.

This impressive mausoleum stretches beneath a 20-foot-high vaulted ceiling upheld by pillars. At the north end stands an imposing statue of a warrior in plate armor that reaches nearly to the ceiling. The armor and the pommel of the carved sword bear the ancient Holzanger family crest. Behind the statue is an intact sarcophagus. At the opposite end of the chamber, where the statue is looking, is a tall, carved stone door.

The "door" at the south end of the chamber is only a carving. It represents an entrance to the underworld of the afterlife, and it's decorated with motifs representing Charun and the River Styx. A dwarf with the Stonecunning trait recognizes it as a false door immediately, as does anyone else who spends more than a few moments inspecting it closely.

The statue represents Gerhardt Holzanger the Elder, first of the Holzangers to plumb the secrets of the ley lines that intersect beneath the citadel. He elevated the family to power and prominence via the ley lines, both by tapping the energy of the lines themselves and by



manipulating those who came to study them. His name is carved at the foot of the statue in Elvish and Draconic (affectations of grandeur, as Gerhardt was human).

The sarcophagus was sealed with mortar, but that was chipped out by grave robbers long ago. The lid can be lifted by characters whose Strength modifiers total 6 or more. Gerhardt's body lies inside, perfectly preserved (it's protected by a permanent spell of *gentle repose*). Other than the spell, there's nothing supernatural about the corpse. Any valuables interred with him are long since stolen.

If characters spend any time investigating the sarcophagus (and especially if they open it), their presence is sensed by undead in the catacombs. At an appropriate time when everyone's attention is focused on the sarcophagus, a **specter** passes incorporeally through the false door and one **shadow** per character drifts in from Area 114 or through cracks in the door from Area 115. The specter makes no noise whatsoever, and the shadows stick to dim light as much as possible. Remember lamps and torches cast only dim light for half their radius, darkvision alone is always treated as dim light, and visual Perception checks are made with disadvantage in dim light. The undead do their best to gain surprise.

The specter and shadows don't pursue characters back to Area 107. If characters flee, the undead hide in the corners and shadows of the ancestral shrine and wait up to 24 hours for them to return, hoping to surprise them again.

The door in the west wall is barred and wedged shut with spikes from this side. There are gaps in it big enough to peek through (and for a shadow to slip through), apparently from being hacked with an ax on the other side. The bar and spikes are easy to knock out from this side, but doing so quietly takes 10 minutes and a successful DC 13 Intelligence (Investigation) check. Mason's tools grant advantage on the check.

This room is 5 feet lower than the adjacent collapsed chamber (114); the hole cut through the wall rises steeply to that level.

114. Collapsed Chamber

These catacombs are older than the Scarlet Citadel fortress. They date to when this was the site of the Holzangers' hunting lodge (which consisted of several free-standing buildings). When the citadel was built, the entrance to the catacombs was outside the walls. This was the first chamber of the catacombs. It served various ritual purposes during interment ceremonies. When the citadel was besieged, the defenders caved in this section

of the catacombs to prevent the attackers from gaining entrance this way or from collapsing the catacombs to undermine the walls.

The crude tunnel to the ancestral shrine (Area 113) was cut by later explorers. The floor of the shrine is 5 feet below the level of this chamber, and the tunnel drops steeply to the level of the shrine.

This chamber looks as if it may have been the entrance to the catacombs long ago. The passage to the surface—if that's where it led—is entirely collapsed, and nothing remains except rubble and rusted, broken mining tools.

A dwarf with the Stonecunning trait can determine after a few minutes' study the tunnel was purposely collapsed from this side.

115. Catacombs Antechamber

This antechamber is where final rites were performed for the dead and bodies were anointed before being entombed in the crypts.

The room is empty, and both doors are damaged by axe blows. The door to the ancestral shrine is barred from the opposite side (unless characters opened it earlier). If it's still barred and spiked, forcing it open from this side requires a successful DC 25 Strength (Athletics) check or dealing 15 slashing damage to it (the door's AC is 15).

There's no inherent danger in this chamber, but if characters stay too long (try to take a short rest, for example), they are attacked by shadows, skeletons, and possibly a specter coming from the catacombs.

116. Catacombs

The catacombs are extremely dangerous, and they offer little in the way of reward.

The entire area is shrouded in a magical effect that cuts the radius of all light sources by half and prevents any light, magical or mundane, from providing more than dim illumination. The range of darkvision here is reduced by half. This effect emanates from the ossuary (Area 117), and it can't be mitigated until the portal at the bottom of the ossuary is closed.

These narrow, cobweb-laden corridors reek of mildewed stone and bone dust. Your lights barely illuminate the gloom, and even with darkvision it seems as if you're peering through a gauzy curtain. Every footfall echoes dully along the damp passages until it dies, as if the air itself strangled it.

Skeletons (CR 1/4), **shadows** (CR 1/2), **specters** (CR 1), **wights** (CR 3), and even **wraiths** (CR 5) wander these corridors. They are not the remains of Holzangers interred here; all these undead came via a pathway from the Dry Lands that emerges at the bottom of the ossuary (Area 117).

As characters explore, they are attacked or ambushed every minute or so by more undead. They can turn a corner and find themselves face-to-face with skeletons that were previously motionless. As they fight the skeletons, a specter can drift through a wall, or shadows can creep through the cracks around a door or flagstone, to attack them from behind. More skeletons—or worse—climb out of the ossuary pit at any time. In the catacombs, characters should never feel as if they are safe or have a secure retreat.

Attacks from undead never stop here, but don't allow this area to become an XP farm. The attacks come in waves, not individually, and each one is more dangerous than the last. In other words, as the characters get weaker, the undead get stronger. When wights or wraiths start arriving, low-level characters should see the need to get out while they can. Keep them busy with a few easy and medium encounters while they explore the area. Once they've mapped the halls, it's time to get serious about driving them out.

Don't let the party simply walk out unhurried! Make them run for their lives. If you're a GM who doesn't mind killing characters, this is an excellent place to do it. A character killed by a shadow, a wight, or a wraith can return as undead to bedevil its former comrades.

117. Ossuary

The stench of death rises up from an irregular hole in the floor. Beyond the edge, it plunges 40 feet to a tangled heap of bones. When you look slightly away from the pile, you see an occasional flickering haze pass over it.

The bottom of this pit is Area 214 of the arcane scriptorium on Level 2.

A character who spots the haze in the pit and makes a successful DC 15 Intelligence (Arcana) check recognizes it as the telltale aura of an active portal or pathway. This one connects Midgard to the Dry Lands (also known as Evermaw, domain of Mot, Vardesain, and Anu-Akma). The Dry Lands are a realm of death and undeath. Such an open pathway is dreadfully dangerous, because undead creatures of any kind can use it to enter Midgard. So far, nothing worse than specters, wights,

and wraiths have come through this one, but that could change at any time—especially if denizens of the Dry Lands become aware of the unique ley line convergence in the Scarlet Citadel.

Undead coming from the Dry Lands emerge from the haze at the bottom of the pit, then they climb the walls to this level. Rough handholds and footholds have been gouged into the stone by countless bony limbs so the wall can be scaled like a ladder with a successful DC 5 Strength (Athletics) check. Even this can be failed by skeletons and other weak undead; if a wave of skeletons climbs up the pit, characters hear several of them falling to their destruction on the bones far below.

Good-aligned characters ought to feel compelled to seal off this portal because of the threat it poses, but it's not as simple as defacing a few glyphs or casting *dispel magic* from the edge of the pit. The clues and tools needed to close this pathway can only be found deeper in the dungeon. Nothing here spells that out (evil doesn't leave step-by-step instructions for its defeat lying around where anyone can find them). If characters search the catacombs completely while fending off unending attacks from undead and players still don't realize they can't solve this problem easily and instantly, you may need to allow an Insight, Investigation, or Arcana check to give someone a flash of understanding that this is a longer-term story element.

118. Broken Sepulcher

Looters broke into this crypt sometime in the past, but they were quickly overwhelmed by undead from the ossuary.

The door to this crypt stands ajar. Judging from gouges and pry marks on the frame, it looks as if it was forced open from this side.

That notion is reinforced by the desiccated body of a human lying on the floor, clutching a prybar in one hand and a shortsword in the other.

The dead adventurer has a shortsword, a dungeoneer's pack, thieves' tools, one vial of antitoxin, and one *potion of healing*.

Use the table in Area 119 to determine what's inside the sepulcher.

119. Sealed Sepulchers

All the “doors” to the sealed crypts look different, but they’re all the same in that they have neither locks nor handles. In fact, they aren’t doors at all, but masonry walls. When a crypt was full, the doorway was sealed with mortared bricks or stone, then coated with mortar or plaster decorated with family crests, depictions of deeds, and other representative imagery. Breaking through requires a successful DC 22 Strength (Athletics) check. As usual, a crowbar gives advantage on the check. If the check fails, the wall can still be breached using a mallet and chisel (mason’s tools), a sledgehammer, or a maul (but not a warhammer, mace, or other weapon). Breaking a hole through the wall big enough for a character to squeeze through takes 15 minutes and makes a terrific racket.

There’s also a 1-in-6 chance per door it’s trapped with a *glyph of warding*. A glyph can be detected with a successful DC 15 Intelligence (Investigation) check. A glyph detonates when an attempt is made to break open the masonry. All are charged with explosive runes that deal 22 (5d8) damage to every creature within 20 feet. Roll 1d6 to determine the damage type: 1, 2, 3 = cold; 4, 5 = lightning; 6 = fire. A trapped sepulcher automatically contains 1d4 sarcophagi and has a +2 on the roll for treasure.

None of the Holzangers nor their retainers interred here are undead. There may, however, be undead from the Dry Lands lurking inside sealed crypts. Being incorporeal, specters and wraiths can pass right through the masonry blocks or through the walls between crypts. Shadows can find cracks in the masonry big enough to waft through.

BURIAL AND TREASURE TABLE

d8	Burial	Treasure
1	One sarcophagus	None
2	2d4 sarcophagi	None
3	Jugs	Copper, silver, and gold coins (2d6 × 10 each)
4	Urns	Silver, electrum, and gold coins (4d6 × 10 each)
5	Loculi	3d6 gems worth 25 gp each
6	Loculi	3d6 jewelry items worth 50 gp each
7	Coffins	One +1 weapon or +1 shield
8	Stacked bodies	One random magic item (your choice)

The contents of each sealed crypt can be determined randomly as characters force them open. *Using the Burial and Treasure Table, roll once for the burial style and twice more for treasure found.*

Coffins. Wooden coffins fill the chamber. Some are stacked horizontally while others stand upright. It’s impossible to reach coffins in the back without dragging those in front out of the room. Any treasure is inside the coffins. The sepulcher holds 1d20 + 35 coffins.

Jugs. Large clay jugs are filled with bones. Each jug contains the bones of one person, sealed in with resin-coated linen. Any treasure in the sepulcher is inside the jugs. The sepulcher contains 1d20 + 40 jugs.

Loculi. Loculi are horizontal niches carved into the wall. Each 5-foot section of wall holds 1d3 + 1 loculi, and each loculus holds the remains of one person. Any treasure is in the loculi, either on the body or beneath it.

Sarcophagi. Sarcophagi are carved from stone and sealed with mortar. Each contains the remains of one person—someone of great wealth and importance, judging by their clothing. Treasure is inside the stone caskets. Opening a sarcophagus takes 5 minutes and a successful DC 13 Strength (Athletics) check.

Stacked Bodies. The bodies were tightly wrapped in layers of linen and soaked in resin, which is now hard and brittle. Any treasure in the room is inside the wrappings, which must be painstakingly cut and chipped away. The sepulcher contains 1d20 + 60 bodies.

Urns. Funerary urns made of clay or porcelain are stacked across the floor and in shallow wall niches. Urns are filled with ashes and have loose-fitting lids. Any treasure in the sepulcher is in the urns, mixed with the ashes. The sepulcher contains 1d20 + 80 urns.

RESTOCKING

If the Gaoler, Scar, or Ushulx—all of whom can reset sprung traps—are killed, no replacements step into their shoes. Slain zombies in the oubliette get hung up on hooks as long as either the Gaoler or Scar are still alive; they can be reanimated again provided the zombie’s body wasn’t completely destroyed (or thrown down the oubliette).

Undead in the crypts are limitless.

If the Gaoler, Scar, and Ushulx are all gone, undead from the crypt area start filtering out and can be encountered anywhere on this level. Specters and shadows come first. Before long, skeletons and wights batter down the doors and start wandering the halls too. As characters gain levels, you can add **ghouls**, **ghasts**, **revenants**, wraiths, and other powerful undead to keep fights challenging.



LEVEL 2: ARCANES SCRIPTORIUM AND ALCHEMIST'S FURNACE

This level of the dungeon is the domain of Cagoth-ze, Danaska Maksilov, and their servants. Cagoth-ze is the undisputed master; he is an agent of Gellert the Gruesome and wields significant magical power. He occupies the arcane scriptorium, where he studies the time construct and its interaction with the ley lines. Maksilov is an alchemist who works with the mystical furnace. Her special area of study involves alchemically boosting the corrosive power and intelligence of oozes as well as trying to distill their essence into potions.

A third group is also operating on this level: a dust goblin raiding party that, armed with an ancient plan of the citadel's dungeon, snuck past the Gaoler and Scar to take up residence in a pair of concealed rooms (Areas 204 and 205). They are furtively probing Cagoth-ze's and Maksilov's defenses while also scouting for valuables worth stealing. Right now, their biggest concern is

remaining undiscovered, but they'll soon be ready to make their move.

Ooze Baffles. Several doors in the alchemist's portion of the level are noted as having "ooze baffles." These are similar to ventilation slats in the lower half of the door, but they're staggered and baffled in a way that makes them look solid at a casual glance. Their purpose is to allow oozes to exude through the doors while still keeping out rodents, adventurers, and other riffraff. Each time characters encounter such a door, roll 1d20 + 2 and compare the result to the characters' passive Perception scores. Anyone whose passive Perception is higher than the roll notices the odd construction. A careful examination at that point reveals some scarring and pitting around the baffles. Once they're noticed, characters gain a +2 bonus on attempts to peek through the door or listen for sounds on the other side.

201. Alchemist's Antechamber

The stairs descend 40 feet from the level above. Be sure you know the marching order as the party descends, because the bottom of the stairs is trapped. The staircase is narrow, so characters must be in single file.

After a small landing, the spiral stairs open into an antechamber. A portion of the floor is formed of grating, and the antechamber has two exits, both with closed doors.

The trap trigger is a pressure plate under the small landing between the bottom step and the floor grating. A character who examines the landing from the bottom step and makes a successful DC 13 Intelligence (Investigation) check notices the landing (marked on the GM's map with a small red dot) is scarred as if by acid and that the stone is a pressure plate. If the check result is 18 or higher, the character detects the 5-foot section of stone floor directly across the stone grating from the landing (marked with another large red dot) is also a pressure plate. A successful DC 13 Wisdom (Perception) check spots the scarring on the landing but nothing more.

The only safe way to exit the staircase is by avoiding the squares marked with dots. Any character can easily hop or stretch from the bottom steps to the grating and from there to a safe floor space if they know the spots to avoid. No ability check is needed.

If someone enters either trigger space, concealed sluices open 20 feet up the staircase and acid pours out. The acid rolls and splashes down the stairs until it drains through the floor grates, where it collects to be pumped back up into the reservoirs 5 minutes later when the trap resets. Every character in the stairwell must make a DC 13 Dexterity saving throw in a specific order. Begin with the two characters at the front and the back of the marching order (the one who's farthest down the stairs and the one who's still highest up). If their saving throws succeed, they either jump clear of the steps into the antechamber (from the bottom) or scramble back up the stairs out of the acid (from the top). Then the next two characters at the top and the bottom make their saving throws, and so on until everyone in the stairwell has made a saving throw. When someone's saving throw fails, that character doesn't manage to get out of the way, and the next character in line whose escape path is now blocked makes their saving throw with disadvantage. The trap deals 16 (3d10) acid damage plus 5 (1d10) poison damage (inhaled); characters who save successfully take half damage from the acid and no poison damage.

The doors out of the antechamber are closed. The door to Area 207 is not locked, but the door to 202 is. Danaska Maksilov has the key, or it can be opened with a successful DC 15 Dexterity (Thieves' Tools) check. Both doors have ooze baffles installed.

202. Ooze Incubators

Danaska Maksilov breeds oozes for her experiments here and tries to reconstitute living oozes from ooze plasma, various potions, and radiant and psychic energy.

This room is the second-most-likely place the party encounters **Maksilov** (after the alchemy furnace, Area 206). If she's here, include her in your description.

Three large, metal vats dominate the center of this huge room. The vats emit burps of gas and splashes of foul-smelling, thick liquid. Slime drips or squirts from cracked hoses patched with rags and resin. Occasionally, a shudder runs through the whole assembly.

Work tables around the vats are covered with beakers, vials, burners, bowls of powder, bottles of liquid, grinders, forceps, heavy gloves, jars of ink, quills, and paper. Imp-like creatures of elemental composition flit across the tables, sending papers flying and knocking over glass beakers that shatter on the stone floor.

A nook in the south wall serves as a reading area with a chair, a lamp stand, and shelved books and scrolls. A similar nook in the north wall is occupied by simple living arrangements: a bed, a chest, and a cooking grate piled with dishes.

If you decide to place Maksilov here, be sure to read her entry in the appendix and the notes for Area 206 in order to understand her motivation and state of mind. She doesn't immediately attack characters who intrude on her work, but she is highly suspicious of anyone who shows knowledgeable interest in it; they might be plotting to steal her accomplishments. Wherever Maksilov is, the **quasit** Bastron is always nearby.


Maksilov already created one dire gelatinous cube in these vats. She's now trying (for the twenty-second time) to incubate a gelatinous cube/ochre jelly hybrid—and this attempt is about to pay off, more or less.

When characters arrive, the **gelatinous cube/ochre jelly hybrid** is about to burst from the tank. Not even Maksilov is prepared for this or knows what to expect.

- If Maksilov is present, she's distracted by the unexpected forces at work in the vats and dismissive of the intruders to the point of being rude. If characters attack her, make threats, or seem overtly dangerous,



1 square equals 5 feet



she loses her concentration and mistakenly opens a valve on one of the tanks, which triggers the burst.

- If a character interacts with the apparatus and fails a DC 18 Intelligence saving throw, they turn, twist, or disrupt something they should have left alone and the vats erupt.
- If Maksilov isn't present (or the characters don't antagonize her) and no one pokes their fingers into the machinery, one of the mephits triggers the burst out of pure mischievousness at an opportune moment.

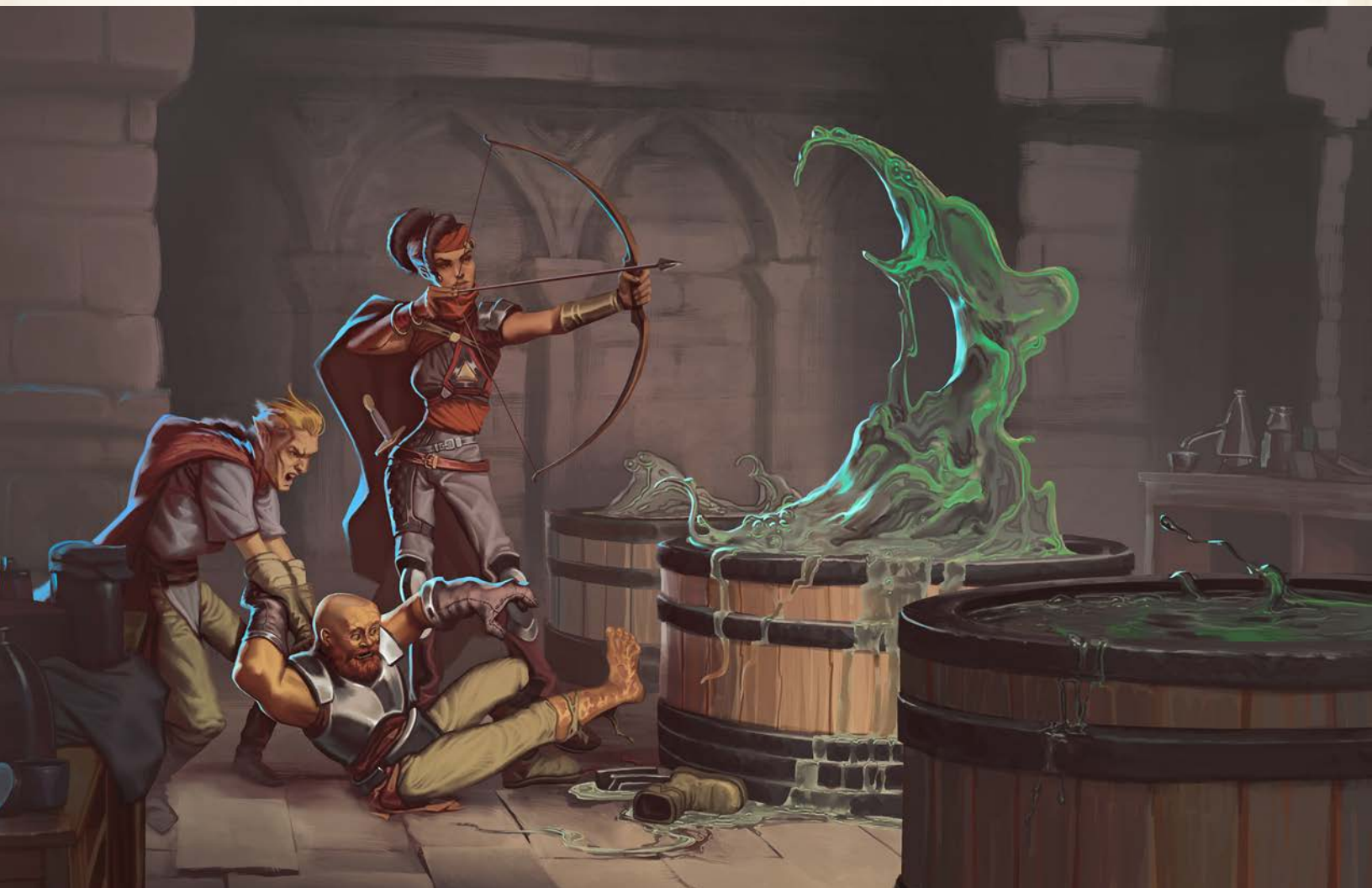
Before the tanks burst, make sure you know where everyone is. When the vats split open and the hybrid erupts from them, ooze immediately flows across the floor in a thick wave. Place the overlay on the map. It shows the size of the gelatinous cube/ochre jelly hybrid, which is big enough to nearly fill the room to a depth of 12 to 18 inches! Every character in a space that's also occupied by the escaping hybrid must make a successful DC 13 Dexterity saving throw or be knocked prone.

Besides Maksilov and the hybrid, the room also contains four **ooze mephits**, one of each type (dust, ice, magma, and steam). They are well aware they're no match for the characters, so once chaos erupts, they spend the time laughing and jeering at the characters'

plight from the library and sleeping nooks. If they see an opening to trip a character or significantly ratchet up someone's danger without getting themselves killed, they jump at the chance.

If the hybrid erupts and a battle breaks out here, every other creature on this level hears it. Whether they come running to reinforce the fight is up to you. This is already a dangerous situation; you probably don't need to make it substantially worse just to keep things exciting. Even if reinforcements come, no one (including Danaska Maksilov) has seen a creature like the cube/jelly hybrid before, and they're not going to wade into it just to get at the party. One potential outcome, if the battle overwhelms the characters, is that once they fall unconscious, they're dragged out of the ooze and imprisoned. They could wake up in the cells above (Area 105), bound and gagged on the landing atop the stairs to Level 3 (Area 210), as captives of the trollkin (great hall, Area 311), or even be passed all the way down to Cagoth-ze on Level 4.

Treasure. Many potions and alchemical concoctions are spread around the work tables. Ten minutes of searching is enough to round them all up. They include: two *potions of ooze friendship* (similar to *animal friendship* but only oozes are affected), one *potion of diminution*, two *potions*



of *gelatinous form* (acidic variant—see the appendix), two *potions of greater healing*, one *eyedrops of see invisibility* (as the spell), one *dust of somnolence* (as a 1st-level *sleep* spell), and one *life-preserving salve* (stabilizes a dying creature when smeared onto the creature's forehead; vial contains five doses). There's also one experimental *potion of invulnerability*. The potion has the standard effect in addition to the following side effect: for the next hour after drinking it, the creature can regain hit points only by drinking *potions of healing*, not through magic or resting or any other means. This effect can't be discovered until healing is tried and fails.

The library nook contains most of Maksilov's reference material and her extensive notes, written in her unique cypher combining mathematical and alchemical symbols. Someone who studies this material for several months can learn a great deal from it; she's a gifted and accomplished alchemist. Her work would be impossible to reproduce, however, without the ooze incubators from this chamber, the ooze essence extractor (Area 207), and the vital alchemist's furnace (Area 206). The extractor and the vats are described in enough detail to be recreated from her notes, but the alchemist's furnace has been here for ages and Maksilov herself doesn't fully understand how or why it works. All the books, scrolls, and notes in this small library plus stray notes and books scattered across the work tables (about 220 pounds' worth of material) would fetch at least 1,000 gp from an alchemists' or wizards' college or from an ambitious practitioner of alchemy.

The sleeping nook contains nothing of special interest: a cot with a broken and badly repaired leg, an unlocked chest containing a few changes of clothing for Maksilov, and a stove for cooking. She relies on a **steam mephit** to clean her dishes, and it's clear from the pile that it's been slacking off.

203. Storerooms

This area and the smaller one across the hallway are used for mundane storage of food (preserved meat and fish, root vegetables, hard bread, etc.), water, wine, and other unremarkable supplies. The only other thing here is a **suppurating ooze** (*Creature Codex*) that got into a barrel of meat that's gone slightly off. It looks as if blood or other meat juice leaked out of one barrel and formed a small puddle on the floor. If no one pokes at the puddle or sorts through the barrel, the ooze remains quiet and still. If someone interacts with it, it attacks with surprise unless characters indicate they expect the puddle to flash into motion.

A secret door on the south wall opens into a small, hidden room. A successful DC 13 Intelligence (Investigation) check reveals the door and the latch to open it. A Perception check indicates only that a door may exist; finding it takes 10 minutes of moving crates, tapping on the wall, and poking between stones with a knife blade.

When the door is opened, place the appropriate overlay on the map.

This room is Maksilov's secure storage area, where she keeps her most valuable items and components.

Arrayed neatly on the floor are dozens of glass vials, crystal boxes, steel canisters, and porcelain urns.

Also here but unseen by the characters is a **gelatinous cube** that completely fills the chamber. That's why Maksilov considers this area secure, not because of the secret door. She gulps down a *potion of resistance to acid* and dons heavy rubber gloves whenever she needs to add or remove something from "storage."

There are no completed potions here. Instead, these are rare and expensive potion components. All together, they weigh 40 pounds and are worth 2,600 gp to an alchemist. If sold to a normal merchant, they fetch only a quarter of that.

204. Dust Goblins' Lair

The secret door into this portion of the level is well hidden, and the leader of the dust goblins (firstblade Keluikinj) enforces strict discipline on the other members of his band to keep it that way. He suspects (rightly) that if their presence were discovered, they'd be in mortal danger from Maksilov's oozes or Cagoth-ze's magic.

The door can't be noticed haphazardly or in passing. Only a dedicated search along the south wall of the corridor in Area 203 and a successful DC 15 Intelligence (Investigation) check reveals it.

The dust goblins stay quiet in their lair to avoid being heard by the level's other residents. Hearing anything beyond the secret door requires a successful DC 20 Wisdom (Perception) check. If the result is 17 or higher, the creature picks up the smells of whatever's on the other side of the door. The goblins have been in this sealed-up lair for a few weeks, and it's getting awfully foul inside.

Dust goblins aren't especially perceptive, but one of them is always assigned to listen for movement in the hallway. If there's been a fight anywhere on the level in

the last hour, the goblins are on alert. The same applies if characters searching for the door don't keep quiet. The dust goblins can be surprised only if they aren't on alert and either the creature opening the secret door makes a successful DC 13 Dexterity (Stealth) check or characters burst through the door in a rush.

Inside the lair are six **dust goblins** (*Tome of Beasts*) led by **firstblade Keluikinj** (see the appendix). Unless characters achieved surprise, the dust goblins make their initiative check with advantage to represent their preparations.

Five feet inside the doorway, the dust goblins have erected a barrier from stones, crates (filled with rocks), and planks. This barricade extends nearly to the ceiling; it's far too tall for the short dust goblins to use as a fighting bastion, but it forces invaders to enter along a narrow path. The barricade is tremendously heavy, but it can be toppled over with a successful DC 20 Strength (Athletics) check.

Embedded in the barricade are four light crossbows pointed toward the entrance. Dust goblins can trigger these crossbows with lanyards from anywhere in the room. They do so as characters come through the door. Each crossbow has +4 to hit, and a hit deals 3 (1d6) piercing damage plus 9 (2d8) poison damage; a successful DC 11 Constitution saving throw against poison halves the poison damage.

If the dust goblins are surprised, they don't have a chance to trigger the crossbow traps, and you should arrange them around the room however you like. Assuming they're not surprised, three stand near the east wall holding the lanyards and with crossbows ready to shoot; the other three plus Keluikinj are in Area 205, sheltered behind the debris and also ready to shoot.

The passage between Areas 204 and 205 is heaped with debris, and the heap is purposefully unstable. To make a melee attack across the heap, a creature must have reach of 10 feet. Otherwise, the creature must climb atop the debris. The heap is considered difficult terrain, but other than that, climbing up is automatic. Before a creature on the heap can make a melee attack, it must make a DC 15 Dexterity saving throw. If the save succeeds, the creature attacks normally; if it fails, the creature tumbles off the unstable heap to land prone in Area 204, and its turn ends immediately.

The dust goblins are accustomed to keeping silent, and that extends even to fighting in this place. They make little noise during the battle and communicate with gestures, grunts, and breathy whistles.

When Keluikinj is killed, roll 1d6. If the result is equal to or less than the number of dust goblins still alive, the survivors ask for a truce. (The more there are, the more likely they are to want to survive this.) If characters are at least willing to hear them out, they explain Keluikinj was a bad leader who wouldn't let them kill and steal. Why are they here, if not to bloody their weapons and fill their loot bags? They're glad he's dead, and they'll leave this place and never come back if the characters let them. The dust goblins know the layout of the level and can describe in vague terms what's to be found where, although most of it is worthless leavings of civilization that they neither understand nor want. They might agree to act as guides if they're promised plenty of gold, but trusting them would be a dangerous mistake.

Treasure. Keluikinj forbade the dust goblins from stealing anything on their surreptitious scouting patrols through the level to keep the inhabitants from getting suspicious, but that didn't stop them entirely. Tucked in among the sleeping furs and sacks of supplies are one each of *potions of fire breath, healing, and thunder resistance*.

205. Keluikinj's Den

By the time characters reach this area, all the dust goblins are likely to have been dealt with. In terms of smell and squalor, it's the same as Area 204. Inside a small, unlocked chest are two mildewed books Keluikinj took from the scriptorium in the hope of learning something about the Void (though he can't read) plus a vial of *oil of slipperiness* and a *potion of greater healing*. Clearly Keluikinj's orders not to steal anything didn't stop him entirely, either.

206. Alchemist's Furnace

If Maksilov is here, be sure to read her entry in the appendix. Show the players the Point-of-View illustration on page 56.

An immense construction dominates the center of this vaulted room. It combines features of a foundry, an alchemy laboratory, a grist mill, and a dozen other arcane instruments you can't begin to identify. Its center glows with intense heat, but the rest of the room isn't much warmer than normal. The outer surface is studded with gauges, dials, spigots, knife switches, and levers.

Besides the alchemist's furnace, the room is occupied by four **ooze mephits** (one of each type) and probably by **Danaska Maksilov** and her companion **quasit**, Bastron,

unless you choose to place her elsewhere. Maksilov is examining instruments around the furnace and making notes on a scroll of paper with a lead pencil.

If characters talk to her (she's highly suspicious of arcane characters and doesn't tolerate anyone interfering with her work), she explains warily that she's working toward perfecting a formula for *prima materia*. A character with a background in alchemy knows what that is (the primordial matter from which everything originates); a character with training in Arcana can attempt a DC 20 Intelligence (Arcana) check to recognize it. Maksilov won't explain it—she has no time to waste on random intruders.

If characters leave Maksilov completely alone, she does the same for them. If, however, they pester her with questions, poke into the tools, notes, retorts, and reagents stocked around the room, or touch the furnace—especially if they touch the furnace, whose settings are exceedingly delicate and precise—she snaps and the fight is on.

Bastron is a standard quasit, but Maksilov provided it with a unique potion that combines the effects of *heroism* and *hill giant strength*. Bastron keeps the small potion vial on a string around its neck. When it looks like a fight is about to break out (but ideally before

initiative is rolled), Bastron drinks the potion. It doesn't need to hoard this potion because Maksilov can always make another, and she'd rather have Bastron use it to protect her than keep it corked.

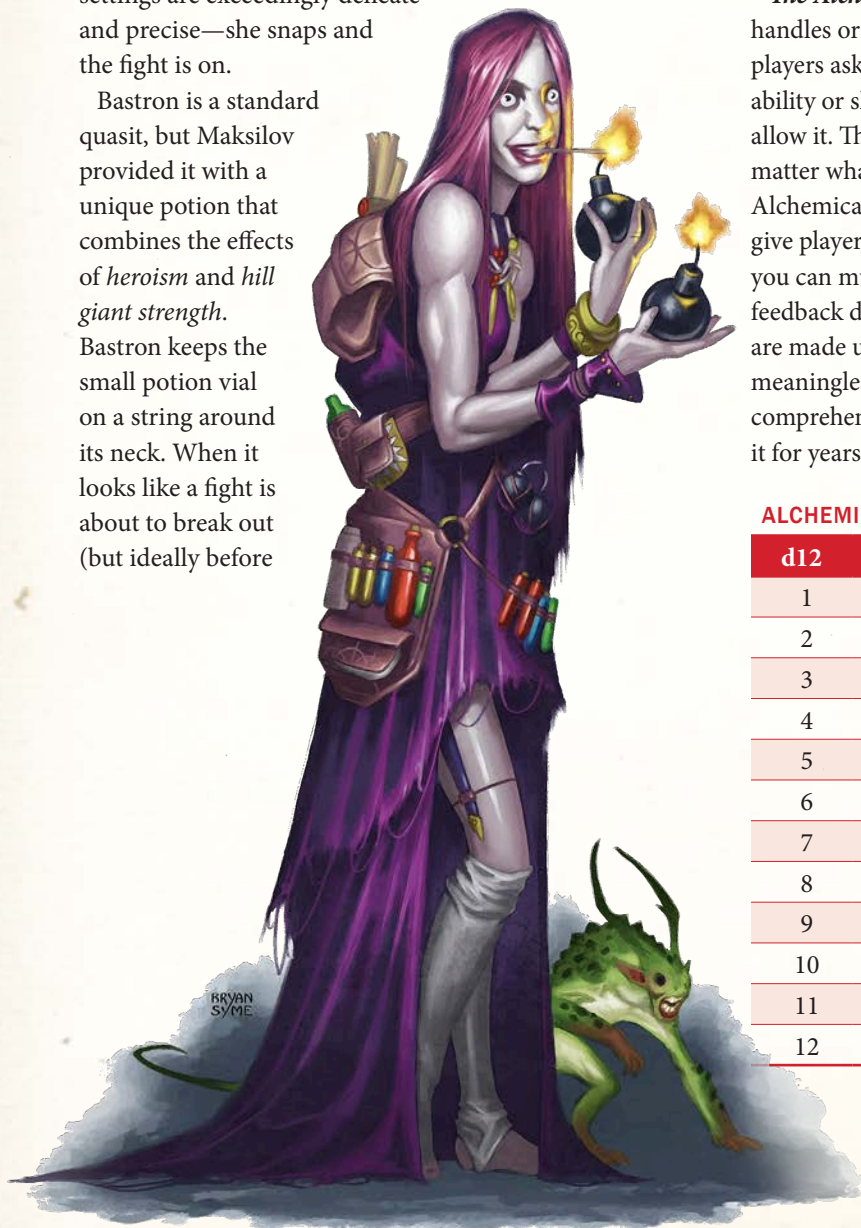
The mephits in this chamber are braver than most. They and Bastron do their best to keep characters away from Maksilov during a fight. The vaulted ceiling is 30 feet high, so Maksilov can avoid melee if she drinks her *potion of flying*.

If the characters' group is large or above level 2, consider beefing up their opposition by having an ochre jelly enter the room (or drop from the ceiling) as a reinforcement on round 2 or 3 and give Maksilov a *potion of growth* to douse it with. If the characters get a hold of the notes Maksilov is scribbling, describe to them a page filled written in a strange, incomprehensible, coded shorthand. If a character casts *comprehend languages* to decipher it, provide them with Handout #1, found in the appendix.

The Alchemist's Furnace. If anyone starts spinning handles or throwing levers, catastrophe is probable. If players ask whether their characters can make any sort of ability or skill check to understand the furnace's controls, allow it. This applies before, during, or after the battle. No matter what the result, select two or three terms from the Alchemical Nonsense table in a plausible combination and give players that information with as much seriousness as you can muster (as in, "Aah, you've identified the magnetic feedback damper"). Be quick; if players sense your answers are made up or random, they'll lose interest. All of it is meaningless; the furnace is far beyond their ability to comprehend at a glance. Maksilov has been working with it for years and barely understands it.

ALCHEMICAL NONSENSE

d12	Adjective	Noun	Device
1	Charged	Chain	Assembly
2	Crystalline	Discharge	Compressor
3	Dimensional	Extract	Damper
4	Dynamic	Feedback	Inducer
5	Harmonic	Fluid	Inhibitor
6	Helical	Flux	Inverter
7	Magnetic	Impulse	Linkage
8	Pyramidal	Plate	Overdrive
9	Reflective	Stress	Pump
10	Temporal	Transfer	Receiver
11	Thermal	Warp	Refractor
12	Vibratory	Wave	Viewer



FURNACE MALFUNCTION

d4 Result

- 1 The furnace belches out toxic gas. Every creature in the chamber takes 27 (6d8) poison damage and begins suffocating. A successful DC 15 Constitution saving throw against poison halves the damage but doesn't prevent suffocation. The poison lingers for 1 hour.
- 2 The furnace releases a wave of volcanic heat. Every creature in the chamber takes 22 (4d10) fire damage plus another 3 (1d6) fire damage at the start of each of their turns until they spend an action extinguishing their burning clothes.
- 3 The furnace flashes with blinding light. Every creature in the chamber takes 26 (4d12) radiant damage and is blinded. A successful DC 15 Dexterity saving throw halves the damage but doesn't prevent the blindness. A blind creature makes a DC 15 Wisdom saving throw at the end of each of its turns, ending the effect on itself on a success.
- 4 The furnace explodes. Every creature in the chamber takes 22 (4d10) bludgeoning damage plus 13 (2d12) necrotic damage. A successful DC 15 Constitution saving throw halves the bludgeoning damage but not the necrotic damage. The alchemist's furnace is destroyed.

Each time a character interacts with the alchemist's furnace, roll a d6 and add the number of "components" they've identified or fiddled with. If the result is 8 or higher, the furnace malfunctions. Roll 1d4 and consult the Furnace Malfunction table to determine the malfunction. It's possible for the furnace to malfunction

multiple times if characters keep meddling with it, but each malfunction can occur only once.

If Maksilov is still alive when characters toy with the furnace, it's a perfect opportunity for her to scream, "You fool! The tangential inversion reflectors are still out of phase! Are you trying to kill us all?"



Treasure. No treasure is stored here, but unused potions or concoctions might be salvageable. Roll any die for each potion or concoction not used by Maksilov or Bastron; on an even result, the container survived the battle intact and characters can take it for their own use.

Other than that, the room is filled with rare and wonderful alchemical components, but only someone trained in alchemy can identify the valuable ones or even know what they are. If they're all gathered and taken to a legitimate alchemist, characters can get 3,000 gp + (2d10 × 100) gp for the lot. Each instance of the alchemist's furnace malfunctioning knocks 1,000 gp off the total, and if it blew up, nothing at all remains of value.

The alchemist's furnace itself is by far the most valuable thing here, assuming it survives. It's impossible to move, no reputable or good-aligned alchemist would come here unless the whole dungeon were cleared out, and it would take years of study and testing before characters could make any use of it. Note to yourself whether characters do anything about the furnace at the end of the adventure; if they just walk away, eventually another psychopath takes over and resumes Maksilov's work.

207. Ooze Essence Extractor

This chamber is where Maksilov extracts the essential oozeiness from oozes—their precious bodily fluids—to create ooze plasma.

Three huge vats stand along the south wall of this chamber. Although the vats appear to be sealed and covered by clear crystal lids, the air is acrid. Your nostrils sting, your eyes water, and you want to cough. The vats are linked by a complex web of hoses and tubes that gurgle and pulse as foul-looking bubbles and smears of slime trickle through them. The equipment makes this room resemble a distillery—a poisonous, rusted, cruff-encrusted distillery. A desk is pushed against the north wall between two doors. Writing implements are neatly arranged on it.

A character who spends at least 10 minutes inspecting the vats and makes a successful DC 15 Intelligence (Arcana) check understands the vats' purpose—to extract the essence (whatever that is) from oozes—in general terms. A character who's proficient in both Arcana and Investigation can double their proficiency bonus on this check; one with a background in alchemy makes the check with advantage. A character who is proficient in neither Arcana nor Investigation makes the check with disadvantage (this is a perfect time for you to roll the second die in secret, as discussed in the Traps and

Secret Doors section). The extractor is a dodgy piece of equipment, however, and poking into it without knowing what you're doing is risky. If the result of this check is 8 or lower, the character inadvertently releases a dangerous amount of ooze plasma into the room. Everyone in the room takes 9 (2d8) acid damage, or half damage with a successful DC 13 Constitution saving throw. Anyone who fails the saving throw is incapacitated by coughing while they remain in the room. The ooze plasma settles out of the air in about 5 minutes, at which time creatures can safely return.

Atop the desk are a notebook (similar to a modern lab record), several quills, and three jars of ink (blue, red, and green). The notebook on the desk is filled with columns and rows of numbers and alchemical symbols in different colors. None of it is intelligible to anyone but Danaska Maksilov. The book is an accounting record of the extractor's input and output over many generations of trial and error and eventual productive use. Someone who successfully investigated the extractor can draw this conclusion with confidence, though they can't actually "read" the ledger.


The green ink is actually an **ink guardian ooze** (*Creature Codex*). Its instructions don't include stopping people from leafing casually through the notebook. It attacks if anyone damages anything in the room, alters the notebook in any way, or pockets something from the desk.

Treasure. A drawer in the desk contains more quills, loose sheets of paper, blotting sand, and three potion vials. The potions are *acid resistance*, *greater healing*, and *gelatinous form* (see the appendix).

208. Ooze Plasma Holding Tanks

This chamber serves as an overflow reservoir for ooze plasma that's had its essence distilled out. Two open-topped holding tanks are meant to safely store the material, but one tank has deteriorated and is leaking badly. Maksilov's dire gelatinous cube is drawn to the ooze-rich slurry seeping across the floor.

An acrid stinging sensation in your nostrils and mouth alerts you the air ahead is laced with corrosive fumes. Two stone vats, each about seven feet tall, flank the corridor. Rusted ladders are attached to their sides, although the bolts holding them together appear badly corroded. A noxious, green, viscous fluid seeps out of one tank and covers much of the floor. A wooden desk pushed against the wall tilts oddly; its front legs, which are in the goop on the floor, are noticeably shorter than the legs closer to the wall. A chair that once sat in front of the desk lies in pieces on the floor.



The tanks have open tops. Anyone who climbs one of the ladders sees more of the green fluid (ooze plasma) sloshing gently in the tank. The sloshing is caused by **ooze (magma) mephits** swimming through the plasma. If a character peers into the tank for more than 5 or 6 seconds, a mephit splashes a fistful of plasma at the character's face. The character must make a successful DC 13 Dexterity saving throw or take 5 (1d10) acid damage and be blinded until someone pours clean water into their eyes to flush away the caustic fluid.

The ooze plasma on the floor is weakly acidic. A creature who starts its turn in a space that's mostly ooze-covered takes 2 (1d4) acid damage. If the creature is prone, the damage is 4 (1d8). If the creature is in one of the ooze tanks, the damage is 18 (4d8).

Far more dangerous than the mephits or the ooze plasma is a **dire gelatinous cube**. It's sitting in the spaces marked with the red outline, absorbing ooze plasma like a sponge. (If a different placement would allow for a more dramatic encounter in your situation, by all means, use your best judgment!) The cube is entirely invisible to characters when they arrive, so unless they proceed cautiously, someone is likely to walk or even jump directly into it.

When the dire gelatinous cube first starts its turn with 28 or fewer hit points, it reflexively strikes the cracked holding tank as a bonus action. This ruptures the tank and floods the room with ooze plasma. Every space from the top of the stairs to the door into Area 202 quickly becomes ankle-deep in ooze plasma, making it difficult terrain and dealing (2) 1d4 acid damage to every creature standing in the stuff at the start of their turn. The dire gelatinous cube heals 18 (4d4 + 8) hit points thanks to the infusion of plasma. In addition, every creature in that area when the tank is ruptured must make a successful DC 13 Dexterity saving throw or fall prone as the corrosive plasma envelops their feet. The cube tries to engulf as many prone characters as possible, and prone characters attempt to save against the attack with disadvantage.

It's vital to remember this is probably the first time these characters have encountered a gelatinous cube. Most players know all about gelatinous cubes and how to deal with them, but to someone who's never heard of such a thing before—like the rookie characters—an *invisible, unknown effect* that dissolves people should be terrifying. Never use the words “gelatinous,” “cube,” “ooze,” “jelly,” “acid,” or even “object” when describing it. Instead, mention an invisible field in the air that somehow seizes onto and disincorporates whatever it touches, like some sort of slow-acting stasis or disintegration field.

This being a *dire* gelatinous cube, it remains invisible until someone uses an action and makes a successful DC 15 Wisdom (Perception) check to spot it. Even then, it looks like an out-of-focus disturbance in the air, not a solid object. If someone is engulfed in it, describe them as moving in slow motion, as if time itself flows differently around them, while their flesh and tissue drifts off them like smoke and disappears. If characters attack, as they inevitably will, give no indication their attacks are having any effect, because they can't see an effect on something that's invisible. If someone touches it experimentally, describe it as offering some resistance and immediate, searing pain. The longer you keep them guessing about what they're up against, the better.

Finally, just because the cube is eventually killed doesn't mean it stops being a threat. It can still block the passage (invisibly), and it's still powerfully acidic to anyone and anything attempting to climb over it or squeeze through it.

209. Time Tributary

This chamber is Cagoth-ze's study and where he's created an isolated a time tributary for his analysis. If Cagoth-ze is in the chamber, be sure to add him to your description.

This chamber could be a typical sage's study or office if not for the rippling bolts of pink energy tearing across it from wall to wall. The bolts resemble lightning, and your hair stands on end here as if the air is statically charged. Despite the appearance of tremendous power, the unearthly display makes no sound and seems to create no other disturbance in the surrounding air. Occasionally, however, you glimpse something almost like a recognizable scene flashing past your eyes, but it's gone too quickly for you to even be sure it happened, let alone to identify what it was.

The table in the northwest corner of the chamber is covered with complex instruments of Cagoth-ze's design that help him study the time stream. They allow him to measure the flow of time, its intensity, and its momentum, and even provide him with the means to scoop up raw time and capture it in a specialized container. These instruments are well beyond the characters' experience or understanding. A successful DC 18 Intelligence (Arcana) check reveals they all bear some relationship to time, but it provides no guidance on their specific uses or any other clues beyond that basic information. Even this can be a valuable insight, however, toward concluding that the phenomenon in the room is raw, unfiltered time.

The time stream is tremendously dangerous to unprotected creatures; it's certainly the most dangerous feature on the three upper levels of the Scarlet Citadel's dungeon. Cagoth-ze is entirely immune to its risks, thanks to the *ring of being anchored in time* (see Magic Items in the appendix). A creature who steps into the time stream or even touches it must make a DC 15 Constitution saving throw. On a success, the creature immediately drops to 0 hit points and begins dying. On a failure, consult the Time Stream Effect table; the resulting number (after modification) determines what happens.

210. Stairwell

This staircase leads down to Area 301. The trollkin, owlbears, and other creatures living in the old dwarven barracks have a more direct way in and out, so this staircase is rarely used. If a character inspects the stairs for signs of use, a successful DC 13 Wisdom (Survival) check reveals nothing but small vermin tracks. This is another excellent time to roll a second d20 behind your screen (and ignore it) to keep players guessing whether they're getting all the pertinent information.

Cagoth-ze keeps the door between Areas 209 and 210 locked. It isn't especially secure; it can be opened with thieves' tools and a successful DC 12 Dexterity check. The key is on the ring Cagoth-ze carries, and the lock also responds to his amulet.

211. Conjunction Circle

This oddly shaped chamber is empty except for a small desk and chair against the south wall and a spine-covered humanoid sitting cross-legged at the precise center of the room. All around it, the floor is covered in a complex pattern of interlacing lines that appear to be made from lighter-colored stone inlaid directly into the bluish gray flagstones of the floor. A small, wooden bowl rests between the creature's feet.

The original conjunction circle was installed ages ago by the elves, who built this portion of the dungeon. It was repaired to operating condition by Imortra the Debased at Cagoth-ze's request. The circle functions as a reverse *magic circle*; its magic keeps fiends and elementals inside.

Cagoth-ze uses the circle to safely experiment with conjunction spells. After having limited success with

TIME STREAM EFFECT

Result	Effect
5 or lower	The creature immediately becomes 1d6 + 5 years younger. Each of the creature's ability scores is reduced by 1. The creature loses all earned experience and returns to level 1 with 0 XP. A spellcasting creature has no spells prepared. A Medium creature whose age drops below 12 becomes Small. The creature has no memory of anything that's happened since they were this age; they have no idea where they are and probably don't even know the other characters. Because the creature is effectively starting over from scratch, they can choose a different class if they'd like. This creature's XP awards are doubled until they catch up with the rest of the group. Each time the creature advances in experience from level 2 to level 7, they can restore one lost point to one ability score; this is in addition to the ability score improvement normally received at level 4. These effects reflect the literal stripping away of time; they can't be dispelled or undone with <i>greater restoration</i> or any other magic short of a <i>wish</i> .
6 to 10	The creature immediately becomes 1d20 + 20 years older. Hair, fingernails, and toenails all grow accordingly. Until nails are cut, the creature can't hold a weapon or cast spells with somatic components and can barely walk. In addition, the creature instantly gains four levels of exhaustion (disadvantage on ability checks, attack rolls, and saving throws; speed halved; hit-point maximum halved). Recovery from exhaustion occurs as normal.
11 to 14	The creature is shunted sideways in time. Instead of coming to the Scarlet Citadel with the other characters, the creature followed a different path. The creature suddenly finds itself in Area 116 fighting undead (result of 13 or 14) or in Area 304 fighting (or hiding from) trollkin (result of 11 or 12). The creature came to the citadel with an entirely different party of adventurers who suddenly disappeared (and won't be seen again). You can inflict other minor differences on the creature's memory as you see fit, provided they fit with the idea of having followed a slightly different timeline to this point.
15 or more	Success. The creature drops to 0 hit points and begins dying.

minor conjurations, he tried something new and succeeded beyond all expectation. The creature in the circle is a **barbed devil**. Its name is Lasbascilag, but if asked, it gives its name as Baska.

Lasbascilag has been trapped in the circle for sixteen days. It's a little hungry (the bowl contains raw meat, and Lasbascilag is waiting for it to rot a bit more before eating it), a little bored (but devils, being ageless, are accustomed to long stretches of boredom), and intensely angry. It hides its anger well behind a facade of curiosity, but it might be goaded into showing it by repeated taunts over its situation.

Cagoth-ze is unsure what to do with Lasbascilag. He doesn't dare release the devil, and he doesn't know how to send it away. He hit on a possible solution when he got wind the characters were carving their way through the dungeon toward the scriptorium. The gnome promised to set Lasbascilag free on one condition: the devil must do its best to kill the intruders.

Having reached an agreement with the barbed devil, Cagoth-ze now awaits the right moment. He carries a bag of coarse salt in a pouch on his belt. Scattering that salt across the magic circle creates a pathway out of the circle for Lasbascilag. For its part, the devil made a bargain and must honor it if Cagoth-ze upholds his end.

The exact timing of when Cagoth-ze breaks the circle is up to you. He isn't overly afraid of the characters, but he doesn't underestimate them. And since he wants to be rid of Lasbascilag one way or another, this one solution will solve two problems. Either the barbed devil kills the intruders and then leaves, or it's destroyed in the process of weakening the intruders to the point where Cagoth-ze and his other allies can deal with them.

212. Storerooms

This chamber is used for storing preserved food and casks of wine and ale. Any inspection reveals Cagoth-ze has a taste for olives and anything pickled.

Note Area 211 is 10 feet higher than this storeroom. The passage carved through the wall drops steeply downward.

213. Scribes' Desks

Cagoth-ze employs two **clockwork servants** (*Creature Codex*) as librarians and scribes. They've undergone minor alterations to make them more suitable for their roles, but their stat blocks are identical to standard clockwork servants. Their time is equally split between this chamber and the scriptorium stacks (Areas 215, 216, and 218). If they're here, add them to the description.

Two tall desks and a work table are the only furniture here. The desks are stained with ink and are covered in scrolls, paper, quills, blotters, and jars of ink. The lower portion of the work table doubles as a bookcase.

The clockwork servants have no instructions to fight anyone and they're not much good at it, but they fight back with their stools and fists if attacked. If a fight breaks out, or if characters poke around on the desks when no one else is here, an **ink guardian ooze** (*Creature Codex*) either gets knocked over or responds to the ruckus and attacks.

The scribes' job is copying texts as they become available in the scriptorium. Because the scriptorium's contents reside in the distant future, Cagoth-ze can't rely on having access to what he wants when he wants it. His solution is to send two other clockwork servants into the future with his time construct to retrieve materials and bring them to the present so scribes in this chamber can make copies. The scribes work while they can, slavishly copying every aspect of an original onto a new scroll or book until it disappears back to the future. For the most part, the scribes have no understanding of what they're copying; they simply look at squiggly lines and transfer the same shapes to blank paper or parchment. They seldom manage to finish copying something before it disappears again (see Time Construct in the appendix), so a big part of their job is keeping track of what's been logged before. When a text reappears after weeks or years, they pick up where they left off, avoiding duplication.

214. Dry Lands Pathway

This pit of bones is the bottom of the ossuary (Area 117) in the catacombs 40 feet above. It's also the entry and exit point to the Dry Lands. Undead use this accessway to travel between that realm and Midgard.

What appears to be a crumbling hole in the wall between Area 213 and the pit was sealed by Cagoth-ze with an arcane *wall of light* spell of his own devising. The wall appears as a translucent shimmer in the air. An object or creature can pass right through it, but a creature takes 22 (5d8) radiant damage if it does so. This is enough to keep weak undead such as skeletons, shadows, and even most specters and ghouls from wandering through the halls of the scriptorium. More powerful undead seldom come through, being drawn instead toward the crypts above.



210

209

211

212

213

217

215

216

214

218



1 square equals 5 feet

The wall is broken here, and the doorway-sized hole is filled with dense, shimmering light. Beyond the light, you see bones—heaps of them—carpeting the floor to a depth of several feet. Above the bones is a darkness made of twisting, smoky filaments. It grows and shrinks in time to no earthly rhythm.

If you like, undead can step through the pathway while characters are watching. Catching a glimpse of the party, the undead plunge through the *wall of light* and attack. Even fairly powerful undead such as a **bone naga**, **vampire spawn**, or **revenant** won't be an overpowering threat to the characters because they'll be weakened significantly by coming through the light. The characters may not know that unless they've already stepped or poked an arm through the wall.

215. Arcane Scriptorium, Collapsed

The ancient arcane scriptorium of the elves comprises three chambers: this one, Area 216, and Area 218. The elves stocked this library with all their accumulated knowledge of magic and lore. Only when the work was done did they pause to reflect and become terrified by the implications of their collection.

Scrolls and tattered books lie in heaps on tables in this enormous, ancient library. Shelves along the walls are nearly empty except for a few damaged books, torn sheets of parchment, cobwebs, and dust. The central portion of the floor is collapsed and plunges an unknown distance to who knows where.

The floor collapsed 80 years ago because of instabilities induced by the fluctuations of the time construct (Area 216). The ragged opening in the floor drops straight down to the center of the dwarven armory on Level 3 (Area 304). The floor of the armory is 70 feet below the floor of the scriptorium, but the fall is only 60 feet because of the tall heap of rubble at the bottom. The floor is too far down for darkvision or any lantern to illuminate from this area. A dropped object can be heard striking bottom (several times as it bounces down the rubble pile) after about 2 seconds. Players can calculate the distance from that if they know how, or they can drop or lower a light.

The floor near the collapse is still unstable. If a character stands within 5 feet of the edge of the hole (which would be necessary to lower a light or even just

look down), roll any die; on an odd result, the crumbling edge gives way. Allow the character to make a DC 8 Dexterity saving throw. On a failure, the character falls into the armory; on a success, the character manages to jump or fall backward onto the floor of the scriptorium.

Although the elves stocked this library with incredible knowledge, there's not much here of interest. When the elves realized the enormity of what this library represented, they cast an enchantment over the place to protect it. Their enchantment threw the library and its contents 100,000 years into the future. That distant age is far beyond the collapse of all predicted civilizations. The elves reasoned that even if the library were discovered to exist in that time, it's unlikely anyone of that era could understand its contents; according to elven oracles, whatever creatures inhabit Midgard 100,000 years in the future will have a completely different understanding of the fundamental underpinnings of magical philosophy. The library could offer no danger to the present; the secrets in its scrolls and books would be accessible only to a modern person who could travel one hundred millennia forward in time and return again. An entity with that sort of power probably already knew most of what the library could teach. Even materials brought back from the future are inextricably tied to the future; they cease to exist in the past and return to the scriptorium of the future after 1d10 days away.

All the elves' careful planning didn't account for Cagoth-ze.

In their pride, the elves failed to grasp the few documents they'd left behind explained clearly what they'd done. Cagoth-ze is not an awesomely powerful mage, but he is ambitious and something of a savant where time is concerned. Once he discovered from documents left in the otherwise abandoned scriptorium that this trove of knowledge existed a mere 100,000 years in the future, he turned his talent to creating the means of accessing it. The result is the time construct in Area 216.

216. Arcane Scriptorium, Time Construct

When characters first enter this part of the scriptorium, the floor is littered with debris and there's not much of interest. Little do they know a time-bending construct occupies this space—but only when it's not in the future or the past.

Torn books and crumpled scrolls scattered across desks and otherwise empty shelves indicate this was once part of a great library. If the shelves were filled, it might have been the greatest

library outside Zobeck. Whatever secrets it once held, it's now little more than a ruin.

In the southern portion of the room, the central area of the floor is oddly free of dust, and the flagstones there are marred by deep scratches in a symmetrical pattern.

The scratches on the floor mark the spot where Cagoth-ze built his time construct. That's where it stands—somewhere in time.

At a moment of your choosing while the characters are in the vicinity, the time construct returns to the present. Its arrival is announced by a loud “whump” and a sensation of the characters' ears popping from the shock wave of air displaced by the construct's sudden emergence into this moment. When they investigate it, read the description.

Standing at the center of the room is a glowing, gold and blue machine unlike anything you've ever seen. Copper and brass cogs, wheels, levers, springs, and spinning governors click, clatter, and ratchet back and forth like a gigantic timepiece. Pulsing blue orbs of polished crystal shine with unearthly light, float silently, or roll effortlessly across the metal surfaces in gravity-defying ways. Cold mist pours off the device, portions of which are caked in frost.

Standing near it are two metal-frame humanoid constructs similarly coated with frost. Each of them carries an armful of books, scrolls, and loose sheets of parchment.

When the construct arrives, place the overlay portraying the construct on the map and show the players the Point-of-View illustration on page 66.

The humanoid constructs are two **clockwork servants**. They've brought another load of material to the present from 100,000 years in the future. Their only goal is to carry their payload to the scribes in Area 213 and get back here before the time construct departs again. Since that could happen days from now or minutes from now, they're in no mood to be delayed by interfering strangers. They aren't equipped to put up a fight, but they call Cagoth-ze for help if they're being prevented from doing their jobs. If it becomes clear Cagoth-ze isn't around (probably because he was killed by the characters), the clockwork servants become confused and unsure how to react. They deposit their texts on the nearest table and go to find the other clockwork scribes for clarification.

Players are likely to be curious about this device and to pour some effort into investigating it. Try to hold their interest for as long as possible with statements

about its intricacy, the unbelievably fine craftsmanship (a gnome character recognizes it as gnomish work), the cold it radiates, the constant crackling of thawing frost, and the way the blue orbs move like part of a machine but with no direct connection to the metal parts. Most of this shouldn't involve skill or ability checks, but if your players like that sort of thing, there's no harm in having them make Intelligence (Arcana) and Intelligence (Investigation) checks while they examine the construct and letting them believe they're learning more by doing so. *Detect magic* reveals that much of the device is magical, involving conjuration, transmutation, and time magic (which is rare enough the characters have probably never encountered it before, in which case the spellcaster might not recognize its aura; it's up to you whether you describe the third type as time magic or as a school unknown to the spellcaster).

Jumping through Time. After an indeterminate length of time, the time construct sets off again on another journey through time. You should time this to happen at a dramatically appropriate moment.

The construct (which hasn't stopped flashing, clicking, and whirring since it arrived) stirs into greater activity. The glowing orbs become brighter and rotate faster, the spinning governors speed up, and a growing subsonic hum can be felt through the air and the floor. The two clockwork servants, having delivered their armloads of books, race back to stand at the construct's sides.

With a loud “whump,” the construct emits a pulse of blue light that engulfs the chamber. You feel as if you're falling through nothingness, your stomach wants to climb up your throat, and the sensation of cold chills you to your bones—until as suddenly as it began, the unnatural motion ends.

Everyone who was pulled along through time by the construct takes 7 (2d6) cold damage and is temporally disoriented; a successful DC 13 Constitution saving throw halves the damage and prevents being disoriented. The effect of temporal disorientation is identical to being poisoned (disadvantage on attack rolls and ability checks). Disorientation lasts 1d4 minutes.

Given the natural caution of adventurers around anything unknown, some characters might try to avoid being drawn along with it. Your best tools here are their curiosity and your ability to make the construct seem fascinating and harmless. The clockwork servants clearly aren't afraid of it. If Cagoth-ze is alive, he's not afraid of it. Nothing about it looks threatening, and eventually even hardened adventurers are likely to let their guard

down and approach within 30 feet—and that's when the construct whisks them away on a quick sidetrack through time.

The construct and its "passengers" always remain in the same location, but when? Roll 1d8 and consult the Timeline Destination table to find out. Note unless they meet friendly NPCs, characters have no way of determining exactly what era they've arrived in. All they can do is look at their surroundings and guess.

These encounters can be expanded however you wish, and the length of time the construct spends in any given era is entirely up to you. As long as the players are enjoying themselves or having an exciting battle, let them stay and interact. The key is always to pull them away just before the situation is entirely resolved. The time construct cares nothing for their interests; it's just trying to relocate the arcane scriptorium. The exception to this is a point where the construct needs to recharge its matrices. You can time this randomly according to the notes in the appendix, or you can cause the recharge in the era you think the characters will most enjoy. What happens during those days is entirely up to you; they

can pass quickly with just some desultory exploration through the altered dungeon, or you can design an extensive side quest for the characters.

Far more dangerous than any of the creatures they might meet is the potential for characters to wander away and not return to the time construct when it's ready to depart. The time construct never follows the same route through time twice. In other words, it won't come back for them, so if characters are left behind in the past or the far future, they're unlikely to ever get back to their own time. The clockwork servants explain this urgently if characters don't grasp it on their own. Characters left behind are simply out of the campaign unless you decide to deal with them in some other, more forgiving way.

If you plot the characters' journey through time randomly, they arrive at the scriptorium 100,000 years in the future the first time you roll a repeat result. Or, you can send them on a preselected itinerary of your favorites or the eras you think they'll enjoy the most instead.

The Far, Far, Far Future. When the time construct eventually brings the characters to the time-displaced scriptorium, read the following:

TIMELINE DESTINATION

d8 Time/Situation

- 1 *1,500 Years in the Past.* The characters are in a natural cavern. Four savage-looking dwarves squat around a fire, roasting meat on sticks. The dwarves cry out in an unrecognized, guttural language and grab stone-tipped spears lying in the dirt. Before they can hurl the spears, blue light engulfs the scene, and the characters find themselves falling again.
- 2 *500 Years in the Past.* The walls and furnishings of the library are ornate. Three elves are in the room, reading or sorting material on the shelves. They look at the characters with mild curiosity. They've seen the construct before, or at least heard about its rare appearances from previous caretakers of the scriptorium. This is the first time it's been accompanied by anyone other than the clockwork servants, though these elves might not know that. How long the construct remains is up to you. The elves are friendly and willing to talk, but they won't allow any material to be taken from their library. They speak only archaic Elvish (which is difficult to understand) and Draconic. Should the characters decide to get hostile, these elves use the stats of an **archmage**, an **assassin**, and a **gladiator**. When the construct fires up to leave, the elves quickly step out of its range and remain behind in their own time.
- 3 *500 Years in the Future.* The scriptorium has been converted into a temple to Mammon, god of greed and madness. The room is swelteringly hot from an immense oven shaped like a monstrously fat humanoid that stands in the southern portion of Area 215. Its open belly serves as the firebox, and flames within it are the only illumination. Six **cultists** and one **cult fanatic** in robes kneel before it. An orc, bound and gagged, lies on a table that can be tipped up to slide the orc into the blazing furnace. If characters do nothing, the sacrifice continues. If characters intervene, the cultists fight to the death. The freed orc is grateful but wants only to return to his village.
- 4 *1,000 Years in the Future.* The characters land in the midst of a battle between six **duergar** and two **gricks**. No matter who wins, they aren't welcoming toward the party. The structure of the scriptorium is still recognizable despite considerable damage wrought by time, earth tremors, burrowing monsters, and other stresses.

Once the queasiness of the time displacement subsides, you see you're back in the scriptorium—but this is the scriptorium in its grandest days, resplendent with elven furnishings. Fresh food and wine are laid out on a table. The shelves are filled with books, scrolls, and loose parchment sheets. There are books in Elvish with platinum bindings, parchments penned in gold ink in the script of the celestials, even scrolls that appear to have been set down in Primordial by giants or titans.

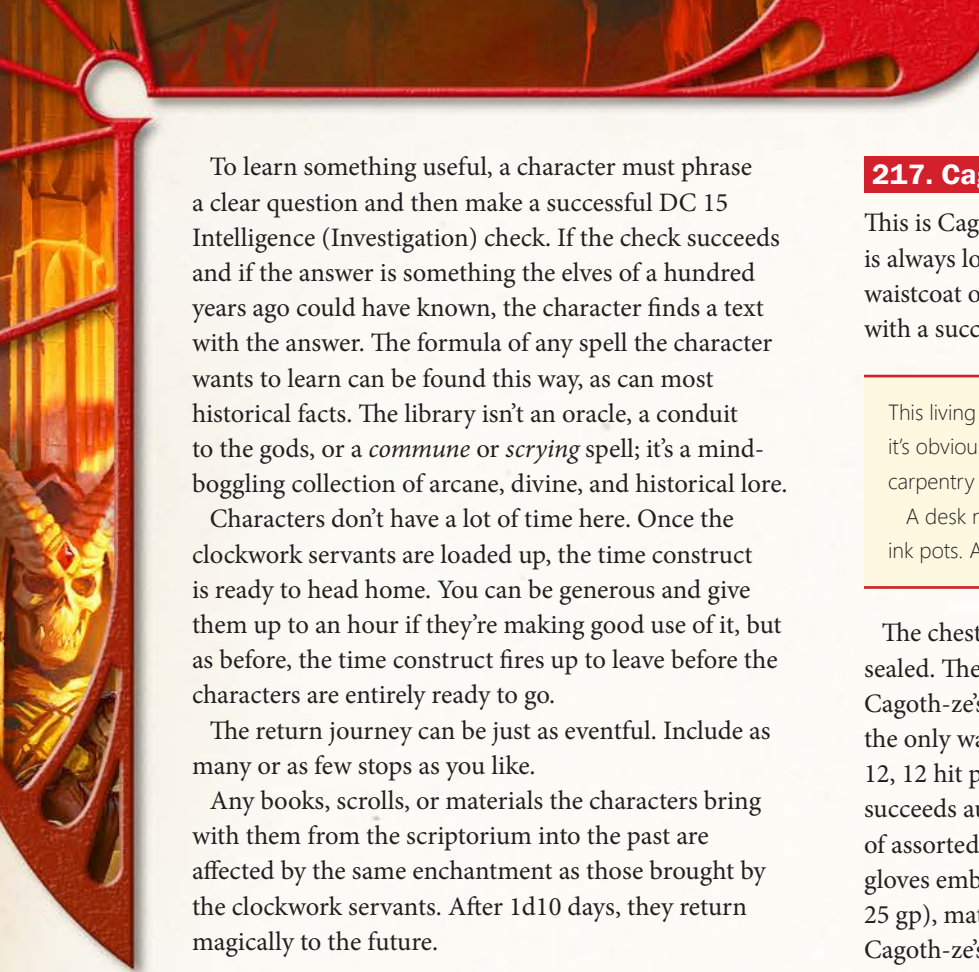
The clockwork servants immediately set to work plucking items off the shelves. They gather up as much as they can carry, which is barely enough to be noticed in this place.

Thanks to the potent magic of the elves, the library in this era is encased in a protective bubble and shielded against any harm. Nothing that happened to this spot in the past can harm the scriptorium. Thanks to the same magic, characters can't leave the scriptorium. In addition to this area, it consists of Areas 215 (with intact

floor), 217, and 218, all surrounded by an impenetrable translucent, arcane shell the elves call *tangletime*. Characters who press their noses against it make out structures in the far distance resembling colossal, inverted pyramids with multilimbed, gargantuan creatures lumbering and soaring around them. These are impressions only; the translucent energy makes it nearly impossible to see anything clearly. If someone insists on trying to get a clearer look, let them attempt a DC 15 Wisdom (Perception) check. If it succeeds, they see what's out there, and their reward is a long-term madness (1d10 × 10 hours; see standard rules for details) followed by complete amnesia about what they saw.

Characters can learn much in this library, if they try. Simply plucking a book off a shelf at random to see what it's about is unlikely to produce much insight. The volumes here are in every known language (and even some the characters have never seen), and they cover subjects from the arcane to the divine to the truly bizarre.

- 5 *5,000 Years in the Future*. The chambers are barely recognizable from their earlier features. The hole in the floor of Area 215 has been repaired. Area 218 has been converted into a throne room for a clockwork king attended by six **clockwork soldiers** (*Creature Codex*) and four courtiers (**clockwork servants**). They have, of course, heard tales of the shining blue deity that appeared briefly to their foregears generations ago but never imagined it would return in their runtimes. King Zakchi assumes the characters are the organic slaves of the time construct and the obviously superior clockwork servants, and he tends to ignore them or even become slightly offended if characters speak to him directly.
- 6 *20,000 Years in the Future*. The former scriptorium has overgrown into a subterranean garden filled with towering fungi, albino ferns, snaking vines, and human-sized carnivorous flowers. The northern portion of Area 216 and the rest of the scriptorium is inhabited by an organism that behaves as one immense **shambling mound** whose attacks have a 15-foot reach.
- 7 *50,000 Years in the Future*. Undead from the Dry Lands have taken control of the now unrecognizable area. A **wight**, a **ghast**, and three **ghouls** are prowling through the chambers. The architecture looks as if the whole place was sculpted from worm-eaten bone. Over its bulky armor, the wight wears grave-stained priestly robes of dark maroon with a bright red sash. It confronts the characters in Darakhul that has evolved to the point where it's incomprehensible; it switches to nearly unintelligible Common if they don't understand its first attempts. The wight-priest demands to know why the intruders defy the holy commands of Syrinx. It does not explain what this means, and if characters protest their innocence in any way, the undead attack in a righteous fury. More undead can join in if you want to up the ante.
- 8 *75,000 Years in the Future*. By this time, the upper layers of the citadel are gone, blasted away by some titanic cataclysm. The area is open to the sky, which is wreathed in sheets of perpetual green flame. The dominant life form is chuuls, and they've become considerably more intelligent over the millennia. Two **chuuls** stand nearby. Their stats are identical to standard chuuls except they have an Intelligence score of 24 and telepathy (240 feet). They are only momentarily perturbed by the arrival of the time construct and the characters. One of the chuuls issues a telepathic command to "surrender the devices and prepare for cranial cessation." The other chuul levels a complex metal device about 9 feet long at the characters. The device is a lightning gun capable of shooting a *lightning bolt* every other round (100-foot line; 8d6 lightning damage; save DC 13; can be fired only by someone with chuul claws and telepathy).



To learn something useful, a character must phrase a clear question and then make a successful DC 15 Intelligence (Investigation) check. If the check succeeds and if the answer is something the elves of a hundred years ago could have known, the character finds a text with the answer. The formula of any spell the character wants to learn can be found this way, as can most historical facts. The library isn't an oracle, a conduit to the gods, or a *commune* or *scrying* spell; it's a mind-boggling collection of arcane, divine, and historical lore.

Characters don't have a lot of time here. Once the clockwork servants are loaded up, the time construct is ready to head home. You can be generous and give them up to an hour if they're making good use of it, but as before, the time construct fires up to leave before the characters are entirely ready to go.

The return journey can be just as eventful. Include as many or as few stops as you like.

Any books, scrolls, or materials the characters bring with them from the scriptorium into the past are affected by the same enchantment as those brought by the clockwork servants. After 1d10 days, they return magically to the future.

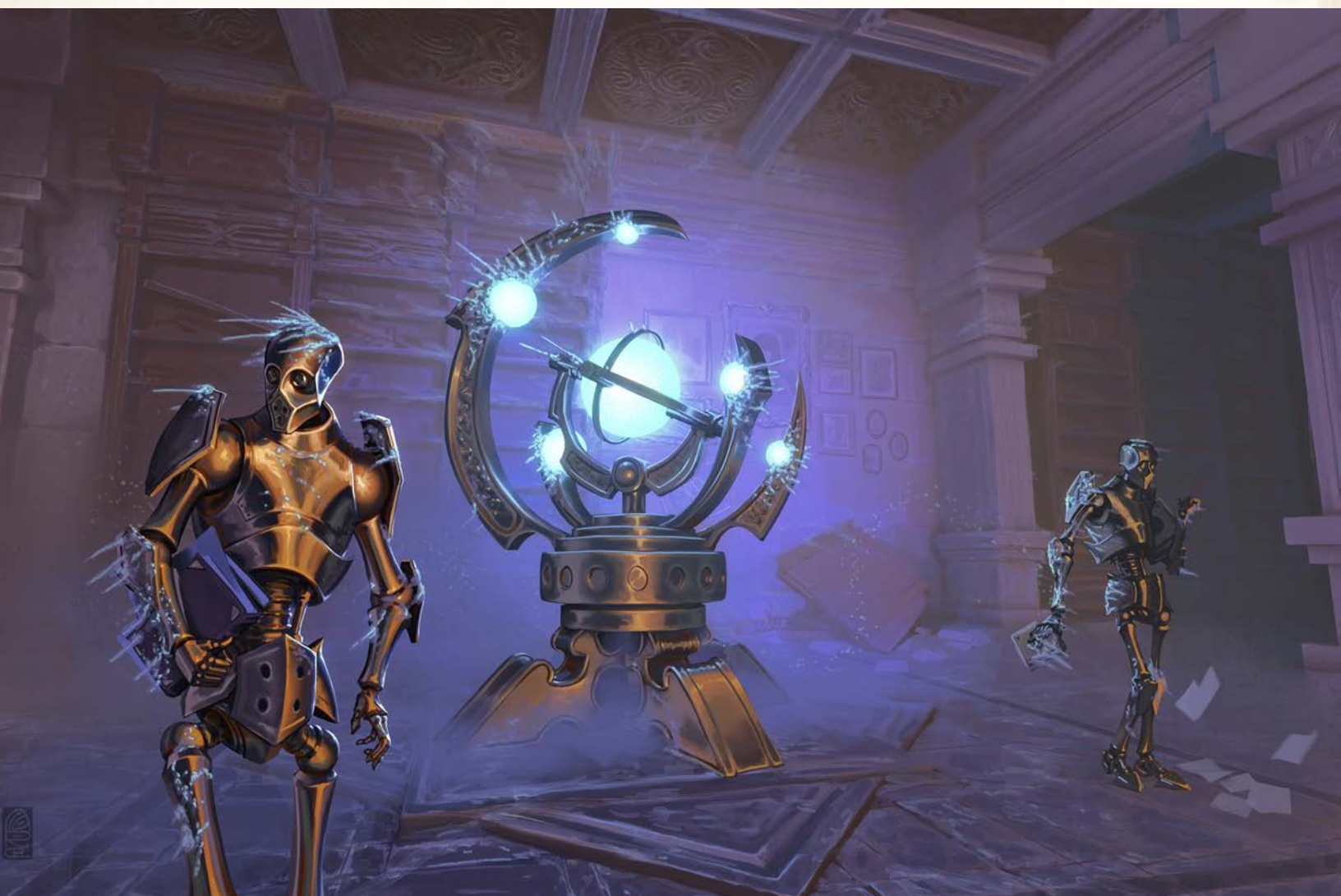
217. Cagoth-ze's Chamber

This is Cagoth-ze's personal living chamber. The door is always locked. It opens to the stickpin in Cagoth-ze's waistcoat or to the key on his ring. The lock can be picked with a successful DC 15 Dexterity (Thieves' Tools) check.

This living chamber is quite cozy and comfortable, although it's obviously meant for someone of short stature. The carpentry is top-notch.

A desk near the door holds several books, papers, quills, and ink pots. A chest against the west wall has a latch but no lock.

The chest has no apparent lock, but it is magically sealed. The latch opens only for someone wearing Cagoth-ze's stickpin. Because there is no lock to pick, the only ways to open the chest are to destroy it (AC 12, 12 hit points) or to cast *dispel magic* on it, which succeeds automatically. The chest contains 828 gp worth of assorted coins from across Midgard, a pair of exquisite gloves embroidered with gold thread (sized for a gnome; 25 gp), matching silver pitcher and goblet bearing Cagoth-ze's family crest (which can help characters trace



his past, if they take it to a herald for identification; 50 gp total), a framed silhouette of an unidentified gnome (Cagoth-ze's brother) with the words "Good Riddance" scribbled across it, a *bag of holding*, a *spell scroll of teleportation circle*, a purple amethyst brooch, a *potion of hill giant strength*, and a *potion of growth*. If the chest is smashed open, everything inside except the coins loses half its value from damage, and each potion vial has a 50/50 chance of breaking. If the chest was opened via *dispel magic*, the potions are destroyed but everything else is unscathed.

The amethyst brooch is significant on deeper levels of the citadel, where it indicates its wearer is a person of importance to Gellert the Gruesome and shouldn't be murdered without good reason. It is not, however, a guarantee of safe passage under all circumstances. Creatures on the lower levels understand symbols can be stolen and used by their enemies, and allowing the wrong person through just because they had a brooch is worse than not allowing the right person through because they didn't. For example, trollkin in the dwarven barracks (Level 3) won't defer to a character just because they have the brooch. It must be brandished as a sign of authority, and the wearer must behave as if they understand its significance. Otherwise, the trollkin assume the characters are murderers and thieves who should be dealt with as harshly as possible. The most likely way for characters to figure this out is by seeing leaders on lower levels wearing similar brooches.

The *spell scroll of teleportation circle* can be a literal lifesaver on Level 4. Characters aren't out of luck if the scroll is gone by then, but some innocent NPCs are likely to die.

The books on the desk are highly technical philosophical treatises on the nature of time, with many angry, condescending notes scribbled into the margins in Gnomish. Characters can deduce the subject from the titles (*Intricacies of Time in a Temporally Deconstructed Corpo-reality* and *The Enigma of "Now" and "Then" as Those Terms Relate to Then and Now*), but they have no hope of understanding them without months of study.

A folded note, written in Elvish, has been used as a bookmark in *Enigma*. The writer expresses concern about the decreasing mental stability of the Gaoler and signs the letter "Imortra tD."

218. Arcane Scriptorium, Restored Collection

All the manuscripts that have been copied by the clockwork scribes, whether completely or partially, are shelved in this portion of the scriptorium. Despite years of labor, no more than a dozen are complete. Given that the scribes are copying the works exactly and many of the originals are beautifully illuminated, progress is slow. Cagoth-ze would have no hope of living long enough to see it concluded if not for his mastery of time, which he hopes can eventually extend his lifespan by a factor of a hundred. The more of the scriptorium's books he accumulates, the more likely he is to find the knowledge he needs to succeed.

Even this partial and fragmented library is valuable. Sages of the Arcane Collegium in Zobeck would pay richly for its contents, as would many others with less savory reputations.

RESTOCKING

Danaska Maksilov's supply of oozes, ooze plasma, and mephits is effectively endless. Even if Maksilov is killed, oozes might continue spontaneously generating from her experiments for a while.

As long as Cagoth-ze survives, he can summon new devils to the conjuration circle.

Cagoth-ze's death doesn't stop the time construct or the clockwork scribes in their work. These are intelligent creatures loyal to Cagoth-ze, and how they react to the gnome's death is up to you. They might simply carry on, or they might look for ways to get vengeance. The time construct is particularly dangerous in this regard, as it both sees Cagoth-ze as its revered creator and it's capable of fetching powerful creatures from the distant future and past to attack the characters. Dinosaurs have great potential here, but any creature can be used. Better yet, a standard monster can be re-skinned and used as a mutant, a more evolved version of itself, or as something else entirely to keep the players guessing and frightened.

Finally, the pathway to the Dry Lands is a perpetual danger. If the level is completely emptied of other enemies, undead batter down Cagoth-ze's *wall of light* so they can roam freely throughout the level. The pathway can't be shut down until characters reach the bottom levels of the citadel.



LEVEL 3: DWARVEN BARRACKS

The dwarf mercenaries who built the citadel 150 years ago and cemented their fortunes to Gerhardt III (through a skillful combination of diplomacy, business sense, and blackmail) excavated this area to build their barracks when they built the above-ground fortress. Gerhardt needed to get the dwarves out of the town of Redtower to reduce friction with the townsfolk. He probably intended for them to simply repurpose the then-abandoned scriptorium, but the dwarves had bigger ideas. They found enough natural caverns beneath the scriptorium—little more than crawlspaces then—to argue to Gerhardt that, with only a few enlargements, they could add a magnificent new level beneath the citadel that would be perfect for their needs and make the citadel impervious to assault. Gerhardt always seemed unable to oppose anything the dwarves wanted, and that’s how the castle was raised and an entirely new structure was excavated beneath the scriptorium.

History records the dwarves who moved into the citadel were accompanied by a few powerful mages. These were, in fact, dwarven ring mages—masters of a school of magic that was as poorly understood outside the closed society of the dwarves then as it is now. The reason Gerhardt seldom said no to any request from the dwarves was they’d gifted him a valuable ring as a tribute and as recognition of his lordship over the area when they first arrived. The gold ring set with fiery yellow sapphires bore the Dwarvish inscription, “Upon the Baron’s hand, this ring guarantees service of the folk of Alpentor.” The inscription was true, but it didn’t mean what Gerhardt understood it to mean. The wearer of the ring was compelled to serve the folk of Alpentor, not the other way round. Without ever suspecting, Gerhardt was manipulated into always seeing the actions and the requests of the dwarves in the most benevolent, generous light.

The dwarves occupied these halls for less than forty years. Gerhardt III died tragically when one of the dwarves' dire owlbears ran amok. His son, Gerhardt IV, allowed the mercenary dwarves to launch a wave of banditry across the territory. Some histories say he encouraged the outlawry or even joined in. It's beyond question that Gerhardt IV profited from it. When the outrages eventually became unbearable, knights of Khors reduced the citadel. The surface structures were burned, driving the defenders underground, where they were weakened by a siege and crushed in a final assault.

Not long after, the dwarven barracks level was taken over by a clan of savage trollkin along with a few troll allies, a pack of lich hounds, and the descendants of the dwarves' dire owlbears. Gellert keeps them under control (mostly) through Imortra the Debased, but the trollkin are growing unhappy about the arrangement.

Aside from a portion of the level comprising a few dwarven tombs, there's little mystery here. The trollkin and trolls live in dilapidated splendor and grumble about not being given a free hand to pillage as they please.

A Different Sort of Dungeon. While running this level, keep in mind it isn't meant to play out like a standard dungeon crawl, with explorers moving quietly into a room, slaughtering everything they meet, then moving unnoticed to the next room until the level is clear. The inhabitants here don't sit in one place waiting to be found and killed. They move around constantly in the process of going about their duties, and the lich hounds are adept at sniffing out intruders. There are too many enemies here, and they're too well organized, for a small party of 5th-level characters to scythe through in one go.

Characters need to tackle these trollkin in a series of forays punctuated with periods of rest. This level is designed to become a running game of cat and mouse, with the characters falling back to what they think is a safe area, the trollkin seeking them out, characters falling back, etc. In this fight, *the characters should never be allowed to rest and recover anywhere near the citadel.* As long as they remain in the neighborhood, they can only grow weaker while the trollkin pursuers continually replenish their force with fresh replacements. The only place characters are guaranteed to find refuge is back in Redtower.

The trollkin do everything in their power to kill their enemies. The sooner the players understand this, the more likely their characters are to survive. The worst thing the party can do here is underestimate the opposition. That mistake is almost guaranteed to get them all killed.

Hiding Spots. With the exception of the tombs—which can't be entered until most of the level is explored—no place on this level is safe for characters to take even a short rest while the trollkin remain active. As soon as any sign of intruders is noticed—a body, a blood smear, an open door that should be closed—a determined hunt is launched.

Holing up in the scriptorium is also a bad idea; trollkin scouts quickly report everyone above is dead, which prompts more trollkin and lich hounds to scour that level for enemies too, plus the Gaoler's areas and even the surface ruins. Once the trollkin are on the hunt, the only spots they don't search are the secret rooms used by the dust goblins (Areas 204 and 205), which they don't know about, and the Holzanger ancestral shrine and crypts (Areas 113 through 119), which are unsafe.

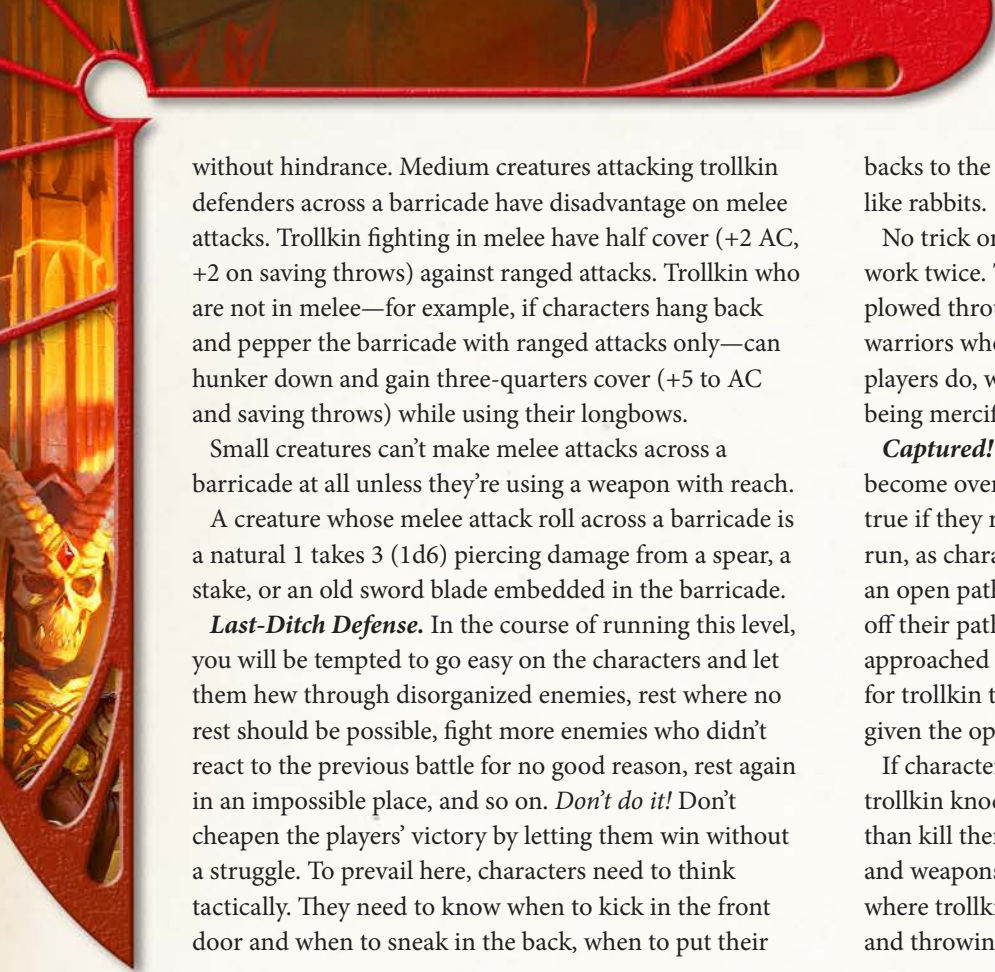
Even if the characters find a safe hiding spot, the trollkin and their allies are on high alert from that time on. They post sentries in the ruins to report when anyone approaches, they guard every staircase and entrance, they patrol aggressively all the time, and they're impossible to surprise without magical aid. If characters hide in Areas 204 or 205, they hear trollkin and lich hounds moving and searching in the corridor outside. Furthermore, if characters return to the same hiding spot a second time, trollkin scouts detect it, and they either launch an assault, arrange an ambush, or set up to starve the characters out.

If characters raised a ruckus in the scriptorium—casting *thunderwave*, for example—or they dropped lights down through the hole in the floor, the trollkin already know intruders are in the citadel. That puts them on low-level alert, which means two guards are posted in Area 302 where they can see both staircases.

Barricades. Some descriptions mention the trollkin having barricades or building barricades in response to attacks. These are more than mere overturned furniture. The barricades are typically 5 feet high and 3 feet thick, made from tables, benches, and barrels and crates filled with debris from the armory, tied together with iron bands and often studded with spears and sharpened stakes for added protection.

When trollkin erect barricades "across" doorways, they build them 5 feet back from the opening so attackers must step through the doorway to reach the barricade, where they'll be surrounded on three sides by trollkin. the first time the characters encounter one of these barricades, show the players the Point-of-View illustration on page 70.

Trollkin are taller than humans to begin with, and they stand on low platforms behind the barricades to make them even taller, so they can fight across a barricade



without hindrance. Medium creatures attacking trollkin defenders across a barricade have disadvantage on melee attacks. Trollkin fighting in melee have half cover (+2 AC, +2 on saving throws) against ranged attacks. Trollkin who are not in melee—for example, if characters hang back and pepper the barricade with ranged attacks only—can hunker down and gain three-quarters cover (+5 to AC and saving throws) while using their longbows.

Small creatures can't make melee attacks across a barricade at all unless they're using a weapon with reach.

A creature whose melee attack roll across a barricade is a natural 1 takes 3 (1d6) piercing damage from a spear, a stake, or an old sword blade embedded in the barricade.

Last-Ditch Defense. In the course of running this level, you will be tempted to go easy on the characters and let them hew through disorganized enemies, rest where no rest should be possible, fight more enemies who didn't react to the previous battle for no good reason, rest again in an impossible place, and so on. *Don't do it!* Don't cheapen the players' victory by letting them win without a struggle. To prevail here, characters need to think tactically. They need to know when to kick in the front door and when to sneak in the back, when to put their

backs to the wall and fight to the end and when to run like rabbits.

No trick or tactic the characters devise should ever work twice. These trollkin are not just obstacles to be plowed through. They are smart, tough, motivated warriors who want to win this fight as badly as the players do, who have nothing to gain by fighting fair or being merciful, and who are defending their home.

Captured! Overconfident characters can quickly become overwhelmed on this level. This is especially true if they recklessly stay and fight when they should run, as characters tend to do, or get careless and leave an open path for trollkin to get behind them and cut off their path of retreat. The fact the entry hall can be approached from the north and the south makes it easy for trollkin to surround reckless foes, and they do if given the opportunity.

If characters find themselves hopelessly overwhelmed, trollkin knock them out and take them prisoner rather than kill them. The characters wake up stripped of armor and weapons, securely tied and gagged, in Area 311 where trollkin can humiliate them by jeering at them and throwing rotten food on them. They take special



pains to make sure spellcasters can't use their hands or their voices. They don't kill the captives, however, without permission from Imortra the Debased.

Exactly what happens from this point on is up to you. Possibilities include the following:

- Characters are allowed to fight trollkin, unarmed and one-on-one. Winners are set free; losers are fed to the dire owlbears.
- Characters are given ancient dwarven daggers and set free—in the bat caverns of Level 4.
- Characters are held captive for months, during which Bjrnnyar and Giydya have many long, in-depth conversations with them. Allow the characters to make a group DC 13 Charisma (Persuasion) check. If it succeeds, Bjrnnyar or Giydya eventually slips a knife to the most charismatic character. It's up to the party to choose the right moment to make an escape attempt.
- Imortra the Debased offers the captives an impressive amount of treasure to go away and never return.
- Imortra drugs the characters and adds them to her stable of captives.
- Gellert the Gruesome hears about the characters and takes an interest in them. He imprisons them somewhere on Level 5 then quickly forgets about them.

TROLLKIN FORCES

Ten encounter groups are outlined here. These groups were selected with the assumption the party contains four 5th-level characters of average strength under the control of four players of average ability.

As this battle unfolds, you're responsible for commanding the trollkin forces. You must lead them smartly. One way to deal with this is to decide how the trollkin rearrange their defenses between fights before you hear the characters' new plan. That way you'll be less tempted to put your finger on the scale in either the party's or the trollkin's favor.

The entire trollkin clan consists of three **trollkin reavers** (*Tome of Beasts*), two **trollkin shamans** (*Creature Codex*), twenty **trollkin grunts** (*Creature Codex*), one **troll**, eight **lich hounds** (*Tome of Beasts*), and four **dire owlbears** (see the appendix). That's a total of 30,500 XP, or enough for four 5th-level characters to reach 6th level.

If your group contains more or fewer than four characters, if they're above or below 5th level, or if your players are particularly adept or inept when it comes to tricky tactical situations, you must adjust the opposition to be weaker or stronger. That applies to the overall force and also to the encounter groups on the table. You know your players. Don't hit them with opposition they can't handle or let them glide through easily just because of some numbers written here. Make any adjustments you think are needed to give your players the most exciting adventure (and to make them earn those experience points).

TROLLKIN ENCOUNTER GROUPS

Group	Trollkin Grunt	Trollkin Shaman	Trollkin Reaver	Troll	Dire Owlbear	Lich Hound	XP
Weak A	4	—	—	—	—	—	1,800
Weak B	2	—	—	—	—	2	2,000
Medium A	6	—	—	—	—	—	2,750
Medium B	4	—	1	—	—	—	2,900
Medium C	3	—	—	—	1	—	3,150
Medium D	—	1	—	—	—	2	3,300
Medium E	3	—	—	—	—	2	3,550
Hard A	2	1	—	—	—	2	4,200
Hard B	3	—	—	1	—	1	4,250
Hard C	4	—	1	—	1	—	4,700
Hard D	4	—	1	—	—	2	5,100

Trollkin Leaders. The trollkin chief is a reaver named Bjrnyar. The two other reavers are his lieutenants, Egail and Gostov. Bjrnyar is a veteran of many raids that taught him the value of patience and planning. Egail is a young hothead who wants only to kill enemies and gain glory. Gostov looks up to Bjrnyar and respects his wisdom but also grows impatient with prolonged inactivity.

The two shamans are Giydya and Sassigne. Giydya is utterly loyal to Bjrnyar. She would (and has) killed other trollkin to enforce the chieftain's decrees. Sassigne is a fanatical follower of Thor, but this zealotry is mostly a front to cover up Sassigne's true devotion to Chernobog, whose rites were banned by Bjrnyar.

The two shamans generally don't prepare *dominate beast* spells here because the lich hounds and dire owlbears aren't beasts (and they're someone else's responsibility anyway). Substitute any other 4th-level druid spell of your choice. Between battles, any spell that didn't work well against the characters should be replaced with something more promising.

301. Entry Hall

The broad stairs connect to the landing in the arcane scriptorium (Area 210). These stairs are quite steep, descending 70 feet over a horizontal distance of 60 feet, for a downward angle steeper than 45 degrees. Characters moving on them carefully have no difficulty, but trying to run (with lich hounds on your heels, for example) is a different story.

The spiral stairs connect to the hidden staircase on the surface, about 400 feet from the northwest corner of the old fortress. It's possible characters found this entrance earlier, but it's more likely they learn of it by following the stairs upward from here. This is a long climb: about 140 feet from here to the surface (the equivalent of a modern ten-story building). The stairs are not completely intact. Many steps have collapsed, leaving gaps big enough to fall through. These are easy to spot and avoid for anyone with darkvision or a light and who isn't in too much of a hurry. If characters are racing up these steps trying to keep ahead of pursuers or they're moving blind, then a successful DC 10 Dexterity saving throw is needed to not put a foot through one of the holes. If that happens, the character takes no damage but their movement for that turn ends, they're considered prone, and they block everyone behind them on the stairs.

The dwarves intended this hall to make an impression on visitors. Despite battle damage, it's still striking.

Although this hall bears the scars of battering rams and century-old magical detonations, the square-cut engaged columns and knotted, runic designs still exhibit the pride and craftsmanship of the dwarves who built it. Two gaps in the eastern wall indicate how fiercely the battle for the citadel raged. One of them probably was a doorway originally and the other is a breach created by the attackers. Now both are so battered, it's impossible to tell which is which. Twisted hinges indicate a corridor to the south once had ornamental doors at this end.

Set into the north wall are double doors made of brass. While everything else about this area shows significant battle damage, the doors appear almost new. An immense relief portraying the inverted hammer of Thor is carved across both doors.

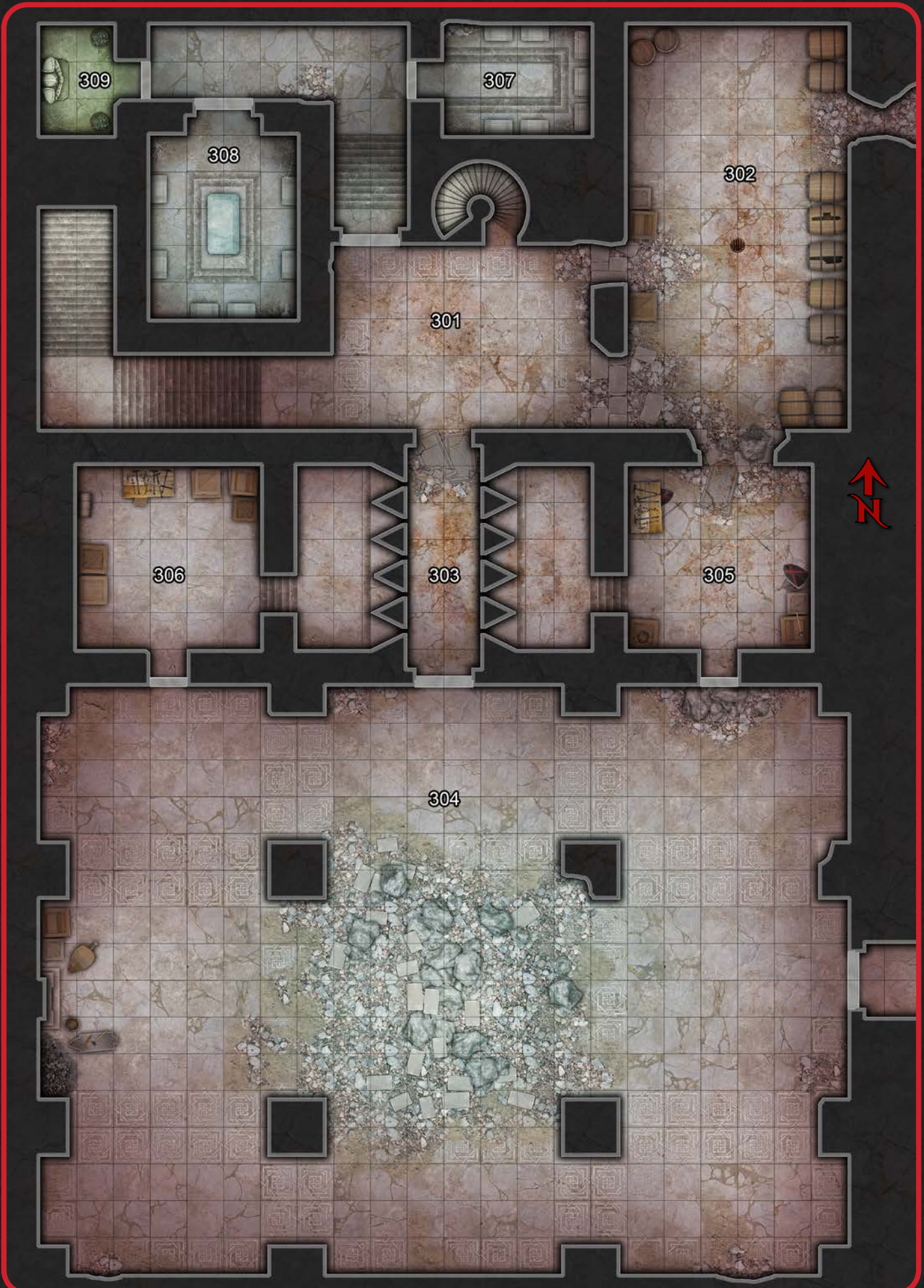
If characters aren't expected, this area is empty. If they are expected (they've already killed some trollkin or lich hounds, or they dropped things down from the scriptorium), there are at least two guards stationed where they can see both staircases and quickly retreat through Area 305 to 304 or through 312 to 311.

The northern doors can be opened only by a symbol of Thor hidden in the shrine of Volund (Area 315; if the two **monolith footmen** from that area are intact and following a character, they stop in the two spaces at the top of the stairs and do not descend farther). If the doors are damaged, the attack leaves a scar that slowly repairs itself and disappears over the next minute. If the tiny hammer from Area 315 is touched to the symbol of Thor, the doors silently sink into the floor, revealing stairs leading down. Once they're opened, it's beyond the characters' power to close them again. The air below is dank, and the hallway itself is a few degrees colder than the rest of this level.

A *knock* spell also opens these doors—and triggers a *glyph of warding*. Every creature within 20 feet of the doors takes 22 (5d8) thunder damage, or half damage with a successful DC 17 Dexterity saving throw. In this case, unless the doors are held open by some means, they close again on their own 10 minutes later, without making a sound.

302. Grand Larder

The dwarves stored most of their supplies here, and the trollkin do the same. If characters spend a few minutes examining what's here, they get the strong impression most of it was looted from merchants' wagons. A few crates might date back to the time of the dwarves, but most are no more than a few years old.



1 square equals 5 feet

Connections to Areas 305 and 312 are both breaches, not normal doorways. The breach into Area 305 was created from this side by the knights of Khors. It's not clear which side of the wall the other breach was created from. In fact, it was begun on this side by the attackers, but they stopped before cutting through. Then the dwarves burst through the wall from the east side to launch an attack from behind against the knights engaged in the workroom and the armory. A dwarf with the Stonecunning trait can figure this out after examining the breach for 5 minutes.

303. Guarded Entrance

The missing doors at the north end of this hallway were flimsy and ornamental. Their main purpose was to make intruders think this passage is less dangerous than it is. Because the door in the breached workroom is barred from the armory side, this hallway and the breached barracks (Area 312) are the only paths deeper into the level.

This impressive passageway continues the decorative motifs of the entry hall. Ornate carvings and pilasters lining the walls almost conceal the arrow slits cleverly arranged between them. Double doors are closed across the southern end. The doors are sheathed in copper that's turned brilliant green-blue with age. You can still make out the inverted hammer of Thor and the god's stern visage hammered into the metal beneath the verdigris.

This hallway is a trap, but the hallway itself is not the trigger. The copper-clad doors are.

The doors are locked, but the lock is oddly flimsy. A character who examines the doors and makes a successful DC 15 Intelligence (Investigation) check realizes if the doors are opened, steel bars drop across the opposite (northern) end of the passageway. If Perception is used instead, the character suspects the doors are trapped but gets no other information.

If characters were expected, three trollkin are waiting in Area 306 where they can't be seen by anyone peeking through the arrow slits. If the trap is sprung, they move to the arrow slits and start launching arrows at whoever's trapped in the passageway. If characters weren't expected, one to three trollkin move into these positions at the earliest opportunity. Trollkin shooting through the arrow slits have three-quarters cover (+5 to AC and saving throws) against attacks from the passageway. Characters in the passage have no cover against the trollkin's attacks.

The lock on the doors can be picked with a successful DC 12 Dexterity (Thieves' Tools) check. As soon as the doors are cracked open, steel bars drop from the ceiling across the north end of the passageway and poison gas seeps down from cracks in the ceiling. Place the appropriate overlay on the map to show the trap.

At the same time, two lich hounds position themselves directly in front of the open doorway to block movement out of the hallway and into the armory. Lich hounds are immune to poison, so they don't mind the gas.

A creature that starts its turn in the gas must make a successful DC 13 Constitution saving throw or take 10 (3d6) poison damage. Once the saving throw is failed, damage occurs automatically if the creature starts its turn in the gas. If a creature that took poison damage from the gas leaves the gas cloud, it again must make a successful DC 13 Constitution saving throw at the start of its turn or take 3 (1d6) poison damage. The damage ends once the saving throw succeeds.

The bars across the north end of the passageway lock in place so they can't be lifted, but they're rusted with age and can be bent. Bending them enough to create a gap for a Medium creature takes a successful DC 15 Strength (Athletics) check. If the result of the check is 10–14, the bars are bent far enough for a Small creature to slip through. This check can be repeated multiple times.

It's up to you how many more trollkin are in the armory to add to the characters' troubles. This is already a dangerous situation for four characters; if there are more than four, adding trollkin might be necessary, not optional. If one or two characters aren't trapped in the hallway, trollkin might also unbar the door to Area 305 and launch a sortie against stragglers in the entry hall.

Ideally, you want characters to retreat in humiliation from this fight, possibly dragging one or two dying comrades with them, while the trollkin jeer and laugh at their backs. You don't want a total party kill here, but you do want characters to escape with no doubt that they might have died. If characters fell into the trap, then do not under any circumstance let them win this battle! Bring in as many lich hound and trollkin reinforcements as needed to drive them out. This is your first and best opportunity to impress upon players they mustn't take this situation lightly.

The poison gas dissipates after 10 minutes. Bjrnnyar knows the characters won't fall for this trap twice, so afterward, the doors are barred from the armory side or the trollkin build a barricade across them. At least one trollkin always watches through the arrow slits in case anyone is foolish enough to try sneaking back in this

way. Even if the armory is barricaded, the doors are kept closed; the trollkin don't want any *fireballs* tossed into the armory from the entry hall.

304. Armory

The dwarves created this enormous space for martial drills, particularly archery practice. The 10-foot-thick columns supporting the ceiling and the huge pile of rubble in the middle of the room make it feel smaller.

The rubble pile is nearly 10 feet tall at its highest point. The debris is the remains of the collapsed scriptorium floor above. The pile was much larger at one time, but the trollkin removed a lot of it to make this space more useful.

Whether any trollkin or lich hounds occupy this room when characters arrive depends on what's happened previously. They might try to hold attackers back with a combinations of lich hounds, dire owlbears, and barricades at the doors to Areas 303 and 305 while archers launch arrows through the doors and arrow slits. The trollkin won't waste blood trying to hold a chamber that isn't defensible, so they won't get drawn into a wild free-for-all in this wide-open space. Defenders withdraw through Area 310 (locking but not barring the door behind them; they want characters to rush into this trap!) before they're overrun or cut off.

This immense hall stretches farther than your lights or darkvision can reach. It appears to be used as both a martial training room and a smithy. A mound of dirt, stones, and broken tile in the middle of the chamber is taller than you, and judging from the damaged floor tiles around it, it used to be even bigger than it is now.

The dwarves built their smithy along the western wall. The forge is set into the wall like a fireplace; only dwarves could have built a forge more than 100 feet underground with a chimney that would draw properly. An anvil, bellows, and other blacksmithing tools are scattered around. If an attack was expected, the forge is out; the trollkin won't give their enemies a ready-made fire.

The door to Area 305 is normally kept barred from this side except when scouts need to retreat through it. The door to 306 is neither barred nor locked. The door to 303 is initially locked with a rather flimsy lock. After that trap is sprung, the trollkin can either bar the doors from this side (if they want to channel attackers through the breached workroom), they can bar the workroom doors and build a barricade across 305, or they can barricade both doorways and channel the attackers through the breached barracks (Area 312).

305. Breached Workroom

The breach through the northern wall was created by the knights of Khors when they stormed in to destroy the dwarven bandits. The knights battered down a heavy door, the remains of which are still on the floor along with other debris. The trollkin use this room for repairing weapons and armor.

The door between this room and Area 304 is barred on the armory side except when someone is working in here. It can be opened from this side only by destroying it (AC 15, 20 hit points) or with a *knock* spell. Either method is heard throughout the level and draws a quick response.

Steps climb 3 feet up into a murder bay overlooking the guarded entrance (Area 303). Arrow slits allow bows and spells to be rained down on anyone in that corridor while providing defenders three-quarters cover against attacks from the corridor.

306. Intact Workroom

The trollkin use this room for repairing weapons and armor. Well-maintained metalworking tools are stored on the workbench or hung on pegs in the wall. The door from Area 304 is unlocked, and the hinges are well oiled so it can be opened quietly.

Steps climb 3 feet up into a murder bay overlooking the guarded entrance (Area 303). Arrow slits allow bows and spells to be rained down on anyone in that corridor while providing defenders three-quarters cover against attacks from the corridor.

307. Tomb of Heroes

For a description of the outer doors, see the entry hall (Area 301).

The "door" to this tomb is a carved stone slab cemented in place with mortar. A design is carved into it showing a family crest above three crossed weapons of dwarven make. A character who succeeds on a DC 15 Intelligence (History) check recognizes the symbol as the crest of the Holzanger family. Any dwarf knows the weapon carvings indicate this is the tomb of heroic warriors.

The door can be broken open with a successful DC 20 Strength check. Using a prybar gives a character advantage on the check and allows the character to apply their Athletics proficiency bonus. If the Strength check fails, the door can be opened with a *knock* spell or smashed with sledgehammers or mauls (not warhammers); it has AC 17 and 20 hit points.

Seven small, stone sarcophagi are arranged around the walls of the crypt. Judging by their size, they're probably ossuaries rather than coffins. All of them bear inscriptions in Dwarvish runes.

All the boxes have stone lids that are set in place but not sealed or cemented, so they can be opened easily by any two characters working together. The boxes are ossuaries; the disarticulated bones of the deceased were interred, not whole bodies. The bones are carefully arranged according to ancient dwarven customs.

Treasure. These remains are from six dwarves who distinguished themselves as warriors plus Gerhardt III, who was promised a place of honor as one of the inducements offered by the dwarves. In clockwise order beginning in the northwest, the names inscribed on the ossuaries and their contents are

- Thaul Hrodvaldr: gold armband (250 gp)
- Linum Adelsteinn: a *light hammer of throwing* (see appendix)
- Kairis Ingvldr: a *spell scroll of protection from evil and good* enclosed in a sturdy scroll tube
- Gerhardt Holzanger III: *Gerhardt's Bargain* (see appendix), gold and silver necklace (300 gp), two gold teeth (10 gp)
- Hago Hjylmarr: *communal flute* (see appendix)
- Injrvan Vandmyrs: *black and white daggers* (see appendix)
- Hildur Hildursdottr: *Hildur's War Pick* (see appendix)

Hago's Flute. Hago Hjylmarr was a bard. Her *communal flute* has the standard properties for that magic item. In addition, if anyone plays even a single note on it in this crypt, Hago's spirit awakens.

A pale light flickers in the skull's eye sockets, and the jaw trembles on its pillow but doesn't quite rejoin itself to the skull. A whispery voice intones, "Who disturbs us?"

As with the *speak with dead* spell, characters can ask Hago up to five questions. Unfortunately, she died before the fall of the Scarlet Citadel, so she knows nothing about its current occupants. She isn't even aware of the hole in the floor of the stables that leads down to the caverns; it hadn't been made yet during her lifetime. Useful things she does know include:

- Somewhere beneath the Scarlet Citadel is a branch of the Black River. The dwarves knew it flowed through

this area, but they were careful in their excavations to avoid breaking into the river's channel. Nothing good could come from that.

- Her *communal flute* was her prized possession. She can explain its use.
- Chansar the Pale was still alive and leading the dwarves when Hago died, so she doesn't know any details of his tomb. If characters ask about the White Circle, she reveals the double meaning of the words and warns them that Chansar was allied with powerful ring mages who had little regard for life, and his crypt is bound to be protected by dangerous magic.
- The statue of Thor in the shrine (Area 309) houses a ring servant, a terrifying construct of the ring mages. She doesn't know what conditions would call it back to wreak their vengeance, but she advises against tampering with it lest the ring servant awaken. If she also knows Chansar is entombed nearby, she urges the characters to leave immediately and take no further risks here.

308. Tomb of Chansar the Pale

For a description of the outer doors, see the entry hall (Area 301).

An inscription in Dwarvish runes on the double doors reads, "The White Circle." Beneath that is a carving of a ring emitting rays. A character who is a native speaker of Dwarvish (in other words, a dwarf) or someone who understands Dwarvish and makes a successful DC 15 Intelligence (History) check recognizes the runes used here could have another colloquial meaning closer to "the pale group" or even "the pale one's faction."

Captain Chansar the Pale was the leader of the Scarlet Citadel dwarves from the time they first approached Gerhardt III until they were overthrown by the knights of Khors. The dwarves of the citadel were involved in rampant banditry and worse deeds, but they didn't start out as thieves and murderers. When they first came to the area, they were mercenaries no different from any other group of soldiers for hire. The exceptions were Captain Chansar and his right hand, the ring mystic Valence Hellhand. Their goal was nothing less than eventual dominion over the region and the establishment of their own dynasty. Hellhand crafted the ring they gave Gerhardt III (*Gerhardt's Bargain*), and together they twisted his will to match their own desires. Once they had a secure base with Gerhardt's blessing, they set about subduing the countryside through terror and chaos.

According to witnesses among the attacking knights,

Chansar was killed early in the fighting for the fortress, but his body was never found. Hellhand was believed to have survived by slipping away before the final battle. He was rumored to have fled all the way back to Nordmansch, where he remains.

That account is only partially correct. Chansar was carried off the walls mortally wounded. He could have been saved with magic, but he and Hellhand had other plans. He was placed in his tomb while still barely alive, along with magical amulets and other preparations. Hellhand and their five most loyal fanatics—the Pale Circle—were to be sealed into the tomb with Chansar. When the time was right, after the citadel had fallen and been occupied anew by the knights of Khors, they would emerge as undead, have their vengeance, and resume their quest for lordship over the area.

But Hellhand reneged. He sealed the others into their caskets, prepared the magic, and then his courage failed him. Instead of joining his companions in undeath, he hid the key and fled. With the spells uncompleted, the undead in Chansar's mausoleum have no purpose other than to kill.

The double doors are made of brass-clad iron and have a standard lock. Hellhand took the key with him when he left. The lock can be opened with a successful DC 15 Dexterity (Thieves' Tools) check, but any failure causes the tools to break. Any attempt to force the doors open sets off an explosive *glyph of warding* that deals 22 (5d8) thunder damage to everyone within 20 feet of the door, or half damage with a successful DC 17 Dexterity saving throw. The glyph is the only trap on the door.

A silver casket rests atop a platform at the center of this crypt. The casket is covered in ornate carvings. Six upright stone coffins are arrayed around the walls. Two of the upright coffins stand open and empty. The others are all closed. The decayed corpse of a dwarf in splendid armor lies sprawled on the floor in front of one of the open coffins.

The silver coffin contains the remains of Chansar the Pale, and the upright coffins hold the bodies of the Pale Circle. One of the empty coffins was meant for Valence Hellhand. The other empty coffin held one of the Pale Circle guards, but it wasn't completely sealed. In the painful throes of transforming to undeath, that body thrashed hard enough to force the coffin open and tumbled to the floor.

The carvings on the silver coffin are Dwarvish runes spelling out the great achievements of Chansar the Pale.

Reading his entire history in the runes takes at least 30 minutes. If characters aren't patient enough for that, a character who reads Dwarvish can make a DC 15 Intelligence (Investigation) check to skim the runes for highlights in just a few minutes. If the check succeeds, they notice a section of the account spelling out deeds after the date of Chansar's death. They include defeating the prelate of the knights of Khors in single combat, destroying the church's sanctum in the region, rebuilding the Scarlet Citadel, and ruling from a silver throne for centuries. No history check is required for characters to know none of this ever happened. Chansar was spelling out his plans for after his return in undeath, all of which were derailed by Hellhand's betrayal.

Chansar and his five loyal retainers are now six **wights**, but they never "awoke" because the enchantments weren't properly completed. That won't matter as soon as a living person opens any of the upright coffins or the silver casket. The presence of life in the chamber provides the missing vital spark for their undead energy.



The wights' awakening is sudden and violent. They aren't likely to surprise the characters (no adventurer enters a crypt without expecting undead), but roll twice for their initiative and use the higher of the two results to reflect the intense burst of energy that animates them, which flashes like a dark wave across the room and the eight squares at the west end of the corridor. Every living creature in that area takes 18 (4d8) necrotic damage and becomes frightened of the wights. A successful DC 13 Constitution saving throw halves the damage and prevents being frightened. A frightened creature repeats the saving throw at the end of each of its turns, ending the effect on itself on a success.

Chansar and one of the wights have nonstandard abilities for wights. See The Pale Circle in the appendix for full details.

If six wights would be too much for the characters, the body on the floor can be just a corpse that failed to complete the transformation. (If you change your mind partway through the fight and decide six wights wouldn't be too much after all, the sixth body can rise then.)

Also, if characters already opened Thor's shrine but didn't activate the **ring servant**, it activates one round after the wights. That's a fight no 5th-level party can win! Their only chance for survival at that point is to rush past the monolith footmen, absorb the opportunity attacks, and run for their lives. If Thor's shrine hasn't been opened yet, the ring servant remains inactive.

Treasure. Chansar the Pale wears a *ring of evasion*. All the wights wear elaborate studded leather armor of dwarven make; each suit is worth 90 gp because of its ornamentation. Chansar also wears a silver crown set with small diamonds worth 6,000 gp, and his battleaxe would fetch 500 gp from a collector for its historical value. To anyone else, it's just a well-made battleaxe.

309. Thor's Shrine

For a description of the outer doors, see the entry hall (Area 301).

The door to the shrine is brass-clad iron similar to others on this level. Etchings on the door portray the inverted hammer of Thor above a roiling cloud being pierced by a lightning bolt. The door can be opened by only two means: the right way and the wrong way.

- The right way involves touching the small hammer of Thor from Area 315 to the hammer symbol on the door while simultaneously exposing the cloud-and-lightning symbol to thunder, an electrical discharge, or a physical impact. A spark from static electricity or even a rap with knuckles is enough. If the ring warden

wight in Chansar's tomb cast *reverberate* or if one of the characters cast *thunderwave*, the door absorbs enough thunder to last 30 minutes. Opening the door this way causes it to slowly sink until the top is level with the floor.

- The wrong way involves casting *knock*. This opens the door but also sets off an explosive *glyph of warding* that deals 22 (5d8) thunder damage to everyone within 20 feet of the door, or half damage with a successful DC 17 Dexterity saving throw. Opening the door this way causes it to drop suddenly into the floor, but it skews and jams in place with about 3 feet of door still blocking the lower portion of the doorway. Characters can step over it without risk.

This small chamber contains only three items: two unlit braziers and a towering statue of Thor. The statue is 8 feet tall and portrays Thor as a gigantic, muscular figure with dwarven features and a stern scowl on his face. Its hands grip the handle of a massive, inverted hammer.

The chamber actually contains a fourth item. Tucked behind the northern brazier is a ceramic jar containing peppercorns, juniper sprigs, dill, caraway seeds, powdered iron, and slivered rams' horn, all dry and crumbling. Characters find the jar if someone specifically looks behind the braziers or they search the room and make a successful DC 12 Wisdom (Perception) check.

The statue of Thor houses a **ring servant** (*Creature Codex*), a tremendously powerful creation of Valence Hellhand and the other ring wardens. Its task was to act as guardian of Chansar the Pale and the Pale Circle after their reawakening.

What happens in this shrine depends on what characters do here and what they did in the two burial chambers.

- If characters open the shrine before fighting the wights in Chansar's tomb, the ring servant activates 1 round into that fight and joins in on the side of the wights, almost guaranteeing the party will die. Urge them to run if they can.
- If characters defeat the wights before opening Thor's shrine, the ring servant activates and attacks them if any character is carrying the ring-staff, Chansar's silver crown, or Chansar's battleaxe. It doesn't care about the *ring of evasion* or anything else from the tomb.
- If characters light the two braziers in the shrine and pour some of the ritual powder from the ceramic jug into each brazier, the ring servant won't activate (if it hasn't already). If it has activated, it stops fighting,

returns to the shrine, and becomes inactive. It remains inactive for as long as the braziers and powder burn (the powder lasts 2d4 hours) or until it takes damage. If it reactivates because of damage, it fights until it's destroyed. The braziers can be kept lit for days with charcoal from the forge in the armory (Area 304).

During this fight, the two **monolith footmen** from Area 315 (assuming they are intact) remain immobile at the top of the stairs, blocking the doorway. They stay there until the ring servant (Area 309) is destroyed. The monoliths take no part in combat unless they take damage from a character. As long as the monolith footmen aren't fighting, characters can move through their spaces unobstructed. However, once the ring servant activates, moving through a monolith footman's space triggers an opportunity attack from its weapon. These monolith footmen have unlimited reactions for the purpose of making opportunity attacks against creatures moving through their space. They move out of the doorway only to allow the ring servant through.

If the ring servant activates and characters don't destroy it, the construct remains active. Anytime they return to this dungeon level, it attacks them if it can. It doesn't necessarily return to the shrine; it can be anywhere on the map. (Parking it in Area 317 right next to the hole in the floor would be a bit much, at least right away. Give the characters some chance to evade it through good tactics.) If characters use the owlbears' tunnel to sneak in and out, they might find the tunnel collapsed the next time they return. Once activated, the ring servant knows its enemies and seeks revenge for Chansar the Pale, but it doesn't leave the dungeon unless you decide otherwise.

Even if characters deactivate the construct by lighting the braziers and burning ceremonial powder, the braziers eventually burn out or the powder runs out and it reactivates.

310. Gauntlet

If possible, Bjrnar tries to lure attackers up this murderous corridor. He might do that by posting a weak defense in the armory with orders to fight only briefly and then retreat through here. In that event, retreating trollkin lock the door behind them to slow the characters and to emphasize the appearance of trying to deter attackers from coming this way.

There's no read-aloud description for this area. When characters open the doors, casually tell them, "It's what it looks like: a 70-foot corridor with arrow slits on the north and south walls and doors at both ends."

Besides the arrow slits lining the sides, which are apparent, the hallway contains three separate traps: a pit trap near the west end, a spear trap in the middle, and a crossbow trap at the east end. The overlay shows all three traps; you can place it on the map when the moment is appropriate, or you can cut it apart into three pieces and place them separately.

If characters search for traps, what they find depends on how and where they search. If characters are being shot at through the arrow slits, they have disadvantage when checking for traps.

All three of these traps are triggered manually by creatures watching through the arrow slits. The triggers are rigged with pull cords so anyone next to an arrow slit in Area 311 or 317 can trigger any of the traps as a reaction. They try to catch as many characters as possible with each trap.

Pit Trap. The pit trap is 30 feet from the western door. A successful DC 14 Intelligence (Investigation) check made within 5 feet of the trap spots the collapsing floor tiles, indicating there's a pit underneath. Perception indicates only that a 10-foot-by-10-foot area of the floor is dangerous.

The pit is only 10 feet deep, but it's lined with sharpened, poisoned stakes. A character who falls in takes 3 (1d6) bludgeoning damage from the fall plus 5 (1d6 + 2) piercing damage apiece from 1d4 stakes plus 9 (2d8) poison damage from each stake; a successful DC 14 Constitution saving throw halves the poison damage.

Spear Trap. A successful DC 14 Intelligence (Investigation) check made within 5 feet of the trap reveals holes between stones in the walls where spears can stab out. Perception reveals the holes but not what comes through them.

A creature in a space affected by the trap is struck by 1d4 + 1 spears. Each spear does 5 (1d6 + 2) piercing damage, and the creature must make a successful DC 14 Constitution saving throw or become poisoned. A poisoned creature repeats the saving throw at the end of its turn. A success ends the condition; one failure incapacitates the creature while it's poisoned, and a second failure paralyzes the creature for 1d4 hours. A paralyzed creature automatically fails any further saving throws against this poison.

Once the spear trap is deployed, the spears become an obstacle to movement. To enter a space containing spears, a character must make a successful DC 11 Dexterity (Acrobatics) check and expend 10 feet of movement. The check can be repeated multiple times per turn, either to enter multiple spaces or while trying to enter one space multiple times.

Alternatively, the spears can be destroyed. One 5-foot square of spears has AC 12 and 15 hit points and is immune to all damage except bludgeoning, slashing, fire, and force.

Crossbow Trap. Four crossbows are positioned behind concealed arrow slits at the east end of the corridor, in two stacks of two. A successful DC 15 Intelligence (Investigation) check made within 5 feet of the trap reveals the arrow slits and crossbows. A successful Wisdom (Perception) check made from anywhere in the corridor spots the arrow slits.

These crossbows have +2 to hit and deal 5 (1d10) piercing damage. Each crossbow shoots straight west along the row of squares in front of it. Its target is the closest creature in that row of squares. If the first target is missed, roll again to hit the next creature and so on until a creature is hit or the bolt strikes the far wall of the armory (or a door, if characters close them).

The crossbows have intricate self-loading mechanisms designed by the dwarves. Once the trap is triggered, they shoot every round for 10 rounds before running out of ammo. If removed from their mounts, they become normal heavy crossbows without auto-loading capability or +2 to hit.

Doors. The two sets of doors at the east end of the corridor have no locks. The doors into the stables (Area 317) open normally. The doors into the great hall (Area 311) can't be barred from the north side, but the trollkin might have blocked them shut with rubble-filled barrels. This isn't guaranteed; Bjrnnyar might decide being able to move through the door quickly to get behind enemies is more important than blocking this entrance. If the doors aren't blocked, there are two rubble-filled barrels near the doors, and those barrels can be heaved into blocking positions in 2 rounds. If the doors are blocked, they can be forced open with a *knock* spell, a successful DC 20 Strength check, or destroyed (AC 15, 20 hit points).

311. Great Hall

This is the trollkin's primary living space where they eat, socialize, argue, and relax when they're not drilling in the armory or sleeping in a barracks.

Until recently, this hall contained many plank-and-trestle tables and benches. Assuming characters don't reach this area during their first foray, most of the furniture has been turned into barricades by the time they see this chamber.

When characters first arrive, they probably won't have time to notice much more than the trollkin, lich hounds,

and dire owlbeats facing them. When they have a chance to appreciate their surroundings, read the following:

The dwarves built this magnificent hall for feasting, drinking, and dancing. Its grandeur is only slightly dimmed by time and battle damage. The flagstone floor is now covered with grime, the vaulted ceiling is caked with soot, and the massive columns are scarred by weapon strikes.

More recently, the hall's furnishings of heavy wooden tables and benches have been piled into barricades in the northwest portion of the hall.

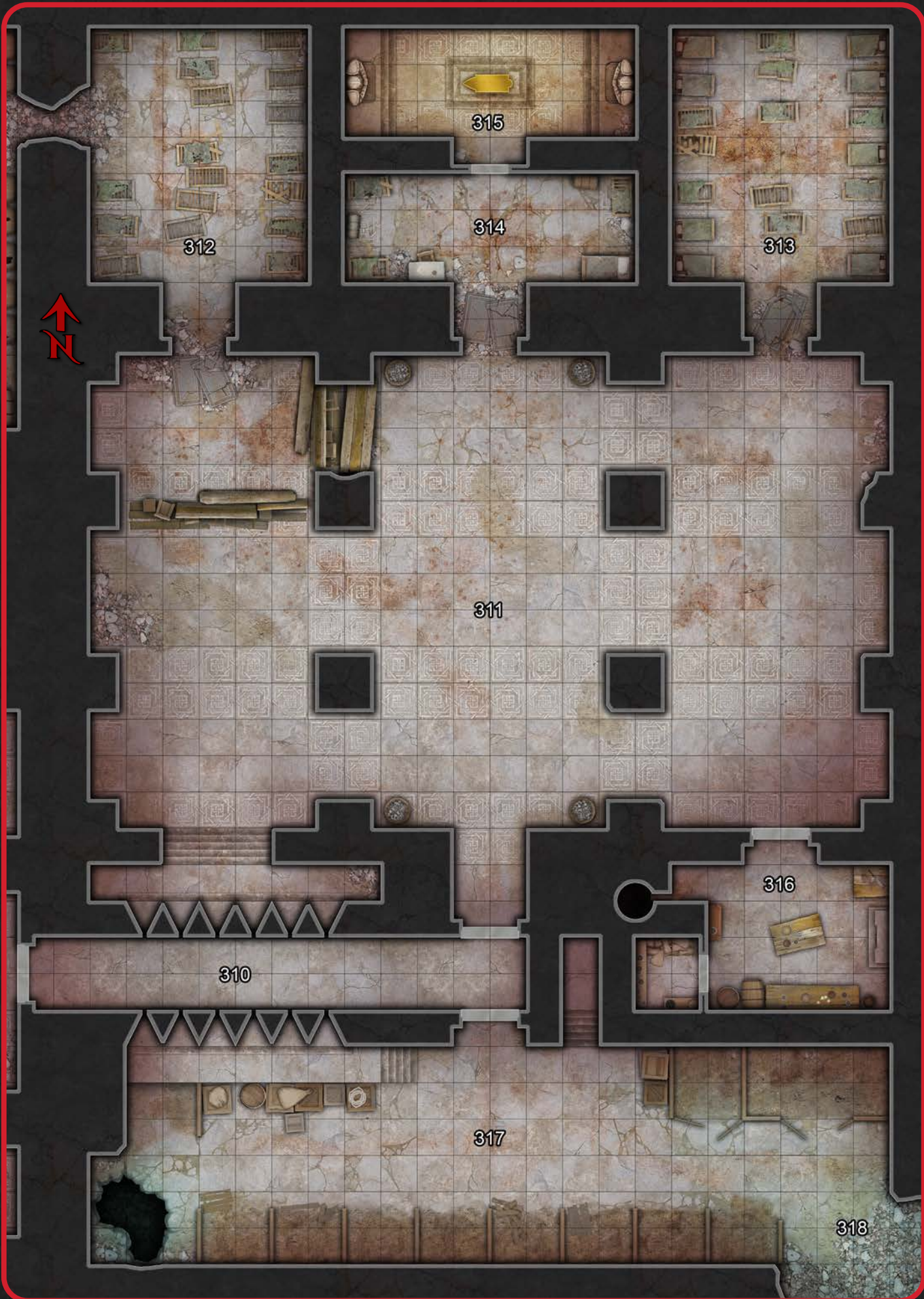
Bjrnnyar would prefer not to stage a final defense here for the same reasons he doesn't want a pitched battle in the armory: he believes wide-open space favors the intruders, who probably have plenty of magic to throw around. He'd rather keep them bottled up in corridors or fight them from behind barricades.

The barricades in the northwest of the hall are constructed to defend against attackers coming from the breached barracks (Area 312). If the positions are flipped—trollkin on the north side, characters on the south and east—the trollkin smash the platforms before scrambling over so characters can't use them. The barricade then has the same effect against characters as usual, but the characters also have half cover against attacks from the trollkin (+2 to AC and saving throws), who lose some of their height advantage.

312. Breached Barracks

Originally this was sleeping quarters for up to fifty dwarves. The room was crowded with bunk beds, footlockers, and little else. Now half the trollkin use it as their chamber, sleeping on bunks pushed together and piled with furs. All the chests have been thoroughly looted since the dwarves were defeated, and little of value remains other than the trollkin's meager possessions. These include many amulets and charms made from bone, feathers, and claws, a variety of daggers and other small weapons, and an assortment of gems and jewelry looted from merchants (total value 150 gp).

The trollkin are likely to build a barricade around the breach to the grand larder, though they might not defend it to the death. It may only serve as a delay before they fall back to the main barricade in the great hall, where up to seven archers can be ready to shoot anyone coming through the doorway.



1 square equals 5 feet

313. Looted Barracks

This barracks is identical in every way to Area 312 except there's only one way in and out.

The trollkin would have to be desperate to make a last stand here because there's nowhere to retreat. What they might do, however, is barricade the doorway and hope to trick the characters into believing they're inside while another part of their force waits to sortie from the stables and attack the characters from behind along with the last of the dire owlbears and lich hounds.

314. Bjrnnyar's Chamber

Bjrnnyar and Giydya share this chamber. It's not much nicer or more comfortable than either of the two barracks in terms of furnishings and overall condition, but it does have a small table and a pair of sturdy, intact chests.

Both chests have locks, but only one is locked. The unlocked chest holds furs, blankets, and spare trollkin-sized clothing. The locked chest can be opened with a successful DC 15 Dexterity (Thieves' Tools) check or with the key tucked into Bjrnnyar's belt. It contains most of the treasure the trollkin have looted from merchants and other adventurers.

Treasure. 1,400 gp, 7,000 sp, 6,500 cp, 13 gems (50 gp each), a *potion of heroism*, a *spell scroll of teleportation circle*, a single *bead of force*, and a beautiful soapstone carving of a horse's head can all be found in the locked chest. (If you change the contents of the chest, always include the soapstone carving; it's part of the key to Area 315.)

315. Shrine of Volund

The door to this area appears to be brass, but heavy scarring from axe blows reveals it's brass-clad iron. The door was attacked by frustrated trollkin who believed a treasure chamber lay beyond. They never figured out how to open the door.

Despite the damage to the decorative brass, characters can still just make out the stylized motifs. From top to bottom, they show a large anvil with a hammer above it, flames from a forge, and a horse's head. All are symbols of Volund, master smith of the gods. Dwarves, characters who serve Volund, and characters with proficiency in Religion recognize this automatically. Otherwise, a character can recall this information with a successful DC 15 Intelligence (Religion) check.

The door is sealed with a puzzle mechanism similar to a lock but more intricate. It can be opened two ways.



- The first is by succeeding on three sequential Dexterity (Thieves' Tools) checks (DC 14, DC 17, and DC 20). If any check fails, all three mechanisms lock up and the attempt can't be retried (starting over from scratch) until the mechanism resets 24 hours later.
- The second is by simultaneously pressing the soapstone carving of a horse (from the chest in Area 314) against the symbol of the horse, a burning ember or flame against the symbol of flame, and striking the anvil symbol with a hammer.

You hear an audible clack and the squealing of long-dry gears. Dust filters down from the lintel as the brass-clad door sinks slowly down into the floor.

Beyond is a chamber the same size as the one you're in, but completely different. At the center stands an immense golden anvil gleaming in the light. An inscription in Dwarvish runes is carved into the pedestal beneath the anvil. At each end of the room, larger-than-life statues of heavily armored dwarves stand guard.

The anvil is much larger than any typical blacksmith's anvil: 7 feet long and 5 feet tall. It's on a 2-foot pedestal

atop a 16-inch riser, which places the top of the anvil almost 8.5 feet above floor level. Even someone who stands on the steps around the anvil can't see the top.

The inscription in Dwarvish states, "Mighty Thor overlooks the sins of those who praise his name." A dwarf with the Stonecunning trait who inspects the inscription recognizes that it's more recent and less artistic than other features of the chamber. It's also an odd thing to write in a shrine to Volund, but that's not something to give away; players must realize that on their own.

The statues are also on 2-foot platforms and are 7 feet tall themselves, so they too tower over the chamber. The top of the anvil lines up approximately with their eye level.

The statues are carved in the characteristic style of the northern dwarves. Both are portrayed in ornate plate armor. The statue to the east grips the handle of a greatsword with its tip resting on the floor, while the statue to the west grips a similarly inverted maul.

The anvil is not solid gold. It's made of iron with thin gold plating. If all the gold were scraped off, it would be worth only 10 gp.

This chamber is a shrine to Volund (Svarog), as is obvious to any dwarves or other characters with knowledge of the deity. He is popular among smiths and other craftsmen and also with the reaver dwarves who built this complex. As the dwarves turned more and more to raiding, their worship turned more heavily to Thor.

An important item lies atop the anvil, where it's difficult to spot. Medium-sized characters standing on the platforms alongside the statues are about 8 feet above the floor—still below the 8.5-foot height of the top. To see the top of the anvil, someone must climb up the anvil, fly, or stand near a statue and jump up.

A tiny representation of the hammer of Thor, about 5 inches long, rests atop the anvil. It's plated in the same gold as the anvil and appears to be part of it.

If the gold plating is scraped away, the hammer comes free; it's a separate piece resting in a shallow indentation in the anvil and encased in the same gold plating.

When the tiny hammer is picked up from the anvil, blue light swirls around the statues as they transform into two **monolith footmen** (*Tome of Beasts*). These monolith footmen were fashioned by elves at the request of Gerhardt III. What they do depends on what happened earlier.

- If characters opened the shrine by operating the mechanism properly (with the statue, an ember, and a hammer) or if the character who picked up the hammer spoke Thor's name aloud and in a praiseful manner while doing so, the monolith footmen make no offensive moves.

- If characters bypassed the door mechanism with thieves' tools and didn't praise Thor's name as they took the hammer, then the monolith footmen attack.
- If characters scrape more than a few square inches of plating off the anvil, looting or defacing the shrine, the monolith footmen attack.
- If characters attack either monolith or cause damage to them, they turn hostile and attack.

If the monolith footmen don't attack, they stand quietly until the character with the tiny hammer leaves. The footmen follow that character. They don't leave this level and they don't protect the character; they just follow.

The tiny hammer is the key that opens the tombs (Areas 307–309). Once characters enter that area, the monolith footmen stand at the top of the stairs, blocking the doorway. For more details on their actions, see Thor's shrine (Area 309). They stay there until the ring servant (Area 309) is destroyed. The monoliths take no part in combat unless they take damage from a character.

316. Kitchen

There's nothing remarkable about this kitchen area. It's obviously well used and well taken care of. The attached room is a pantry full of preserved foods and seasonings. A narrow chute gives access to the oubliette that drops from Level 1 to Level 4. The trollkin cook uses it as a garbage chute.

317. Stable

The dwarves used this area to house their trained dire owlbeats. Those owlbeats' descendants still use it as a den, but these are considerably less well trained.

As soon as you open the door, the reek of an animal den hits your nostrils. Despite how powerfully the place smells, it looks reasonably clean. The stone floor is deeply gouged by claw marks, but you see no animal droppings and only a few blood smears and crushed bones.

Whether any dire owlbeats remain depends on how the battle for this level unfolded. It's possible characters have already killed all of them by the time this door is opened. If that's the case, only one dire owlbear cub is here. It's enclosed in the larger of the two stables at the east end of the room. The cub has the stats of a brown bear.

Characters might cook up various schemes to raise this cub and domesticate it. Someone with Animal Handling proficiency, a druid, or a Beast Master ranger



can establish an uneasy rapport with it by making a successful DC 13 Wisdom (Animal Handling) check. The dire owlbear, however, is neither a beast nor easily domesticated. It's a feral monstrosity, and eventually (sooner rather than later) it turns and tries to tear off the hand that feeds it. Don't shy away from having this happen at the worst possible moment.

If characters haven't killed all the dire owlbears, then the surviving ones are here and they go berserk when strangers appear. Closing and even barring doors slows them down for only 2 rounds before they tear the door to splinters and come through. With a speed of 40 feet, they're considerably faster than most characters. They don't chase anyone up the spiral stairs. If they haven't caught their prey in 10 rounds, they give up and return to this den.

As noted in the description, this chamber is relatively clean (for a stable) despite the smell, and the dire owlbears are well fed and in good health. The trollkin have long tribal knowledge of handling such creatures, and they take good care of them.

The alcove to the north contains four auto-loading heavy crossbows trained along the gauntlet (Area 310). They can be dismantled and used as normal heavy crossbows. Eighty additional bolts are also stored in boxes in that area; there are no quivers.

The Drop. In the western portion of the chamber, a hole is smashed through the floor. This opening was created by the derro living below as a shortcut to the surface after the dwarves were wiped out, allowing them to avoid a long trek on the Black River. The trollkin allowed the derro to use the tunnel on their surface raids in exchange for the derro occasionally leaving behind a weak or dying captive for the dire owlbears to kill and eat.

The hole drops 80 feet to the bat caverns below (Area 401). It's the only way for characters to reach the lower levels (or to get out again!) until they find other means from below.

A rope ladder made from an unfamiliar, spongy fiber is tied to a wooden post in this chamber and hangs down the hole. A character who examines it and makes a successful DC 12 Intelligence (Nature) check realizes it's woven from tough, giant fungus. If any trollkin or dire owlbears survive (and some almost certainly do; see Restocking), this ladder might be destroyed or removed at some point when the characters return to the hole.

318. Surface Tunnel

This tunnel was carved out by dwarves and dire owlbears long ago. It's dark, narrow, twisting, uneven, and nearly three-quarters of a mile long. It emerges in an overgrown jumble of boulders somewhere southeast of the ruined citadel. The dire owlbears use the tunnel to travel to and from the surface for hunting. The trollkin sometimes use it for the same reason, but the low ceiling makes it awkward for them.

When only a handful of trollkin remain, this is the most likely spot for them to make their final stand. They build a barricade around the door and fight until honor is satisfied (meaning no one flees until they're wounded). When all appears lost, having this tunnel at their backs gives them an escape route. The last few survivors do not die where they stand; one heroically remains behind to block the path while its comrades retreat up the tunnel and escape back to Jotunheim, happy to shake the dust of this cursed place off their boots and with epic tales of battle and tragedy to tell their kin.

A sturdy door set into the south wall of the tunnel a couple dozen paces beyond this chamber leads to Area 319 in the Clacking Caverns.

CLACKING CAVERNS

This section of the Scarlet Citadel was carved out by the dwarves to serve as tombs for their heroes. They used a chain of natural caverns as the central core of the crypts and cut rectangular chambers to the sides. This area of the dwarven redoubt was never entered by the knights of Khors, so most of the tombs remain sealed.

The influence of the Black River is felt here, and it's worked its magic on the dead occupants of the tombs.

In addition, the disappearance of the dwarves allowed aggressive underground hunter-scorpions called clacker beetles to move into the caverns and establish a nest. Clacker beetles roam freely through the whole sub-level, with the exception of the still-sealed crypts.

The real mystery in this area is a pair of pools that float in midair in the two largest caverns. The pools were here when the dwarves arrived, and the dwarves never figured out how these enigmas came to exist. Carnivorous fish live in the pools, making them mildly dangerous to the curious. The dwarves found the strange features both fascinating and beautiful, so they took precautions and worked around them and even used them as burial grounds—and hiding spots for valuable caches. (The nature of the floating pools is explained in the description of Area 320.)

Most of this level is lightless. The exceptions are those areas where glowing moss grows: Areas 319–321, 325, 330, and 331. Glowing moss produces dim illumination throughout the chamber. Everywhere else, characters must provide their own light.

This level presents a slowly rising threat that suddenly explodes into deadly danger. Characters should be drawn to the potential for loot in the dwarven tombs and the mystery of the floating pools, the shrine, and the trollkin armor surrounded by charred beetles. While the characters investigate, clacker beetles are slowly but surely surrounding them and getting ready to pounce. By the time characters discover the clacker beetle nest, they should be thoroughly hemmed in. Some groups will fight their way out; others may choose to dive into whatever unknown danger lies below Area 331 or into the river rather than face the horde of beetles.

319. Main Passage

From the door connected to the tunnel out of the dwarven barracks (Area 318), the passageway slopes downward at a rate that's obvious but gentle by dungeon standards. The floor levels out 20 feet before the bend and widening of the passage.

The walls, floor, and ceiling of this passage show signs of careful smoothing, but it's obvious this was a natural tunnel before the dwarves went to work improving it. It's equally obvious they didn't try to erase its natural origin but only aimed to improve on it—to make the tunnel easier to traverse.

Past a sweeping bend in the tunnel, a soft glow illuminates a large cavern ahead. The glow comes from blue-green moss blanketing the floor and walls. The moss emits a pale light that actually twinkles weakly, almost like starlight. The glow intensifies where the moss is crushed underfoot, so you leave glowing, twinkling footsteps in your wake.

Smoothly cut and finished passages branch off the moss-covered tunnel to your right and left.

The glowing moss is harmless and can even be useful. Any character can figure out how to properly harvest and preserve the **glowing moss** (see the appendix) with 15 minutes of study followed by a successful DC 18 Intelligence (Nature) check. Druids make this check with advantage.

320. Glowing Moss Cavern One


The main feature of this cavern is the pool of water floating midair and teeming with fish. If characters have already explored the adjacent mossy cavern (Area 321), skip the readaloud text and simply tell players this cavern is much like that one.

The walls and floor of this cavern are covered in a thick blanket of glowing, twinkling moss. The 25-foot-high, domed ceiling is mostly bare except for a few scattered, softly glowing spots. But the moss isn't the arresting sight here.

Near the center of the cavern, an immense blob of water floats in midair.

The blob is about 12 feet in diameter, is irregular in shape, and undulates slowly. The liquid is dark and somewhat obscured by reflections of the twinkling moss light, but you catch occasional glimpses that might be things swimming in it.

As unusual as this pool and the one in Area 321 appear, reality is even stranger than appearance. The pools aren't self-contained globs of water floating in midair. They're spots where a wrinkle in space-time induced by the Black River allows reality to intersect itself so two locations exist in the same space. In this case, the second location is a distant, tropical sea teeming with quippers. For example, if a character extends their hand into one of the pools, their hand exists simultaneously here beneath the



Scarlet Citadel and in that tropical sea hundreds of miles away. There's always only one hand, but it occupies two coinciding spaces at the same time.

Characters might get a glimmer of this truth if they study the phenomenon. First, within moments of approaching the pool, characters notice dead fish lying among the moss under and around the pool. These fall into two categories: freshly dead fish (no more than a day old) and clean, scattered bones (that's all the clacker beetles leave behind). Anyone with Nature proficiency recognizes most of the fish as quippers but an unfamiliar variety they've never seen in this part of the world.

Someone who observes the pool for at least 10 minutes and makes a successful DC 12 Intelligence (Investigation) check notices fish in the pool sometimes swim across the pool's boundary and simply disappear. Other times, a fish or other sea creature (a squid, shark, or turtle for example) enters the pool the same way. The fish entering and leaving the pool must come from somewhere and go somewhere, and one logical assumption (though not the only one, in a magical world) is that via some mysterious mechanism, the water the characters see is part of a larger body of water the characters can't see.

Alternatively, you can declare that at some point while characters are in this chamber or Area 321, a fish swims out of the pool and drops to the floor, where it flops around gasping for air.

Characters can gain another clue by crawling under the pool and looking up through it. They see what appears to be sunlight (if it's daytime) dappled across the surface of water far above them. They're seeing the surface of the distant sea. This is dangerously deceptive; the pool is 300 feet below the surface of the sea.

An important feature is mounted to the ceiling of the cavern directly above the pool: a bronze pulley. The bronze has darkened to nearly the same color as the stone, and its position above the pool makes it difficult to spot. A successful DC 15 Wisdom (Perception) check is needed to notice it. Reaching the pulley is a challenge, since it's 25 feet above the cavern floor and directly over the pool.

Entering the Pool. Characters can jump into these pools and swim into that southern sea, but it's a daunting proposition indeed.

The first problem is the depth. As soon as a character enters the water, they're aware of the crushing pressure. A character who enters the pool bodily must immediately make a successful DC 15 Constitution saving throw just to hold his or her breath. If that saving throw fails, all the air is squeezed from their lungs and they must either swim out of the pool or begin suffocating.

The second problem is predators. Not everything in that sea is dangerous but reef sharks, giant sharks, and quipper swarms abound, along with any other sea creatures you add to the mix. Anyone who enters the sea should have to fight at least one hungry predator. If that fight leaves them bleeding, more predators appear.

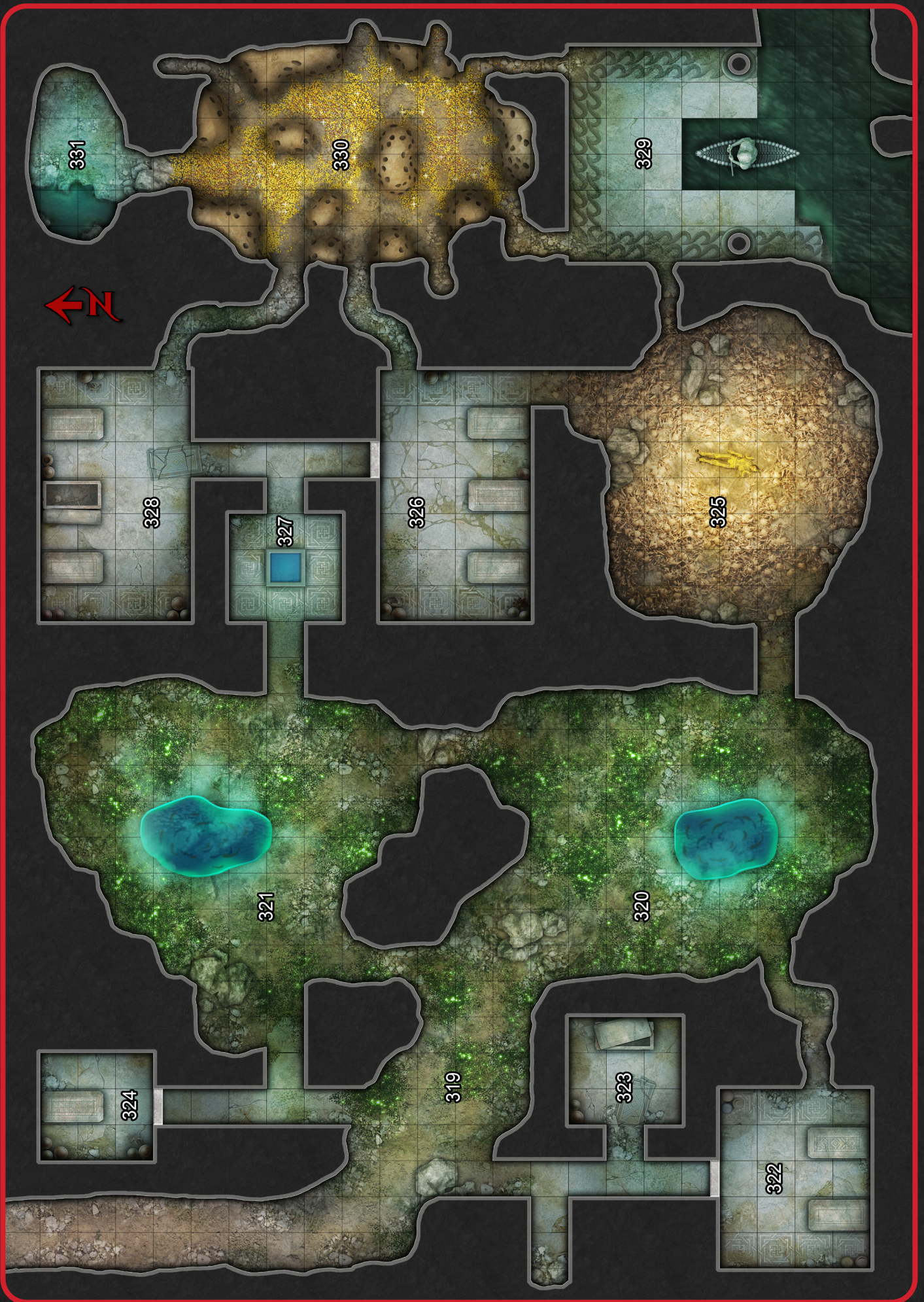
The final problem is finding their way back to the Scarlet Citadel. A character who stays in the portion of the pool that overlaps the Scarlet Citadel can return to this chamber automatically. A character who swims away into the sea can easily lose sight of the small spot where the sea and this mossy cavern overlap. A creature within 30 feet of the pool can spot it with a successful DC 10 Wisdom (Perception) check. From 31 to 60 feet away, the DC increases to 15; from 61 to 90 feet, the DC is 20; and so on. If a bright light is shining into the pool from this chamber, the DC is reduced by 5.

While in the pool, a creature sees both the mossy cavern and the surrounding sea overlapped in a confusing jumble. By concentrating on one or the other, a creature can see the chosen scene more clearly. The effort is similar to trying to focus your eyes on a 3D photograph: hard to explain but not terribly difficult to do once you get the hang of it.

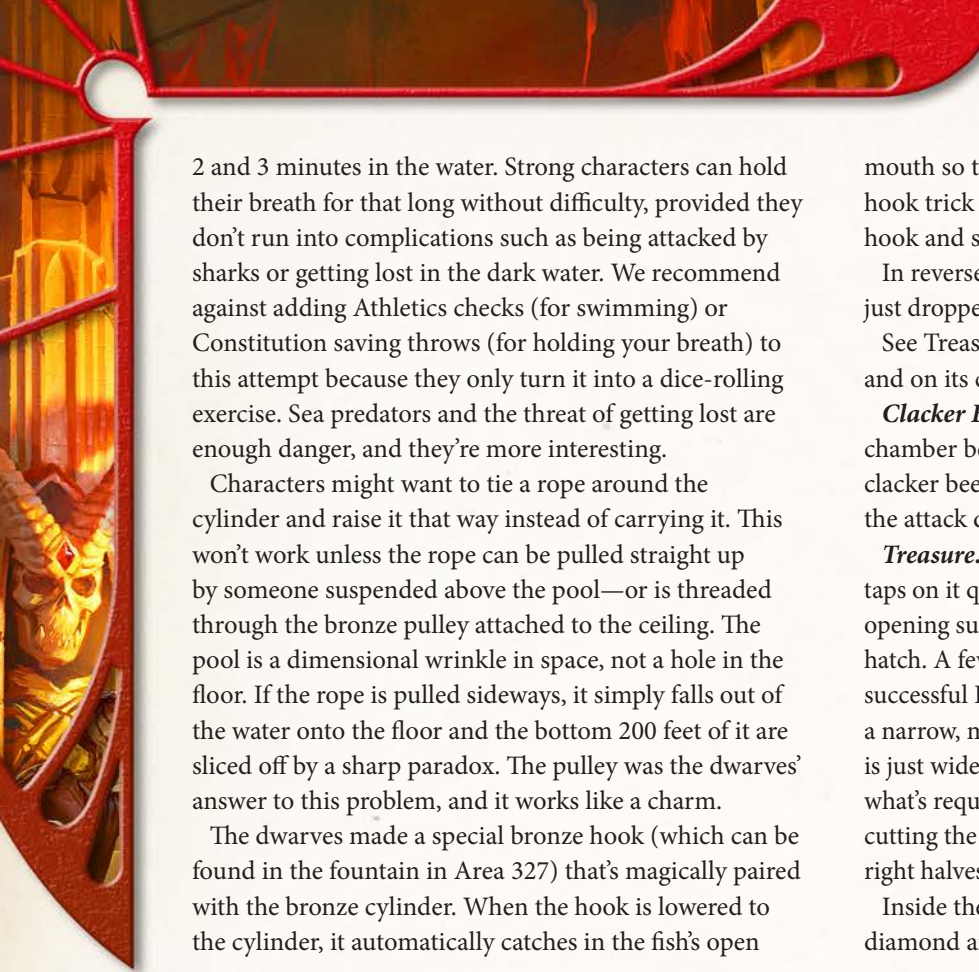
Treasure of the Pool. The pool is 300 feet from the sea's surface and 200 feet above the sea floor. The bottom can be seen by someone who's inside the pool bodily or even someone who sticks only their head into the water. The sea bed is covered by stones, gravel, and sand, being too far down for most kelp and coral.

The dwarves recognized this was a great security measure for objects they wanted to keep safe. A character who scans the sea bed from the floating pool and makes a successful DC 15 Wisdom (Perception) check spots something that looks different from the surrounding stones and with an unnaturally regular shape.

The object is a bronze cylinder decorated to resemble a large, thick, squarish fish. It's 50 inches long, 18 inches in diameter, and weighs 220 pounds. Because this is heroic fantasy, we assume a character who's brave enough to swim down to the cylinder can lift it and even carry it while swimming, albeit clumsily. Creatures without a swimming speed move at half speed in water, and carrying this cylinder halves a creature's speed again. To retrieve the cylinder, a character with a speed 30 feet swimming as fast as possible (using Dash actions) needs about 45 seconds (7 turns) to swim down to the sea bed, a few seconds (1 turn) to retrieve the cylinder, and another 90 seconds (14 turns) to swim back up to the mossy cavern (assuming they can find it). That's between



1 square equals 5 feet



2 and 3 minutes in the water. Strong characters can hold their breath for that long without difficulty, provided they don't run into complications such as being attacked by sharks or getting lost in the dark water. We recommend against adding Athletics checks (for swimming) or Constitution saving throws (for holding your breath) to this attempt because they only turn it into a dice-rolling exercise. Sea predators and the threat of getting lost are enough danger, and they're more interesting.

Characters might want to tie a rope around the cylinder and raise it that way instead of carrying it. This won't work unless the rope can be pulled straight up by someone suspended above the pool—or is threaded through the bronze pulley attached to the ceiling. The pool is a dimensional wrinkle in space, not a hole in the floor. If the rope is pulled sideways, it simply falls out of the water onto the floor and the bottom 200 feet of it are sliced off by a sharp paradox. The pulley was the dwarves' answer to this problem, and it works like a charm.

The dwarves made a special bronze hook (which can be found in the fountain in Area 327) that's magically paired with the bronze cylinder. When the hook is lowered to the cylinder, it automatically catches in the fish's open

mouth so the cylinder can be hauled up with a rope. The hook trick isn't apparent until characters see the bronze hook and someone gets a close look at the container.

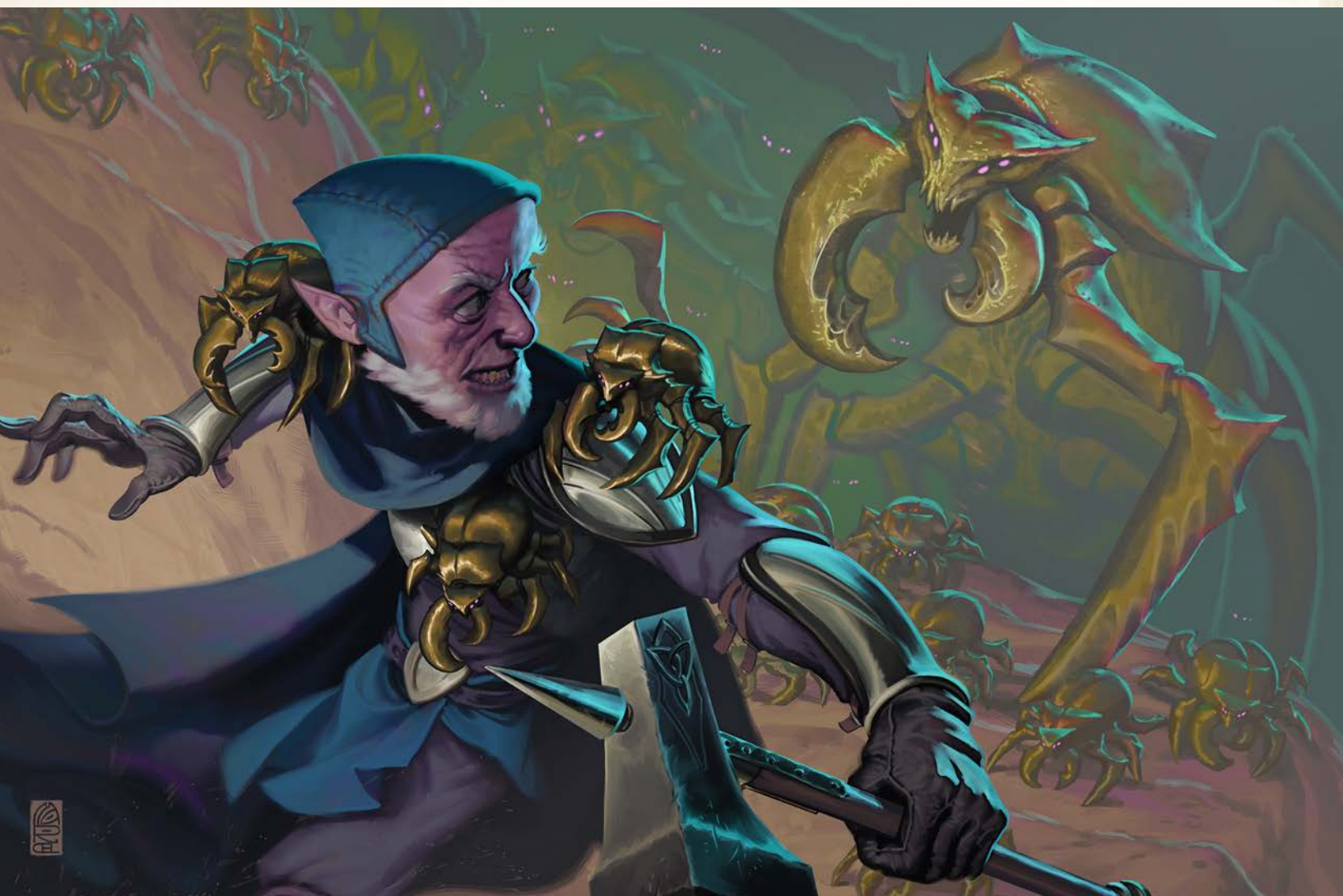
In reverse, the cylinder wasn't lowered into the sea, it was just dropped into the pool to sink under its own weight.

See *Treasure* for details on how to open the cylinder and on its contents.

Clacker Beetle Attacks. Assuming characters enter this chamber before entering Area 321, they aren't attacked by clacker beetles here. If they explore Area 321 first, then the attack described in that chamber occurs here instead.

Treasure. The fish-cylinder is hollow, as anyone who taps on it quickly discovers. It has no apparent means of opening such as a screwed-in plug or a clamped-down hatch. A few minutes of close examination and a successful DC 13 Intelligence (Investigation) check reveals a narrow, mud-clogged slot along the fish's belly. This slot is just wide enough for a knife edge to grip, and that's what's required; if a knife is dragged along the slot as if cutting the fish open, the cylinder splits apart into left and right halves that are joined by a concealed dorsal hinge.

Inside the cylinder are a leather pouch containing a diamond and two emeralds (5,000 gp, 1,000 gp × 2) and a



5-inch-diameter golden disk embossed with a Dwarvish rune that means “safe entrance.” A character carrying this disk can unlock the doors to the tombs on this level automatically and can open them safely without setting off any *glyph of warding*.

321. Glowing Moss Cavern Two

The main feature of this cavern is the pool of water floating midair and teeming with fish. If characters have already explored the adjacent mossy cavern (Area 320), skip the read-aloud text and simply tell players this cavern is much like that one.

The walls and floor of this cavern are covered in a thick blanket of glowing, twinkling moss. The 25-foot-high, domed ceiling is mostly bare except for a few scattered, softly glowing spots. But the moss isn't the arresting sight here.

Near the center of the cavern, an immense blob of water floats in midair.

The blob is 12 to 15 feet in diameter, is irregular in shape, and undulates slowly. The liquid is black and further obscured by reflections of the twinkling moss light.

See the description of Area 320 for a full explanation of the wrinkle-in-reality nature of the pool. Both pools result from the same phenomenon.

Both wrinkles do not, however, overlap the same region of sea. The pool in Area 320 intersects a warm tropical sea that's deep but not too deep for characters to swim in. This pool is an intersection with the depths of an icy northern sea, which makes it considerably more dangerous.

The first danger is pressure. At the bottom of the pool in Area 320, 500 feet below the surface of the sea, a character was under about 15 atmospheres of pressure. Here, a character who enters the pool is crushed by 200 atmospheres of pressure, caused by the depth of more than 6,500 feet. This immediately inflicts 27 (6d8) bludgeoning damage to a character sticking a head, chest, or entire body into the pool, or 9 (2d8) to an arm or leg. Fresh damage is caused every time the character starts its turn in the water.

The second danger is cold. The water is barely above freezing. Compared to the risk from pressure, this danger is almost negligible. The character takes no cold damage just from poking a hand or other appendage into the water but takes 2 (1d4) cold damage every time it starts its turn more than half immersed in the water. Warm clothes don't help; they just get soaked with freezing water.

The sea floor is 800 feet below this floating pool. There's no light at this depth, so it's impossible to see what's down there from the cavern (or even how far away the bottom is) and impossible to explore firsthand without a considerable amount of magical protection the characters almost certainly don't have. As in Area 320, however, there is a bronze pulley affixed to the cavern ceiling above the pool and another fish-shaped bronze cylinder lying on the sea bed. If characters have the magical fishhook and 800 feet of rope, they can retrieve the cylinder. Its contents are described in the Treasure section.

Before getting to that point, however, characters must deal with a surprise, because the cylinder doesn't come up alone. A **giant octopus** hitches a ride on it. If the characters pulling up this cylinder are the same ones who pulled up the other cylinders, they notice quickly that this object is heavier than the other one, but they have no way of knowing why until they get it to the cavern.

When the cylinder reaches the floating pool, the octopus strikes. Characters can't see the creature clearly because it's obscured in the dark water; increase the octopus's AC by 5 to 16. Also, the octopus stays at the dead center of the pool (you should always feel free to treat the grid printed on the map as a measuring convenience, not a positioning restriction) and uses its 15-foot reach to its advantage. Characters whose melee weapons have only a 5-foot reach can't attack the octopus at all without sticking at least their arms into the crushing water. If a character is grappled at the start of the octopus's turn, the octopus tries to pull that character into the water. Resolve this like a shoving contest, with opposed Strength (Athletics) checks.

The quickest and safest way for characters to kill the octopus is to lift the cylinder fully out of the pool into the cavern. The sudden, massive drop in pressure inflicts 27 (6d8) force damage to the octopus every time it's out of the water at the start of its turn. If it survives the first burst of this damage, it does its best to escape back into the pool as quickly as possible and return to the safety of the lightless, frigid deep.

Clacker Beetle Attack. At some time while characters are exploring this chamber, they're attacked by clacker beetles. The attacking group contains one **clacker beetle soldier** per character in the party. The purpose of this fight is to make characters aware of the beetles and the threat they pose.

Treasure. This cylinder opens the same way as its twin, by dragging a knife blade across its “belly.” The only thing inside it is a *mace of nightmares* (see the appendix).

322. Clockwork Tomb

The door to this tomb is hammered bronze. Skillfully beaten into the metal by dwarven smiths is an impression of interlocked gears.

The door is locked. It can be opened with a successful DC 15 Dexterity (Thieves' Tools) check. It is also trapped with explosive runes (*glyph of warding*) that cause 22 (5d8) lightning damage to all creatures outside the tomb and within 20 feet of the door, or half damage to creatures that make a successful DC 15 Dexterity saving throw.

Two stone coffins stand against the wall. Both are decorated with a motif representing interlocking gears, springs, and cams. A few clay jars are stacked in the corners of the room, and one wall shows signs of collapse.

The sarcophagi are intact with no signs of tampering.

The sarcophagus to the right as seen from the doorway holds the remains of a former dwarven mechanist. He is arrayed in what once would have been an impressive robe trimmed with fur and with dozens of decorative bronze gears sewn on.

The sarcophagus to the left as seen from the doorway holds the mechanist's greatest creation: a **clockwork myrmidon** (*Tome of Beasts*) entombed along with him to guard its maker through eternity. This clockwork myrmidon differs from the standard version only in that its size is Medium instead of Large.

The clockwork myrmidon bursts out of its sarcophagus and attacks if the mechanist's sarcophagus is opened. If the myrmidon's sarcophagus is opened first, the myrmidon remains inert until it's attacked or damaged. A character who presses an ear against the construct and makes a successful DC 10 Wisdom (Perception) check hears a faint ticking inside it. Any damage activates the myrmidon, even just a scratch on its enameled surface. Assume the myrmidon's initiative result is 22 when it attacks; characters aren't surprised (adventurers always expect things to burst from coffins) but only alert characters should beat it to the punch. Against a mixed party, the

myrmidon ignores dwarves until they attack it. After that, it attacks everyone freely.

The passage between this chamber and Area 320 was created by clacker beetles. It's a tunnel 3 to 4 feet in diameter, not a corridor. Halflings and gnomes can walk through it if they crouch; Medium creatures must get down on their hands and knees.

Treasure. The clay jars are sealed with stretched parchment covered in hard wax. They can be opened only by cracking the wax and cutting the parchment or by smashing the jar. They contain normal grave goods: household items, brushes, mirrors, daggers, decorative pins, and simple jewelry worth a total of 1,280 gp.

323. Effigy Tomb

The door to this tomb is smashed inward from the hallway side. This was done by a small cadre of dwarves who fled into these catacombs to escape from the attacking knights of Khors and who believed this tomb held particularly rich treasures they could use to fund their journey home as refugees.



The door to this tomb was smashed open from the hallway side long ago and now lies in pieces on the floor. Inside the tomb, the lid of the stone sarcophagus is shoved askew. Two clay jars stand intact in the near corner.

The would-be thieves were disappointed by what they found. The sarcophagus contains a stone effigy of a body. It represented a dwarf who was slain in combat against a monster that devoured the body. Lacking a corpse, the hero's friends and family interred this effigy instead.

Sprawled atop the effigy, however, are the real bones of a real dwarf decked out in rotten studded leather armor that shows significant damage from cutting and stabbing weapons. This was the dwarf who told his companions the tomb contained rich treasures; the harried would-be thieves murdered their companion and stuffed his body into the sarcophagus as payback for leading them on this wild goose chase.

The clay jars are sealed with stretched parchment liberally covered in hard wax. They can be opened only by cracking the wax and cutting the parchment or by smashing the jar. Both contain normal grave goods: household items, brushes, mirrors, daggers, decorative pins, and simple jewelry worth a total of 330 gp.

324. Elemental Tomb

The tomb's door is riveted iron. Etched into the metal by dwarven smiths is an impression of a shining sun.

The door is locked. It can be opened with a successful DC 15 Dexterity (Thieves' Tools) check. It is also trapped with explosive runes (*glyph of warding*) that cause 22 (5d8) thunder damage to all creatures outside the tomb and within 20 feet of the door, or half damage to creatures that make a successful DC 15 Dexterity saving throw.

One stone coffin stands against the wall. It is decorated with a sun motif. A few clay jars are stacked in the corners of the room.

The sarcophagus is intact and shows no signs of previous tampering. It holds the remains of a former cleric of Aten. She is arrayed in chain mail and a bronze helmet and clutches a *+1 warhammer* across her chest.

The clay jars are sealed with stretched parchment liberally covered in hard wax. They can be opened only by cracking the wax and cutting the parchment or by smashing the jar. Four of the five contain normal grave goods: household items, brushes, mirrors, daggers, decorative pins, and simple jewelry worth a total of 1,280 gp. The fifth contains the life spark of an **air elemental**

the cleric of Aten trapped and vowed to imprison for eternity. From the outside, this jar is no different from the others. If it's opened or broken, the elemental immediately reconstitutes its body from the surrounding air—and it's furious about being imprisoned. Characters are surprised by default. After the elemental's surprise turn, roll initiative normally.

325. Beetle Husk Chamber

Decades ago, this chamber was the scene of an epic battle between an armored, magic-wielding trollkin and swarms of clacker beetles. If characters have already fought clacker beetles in Area 320 or 321, point out the insect remains here could be from the same sort of creatures. Characters can't be sure because the remains are old, charred, and torn apart.

This cavern is blanketed in the hollowed-out, blackened husks of dead giant beetles. There are hundreds of them, maybe thousands. They're heaped more than a foot deep across the cavern floor. The shells are cracked and charred from intense heat, and the creatures must have been blown to bits; none of the remains you see are intact. The walls of the chamber are also charred, and you can still see the pale outlines where beetles clung to the stone when the flames struck.

In the middle of the cavern lies a suit of plate armor. It's too large for most humanoids. Whoever wore it was nearly 8 feet tall. A representation of a skeleton is painted ornately on the armor in luminescent pigment that glows under your lights. Whoever wore this armor would have looked like a glowing skeleton advancing out of the darkness.

All that remains inside the armor is the skeleton of the trollkin explorer. She was a hero of the clan living in the dwarven barracks who entered these caves to explore. Clacker beetles swarmed her at this spot, and she set off a fireball spell from a scroll. Unknown to her, the spell on the scroll was written at 9th level. The blast killed everything in the chamber, including the trollkin. Subsequently, her bones were picked clean inside the armor by other clacker beetles.

As characters advance into the chamber, they're attacked by **clacker beetle soldiers** and **clacker beetle swarms** that push their way up from under the charred husks all over the chamber. The attacking force of beetles includes one soldier for every character in the party, plus half that number of swarms. These beetles emerge from under the husks, attack, then crawl back under the husks where they have complete concealment. They disappear into the piles of husks so quickly that only creatures with

Dexterity scores of 16 or higher can make opportunity attacks against them as they retreat.

Treasure. The trollkin armor can't be worn by anyone under 8 feet tall. Because it's unique, it could fetch up to 2,000 gp from a collector, but a typical merchant or armorer offers only half that. If characters dig through the beetle husks near the armor, they also find a warhammer, a heavy crossbow that needs a new bowstring, fourteen steel bolts, a handaxe, a shield, three daggers, and a *potion of fire giant strength* buried among the beetle husks.

326. Warlocks' Tomb

The door to this tomb from Area 327 is riveted iron with silver inlays. The inlays depict what appear to be leering demonic faces, but they're not identifiable by the characters as any specific beings.

The door is locked. It can be opened with a successful DC 15 Dexterity (Thieves' Tools) check. It is also trapped with explosive runes (*glyph of warding*) that cause 22 (5d8) cold damage to all creatures outside the tomb and within 20 feet of the door, or half damage to creatures that make a successful DC 15 Dexterity saving throw.

Characters who approach from Area 325 instead of from 327 don't encounter a door. Opening the door from inside the chamber doesn't trigger the *glyph of warding*.

Three stone coffins are arrayed against the wall opposite the door. They're decorated with silver-inlaid depictions of hideous faces that may represent demons or devils, but they don't fall neatly into the canon of any cults you're aware of. A narrow tunnel has been clawed roughly through one wall of the room, and several sealed clay jars are stacked in the corners.

The three dwarves interred here were all warlocks who were bound in a pact with the same fiend. The leering faces etched in silver across the door and the coffins all represent this fiend. They appear to represent many different fiends, but deception and disguise are part of this fiend's portfolio. This particular cult of warlocks is highly secretive, so characters have no chance to identify the symbols unless there's a dwarf warlock among the group; a dwarf warlock recognizes the cult's insignia with a successful DC 13 Intelligence (Arcana) or Intelligence (History) check. In that event, tell the player this crypt is the work of a cult dedicated to trickery and guile. Otherwise, characters are in the dark.

All three coffins hold the bodies of dwarves in similar condition: mummified, dressed in rich (but now badly deteriorated) robes, wearing minor items of jewelry worth

2d100 gp each, and clasping a wand in their folded hands. Of more immediate interest to characters may be the fact that all three bodies are also decapitated. The heads are in the coffins, arranged carefully so it isn't obvious to a casual observer that they're not attached at the necks. If the bodies are disturbed—to get at the jewelry, for example—the separation of head from body becomes apparent.

All three coffins indicate the presence of magic with a *detect magic* spell. This is a trick. The wands clutched by the mummies are affected by permanent versions of the *magic aura* spell that make them reveal evocation magic, but the wands are simply decoys and do nothing.

Nothing unusual happens until all three coffins have been opened. As soon as the third lid is removed, the three bodies animate as **warlock wights** (see the appendix) and attack.

The passage between this chamber and Area 330 was created by clacker beetles. It's a tunnel 3 to 4 feet in diameter, not a corridor. Halflings and gnomes can walk through it if they crouch; Medium creatures must get down on their hands and knees.

Treasure. Aside from the minor jewelry noted on the bodies of the three warlock wights (6d100 gp total value), the only other treasure in the chamber is held in the clay jars. The jars are sealed with stretched parchment liberally covered in hard wax. They can be opened only by cracking the wax and cutting the parchment or by smashing the jar. They contain normal grave goods: household items, brushes, mirrors, daggers, decorative pins, and simple jewelry worth a total of 1,800 gp. They also contain an assortment of notes and other arcane writings that reveal the nature of the dwarves' warlock pact to anyone who can read Dwarvish, has proficiency in Arcana, and spends an hour poring over the material.

327. Fountain

This decorative fountain is magical, but the magic serves only to keep fresh water flowing into it, much like a *decanter of endless water*. The fountain doesn't overflow because channels under the floor allow excess water to drain into the river.

A square-sided pool of water stands in the center of this chamber. Water bubbles up at its center, creating a relaxing fountain effect. It's not at all obvious where this water comes from or how the fountain continues operating. There's no foul odor from the water, but quite a few dead beetles float on the surface and lie at the bottom.

The water is clean and safe to drink, although the dead beetles give it an unpleasant taste. The beetles weren't poisoned but simply drowned in the fountain.

Treasure. If characters state they remove the dead beetles from the fountain, or if they search the fountain generically and someone makes a successful DC 12 Intelligence (Investigation) check, they find a bronze hook lying at the bottom. This is a heavy chunk of metal, about the size of someone's hand and weighing several pounds. It's clearly of dwarven make and resembles a stylized, giant fishhook.

This hook is magically paired with the fish-shaped container described in Area 320. If it's attached to a rope and lowered through the floating pool to the submerged cylinder, it automatically hooks onto the fish's mouth so the cylinder can be raised from the sea bed. The best way to do this is by threading the rope through the hard-to-spot pulley on the cavern ceiling, as noted in that chamber's description.

Once the hook attaches to the cylinder, it stays attached until someone manually removes it. It can be removed easily by anyone who takes hold of it.

The hook wound up in the fountain when clacker beetles found it. They were in the process of dragging it back to Area 330 when they stopped at the fountain for a drink and inadvertently dropped it in. By the time they were done drinking, their tiny brains had forgotten about the shiny hook that was then hidden among the dead beetles lining the bottom of the fountain.

328. Opened Tomb

The door to this tomb lies shattered on the floor. It was smashed open by the trollkin adventurer who died shortly afterward in Area 325. Clacker beetles first started swarming her in this tomb immediately after she opened the middle coffin. They drove her back to the mossy caverns, where her retreat was cut off and she was forced into Area 325 to make her final stand.

The tomb's stone door lies on the floor, shattered into pieces.

Inside are three coffins, each cast as a single block of metal. Those on the ends are copper and tin; the coffin in the middle is bronze. The lid from the middle coffin lies on the floor but the other two are still closed.

The copper coffin is decorated with designs representing fish and water. Any decorations that might remain on the tin coffin are obscured by decades of corrosion and black patina. The middle, bronze coffin shows scenes of a dwarf with a crossbow killing an immense boar.

Besides the coffins, several large, sealed clay jars are stacked in the corners of the chamber.

Nothing remains in the middle, bronze coffin but a skull, a pelvis, and a few other large bones. Everything else was eventually devoured or dragged away by clacker beetles.

The copper, fish-themed sarcophagus holds the bones of a former dwarf ranger. He is arrayed in magical scale mail and clutches a long sword across his chest. The enchantment on the scale mail allows the wearer to make Stealth checks normally and confers a swimming speed of 30 feet on the wearer.

The lid of the tin coffin is nailed on with iron nails. It can be removed readily enough with a prybar or with a successful DC 15 Strength (Athletics) check, but it's an odd feature. The dwarves feared this person had died from a vampire bite, so they took precautions. On the inside, the coffin is lined with dried-out garlic and salt, and dozens of holy symbols representing every religion practiced by dwarves across Midgard are placed on the body. There's no danger, however; this dwarf died battling a vampire but wasn't killed in a way that caused him to return as undead. The body is surprisingly well preserved, however—yet another detail that might make characters nervous. Other than the holy symbols, which are mostly silver, the body was interred with no weapons, magic items, or other things of value.

The body isn't the only thing in the coffin, however. A search of the coffin and a successful DC 18 Intelligence (Investigation) check reveals the coffin has a false bottom with a compartment under it. If the body is removed from the coffin, the Investigation check is made with advantage.

A *detect magic* spell directed toward the tin coffin reveals it is infused with abjuration magic. This is the result of a powerful enchantment similar to *nondetection* meant to shield the contents of the secret compartment.

The passage between this chamber and Area 330 was created by clacker beetles. It's a tunnel 3 to 4 feet in diameter, not a corridor. Halflings and gnomes can walk through it if they crouch; Medium creatures must get down on their hands and knees.

Treasure. The copper coffin contains a beautiful but nonmagical longsword and magical scale mail that allows the wearer to make Stealth checks normally and grants the wearer a swimming speed of 30 feet. The compartment hidden beneath the false bottom of the tin coffin contains a *vampire bane* light crossbow (+1, and deals an additional 3d6 piercing damage to vampires), a *belt of dwarvenkind*, and a *wand of binding*.

The clay jars are sealed with stretched parchment liberally covered in hard wax. They can be opened only by cracking the wax and cutting the parchment or by smashing the jar. All of them contain normal grave goods: household items, brushes, mirrors, daggers, decorative pins, and simple jewelry worth a total of 3,750 gp.

329. Shrine of Charun

The dwarves who built the citadel venerated many deities, but Charun was chief among them. This shrine hasn't seen an adherent of Charun since the citadel fell to the knights of Khors a century ago, and during those silent years it lost whatever connection to the divine it might once have had. The danger now comes from an entirely mundane source.

There's no mistaking this is a shrine to Charun, god of death and patron of rivers. Or rather, it was such a shrine. A statue of the enigmatic rower rises from dark water beyond a polished granite floor. The dwarves hid their icon well. From the looks of it, you may be the first visitors here in generations.

Still, this area is unusually clean and well preserved compared to the chambers behind you.

Although this shrine directly adjoins the clacker beetle nest, the beetles tend to avoid it. The reason lurks in the water: a **gargoctopus** (*Creature Codex*) frequents the area, and it snatches away and devours any clacker beetles it hears scuttling across the stone floor. When the beetles attack en masse, characters who retreat into this chamber can find relative safety along the water's edge; the few beetles that pursue them here hug the wall.

Near the water, however, characters are well within reach of the gargoctopus, which isn't picky about what it drowns and eats.

Black River Tributary. The stream flowing past this shrine is a small branch of the Black River that flows through Level 5. In a world where spatial relationships make sense, this shrine is about 120 feet above the level of the Black River. But the Black River isn't simply flowing water; it's a current of magic. If characters travel along this branch somehow (they'd have to swim, fly, or make a raft from scavenged material—the "boat" in this shrine is part of a stone statue), it links up with the Black River somewhere near the portion shown on the Level 5 maps. There's no sensation of descending 120 feet along that watercourse. As far as the rafters are concerned, it's a flat, level trip. The length can be whatever you choose to

make it. It can even be different distances when moving in opposite directions.

Alternatively, if characters explore this stretch of water but you don't want them on Level 5 yet, after some length of time on the water, they arrive back at the shrine. They might come from the opposite direction (from the south if they headed out to the north, as if they'd traveled in a big circle), or they might approach from the same direction from which they left (somehow returning from the north even though they headed out to the north and never turned around or followed any branches). The Black River doesn't need to make sense; it follows its own rules. Recall the Black River is also a shadow road; characters who get too aggressive about exploring this waterway could suddenly find themselves rushing along the River Argent through the Rothenian Plain, on a mountain lake in the Ironcrag, or even paddling through the sewers of Triolo.

330. Clacker Beetle Nest

This cavern is the clacker beetles' home and breeding ground, and it's where they drag all the shiny bits of gold and gems they find in the tombs.

Three features immediately catch your attention in this natural cavern.

One is the amount of gold and silver coins, gems, glass, and jewelry scattered haphazardly across the floor.

The second is the towering mounds of dirt and gravel that rise from the floor or form sloping heaps against the walls and which are laced with narrow tunnels.

The third is the sound of continual clicking and clacking coming from those tunnels and from the large beetles you see crawling from the tunnels and across the floor, walls, and ceiling.

The number of **clacker beetles** and **clacker beetle swarms** in this chamber is effectively unlimited. You can hurl as many or as few against the party as you want, and there are always more available. Even if characters set off three *fireballs* in this chamber, one after another, enough clacker beetles survive in their deep tunnels to overwhelm arrogant groups. (This doesn't mean characters can turn this chamber into an infinite XP farm. If characters actually fight an army of beetles, they should get the XP for them, but we recommend capping experience for fighting clacker beetles at 1,500 points per character. You can learn only so much from killing bugs; after that it's just gratuitous slaughter.)

Clacker beetles are primarily scavengers, not hunters, so they don't see live humanoids as prey. They do, however, see large, noisy creatures as threats, and any threat near the nest must be eliminated at any cost.

The key to safety in this chamber, then, is being slow, stealthy, and methodical. A character who stands still *and* makes no loud noises or sudden moves—such as those involved in casting most spells, but not (for example) bending down to pick up a ruby from the floor—isn't bothered. A character who moves no more than 5 feet in a turn must make a successful DC 8 Dexterity (Stealth) check to avoid causing alarm in the nest. A character who moves 6 to 10 feet in a turn makes the same Stealth check but with disadvantage. A character who moves farther than 10 feet in a turn or does anything else a nervous beetle might find startling—brandishing a weapon, casting a noisy or flashy spell, shining a bullseye lantern around the room or opening a hooded lantern, speaking above a whisper, bumping against one of the nest mounds, or kicking over a small heap of coins—automatically causes alarm in the nest.

Once an alarm is triggered—and it's inevitable, eventually, no matter what characters do (see The Swarm)—characters are attacked by one **clacker beetle** and one **clacker beetle swarm** per every two characters in the party. Another beetle and swarm joins in every round, or more if you deem it necessary to maintain the excitement. See The Swarm for advice on staging this part of the level.

Treasure. The beetles have accumulated significant treasure in this vault by raiding the grave goods left in the tombs. In each 5-foot square, careful characters can gather 1 to 600 (d100 × 1d6) gp worth of coins, loose gems, jewelry, small decorative carvings, and other trinkets. Clearing a single 5-foot space this way without alarming the nest takes at least 5 minutes of slow, methodical movement. Going faster than that requires a DC 8 Stealth check, and going much faster causes alarm automatically.

Two special items of note can be found here by persistent characters. These are a *potion of supreme healing* in a crystal vial with a topaz stopper (hauled from the slain trollkin's kit) and a gold *ring of lightning resistance*. You can place these wherever you like, but both should be in different spaces and at least 20 feet from where characters enter the chamber.

331. Bat Caverns Access

The hole in the floor of this cavern opens in the ceiling of Area 406. The floor of that cavern is 50 feet below this one. There are no ropes, ladders, or notched handholds to serve as climbing aids, just a 50-foot drop to the cave floor. There are a few broken stones here a rope could be tied to plus plenty of places where a spike can be hammered into the wall to secure a rope. Other than that possible escape route for reckless characters who choose to flee into this room from pursuing beetles, there's nothing of interest here.

THE SWARM

This level is the clacker beetles' home, and they become aware of intruders as soon as the characters arrive. Clacker beetles aren't very intelligent but they do have a well-honed instinct for survival and for defending the nest. Note the layout of the map. No matter where characters are searching and exploring in the tombs, clacker beetles can move quietly through other chambers and corridors to get past the intruders and surround them.

The whole time characters are on this map, clacker beetles are stealthily maneuvering all around them. Unless characters post guards in positions where they can see every passage, the beetles find a way to get around them unseen. When the time is right, they attack en masse from every direction.

"When the time is right" is up to you. If characters assault the nesting chamber (Area 330) or cause alarm there, that certainly qualifies. If they unleash an alarming string of destructive magic (multiple rapid-fire *thunderwave* spells in the warlocks' tomb, for example), that's another good trigger. Or if they're just being overly cautious and you're getting bored, that's an equally good excuse to liven things up. Ideally, however, the attack should come near the end of the party's explorations, after they've had a glimpse into the nesting chamber so they have an inkling of what they're losing out on by retreating.

Remember, the number of soldier beetles and swarms is limitless. That doesn't give you carte blanche to overwhelm the characters with a single massive attack and kill everyone. You want to deliver a series of blows that knock the characters off balance and keep them that way until they withdraw from the level. Ideally that will be a fighting withdrawal with characters battling their way through weak points in the beetles' deployment to escape from traps and constantly seeking ways to get closer to the exit.

Throw a wave of beetles at the party from several directions and, when those are nearly (but not entirely) all gone, launch the next wave. Appear to leave a path open for retreat, then when characters take it, slam it shut with another wave of beetles. Make it seem that the beetles are nearly wiped out and characters are on the verge of triumph, then bring in the biggest wave of reinforcements they've seen yet.

Don't make it a shooting gallery; characters need to be pressed hard and pushed to the brink of defeat by every wave for players to feel the excitement. When they're down to their last spells and their last hit points, and they're certain the next wave is bound to roll over them, that's the time for the beetles to commit a small but important mistake and leave a weak perimeter the characters can smash through to escape with their lives—barely.

In these fights, aim for a roughly even mix of soldier beetles and swarms. Vary the sizes of the waves. You can start big or small, but keep mixing it up. A small wave should have one enemy per character. A big one could have two, three, or even four enemies per character if they're arrayed in a way that lets the characters narrowly escape from a trap and bottle them up. Remember, the soldiers have a trait that allows them to double up in a 5-foot space, and a swarm can be in there too. Soldiers also like to position themselves behind swarms and attack by clacking. The more beetles overlap their clacking cones on targets, the better.

Again, put the pressure on and keep it on, but keep it pulsing. Like any story, the battle should have dramatic highs and lows, furious action and brief lulls. The beetles are an implacable foe that simply doesn't ever give up.

RESTOCKING

If characters retreat to rest after only partially clearing this level, the trollkin's aggressive response is detailed in the introductory section of this level. Once the level is cleared, a few things can still happen to cause problems for the characters.

First, some number of trollkin and lich hounds could have been away on a hunt or a raid when the characters arrived. Returning to find all their clansfolk killed is certain to set them on the path of vengeance. They are more than capable of resetting the level's traps and devising new ones in likely areas such as the tunnel to the surface (Area 318) and the drop down to the bat caverns. Something as simple as weakening the fungus-rope ladder so it breaks while someone is climbing it gives that character a long fall and potentially traps the whole group in the deep levels.

Second, one or two dire owlbears were left out of the level's forces because a few are always out hunting. Being barely intelligent, they're unlikely to seek revenge for murder; they kill for the sake of killing. They might also rip apart the fungus-rope ladder in the hole once the party uses it and gets their stink on it.

Finally, the ring servant continues prowling through this level once activated in search of its enemies until it or they are destroyed. It's up to you whether it recovers hit points between battles; we recommend giving it 12d10 Hit Dice and letting it heal via those, the same as a character. It recovers half its Hit Dice every 24 hours. The monolith footmen might also aid the ring servant by blocking critical pathways, as they did at the top of the stairs outside Thor's shrine.





LEVEL 4: BAT CAVERNS

The bat caverns offer a potentially stark contrast to the trollkin-occupied barracks. Initially, stealth is paramount, but even the stealthiest group is bound to be discovered eventually. Retreat from this level while under attack is impossible, since the only way out is to climb 80 feet up the rope ladder (from Area 401 up to Area 317) while under attack by flying enemies.

TWO APPROACHES

The adventure offers you two different ways to run this level. Your decision on which to use should be based on the temperament of your players and your estimation of what they want from the adventure.

The more complicated approach treats this level as a delicate balance-of-power situation between three rival factions. All three would be happy to kill the characters, but only after they help them defeat the rival factions. Only one of those factions is committed to stopping the characters from descending deeper into the citadel and confronting Gellert the Gruesome. The characters alone

aren't strong enough to defeat all three groups. They need to use diplomacy, intimidation, and subterfuge to play the factions against each other and defeat them one by one.

Some groups of players are just not cut out for—or not interested in—that kind of roleplaying challenge. This might sound cynical, but long experience shows that trying to shoehorn players into an intricate style of play they dislike and have no aptitude for is usually counterproductive. For them, we offer a more straightforward situation in which it's possible for characters to infiltrate the first group, slaughter everyone, smash into the second group, slaughter everyone, smash into the third group—and maybe slaughter everyone, or maybe the party will be the ones getting slaughtered at that point. By the end, they'll certainly be covered in something—whether it's glory or ignominy depends on whether the characters really are the badasses they believe themselves to be.

Although the second approach is almost entirely oriented around combat, the first approach isn't combat-

free. The characters are bound to fight several desperate battles on this level either way. The differences are how they get into these fights and the consequences for failure.

In numbered area descriptions, notes applying to the straightforward assault approach are labeled Into the Fray. Notes applying to the more intricate, political approach are under the label Delicate Balance.

FACTIONS

This level is divided into three distinct areas: the bat caverns and temple of Camazotz with its fanatical bat cultists, the derro village where inhabitants brew and imbibe reality-altering fungal concoctions, and the sanctum of Imortra the Debased and her diabolic servants. The area also has several important features that exist in a parallel reality. These become visible and accessible only after imbibing plane-shifting fungal extracts cooked up by the derro. Crossing the threshold into this alternate reality involves some risk but also offers advantages on both this level and Level 5.

CULT OF CAMAZOTZ

All derro have an affinity for bats; only the most extreme end up worshipping Camazotz, the demon lord of bats and fire.

A **derro speaker to the darkness** (*Creature Codex*) named Gilsfeyr led his band of outcasts along the Black River until they found this cavern and its population of giant vampire bats, saber-toothed bats, bat swarms, and fire eater swarms. Recognizing a sign from Camazotz when he saw one, Gilsfeyr declared this spot to be their new home. The derro built a small village, constructed a temple, and set about establishing dominance over the bats and raiding the surface for slaves. After the citadel dwarves were wiped out and the barracks above was left empty, the derro mined up to the stables so they could use the owlbeats' tunnel as a shortcut to the surface.

On one of their raids, the derro captured a red dragonborn. When the captive demonstrated it could breathe fire (during an escape attempt in which several derro were killed), he saw an opportunity. He fed the dragonborn a diet of ego-suppressing lichen extract, renamed him Drakustanz, gave him a degree of provisional freedom (but with his will to resist crushed), and elevated him to a position of great ceremonial significance within the cult.

KURGOROM'S VILLAGE

After the derro settled here, a rift developed between two contentious leaders. On one side are Gilsfeyr and his fanatical worshipers of Camazotz and the giant bats of the cavern. On the other are Kurgorom, a **derro witch queen** (*Creature Codex*), and her loyalists who've grown tired of chanting endlessly to bats through a haze of soporific smoke and prefer traditional derro pursuits such as raiding the surface, tormenting captives, and brewing dangerous fungal extracts.

IMORTRA THE DEBASED

The presence of Imortra the Debased keeps the tension between Gilsfeyr and Kurgorom from erupting into a bloody battle for dominance. Imortra commands more power than either group of derro in the form of conjured devils, and she skillfully plays the derro factions against each other to keep them in fear and serving her interest.

Imortra is Gellert's top disciple. He trusts her as much as he trusts anyone, and he ensures her loyalty with a skillful mélange of bribes and intimidation. For her part, Imortra is well aware of the risk she runs associating with someone like Gellert but she considers him a useful master.

Although he guards his secrets jealously, he's already taught her things she couldn't have learned elsewhere and given her access to vast ley-line power. She hopes to one day supplant the master, if she survives the apprenticeship.

A large number of captives are also held on this level. Most of them are too weak to be any help in the inevitable battles, and they are a significant burden to the characters when they're released.

OPTION 1: INTO THE FRAY

If you opt for this approach, the level consists of three distinct "battle zones" with little overlap. The bat cultists occupy Areas 401–412. The derro villagers occupy Areas 414 and 415. Imortra the Debased and her minions occupy Areas 416–418. Area 413 is its own encounter.

A fight in one of these battle zones doesn't spill into an adjacent zone, and creatures in other zones don't react or respond to a ruckus outside their zone. The exception is if characters run from one zone to another in the middle of a battle; enemies may pursue in that case, if it seems tactically wise for them to do so.

Within their own zone, enemies are free to move and respond to threats as effectively as you deem appropriate. The area where this matters most is the bat cavern (Area 403). The fight in that area starts small, but reinforcements flow in continually from more distant parts of the zone. The pacing in this battle is particularly important (see 403. Bat Cavern for more information).

Characters can take short rests after battles, but under this option they can't take long rests anywhere on this level. If they try, their rest is interrupted by an attack from either derro dements (if they're resting after the first battle) or by devilish scouts (if they're resting after the second battle). To finish a long rest, they need to withdraw from this level entirely. Even then, scouts might seek them out on the level above. The farther they withdraw, the safer they're likely to be.

Taking a long rest does give the derro villagers and Imortra time to realize their homes are about to be attacked. They can't be surprised once they're alerted this way. Some defensive measures they can take include cutting down or dangerously weakening the rope ladder, posting sentries, and rigging traps on the most likely approach routes (Areas 412, 414, and 416). Every derro is provided a *potion of augmented reality* that is downed at the first sign of trouble. Imortra casts *mage armor* on herself beforehand and plans to cast *banish* on whomever she perceives to be the most powerful spellcaster in the group as an initial volley.

OPTION 2: DELICATE BALANCE

If you opt for this approach, the number of foes is significantly higher than it would be under option 1. Since characters don't need to fight them in quick succession and can even have allies in some fights, these battles are still winnable.

Of the three "political" divisions on this level, only Imortra the Debased is interested in stopping intruders from reaching the next level down where Gellert the Gruesome resides. The derro profess their loyalty to Imortra (not to Gellert, whom they've never seen), but their pledges mean nothing. They're barely sane at the best of times, and between the derro's fevered worship of Camazotz and the dangerous fungal extracts they imbibe, these times are less than ideal.

Both groups of derro are vile and depraved. They have no sense of right or wrong. The strong do what they want and the weak cringe and cower to survive. No matter where an individual derro falls on that scale, they all enjoy tormenting and bullying anything weaker than themselves. Being bullied doesn't give them empathy for creatures in a similar plight; it only makes them want to punish something smaller even more. They don't fall in love, they don't care for the sick or the elderly or the wounded, and their own children survive on scraps and fear. If given the chance, they gleefully enslave the characters, blind them, torture them to death, and eat their flesh—perhaps not in that order. The bats have a more stable society than the derro.

To survive here, the characters must make deals with these monsters.

Characters need to be cautious as they enter the bat caverns. The large and small caverns contain more than enough bats of every kind to overwhelm most parties, and that's before any derro get involved.

Bear in mind, however, that a 6th-level wizard has the potential to cast three *fireballs* in rapid succession. That's the perfect weapon in a wide-open arena like the central cavern (Area 403), especially against flying enemies and swarms. If you set out hoping to shepherd characters through this level on the Delicate Balance path but make a mistake during the opening moves that results in most of the bats being rapidly slaughtered, you can try to recover the situation, or you can just go with it and switch to Into the Fray.

A useful parallel here is a zombie apocalypse. Think of the bats like zombies. They're an obstacle, dangerous to someone who's cornered and out of options, but the real enemy is the living derro. The bats are just animals. The derro cultists are insane and homicidal.

Unlike the Into the Fray option, the total enemy force here now is overwhelming even for 6th-level characters, and there's nowhere to hide and no safe way to retreat. Characters who try to smash their way through the level will kill plenty of bats and probably many derro, but in one long battle their luck runs out when Imortra and her conjured devils show up. Because the only way in or out (initially) is via an 80-foot rope ladder, characters who try to retreat will be picked off like birds on a wire.

So what are characters to do? How can they "defeat" this level?

The only reason the derro tolerate Imortra's presence is fear; they fear her and her conjured devils, and they're terrified of her unseen overlord Gellert the Gruesome. They don't care for each other either. The Camazotz cultists under Gilsfeyr think their non-worshiping cousins are heretics, and the fungus-growers under Kurgorom think the bat cultists are maniacs who'll be torn apart and eaten by their beloved bats eventually.

Ideally, you want characters to get through this level by talking to its residents. The derro aren't here as guards. Unless characters are in the act of slaughtering all the bats, Gilsfeyr is intrigued by the appearance of powerful outsiders who could upset the local balance of power in his favor. Gilsfeyr and Kurgorom would both be happy to hear that the characters intend to kill Gellert. Either group will even offer to help them kill Imortra, provided they also wipe out the other band of derro.

If someone is wearing Cagoth-ze's amethyst brooch, the derro assume that character is in charge and address all their conversation toward the wearer. They figure out fairly quickly that the character is an imposter who stole the brooch from someone on an upper level, but it buys the wearer great deference in the meantime.

The derro absolutely can't be trusted as allies; in fact, they're guaranteed to turn against the characters once their enemies have been killed. The chance for treasure and slaughter is irresistible to them, whereas the notion they should honor a promise to outsiders barely registers. Once they see what the characters are capable of, the derro might even throw a feast in the characters' honor and slip sleeping poison into their food or capture them in their sleep.

In the end, the characters may wind up defeating everything on this level anyway. But if they approach the situation intelligently, they can play the three factions against each other and fight them one at a time instead of all at once and thereby have a chance to survive.

You can't railroad characters into this line of action. Give them clues and opportunities, but the players decide what their characters do. If they form a plan that's guaranteed to fail and get them killed or captured (or they blunder ahead with no plan at all), you should point out the immense risk, but you can't forbid them from choosing their own path.

Always be flexible. Characters might come up with an excellent plan that's completely different from the "divide and conquer" approach suggested above. If you think it could work, let it play out. Player creativity deserves to be rewarded.

But don't let a weak or foolish plan succeed out of sympathy. At the very least, characters who blunder in this situation should be captured, tormented, and humiliated for a while before pulling off a daring escape.

TRUE SEEING

Many areas of this level exist in both Midgard and a parallel, alternate dimension at the same time. A character with truesight or under the effect of *true seeing* magic sees both realities at the same time and can interact with both. This ability is vital to mitigating some of the dangers found here.

The derro brew *potions of augmented reality* that allow them to see this alternate dimension. They also poison some of their weapons with a derivative of that potion, and one of its side effects is to bestow momentary truesight on poisoned creatures. Characters can learn about this three ways: by being struck by poisoned weapons and having visions of an altered reality around

them, by searching the derro village and discovering what they think are *potions of true seeing*, or by being given the potions by Kurgorom. However they learn about the potions, it's your job to subtly encourage someone to drink one and discover the additional secrets around them.

If characters get their first glimpses of the parallel reality by being poisoned, don't explain what's happening in clear terms. At first, they should have legitimate concerns over whether their senses are expanding and revealing an authentic, other reality to them, they're hallucinating, or they're losing their minds.

401. Large Roosting Chamber

A rope ladder made of twisted fungus fiber drops down (from Area 317) to the pile of debris in the southwest corner of this chamber. The debris pile is 5 feet high in the corner but slopes down to the floor. The bottom end of the ladder is anchored to heavy stones so it doesn't swing wildly when someone is climbing or descending, though it still moves enough to be unnerving to climb. If a creature on the ladder takes damage from an attack, the creature must succeed on a Strength saving throw or fall. The DC equals the amount of damage taken.

The ladder is 80 feet long from the floor of the cavern to the floor of the stables above. The bottom 50 feet hangs through open space where a climber can be attacked with ranged weapons and spells and by flying creatures. The top 30 feet ascends through an 8-foot-diameter chimney where a climber is safe from most flying enemies but could still be targeted by ranged attacks from directly below.

The stones of the debris pile are loose and treacherous. Every creature that steps off the rope ladder onto the debris pile must make a successful DC 5 Dexterity (Acrobatics) check or skid to the bottom of the pile amid a clatter of loose gravel. That noise draws the attention of 1d4 swarms of bats in this chamber. The swarms must be dealt with quickly and quietly to keep the situation from rapidly getting out of hand. Use your best judgment here. If the characters act intelligently and decisively, whether to kill the swarming bats or to quickly conceal themselves, that should be sufficient. If they dither, shout, take conflicting actions, or cast loud, flashy spells such as *thunderwave* or *fireball*, unleash the cave at them.

If anything larger than a pebble is dropped through the hole from the stables, the bats in this chamber become alert. Pebbles fall all the time and don't attract attention. Tin plates and unhooded lanterns on ropes absolutely do get noticed. Because the bats are clinging to the ceiling, they can't be seen by looking down from the stables.

This natural cave is higher than it is wide. The rope ladder you're on sways madly from side to side, although it must be anchored to something at the bottom or the swinging would be even worse.

Of more immediate concern are the bats clinging to the ceiling of the cave. There are thousands—perhaps tens of thousands—of them, and the least noise could startle them into a frenzy.

This cave contains twenty **swarms of bats**. Even if they all attack at once, they aren't very dangerous to 6th-level adventurers, but the things that are drawn to sounds of protracted battle from Area 402, 403, and beyond are much worse. Fortunately, the Large bats don't often enter this chamber because of the narrow openings. They can get in by crawling along the ceiling, but they'd rather not.

As with all swarms, remember these aren't normal, garden-variety bats. They've been warped by the presence of the cultists into something malevolent.

Into the Fray. Unless characters unleash tremendously noisy or explosive spells against the bats, other bats and derro ignore what's going on in this remote corner of the cavern. If characters get through this cavern without much of a fight, these bats can join in a later fight if it needs reinforcement, or they can sit out the rest of the battle.

Delicate Balance. Even if none of the bats attack, hundreds of them watch the characters constantly with what seems malevolent intent. A few fly away into the larger cavern—to carry a warning? If needed, they join a later fight and gang up on characters who are behind the lines, knocked down, or at some other disadvantage.

402. Small Roosting Chamber

This is the smaller of the two roosting chambers. Its ceiling is lower, but it has a broader opening to the main cave, which makes it the primary roost for the larger **saber-toothed bats** (see the appendix). Up to sixteen of the creatures are here at any given time.

The roof of this cavern is 40 feet above the floor, and it's crowded with bats the size of small dogs. For the moment at least, they're calm, although they seem to be watching you. Their eyes are open and their downward-turned faces expose long, daggerlike teeth, almost like a saber-tooth tiger's.

These savage bats are aware of the characters, whether or not they react. Every character sneaking through the chamber must make a successful DC 13 Dexterity

(Stealth) check or rouse one saber-toothed bat into attacking. Characters who don't bother sneaking stir two bats into attacking. If any attacking bats are still alive at the start of the bats' turn on the third round of combat, roll 1d6: on a 1–4, one swarm of bats from Area 401 joins in, on a 5–6, one saber-toothed bat joins in. From that point on, one more reinforcement flies into the fight (type determined randomly) every round until there are no more live bats in the fight at the start of the bats' turn or until the characters escape, probably by slipping into the submerged corridor (Area 406).

Into the Fray. As long as characters avoid using noisy or flashy spells and stay in this area, the fight remains confined to the small roosting chamber.

Delicate Balance. This chamber is more exposed than the large roosting chamber. At the end of every round of combat, roll any die. On an even result, derro at the north end of the cavern spot the disturbance and alert Gilsfeyr, who dispatches a team of four **derro pariahs** (see the appendix) with orders to investigate but not engage.

403. Bat Cavern

This immense cavern is the heart of the Camazotz cult. The temple (Area 410) is the priests' inner sanctum, but this is their cathedral.

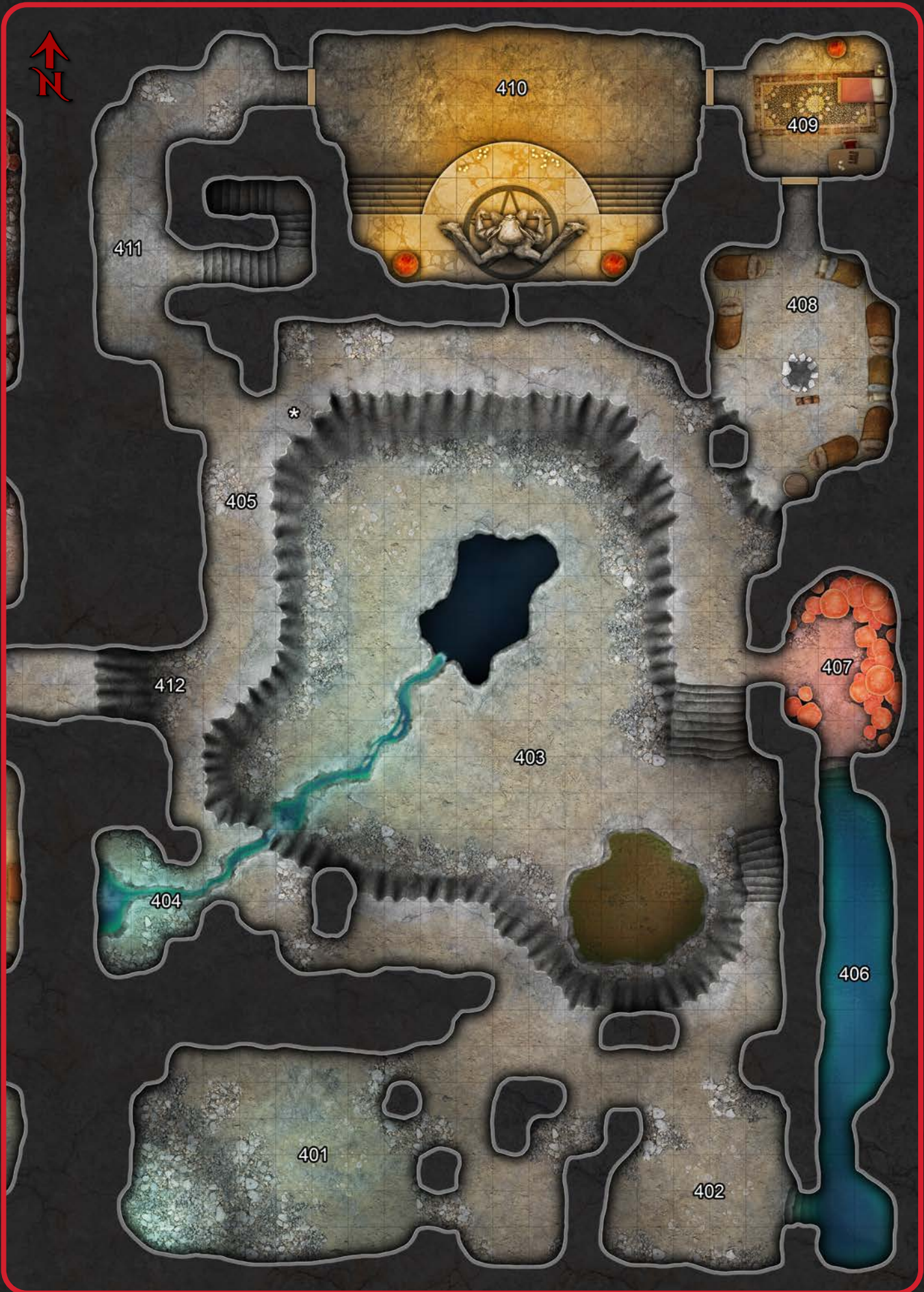
The cavern is roughly 90 feet north to south and 75 feet east to west, large enough that creatures relying on torches, lanterns, or typical darkvision with a 60-foot range can't see the opposite wall from any ledge. A fire in the acolytes' barracks (Area 408) can be seen from anywhere in the cavern, if one is lit.

You're at the edge of a cavern so immense you can't see the opposite wall. The ledge you're standing on appears to circle most of the cavern at a height of at least 10 feet above the floor. You hear the soft echo of splashing water. The roof is uneven, roughly 60 feet above the floor.

The roof is also crowded with bats, some as large as a dwarf.

The ledge at the south end of the cavern is 10 feet above the cavern floor. This holds true to about midway along the east and west sides of the cavern. At that point, the ledge slopes upward. By the time it reaches the north end of the cavern, the ledge across the north wall is 20 feet above the floor.

The hole in the floor through which the turquoise stream flows drops about 50 feet to the Black River. The hole is centered over a spot near the entrance to the golden pyramid chamber (Area 505).



1 square equals 5 feet

Fetid Pool. A pool of filthy, stagnant water has collected at the south end of the cavern. The liquid is so murky it's opaque, making it impossible to visually judge how deep it is. In fact, it's more of a pit than a pool, at 15 feet deep. It's the cozy lair of an **otyugh** that dines on the scraps of bodies and other waste that fall down the oubliette. Most of the time it pays no attention to what's going on in the cavern, but it perks up when anything disturbs its pool. For example, if someone pokes a 10-foot pole into the water, the otyugh snatches the creature with a tentacle and pulls it in.

Into the Fray. Characters face one drawn-out battle in this cavern. Their foes consist of:

- Gilsfeyr (**derro speaker to the darkness**; *Creature Codex*)
- Drakustanz (**dragonborn gladiator**; appendix)
- Six **derro pariahs** (appendix)
- Two **giant vampire bats** (*Creature Codex*)
- Four **flame-eater swarms** (*Creature Codex*)
- Six **saber-tooth bats** (appendix)
- Optionally, you can add a few **derro shadow antipaladins** (*Tome of Beasts*) if the derro need more firepower

That's a potentially overwhelming force against four 6th-level characters, which is why this battle should be broken into two or more waves. In the initial battle, throw half to two-thirds of the force at the characters. When the heroes are on the ropes or when the monsters suffer a debilitating loss such as the death of Gilsfeyr or Drakustanz, the monsters break off to regroup. That gives the characters a chance to cast healing spells, drink potions, maneuver to a better position, or even withdraw from the level completely if they're badly beaten up. After ten or fifteen minutes, the derro and bats resume their attack with everything that's left of their force—and with any luck, the characters prevail by a narrow margin.

The numbers of foes above are suggestions only! If your group contains more or fewer than four characters, or if they're especially adept (or inept) in tactical situations, or if they toss off *fireballs* like confetti on New Year's Eve, you must make adjustments. Don't undercut the excitement just to adhere to the list. If the first wave is annihilated without putting any pressure on the characters, double it and try again. The number of foes in this cavern is effectively unlimited. The only limit that matters is how much the characters can endure. You should push them to that limit or even a little beyond. They'll have plenty of opportunity to recover afterward.

Delicate Balance. Your goal at this stage is to steer the characters away from a battle and toward a roleplaying encounter with Gilsfeyr. After the carnage in the dwarven barracks, they may be keyed up for endless bloodletting. This is another situation in which your familiarity with your players is crucial; adjust the encounter to fit best at your table.

When characters arrive, they interrupt a "worship service" in progress. Use this description instead of the read-aloud text presented earlier.

You're at the edge of a cavern so immense you can't see the opposite wall. The ledge you're standing on appears to circle most of the cavern at a height of at least 10 feet above the floor. The roof is uneven but around 60 feet above the floor.

Wheeling through the darkness are hundreds, if not thousands, of bats. They range from the size of a fist to the size of a dog, but more than a few are as large as halflings with a wingspan yards wide.

The bats whip through the air in what seems like a frenzy of utter chaos. Some pass within inches of you—you can feel the rush of air as they whip by—but they pay no attention to your presence.

Far away in the darkness to the north, beyond the range of what you can see, you hear voices droning in the harsh tongue spoken by creatures that live deep underground. The chanting is accompanied by dull clanks and thumps made by wood and metal beating against stone.

For a few sudden moments, the cavern is illuminated by a gout of fire erupting from the far wall. You feel its heat on your face. Bats dive into the flames and seem almost to gulp them down like water. They glow like embers in the darkness as they wheel away into the shadowed recesses of the ceiling and walls.

As the flames recede, the image of an immense bat draped in jewelry of gold, gems, and human bones fills the cavern from floor to ceiling. Its voice echoes in the cavern. "Strangers! Approach the sanctum! My acolytes will show you the way." From a short distance away, two dwarflike creatures beckon to you.

The two dwarflike creatures are derro pariahs standing at the top of the steps just outside the mushroom cave (Area 407). The gigantic bat is an illusion created by Gilsfeyr, who's positioned in the sanctum of Camazotz (Area 410). It disappears after delivering its message; characters can't engage it in conversation and the two derro don't respond to questions or statements in any meaningful way. If characters follow as instructed, the derro lead them around the cavern along the northern ledge, through Area 411, to the sanctum.

If characters opt to attack everything in sight instead of following the derro to find out what's going on and who spoke to them, feel free to hit them hard. The flame eater swarms are charged up with fire from diving through the ceremonial flames (so their bites deal an extra 9 [2d8] fire damage), all the bats are in a frenzy, and the derro are whipped into religious hysteria. Overwhelm the characters with a tidal wave of **giant vampire bats**, **saber-tooth bats**, **flame eater swarms**, and **derro pariahs**. The exact number isn't important. If you need more, bring more. Don't give characters any shot at Gilsfeyr or Drakustanz, but indulge yourself with a guilt-free TPK: Gilsfeyr wants the intruders alive. The monsters knock them unconscious and capture them. The characters wake up, tightly bound and gagged, in the sanctum of Camazotz.

404. Turquoise Spring

This spring arises from an aquifer through which the ley line passes directly, infusing the water with its energy.

Water trickles out from between stones in the wall to form a pool, which flows out the chamber and across the cavern before falling through a large hole in the floor.

The water is ice-cold and shimmers in many different shades, from brilliant azure to teal to dark twilight blue. Somehow the colors don't intermix but remain clearly separate as the water swirls.

The water has no healing properties or other benefits for living creatures. Because it's infused with ley-line energy, a magic item that recovers expended charges overnight regains all its expended charges after 1 minute submerged in the pool. After recharging this way, the item must regain charges normally before this effect works on it again.

Into the Fray and Delicate Balance. No changes.

405. Collapsing Ledge

The ledge around the northwest corner of the cavern has been undermined to collapse. Examine the overlay of that area to see which parts of the ledge are affected.

A *glyph of warding* is located at the narrowest part of the path (marked with a star on the GM's map). The glyph is concealed under a layer of dust and gravel, making it impossible to detect without a purposeful search and a successful DC 18 Intelligence (Investigation) check. If a creature that isn't a derro, a bat, a dragonborn, or Imortra the Debased steps on the glyph, it triggers a carefully arranged *stone shape* spell near the base of the ledge that causes the ledge to collapse.

Gilsfeyr knows two command words for this glyph; one causes it to collapse immediately, while the other prevents it from collapsing to render the ledge safe for a short time. He can utter either command word at any time, requiring no action, although he must be capable of taking actions (not unconscious or paralyzed, for example).

When the glyph is triggered, place the overlay on the map.

- Every creature in a collapsing ledge space takes 7 (2d6) bludgeoning damage from the fall plus 11 (2d10) bludgeoning damage from grinding rocks and is prone and grappled (trapped in debris; escape DC 18) at the cavern floor. A successful DC 18 Dexterity saving throw halves the bludgeoning damage from grinding rocks and prevents being grappled but doesn't alter the falling damage.
- Every creature on the floor of the cavern that is hit by sliding debris takes 11 (2d10) bludgeoning damage and is prone and grappled (trapped in debris; escape DC 18). A successful DC 18 Dexterity saving throw halves the damage and prevents being grappled.

The collapse of the ledge sends shockwaves through the cavern that arouse all the bats and awaken the otyugh in the fetid pool.

Into the Fray. The derro try to lure the characters around the ledge to trigger this trap (without being caught by it themselves). Gilsfeyr prevents the ledge from collapsing at the first opportunity if it looks like more characters might enter the danger zone.

Delicate Balance. Gilsfeyr prevents the ledge from collapsing when characters first follow the derro around the north edge of the cavern. Otherwise, the trap should be used as noted in *Into the Fray*.

406. Submerged Corridor

Giant vampire bats and saber-tooth bats never enter this tunnel. Swarms might follow characters inside. Roll 1d6 for each swarm fighting the characters. On a 5 or 6, it follows them in and keeps fighting; on a 1 through 4, it continues swooping around outside the tunnel and might even return to its roost after a few minutes if the cavern isn't in a general uproar.

A short flight of stairs leads down to a submerged corridor filled with ice-cold water of a brilliant blue hue.

The hole in the floor of Area 331 leads through a short, twisting chute before emerging from the ceiling of this tunnel. The tunnel is only about 7 feet high, and the

water is 5 feet deep. Small characters and shorter dwarves must swim or be supported by a friend.

The icy water is a sort of incubator. Each character who enters the water is attacked by two **rime worm grubs** (*Tome of Beasts*) after a round or two.

After 5 minutes in this frigid water, a character must make a successful DC 12 Constitution saving throw or gain one level of exhaustion. Repeat the saving throw every 5 minutes characters spend in the water. Even after getting out of the water, the characters' clothing is sopping wet and ice-cold. They must repeat these saving throws every 5 minutes, but the DC decreases by 2 with every attempt after they leave the tunnel (DC 10 on the first attempt, DC 8 on the second, etc.). Stop calling for saving throws when the DC reaches 0, when characters find a way to get warm, or when they strip off their clothes and wring them out. Disrobing, thoroughly wringing out clothes, and gearing up again takes 5 minutes for a character without armor or in light armor, 10 minutes in medium armor, and 20 minutes in heavy armor. In this case, characters are still cold until they get dry, but they aren't cold enough to gain more exhaustion.

Into the Fray. If characters get into trouble on this level, they might try to abuse this corridor to their advantage. A typical ploy would be to launch a few spells and arrows at enemies, duck in here to escape, hide for 4 minutes instead of 5, run out to attack a few more bats, run back into the water, and so on. They can't avoid the saving throws that way. If they're in the water/out of the water/back in the water repeatedly without ever getting dry and warm, that's no different from being in the water for 5 minutes at a stretch. You can't exploit your way out of hypothermia.

Delicate Balance. No changes.

407. Radiant Mushroom Cave

This cave appears to house a colony of giant mushrooms, but they are actually lichens growing directly on the stone rather than fungi growing on decaying organic material.

The floor and walls of this chamber are covered in flat, orange growths resembling fungi or lichens. Some individual patches are up to 5 feet across. All of them glow with a soft light that warms the area slightly.

A character who makes a successful DC 12 Intelligence (Nature) check identifies the growths as lichen rather than fungi; rangers and druids succeed automatically.

These are the lichens Gilsfeyr uses to concoct the ego-sapping food and tea with which he controls Drakustanz. In fact, all the derro pariahs drink and eat some of it. The pariahs' dose is small enough that the effect on them is similar to a *charm* spell, whereas Drakustanz is effectively dominated.

A character who makes a successful DC 15 Wisdom (Medicine) or Wisdom (Survival) check after examining the lichen realizes it's safe to eat in small quantities but might produce unexpected long-term effects; the specific effect can't be determined without real analysis and experimentation. Arriving at this conclusion takes several minutes of in-depth examination of the lichen. Characters with proficiency in either skill can add twice their proficiency bonus to the check. If a character eats more than a nibble of the lichen, its only short-term effect is to give the character disadvantage on saving throws against charm effects for the next 2 hours.

The fungus component of this lichen is the parasite that causes mindrot. The method Gilsfeyr uses to prepare his ego-suppressing concoction kills the parasite, rendering it safe—from that danger, anyway.



BRYAN SYME

Imortra uses the lichen to transform some captives into **mindrot thralls** (*Tome of Beasts*) that protect her chambers (Areas 416–418).

Into the Fray and Delicate Balance. No changes.

408. Pariahs' Barracks

This simple chamber is where the derro pariahs sleep. The drop down to the main ledge of Area 403 is 5 feet, and along this section that ledge is between 15 and 18 feet above the cavern floor. There are simple handholds and footholds carved into the rock face so derro can safely climb into and out of the barracks area without going through Gilsfeyr's chamber (Area 409).

Seven rough sleeping areas are laid out on the floor around a fire ring. A water barrel stands near the south end of the cave.

The fire can be lit or unlit, as you choose, but the derro never build it high; they keep the embers low until more heat is needed. Despite its simplicity, the chamber is messy. The derro toss animal bones and other rubbish into the corners, which attracts rodents and various cave vermin. Everything is splotched with bat guano.

During a battle, Drakustanz is likely to stand at the ledge of this chamber and use his breath weapon into the cavern. Flame eater swarms whip through the flames to “energize” the additional fire damage on their bite attacks. Up to fourteen swarms can benefit from one cone of flame, which probably is more than you need in the fight.

Into the Fray and Delicate Balance. No changes. Derro pariahs aren't likely to be surprised while sleeping or lounging here because any fight should break out in the larger cavern (Area 403) and draw them in.

409. Gilsfeyr's Chamber

Gilsfeyr has many nice furnishings in his chamber that are completely atypical for his kind, all of which were gifts from Imortra (in the name of Gellert) to cement the loyalty of the erratic and mercurial derro. Gilsfeyr isn't rational enough for that sort of bribery to work long term.

The quality and refinement of the furnishings in this chamber are entirely out of keeping with the harsh cavern surroundings. A beautiful, hand-woven rug softens the stone floor. A bed with dyed wool blankets is pushed against the wall. There's a chest for storage, nightstands, a brazier for heat, and even a desk and chair. The only signs indicating this chamber's occupant is a derro are the rubbish strewn in the corners and the unrelenting odor.

There are papers on the desk but Gilsfeyr can neither read nor write, so they're covered in meaningless scribbles. The top of the desk is scarred by similar markings heavily gouged into the wood with the tip of a knife. The nightstands contain only rubbish such as the gnawed bones of rodents, scraps of leather, bits of string, and the mummified bodies of several bats. The unlocked chest contains a stiff cloak made from poorly tanned bat hides, a creepy leather mask resembling a man-bat hybrid, and a *spell scroll of greater restoration* bearing the stamp of the temple of Perun in Zobeck.

Into the Fray and Delicate Balance. No changes. Gilsfeyr should always be fought elsewhere as part of a larger battle.

410. Camazotz Sanctum

This shrine to Camazotz would be a surprising display of artistry on the part of the derro, but they didn't create it. The statue and platform were carved and constructed by imprisoned dwarves whose wills were destroyed the same way Drakustanz's was.

This chamber is eerily lit by two glowing braziers along the southern wall and by a third hanging on a chain from the middle of the ceiling. Steps ascend to a 5-foot-high platform topped by a 10-foot-tall statue of a batlike humanoid entity. Its outspread arms meld into wings that stretch 20 feet across. The hunched torso and crouching legs are humanlike, but the ferocious, snarling face is pure bat. The idol stands inside a pentagram that's deeply scribed into the platform.

The statue is clothed in a real kilt and girdle of silk, and it's draped in necklaces, bracelets, anklets, and armbands of gleaming gold, silver, and electrum. Its eyes are fiery red gems that glitter in the flickering light of the braziers. The wall behind the statue is blackened and scorched by fire.

A character who makes a successful DC 18 Intelligence (Religion) check recognizes the statue as a portrayal of Camazotz, demon lord of bats and fire. If the character has proficiency in Religion, they also know Camazotz is among the most savage and hate-filled of the demon lords—no small claim. Its dominion extends over bats, vampires, and the deep, eternally lightless regions of the world. Association with bats, darkness, and undiluted evil account for the demon's appeal among derro.

Any dwarf spots telltale signs the statue was carved by dwarves, not derro. The statue itself offers no clues why dwarves would do this.

Behind the statue, a narrow cleft in the wall extends through to the central cavern. There's enough room

behind the statue for a Medium creature to squeeze between the statue and the wall. During rites, Drakustanz is trained to use his flame breath through this slot, which focuses the flames into a line instead of a cone. This is what characters witnessed when they first saw the cavern if you used the Delicate Balance description of Area 403.

Treasure. The jewelry adorning the statue consists of a gold gorget (1,000 gp), two gold bracelets (200 gp each), two electrum armbands (100 gp each), two silver anklets (75 gp each), a leather girdle with a silver badge (250 gp), and a silver earring (25 gp). The gems in its eyes are red garnets (100 gp each). The silver earring has the properties of a *ring of protection* (it counts as a ring even when worn in the ear). Gilsfeyr is unaware the earring is magical.

Into the Fray. By the time characters reach this chamber, they may have already killed all the bats and derro. Alternatively, Gilsfeyr might decide to make a final stand here with Drakustanz and a few hand-picked derro pariahs. In that case, the statue provides them a magical boost. At the end of each round, the statue's gem eyes both flare brightly. One bestows 15 temporary hit points on one derro; the other inflicts 16 (3d10) fire or necrotic damage on one character of your choice. Camazotz prefers fire damage, but it uses necrotic if the target is resistant or immune to fire.

Delicate Balance. This is where Gilsfeyr presents his proposition to the characters. Preferably, they'll follow his minions here freely, but bringing them in shackles and fetters doesn't change the situation significantly from his perspective. (Bullying, torment, bondage, and ultimatums are common in derro society, and Gilsfeyr acts accordingly.)

Again, the staging described here is a suggestion only. If you know your players will react better if Gilsfeyr takes a different approach, follow your instinct.

Gilsfeyr is cruelty and amorality personified, but he's also a canny judge of people and a skilled manipulator. (No one rises to leadership in a demonic cult through religious devotion alone.) He emphasizes his cruelty rather than masks it, because to derro cruelty is a feature of leadership. This cruelty isn't directed at the characters; it's reserved mostly for Imortra the Debased and somewhat for Kurgorom and her followers, who are portrayed as being under Imortra's sway. Whether the other derro serve Imortra willingly or out of fear should be kept vague. Fear is such a huge component of the derro's daily experience that they simply don't recognize much difference between doing something freely and doing it out of fear of punishment.

Gilsfeyr explains the following points. This should be a roleplaying conversation, not a monologue. If the characters are captives, those who are obvious spellcasters might be kept gagged, but others won't be. If the party's leader and primary speaker is a spellcaster, that character could be ungagged but warned that there will be severe repercussions at the first sign of casting a spell. Two pariahs stand by with readied daggers to strike automatic critical hits if the spellcaster tries anything suspicious.

- The derro came here via the Black River long ago. He can't say how long ago because in eternal darkness, they don't reckon time by days, months, or years. It was during the time when sinful surface dwarves dwelled in the halls above. Gilsfeyr is glad they're dead.
- Imortra the Debased is an elf who rules these of caverns. She is a powerful conjurer of Abyssal creatures, but she doesn't venerate or even respect Camazotz.
- Imortra serves a being that dwells somewhere beneath them on the banks of the Black River, named Gellert the Gruesome. Gilsfeyr has never seen Gellert and fears to do so.
- Imortra keeps a handful of humans, elves, dwarves, and other weak surface creatures captive. They work as servants and are occasionally offered as sacrifices to her diabolic masters and mentors.
- Another derro leader, Kurgorom, lives with her followers in a village a short distance away. They farm and hunt in the caverns, occasionally raid the surface for captives, and do Imortra's bidding like slaves. They must be punished, but not until after Imortra is dealt with. They serve Imortra unwillingly and could be useful allies against her; why not let them bear the brunt of the inevitable casualties?
- The characters should carry a message of alliance to Kurgorom. With all the derros together combined with the powerful outsiders, they should be able to bring down Imortra.
- If characters ask about the nearby steps (Area 411), Gilsfeyr stresses that they are extraordinarily dangerous. The steps descend to the Black River and they're how he and the other derro came to this cavern when they arrived. That was before Gellert the Gruesome moved in and placed guardians on them. No one who descends those steps has returned since Gellert and Imortra arrived. He's being entirely truthful about this; all the derro are terrified of the steps and perform various superstitious rituals

whenever they pass by (tossing a white pebble down the passage, wiping some spit on the rock wall, crawling on hands and knees, plucking out a few strands of hair, etc.). Gilsfeyr promises to show characters a safer way to descend (Area 416) if they help him overthrow Imortra and Kurgorom, while assuring them they'll never find it on their own.

Do your best to sell this proposition. If nothing else, characters should realize they have little to lose by agreeing for now so they can explore other parts of the cave under the derro's safe passage and assess the larger situation before diving blindly into a potentially lethal battle.

If characters were captured, they might have been force-fed lichen tea while unconscious to weaken their resistance to Gilsfeyr's arguments. In this case, they must make DC 15 Wisdom saving throws to avoid being charmed by Gilsfeyr. Use this as a last resort, however; events will unfold much more smoothly if characters cooperate for their own reasons.

411. Stairs Down

These stairs make four ninety-degree left turns as they descend and eventually open onto Gellert's Landing (Area 501).

Into the Fray and Delicate Balance. No changes.

412. A Short Climb

This rock face is 20 feet high. The derro carved fingerholds and toeholds into it for their use, but they're cleverly hidden in the natural folds of the rock. Climbing up this shelf takes a successful DC 16 Strength (Athletics) check. If someone's ability check result is 20 or higher, they discover the climbing aids. The DC is lowered to 10 for characters using the holds to ascend or descend.

Into the Fray. Derro from either faction don't pursue characters past this point, but they remain on high alert nearby lest the intruders return.

Delicate Balance. This rock face is the boundary between Gilsfeyr's territory and Kurgorom's territory. The derro cross it frequently.

413. Crystal Platform

This cavern is the site of significant overlap between the characters' reality and a similar but not identical alternate dimension. A *true seeing* spell or potion allows a character to see and interact with both dimensions.

Even if characters are being escorted by derro pariahs who immediately guide them into the fungus farm (Area 414), they get a look into this chamber as they

pass nearby. Since they almost certainly haven't cast *true seeing* and probably haven't been affected by dement poison (see appendix) yet, they see the chamber as empty.

Without *true seeing*, characters get the following description.

This high-ceilinged cavern glows with an unearthly light in hues of purple. The light emanates from immense crystals growing around the base of the walls. Some of these crystals are as large as a person, but the walls are covered with much smaller versions, and the floor is strewn with purple shards.

On the western and southern walls, you see openings near the roof of the cavern that may be passages leading away.

The crystals are literally "not of this world." Their alien substance is anathema to matter from the Prime plane. If someone enters the chamber, the soles of their footwear dissolve in 2 rounds. After that, they take 3 (1d6) force damage at the start of their turn as long as their flesh is in contact with the floor. The same thing happens to anyone who climbs the wall, and any rope lowered down the wall frays and breaks within seconds. Climbing characters are also subject to attacks from the crystalline devils, described later in this section. It's not impossible for characters to get through this chamber without *true seeing*, but it requires tremendous creativity.

Here's what characters see with *true seeing* (show the players the Point-of-View illustration on the facing page):

This high-ceilinged cavern glows with an unearthly light in hues of purple. Six crystal pillars extend from floor to ceiling, and the pillars support two crystal platforms shaped like ovals. One platform is 15 feet above the floor, the other is 15 feet above that. Curving ramps extend from the ground to the lower platform and from the lower to the higher one.

Both platforms have an open space at their center. A pillar of insubstantial blue light extends from floor to ceiling through the openings. Nodules of light move upward through the blue columns, rising from the floor and disappearing into the ceiling. Their motion seems to be accompanied by the sound of singing or chanting that emanates from the nodules themselves.

Two identical creatures stand motionless on the platforms, one on each level. They're humanoid and human-sized, but they appear to be equal parts flesh and purple crystal.

The two creatures are **crystalline devils** (*Tome of Beasts*). They can see and harm the characters regardless of whether the characters see them. The devils' job is to

stop intruders from moving through the chamber. Unless characters used *potions of augmented reality* or cast *true seeing*, the crystalline devils are permanently invisible to them. If a fight breaks out, handle it as if the characters are fighting permanently invisible foes. Not even spells such as *faerie fire* break the devils' invisibility; technically, they don't even exist in the same reality, but they can reach into the characters' dimension at will to wreak havoc. Use descriptions like "crystalline claws appear from nowhere to rake across your back, then instantly disappear again into nothingness" to describe what the characters see.

If characters can see the crystal platforms, they can walk on them. The platforms are safe to touch, unlike the crystal-strewn floor of the chamber.

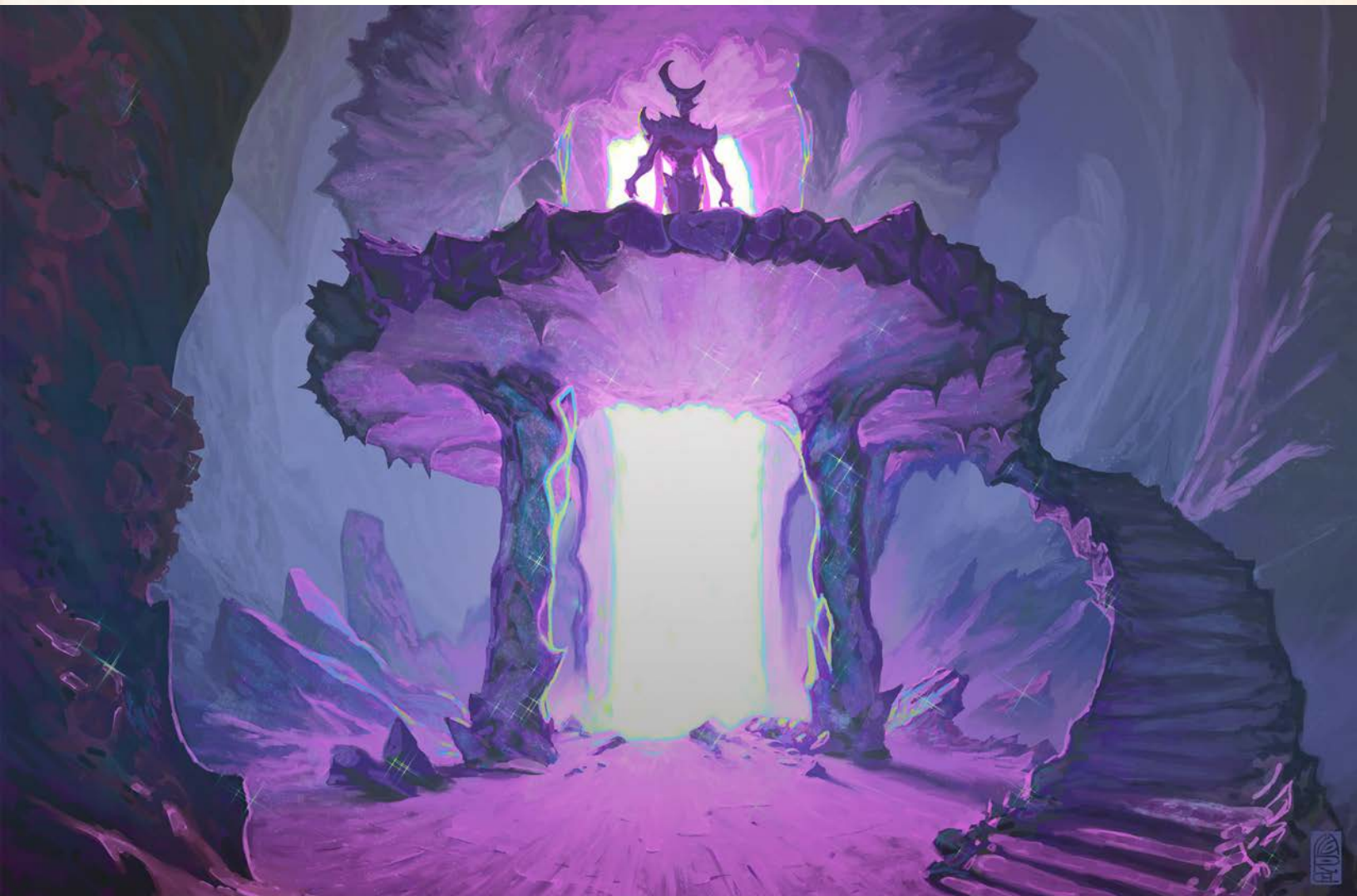
The blue-light-filled holes at the center of the platforms are a different story. These are open conduits of ley-line energy flowing upward from the Black River. Mortal flesh was never meant to interact with such energy. If a character touches the blue light in any way, whether experimentally or because they were pushed into it, roll 1d6 on the Blue Energy table.

Characters who transform into something else retain their original alignment, in addition to other exceptions.

Imortra and her devils, if confronted by a mantichore, a watery humanoid, or a swirl of lights, recognize instantly that they're seeing someone transformed by the column of ley energy. They assume the person is an intruder to be captured or killed, since the derro all know better than to touch the column of blue light.

Into the Fray. For the sake of preserving some semblance of balance, the crystalline devils don't team up against the characters if the devils can't be seen. You might even eliminate one devil entirely or decide it spends this battle lying on the ground in gem form. In that case, it can pop back into devil form later to cause problems for the characters if they return to this chamber, thinking it's safe. If the devils can be seen, then characters have a better idea what they're up against, and you can use both in combat. The characters can decide for themselves whether that makes for a fair fight.

Delicate Balance. If characters are accompanied by derro guides when they enter this chamber, the crystalline devils assume they're allies. That remains true until Imortra is attacked; after that, the devils know they're facing an uprising.



BLUE ENERGY

d6	Effect
1	The light absorbs the character's life force. The character drops to 0 hit points but is stable.
2	The character takes 3 (1d6) damage of each of the following types: cold, force, lightning, necrotic, psychic, and radiant. Roll separately for each type. If any result is 6, the character is also pushed 20 feet directly away from the light. If that pushes them off the platform, they fall. If they hit the wall, they take 7 (2d6) bludgeoning damage.
3	The character's highest and lowest ability scores become swapped. They return to normal when the character finishes a long rest and makes a successful DC 12 saving throw using the lower of the two swapped abilities (one check per rest).
4	The character transforms into a manticore. Swap that player's character sheet for the manticore stat block. The character returns to normal after completing a long rest and making a successful DC 9 Wisdom saving throw (one check per rest). You can substitute a different challenge 3 creature if you prefer.
5	The character turns to liquid. The liquid retains a humanoid shape, but the character can't grasp objects or wear armor, clothing, or jewelry. Swap that player's character sheet for the water elemental stat block. The character effectively becomes a water elemental with four differences: the character's size is Medium, it retains its own hit points and its own languages, and it doesn't have the water elemental's Whelm action. The character returns to normal after completing a long rest and making a successful DC 7 Wisdom saving throw (one check per rest).
6	The character's body explodes into motes of light. All their gear and clothing falls to the floor in a heap. It takes the character a minute to reform into a swirl of bobbing lights that resembles a cloud of fireflies. Swap that player's character sheet for the will-o-wisp stat block, with three differences: the character is still alive (not undead), it's Medium size, and it doesn't have the will-o-wisp's Invisibility action. The character returns to normal after completing a long rest and making a successful DC 10 Wisdom saving throw (one check per rest).

414. Fungus Farm

Kurgorom's derro do most of their fungus farming here. They also hunt the various cave vermin that live among the fungi. Depending on the situation, you can add two to six derro dements to the area description.

This cavern contains fungi of many varieties, but two predominate: a tall, orange-capped variety and a shorter, white-capped variety. Both are enormous.

A relatively clear path winds through the middle of the cavern, implying these fungi are tended and harvested purposefully.

Most of the food for everyone on this level of the citadel comes from this farm: the derro live on fungus and cave vermin, and the captives subsist on the derro's cast-offs. Even Imortra eats some of the more appetizing fungi, but most of her supplies are brought in from outside. In addition, most of the ingredients that go into *potions of augmented reality* come from this cavern.

Because it's vital to their survival, the derro dements are more concerned about this chamber than any other. They

try to steer combat away from this cavern lest their food supply is incinerated by spells or trampled by enemies.

If a melee breaks out in this chamber and lasts more than 1 round, spores, toxins, and molds are released into the chamber by damaged fungi. The derro are immune and unaffected, but beginning on the second round of battle, every character must make a Constitution saving throw at the start of their turn. The DC equals 12 initially and increases by 1 each round. If the saving throw succeeds, there's no effect on that character this round. If the saving throw fails, roll 1d8 and consult the Spore Cloud Effect table to determine the effect. If someone uses an area-of-effect evocation spell, all these Constitution saving throws are made with disadvantage on the following round.

If characters experience *true seeing* while in this chamber, they see the fungi as tall and slender, in hues of yellow, red, and green, and swaying in a soft breeze that carries an unpleasant scent of overripe fruit.

The steps up to the derro village are steep, ascending at an average incline of almost 60 degrees.

Into the Fray. Once the derro are on alert (any time after a big battle in the central cavern), Kurgorom posts

SPORE CLOUD EFFECTS

d8	Effect
1	The character moves at its full normal speed in a random direction (roll 1d8 to determine direction). After moving, the character can attack normally if it has a legitimate target or perform some other action, but it can't move again until the start of its next turn.
2	The character is incapacitated until the start of its next turn.
3	The character is stunned until the start of its next turn.
4	The character is paralyzed until the start of its next turn.
5	The character spends its turn climbing to the top of an orange fungus, attempting a DC 12 Strength (Athletics) check. If it fails, the turn is wasted. If it succeeds, the character scales the mushroom, which then snaps under the character's weight. The character lands prone and takes 3 (1d6) bludgeoning damage from the fall.
6	The character drops everything it is carrying. It can move and attack freely, but the only attacks it can make are unarmed and grappling attacks.
7	The character turns to an ally and spends the turn complaining about everything that ally has ever done that the character didn't like. The character can still move and attack, but it moves at half speed and attacks with disadvantage.
8	The character plucks the cap from a nearby mushroom and quickly fashions it into a hat, which it places on its head after discarding any other headgear. No other actions can be performed this turn. For the rest of the encounter, this character makes Constitution saving throws with disadvantage.

sentries to watch this cave for intruders. She'd rather the heavy fighting happen around the more defensible village (Area 415), but two to four derro dementis hide among the dense fungi. Kurgorom's instructions to the sentries are to launch a few attacks from the steps leading to the village then retreat. She hopes the characters will pursue immediately instead of searching this cavern right away. If the characters don't pursue, they'll be continually harassed from the steps and by **chupacabras** (*Creature Codex*) lunging at them from behind. Once the characters chase their harassers into Area 415, the derro hidden here are to advance and attack enemies from behind; ideally, those will be poorly armored spellcasters and archers. Because they're in prepared hiding spots, the derro dementis have advantage on their Dexterity (Stealth) checks to hide. Furthermore, characters who don't spend several minutes searching the chamber or at least devote an action to making a Perception check during combat have little chance to spot the well-concealed derro in their own garden.

Delicate Balance. If characters are escorted here by derro pariah, there isn't a fight unless the characters start it. After Imortra is dealt with and the alliance starts falling apart, the notes under Into the Fray apply equally here.

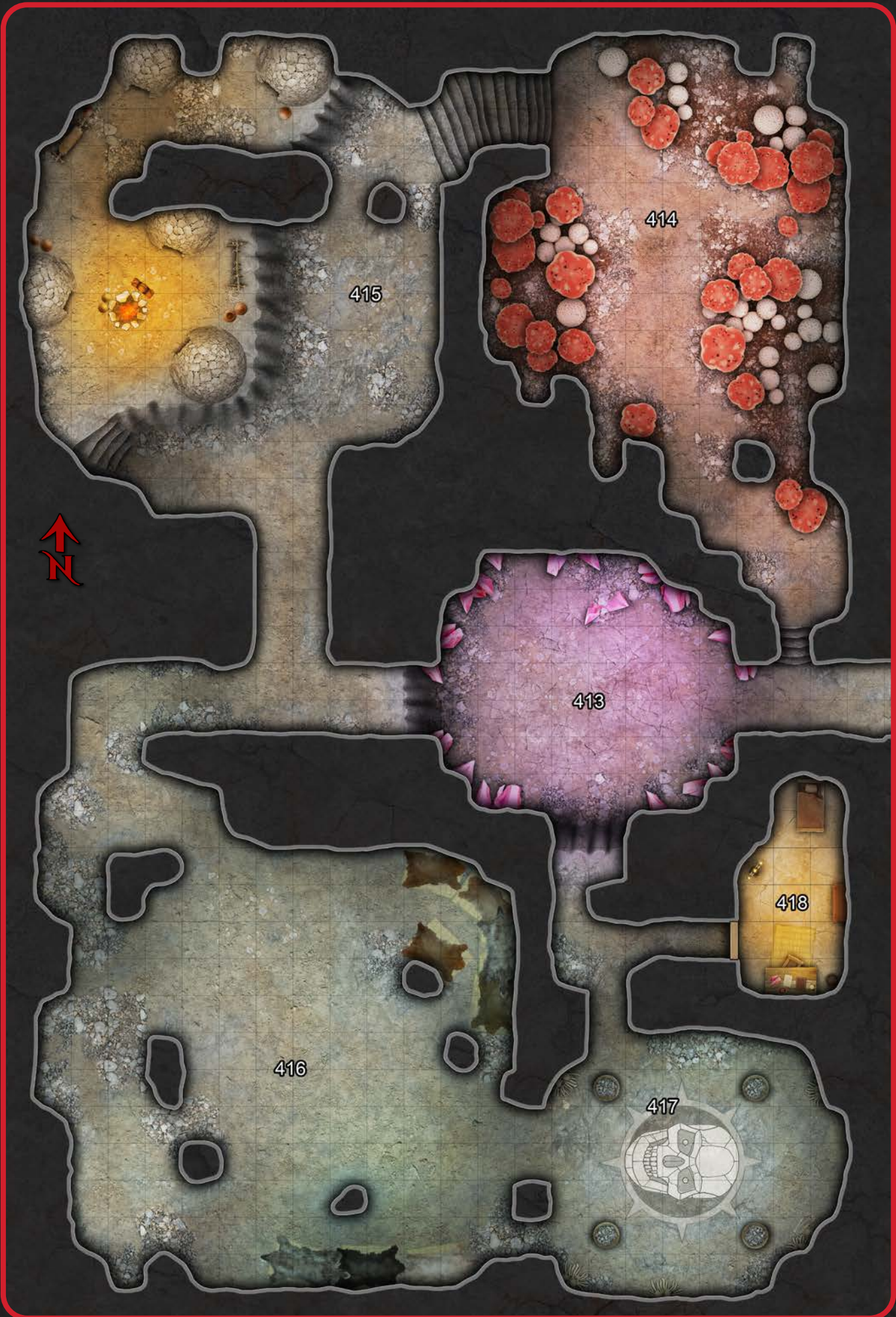
415. Derro Village

The steps up from the fungus farm (Area 414) are steep, ascending at an average incline of almost 60 degrees.

The derro village sits atop a 10-foot-high ledge accessible via a stone ladder cut into the south end of the rock face. It's impossible to climb up the ladder all the way onto the ledge if an enemy occupies the space at the top of the ladder. A creature on the ladder can fight only with a one-handed weapon; the other hand must hang onto a handhold so the creature doesn't fall. Because a creature hanging onto the stone ladder can't easily dodge or defend itself, an enemy on the ledge has advantage on melee attacks against it.

The derro village sits atop a 10-foot ledge accessible only by a narrow ladder; it would be easy to defend against foes who can't fly or cast spells. The village consists of a half-dozen stone huts huddled around a few fire pits. Strips of fungus and the peeled carcasses of various cave vermin hang from racks, drying in the smoky cavern air. The cavern stinks of burning fungus, rotting meat, and unwashed bodies packed into a too-confined living space.

Although the cavern stinks, it's cleaner than characters might expect. The derro dump most of their trash and



415

414

413

418

416

417



1 square equals 5 feet

waste under the crystal platforms (Area 413), where it's gradually disintegrated by the other-dimensional crystals scattered across the floor.

Characters who experience *true seeing* in this cavern see the same basic layout, but the cavern walls are carved into the decaying facades of ancient buildings whose interiors were cut into the stone. The creatures that carved the buildings were neither derro nor human. None of the angles are square or regular; everything seems based on irregular polygons with bases that are smaller than their tops. The effect is disorienting and unsettling; if a character sees it for the first time while frightened (as a result of dement poison, for example), the character uses all their movement and actions to flee the cavern as quickly as they can and stay out until they're no longer frightened. Once the character recovers, they don't need to flee the cavern again as a result of being frightened. The interiors of the buildings are collapsed or filled with rubbish; it's impossible to move more than a few steps inside.

Into the Fray. The population of the derro village consists of:

- Kurgorom (**derro witch queen**, *Creature Codex*)
- six **derro dements** (appendix)
- four **chupacabras** (*Creature Codex*)

The chupacabras skulk in the shadows and serve the role of watch dogs.

If your party contains more than four characters or you want to give them a very deadly challenge, add one **derro antipaladin** (*Tome of Beasts*) to the mix.

As in the bat cavern, this opposing force is only a suggestion for the minimum opposition. You must make adjustments to suit your players and their characters. Don't allow the fight to be too easy. In fact, you're better off erring on the side of too difficult, because characters can retreat, regain their strength, and attack again, while the derro can only grow weaker with each assault. Unlike the bat cavern, it's difficult to add more derro after the first assault unless they arrive as reinforcements from Area 416. Don't be reluctant to challenge the characters or the players with more than they can handle. Adversity forces them to get creative.

Delicate Balance. Characters are escorted here by a team of derro pariahs. Derro from both groups go through some incomprehensible rituals of greeting: screeching like bats, jumping up and down while spitting on each other's feet, rubbing ashes in their hair, knocking their foreheads together. After the formalities are out of the way, the derro pariahs explain why they've come and why they've brought strangers with them. Dements

interrupt occasionally to ask questions. This exchange is conducted entirely in Deep Speech and takes place on the floor of the cavern, not on the ledge where the huts are.

With explanations done, Kurgorom emerges from a hut and stands above everyone on the ledge.

All the derro, even the bat cultists, hush when the derro woman steps to the edge of the high ledge. Her clothing is a riot of stitched-together skins, bones, and blood-smeared clothes taken from surface dwellers. She wears adornments consisting of more bones, mummified rodents and vermin, and teeth and claws of every imaginable—and unimaginable—kind. Her hair is plaited into braids so long they would drag on the stone floor, but two cringing derro who follow behind her hold up the braids to keep them off the ground. A sheathed scimitar with telltale Magdar stylings on the hilt is shoved through her sash, and she waves a corkscrew staff made from bones, leather, and twisted fungus stalks.

Kurgorom stands on the ledge and appraises the characters silently for about 30 seconds before signaling with her staff that they should be allowed up. The derro all remain silent during this stretch; many of them obviously cringe and cower from her countenance. If a character speaks, Kurgorom shrieks, "Silence! I must weigh your salt in silence." If players are puzzled, allow characters to make DC 10 Wisdom (Insight) checks. Those who succeed realize this is a simple demonstration of Kurgorom's power over her clan. They're in no danger, but interrupting would make Kurgorom look bad and could seriously harm their chances for coming to an agreement. If characters insist on interrupting anyway, make a note of it for later. Kurgorom will want their suffering to be something special.

If someone is wearing Cagoth-ze's amethyst brooch, Kurgorom is only momentarily thrown off by it. She realizes no one associated with Gellert the Gruesome would engage with the derro this way.

Once characters climb up to the village proper, the real negotiation can begin. Kurgorom seems distrustful of outsiders, but she's actually delighted these strangers have come to disrupt the status quo. You can communicate that through roleplaying, or characters can realize it with a successful DC 14 Wisdom (Insight) check. The points Kurgorom should communicate through this dialog are listed here.

- The cultists are fools devoted to a deity who shuns them, but they're harmless fools. Imortra the Debased is the real enemy of the derro.

- To fight the devils, the characters will need the derro's magic elixir. With it, they can see truth instead of lies. Midgard itself is a lie, a mere facade. Appearance is falsehood; what seems solid is but smoke. What *must* be seen is precisely that which *cannot* be seen. If characters doubt this, Kurgorom lashes out as quickly as a snake and scratches someone's arm with a needle. For the next few minutes, that character's vision is affected as if they'd drunk a *potion of augmented reality* (with no side effects). The witch queen invites the character to look around and describe what they see to the others.
- Her initial proposal is the derro take the characters to Imortra in chains and present them as especially valuable captives. She expects the characters to object to this.
- Her second proposal is the characters march into Imortra's area accompanied by a small group of derro representing both factions, who can explain to Imortra the characters are newly arrived disciples sent down by Cagoth-ze. They agree to serve Imortra for a year in exchange for being allowed to meet Gellert the Gruesome and share in his research at the end of that time. If Kurgorom saw someone with Cagoth-ze's brooch, she suggests presenting that as evidence they were sent with Cagoth-ze's favor and approval.
- When Imortra lowers her guard, the characters must murder her in the most painful and humiliating fashion possible or bring her to the village gagged and shackled for Kurgorom to torture. Either outcome is acceptable, but the second is preferred. Imortra should be given a quick death only if there's no other way to defeat her.

Treasure. The derro don't have much, but they do have a few useful belongings. Most important are *potions of augmented reality*. A sack in Kurgorom's hut contains four doses per player. Also in Kurgorom's hut is a shield bearing the raven of Vidim; it's a +1 *shield* that also grants its bearer resistance to bludgeoning damage from melee attacks. Scattered through the huts are 850 cp, 72 sp, 12 gp, one *potion of supreme healing*, and one *spell scroll of antimagic field*.

416. Prisoner Quarters

The appearance of this chamber changes significantly depending on whether the characters see it with or without *true seeing*. The map shows what they see without *true seeing*. The overlay portraying a tiled portico, three statues, and stairs down reveals what they see with *true seeing*.

In either case, however, they see this.

Around a dozen people—humans, elves, dwarves, and others—shuffle listlessly through this chamber or lie on filthy blankets. All are dressed in rags and appear ill and malnourished. Three other humanoid creatures stand near the southeast corner of the chamber. You can't tell what they are, because their appearance is completely hidden under heavy, mildewed robes.

The people shuffling around the chamber are captives of Imortra the Debased. They were rounded up by the derro during raids on the surface and brought here as captives. All are destined for a gruesome death in one of Imortra's experiments or conversion to mindrot thralls. In the meantime, they barely survive on meager rations of fungus and scraps from the derro village. All these NPCs are sick and exhausted, and they cower in the corners or hide beneath their blankets if a fight breaks out. More details on them can be found in the Aftermath section.

The three robed creatures are **mindrot thralls** (*Tome of Beasts*) utterly loyal to Imortra the Debased. Their task is keeping an eye on the captives. Since the captives are too weak and dispirited to make much trouble, it's an easy job.

The Portico. The portico shown on the overlay is the best way to get down to Level 5 and the Black River. The portico and stairs reside in the parallel reality; they don't even exist in Midgard. Only characters under the effect of *potions of augmented reality* can use these stairs to move between Levels 4 and 5. A character without the potion can't be guided along by someone else because the passage doesn't exist for them. They slam into the cavern wall while their companion walks through the doorway and down the steps. The steps descend to Area 512.

The three statues on the portico contain three devils: one barbed devil and two bearded devils. Because of the overlapping realities in this area, these devils are impossible to detect while they occupy the same spaces as the statues. The devils exist and can function in all these realities simultaneously, thanks to Imortra's magic. When they "enter" the cavern, characters with *true seeing* see them emerge from the statues. Characters without *true seeing* see them emerge from the stone columns or from the cavern wall.

Into the Fray. As soon as characters enter this chamber, the captives scatter and the characters are attacked by a **barbed devil**, two **bearded devils**, and three **mindrot thralls**.

Pay attention during this battle to collateral damage caused by area-of-effect evocation spells and the mindrot

thralls' acid breath; these can easily kill NPC captives cowering around the edges of the fight. The prisoners are too traumatized and terrified to follow commands from the characters or even to defend themselves. All they do is hug the walls and scream. The devils aren't above grabbing prisoners to use as living shields or as bargaining chips for their safety when the situation becomes dire for them. You'll actually do the characters a favor if at least four of the eleven NPCs die during the battle; the reason why becomes clear in the Aftermath section.

Delicate Balance. The characters are brought here by an escort of three derro dements, three derro pariahs, and Kurgorom, who orders one of the mindrot thralls to call Imortra. The elf arrives a few moments later, accompanied by her lich hound.

What follows will be a test of everyone's roleplaying skill.

Imortra is an ancient, accomplished, proud, and malevolent elf. She is dedicated to protecting her mentor Gellert the Gruesome. Imortra isn't fooled for a moment by claims the characters were sent as recruits by Cagoth-ze, but she pretends to be as long as doing so can win her an advantage or pry more information from these dangerous intruders. Allow characters to make Deception checks if they're so



inclined and nod approvingly at their results. Cagoth-ze's brooch goes a long way toward "winning her trust."

Another mistake Imortra doesn't make is underestimating the characters. They couldn't have come this far unless they're dangerous. She assumes the Gaoler, Cagoth-ze, Bjrnyar, and everyone else who matters in the levels above are dead, but she pretends to believe they're not if that keeps the strangers talking.

Don't go overboard on making Imortra seem likable or gullible. She understands the characters are more likely to swallow her act if they believe she is suspicious of them at the start but they won her over. No matter what, she is the boss in this part of the citadel. Her orders come from Gellert the Gruesome and no one else. Imortra rejects any story the characters tell if it contradicts her authority, though she's willing to accept their confusion results from a simple miscommunication elsewhere.

The right things for characters to do in this situation are:

- Follow the advice Kurgorom gave them; she's crazy, but she knows Imortra better than they do
- Stick to a consistent story
- Stick to a believable story
- Be respectful of Imortra's authority and power
- Express respect and admiration for Gellert the Gruesome

The wrong things for characters to do in this situation are:

- Change their story
- Admit they left a wake of carnage during their passage through the citadel
- Challenge Imortra's authority
- Be insulting toward Imortra or Gellert

This conversation is going to end in a battle; what matters is who starts it. If characters did the right things, either they get to start the battle or, if they're not taking action, their derro "allies" start it. If characters do enough wrong things, in your estimation, Imortra tires of the pretense and she starts the fight. Whichever side starts it—the characters, the derro, or Imortra—rolls twice for initiative and uses the higher result. For Imortra and her minions, use the best modifier available, which is +4 (the lich hound). No one can be surprised here, because everyone involved expects this to erupt into a bloodbath.

Even if a derro throws the first punch, the rest don't stick around for the slaughter. They flee at the first opportunity. Imortra and her allies ignore the derro, assuming they can be punished later. The characters are the immediate threat, and all effort is focused on destroying them.

As with the other fights on this level, be ready to strengthen or weaken the enemy force here for the sake of staging the most dramatic battle. Your options include adding more devils or mindrot thralls, leaving some out, or having Imortra withdraw from the fight when she takes a certain amount of damage. If Imortra withdraws, she either barricades herself inside her chamber (Area 418) or uses the teleportation circle (Area 417) to escape to regions unknown.

Aftermath. Assuming characters win the battle, they're left with the question of what to do about the NPC captives who survived. There were eleven captives: five humans, two dwarves, a gnome, a halfling, and two elfmarked. One of the humans is a priest, two are bandits, and one elfmarked is a scout. All the others are commoners. All the NPCs have five levels of exhaustion.

The characters' first problem in this regard is the derro (who return as soon as the battle is over) want to execute the captives out of hand. They're too weak to be useful; it's better to capture healthy ones. Kurgorom can be threatened or intimidated into sparing the prisoners, but unless they're kept under guard, derro eventually slip in and start murdering them, amid much terrified screaming.

Getting the prisoners out of the citadel the way the characters came in will be arduous in their sick and weak condition. None of them can climb the rope ladder on their own. They can be evacuated this way, but it takes days, and each NPC has a one-in-three chance of dying from the exertion before they get back to Redtower.

The better solution is to teleport out using the *spell scroll of teleport* from Cagoth-ze's belongings or the skull circle in Area 417. With the scroll, the caster can bring up to seven other creatures along, which is why allowing four of the NPCs to be killed during the battle might be a favor to the characters. Alternatively, if characters experiment with the skull circle in Area 417 and figure out how it operates, they can use it to teleport everyone back to town.

Finally, there's the question of the remaining derro. Both Kurgorom and Gilsfeyr intend to use the characters to wipe out the other band of derro the same way they used them to wipe out Imortra. Once that's accomplished, they betray the characters and try to kill them, probably by drugging or poisoning their food. The "alliance" can fall apart several ways.

- Characters might decide they've tolerated the derro long enough when they start murdering prisoners.
- Characters might rebel at the thought of callously betraying former allies, even evil ones.

- If characters' *potions of augmented reality* wear off before they're ready to head down to Level 5 (almost guaranteed if much time is spent helping the prisoners), the passage from Area 416 becomes unavailable. Kurgorom refuses to provide more potions unless characters meet her ever-increasing demands such as to kill all the cultists, bring her Gellert the Gruesome as a slave (she's still angry about Imortra being killed instead of captured), or draw her a map of Redtower's defenses.

Exactly how those events unfold is left to you and the players. As always, reward creativity and err on the side of increased drama and adventure.

417. Magic Skull

The 15-foot skull inlaid into the floor serves a dual purpose as both a magic (conjuring) circle and a teleportation circle. The circle is surrounded by four braziers. They're unlit but primed for lighting; any flame catches and ignites a brazier. Once lit, a brazier burns for 1 hour, until it's smothered, or until it's extinguished with *prestidigitation* or comparable magics.

At five places around this chamber, the walls are carved with 5-foot-high faces whose lower portions sprout what could be snakes, or tentacles, or some other twisting, ropelike growths. The faces could represent bearded devils or tentacled horrors of the deep underworld; the carvings are done in a stylized manner that doesn't lend itself to easy identification. Certain creatures can launch attacks through these faces while they're inside the skull circle, as described here.

Lighting the braziers in different combinations and arrangements causes the inlaid skull to have different effects. The pattern can function as a limited type of teleportation circle or as a magic circle. All these properties can be discovered through trial and error, by casting *identify*, or by spending an hour studying the skull circle. Study and *identify* only reveal the property associated with the current state of the braziers, not all states at once. Lighting the braziers in some configurations triggers an effect automatically within moments, making overeager experimentation risky.

- Lighting **one brazier** causes the skull's eyes to glow dull green but has no other effect.
- Lighting the two braziers at the **bottom** (west side) of the skull causes the eyes to glow bright green, and glowing green runes appear around the circle. Anyone with proficiency in Arcana recognizes this as a teleportation circle. It can be used normally

as a teleport origin or destination by anyone who knows its arcane tag, as long as the braziers are lit. In addition, this circle is linked to a forgotten (by everyone except Imortra) teleportation circle hidden in an overgrown tumble of boulders near the temple to Yarila and Porevit in the woods outside the town of Redtower. To teleport to that destination, a creature needs only to stand in the circle and think about that area, including the town of Redtower.

- Lighting the two braziers at the **top** (east side) of the skull cause the eyes and teeth of the skull to glow deep, dark red, and glowing red runes appear around the circle. Anyone with proficiency in Arcana recognizes this as a teleportation circle. Unlike most teleportation circles, the runes encircling this one are scribed in Infernal. It can be used normally as a teleport origin or destination by anyone who knows its arcane tag, as long as the braziers are lit. However, non-evil creatures who teleport to or from this circle take 27 (6d8) psychic damage and are frightened upon arrival. A successful DC 18 Wisdom saving throw halves the damage and prevents the frightened condition. A frightened creature repeats the saving throw at the end of each of its turns, ending the effect on itself with a success. In addition, this circle is linked to a similar circle in a remote fold of the Shadow Realm. If characters choose to test their fate there, they find nothing but illusions, cruel fey, and perhaps a few other hapless mortals who were once as reckless as the characters are being.
- Lighting two braziers at the **northwest and southeast** of the skull causes the eyes to glow violet and the ring to act as a magic circle that contains fiends and elementals. If a gold coin or any other solid gold object is left inside the circle, a **gilded devil** (*Tome of Beasts*) arrives within 5 minutes to claim it. This is Apnikeisim, who has “advised” Imortra in the past on the intricacies of devil conjuration. Although he can’t leave the magic circle, Apnikeisim is under no compulsion and he hasn’t even been conjured; he merely responded to a call of his own free will. On seeing strangers’ faces around the circle (and quite possibly Imortra’s corpse lying nearby), Apnikeisim senses an opportunity. He wants more than anything to place the characters in his debt somehow, and the best way to do so is to provide them with information and a “token of his debt.” Apnikeisim can answer many questions about the Scarlet Citadel and Gellert the Gruesome, but he provides nothing

of value without receiving something in return. He negotiates the highest price possible for everything. This can be actual treasure, but that’s the least of Apnikeisim’s interests. He’d much prefer an open-ended promise of a favor sometime in the future, or the promise of steadfastness (the character will fail a crucial saving throw against fright in the near future), generosity (the character receives no benefit from the next healing spell cast on them), or strength (the character’s next three successful attacks cause minimum damage). After answering a few questions, Apnikeisim disappears, leaving behind a gold and topaz necklace worth 600 gp. As long as that necklace is with the characters, even if it’s just stowed among their gear, Apnikeisim can scry on them and cause trouble for them in whatever minor ways you choose to plague the characters. Use the spell *bestow curse* as a launch pad for ideas in this regard. Apnikeisim is free to dematerialize and return to wherever he came from whenever he wants. He does so if attacked—and he tries to become an even bigger thorn in the characters’ sides in the future. No debt goes unpaid, and a debt of pain gains steep interest.

- Lighting two braziers at the **northeast and southwest** of the skull causes the eyes to glow orange. Within moments, the skull’s glowing eyes and all other light sources in the chamber grow dim, then flash back to their normal level. After the flash, the circle is occupied by a **dorreq** (*Tome of Beasts*), a nightmarish, octopus-like aberration, and the circle itself marks the boundary of a 15-foot globe of invulnerability. The dorreq attacks immediately, gaining surprise. Furthermore, its tentacle attacks can originate from the creature itself or from any of the five tentacled faces around the room. A grappled creature can be pulled through a tentacled face to inside the circle. The dorreq’s Entanglement ability is in effect within 10 feet of the creature and within 10 feet of all five tentacled faces, which means it covers most of the chamber. The dorreq has no idea why it’s suddenly here or who the characters are, and it has no interest in finding out. If it’s still alive at the end of the fourth round of combat, it disappears as suddenly as it appeared, along with the globe of invulnerability.
- Lighting **three braziers** has no effect other than to make the skull’s eyes turn jet black.
- Lighting all **four braziers** causes the entire skull and circle to glow bright yellow. Black smoke pours upward from the skull to fill a 15-foot-diameter cylinder

centered on the circle from floor to ceiling. The smoke swirls constantly and green lightning flashes through it. Inside the smoke is the extended consciousness of the voidling from Area 610. It casts *fear* experimentally, makes a few tentacle attacks (it too can attack through the tentacled faces), emits a Necrotic Burst, then disappears. Because this is only a projection of the voidling, it recovers from any damage it takes at the end of each round. Even if it's killed here, it regenerates in Area 610 within 10 minutes.

Into the Fray. If characters find themselves fighting Imortra here, she calls up either the dorreq or the voidling, depending on how much time she has to light braziers. Neither is actually her ally, but she knows how to keep out of their reach. If you judge the circumstances to be right for an ironically dramatic turn, either of these creatures could grapple Imortra and carry her away with them, screaming, when they disappear from the chamber.

Delicate Balance. No changes.

418. Imortra's Chamber

If Imortra is still alive when characters reach this chamber, she may be barricaded inside. If so, she uses *arcane lock* on the door to buy more time.

The door is protected by an explosive *glyph of warding*. It detonates if anyone other than Imortra or one of her conjured devils opens the door, causing 22 (5d8) cold damage to all creatures within 20 feet of the door, or half damage with a successful DC 14 Dexterity saving throw.

Treasure. Inside the room are all of Imortra's personal belongings: several beautiful outfits tailored by elves (700 gp total), mundane elven jewelry worth 1,650 gp, two doses of purple worm poison, extensive notes on the functions of the skull circle in Area 417, a half-dozen books on conjuring in Elvish and Infernal, an amethyst brooch identical to Cagoth-ze's, and a small cage similar to a birdcage but much sturdier.

Well-concealed beneath the bed is a secret compartment in the floor. Finding it requires a successful DC 20 Intelligence (Investigation) check; the DC drops to 15 if the bed is moved. The cover to the compartment is protected with another *glyph of warding* identical to the one on the door, which is triggered when the compartment is opened. Inside is Imortra's spell book and a scroll tube containing *spell scrolls of dispel magic* and *finger of death*. Both the spell book and the scroll tube are protected with yet more *glyphs of warding* that detonate when opened.

The cage appears empty but isn't. Inside it is an imp named Natisti who turned invisible when it heard the

characters coming. Characters with *true seeing* see the imp anyway. The imp can't change shape; something about the cage prevents it. Imortra used the imp in some of her experiments. Natisti begs them piteously to set it free, or at least kill it, so it can return to the Nine Hells. It has nothing to offer in exchange except for its knowledge about the hidden compartment beneath Imortra's bed, which it has seen her use. It honestly doesn't know about the glyphs, since Imortra doesn't set them off.

Into the Fray and Delicate Balance. No changes.

RESTOCKING

If characters kill all the derro and Imortra on their first foray through this level, they don't need to worry about those enemies anymore. Any derro who happened to be away and return to find carnage everywhere flee this cursed place and never come back.

Bats of every kind can and do return to the cavern. They become a problem only if characters go back to the central cavern and stir them up.

The danger here is devils. Imortra conjured and struck bargains with many devils, and some of them are guaranteed to come back looking to collect what they're owed. From a devil's point of view, killing Imortra doesn't wipe out her debts; it transfers them to the fool who killed her. Her death robs them of something valuable, and they see that no differently from picking someone's pocket or burgling their home. Whatever debts Imortra owed, her killers—the characters—now owe.

You can "bedevil" the characters with this as much or as little as you like. One suggestion is to confront them with a powerful devil such as a **chort** (*Tome of Beasts*) on their first return. This devil explains the situation and their debt to them, either bemusedly or with exaggerated patience. It takes pains to make it clear that whether the characters accept or deny their responsibility makes not one shred of difference on the devil's balance sheet; the debt is theirs, like it or not, and they will fulfill any outstanding bargains or suffer the consequences.

After that, the sky's the limit. The characters can be assailed by devilish bill collectors, soul repossessors, and hit squads anywhere they go.

If the characters picked up Apnikeisim's token, he'll also be spying on everything they do. He can invoke various curses on them, but he can also interfere in more dangerous ways, such as tipping off foes when the characters approach and revealing the characters' plans to their enemies. Apnikeisim continues to be a thorn in their side until they get rid of the necklace or they do something of your choosing to placate him.



LEVEL 5: BLACK RIVER

This level is the oldest part of the Scarlet Citadel. For ages it was accessible only via the Black River. Several chambers off the river were occupied by creatures or modified by groups with esoteric interests. Time passed, occupants came and went, powers waxed and waned, but the Black River always flowed.


WHAT IS THE BLACK RIVER?

The Black River is an enigma. First but also least, it is an actual, flowing subterranean river, although its course has never been mapped. Paradoxically, its direction of flow has been known to sometimes reverse itself for unknown reasons. It's also a shadow river: a watery version of the fey roads that crisscross the Shadow Realm between Midgard and the Bright Land of the elves. Finally, its course coincides with several ley lines for part of its length. What effect this overlap has and how it impacts the physical and shadow aspects of the river is not well understood. That mystery is precisely what drew

so many entities to this neighborhood and why Gellert the Gruesome is studying the river now.

In addition to these mysteries, the dwarves who built much of the citadel brought with them from Melana the faith of Charun the Boatman. The Black River flowing beneath the citadel was a metaphor for Charun's sacred black river of tears, which was said to connect the mortal world to Yggdrasil, and Midgard to the many realms of the outer planes. Charun's influence is strong on the river, raising the possibility the actual Black River and the symbolic black river of tears might have more in common than a coincidence of name.

Whether or not the dwarves realized it, the Black River flowing under the citadel is more than a metaphor. Cultists of Charun make pilgrimages along shadow rivers. It was one such pilgrimage that brought the shadow elf wizard Quendreth the Wise and a company of pilgrims to this spot. Quendreth recognized the geomantic power of the site and built a temple here. The



mystic convergence of shadow road and ley lines infused the temple with arcane power, and the temple fed that power back into shadow road and ley line.

Charun's cult has many dark aspects but it's not inherently evil. Its preoccupation with death doesn't involve spreading death, or promoting death as a goal, or death as an expression of chaos. Rather, it recognizes that all mortal beings eventually die and it heralds Charun's role as the soul's guide into the afterlife. Still, any "cult of death" attracts unsavory followers who, if they gain influence, turn it toward ever more evil beliefs and pursuits. This is what happened to the temple of Charun beneath the citadel.

Ancient Rivalry. One leader in particular, Llagfel, turned increasingly toward evil rites and, even worse, toward Vardesain instead of Charun. Before long, members of the cult became more enthralled with undeath than with life. Eventually Llagfel pursued rituals that, with Vardesain's help (in the form of the horrific *chained thing*), transformed her into a hierophant lich and her most faithful followers into phantom wights.

At that point, the only creature along the Black River with the power to challenge Llagfel was a shadow river lord with whom the Charun cultists had maintained a nervous truce. Llagfel arranged an ambush, and the shadow river lord was captured and imprisoned in a specially built and sealed sarcophagus (Area 511). Llagfel converted the main temple of Charun to worship of Vardesain and into a crypt for herself and her faithful myrmidons (Area 509).

Such is the state of the Black River now. It is the remnant of a once-important site, perverted to evil purposes and occupied by undead creatures and horrid aberrations that no longer remember why they're here. But the shadow river lord is only entombed, not destroyed. If it were released, it would eagerly pursue revenge over Llagfel. Since characters probably can't defeat the lich without the river lord's help, they need to find a way to release it. Complicating this is the fact that Llagfel holds the key to the river lord's sarcophagus, so characters must face the lich at least once on their own before they can set the wheels of ancient vengeance into motion.

Tucked away in a hidden sanctum is Gellert the Gruesome, plying his research with little regard for the evil around him as long as it leaves him alone. Gellert has his own designs on the characters; he needs them to destroy an enemy on Level 6.

The only other humanoid presence on this level is a small cadre of deep one-human hybrids that come occasionally to worship at some of the ancient temples

to evil entities and to stash some of the golden tribute they collect from fishermen. These deep one hybrids are far from their usual territory along the coast and in the deep ocean. The Black River is much like the lightless abysses where the deep ones spawn, and they've learned that it gives them quick access to inland areas that would otherwise be beyond their reach.

Most areas of this level function in isolation. A battle isn't likely to draw any reaction from neighbors unless an area description states otherwise. One resident in particular, however—Brutwer the blood hag (Areas 513 and 514)—does all she can from the safety of the darkness and the river bottom to bedevil the characters' attempts at exploration.

A wind blows through portions of this level. This is caused by the *sphere of annihilation* on Level 6 drawing air into itself. The wind should be something of a mystery to characters since it seems to blow in conflicting directions, until they figure out that it's all blowing down to a lower level.

THE BOAT

A boat is tied up at the frog shrine (Area 512). Imortra sometimes uses it to get from the shrine to Gellert's Landing (Area 501). When she uses the boat, she's always accompanied by devils as bodyguards. The creatures in the Black River know from experience to leave her alone. They don't know that about the characters, so the river isn't safe for them.

The boat is represented on an overlay. You should cut out the boat so it can move independently on the map of the river. The boat is two spaces wide and six spaces long. In use with miniatures or tokens, one creature can occupy the bow (where the coiled rope is), one creature can occupy the stern, and up to eight creatures can occupy the midsection side by side. The stern is the position for the rower—typically the river lord.

The boatman is a **flesh golem** created by the cultists for this specific purpose. Its appearance matches Charun's: a black robe with a deep hood that hides all but its corpselike hands from view. It uses a long oar to propel the boat. There are no visible cues that under its voluminous cloak, the boatman is a golem; characters won't know what it is unless they pull back its hood or peek under its robes, which is not advised.

Traveling on the Boat. As characters step onto the boat, the boatman extends its right hand, palm up. To use the boat safely, each character who gets on must pay the boatman 1 gold piece; not 10 silver pieces or 100 copper pieces or a cheap azurite ring, but 1 gold piece each. If



given a gold piece, the golem drops the coin into a pouch at its waist and extends its hand to the next passenger. If given something else of any value, it drops the offering into the river and re-extends its hand.

Assuming everyone pays their fare, someone must state where along the Black River they want to go. The boatman doesn't try to twist their words against them; it takes them to any nearby point that's expressed with even minimal clarity. If passengers ask to be taken to Gellert, for example, the river lord takes them to Gellert's Landing (Area 501). If they ask for "the pyramid" or even "the gold," it takes them to Area 505. As long as they've paid, it takes them to the location closest to what they ask for and they aren't attacked by river creatures.

Each passenger must pay his or her own fare. It doesn't matter where the gold coin came from but it must be placed in the boatman's hand by the passenger. If, for example, one character places four gold coins in the outstretched hand to pay for herself and three others, three coins get dropped into the river and only one goes into the boatman's pouch.

If even one passenger doesn't pay, there is no bargain between passengers and boatman and the golem can deliver the characters anywhere it wants, including to hungry creatures in the river.

The flesh golem can propel the boat 10 feet per round. A character can move the boat 10 feet per round downstream but just 5 feet per round upstream, provided they have a paddle or a pole that's at least 10 feet long.

The boatman understands Common but it never speaks. If someone stands at the edge of the Black River and says aloud, "Charun, I request your favor," or similar words to call the boatman, the golem poles the boat to the character's location. It doesn't respond to insults or informal calls. It is freed of all obligation to serve the characters if it's attacked or even insulted too often, if someone picks its pocket, if someone damages the boat, if someone tries to throw back its hood or see beneath its

robe, or if someone tries to snatch its oar. It may be only a golem, but the cultists of Charun set up their boatman as a religious symbol, not as something to be treated like a punching bag or a clown. Doing so frees it to do as it pleases, and on the Black River, it can put unwanted passengers into serious peril.

Fighting on the Boat. The boat is not a stable fighting platform. Characters on the boat attack as usual, but their AC is reduced by 2 to reflect the unsteady footing. When a creature in the boat makes a melee or ranged weapon attack roll that results in a natural 1, that creature must make a successful DC 13 Dexterity saving throw or tumble over the side into the river. If the saving throw succeeds, the creature stays on the boat but is off balance so other creatures have advantage on melee attacks against it until the start of the creature's next turn.

The boat has an AC of 12 and 75 hit points.

A Large or larger creature in the water can try to swamp the boat. This requires an action and a successful DC 20 Strength check. If the check succeeds, the boat overturns and everyone aboard is dumped into the river. If the check fails but the result is 16–19, everyone aboard the boat must make a successful DC 13 Dexterity saving throw to avoid being tossed from the wildly rocking boat. A character that fails this saving throw can choose to make a second attempt immediately at the cost of becoming incapacitated until the end of their next turn.

A character in the river can climb into the boat (if it hasn't overturned) with a successful DC 13 Strength (Athletics) check. Other characters in the boat or in the river can help, with the standard benefit.

THE RIVER

The Black River's depth is unpredictable and doesn't follow normal rules of real-world logic. The boat can be propelled anywhere with a 10-foot pole by pushing against the river bottom. When poling the boat, the water always seems to be about 5 feet deep. To a person in the

water, however, the depth in any given 5-foot space varies from 5 to 14 (1d10 + 4) feet.

When characters arrive on this level, the river is flowing from west to east (from Area 513 toward Area 502). The current is sluggish, so even a swimmer has no trouble swimming upstream.

The current has been known to reverse or to stop altogether for mysterious reasons. Each time characters complete a long or short rest after first entering this level, roll d100; on a result of 1, the current stops, and on a result of 2–5, the current reverses. Alternatively, you always have the option to simply declare a stop or reverse if doing so will heighten the mystery or tension.

One section of the river is treacherous. It's marked on the map as Area 508. An overlay shows this stretch with rocks that prevent the boat from getting through safely. The description of that area indicates when to bring that overlay into play.

Neurotoxic Water. The water in the river is cold, but not cold enough to cause damage unless someone spends 20 minutes or more in it. It is not normal water, however. A character submerged in the river at the start of their turn must succeed on a DC 8 Strength (Athletics) check or take 5 (1d10) necrotic damage and have their hit point maximum decreased by the same amount until the character completes a short or long rest. The creatures that normally swim in the river (see the following section) are immune to this effect.

River Creatures. Quite a few creatures reside in and swim through the water of the Black River. It's a long river, though, and they aren't always present in the stretch shown on the map. The River Creatures table describes different mixes of these creatures that can be encountered anytime characters enter the river. To use the table, roll 1d8 and read down that column to see how many of each type of creature are present in that

encounter. These numbers are geared toward a party of four 8th-level characters. As the GM, you're encouraged to overrule the dice as you see fit in the interest of making the game as exciting as possible.

Assume there's a 50/50 chance characters are attacked by river creatures each time they enter the water. This also applies if they find themselves in control of the boat without the boatman.

As in all such cases, these numbers are suggestions only. If the group is especially large or small, or unusually tough or weak, make suitable adjustments.

Feeding Frenzy. The turquoise stream in the bat cavern (Area 403) drains through



RIVER CREATURES

Creatures	d8 Result							
	1	2	3	4	5	6	7	8
Shadow Skeleton (<i>Creature Codex</i> , challenge 2)	—	—	—	—	4	—	6	4
Lesser Scrag (<i>Creature Codex</i> , challenge 2)	5	—	4	4	—	3	—	—
Greater Scrag (<i>Creature Codex</i> , challenge 7)	2	—	—	—	1	1	—	—
Gargoctopus (<i>Creature Codex</i> , challenge 5)	—	4	—	—	1	—	—	—
Cipactli (<i>Creature Codex</i> , challenge 5)	—	—	3	—	—	—	2	2
Water Leaper (<i>Tome of Beasts</i> , challenge 4)	—	—	—	4	—	2	—	—

the floor into the Black River near the entrance to the golden pyramid chamber (Area 505). Cold water steadily rains down into the river at this point. Because the bats and derro sometimes dump bodies down that hole, river creatures congregate there in the hope of getting an occasional free meal. Characters always encounter river creatures at that part of the river if they swim or pole the boat through that area without the flesh golem aboard.

501. Gellert's Landing

The entrance to this chamber is 1 foot above the level of the river. The boat can be tied to a steel ring embedded in the cavern wall.

All three of Gellert's chambers (Areas 501–503) are masked similarly to areas on the level above. They exist simultaneously in two realities. Their higher reality can be seen and entered only by creatures using *potions of augmented reality*. Creatures not using that potion see what's on the primary map: a simple stone landing and a sparsely furnished cave. Creatures using the potion see what's on the overlay: a landing and an ornate, two-room structure containing fine furnishings and rich appointments. For creatures without the potion, the walls, doors, and other fixtures do not exist.

The landing is guarded by a **monolith champion** (*Tome of Beasts*) that Gellert recovered from the dwarven barracks. The monolith exists in both realities.

A simple stone landing stands alongside the dark river. On the landing is an immense suit of beautiful, dark armor that shines with an inner blue light. The helmet turns to face you, and you see through the visor it contains nothing but more of the soft light before it addresses you in Elvish.

Characters who saw the monolith footmen in the shrine of Volund (Area 315) recognize the monolith champion as a similar type of construct.

What the construct says in Elvish is a simple question: "How far have you descended along the steps from above?" Unless players specifically stated they were counting the steps, the best they can do is guess.

Judging the length of the descent is difficult because the steps are roughly cut and of random sizes. Allow characters to make Intelligence (Investigation) checks; dwarves with the Stonecunning trait have advantage on the check. The answer you give depends on the result of the check. (This is a good situation for you to make the checks secretly so players can't see the numbers and automatically discount the results of low rolls.)

INTELLIGENCE CHECK

Result	Answer
8 or lower	120 feet
9–10	40 feet
11–12	100 feet
13–14	50 feet
15–16	90 feet
17–18	60 feet
19–20	80 feet
21 or higher	70 feet (correct)

If characters came down the steps from the prisoners' quarters (Area 416), add 50 feet to all the estimates. If they dropped through the hole in the floor of the main cavern into the river, there is no correct answer.

If characters give the correct answer (70 feet or 120 feet, depending on the stairs used), or if a character presents Cagoth-ze's brooch with authority and demands entrance, the construct lets them pass unmolested. If they give an incorrect answer, give more than one answer, or attack, the construct waves its hand and the characters are teleported to the circle in Area 417. Imortra is well aware people who teleport into her circle with confused looks on their faces are probably intruders who were turned away by Gellert's guardian.

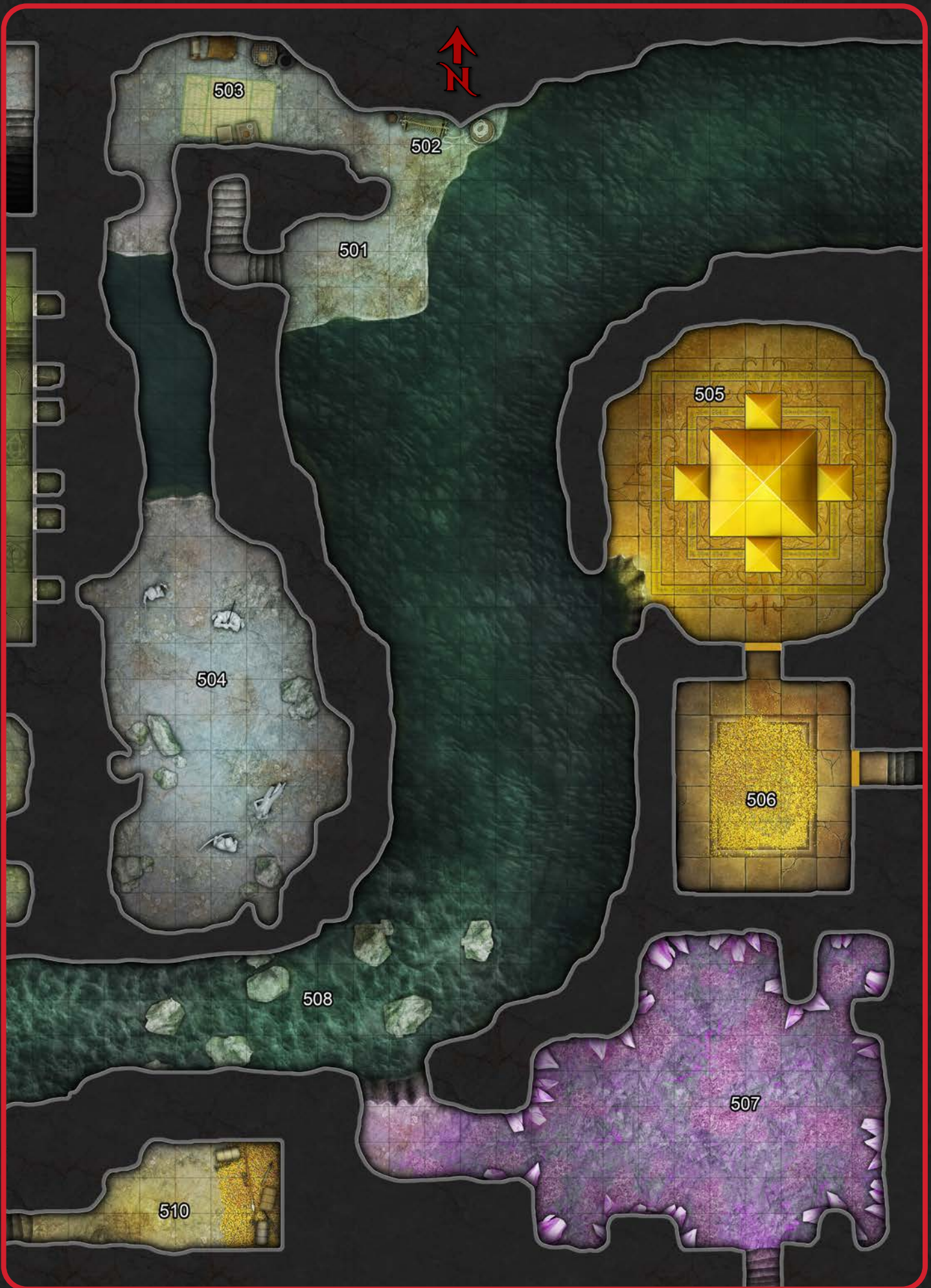
502. Gellert's Larder

If characters aren't experiencing augmented reality, they see only more of the simple stone landing with a poorly maintained fishing net hanging on a drying rack and a few other fishing tools. Characters who are experiencing augmented reality see a well-made stone structure with an ornate door. The door isn't locked or trapped. Beyond it is Gellert's kitchen, staffed by permanent *unseen servants*.

This structure is neither natural nor carved from the surrounding stone but is made from bricks clearly brought into this cavern from somewhere else. The workmanship is superb. A door built of teak and mahogany bears decorative motifs somewhat similar to traditional elven designs.

Inside the structure is a tidy kitchen and well-stocked larder with a low fire burning in the hearth. Fresh fruit and vegetables are stacked in bowls on the worktable.

A second door, similar to the one you just came through, is closed in the wall to the northwest.



1 square equals 5 feet

Characters who watch for more than a few moments see the handiwork of the two *unseen servants* as they go about their chores cleaning and preparing Gellert's meal. They do their best to work around the characters.

If anyone other than Gellert opens the door from the landing (Area 501), an *arcane eye* is conjured into this room so Gellert can see who's arrived and take appropriate action. The eye is invisible, but characters probably have truesight if they're in the augmented-reality kitchen, so they can spot the eye watching them from atop a shelf if they look around.

Other than fresh food, the only other thing of value to be found here are three bottles of *scarlet mead* (see sidebar).

503. Gellert's Living Room

Without *potions of augmented reality* or truesight, this cave has the appearance of a simple fisherman's crude lodgings. There's a cot, a chair, a mat woven from reeds, and a few other simple furnishings.

With augmented reality, this is a comfortable, lush apartment.

The door from Area 502 is sealed with *arcane lock*. Normally, the door can be opened with a successful DC

15 Dexterity (Thieves' Tools) check or with a successful DC 15 Strength (Athletics) check. *Arcane lock* increases the DC by 10. Gellert can open the door at will.

You'd expect to see a chamber like this in the mansion of a Zobeck aristocrat, not in a cave hundreds of feet under a ruined castle. Fine furniture and a warm fire in a marble fireplace make the room cozy. Bookcases around the walls are lined with rare and exotic tomes.

A man is seated before the fire. His skin is pale as a fish belly except for the spots where raw sores ooze through their bandages, and the flesh hangs loosely from his shrunken frame. He says something in a harsh, grating language that gives you an earache, but he then switches to Common and says, "It's about time you got here."

Gellert's initial words are in Void Speech, which none of the characters are likely to understand.

The sorcerer seldom if ever looks directly at the characters. He speaks to the fireplace, the rug, or to whatever book he's reading as he converses. Gellert dislikes people in general and intruders especially, but he tries to swallow

Scarlet Mead

Wondrous item, very rare

The alchemy of Gellert the Gruesome is not well known, and only some of it is original or of interest to other scholars. Much of the sorcerer's tradition seems to be derived from cantonal work in Alpentor. Other parts come from the form-shifting tinctures learned from Mistress Tellestra Deloro of Triolo, with smatterings of Mharoti elemental infusions thrown in for good measure.

However, one concoction is unique to the Scarlet Citadel: scarlet mead. This honey wine is marked by threads of some flowery, bright red strands that give it its name.

When you drink this mead, you become a conduit for the phlogiston around yourself. For 1 hour, a halo of fire radiates from you but doesn't harm you, shedding dim light in a 10-foot radius. Attack rolls against you have advantage if the attacker can see you, and you can't become invisible.

In addition, you leave fiery footprints on any solid surface, and Wisdom (Survival) checks made to track you succeed automatically. Any flammable object you touch ignites if you hold it long enough: instantly for sawdust or oil, after 1 round for sticks or dry cloth, or after 1 minute for more difficult fuel, such as damp logs or wet peat. Your footprints don't burn the surface where you walk, and your fiery touch doesn't harm creatures.



his aggravation because he wants to manipulate the characters into furthering his ends, whether or not they realize it and agree. This meeting should look like a conversation, but as Gellert, you should interrupt the characters constantly, wave off their concerns, and always come back to what you want.

Gellert wants the characters to proceed down to level 6 and investigate “the disturbances” there for him. He knows perfectly well what “the disturbances” are; what he really wants is to magically observe as the characters are destroyed by elemental forces and the *sphere of annihilation* in the hope of learning something from that.

The sorcerer doesn’t sugarcoat the dangers of the “howling halls,” but he offers them some aid in the form of *flying balm* (one per character) and *wafers of warmth* (two per character; see the appendix for both).

After Gellert’s proposal, raise your hand with all five fingers extended. Slowly lower one finger at a time where all players can see the countdown. If you reach zero before characters clearly agree to Gellert’s terms, wave your hand in a motion of dismissal. The characters are instantly teleported away. The first time this happens, they can be teleported to the circle in Area 417. The second time—or the first, if characters antagonized Gellert—they can be teleported into a knot of hungry creatures in the Black River, to the saltstorm (Area 601), to the chamber of black ice (Area 607), or even all the way back to Redtower.

If characters agree to work with Gellert, he gives them what he offered and tells them to come back when they have something useful to report.

Just Passing Through. If characters ask what lies through the door to Area 504, Gellert waves his hand, the door swings open, and he says, “See for yourself.” Under no circumstance does he tell them anything about what’s beyond the door, but he does belittle their courage and call them “make-believe heroes” if they’re reluctant to explore. Should someone be petrified in the cursed cave and characters ask Gellert for help, he offers up a few *spell scrolls of greater restoration*—but only if characters agree to head down to the howling halls as he asked.

Showdown. Eventually the characters are likely to wind up fighting Gellert. Either he’ll annoy them past their limit or they’ll infuriate him by killing the voidling on Level 6 and destroying the *sphere of annihilation*. If the latter happens, they won’t need to attack Gellert; he ambushes them when they return to the Black River.

If the fight breaks out in this area, he is aided by the **rug of smothering** on the floor. Wherever it happens, he drinks an *extract of dual-mindedness* (see appendix) at the first opportunity (before the fight starts, if possible).



Wherever the fight takes place, the **monolith champion** shows up within a few rounds to aid its master. If the fight is going badly for Gellert, he can also call on the **clay golem** in the crystal garden (Area 507). Gellert doesn’t pursue characters if they retreat to the howling halls or escape up to the bat caverns, but he might send the two constructs to track them down or hound them out of the citadel.

Treasure. Much of what’s here in Gellert’s chamber that looks valuable is actually worthless because it doesn’t exist in Midgard. The furniture, decorations, and most of the books cease to exist for characters whose *potions of augmented reality* wear off. The items listed here make the transition to the material world if they’re in a character’s possession when the potion wears off. They are scattered throughout the room, not collected in any single chest or shelf. Characters can gather up one *extract of dual-mindedness* (Gellert had two but drank one), two

spell scrolls of greater restoration (unless already used to save characters petrified in the cursed cave), six *potions of augmented reality*, a *brooch of shielding* and *cloak of protection* (worn by Gellert), his spellbook containing all spells he knows plus up to twenty more sorcerer, wizard, and Void magic spells of your choice, a *cube of force*, a *helm of comprehending languages*, a *pearl of power*, and the *unquiet dagger* (carried by Gellert; see appendix).

504. Cursed Cave

The passage into this chamber is completely submerged. In fact, it descends 10 feet before climbing back up to the same level as Area 503. Characters must hold their breaths and swim to get here. The passage is short enough that this presents little danger. Ask for DC 6 Strength (Athletics) checks from characters who attempt the swim. A successful check gets the character through the passage in 10 or 20 seconds without incident. An unsuccessful check causes the character to get turned around in the steep passage until it runs out of breath and begins suffocating. The character has a number of rounds equal to their Constitution modifier (minimum of 1) to get out of the tunnel before their hit points drop to 0 from suffocation. The character repeats the Strength (Athletics) check once per round, and they get out of the passage on a success. If the modified result of the check is even, they reach the cursed cave; if the result is odd, they find their way back to Gellert's living room. Characters can aid each other on these checks. If the group thinks to string a rope through the passage, then weaker swimmers can pull themselves along it and their Strength checks succeed automatically.

The only light in this cave is what the characters bring with them.

The submerged passage opens into a natural cave. The floor is a mix of sand and gravel. In several places big chunks of stone have broken from the walls and fallen to the floor.

The most interesting things here are three remarkably lifelike statues. They were sculpted in poses of dramatic action: swinging a sword, readying an arrow, parrying a blow. The sculptor had real talent.

On second inspection, you see there are actually four statues. One at the far end of the cave is toppled over, snapped off below the knees.

The lifelike statues in this chamber are, of course, petrified adventurers. Their condition didn't occur for any of the usual reasons, such as a medusa or basilisk. This chamber is the abode of a strange and terrifying entity from the Void: the **ghostly foe** (see the appendix).

The number of manifestations created to fight the party is up to you, but one per character is recommended.

The manifestations alone aren't especially dangerous to 8th-level characters. A possessed character, on the other hand, with its full range of class abilities and spells at the disposal of the ghostly foe, is potentially very dangerous. Be sure possessed characters understand that while they have no control over their actions, they always have the option to fail the saving throw at the end of the ghostly foe's turn and become petrified. It's not a great solution, but it can prevent a total wipeout of the party and let someone get away to bring aid. Petrified characters can survive several days in that state before the ghostly foe consumes their psyche and slays them.

It's unlikely the characters themselves have the ability to remove petrification from party members who turn to stone—but Gellert the Gruesome does. This can be excellent leverage to get the characters to deal with Gellert on his terms.

Treasure. The four adventurers who are already petrified in this cave are long dead. Their armor varies from ancient to merely older designs, indicating they probably didn't come here together and the earliest victims probably died before the upper levels of the Scarlet Citadel were even built. Some of their gear is valuable and worth recovering. Characters won't know this until they try, since the petrified versions don't display any aura under *detect magic*. If any of these bodies are restored, the corpses decompose to bones and leathery flesh within minutes.

Human Rogue: +1 *shield*, +1 *dagger/fiend bane* (+2 to hit, +3d6 damage vs. fiends)

Human Warrior: +1 *longsword*, *horn of blasting*

Elf Warrior: +1 *chain shirt*, six +2 *arrows*

Elfmarked Spellcaster: *amulet of proof against detection and location*, *bracers of defense*

505. Golden Pyramids

The entrance to this chamber is 10 feet above the level of the river. The stone face can be climbed with a successful DC 14 Strength (Athletics) check. The boat can be tied to a steel ring embedded in the cavern wall.

A dim, golden gleam can be seen shining through the entrance to this chamber from the surface of the Black River. Nothing can be seen of its source from the river.

Water from the turquoise stream drains through the hole in the floor of the central bat cavern (Area 403) on the level above and rains down into the Black River all over the stretch of water outside the entrance to this chamber. The falling water is like fine rain rather than a thin

VOID MADNESS

d6 Effect

- 1 **“The river is full of stars!”** The character refuses to re-enter any Black River spaces, either swimming or in the boat. If forced onto the river, the character takes 6 (1d12) psychic damage each round until they’re on solid ground again. If charmed, the character agrees to enter the river, but 1 round afterward the madness kicks in again. The character is also frightened while on the river.
- 2 **“How did we get here?”** The character has no memory of anything that happened since first coming to the Scarlet Citadel. They still recognize their companions, but no amount of cajoling or proof can persuade the character he or she isn’t still 1st level. The character can’t use any class abilities above those of a 1st-level character, and their proficiency bonus is reduced to +2.
- 3 **“They’re going to hatch!”** The character is convinced their stomach is full of spider eggs that are on the verge of hatching. The character has disadvantage on attack rolls and ability checks until they recover, and they’re frightened of anything that looks like a spider.
- 4 **“My eyes!”** The character is struck psychomatically blind. Their eyes still function and the character can still be affected by gaze attacks, but they have the penalties of blindness until they recover.
- 5 **“We’re falling!”** The character is overcome with vertigo. While standing up or seated, the character is stunned. The character can function normally while prone.
- 6 **“My skin is on fire!”** The character can’t abide any pressure on their skin. They must strip down to the lightest clothing possible, such as a single shirt or tunic and breeches. Armor, cloaks, bracers, jewelry, boots, helmets, or any other clothing or protective gear can’t be worn. The character is also vulnerable to all damage.

waterfall by the time it reaches the river. It’s impossible to enter Area 505 or get past this stretch of river without getting wet. The rain itself doesn’t hurt anything, but adventurers tend to be wary of everything unusual. Because the bats and the derro sometimes drop scraps, bones, and body parts through the hole, river creatures congregate here. If characters are swimming or are using the boat without the boatman, an encounter with **scrags**, **cipactli**, **gargoctopi**, and/or **water leapers** is guaranteed.

The golden pyramids that dominate the chamber are tied into the ley lines that interlace through these caverns. They are also the foci for a gateway to Leng, a grim, high, and foreboding plateau ringed by mountains and perpetually shrouded in purple-gray clouds. One of the infamous spiders of Leng uncovered the secret of the gateway and now uses this area as a treasury for the profits from its dimension-spanning mercantile endeavors.

You’ve entered a chamber of gold! The rough cavern walls and 20-foot-high roof are painted gold, and the beautifully tiled floor has a golden hue. Most stunning of all are the five golden pyramids at the middle of the chamber.

The central pyramid is the largest, standing over 8 feet tall. Four smaller pyramids surround it, one per side. Even the smaller pyramids are almost 5 feet high.

Surrounding the pyramids on the floor are two frames of inlaid gold with jagged, flowing writing incised into them. The bands of gold are about a foot across. The writing is alien to your eyes.

A golden door in the south wall of the cave is marked with the same jagged script—although it may not be a door at all, since it has no handle or latch.

The writing is in Void Speech, the language of Leng. Trying to read it is harmful to minds that aren’t resistant to the alien vibrations of the Void, even if the reader can’t understand the symbols. A character who studies the writing on the floor or on the door takes 22 (4d10) psychic damage, or half damage with a successful DC 15 Wisdom saving throw. If the saving throw fails and any of the damage dice roll a 10, the character also goes temporarily insane. Roll 1d6 and consult the Void Madness table. The madness lasts until the character completes a long rest.

The Golden Door. If a character studies the markings on the floor or the golden door and makes their Wisdom saving throw successfully (or the character can read Void Speech, regardless of the saving throw’s success or failure), they receive a clue as to how the door can be opened. They see a fleeting image of the tops of the

five pyramids meshed together by a spider's web. As it's unlikely any of the characters can spin webs, a *web* spell is their only option. Casting *web* across the pyramids causes the golden door to dissolve into thin air, opening the way into the chamber holding Xymargshra's hoard (Area 506). *Web* also activates the portal (see below) and alerts **Xymargshra** (see the appendix) that its treasury has been unsealed by thieves. Xymargshra channels through the portal into the chamber 1d3 + 2 rounds later.

Both the door and the portal close again when the webs are removed or the *web* spell ends.

Knock and comparable magic don't open this doorway, but *dispel magic* opens it for 30 seconds if the spellcaster also makes a successful DC 15 spellcasting check.

The Portal. The five golden pyramids are a portal to an identical set of pyramids on the Plateau of Leng. The portal becomes active when the peaks of the five pyramids at either location are draped in a single spider web. This construct was built by the spiders of Leng ages ago for reasons no one remembers or cares about. It was rediscovered within recent decades by the Leng spider Xymargshra, who recognized this as an ideal place to store some of its treasure.

Once the portal is opened, it stays open for as long as the webs remain. *Web* is a concentration spell, so a character who casts it can end the spell at any time. Even ending the spell within a round or two won't put off Xymargshra; the avaricious spider comes to check on its stash regardless by reopening the portal from its own side.

In that case, characters might notice webs spinning across the pyramids seemingly of their own accord moments before the portal reopens and Xymargshra emerges.

Characters may be tempted to use the portal and see where it goes. The portal itself is an opaque disk of swirling black and purple like an immense, swollen bruise. It's created with Void magic as a security measure against incursions from Midgard (Xymargshra's paranoia cannot be overstated). A creature not of Leng who touches the portal in any way takes 28 (8d6) necrotic damage, or half damage with a successful DC 15 Dexterity saving throw. A creature who steps through bodily or pokes its head through to have a look around immediately drops to 0 hit points and begins dying. If a character goes through without taking the precaution of tying a rope around their waist, and you're feeling generous, you can allow their body to fall with one foot still sticking through the portal on the Midgard side.

Battle of the Pyramids. Before coming through the portal, Xymargshra may send an *arcane eye* to inspect the situation. When it sees it's up against seasoned adventurers, it has the option of first using a *spell scroll of invisibility* or even *greater invisibility* from its library, depending on how challenging you want this battle to be. When it arrives, it immediately spider-climbs up to the ceiling and fights with spells as much as possible. Because the golden door is open whenever the portal is open, the **ghostwalk spider** (*Tome of Beasts*) from Area 506 also joins in this battle.

ITEM CURSES

d6 Curse

- 1 The item's bearer recovers only half as many hit points from all forms of healing.
- 2 The item's bearer is vulnerable to one damage type selected randomly from bludgeoning, piercing, slashing, acid, cold, or fire.
- 3 The item's bearer is constantly thirsty. Their daily water need increases tenfold, and in combat they must use their action every third round drinking instead of fighting. If the character neglects this requirement or can't get enough water, they have disadvantage on attack rolls and ability checks until they catch up on their water intake.
- 4 The item's bearer becomes noisy. He or she can't speak, draw a weapon, walk, or even make hand signals without being loud. It's impossible for the bearer to be within 60 feet of another creature without being heard.
- 5 The fingers of the item's bearer fuse together. Casting spells with somatic components is impossible, and gripping weapons is so awkward the character has disadvantage on weapon attack rolls. After a week, their thumbs fuse to the other fingers, and after two weeks their hands fuse into fists and become useless.
- 6 Vermin are drawn to the item's bearer. Whenever the GM thinks it would be inconvenient or amusing, a swarm of bats or rats appears from somewhere and attacks the character.



Room 513: A red-tiled room with a grid overlay. A large red gem is in the center. A large eye is on the top wall. Numbers are written in the grid cells.

3	4		1	2			
6	4	3	2	6	8		
2	8	3	1	2	5	3	8
7	2	5	8	4	2	3	6
1	3	6		8	7	6	
4	8	5		2	4	2	
7	7	7	1	3	6	3	3
6	5	1	3	3	8	4	7
7	2	4	6	8	4	5	6

Room 514: A light-colored room with a grid overlay and a staircase on the right side.

Room 516: A small room with a green floor and a small object on the floor.

Room 515: A large green-tiled room with a grid overlay, two glowing green spheres, and four circular pits.

Room 517: An irregularly shaped room with a green floor.

Room 512: A purple-tiled room with a grid overlay, a diamond-shaped pattern, and a purple gem.

Room 511: A light-colored room with a grid overlay and a dark green rectangular area.

Room 509: A blue-tiled room with a grid overlay and a doorway.

1 square equals 5 feet

Xymargshra isn't interested in negotiating with the characters, but it will of course deliver a monologue during battle (in its harsh voice sprinkled with the impossible vowels and consonants of Void Speech) describing its utter disdain for lesser life forms and the certainty of its victory. In its multiple eyes, the characters are thieves deserving only death.

506. Xymargshra's Hoard

The treasure here is as much a curse as a reward.

The ceiling here is 15 feet high, so creatures clinging to the ceiling can reach targets standing on the floor with most melee attacks.

The central portion of this chamber is a pit or depression in the floor, which is filled with a heaping mound of golden and silver treasure. After the initial dazzlement, you realize the coins, jewelry, and artistic objects are all in unfamiliar, strange patterns. They have an air of unreality about them, almost as if they don't belong in this world.

A golden door stands in the east wall of the chamber, very similar in design to the door you came through.

Stretched across the top of the treasure-filled pit is a web of nearly invisible strands of spider silk spun by Xymargshra. A character who examines the pit closely before reaching for something spots the webbing with a successful DC 15 Wisdom (Perception) check. The webbing behaves exactly like a *web* spell, but it's also coated with Xymargshra's venom. A creature who touches it must make a successful DC 14 Dexterity saving throw or become stuck to the webs (restrained) until they break free with a successful DC 14 Strength check. It's reasonable to assume that unless a player states otherwise, their character reaches into the pit with their dominant hand. Since that's the hand they typically use for wielding a weapon, until they get free they can only use one-handed weapons, they make melee attacks with disadvantage, and they can't cast spells that have somatic components.

Lurking beneath the treasure is a **ghostwalk spider** (*Tome of Beasts*) that serves Xymargshra as a guardian. While it's still hidden (before characters see it or have a chance to identify it), it uses a bonus action to Ghostwalk. The spider can then jump up through the treasure and the webs incorporeally, use Spider Climb to cling to the ceiling, and attack. Its attacks don't make it visible, so characters should have no idea what they're up against unless they use some means to make the spider

visible, such as *faerie fire*. It's incorporeal, so tricks like dousing it with flour don't help.

Characters who find themselves fighting both Xymargshra and the ghostwalk spider here are in for a rough time. If they flee back to the Black River, Xymargshra launches a few more venom attacks at them provided it can do so in relative safety with half cover from the elevated doorway. It doesn't risk getting killed just to hurry the characters' retreat. Neither Xymargshra nor the ghostwalk spider pursue anyone onto the Black River.

If characters return after even a short rest, they find both spiders back at full health. They'll need a better plan, not just brute force, to overcome this chamber.

Treasure. The pit is only 1 foot deep. Even without the ghostwalk spider in it, it's full, containing 12 cubic feet of treasure.

Everything here is from either the Plateau of Leng or from the Void. The coins are made from unfamiliar alloys and are stamped with Void Speech script. Much of the jewelry is too large or too small for a human, or simply isn't fitted to humanoid anatomy. The art objects are even worse—the abstract art is unsettling to look at, and “realistic” statues and portraits are downright horrifying. Even items that could only be decanters, goblets, or eating utensils imply an inhuman physiology and diet that hardly bear thinking about.

To determine specifically what's here, treat the hoard as two challenge 5–10 treasures. When characters try to sell any of it, however, they find its value is only half of what they expect because all buyers are so disturbed by the nature of the material. Art objects in this collection also tend to be large and bulky. Half of all magic items recovered here are cursed. Roll 1d6 and consult the Item Curses table to determine a curse that can be applied to a normal magic item.

Golden Door and Stairs Down. The stairs beyond the golden door in the east wall lead down to the chamber of black ice (Area 607).

In appearance, this door is nearly identical to the golden door to Area 505. Assuming this one also opens into this room, it too is without a latch or hinges. If a character studies the Void Speech writings on the door, the effects are also identical (see The Golden Door and Void Madness under Area 505).

If a character studies the markings on the door and makes their Wisdom saving throw successfully (or the character can read Void Speech, regardless of the saving throw's success or failure), they receive a clue as to how the door can be opened. They see a fleeting image of Xymargshra spitting venom onto the door. For

the characters to open it, they must slice open the Leng spider's venom sacks and extract a few ounces of the thick liquid. This is a tricky operation. The character doing the extraction must make a successful DC 15 Wisdom (Medicine) check or they get enough venom on themselves to cause 12 (2d8 + 3) poison damage and blindness. Their sight returns after a few seconds. If the Medicine check fails by 5 or more, they lose all the venom along with their chance to open this door. As long as the result of the check is 10 or more, they extract enough venom to open the door four times (assuming they have a suitable container to store it in, such as an empty potion bottle).

This door opens like the other one, by dissolving into thin air. It remains open for 10 minutes, then reappears and reseals the aperture.

Knock and comparable magic don't open this door, but *dispel magic* opens it for 30 seconds if the spellcaster also makes a successful DC 15 spellcasting check.

If both golden doors in this chamber are opened at the same time, air is pulled from the Black River through these two chambers and down toward the *sphere of annihilation*. This isn't a powerful, howling wind like that in Brutwer's gallery (Area 514), but it's enough to cause robes to flap and long hair to whip about.

507. Crystal Garden

The entrance to this chamber is 10 feet above the level of the river. The boat can be tied to a steel ring embedded in the cavern wall.

A dim purple glow can be seen through the cavern mouth from the river, but no other details can be discerned.

The cavern contains a clay golem Gellert the Gruesome "parks" here and a pair of fate eaters that stumbled upon the cavern and took up residence, unbeknown to Gellert.

A breeze blows through this chamber as air is pulled from the Black River down toward the *sphere of annihilation*. This isn't a powerful, howling wind like that in Brutwer's gallery (Area 514), but it's enough to cause robes to flap and long hair to whip around.

An immense humanoid statue stands at the center of this crystal-studded chamber. Some sort of translucent, purple worm is curled around its neck, and another is twined around its ankles. Light in purple hues flashes through the worm's body and reflects from the crystals in the cavern and through the worm's jagged crystal teeth.

The crystals lining the walls, ceiling, and floor amplify the glittering light from the worm in dazzling displays. Occasionally they emit a dim, purple glow of their own that wells up inside them and cascades across the room before rapidly fading away. This irregular, pulsing light creates an impression of the room's illumination filtering through water.

The worms are two **fate eaters** (*Tome of Beasts*) that live in this chamber.

The "statue" is a clay golem under the control of Gellert the Gruesome. It doesn't join in any battle that breaks out between the characters and the fate eaters unless the golem takes damage from an attack, including area-of-effect spells that don't target it specifically.



Unfortunately, the crystals of this chamber interact with the ley-line energy coursing along the Black River in a unique way; area-of-effect evocation spells cast in this chamber (by a caster occupying any of the purple-hued spaces) can't be sculpted around creatures, and their areas fill the entire chamber even if the spell is normally a cone, a line, or some other shape. For example, a *lightning bolt* strikes every creature in the chamber, including the caster, regardless of where it was aimed or how it was sculpted.

Initially, the fate eaters coiled around the golem are merely curious about the characters. They communicate via telepathy, and they frequently "speak" in harmonic unison or complete each other's sentences. Their telepathic communication makes it impossible for characters to determine which one is "speaking." If characters ask the worms to name themselves or identify which is communicating, they don't understand the question. Eventually they make a remark about the "quaint human custom of pretending to be individuals somehow distinct from, and superior to, all other entities in the Weave."

These creatures see the world differently than humans, dwarves, halflings, and other mortal humanoids. Beyond having truesight, their senses perceive the twisting strands of fate that connect every creature to the past, present, and future, and to all the creatures they have interacted (and will interact) with throughout their lives. The strands are indistinct and they twine together or splay apart in confusing, knotted ways, so a fate eater can't easily follow individual strands or automatically read a person's future. They can discern facts about someone's past and trends about their future the characters might find interesting or alarming.

Use this ability in conversation. The fate eaters should compliment the characters on remarkable things they did in earlier sessions of this adventure or mildly criticize them for questionable actions taken on their journey to this point. The fate eaters are utterly neutral, so they don't make moral judgments, but they see a vastly bigger picture than any mortal can comprehend. They are particularly intrigued by whatever the characters did on their journey into the past and the future with the time construct in the arcane scriptorium.

During this conversation, drop hints that the fate eaters can reveal much more, but only after receiving something in exchange. They accept juicy tidbits of gossip about gods, about extraplanar beings, or about the future. The characters are unlikely to have either of the first two, but they can at least describe what they've seen of the future. You can hint about this, but don't come out and

say it; leave it up to the players to realize this might be of interest to the worms.

In exchange for information, the worms reveal what lies ahead for the characters in only frustratingly vague terms.

- "The servant of the hunger god is powerful indeed."
- "The river lord slumbers but longs to awaken."
- "You may gain comfort by overcoming the elements."
- "Should you succumb to the Void, it will be your annihilation."
- "In the salt you will be blind, and blindly torn apart by living salt."

For more concrete information, the fate eaters insist they must "taste a subject's fate." They can't (or won't) explain any more clearly what this means. If someone agrees, they must step up next to a fate eater, which strikes out suddenly and bites the character. The attack hits automatically since the character isn't trying to avoid it, but you should still roll a die to see whether it's a critical hit. The bite does its usual 26 (5d8 + 4) slashing damage plus 11 (2d10) necrotic damage. This is likely to be quite a bit more serious than the character expected. Assuming the party doesn't counterattack immediately, the fate eaters *ooh* and *ahh* over the deliciousness of the sampled fate before sharing something really useful about what lies ahead.

- "A powerful ally reposes above the still pool. Free it, and you may yet prevail."
- "The worm is the lock; the tooth is the key. Ahh, but snatching it from such a neck. Who has the courage? Not I, brother." "Nor I, sister."
- "The thing in chains keeps death alive. Only light—the light—can purify its putrescence."

After sharing this information—and several creepy comments about the fate's succulent flavor—another bite is delivered, if a character (the same one or a different one) is still within 5 feet of either fate eater. This leads to even more lip-smacking by the fate eaters and more useful information about the future. The fate eaters continue providing information as long as the characters allow themselves to be bitten.

Once the fate eaters get a taste of the characters, however, they don't back off. If characters insist on not being bitten, the fate eaters turn hostile. The fate eaters don't pursue the characters out of this cavern because they know what would happen if they do. But here, they eventually won't take "no" for an answer.

Stairs Down. The stairs at the back of the cavern lead down to the elemental prison (Area 612). A stiff breeze

blows down these stairs, as noted at the beginning of the area's description.

Treasure. The fate eaters have no treasure, and there are no secret caches in the chamber. The crystals, however, have a unique property. If some of this crystal in powdered form is added to the normal material components of an evocation spell, the spell's area of effect can be changed to another shape with the same volume. For example, a *lightning bolt* normally affects a 100-foot line containing twenty 5-foot squares. With this powdered crystal, *lightning bolt* could be cast as a sphere with a 10-foot radius, a 15-foot cone (noting that a cone is three-dimensional), or a 15-foot cube. To recognize this property of the crystal, a sample of it must be studied for an hour by a character who casts spells using material components. *Identify* and *detect magic* don't react to the crystal because it is not, in and of itself, magical. Characters can gather as much of the crystal as they want while they're here, but it becomes inert and loses this useful property a week after being removed from this chamber.

508. Black Water, White Teeth

As protection against enemies raiding their temple site via the Black River, the cultists of Charun who originally inhabited these caves included this trap. If a boat travels along the river that isn't propelled and guided by the flesh golem boatman, rocks thrust up from the river bottom to make it impossible for a boat to get through this stretch of river.

This trap can spring in either of two ways: kindly or cruelly. When it happens, place the appropriate overlay on the map to show where the rocks appear.

The first, kinder way is for the rocks to rise up slowly and block the river moments after the golem is destroyed or removed from the boat. If this happens, characters can see the river is blocked before they reach the rocks and change their plan accordingly.

The second, cruel way is for the rocks to rise up rapidly as the characters maneuver the boat through the stretch of water where the rocks appear. The boat takes 22 (4d10) bludgeoning damage as the rising rocks batter it. Place the rocks overlay on the river, then position the boat so it's wedged into the rocks next to the entrance to the crystal garden (Area 507). The boat can't be moved from that spot unless characters get out and lift it over the rocks (presumably while standing on the rocks themselves). An attack from **scrags**, **gargoctopi**, **cipactli**, and/or **water leapers** is guaranteed during this operation.

If characters stay in the immobilized boat debating

what to do for too long, the river creatures may grow impatient and attack them in the boat.

Once the rocks appear, they're permanent. Only the cultists of Charun knew how to make them go away, and the cult is long gone. The characters are left with the problem of figuring out how to navigate the monster-infested river with stony teeth obstructing it.

509. Archimandrite's Font

The floor of this chamber is only inches above the water level of the Black River. The boat can be tied to a steel ring set into the cavern wall.

This chamber contains nothing but an ancient fountain that's become an object of veneration to the deep ones who store their treasure in Area 510.

The floor of this small chamber is only inches above the water level of the Black River. The stones are wet and spattered with mud that's formed into rivulets. On the wall opposite the entrance is a fountain. Water trickles from a peculiar, unsettling image of a fish carved into the cavern wall and collects in a basin before spilling out onto the floor.

The floor of the chamber is slightly slick, not enough to be a hazard, but more than the characters might expect.

The design of the fountain is mundane at first glance: a scaly fish standing on its tail, with water burbling out of its mouth and streaming down its fins into the basin. Characters have seen similar fountains in prosperous coastal towns. On closer inspection, however, eerie details are noticed. The eyes and the mouth have an unsettling similarity to human features. The carving is obviously wet from the water running down it, but its oily sheen implies something other than water might be involved. Even the way water dribbles from its mouth becomes increasingly distasteful as characters watch, with hints of convulsive vomiting rather than a steady trickle. Characters experience these thoughts as hints and notions, not as clear perceptions.

If a character examines the fountain closely, a successful DC 13 Wisdom (Perception) check reveals glittery spots at the bottom of the basin. If someone puts their hand in the water and lifts out some of the glitter, they see that it's fish scales. If the check was made with Intelligence (Investigation) instead, the character gets that information without putting their hand in the water (see also Dagon's Oil).

A follow-up successful DC 13 Intelligence (Nature) check fails to identify the type of fish the scales

came from but confirms it's no fish the character has encountered before. If, however, characters have already fought and killed deep ones (in the frog shrine, for example), then a successful Nature check confirms the scales are from a deep one.

Finally, if the result of the initial Perception or Investigation check is 15 or higher, the character notices one other thing: there's a small, silvery metal ring lodged in the fish's throat. It can't be reached with a finger but it can be retrieved with a bent wire, a fish hook, or a similar tool. The silvery ring is at the end of a short silver chain attached to a small silver whistle similar to a bosun's pipe. There is nothing particularly special about the whistle; it is worth 5 gp and sounds rather shrill. But characters are likely to want to blow it (see below).

Dagon's Oil. The water in the fountain contains small amounts of *Dagon's oil*. This oil is generated by the fish-fountain and mixes with the water, which is drawn directly from the Black River. It's also why the floor feels slicker than it ought to.

A character who plunges their hands into the fountain, touches the water on the floor (or walks in it barefoot), or handles or blows the silver whistle without first cleaning it thoroughly is exposed to the effects of *Dagon's oil* (see the appendix).

510. Deep Ones' Vault

The deep ones who use the Black River as a subterranean highway stash some of the treasure they receive as tribute from fishermen and riverside communities in this cavern. There is significant wealth here, but it's not free for the taking.

Up a short but steep flight of steps is a small chamber and, at its far end, wonderful treasures! Coins, golden jewelry and gems, weapons, silver plate, jeweled goblets, small statues, and crystal idols are strewn across the floor in heaps or piled into chests.

The treasure here contains both a challenge 0–4 hoard and a challenge 5–10 hoard. You can generate it as you like, either randomly or by design to provide the characters some essential equipment.

If anything is taken from the hoard, deep ones are instantly aware of it. They immediately swim up the Black River, ready to attack the thieves who are robbing them of their hard-earned (in their bulbous, fishlike eyes) spoils. Before the party is able to leave the combined Areas of 509 and 510, the deep ones arrive and either

attack or lay an ambush (your choice). The attacking force consists of one **deep one hybrid priest** (*Tome of Beasts*) and two **deep ones** (*Tome of Beasts*) per character. Be sure to note whether characters became marked with *Dagon's oil* from the archimandrite's font (Area 509).

511. Flooding Crypt

The entrance to this chamber is only inches above the level of the river. The boat can be tied to a steel ring embedded in the cavern wall.

Entombed here is a **shadow river lord** (*Creature Codex*), although “imprisoned” might be a better term. The cultists of Charun knew this creature and occasionally dealt with it out of deference to its inherent connection to the River Styx. When Llagfel turned the cult away from Charun and toward Vardesain and engineered her own transition into a lich, they trapped the shadow river lord in this stone sarcophagus and wrapped it in magical seals the creature couldn't break or bypass in watery form. Little did they know they were locking their temple into a centuries-delayed fate they couldn't foretell.

The floor of this large cavern is only inches above the level of the river. At least, most of it is above the river; a portion of the floor must have settled over the years, so water from the Black River runs across the tiles and pools around a stone sarcophagus with an intricately carved lid. The sarcophagus is the only thing in this large chamber.

The floor didn't sink; it was designed and built this way so water from the river could always surround the sarcophagus. When characters draw near the sarcophagus, they see it stands not in a puddle but in a shallow pool more than a foot deep. Two steps descend from the floor to the pool's bottom. To reach the sarcophagus, characters must stand in the pool.

On closer inspection, characters also see the carvings on the lid are magical invocations in three different scripts and four different languages: Common, Infernal, Abyssal, and Void Speech. A character who makes a successful DC 13 Intelligence (Arcana) check sees that all the inscriptions are appeals primarily to Vardesain but also to other supernatural entities—some deities, some devils, some names the character doesn't recognize—to keep this enemy of Vardesain in chains for all eternity.

The only decorative motif on the sarcophagus is a carving of a large, writhing worm that encircles the box many times. Its mouth is open and poised to swallow a rectangular shape that might represent the sarcophagus

itself. Its circular mouth is ringed with multiple rows of teeth, like a shark's mouth; one of those teeth, about 3 inches long, is conspicuously missing.

The sarcophagus was sealed with an *arcane lock* that was amplified by Vardesain himself in response to Llagfel's imploring. It's impervious to *knock* spells and was effectively cast at 20th level for purposes of dispelling, making it impossible for characters to break.

The only way to open the sarcophagus without divine aid is with the key, which is the enchanted tooth of a purple worm. As a reminder of her subservience to Vardesain (who finds liches useful but doesn't entirely trust them), Llagfel was commanded to wear the key always around her neck. Placing the enchanted tooth into the depression of the missing tooth in the carving breaks the *arcane lock* and releases the shadow river lord.

Figuring out how to open this sarcophagus is vital if characters are to defeat Llagfel. They might figure it out on their own after seeing the carvings on the sarcophagus and the tooth around Llagfel's neck. They can also be told about it by the fate eaters in the crystal garden (Area 507) or even by Gellert when they deal with him.

As the sarcophagus lid opens, the entire chamber rumbles and shakes. The floor trembles beneath your feet and sinks with a lurch. Cold water from the Black River rushes into the chamber and swirls around your feet to a depth of three inches, then six inches, then twelve—and it shows no sign of stopping.

At the same time, the dais on which the sarcophagus rests rises upward with a sound of grinding stone, keeping it above the level of the water.

Inside the stone box, at first all is hidden by swirling purple mist. After the tumult dies down, the smoke drifts away to reveal a figure draped in tattered black cloth and scarred iron armor.

Meanwhile, as the floor continues sinking and the rising water nears your waist, you see shapes swimming into the chamber from the Black River.

Without rising, the thing in the sarcophagus is suddenly standing atop the dais. Unless your eyes deceived you, it simply flowed out of the stone box like water, then reformed into a towering humanoid shape connected to the lapping water by streams flowing from beneath its robe.

With a flash of light and the sound of cracking bone, a glowing green staff appears in one of the thing's gauntlets. At that signal, the shapes in the water rise up to reveal they're humanoid skeletons clutching scimitars and with unearthly purple light seeping from their ribcages and through their empty eye sockets.

Silently, implacably, they stand around you.



At this point, place the appropriate overlay on the map.

The characters are faced with the **shadow river lord** (*Creature Codex*) and three **shadow skeletons** (*Creature Codex*) per character.

It should be reasonably apparent to characters that despite its terrifying appearance, the shadow river lord isn't immediately threatening them. It seems to be taking in its surroundings, examining the shadow skeletons, and stretching out senses humans don't have for information beyond their ken. If characters attack it, it fights back, but it stops attacking if they cease. It doesn't Shadow Geyser against anything but its true enemy, the undead in Areas 515–517.

The only likely way for characters to have opened this sarcophagus is to already have confronted Llagfel at least once, if not twice. In that case, the shadow river lord quickly senses that its ancient enemy is nearby. It addresses the characters in a wispy, breathless voice.

"You have seen the enemy and released me from her prison. For this, I forgive your trespasses in my domain.

"I will not speak her name, lest she hear me.

"She cannot be destroyed while Vardesain's abomination exists. You have heard it, struggling against its chains. To slay it requires the staff and the light from the shrine. I cannot touch them, but you can. In this way shall you serve me.

"I can occupy her attention while you perform the needed tasks. They are simple enough, even for mortals.

"The shrine is behind the door near her throne. Open it with your wits, not your flesh. With the staff, unlock the chained thing's cave. With the lamp, kill Vardesain's curse.

"Follow me."

The shadow river lord and the shadow skeletons head immediately for Llagfel's crypt. It's been waiting centuries for revenge and it wants to see this through, not answer the endless questions characters are bound to have. If characters ply it for more information, the river lord answers one or two questions with great impatience, then refuses to speak any further. If characters object that they're too weak for such a fight and need to recover from injuries first, the shadow river lord begrudgingly

agrees to wait; it and the shadow skeletons disappear into the river and reappear 8 hours later, ready to go. If characters refuse to follow because they just don't want to face the lich again, the shadow river lord and the shadow skeletons go without them. Since Llagfel can't be slain while the chained thing exists, all the shadow creatures are destroyed in the fight, Llagfel survives, and the characters lose their best chance to cut off the portal to the Dry Lands.

See Llagfel's Crypt (Area 511) for advice on staging this three-way battle.

The shadow river lord has no treasure. If it's destroyed, its staff dissipates into smoke. Its empty armor falls to the floor and crumbles into rust and sand within minutes.

512. Frog Shrine

The river entrance to this chamber is 1 foot above the level of the river. The boat can be tied to a steel ring embedded in the cavern wall.

The stairs in this area connect upward to Imortra's prisoner quarters (Area 416) 100 feet above. The stairs are steep and make two right-angle bends to reverse direction.

The deep ones who stash their treasure in the vault (Area 510) also built this shrine to a frog-aspect deity



unknown elsewhere in Midgard. In fact, it doesn't represent a deity at all but a creature of the Void that manifests itself to the deep one archimandrite as a divine being. The deep ones were fooled—or perhaps they don't care. Show the players the Point-of-View illustration on the previous page.

Broad steps lead to a small shrine dominated by a hideous statue of a bloated frog. Its tiny legs and feet are nearly hidden beneath the bulbous body that looks slimy and blubbery despite being carved from stone. The green jewels set into its bulging eyes seem to follow you as you move.

If characters come to this area the first time by descending the stairs, the shrine is unoccupied. The second or third time characters come to or past the temple, deep ones are placing offerings before the idol. The presence of intruders is a great affront to them, and they attack immediately. It's ideal if the characters approach the temple in the boat; deep ones are as comfortable in water as they are on land, so they can dive into the river and swarm the boat, pull characters into the water, and use the river as cover when necessary.

The group at the shrine consists of a **deep one hybrid priest** (*Tome of Beasts*) and one **deep one** (*Tome of Beasts*) per character.

Trapped Idol. The frog statue and the floor in front of it (the six spaces containing the design of two interlocking squares) are trapped. The trap can be noticed with an inspection of the statue or the floor and a successful DC 15 Intelligence (Investigation) check. Success reveals the frog's eyes are the triggers, and the marked floor spaces collapse. A successful DC 15 Wisdom (Perception) check detects an acrid smell in the area that's mostly masked by the smell of the nearby river and by being underground.

If a gem is pried out of the idol, jagged lightning shoots from the statue and zaps every creature in the six marked spaces. The shock causes 17 (5d6) lightning damage or half damage with a successful DC 15 Dexterity saving throw. At the same time, the marked floor squares collapse and drop creatures on them into a 20-foot-deep, glass-lined pit. Characters take no falling damage because the bottom 10 feet of the pit is filled with acid. Creatures that fall into the pit take 7 (2d6) acid damage immediately. They take another 10 (3d6) acid damage every time they end their turn in the acid; this damage is halved if the character makes a successful DC 13 Strength (Athletics) check. Characters in armor that causes disadvantage on Stealth checks have disadvantage on this Athletics check. The glass walls of the pit are too smooth to climb.

Beyond the obvious injuries caused by the acid, if characters don't spend the next 10 minutes thoroughly washing the acid off all their gear, it destroys equipment. After the characters' next long rest, they find that any food, books, maps, scrolls, and other soft items immersed in the acid are destroyed. Clothing is badly damaged and needs to be replaced at the first opportunity. Armor loses 2 AC, shields lose 1. Weapons have a permanent -1 to hit and -2 to damage. At your option, magical equipment might be immune.

Treasure. Having come to worship, each deep one wears gold jewelry worth $3d6 \times 10$ gp. The jewelry is inexpertly made from other gold items, and most of it features unpleasant frog motifs. Any deep ones that die in the river sink to the bottom. If characters want that gold, they must dive into the river (and deal with the other river denizens) to get it. The jewels set into the frog's eyes are alexandrites worth 500 gp each.

513. Blood Shrine

The entrance to this chamber is 1 foot above the level of the river. The boat can be tied to a steel ring embedded in the cavern wall.

This shrine has become the home of the **blood hag** (*Tome of Beasts*) Brutwer and her **crimson mist** (*Creature Codex*) familiar.

A basin nearly eight feet across stands at the center of the chamber. At the far end is an immense statue of a demonic-looking creature; if it represents an actual demon or devil, you don't recognize the type. The basin, the floor, and the statue are splashed and spattered with red liquid. If your nose is a reliable indicator, that liquid is blood. The entire chamber is suffused with a dim red glow, though you see no obvious light sources.

The basin is filled with blood, and the hag's crimson mist familiar swims in it. The first time a character glances inside the basin, they see it's filled with blood that's being slowly disturbed as if something is moving in it, at which point the crimson mist erupts and attacks.

When the battle erupts, place the overlay on the map. Notice how each space contains a number in the corner. Numbered spaces are the only ones where characters can stand on the floor. Unnumbered spaces are occupied by the basin or the statue.

Crimson Mist. Brutwer's crimson mist is more dangerous than a normal crimson mist.

On the first round of combat, only the crimson mist gets a turn. Everyone else, including Brutwer, is

surprised. (Characters undoubtedly expected trouble here, but they didn't expect the eruption of crimson mist.) After the first round is done, roll initiative for everyone and proceed normally.

At the start of each of the crimson mist's turns, roll 1d8. The crimson mist simultaneously occupies every space on the overlay containing that number, and creatures already in those spaces are subject to the mist's Engulf attack. Brutwer is immune; the crimson mist doesn't attack her.

The mist remains in those spaces until the start of its next turn. Anyone who moves through one of those spaces is also subject to Engulf (leave the d8 on the map with the number you rolled showing as a reminder). The crimson mist can be attacked in any of those spaces or in the four spaces of the basin.

This crimson mist can have any number of creatures engulfed at the same time.

If a character who failed their saving throw against Engulf is still engulfed at the start of the crimson mist's next turn, the crimson mist relocates normally but it also remains in the space with an engulfed character and keeps that character engulfed regardless of the new location roll. In other words, the crimson mist always keeps creatures engulfed even as it shifts locations. The engulfed character doesn't move. If a character escapes from being engulfed in a space that isn't one of this round's numbered locations, the crimson mist in that space dissipates and no longer contains crimson mist.

Brutwer. When this battle starts, Brutwer is in Area 514, but she immediately moves to join the fight; *invisibility* and *misty step* can help. She can cast *cloudkill* without worrying about the crimson mist, because it's immune to poison.

Furthermore, Brutwer has advantage on melee attacks with her Blood-drinking Hair against anyone who's drenched in blood. This applies to characters who were in the same space as the crimson mist (regardless of whether their saving throw failed or succeeded) and to characters who teleported here from the shrine to Charun (Area 107), as they arrived with their hands plunged into the basin of blood.

Brutwer isn't inclined to be killed here. To help with that, she has one nonstandard trait for a blood hag: Brutwer can cast *misty step* as a reaction to taking damage. When she's dangerously low on hit points, she uses this reaction to escape into the Black River. Once there, she can use *water breathing* to stay submerged as long as she wants. Use your best judgment to gauge "dangerously low on hit points," but don't cut it too fine.

Always be aware of who's turn comes up next in initiative order; some 8th-level characters can dish out immense damage in a single turn. Brutwer surviving this scene makes the rest of the level considerably more dangerous for the characters.

Brutwer's Revenge. If the crimson mist is slain, Brutwer devotes herself to the characters' destruction. The river creatures fear her. She can easily compel obedience from the scrags, and she can enlist help from the gargoctopi or cipactlis with a little more effort. Even the deep ones might cooperate with her under the right circumstances. The water leapers don't respond to persuasion or intimidation, and the shadow skeletons obey only the shadow river lord. What alliance Brutwer forms is up to you; she is crafty, she learns instantly from mistakes, and she understands how dangerous adventurers can be. Brutwer won't make the same mistake twice.

Once Brutwer sets her mind on vengeance, she is a threat to the characters every time they travel on the river or enter a chamber off the river. She can hit someone with *bestow curse* when they get into a battle. She can use *modify memory* on a character to erase vital information. With *Call the Blood* she can render someone blind, deaf, or unable to speak during critical moments of a fight. If characters killed the boatman, she can easily steal the boat while they explore a chamber and have river creatures ambush them if they try to swim away. The boatman will carry her by boat if she pays—taking the boat away from the characters' location in the process.

Without significant magic to help them, the characters can't hunt her down. Brutwer casts *water breathing* at will, so she simply swims a few hundred yards away and waits until they stop searching.

She might even enlist Gellert's aid, but this is unlikely; he isn't interested in other people's squabbles. Brutwer does at least warn Gellert dangerous adventurers have arrived, and she paints the situation to make it seem they're here specifically to kill him, whether or not it's true. What Gellert does with that information is up to you. If you like, make two skill checks: a Charisma (Deception) check for Brutwer (+7) and a Wisdom (Insight) check for Gellert (+8) to see whether he believes her account. If he does, one possible course for him would be this: if characters talk to him instead of immediately attacking, he tells them the hag that's been troubling them is hiding in the cursed cave (Area 504). Then he ambushes them as they reemerge from the submerged passage.

Brutwer recovers health by resting the same way characters do; she recovers fully during a long rest, and

she has 21d8 Hit Dice to use during short rests. If she managed to tear off someone's face, that character becomes a perfect target for her deceptions. She can modify their memory and have them slip away from the group, then Brutwer takes that character's shape and assumes their role in the party until the right moment for a betrayal.

514. Brutwer's Gallery and Stairs Down

Originally this chamber was another reserved for the clergy of Charun. It's now Brutwer's lair and gallery, which means it should be empty by the time characters reach it.

Blood-smeared steps lead up to a beautiful tiled floor. An unusually heavy door stands in the opposite wall. There are no furnishings, but the walls are lined with faces: human, dwarf, and elf, all very lifelike and yet oddly misshapen.

When a character indicates they're taking a closer look at a face, it moves. The mouth opens and closes in silent mimicry of speech, and empty eyelids flutter.

These are the faces Brutwer tore off unfortunate adventurers and travelers along the Black River. She kept them on display here. The faces aren't alive but they're animated objects with AC 18, 20 hit points, flying speed of 30 feet, and no attacks. They leap from the wall and flutter around the room like grotesque moths, trying to attach themselves to characters' faces or crawl into their backpacks and pouches. The faces have no ability to actually harm anyone but the characters don't know that. Everyone in the room when the faces "come alive" must make a successful DC 15 Wisdom saving throw or become frightened for 1 minute or until the faces are destroyed.

Be vague about how many faces were here. Odds are no one counted as they entered the chamber, and once the faces were in flight, they were impossible to count. After characters have destroyed a number of faces equaling twice the number of characters in the party, none remain.

At least, none they can see. Unless they immediately spend 10 minutes searching all their packs and bags, 2d4 faces squirmed into their gear and will pop out at the most unsettling times: when someone reaches into a pouch for a potion or a scroll, they put their fingers through two eyeholes; when someone readies a shield, they see a bloody face staring back at them; when someone uncorks a waterskin, they find themselves lip-to-lip with a hideously stretched and deformed visage. A DC 15 Wisdom saving throw to avoid fright is appropriate in any of these cases. In some situations, this will only be for flavor; however, if these things happen

mid-combat or during a rest, the failed saving throw can be quite detrimental.

The point of the faces is to be creepy and a little amusing. Don't drag it out too long or dredge it up too often. If characters search their gear specifically for lurking faces, they find them and destroy them without much trouble.

Door. The door is heavy oak reinforced with steel bands. The hinges are on this side, so it opens by pulling (into this room). Despite its sturdy construction, the door has no lock and just a simple latch. There is no trap. If someone listens at the door and makes a successful DC 15 Wisdom (Perception) check, they don't hear anything from the opposite side of the door, but they detect that air is being drawn from this side of the door to the other through the tight-fitting frame.

The door doesn't open to a normal tug. In fact, pulling it open takes a successful DC 20 Strength (Athletics) check. If the check fails but the result is 16 or higher, the door opens slightly before pulling from the character's hands and slamming shut again.

If the door is opened, a tremendous wind howls through this chamber and down the stairs. Every creature in the chamber must make a successful DC 13 Strength saving throw or be pulled by the wind through the doorway and tumbled head-over-heels 20 feet down the stairs, taking 3 (1d6) bludgeoning damage in the fall. The character then repeats the saving throw. They halt their fall on a success, but on a failure they tumble another 20 feet, take another 3 (1d6) bludgeoning damage. Repeat the saving throw for the third and final time.

A character that fails all three saving throws gets blown into the sandstorm chamber (Area 601).

A character whose saving throw succeeds halts their fall in the staircase and can try to make their way back up the stairs. This requires a DC 8 Strength (Athletics) check. If this check succeeds, they make it all the way back to Brutwer's gallery. If it fails, they tumble down 20 feet, take 3 (1d6) bludgeoning damage, and are back in the rolling and tumbling procedure until they catch themselves or land in Area 601.

If someone thinks to slam the door shut, the wind drops to almost nothing in the staircase and characters there automatically succeed on their Strength saving throws and ability checks. The situation can start all over, however, when they open the door again to get back into Brutwer's gallery.

Roping Together. Characters might rope themselves together like mountain climbers to navigate these stairs. In that case, the character who's first through the door or

farthest down the stairs makes the first saving throw, with advantage. Then work your way back up the line, from first to last. Each time a character's saving throw succeeds, the next person in line also gets advantage on their saving throw. If someone's saving throw fails, the next character in line makes their saving throw normally—unless they're the last person in line, in which case they have disadvantage on the saving throw (because no one is supporting them).

Being roped together provides advantage only if the rope is taut. If characters have 10 feet of rope between them but they're standing 5 feet apart, the rope doesn't help on their saving throws. It might still prevent them from tumbling as far down the steps.

A better plan than tying themselves together is simply tying a rope to one of the stone columns at the entrance to the gallery and tossing it down the stairs. The wind will pull the end all the way to Area 601 if the rope is long enough. Characters can then "climb" or rappel down the rope. A character who climbs with their hands only needs to make a successful DC 8 Strength (Athletics) check to keep their grip. Using a climber's kit with a harness makes success automatic.

515. Lagfel's Crypt

The entrance to this chamber is 1 foot above the level of the river. The boat can be tied to a steel ring embedded in the cavern wall.

The door is made from blackened steel. Embossed on the door is a symbol of an immense worm crushing a skull in its maw. A character who makes a successful DC 10 Intelligence (Religion) check recognizes the motif as a sect of Vardesain, patron deity of hunger, of ghouls and darakhul, and devourer of souls. Crudely scratched into the metal beneath the symbol in Common are the letters D O N O. Someone long ago tried to leave the warning "do not enter" or "do not open" but was interrupted and killed by phantom wights before they could finish. Their broken, rusty dagger lies on the ground nearby.

The door is locked; the lock can be opened with a successful DC 15 Dexterity (Thieves' Tools) check.



You're at the entrance to an immense chamber with vaulted ceilings supported by six massive columns. Flickering green light dimly illuminates the chamber. The light emanates from two bronze braziers at the north end of the room. The northern portion of the room is elevated five feet above the rest of the floor, with steps leading up to it. At the center of the raised portion stands a pale gray seat. At this distance and in this eerie light, you can't tell if it's made from stone, metal, or bone.

The walls of the room are decorated with life-size paintings of warriors in full harness and with weapons drawn. They're portrayed standing in open doorways of various shapes, but all appear to be paintings on the plaster-covered walls.

In the northwest and southeast corners of the room are two more blackened steel doors similar to the one you just opened.

When the characters first enter, the braziers are barely alight.

As characters move farther into the chamber, paraphrase the following for them.

When someone moves north of the two southernmost columns, the fires intensify so green flames can be seen flickering above the braziers' rims.

Moments after the flames intensify, a sound like the roar of a lion drowning in slime is heard coming through the door in the northwest corner of the chamber. That's followed by a chain dragging across stone, then snapping taut with such force that everyone feels the stone floor shudder through the soles of their feet. The chained thing in Area 517 is awake.

The first time someone moves north of the middle two columns, the braziers intensify once more and green smoke billows from them. A disturbance in the air similar to heat surrounds the throne for a few seconds. When it passes, a suit of ancient armor wrapped in a tattered cloak sits upon the pale gray seat. Green mist wafts through the joints in the armor and green light flickers through the eye slots in the helmet. A broken, dislocated skeletal jaw droops uselessly below the faceplate.

If characters stick around, call for initiative rolls.

Llagfel. The creature on the pale seat is Llagfel. She was the final, corrupt leader of the cult of Charun in these caves. She twisted the cult to worshiping the darkest aspects of Vardesain, and in death she became a **hierophant lich** (*Creature Codex*). This is her tomb. She does not abide intruders or looters.

The 5-foot space containing Llagfel's throne is surrounded by a permanent *antimagic field*. She retreats to this field only when the crypt is free of enemies. She wants to be able to cast spells otherwise.

Llagfel wears what appears to be a 3-inch-long shark's tooth on a gold chain around her neck. It is a tooth from a purple worm, but more importantly, it's the key that breaks the divine *arcane lock* on the sarcophagus of the shadow river lord. To get the key, characters must either pluck it off Llagfel's temporarily lifeless corpse (easy) after reducing her to 0 hit points (not so easy), or snatch it from her during combat. Snatching it away during combat requires only a successful hit against Llagfel's armor class of 14 with an empty hand. She takes no special precautions to protect the tooth, since it never occurs to her that anyone else would even know what it is. She wears it only because Vardesain demands it.

If two attempts to snatch the tooth fail, Llagfel catches on that the characters know more than she thought they did. She wrenches off the necklace and grips it in her

hand from then on; the only way to get it then is to pry it from her cold, dead fingers, unless characters come up with something more creative. Note Llagfel has truesight and a passive Perception of 19, so sending a rogue to sneak up on her invisibly is unlikely to work.

Llagfel's Myrmidons. The sixteen niches lining the walls of this room mark the locations of the painted warriors, which portray the sixteen warriors who served Llagfel most loyally during her lifetime. Inside these niches are sixteen **phantom wights** (see the appendix). Four of them (or 1d3 + 2 if you prefer) join the combat each round. The phantom wights simply pass through the painted plaster over the doors of their tombs to reach the battle.

If your group of 8th-level characters is so outrageously powerful that it can defeat the unstoppable undead here, you should beef up the undead. Make all Llagfel's myrmidons **wraiths** or even **spectral guardians** (*Creature Codex*).

Green Braziers. The braziers burn with an unholy fire that can't be extinguished. Even capping them won't contain the incorporeal smoke. The smoke from the braziers has two effects.

First, it gives undead in this chamber advantage on saving throws against turning effects.

Second, it carries a withering miasma throughout the chamber. A living creature that starts its turn in the smoke (which fills the chamber and the small landing outside the chamber entrance if the door is open) must make a successful DC 15 Constitution saving throw or take 9 (2d8) necrotic damage and have its hit point maximum reduced by the same amount. This reduction lasts until the creature finishes a long rest. This is a supernatural effect, not poison. The smoke doesn't need to be inhaled to cause harm, so holding one's breath provides no protection against it.

The Chained Thing. Be sure to read the descriptions of Area 517 and the chained thing before trying to stage this battle! The chained thing has a pronounced effect on what happens in the tomb. In short, Llagfel and her myrmidons can't be destroyed while the chained thing exists; they can be reduced to 0 hit points temporarily, but 2 rounds later they return to full hit points and rejoin the fight.

The Shadow River Lord. Equally important is understanding the situation surrounding the shadow river lord in the flooding crypt (Area 511).

- If the shadow river lord's sarcophagus hasn't been opened yet when characters trigger the fight against Llagfel, they're on their own and should be guaranteed to get whipped. Don't be in too big a

hurry to point out the hopelessness of their situation. It's best if players realize that on their own.

- If the shadow river lord's sarcophagus has been opened, then the river lord precedes characters into the chamber and ten shadow skeletons follow. It and its shadow skeletons engage Llagfel and the phantom wights in a battle for supremacy.

Staging the Battle. Once the shadow river lord arrives, this scene turns into a larger battle than is common in tabletop RPGs. Included here are several shortcuts you can use to keep from getting bogged down in endless dice rolls and damage tracking.

Llagfel and her myrmidons hate the shadow river lord and shadow skeletons far more than they dislike the characters; their animosity stretches back centuries. Characters should pick up on this quickly and realize they're being given a chance to accomplish something other than just fighting for their lives again in this chamber. If they don't, the shadow river lord can rasp out a brief command along the lines of "the shrine, you fools!"

The shadow river lord and shadow skeletons try to establish a line across the crypt roughly from the southeast corner diagonally to the northwest. They use columns as obstacles in their line. Phantom wights, however, are incorporeal; they can pass through enemies if they need to, so no line can hold them back for long. If shadow skeletons are falling too quickly, more can straggle in from the river.

Your goal during this scene is to keep the action as exciting as possible. One or two characters should be able to open the shrine and retrieve the items. The rest should be up to their necks in battling phantom wights and keeping them away from their comrades.

To speed things along, use this simplified combat system when phantom wights and shadow skeletons fight each other. Both phantom wights and shadow skeletons have Multiattack, but in this simplified combat, make just one roll per attacker. The only difference between melee attacks and ranged attacks is the distance between foes; otherwise, they're handled identically.

- When Llagfel or a phantom wight attacks a shadow skeleton, roll 1d8.
 - With a melee or ranged attack, a phantom wight destroys a shadow skeleton with a roll of 8.
 - With a melee or ranged attack, Llagfel destroys a shadow skeleton with a roll of 5–8.
 - Llagfel's *flame strike* spell destroys a shadow skeleton in its area on a roll of 6–8.

- When the shadow river lord or a shadow skeleton attacks a phantom wight, roll 1d6.
 - With a melee or ranged attack, the shadow skeleton destroys a phantom wight with a roll of 6.
 - With a melee or ranged attack, the shadow river lord destroys a phantom wight with a roll of 4–6.
 - The shadow river lord's Shadow Geyser destroys a phantom wight in its area on a roll of 4–6.
- Attacks directed at characters, at Llagfel, or at the shadow river lord are resolved normally. For the sake of speed, keep targeting shadow skeletons and phantom wights as much as possible.
- Attacks by the characters are resolved normally. You can add +1 or +2 to the d6 roll of a shadow skeleton that attacks a wounded phantom wight if you want, but it isn't strictly necessary in the interest of keeping things simple.

Remember that until the chained thing is destroyed, Llagfel and her myrmidons still recover and rejoin the fight 2 rounds after being reduced to 0 hit points! This fight can't be won without destroying the chained thing.

As noted, your priority during this fight is to keep the action moving rapidly and keep the scene as exciting as possible. Don't allow characters to skate through unscathed while the undead only fight each other. The characters must be drawn into the battle to the extent they can handle. If your group has more than four characters or they're uncommonly lethal, reduce the number of shadow skeletons to compensate.

It should take characters 5 or 6 rounds to reach the shrine (Area 516), open it, recover the staff and the lamp, dash or fight their way to the north end of the crypt, and open the second door. By the time characters open the door to Area 517, you want the shadow river lord's force to be on the verge of collapse. If that isn't happening, turn Llagfel's attention away from the shadow river lord and against the shadow skeletons to whittle them down, or turn her against the characters to slow them down.

This is one of the climactic scenes of the adventure. It's a bad one to blunder your way through on a first try. *We strongly recommend rehearsing this battle in solitaire play* a few times before running it for your group. That's doubly important if this type of action is new to you. To get the most impact from the scene, you must have a good feel for what the forces can do to each other and how quickly or slowly the undead fighters wipe each other out. The only way to know that is to try it beforehand and see it in action with dice and figures or tokens on the map. Even without

any involvement from the characters, a dress rehearsal is vital to make the scene fast-paced and thrilling.

Aftermath. Once the chained thing is destroyed, Llagfel and her myrmidons can be slain. Characters must also locate Llagfel's phylactery and destroy it; the shadow river lord can help with that if characters don't think of it or don't look in the right place.

If you've paced everything perfectly, after the battle, characters are faced with the matter of what, if anything, to do about the shadow river lord. It was a vital ally in this battle to vanquish Llagfel, but it's also unquestionably evil. In a nutshell, their options are to let bygones be bygones and keep moving, or to try to destroy the powerful undead. If they don't destroy it, the river lord takes possession of the crypt as its new lair. If characters try to prevent the shadow river lord from setting up headquarters in the crypt or try to claim *Vardesain's Ghastly Stave* or the *ghoul light*, that's sufficient cause for it to attack them. The shadow river lord is not their friend and doesn't consider them equals. They were useful in obtaining its revenge; perhaps they could be of further use replenishing the thinned ranks of fallen shadow skeletons.

Treasure. *Vardesain's Ghastly Stave* and the *ghoul light* are the most obvious treasures here, but they're not tremendously useful and are cursed to boot. A hidden compartment in the base of the throne can be found with a successful DC 18 Wisdom (Perception) check; it contains a jeweled crown worth 2,000 gp, a *belt of dwarvenkind*, one dose of *dust of dryness*, and a *spell scroll of delayed blast fireball*. The sixteen individual burial chambers hidden behind the paintings of Llagfel's myrmidons each contains a challenge 5–10 individual treasure (or assume an average of 75 gp per myrmidon, if you don't want to roll each one separately).

516. Vardesain's Shrine

Take note while characters are finding a way into this chamber and examining its contents, they are probably still subject to the Withering Miasma of the green braziers in Llagfel's crypt and may be under attack by phantom wights and Llagfel.

The door to this room is blackened steel. It has no standard lock but is sealed with *arcane lock*. Opening it requires a successful DC 28 Strength (Athletics) check. *Dispel magic* removes the *arcane lock*, or *knock* suppresses it for 10 minutes; in either case, the door can then be opened easily. Structurally, the door has AC 19 and 20 hit points. The door is also protected by a *glyph of warding* that's triggered if the door is attacked or if *knock* is cast on it, but not if it's dispelled. The glyph deals 22 (5d8) cold

damage to all creatures within 20 feet of the door, or half damage with a successful DC 15 Dexterity saving throw.

The only thing in this small chamber beyond the steel door is a nine-foot-tall statue of a cloaked humanoid figure. It may have been an idol of Charun at one time, but it isn't any longer. The boatman's oar has been replaced with a wooden staff topped by a leering human skull. What appear to be human teeth are hammered into the staff along its whole length, and jawbones are lashed to it with strips of desiccated gut. More gut, dyed purple, is wrapped around the staff near the skull in a manner that suggests a bloated worm. A rusted lantern hangs from a notch hacked into the statue's left hand. Beneath the drooping hood, Charun's face has been chiseled into a caricature of a skull. The skull effect is crudely heightened by flaking, chalky white paint.

The wall behind the statue is painted with an equally crude portrayal of green flames, as if the statue were standing in an unnatural green fire. Before your eyes, the painted flames begin to flicker and dance.

The flickering green flames aren't harmful by themselves, but they amplify the effect of the Withering Miasma from the braziers. Creatures have disadvantage on saving throws against the Withering Miasma while in this chamber.

The staff and the lantern are both magical, in case they're examined with *detect magic*; both indicate transmutation magic. The lantern is a *ghoul light* and the staff is *Vardesain's Ghastly Stave* (see the appendix). Both items are cursed. Both are also essential to dealing with the chained thing in Area 517. They can be removed from the statue easily.

Treasure. Llagfel's phylactery, which is immune to damage, is hidden inside the statue. To find it, the statue must be tipped over to reveal a hollow space in its base. Inside the hollow is a mummified quipper with gold and silver accents sewn along its fins and gills and with aquamarine stones in its eye sockets. The easiest way to destroy it here is to toss it into the *sphere of annihilation* on Level 6. Gellert will take it off the characters' hands if they ask, but he won't say what he has in mind for it. That's a temporary solution at best, since the characters are likely to fight Gellert to the death eventually. The library automatons might be persuaded to take the phylactery and abandon it sometime in the far future. The fate eaters express great interest in it if characters still have it during that conversation; they gladly take it, but like Gellert, don't explain their intentions for

it. Tossing the phylactery through the portal in Area 505 into the plateau of Leng is guaranteed to have unfortunate consequences. Llagfel's body can't reform while the phylactery is in the illumination from the *ghoul light*, for as long as characters can keep it lit. Outside the Scarlet Citadel, the choice of what can destroy Llagfel's phylactery is up to you.

517. The Chained Thing

This chamber is sealed behind another blackened steel door like the other two. It can be opened only one way: by striking it with *Vardesain's Ghastly Stave*. No other attack or magic opens it.

When the stave is brought within 15 feet of the door, the door glows with a pale light. Within 5 feet, the glowing outline of a skull can be seen on the door. Striking that glowing skull with the skull on *Vardesain's Ghastly Stave* causes the skull to emit a long, raspy moan and the door to swing open into the chamber.

As the steel door swings away, a stench of death and rot rolls out of the cave beyond and washes past you. You hear the sound of a chain being dragged across stone, then something lunges into view from the darkness. Heavy chains wrapped around its misshapen body prevent it from reaching the doorway.

The thing is not humanoid, but it has humanoid elements. Eyes, mouths, even limbs, but none of it is where you'd expect it to be. Its flesh appears fungal, but it looks and smells like putrid meat. The creature lunges again and again in mindless fury.

The chained thing is secured to the chain depicted on the map. The chain prevents it from moving more than 10 feet from the point where the chain is anchored to the stone wall (there can be no more than two empty map squares between the anchor and the chained thing). This still allows it to roam through most of the cavern.

Radiant damage is the key to defeating the chained thing. If characters don't have a dependable source of radiant damage, the *ghoul light* is. It does only 1 radiant damage per round (doubled to 2 by the chained thing's vulnerability), but it prevents the chained thing from regenerating and from rejuvenating Llagfel and her myrmidons. The lamp can't simply be left in the chamber,

unfortunately, because there's no place the chained thing can't reach with its Slam attack to knock the lamp over and extinguish its light. Someone needs to face the creature and keep inflicting radiant damage, at least until the lich and her minions have been dealt with.

Dry Lands Portal. The presence of the chained thing nearly atop the Black River is also what's keeping the portal to the Dry Lands open on Level 2 (Area 214). When the chained thing is destroyed, the portal closes permanently. Undead on this side are trapped in Midgard and no more can come through. This won't make them happy, and if characters travel through Level 2 or Level 1 again, they should be ambushed one last time by the last, powerful remnants of those visitors from the Dry Lands.





1 square equals 5 feet

HORROR IN THE POOL

The presence of deep ones on the main Black River map should be a clue to characters that other chambers must exist along the river. Deep ones typically live near the coast, and the Scarlet Citadel is more than 200 miles from the nearest sea. Where did the deep ones come from?

The answer is “from downriver.” That should be the characters’ logical first choice, if they think about it for a few moments. It’s impossible to find “tracks” in the river with Survival ability checks, of course, so unless characters see the creatures swimming upriver to their hoard or escaping back downriver, logic may be their best guide—that or an *augury* spell or comparable divination, or even a few words wrung or charmed from a captive taken in Area 509 or 510.

The Black River extension describes an area sacred to the deep ones. They maintain a small camp there, but its focus is an ancient well that’s become the abode of a shoggoth. In a past so ancient it’s barely younger than Midgard itself, refugees from the Void squirreled away their treasures in this remote cache as a safeguard against the impending end of the world as they knew it. Their world did end, and a surviving shoggoth took refuge in the well. Eons passed before deep ones swimming up the Black River discovered the horror in the well and made a practice of performing sacrifices to it. In return, the shoggoth began granting ancient gold and other treasures of the Void to reward its worshipers.

The deep ones understand the shoggoth isn’t a god, but they also know it’s incredibly ancient and powerful. They don’t worship it as a sacred being. Their approach is more like hopeful veneration. Their expectation is that if they serve this immensely powerful creature loyally, at some point they might lure it from its well to destroy their enemies. In the meantime,

they provide it with sacrifices and it repays them with gold and jewels from a forgotten past that it dredges up from the bottom of its pit.

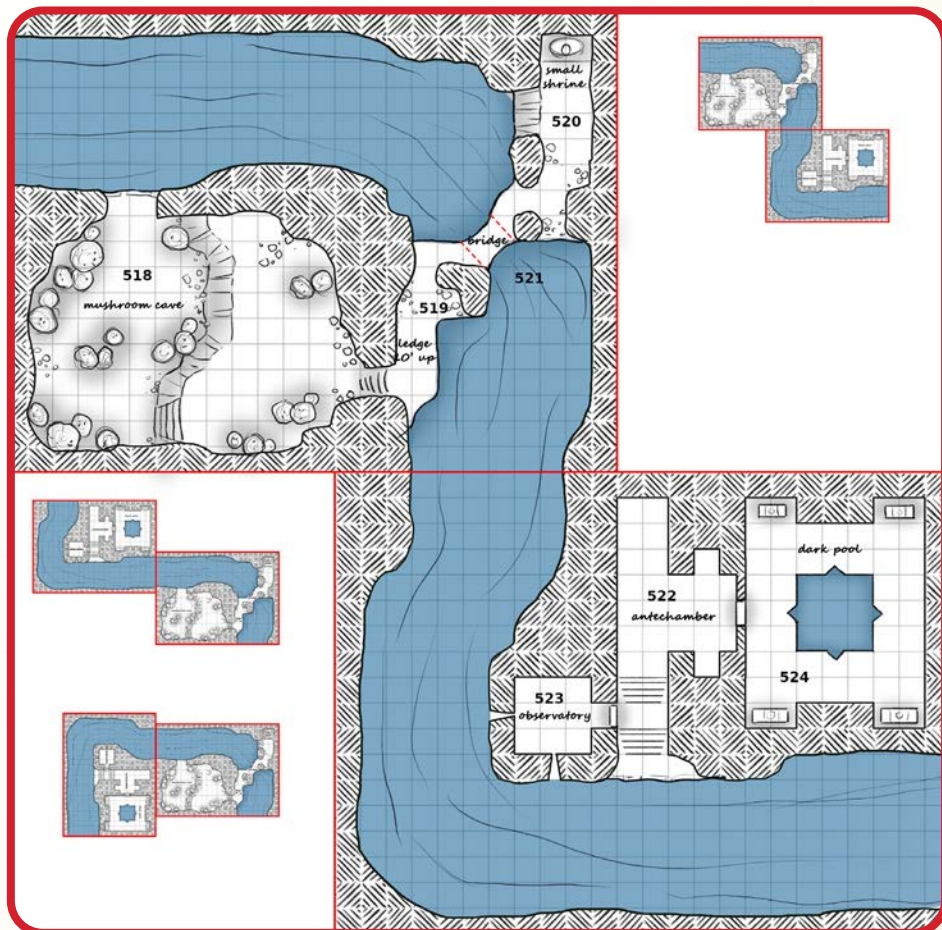
Unless noted otherwise, all sections of the Black River are in complete darkness unless characters bring a light source with them.

TWO-SECTION MAP

The Black River extension map is in two sections so it can be cut in half and arranged four ways. In fact, when combined with the main Black River map sections, you actually have twenty different layouts to choose from. Experiment with the maps and choose a layout you like.

We recommend using layout 1, attached to the downriver side of the main map, but feel free to do something different if you prefer.

The expansion maps can connect directly to the main map or you can place any length of river, from a few hundred feet to several miles, between the main map and the extension. An important consideration in that decision is how persistent your players are about exploring. You want to test their endurance, but you don’t want them to turn back before finding the new area.



RIVER TRAVEL

The best way for characters to travel on the Black River is with the boat, assuming it remains intact. The boatman will take them to the deep ones' lair, if they name that as a destination and pay the fare. If the boat was destroyed by the trap at Area 508 or by river creatures, characters must swim, fly, or come up with another river craft of their own. Barrels from Gellert's larder could be lashed together into a crude raft. Plenty of construction material can be salvaged from the dwarven barracks if characters are willing to backtrack and lug it all down. A raft could be built from giant fungus growing in Area 414, but any attack from creatures in the water is likely to leave it in shreds.

One unique aspect of travel on the Black River is that it sometimes inexplicably changes its direction of flow. Remember that it's not a simple subterranean river; it's an alignment of river, ley line, and shadow road. The normal laws of reality can and often do operate here, but they don't always. Whether the current reverses direction while characters are on the river is up to you and your estimation of whether another complication is needed. This event should serve more as a spooky, atmospheric element than as a real obstacle. The current of the Black River is generally sluggish anyway.

518. Mushroom Cave/Deep Ones' Camp

The landing here is only a few inches above the water level. There's no ring or fixture here to which to tie the boat, but there are plenty of rocks and mushrooms large enough to secure a line. Unless the boat is tied up, attached to a heavy weight, or attended, it drifts away with the current.

The cave has two levels. The floor of the lower cave is damp everywhere and spotted with puddles. The upper level is 8 feet above the lower level and is accessible by foot and hand grips carved into the stone face. Mushrooms grow on both levels.

This chilly, lightless cavern is dank and damp. It smells of rotting fish and decaying vegetation. The floor is mere inches above the level of the river and has standing puddles in many places.

A rock ledge runs across the middle of the cavern and looms 8 feet above the lower half. A crude stone ladder is carved into the ledge, its handholds and footholds dripping with river mud and unidentifiable slime.

Fungus grows throughout both levels of the chamber. It ranges from the size of a fist to the size of a bear and spans every color of the rainbow.

Deep ones don't use boats to travel on the river. They swim from place to place and climb up onto land (if humanoid) or drag themselves from the water (if more fishlike). A character who makes a successful DC 15 Wisdom (Survival) check on the lower level notices many splotches and tracks on the floor that resemble drag marks or webbed appendages.

At first glance, the fungi could include any variety of giant fungus, including shriekers or violet fungus. In fact, these fungi are generally harmless but highly unusual. They form a hivemind that's capable of rudimentary thought and telepathic communication. When characters first enter the chamber, they must make a DC 13 Intelligence saving throw. On a failure, nothing happens. On a success, the character senses the fungi's attempt to communicate and can respond.

Communicating with the Fungi. Throughout the exchange, bear in mind the fungi's thoughts are utterly alien, they have no concept of the world beyond their cavern, and they communicate much like children who've been badly frightened. The points the fungi want to communicate include the following:

- They are terrified of the evil beings that come from the moving water. Those beings leave many fish carcasses in the chamber to rot, which is good, but they also break down the fungus, tear it apart, and make other crazy things happen, which is bad. The fungi don't understand why the beings do this or even what it is they're doing, but they try not to think about it because it fills them with dread. They're certain the evil beings must be sick in their minds or they wouldn't behave so badly.
- The fungi can tell the party are different from the evil beings and not quite as sick in their heads, which is good, but they also came from the water, which might be bad because mostly bad things come from the moving water.
- Sometimes the evil beings from the moving water bring other beings with them who are terrified, and their thoughts make the fungi afraid too. That's bad.
- Something even worse than the evil beings from the water lives nearby (the shoggoth in Area 524). The fungi have no idea what it is, and they don't want to know. Mostly it stays quiet, like the evil beings when they sleep. But sometimes it wakes up, and then it's always angry and causes a lot of hurting. The fungi hide their thinking when it's awake.
- More than anything else, the fungi fear violence. They want the evil beings from the water to go away and

never come back, but they don't want fighting. It fills brains with hate and other awful thoughts.

- If anyone asks, the fungi confirm there are bad things here right now on the upper level of the cave, and those things are planning how to kill the newcomers with crazy bad things.

The final point is true if the characters have a light source with them or if they make any noise in the lower portion of the chamber. If they declare they're being stealthy and they have no light sources, they can attempt a group DC 13 Dexterity (Stealth) check. If more than half the group succeeds, the deep ones don't notice their arrival and might be caught by surprise.

Deep Ones. Hiding in the upper level of the chamber is a **deep one hybrid priest** (*Tome of Beasts*) plus one **deep one** per character. Try to launch their attack the instant the party learns of the danger from the fungi and before they can react. The deep one priest's first assault is with *ice storm*, followed by *shatter*, followed by the deep ones leaping into the fray with their claws or using blowguns from the upper level.

Blowgun. *Ranged Weapon Attack:* +3 to hit, range 25/100 ft., one target. *Hit:* 1 piercing damage plus 10 (3d6) poison damage, or half poison damage with a successful DC 12 Constitution saving throw. If a creature takes 15 or more poison damage from a single blowgun attack, it is also paralyzed until the end of its next turn (see Sea Serpent Venom in the appendix).

The *ice storm* causes terrible destruction to the fungi in the lower chamber, which triggers their defense mechanism: a telepathic wail of pain and fear that affects all other creatures in the chamber. Every creature, at the start of its turn, must make a successful DC 15 Charisma saving throw or be frightened until the start of its next turn. This fright affects ability checks and attack rolls as usual, and the frightened creature's speed is 0 since the chamber is filled with fungi, making it impossible to move without getting closer to fungus. There's one exception to the movement restriction: if a creature's saving throw result is 8 or lower, it must immediately (before taking any other action) move toward the river by the shortest route and dive in to escape from the horrid screaming in its mind. A creature in the river makes its saving throw with advantage.

The screaming affects every part of this map sheet except the shrine. It doesn't extend off this map to affect the antechamber, observatory, or dark pool (Areas 522–524) or river spaces on that map sheet. The fungi stop screaming at the end of a round during which no

one takes damage and no attack rolls are made in the mushroom cave.

If you want to pile on the characters' troubles, the **drowned maiden** in the river (see Area 521) can arrive to entangle and slay deep ones or drown characters who dive into the water. She's immune to fright, so the screaming fungi don't bother her in the least.

Captive. When characters inspect the upper level of the chamber, they find a captive bound and gagged near the wall. This is Renry Lofulthur. Renry uses the **gladiator** stat block but can be any race and gender you choose. Renry is wearing only a thin tunic, but all the NPC's armor, weapons, and other gear (studded leather armor, shield, spear, dagger, adventurer's pack) are stashed near the other treasure (see the Treasure section for details). Renry was captured near the coast by deep ones. They spent what must have been many days traveling up the river with Renry lashed to a floating log. The NPC is hungry but otherwise okay. Renry is keen to get revenge and volunteers to fight alongside the party through the rest of this area. Try to keep Renry alive until characters reach the dark pool (Area 524), where Renry's grisly death can demonstrate the intensity of the danger for characters who are reluctant to back down from anything. Consider allowing one of the players to control Renry in addition to their own character so they know this NPC is no glass cannon.

Treasure. A search of the upper level of the chamber locates a fish-skin bag tucked among the fungi. It contains four gems worth 75 gp, 150 gp, 300 gp, and 1,000 gp, plus a *bag of beans* and a *potion of submission* (see appendix) in a vial made from the spiral shell of an unfamiliar deep-sea mollusk. Characters can also recover the deep ones' weapons and 1d6 doses of sea serpent venom.

519. Stone Bridge

A second stone ladder of carved handholds and footholds ascends from the upper level of the mushroom cave another 8 feet to the level of the bridge.

The stone bridge arches over the river about 16 feet above the surface of the water. Because of its rounded surface, the bridge is effectively only 2 or 3 feet wide at most points. That's still plenty wide enough for it to be crossed safely by anyone who isn't being distracted—by, for example, an attacking deep one or drowned maiden.

A creature that takes damage while in a bridge space with an edge that drops into the river must make a successful Constitution saving throw or fall 16 feet into the water. The DC equals the damage taken from

the attack. A creature with proficiency in Acrobatics can add its proficiency bonus to the saving throw (the bonus is cumulative for a creature that normally gets its proficiency bonus on Constitution saving throws; e.g., a barbarian with Acrobatics proficiency would double their proficiency bonus for this Constitution saving throw).

A creature that makes a melee attack while in a bridge space with an edge that drops into the river must make a successful DC 8 Dexterity (Acrobatics) check or fall 16 feet into the water. Alternatively, a creature can choose to attack with disadvantage and its Dexterity check is considered an automatic success. A creature that can attack more than once makes only one Dexterity check per turn, after its first melee attack. If the creature chooses to avoid the Dexterity check by attacking with disadvantage, all its melee attacks that turn must be made at disadvantage.

520. Shrine of Nethus

This chamber is a shrine to Nethus, a fallen god of fish, sea monsters, chaos, and the deep ocean. The followers of Hecate placed the deity Nethus in chains for a time, and his followers were mostly absorbed by the church of Seggotan. When Nethus was imprisoned and his power waned, human communities near the sea shifted their worship to Seggotan with little fuss or upheaval. Deep ones, however, are far older than humanity. Their memories are long and their strange traditions are rigid and unchanging.

This small shrine was carved from the rock wall of the river cavern some 16 feet above the water. A statue stands on a low dais at the far end of the chamber. The artistic manner of the sculpting is so highly stylized that it's difficult to be certain of the subject, but it appears to be a scaled humanoid bearing a stick in one hand and an octopus or squid in the other. Rusted chains are wrapped around the statue; the chains are obviously real and not part of the stonework. In front of the statue sits a basket of woven seaweed that's filled with humanoid skulls.

Anyone with proficiency in Religion or History recognizes the statue as a portrayal of Nethus. The statue likely predates the god's imprisonment, since the chains were obviously added. The "stick" was once the shaft of a trident, but the head is broken off. It can be found in the bottom of the skull-filled basket if the skulls are dumped onto the floor.

A dwarf realizes the statue is carved from a type of stone that's found only on coral-ringed volcanic islands.

No such stone should exist in this place; it must have been brought here from hundreds of miles away.

The statue is an **idolic deity** (*Tome of Beasts*). It remains quiet and does nothing to raise suspicion until someone is about to damage it or attack it (having telepathy, the deity has a basic awareness of what everyone around it is thinking) or until deep ones counterattack across the bridge.

Deep Ones Attack. The tumult of fighting in the mushroom cave and the terrified squeals of the fungi draw attention from deep ones elsewhere along this stretch of river. A second force identical to the first group (one **deep one** per character plus one **deep one hybrid priest**) arrives while characters are inspecting the shrine. As before, the deep ones are equipped with blowguns and sea serpent venom.

How this battle unfolds depends on how characters approached their investigation of the shrine. If the entire party entered the shrine, deep ones attack them with spells and blowguns from the ledge across the river and try to keep them bottled up in the shrine. If one or a few characters remained behind in the mushroom cave, the deep ones either try to sneak up on them or snipe at them with blowguns from the river. Deep ones using blowguns from the river have three-quarters cover (+5 to AC and Dexterity saving throws).

This battle also triggers the telepathic defense mechanism of the fungi in Area 518 if fighting becomes general in that area or anyone casts an area-of-effect spell there.

Treasure. These deep ones bring no valuables into the fight, but characters can recover the deep ones' weapons and 1d6 doses of sea serpent venom.

521. Black Water Repose

This spot is the final resting place of Solnis Ledniskol (see the appendix), a human woman who died in the river and transformed into a **drowned maiden** (*Tome of Beasts*). Solnis haunts the stretch of river depicted on the maps, but she can move around the river freely and even climb out to walk around on land when it suits her.

When characters draw near the bridge, whether they're on the river in a boat or crossing the bridge on foot, Solnis prepares to attack.

If they're in a boat, she clutches at the gunwale and implores for help. The story she tells is largely true in outline: she was captured but escaped and has been evading the "evil sea creatures" while hoping for rescue. This story won't hold up for more than a few seconds, and she doesn't press her luck with it. All Solnis wants is a

glimmer of hesitation from characters so she can launch the first attacks. That's exactly what she does unless players declare their characters attack without giving her a chance to say anything. Ask for initiative rolls from everyone and set Solnis's initiative one point ahead of the best of the players' results.

If characters are on the bridge, Solnis simply reaches up with her hair to snag someone around the ankle and drag them into the water. She doesn't announce her presence in any other way before attacking. If characters are battling deep ones on the bridge, Solnis bides her time in the water, hoping someone falls in. Deep ones can't drown so she must kill them with her claws and her kisses. Characters, on the other hand, she prefers to drown by weakening them with kisses while holding them underwater with her hair.

The river is 12 feet deep in the passage near the bridge. That's more than deep enough for her to pull creatures to the bottom and be completely shielded against attacks from above the water. If she has any creature grappled in her hair and she's under attack from the surface, Solnis simply dives down to avoid taking damage while focusing on killing her captive.

Solnis doesn't fight to the death. When her hit points drop below 30, she seeks to escape from combat underwater unless she has a creature grappled and it's near death.

Solnis's Lair Effects. Because the drowned maiden has been in this area for so long and her influence permeates it, it's treated as a monstrous lair. Saving throws against her *disguise self* spells are made with disadvantage everywhere on her portion of the Black River map. Also, Solnis rejuvenates after being slain if her body is left in the Black River (see her description in the appendix). She can bedevil the characters as they're coming and going on the river, and she can even follow them surreptitiously as they return to the main maps to attack them while they rest; it's fairly simple for Solnis to snatch someone with her hair and drag them into the river, especially if they're dozing within 15 feet of the water.

Alternative Tactics for Solnis. If you think your players are inclined to believe a story from a person in distress, Solnis may remain hidden until after they've explored the mushroom cave and the shrine (Areas 518–520) and dealt with all the deep ones there. When characters return to Area 518, they find Solnis waiting for them, soaking wet, shivering, and collapsed on the damp stone floor. Her story about having escaped from the deep ones and needing help might be more believable under these circumstances.

A second alternative, again depending on your knowledge of your players, is that the deep ones finally captured Solnis only a few hours or days before the characters arrived. Eventually she'll be tossed to the shoggoth in the dark pool, but when characters arrive, she's being tormented by vengeful deep ones in the shrine (Area 520). This adds credibility to her story and makes it all the more shocking when, as characters are escorting her back across the bridge, she grapples someone with her hair and dives into the river.

If you use the first of these scenarios, Renry knows nothing about Solnis and has never seen her before. In the second of these scenarios, Renry probably heard Solnis being tormented in the shrine but knows nothing about where she came from or how long she's been a captive.

522. Antechamber

The entrance to this chamber is about a foot above the level of the river. There's nothing here to which to tie the boat. Unless it's attached to a heavy weight or left attended, it drifts away with the current.

This chamber is used by the deep ones to prepare themselves before entering the presence of the shoggoth in the dark pool (Area 524).


Two sets of stone steps ascend to an oddly shaped chamber. The stonework here is ancient beyond imagining. The filigree and carving on the walls and ceiling, though worn down by eons of use and neglect, surpasses anything you've seen before in both intricacy and strangeness. Whatever race of creatures cut this room from the rock was not of this realm. The designs suggest otherworldly vistas and alien anatomies, but thankfully erosion and deterioration have rendered them indecipherable.

The floor may have been beautiful once. Now it's a morass of river mud, fish bones, discarded rags of clothing, and smeared blood.

Unfamiliar, savage objects hang from pegs rudely hammered into cracks in the walls or lie on shelves cobbled together from shattered barrels and broken ship's furnishings. These items resemble vestments and sacred objects, but they're made from fish scales, shark bones, the shells of giant crustaceans, and what can only be human skin, often with recognizable facial features.

A few small baskets tossed haphazardly into corners appear to contain gold and silver jewelry, precious gems, and fantastic art objects.

A door of bronze with coral and mother-of-pearl insets stands closed.



A dwarf with the Stonecunning trait can't identify the source of the stonework or estimate its age any more accurately than "older than any civilization I've encountered." A character who has proficiency in History can try to get more information from the carvings by making a DC 15 Wisdom saving throw. On a success, they find the carvings too disturbing to study in detail and they can't learn anything from them. On a failure, the character suspects this chamber may be the work of exiles from the Void in prehistory. Unless the character has been to the Void or visited the Plateau of Leng, this can only be a guess. The character is deeply but subtly affected by what they've seen. Until the character completes a long rest, they make saving throws with disadvantage and all weapon and spell attack rolls against the character are made with advantage.

The door to Area 524 is closed but not locked.

The "vestments" present in the chamber aren't strictly magical but they do serve an important function. Creatures wearing them are better able to resist the shoggoth's Hideous Piping. They make their saving throws against the effect with advantage and, when they're confused by the piping, they add +3 to their d10 roll to determine what they can do on their turn.

Treasure. Three baskets woven from seaweed contain random treasures dredged up by the shoggoth. This consists of jewelry and small statues made from gold, silver, platinum, bone, and a bewildering variety of exotic gems. The statues all depict disturbing or blasphemous subjects; the jewelry was clearly not meant to be worn by humanoid creatures. All of it is covered by a tarlike yet slimy patina. No reputable art or antiques dealer will have anything to do with these items. Finding a buyer could be an adventure in itself, involving dealings with the most unsavory, unpleasant merchants imaginable. To the "right" buyer, the items would be worth 30,000 gp total. A much easier (both physically and psychologically) course of action is to pry out the gems and melt the metal into ingots. Any merchant would pay 10,000 gp for the sanitized raw material.

523. Observatory

This chamber is always garrisoned by three **deep ones** equipped with blowguns and sea serpent venom (see appendix). The door is barred from the inside; it can be broken open with a successful DC 25 Strength (Athletics) check or destroyed (AC 16, 18 hit points, resistance to all damage except bludgeoning and force). Deep ones absolutely do not open the door for intruders unless compelled with magic to do so, no matter what happens

outside the observatory. They are neither empathetic nor compassionate even to their own kind.

Anyone who moves past the observatory's viewing slits comes under attack. The deep ones can launch multiple blowgun darts per turn through the slits; the first deep one attacks and steps away, the second does the same, and then the third. They are automatically aware of an approaching boat or of swimmers on the surface, but they might miss creatures swimming beneath the surface of the water; their Perception modifier is -1.

524. Dark Pool

This chamber is where the shoggoth resides. It may prove deadly to characters who don't know how to retreat.

The chamber beyond the bronze door is dominated by a central, decorative well that sits flush with the floor. The floor around the well is an intricately patterned mosaic rendered illegible by smears of river silt, blood, tarlike goo, and the remains of fish and other creatures that have been smashed into paste. Dark, thick, oily liquid fills the well nearly to its lip. The substance shifts and gurgles in the well in a manner no liquid should. The stench of blood, meat, sweat, and bodily humors is overpowering.

Each corner of the chamber contains a stone table. On each table rests a large copper bowl filled with dark, red blood.

On the far side of the pool, four of the fish-human hybrid creatures are engaged in a blasphemous arcane ritual. Their guttural, blubbery chanting throbs in time with the undulations of the liquid in the well.

The chanting creatures are three **deep ones** and one **deep one archimandrite** (*Tome of Beasts*). All four are wearing adornments from Area 522 (giving them some protection against the shoggoth's Hideous Piping when it appears).

No matter how much deep one finery from the antechamber characters drape on themselves, they can't trick these deep ones into believing they're anything but intruders. The sound of fighting and spellcasting farther along the river alerts the archimandrite to danger. Magical disguises might cause a second's hesitation, but that's it. The *potion of submission* from Area 518 can allow one character to enter the chamber and scout it without arousing the deep ones' ire, but that doesn't suddenly make them forget the larger situation.

The deep ones' ritual entreats the shoggoth to appear. Without a live sacrifice to lure the shoggoth, this ritual takes some time. When characters enter the chamber, the archimandrite realizes time has run out. On its first

opportunity, the archimandrite uses its claws to rip open the midsection of the nearest deep one, splashing blood into the pool. The inky liquid boils and churns, and the **shoggoth** (*Tome of Beasts*) joins the action on the following round. It makes Slam attacks against the wounded deep one. It can attack up to five times, which ought to guarantee the victim's death and absorption into the shoggoth. Make sure characters see this happen! They've fought deep ones and should have a good idea what it takes to kill one. Seeing the thing in the pool dissolve a deep one into protoplasm and absorb its matter in a single turn should be a horrifyingly obvious clue to the party that they're out of their depth against this creature.

The deep one archimandrite uses spells against the characters. The other deep ones focus on keeping adventurers away from the archimandrite while the spells and the shoggoth do their work. At some point the archimandrite might also use its Voice to call more deep ones from elsewhere on the Black River, if you really want to throw the characters into the stewpot (see the Aftermath section).

Shoggoth Attacks. The shoggoth never leaves the dark pool during the battle. It doesn't need to; it can reach every part of the chamber without moving. It flails its pseudopods, mouths, and eyestalks around the chamber with abandon.

The creature is drawn to blood. Anything that's bleeding is its top priority for a target. Note "bleeding" isn't the same as "not at maximum hit points." Attacks that cause poison, cold, or radiant damage (for example) probably don't cause bleeding. Pay attention to the types of damage being done as well as the amounts, and direct the shoggoth's attacks against creatures that take significant piercing, slashing, acid, and similar damage types. In the same vein, splashing blood from one of the containers in the corners of the room onto an enemy might


direct the shoggoth's attention to that creature. If a player thinks of that, reward their insight with Slam attacks against the blood-splashed creature.

Pacing. Players ought to realize the creature in the well is beyond all of their characters' capability and retreat as soon as possible. Whether the deep ones are alive or dead is of little consequence. They're a significant threat to the characters, but they're insignificant compared to the shoggoth.

If characters refuse to retreat, you have a few options.

First, the shoggoth doesn't care whom it kills and absorbs; it ingests deep ones as happily as humans, dwarves, or elves. This can buy the characters a round or two of indecision.





Second, this is the real reason why Renry Lofulthur is here. If seeing one or two deep ones instantly dissolved into protoplasmic goo doesn't ring the party's alarms, the shoggoth's next target can be Renry. Do your best to kill and absorb Renry in one turn. This is more difficult for the shoggoth because Renry is tougher than a deep one, but that can also be to your advantage; if you allowed a player to control Renry, they know how tough the NPC is and should realize what it means about how staggeringly dangerous the creature in the well is.

Third, you can turn the shoggoth against a character. Any character who draws the shoggoth's full attention is likely to die—and death by shoggoth is likely to be permanent, with no possibility of being raised or reincarnated. Even so, focusing on one character is better than spreading out the shoggoth's attacks, because once a character is grappled, only the very strongest have much chance to escape.

Killing a character doesn't need to be traumatic. Some groups will hardly bat an eye, but to others it's a taboo. If you suspect the situation could reach this point, think about your players ahead of time. Do any players show signs of getting tired of their characters? Has anyone given hints that they'd rather be playing a different class or race? If so, then this is an opportunity, not a problem. Have a private conversation with that character before the game and offer to let them replace their current character with one they'd enjoy more in exchange for killing their character in a spectacular way. You don't need to give any details, and obviously you need the player to keep this secret until after their big death. Handled properly, this situation can be a win for everyone.

After all this, players have been given ample warning that fighting the shoggoth is a hopeless proposition. Anyone who stays and fights should understand it means their death. If that's their choice, play it out.

Aftermath. Even getting out of the chamber may not be easy if more than half the characters are unable to move because of the shoggoth's Hideous Piping. They aren't paralyzed, however, so one character can move a confused character out of the room through a combination of urging and dragging. As long as characters are making an earnest effort to escape, let them get away. You can even hit them with Slam attacks from the shoggoth as they go but overlook the grappling portion of the attack.

When characters escape through the anteroom, it's time for the shoggoth to heave itself out of its well and

ooze through the doorway in pursuit. This is purely for drama and to urge the characters to keep moving fast. There's no time to loot the antechamber or investigate the observatory. Describe the great bronze door dissolving into the shoggoth and the doorframe bursting as the monster forces its way into the anteroom, where the walls buckle and chunks of ceiling collapse from the strain of the creature's immense bulk and strength. If characters make it to the river and keep retreating, they're safe. The shoggoth doesn't pursue them along the river, but the sounds of destruction and Hideous Piping can be heard until characters are well away.

You can throw one last problem at the characters if you want, in the form of a squad of deep ones, scrag, gargoctopi, or water leapers that responded to the archimandrite's call. A fitting conclusion to this escapade is to have this force severely damage the characters' boat so that any baskets or sacks of ancient treasure taken from the anteroom fall overboard and sink into the Black River. In that case, leave them one lumpish gold-and-platinum statue that they recognize after the fact as a representation of a shoggoth with jeweled eyes and teeth.

RESTOCKING

Unless characters hunt down Brutwer, she can remain a threat on this level for a long time. She can ally with different types of river creatures and be a real thorn in the characters' sides if they try to use this level for shelter while exploring the much more hostile environments of the Howling Halls. Even alone, her Call the Blood ability can prevent the characters from resting on this level with little danger to herself.

The shadow river lord is another threat. Any gratitude he feels for the party's help against Llagfel is likely to be short-lived. If Llagfel isn't destroyed, the situation is far worse. She isn't keen on fighting anything very far removed from the chained thing, but she might do it if the stakes are high enough.

Potentially the worst threat here, though, is the gate to the Plateau of Leng. Xymargshra has no friends, but it has enemies—and allies—that would capitalize on the creature's disappearance to try to seize its wealth. Horrors of every kind dwell on the Plateau of Leng, and they're sure to be lured by the potential for plunder in a place like the Scarlet Citadel and the surrounding countryside. Most of what comes from Leng should be aberrations with links to the Void and their corrupted, twisted humanoid servants. *Tome of Beasts* and *Creature Codex* both include many horrific aberrations suitable for use in these roles.



LEVEL 6: HOWLING HALLS

The lowest level of the Scarlet Citadel is the seat of its mystery and attraction to the creatures that gathered here. This is where the magical energy of intersecting ley lines and congruent shadow roads is at its strongest and where characters will encounter the strangest magical effects.

Elemental maelstroms are the norm on this level, to the extent that characters probably can't stay here for long stretches. A short or long rest is possible only in one spot—the abandoned refuge (Area 611)—but even that won't be very comfortable without special gear the party is unlikely to have.

WIND

The *sphere of annihilation* in Area 610 destroys everything, including the air touching it. This vacuum pulls air through the tunnels. If the air was allowed to build up unlimited momentum, it would eventually become a howling cyclone. Closed doors and narrow passages lessen the storm, but the wind is always substantial. At its weakest, it's strong enough to send

light objects sailing through the air, not just skidding along the ground. At its strongest, it can approach the force of a hurricane.

Because of the strong wind, ranged weapon attacks are made with disadvantage if the range is more than 10 feet.

At the end of every combat (the whole fight, not every round), all characters who were involved in the fight must make a successful Constitution saving throw or gain one level of exhaustion. Characters who took no damage during the fight make this saving throw with advantage. The DC for the saving throw varies from chamber to chamber and is noted in individual area descriptions.

DOORS

The two doors on this level (in Areas 604 and 607) have a big effect on conditions here. When characters first arrive, the door in 604 is open and the door in 607 is closed.

The doors are strong enough to resist the wind; they can't be broken by the wind alone. They're not, however, airtight. In fact, quite a bit of air leaks around them even

when closed. Characters might try to seal the doors by packing the gaps around them with wax, tarred cloth, and similar material. These efforts work for a while, depending on your judgment, but all are bound to fail within an hour (1d20 × 3 minutes, if you prefer a random effect).

If characters manage to leave a path of open doors behind them clear to the Black River itself, the wind along that path rapidly builds up to hurricane strength. A creature along that path that's not an elemental must make a successful DC 20 Strength saving throw at the start of its turn or be pulled 2d6 spaces (2d6 × 5 feet) toward the *sphere of annihilation*.

In Areas 601 through 606, blowing sand and salt reduce visibility to 5 feet. Everything beyond that distance has total concealment unless characters have senses to supplement sight, such as tremorsense. Specific areas may include additional effects.

If the door in 604 is closed, the wind through Areas 601–605 drops to the level of a strong, normal wind and visibility increases to 30 feet. If the door in Area 607 is closed (as it is at the start), the wind through Areas 608–614 is a bit stronger than that because of the narrow apertures that are always open.

ELEMENTAL INFLUENCE

Each area of Level 6 has a dominant element that affects damage dealt in those areas. The dominant elemental influence in each area is indicated by the background color on the map, and they are also summarized in the Elemental Effects table.

Damage from attacks and spells that aligns with the dominant elemental type deals +1 damage per die. Damage from attacks and spells that align with opposing elemental types deal –1 damage per die.

ELEMENTAL EFFECTS

Area	Element	+1 Damage	–1 Damage
601–606	earth	acid, thunder	cold, radiant
607–613	ice	cold	fire
614	fire	fire, radiant	cold, thunder

LEY LINES

The multiple ley lines that pass through the region of the Scarlet Citadel all intersect here. Like the point where onrushing rivers flow into each other, the merging of magical currents causes tremendous turbulence.

This turbulence effectively turns the whole level into a zone of magical chaos. Every time a magical effect is invoked other than a simple bonus to hit or damage when

attacking with a magic weapon, there's a 50/50 chance it triggers a collateral effect. Roll any die; on an odd result, a random effect occurs. Roll d100 and consult the Chaos Magic Surges table from *Deep Magic* to see what happens. If you don't have a copy of that table, the standard Wild Magic Surge table can be used instead.

If the magic is a spell that involves an attack roll or a spellcasting roll, you can use the d20 roll itself as the surge check rather than rolling a separate die. Always refer to the unmodified number on the die for the surge, not the modified result.

Note a surge can occur even if a spell misses its target or has no effect for some other reason. A surge is caused by magic being used, not by magic being effective.

Collateral effects are triggered by casting a spell through both learned and innate spellcasting abilities, casting a spell from a scroll or magic item, using a spell-like class ability, or using a magic item to trigger a spell-like effect. Monster and class abilities that mimic spell effects don't trigger a surge unless the description of the ability specifically states it's a magic effect. Likewise, effects of magic items that are "always on," such as the Stealth bonus from *boots of elvenkind*, don't cause surges.

Here are examples of effects that don't trigger surges:

- Monster regeneration, flight, and innate invisibility
- Attacking with a +1 *weapon*
- Getting the benefit of +1 *armor* or *bracers of defense*
- Expending a Hit Die to heal
- A monster's weapon attack that causes additional damage, conditions, or effects
- A monster's attack that causes a burst of magical damage, unless the attack is described as a spell

Here are examples of effects that can trigger surges:

- Igniting a *flaming weapon* (but not attacking with it after it's already aflame)
- Launching magic missiles from a *wand of magic missiles*
- Triggering a *cloak of the bat* to polymorph yourself or to take flight (but not to remain polymorphed, to continue flying, or to get advantage on a Stealth check)
- Using an action to cause a *dagger of venom* to cover itself with poison (but not when you attack with the dagger or cause poison damage with it)
- Attempting to turn undead or any other use of Channel Divinity
- Laying on hands
- Using Wild Shape
- Drinking a potion

Use the examples, your own interpretation of the guidelines, and your sense of drama to judge all the corner cases that are bound to arise.

Spellcasters who utilize ley-line magic as described in *Deep Magic 5: Ley Lines* are considered to be in the vicinity of a titanic ley line anywhere on this level.

601. Saltstorm

This chamber appears to be engulfed in a sandstorm, but the air contains as much caustic salt as sand.

Characters who enter this chamber via the stairs from Brutwer's gallery (Area 514) can't surprise the salt golem. The spike in wind velocity that occurs when the door from the gallery is opened gives them away before they even set foot on the steps.

Besides the swirling salt and sand, this chamber is hot, around 95 degrees Fahrenheit. This heat doesn't cause damage, but it is uncomfortable.

The air ahead is thick with wind-driven sand—so thick you can barely see five feet through the maelstrom—and the wind is so loud you must shout to be heard. From what little you can see, the area is a natural cavern, but judging its size is impossible.

Creatures can see only 5 feet through the whirling salt and sand. Beyond that distance, everything is heavily obscured, so characters are effectively blinded beyond 5 feet.

But the sand and salt make it dangerous for a creature to open its eyes at all, so even seeing 5 feet is risky. At the start of a character's turn, the player must state whether the character's eyes are open or shut. For simplicity, this choice lasts until the start of their next turn. With eyes closed, the character is blinded unless they have another sense to replace sight, such as tremorsense. With eyes open, the character must make a successful DC 12 Constitution saving throw at the end of their turn or be blinded until they get out of this wind-blown salt and sand and they or someone else spends an action pouring clean water over their eyes. *Lesser restoration* or comparable magic also restores their sight.

A character wearing goggles can't be blinded in this way, but they're still limited to 5 feet of visibility.

The only enemy in this chamber is a **salt golem** (*Tome of Beasts*). Initially, it's standing near the center of the chamber. It moves to attack as soon as someone approaches within 20 feet of it. The golem is never blinded by the sand and salt. It attacks blinded foes



whenever possible both to gain advantage on its attack rolls and so it can step away again into the whirling salt and gain the protection of total concealment.

The DC for the Constitution saving throw against exhaustion in this chamber is 13.

602. Salt Mine

This dead-end passage is the source of most of the salt found elsewhere on the level.

Visibility here is 5 feet, for the same reasons as in Area 601. The same conditions and penalties apply to opening one's eyes.

Read the description when the first character rounds the bend where the passage turns northward.

The wind and blowing sand and salt are bad everywhere, but this is worse than anything in the larger chamber. Since you stepped around the bend, salt has pelted you with hurricane force.

Any movement in this passage that shortens the distance between the moving creature and the north end of the passage is made as if over difficult terrain because of the force of the wind and the pelting salt. Moving in any other direction is normal.

The windborne salt here is all moving in the same direction and with tremendous force, so a creature other than the salt golem that ends its turn in a space where a straight line can be drawn to the north end of the passage takes 22 (4d10) bludgeoning damage. A creature that's using a shield for protection halves the damage with a successful DC 14 Strength saving throw; a creature without a shield gets no saving throw.

There's nothing to be found here and no benefit to be gained by exploring this passage, except this: a character who reaches the north wall and makes a successful DC 14 Intelligence (Arcana) or Intelligence (Nature) check realizes the salt and the wind don't originate on this plane. They're coming from elsewhere, probably an elemental plane. No portal is apparent at the end of the passage, but there's no other mundane explanation for it.

603. Circle of Salt

A cohort of salt devils scribed a teleportation circle into the floor of this chamber along the eastern wall. They use it to bounce at will between here, their home in the Nine Hells, and the plane of salt. Infernal runes cover the whole floor, but these are nothing more than devilish graffiti scratched in boredom. If characters bother

reading them, they express messages that are surprisingly mundane yet horrifying, along the lines of "Hau-loth-vu was here" and "Vasloroth spares children."

The temperature in this chamber hovers near 122 degrees Fahrenheit.

Driven salt and sand have the same effect on vision here as in the saltstorm chamber (Area 601).

The temperature here is stiflingly hot, and the swirling sand and salt make breathing and seeing difficult. Patterns on the floor resemble writing, but it's difficult to discern in the blinding dust and heat.

Two **salt devils** (*Tome of Beasts*) lurk in this chamber when characters arrive. Two more teleport in on the second and third rounds of battle, one per round. Salt devils aren't blinded by the swirling salt and sand.

A creature that steps adjacent to the doorway into Area 604 (any of the three starred spaces) must make a successful DC 13 Strength saving throw or be pulled 1d6 spaces (1d6 × 5 feet) toward the door in Area 604.

The DC of the Constitution saving throw against exhaustion in this chamber is 15.

604. Maelstrom Door

The door is open when characters arrive, and the wind between the doors to Area 603 and Area 605 is fierce. Even fiercer is the cyclone that fills the room itself. As air whips from Area 603 to Area 605, it forms a perfect eddy in this chamber, with the power to lift armored characters off their feet and batter them to bits in the whirlwind.


Visibility here is 5 feet, for the same reasons as in Area 601. The same conditions and penalties apply to opening one's eyes.

The following room description assumes the maelstrom door is open when characters first enter this chamber, as it's likely to be. If the door somehow is closed before they arrive, the room is much calmer, and you'll need to provide an alternative description.

The wind whipping through this chamber forms a miniature cyclone in the larger, eastern portion of the room. It's impossible to see what's going on there, but the sound implies the swirling air is filled with stones and probably lost weapons and discarded pieces of armor.

A creature that moves east of the two starred spaces on the map or starts its turn in that area must make a successful DC 15 Strength saving throw or be lifted off





its feet and carried by the cyclone wind clockwise around the room. The creature doesn't occupy any specific space; it's sailing through the air at high speed and banging off the walls with great force. A creature in this situation is considered restrained. While restrained this way, the creature takes 14 (4d6) bludgeoning damage at the end of its turn; the damage is halved with a successful DC 15 Dexterity saving throw, which is made with disadvantage because of the restraint.

A creature caught up in the maelstrom can escape three ways:

1. It can grab at the wall or at a nearby creature to propel itself out of the cyclone. This requires using an action to make a successful DC 18 Strength (Athletics) check. If this check succeeds, the creature lands prone in a random space west of the two starred spaces and takes 7 (2d6) bludgeoning damage. Roll 1d8 to select the space. If it's already occupied by another creature, both creatures take 7 (2d6) bludgeoning damage and fall prone.
2. Another creature standing in one of the two starred spaces can grab the restrained creature and pull it to safety. This requires using an action to make a successful DC 18 Strength (Athletics) check. If the check succeeds, the result is the same as option 1.
3. The restrained creature can grab at the wall or at nearby creatures to propel itself through the open doorway into Area 605. This requires using an action to make a Strength (Athletics) check. If the result is 20 or higher, the creature sails through the doorway, across the hall, and into the control room (Area 606), where it bounces off the wall (taking 7 [2d6] bludgeoning damage) and lands prone in any unoccupied space. If the result is 15–19, the creature sails through the doorway and is pulled to the starred space in Area 605, where the creature takes 10 (3d6) bludgeoning damage and is restrained against the bars by the wind. If the result is 14 or lower, the creature remains restrained in the maelstrom.

The door can't be closed from this chamber. The mechanism is in the control room (Area 606).

The temperature in this chamber hovers near 122 degrees Fahrenheit.

The DC for the Constitution saving throw against exhaustion in this chamber is 15.

Being caught in the maelstrom has the same effect as being involved in a fight (a character must make a Constitution saving throw to avoid exhaustion).

605. Straight into the Void

Conditions in this area depend on the position of the lever in the control room (Area 606). See that area's description for full details.

The temperature in this chamber hovers near 140 degrees Fahrenheit.

The following description assumes characters first see this chamber with the maelstrom door open and the bars lowered. Adjust accordingly if that's not the case.

The wind, and the salt and sand it carries with it, tear along this short corridor and through a portcullis of steel bars at the eastern end of the chamber. On the other side of those bars is a tremendous cyclone of flying debris, crackling lightning, and inky tendrils of darkness that seem to grasp at anything nearby. At its core is a black nothingness, an absence of existence that pulls reality into itself and annihilates it.

Standing around in this area gaping at the *sphere of annihilation* is foolhardy.

Any number of creatures can pile up in the starred space as long as they're all restrained against the bars.

While any living character occupies Area 605, the *sphere* launches lightning into this area. On initiative count 20 of every round, a *lightning bolt* sizzles from the *sphere* toward the western wall of the corridor. It's a 5-foot-wide line, like any lightning bolt, and it follows a path that strikes the most characters possible. The bolt deals 28 (8d6) lightning damage, or half damage with a successful DC 15 Dexterity saving throw. Remember that restrained creatures have disadvantage on Dexterity saves.

Besides causing lightning damage, the bolt creates a **fragrite** (*Creature Codex*) where it hits the wall. This creature emerges angry and ready to fight. Roll initiative for the first fragrite when it appears; all others use the same number. If the result is 20 or higher, treat it as 19.

Fragrites can't be restrained, and they're so thin that the wind can't pull them or restrict their movement. They can be hit and damaged by lightning the same way characters can, although they're resistant to it.

Fragrites don't need to stay in this chamber. They can move into Area 604 if the door is open or into the control room—where they can move the lever to a more dangerous setting if no one's guarding it! Assume the first fragrite spends an action studying the lever to figure out what it does before yanking it willy-nilly. Make sure players understand what it's doing so they appreciate the danger.

If there's fighting in Area 606, an excellent trick is to describe how an attack against a fragrite causes the

creature to stumble against the lever and move it. Roll a d3 (or pretend to roll one behind your screen) to determine which other position the lever lands in. A fragrite's Spontaneous Explosion can do the same thing.

If the characters are getting slaughtered here, one possible balancing mechanism is to make the castings of *lightning bolt* erratic. Allow the *sphere of annihilation* to fire one only every other turn or only on an odd roll. Alternatively, you could rule that if any character fails their Dexterity saving throw and takes full damage from the lightning, they absorb enough of the bolt to prevent it from generating a new fragrite.

The DC for the Constitution saving throw against exhaustion in this chamber is 18.

606. Control Room

A lever here operates the maelstrom door in Area 604, but it also opens the bars separating Area 605 from the *sphere of annihilation*. This can be a death sentence to a character pinned against those bars by the wind.

This chamber is much calmer than others in this segment of the level. While the air is still full of dust, it's not thick enough to create total concealment or to blind characters who open their eyes.

The temperature in this chamber hovers near 122 degrees Fahrenheit.


The heat in this chamber is still oppressive, but the wind is much calmer. You can actually open your eyes here without being blinded by sand and salt. Flying dust stings your eyes and throat, but you can see the far side of the chamber. The only thing of note is a large lever set into the floor near the eastern wall, with enigmatic marks scratched into the stone above it.

Show the players the Point-of-View illustration below. The lever can be in one of four positions. The marks indicate the four positions and whether the door and bars are open or closed when the lever is in that position. From left to right, the marks indicate:

- bars lowered, door closed
- bars raised, door open
- bars raised, door closed
- bars lowered, door open

The lever is currently in the far right position (bars lowered, door open). Moving the lever requires a Use an Object action and no ability check. The lever can be moved from any position to any other without engaging the intervening positions.





The lever is a potential death trap! One mistake in this situation can result in irrevocable death for one or more characters. Death might not be instant—the character might have a chance or two for rescue—but the odds are dismal. What's worse is that the character who makes the fatal mistake probably won't be the one who dies. As the GM, it's up to you whether to allow this sort of thing in your game. In its defense, the puzzle of the lever is not difficult. Players who give it even a few seconds of thought should have no trouble coming up with the right solution. Be sure the players try to reason out the solution on their own before you let them fall back on an Intelligence ability check or something similar. In life-or-death situations like this, we discourage relying on dice at all. On the other hand, this is a perfect situation for an *augury* spell or comparable magic.

The effects of the various lever settings are as follows:

Bars lowered, door closed. The wind through Area 605 drops dramatically. It remains strong but not punishingly strong. No saving throws are needed to move, speed isn't reduced, and creatures pinned against the bars are no longer restrained.

Bars raised, door open. A creature that enters Area 605 or starts its turn there must make a successful DC 18 Strength saving throw or be pulled directly into the maelstrom surrounding the *sphere of annihilation* (Area 614). For a creature that manages to avoid that fate, normal (nonmagical) movement in any direction that doesn't bring the creature closer to Area 614 is limited to 5 feet per turn plus 5 feet per Dash action.

Bars raised, door closed. The wind through Area 605 drops dramatically. It remains strong but not punishingly strong. No saving throws are needed to move and speed isn't reduced. Any creature that was restrained against the bars when the lever was moved, however, must make a successful DC 13 Dexterity saving throw or tumble into the *sphere of annihilation's* chamber (Area 614) and be caught up in the chaos there.

Bars lowered, door open. This is the situation when characters arrive. A creature that enters Area 605 or starts its turn there must make a successful DC 18 Strength saving throw or be pulled against the bars and take 10 (3d6) bludgeoning damage and be restrained. A creature restrained this way can get free by using an action to make a successful DC 18 Strength (Athletics) check or by being pulled free by another creature within reach that succeeds on the same check. Normal (nonmagical) movement in any direction that doesn't bring the creature closer to the bars is limited to 5 feet per turn plus 5 feet per Dash action.

The DC for the Constitution saving throw against exhaustion in this chamber is 15.

607. Black Ice

This frigid cavern is home to a creature of elemental ice and its brood.

Initially, the only way into this chamber is to come down the steps from Xymargshra's hoard (Area 506). The northern door and the southern portcullis are both closed when characters enter the cave for the first time, and neither can be opened from outside the chamber.

The temperature of this cave is 5 degrees Fahrenheit.

The temperature drops rapidly as you descend the steps. At the bottom, the stairs open into a cave of jagged, crackling ice. Cold mist drifts down the walls and hovers just above the floor. Light here is dimmed in a way with which even your lanterns can't contend. Maybe it's the black ice itself; light seems to just die when it strikes the ice instead of glittering off it.

In the north wall stands a door of ice. The door is closed but wind whistles around it, dragging along wisps of mist from the floor to whatever lies beyond it. More mist pours out through a narrow cleft in the wall to the left of the door. In the south wall, a portcullis thick with rime blocks a wide passage into a room of white ice. But in this cave, there's only the frigid cold, the gloom, and the walls of hideous, jagged ice shards.

Burrowed into the ice where they can't be seen are a **rime worm** and four **rime worm grubs** (or one per character, whichever is more). They wait until characters have moved into the chamber and are spread out investigating before attacking. When the worms attack, make a Dexterity check (+2) for the rime worms, with advantage, and compare the result to the characters' passive Perception scores to determine whether anyone's surprised. (The worms won't be noticed as long as they stay hidden, but characters who hear them as they start cracking through the ice might have enough warning to avoid surprise.) The adult rime worm remains inside its burrow with just its head showing for as long as it can while still attacking with its Tendrils and Black Ice Spray. This limits the number of enemies who can surround it. It squirms out of its burrow when no targets are within its reach.

Exactly where the worms are is up to you. They can burst up through the floor, out of the walls, or drop down from the ceiling.

The black ice that lines this cavern absorbs light. Dim illumination is the brightest light possible here.

The black ice also absorbs fire, lightning, and radiant damage. All damage of those types, from any source, is halved in this chamber. If a saving throw is involved, a successful save negates all damage of those types on the creature that made the save.

Cold damage and necrotic damage are amplified by the black ice. Every hit that causes cold or necrotic damage is treated as a critical hit, and saving throws against cold or necrotic damage are made with disadvantage.

Finally, the walls are lined with razor-sharp, black ice shards. These are easily avoided under normal conditions, but characters do a lot of dodging and weaving in combat. A creature that ends its turn adjacent to the wall must make a successful DC 10 Dexterity saving throw or take 3 (1d6) slashing damage plus 6 (1d12) necrotic damage (already amplified by the room's cold).

The intense cold isn't a problem unless characters spend more than 10 minutes in this chamber. Any creature without cold-weather gear takes 3 (1d6) cold damage for every 10-minute stretch they spend here.

The narrow opening to Area 609 is too small for easy passage. A Tiny creature can move through normally; a Small creature can squeeze through in armor; a Medium creature can squeeze through in light armor; and a Large or larger creature can't get through at all.

The DC for the Constitution saving throw against exhaustion in this chamber is 16.

Door and Portcullis. On examining the door, characters realize it isn't a door at all; it's a solid sheet of ice 2 feet thick across the passageway, with enough tiny gaps for wind to rush through. The ice is translucent enough for the vague outline of the passageway to be seen beyond it.

The ice has AC 15 and 25 hit points, but it's magically immune to all damage unless *dispel magic* is cast on it. Once the rime worm is slain, the door loses its immunity to fire damage. At that point, even a small heat source can eventually melt the ice away. Once the ice melts, the passage can't be resealed without magic.

The frozen portcullis in the south wall is stout and permanently set in place. It has AC 15 and 40 hit points. The bars can be bent far enough for Medium characters to squeeze through with a successful DC 23 Strength (Athletics) check, but a creature that touches the bars takes 7 (2d6) cold damage (that figure is already amplified by the room's cold).

608. Bones of the Fallen

If the black ice door (Area 607) is open, the wind along the passage between that chamber and 608 is fierce. A creature that enters the passage or starts its turn there must make a successful DC 15 Strength saving throw or be lifted off its feet and carried by the wind into Area 608. A creature in the small niche to the north of the passage is protected from the wind and doesn't need to make this saving throw. You can allow more than one creature to shelter there at the same time, but none of them can take part in combat while the space is overcrowded in this way.

A creature that fails the saving throw takes 3 (1d6) bludgeoning damage per 20 feet (four spaces) of passageway between it and Area 608, then lands prone in any unoccupied space in Area 608.

If the black ice door is closed, the wind drops to the point where creatures can move normally in the passage.

Chamber 608 forms a calm eddy in these otherwise turbulent tunnels. The chamber is cold, however: 40 degrees Fahrenheit.

Something about the shape of this chamber calms the wind to a strong breeze. It still causes robes to flap and loose hair to fly around your face, but it's not strong enough to be a hazard. The air is uncomfortably cold. It can't be more than a few degrees above freezing.

The floor is carpeted with bones. They appear to be mostly from humans and other humanoids, but some animal bones are mixed in: you see an owlbear's skull, wing bones from giant bats, and a few others you can't identify.

The bones gathered here over centuries because of the eddy effect. Hidden among them is a **bonepowder ghoul** (*Creature Codex*) named Morgaryv. It is perfectly concealed among the bones when characters enter. Make a Dexterity (Stealth) check for it, with advantage because it's had plenty of time to hide. Use that result as the DC for Wisdom (Perception) checks or passive Perception from the characters.

Assuming characters don't notice it, the ghoul's best play is to make a surprise attack with *circle of death* or Whirlwind.

Although Morgaryv is tremendously intelligent and speaks four languages, it wants only bones. There's little else the party could offer that would get it to converse or negotiate with them, with one exception. The ghoul is bound to this chamber; it can't leave because the wind would scatter its dust and pull it into the *sphere of annihilation*. If characters are willing to carry it up to the

Black River or even back to Area 607 or 612, it negotiates for that. In exchange, Morgaryv offers to spare their lives. To sweeten the deal, it mentions that among the bones in its chamber are many valuable items the characters would find useful, but several of them are certain to die if they try to take the chamber by force. Characters can see gold and gems beneath their feet, and *detect magic* does reveal the presence of several magic items under the bones.

Morgaryv is well aware these arrangements are fraught with peril for itself. Don't lose sight of its 19 Intelligence. It is not easily duped. Its preferred plan is to Coalesce into a more solid form and walk in a huddle with the characters to a safer area. This requires that it absorb someone's life force via *Gravedust*, if it hasn't already. Morgaryv doesn't soft-pedal the risk to the characters, but only one of them needs to take necrotic damage.

Alternatively, there's an open-topped box in the chamber. Someone could carry Morgaryv in that. Under no circumstances will it get into anything that can be closed.

Furthermore, there's nothing wrong with its hearing. If players discuss ways to trick Morgaryv around the table, then their characters must be doing the same in the dungeon. Morgaryv doesn't let them leave the chamber and "think it over;" that's obviously a trap. The same thing goes for conversing in a language it doesn't understand. Unless the characters have telepathy or some other way to communicate silently and invisibly, whatever they say must be said in front of Morgaryv.

If characters try dumping all the dust out of the box in the hope that the wind will scatter the ghoul, Morgaryv can just drift with the wind back to this chamber. The *sphere of annihilation* is the only thing on this level it fears.

Finally, even if everything is settled and seems above-board, Morgaryv is primed for a trick. It doesn't wait to be betrayed. It attacks at the first hint of betrayal: the first time someone draws a weapon, readies a spell component, makes a suspicious movement with their hand, utters an arcane syllable (Morgaryv is a potent spellcaster itself and knows the tricks), or even jokes about tossing it into the sphere. In game terms, Morgaryv has a prepared action to cut loose if anything seems amiss. None of this is a secret; the ghoul spells it out for characters from the beginning, to avoid misunderstandings. Morgaryv is evil, but it deals squarely with the characters as long as they behave. It wants its freedom.

If characters do help Morgaryv get free from this level, its gratitude doesn't transform it from a hate-filled, undead thing longing to consume all life. Eventually, their paths should cross again so characters can rectify their misdeed of setting a great evil loose in the world.

No Constitution saving throw against exhaustion is necessary after a battle in this chamber.

Treasure. Among the bones in the chamber are 6,000 gp in assorted coins plus a few hundred small gems (25 gp each), 3d6 500-gp gems, and 3d6 1,000-gp gems, but sifting through the bones to gather them all up takes 5d10 hours of work. There are also *potions of longevity* and *invisibility*, *spell scrolls of feblemind*, *maze*, and *antimagic field*, a +1 *shield*, a *wind fan*, a *cloak of elvenkind*, a *belt of hill giant strength*, and a *brass horn of Valhalla*.

You can create your own challenge 11–16 treasure hoard if you prefer.

609. Freezing Trap

The frigid air drawn from Area 607 mixes with snow after squeezing through the narrow opening between that area and this one. But the real danger here is an elemental trap. The temperature here is 15 degrees Fahrenheit.

It's actually snowing here! Moisture from the air crystallizes into snow that's whirling through the air as if there's a blizzard. Snow sticks to the cavern walls and is piled up a foot thick on the floor.

Everything in this chamber is lightly obscured by blowing snow.

The snow conceals a glyph that occupies the central 10-foot-by-10-foot portion of the floor (marked by the four stars). It can be detected with a successful DC 13 Intelligence (Investigation) check, but only if characters clear the snow ahead of them with shovels or brooms. Tapping the floor with a stick won't detect it or trigger it.

The glyph is meant to trigger when a Small or larger creature steps on it, but the layer of snow also interferes with this. Roll any die when each creature first enters the spaces containing the glyph. On an even result, nothing happens; on an odd result, the glyph activates.

When the glyph triggers, every creature within 20 feet of the glyph takes 22 (5d8) cold damage, or half damage with a successful DC 15 Dexterity saving throw. In addition, a creature that fails the saving throw is coated in ice and restrained. If the restrained creature regains at least 10 hit points from magical healing before the end of its next turn, it's no longer restrained. Otherwise, the restrained creature must make a DC 15 Constitution saving throw at the end of its next turn. On a success, the creature is no longer restrained. On a failure, the creature is petrified (turned to ice).

Petrification lasts until the creature is freed by *greater*

restoration or comparable magic. If the ice melts or shatters, the creature dies.

Once triggered, the glyph resets itself after 24 hours.

A Constitution saving throw to avoid exhaustion probably won't be required here, but if one is, the DC is 15.

610. Wind Demons' Foyer

Characters notice a strong, foul odor as they approach this chamber, even if logically it seems impossible for any smell to move in their direction against the wind.

The openings connecting to Areas 608 and 609 are very narrow. A Tiny creature can get through easily; a Small creature can squeeze through in armor; a Medium creature can squeeze through in light armor; and a Large or larger creature can't get through at all.

If characters somehow approach this chamber from Area 614 (unlikely), alter the description accordingly.

Despite the powerful wind blowing ahead of you, a dreadful stench has managed to work its way upwind to your nostrils. The chamber it comes from is small and mostly empty, except for several small, blue-skinned, winged humanoids.

This chamber is occupied by **wind demons** (*Creature Codex*) that outnumber the characters 3:2. They like it here because of how the narrow clefts in the walls act as nozzles to accelerate the wind. They've so befouled the atmosphere with their stench that any creature other than a wind demon that enters the area or starts its turn there must make a successful DC 13 Constitution saving throw or be poisoned until the start of its next turn.

The wind demons aren't looking for a fight against the characters. It's not that they're peaceful or benevolent; they'd gleefully tear the characters into shreds if they thought they could, but they recognize overwhelming odds when they see them. They also aren't especially frightened of the characters, since the wind demons can easily fly away through one of the narrow clefts. They might be willing to talk if the characters offer them something of value. Money doesn't interest them; they want things the characters would genuinely miss.

The demons can reveal anything you want the characters to know about this level, but only in exchange for an item of personal value. The more valuable the item, the more useful the information.

When the wind demons get bored with this exchange, they make a display of tossing whatever valuables the characters gave them into the *sphere of annihilation*, just to make it clear the characters will never get them back.

If characters attack the wind demons or ignore them, the demons don't bother fighting back. Their puny attacks can't seriously threaten the health of these heroes. Instead, the demons try to hurt the characters in ways they'll really feel: by taking the stuff they wouldn't give the demons earlier. Anything visible on a character—a belt purse, a component pouch, a map or scroll case, a flask or wineskin on a thong, a dagger in a sheath, arrows in a quiver, or anything else a character keeps outside their pack for easy access—is fair game. Treat a snatch-and-grab attempt as a simple Dexterity contest. The wind demon and the targeted character both make Dexterity checks. If the demon's check is higher, it grabs the item away, probably by slashing through strings or straps with its talons. As a bonus action, it tosses the item toward Area 614, and the item is immediately sucked into the *sphere of annihilation*. The wind demons think this is hilarious. They have a knack for zeroing in on magic items and irreplaceable necessities, and for picking on poisoned characters (who make Dexterity checks with disadvantage).

The DC for the Constitution saving throw against exhaustion in this chamber is 13.

611. Abandoned Refuge

One other group of intrepid adventurers reached this point ahead of the characters. They were swallowed up by the *sphere of annihilation*, but they left behind clues and items that might prove important.

The ledge leading up to this sheltered area is 20 feet high and icy. Climbing it without a climber's kit requires a successful DC 20 Strength (Athletics) check. With a climber's kit, or even with just a rope and a grappling hook, the DC drops to 8.

The temperature in this cave is right at freezing, which might feel warm compared to surrounding areas: 32 degrees Fahrenheit.

Atop the ledge is a snug cave, completely sheltered from the wind that whips through the chamber below. Someone was here before you, as evidenced by the fire ring on the floor and a few pieces of adventuring gear stacked along the walls.

The fire ring contains no ash. Instead, there's an iron cooking pot holding some burned rags and a half-full flask of oil lying next to it. These are the remains of the previous party's ersatz oil stove; they burned oil-soaked rags in the pot and continually fed more oil to it. With fresh rags and more oil, it would work again. The "stove" burns a flask of oil per hour and heats the cave enough that characters can get a long rest with just normal blankets.

Among the other gear stowed in the cave are enough rations for 8 days (tough from being frozen for years but edible if boiled), 50 feet of silk rope with a grappling hook, two ice axes, one flask of alchemist's fire, a healer's kit, *potions of greater healing*, *superior healing*, *clairvoyance*, and *incorporeality* (see the appendix), a sheet of parchment containing writing in both Common and Illyrian (an aristocratic court tongue used in a region south of the Scarlet Citadel), and the spellbook of an 8th-level wizard (fill it with any spells you choose) named Ravaulze the Shrewd who apparently had connections to the Arcane Collegium in Zobeck. She disappeared so long ago that no one who knew her other than an elf could still be alive, but the collegium itself might be interested in knowing what became of her.

The parchment contains notes on what happened to these explorers and a little of what they learned before they died. The text forms the Player Handout found in the appendix.

No Constitution saving throw against exhaustion is necessary in this chamber.

Resting. This ledge is the only space on this level with enough shelter from the wind and temperature extremes to make resting possible.

The party can take a short rest here without issues. It's chilly but otherwise safe.

To complete a long rest requires one of the following: cold-weather gear for everyone, warm furs or three blankets apiece for everyone, or the means to start a fire and keep it burning for 8 hours. It's unlikely the characters brought along a stack of firewood, cold-weather gear, or sufficient blankets unless this is a return trip or they have a well-stocked *bag of holding*. If they try taking a long rest without adequate warmth, each character must make a DC 13 Constitution saving throw. If it fails, the character gets only a short rest, not a long one.

However, while Hasfera-ruzai remains imprisoned in Area 612, characters may be plagued with disturbing dreams when they try to take a long rest here. At the end of a long rest, each character must make a DC 13 spellcasting ability check. Arcane spellcasters make this check with advantage. Characters without a spellcasting ability make a simple Intelligence, Wisdom, or Charisma check (using whichever is lowest), with disadvantage. *If the check fails*, the character gets the benefits of a long rest. *If the check succeeds*, the character gets only a short rest, not a long one. The more competent a spellcaster is, the more likely their thoughts are to be disturbed by Hasfera-ruzai. See the elemental prison (Area 612) for more on the consequences of these dreams.

612. Elemental Prison

The steps from the Crystal Garden (Area 507) lead to this chamber. Ages ago, a djinni (Hasfera-ruzai) was imprisoned here for refusing to grant wishes to a mortal. The efreet who imprisoned it were amused by the thought of the desert-loving elemental being locked in an icy prison for a millennium.

The temperature here is 20 degrees Fahrenheit.

An icy wind blows through this barren, frozen chamber.

Aside from the steps you came down, three passages lead out. A dank, loathsome breeze blows from the wide passage in the western wall; a 20-foot ledge ascends to a cave in the northwest corner; and portcullis bars sheathed in heavy frost block a passage into a grim-looking cavern to the north.

A character who makes a successful DC 13 Wisdom (Perception) check here senses something frightfully unnatural about it but gets nothing more specific than that. With a successful DC 15 Intelligence (Investigation) check, a character detects the faint outline of a magical glyph inscribed between the abandoned refuge (Area 611) and the western passage. Once the glyph has been spotted, a successful DC 20 Intelligence (Arcana) check reveals the glyph is not part of a *glyph of warding* spell but the remainder of some ancient evocation ritual enacted on this spot. A character with proficiency in Arcana adds twice their proficiency bonus to the final check.

Hasfera-ruzai's prison exists simultaneously on both the Material Plane and the Ethereal Plane. Under normal circumstances, it can be seen and felt only by creatures whose senses extend into both planes. Characters with truesight see the prison immediately. A *detect magic* spell reveals the presence of tremendously powerful evocation magic, but the source remains invisible and intangible.

Dreams in the Djinni House. When characters fail to get a long rest because of disturbing dreams (see Resting in Area 611), they awaken with the sense of something unnatural in this chamber. Those characters can attempt (or re-attempt) Arcana, Investigation, and Perception checks in this cavern, now with advantage. A character who looks at the glyph after a night of dreams realizes that in their dreams, something was whispering about this glyph, trying to lead them to it. They also understand that truesight or a *true seeing* spell can reveal what's currently hidden.

When someone with truesight sees the prison, show them the overlay. Don't place it on the map yet or show it to players whose characters can't see it.

Prison of Fire and Ice. Hasfera-ruzai's prison is a floor-to-ceiling cylinder of ice filled with roiling flame. Characters can tell the inside of the cylinder is aflame, but they can't make out any details beyond that through the cloudy ice. Water streams down the outside of the cylinder from the heat inside, but it freezes again when it reaches the floor, continually pushing fresh ice up the wall. Clouds of steam blanket the room. No object or magical effect can pass through the ice.

A character with truesight who stands on the glyph can hear Hasfera-ruzai through the prison wall, and it can hear the character. A character without truesight can be heard by Hasfera-ruzai but can't hear the djinni in return.

Hasfera-ruzai is a nasty creature with nothing but disdain for humans and their ilk. That's why it refused to grant a wish to a human, which led to it being imprisoned here and its slow transformation into an **al-Aeshma genie** (*Tome of Beasts*). It desperately wants to be free from its prison, and it swallows some of its contempt if that allows it to negotiate for this prize. "Bored out of its mind" is an almost literal description of Hasfera-ruzai. Centuries of isolation have driven it nearly insane. The genie is easily frustrated by mortals, and it's prone to furious outbursts when things don't go its way. Hasfera-ruzai immediately calms down again after each outburst and tries to smooth things over, but conversation with it isn't easy.

Conversing with Evil. In negotiation, Hasfera-ruzai can make the following points. It doesn't outright lie to the characters, but it does omit important details and distorts the truth to an alarming degree if it believes doing so might improve its chances for freedom.

- Opening the prison takes nothing more than someone with truesight standing on the glyph and casting *dispel magic*. (Like all other spellcasting on this level, this is subject to chaos or wild magic effects.) Before revealing this, Hasfera-ruzai tries to trick someone into doing it by explaining *dispel magic* will let it converse with everyone, or will allow everyone to see its prison, or any other reason. These aren't lies, but they're far from the whole truth.
- Initially, Hasfera-ruzai presses the characters to free it out of the goodness of their hearts or to strike a blow against the injustice of the cruel Lords of Air.
- It can't grant wishes. That ability was stripped from it by the Lords of Air as the cruelest of all punishments.
- It identifies itself only as a djinni. Characters wouldn't recognize the term al-Aeshma anyway. This rare punishment is almost unknown outside geniekind.


- Hasfera-ruzai's crime was nothing more than helping a human face life's tribulations without being propped up by unnecessary magical aid that only weakens and never strengthens its recipients. (This is Hasfera-ruzai's distorted interpretation of refusing to grant a wish—which it did out of spite, not concern.)
- Only when every trick and ruse is exhausted will Hasfera-ruzai finally agree to help the characters if they set it free. It will serve them for 24 hours in exchange for its freedom afterward. It can't submit to any longer period lest the Lords of Air punish it again for overstepping its bounds in the service of humanity.
- Hasfera-ruzai was brought here in chains and never saw any other portion of this dungeon, so it can't provide useful information of that sort. If characters have seen the *sphere of annihilation* and describe it, the genie recognizes immediately what it is, and its knowledge of such things is extensive. Hasfera-ruzai recognizes this as a bargaining chip. It offers tantalizing tidbits but won't reveal more until it's free. It also knows that while it's not immune to danger from the *sphere*, it's less vulnerable than the characters are, and it leverages this as much as possible.

When the prison is dispelled, the ice melts away within seconds and flames burst forth, filling the chamber with elemental fire for several seconds. Every creature in the cavern except Hasfera-ruzai and those standing on the glyph takes 17 (5d6) fire damage, or half damage with a successful DC 13 Dexterity saving throw. Hasfera-ruzai shouts its defiance to the world and glowers over the characters alarmingly before calming down enough to communicate again.

Once freed, Hasfera-ruzai abides by whatever agreements characters squeezed from it. Like any genie, it twists their words to its advantage whenever it can, and it makes its disdain for mortals abundantly clear.

If characters foolishly free Hasfera-ruzai without extracting promises from it, the genie attacks them ruthlessly for a few rounds, then flies away laughing or escapes in gaseous form.

Hasfera-ruzai's flying speed and elemental nature make it immune to all the wind effects throughout this level. It's likewise unaffected by the temperature extremes of this level. Being immune to lightning gives it a critical advantage in approaching the *sphere of annihilation*. Whether the characters can capitalize on these assets in their fights against the *sphere*, the voidling, and Gellert the Gruesome is up to the players' creativity. If they're clever, Hasfera-ruzai can be a powerful, if temporary, ally.



The DC for the Constitution saving throw against exhaustion in this chamber is 14.

613. For Parts Unknown

This chamber is a gateway deeper into the bowels of Midgard, for characters who choose to pursue that path.

Once characters move west past the two starred squares on the GM's map, the loathsome nature of this chamber becomes unmistakable and overpowering. A creature that begins its turn in a space past the starred squares must make a successful DC 15 Constitution saving throw or take 11 (2d10) psychic damage and become frightened until the end of its next turn. If the creature is already frightened, it becomes paralyzed and blinded until it completes a short or long rest or it receives *lesser restoration* or comparable magic.

The wind blowing past you here is unlike what you've experienced anywhere else. That was just wind; this is unwholesome, dank, an exhalation of vileness that threatens to overpower your senses.

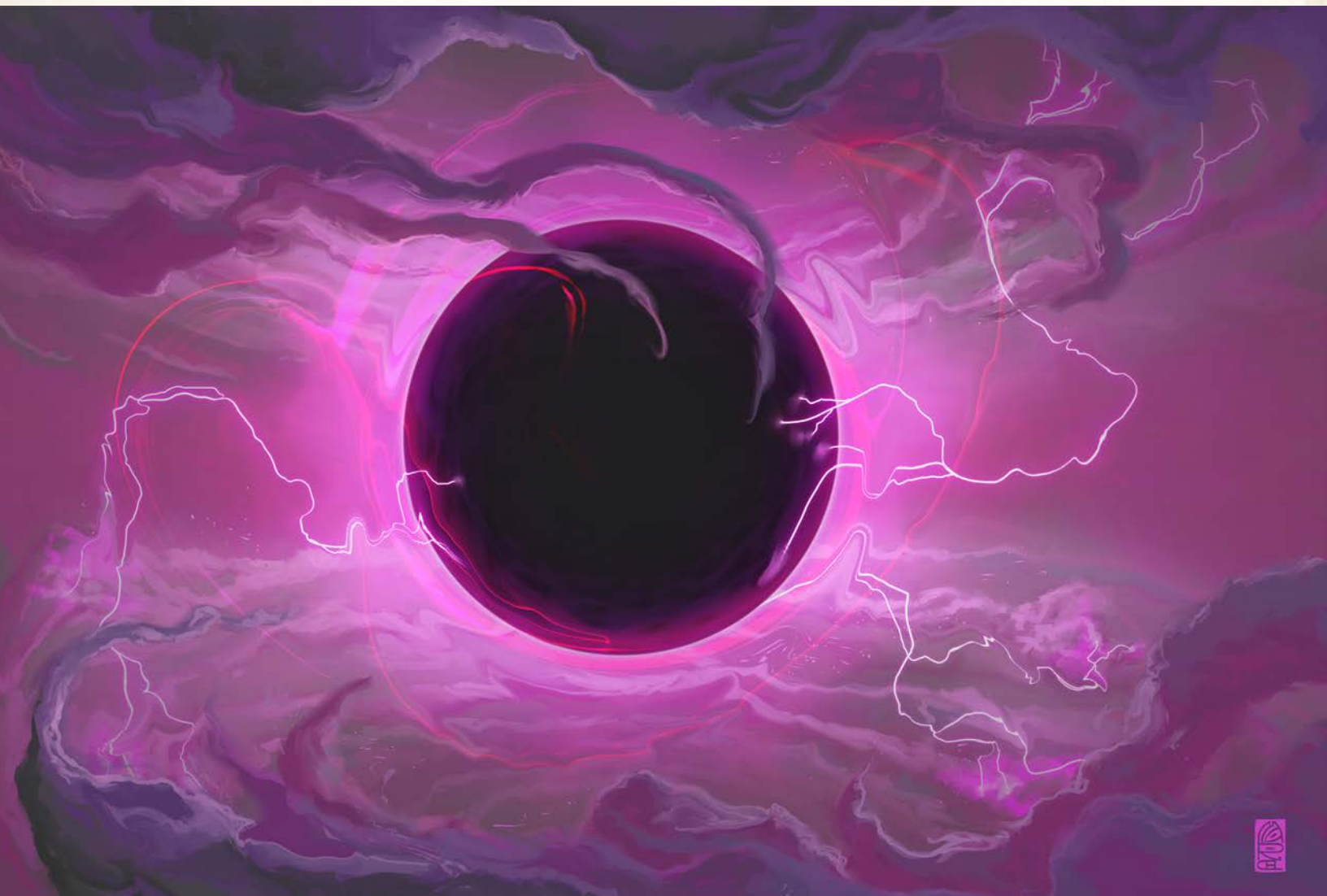
The chamber is empty. The passage to the south descends steeply without stairs. Where it leads—if indeed it leads anywhere—is up to you. The purpose of this area is to serve as a launching point for you to add your own levels beyond, if you choose to do so. At this point, you may simply explain to players that whatever waits down that passage isn't part of the *Scarlet Citadel* adventure and redirect them back to the matter at hand.

614. Void of Annihilation

To destroy the *sphere of annihilation*, characters need courage, resources, and a fair bit of luck. Show the players the Point-of-View illustration below.

At the eye of a hurricane of whirling dust and crackling lightning hangs a globe of black nothingness. Matter that touches it emits a spark of light, then simply winks out of existence. The wind that howls through the surrounding tunnels is all drawn to this spot and hurls itself into the blackness.

But not everything is annihilated by contact with the sphere. Wispy tendrils of darkness snake out of it, grasp at anything nearby, and pull it into the inky horror.



The challenge here is twofold.

First is the *sphere of annihilation* itself. This 10-foot sphere is much larger than the standard 2-foot-diameter version. Other than that, it behaves almost identically to a normal sphere, with two important differences.

- The sphere emits a *lightning bolt* on initiative count 20 of every round. The bolt deals 28 (8d6) lightning damage, or half damage to a creature that makes a successful DC 15 Dexterity saving throw. You can target these bolts yourself or, if characters need a break, you can roll 1d20. On 1 through 12, the lightning strikes in the direction of that number on a clock face. On 13 through 20, it strikes toward the nearest enemy. If a bolt strikes into Area 605, you can choose to have it generate a **fragrite** (*Creature Codex*) if characters need more to worry about.
- The sphere can't be moved with mental commands. If a character tries to take control of it mentally and fails, the sphere doesn't move closer to the character; instead, that character is the target of the sphere's next *lightning bolt*, if possible. If a character succeeds in gaining mental control over the sphere, they can direct its *lightning bolt* castings but have no other control over the sphere.

Second, inside the sphere is a **voidling** (*Tome of Beasts*). This voidling also has two important differences from a standard voidling.

- It's immune to force damage in addition to necrotic damage, which allows it to coexist with the *sphere of annihilation* safely. Being a creature of the Void, it's quite comfortable there. The voidling is not immune to lightning damage, so it can be struck and damaged by lightning if it leaves the sphere's space.
- When the voidling triggers a Necrotic Burst, in addition to the standard effect, it also causes the sphere to eject a chunk of itself. When this happens, see Necrotic Bursts for more information.

As long as the voidling is in the same space as the *sphere of annihilation*, both Fed by Darkness and Natural Invisibility are in effect.

Hasfera-ruzai (the al-Aeshma genie imprisoned in Area 612) is unaffected by the sphere's wind and lightning, which makes it a terrific ally in this battle. Assuming characters struck a bargain with the genie, it's best to let a player control it as an NPC here. Preferably, it should be a player whose character can't be very helpful in the battle or who is incapacitated or killed early.

Necrotic Bursts. When the voidling triggers a Necrotic Burst, a fragment of the sphere loops out through nearby

space, annihilating whatever it plows through before returning to the sphere. This happens in a single turn; the fragment moves much faster than a *sphere of annihilation* normally moves.

Three overlays portray three different paths these fragments can follow. Each time a necrotic burst is triggered, select one overlay randomly and place it on the map. Select a different overlay each time. Once all three overlays are on the map, further Necrotic Bursts follow one of the already-established paths.

A character who occupies a space through which the fragment travels must make a successful DC 13 Dexterity saving throw or take 22 (4d10) force damage. These bursts also create new passages through the walls of the dungeon. These passages aren't doorways—they're just 2-foot holes through the stone—but Small and Medium creatures can squeeze through them.

Wind Effects. The wind blowing through this level all converges into the *sphere of annihilation*. If a straight line can be drawn from any portion of the sphere to any portion of the space a character occupies, that character is in danger of being drawn toward the sphere.

To avoid being blown toward the sphere, a creature must make a successful DC 15 Strength saving throw at the end of its turn. This saving throw is made with advantage if the creature is positioned partially around a corner from the sphere or if the creature is anchored to the rock (with rope and spikes, for example). If characters are tied together, they get advantage on their saving throws until an adjacent character fails; then their advantage flips to disadvantage. Be sure players understand this before characters rope themselves together!

If the saving throw succeeds, the creature holds its position. If the saving throw result is 10–14, the creature is pulled 10 feet closer to the sphere. If the result is 9 or lower, the creature becomes airborne, is pulled within 10 feet of the sphere, and is swirling around it clockwise. See *Circling the Drain*.

A creature inside the effect of a *reverse gravity* spell has disadvantage on this saving throw.

All movement costs double unless the creature is entering a space closer to the sphere.

Circling the Drain. Once a creature is lifted bodily into the maelstrom swirling around the *sphere of annihilation*, they're effectively flying out of control unless the creature has a flying speed of its own. The creature is treated as grappled (escape DC 18) by the wind. At the start of the creature's turn, roll a d12 and read the result as a position on a clock face centered on the sphere; swirl the creature around the circle a few times, stopping at that number

position within 10 feet of the sphere. The creature takes 14 (4d6) bludgeoning damage from banging against the walls, floor, and ceiling plus 22 (4d10) force damage from brushing against the sphere; a successful DC 15 Dexterity saving throw halves the bludgeoning damage and negates the force damage. This DC is higher than the typical saving throw against a *sphere of annihilation* because the creature has so little control over its own movement.

A creature that uses an action and makes a successful DC 18 Strength (Athletics) check to escape the grapple latches onto a projecting stone on the floor or wall and lands prone in their space.

Victory? Unless characters have access to a *gate* spell or a *portable hole*, which is unlikely, they can't harm the *sphere of annihilation* directly. They can attack the voidling, even if they can't see it.

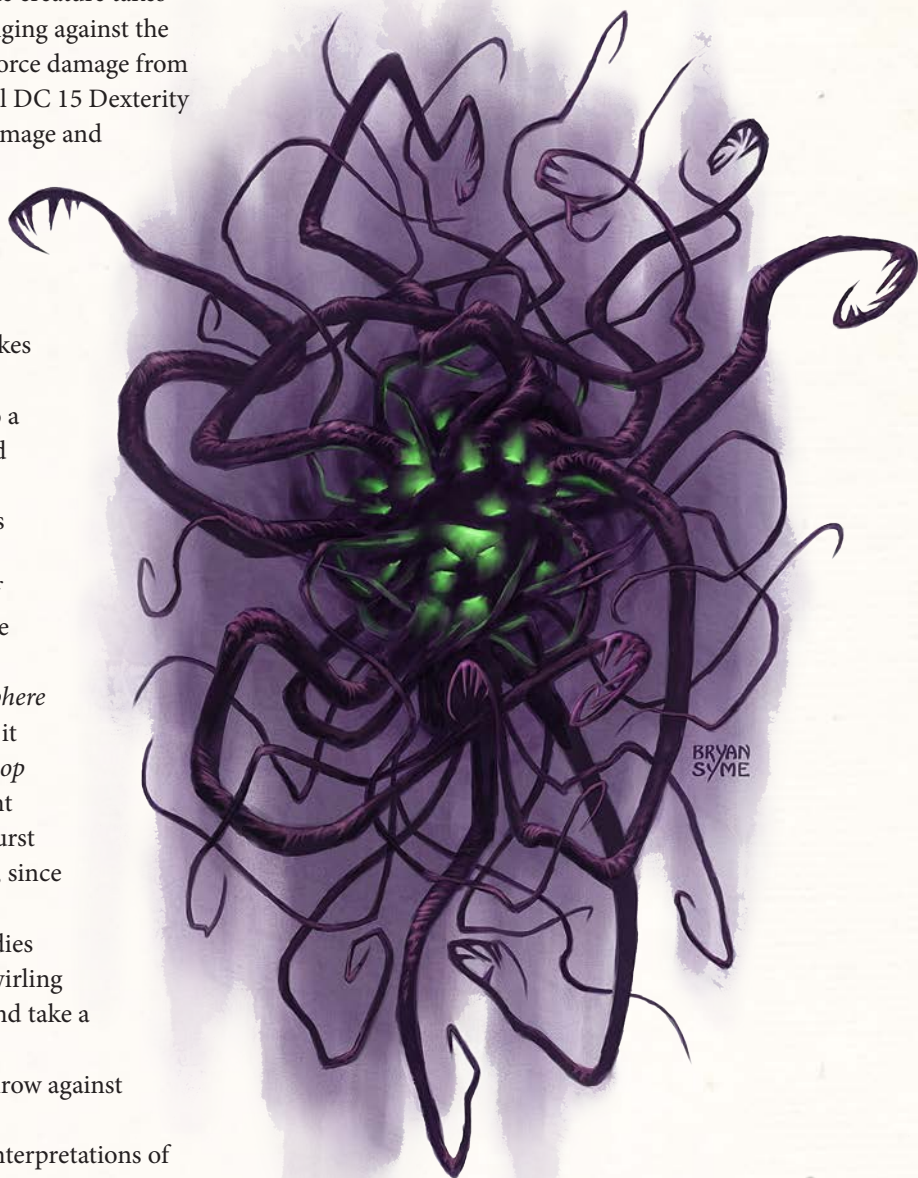
When the voidling is destroyed, the *sphere of annihilation* collapses into itself until it finally disappears into the Void with a *pop* and a burst of necrotic energy equivalent to the voidlings's Necrotic Burst. This burst doesn't launch a fragment of the sphere, since it's entirely gone.

When the sphere collapses, the wind dies away completely. Creatures that were swirling around the sphere plow into the floor and take a final 3 (1d6) bludgeoning damage.

The DC for the Constitution saving throw against exhaustion in this chamber is 15.

A Question of Tradition. Some past interpretations of the *sphere of annihilation* included the idea that things and people destroyed by it weren't simply gone; they were erased not only from existence but also from memory as if they'd never existed in the first place. Items created by a person, such as a painting or a home, still existed but no one knew where they came from. A beloved spouse had no memory of ever having loved or even known an annihilated hero; children had no recollection of a lost parent; other members of an adventuring party instantly forgot they ever had another companion the moment that person was annihilated by the sphere.

Treating the sphere this way is a challenge for players, who must roleplay not knowing something the players clearly do know (and probably feel sad about). It's an



interesting twist you can add to the scenario if your group is up for it. It also requires a small alteration to the Player Handout, which mentions a party member lost to the sphere.

RESTOCKING

The freezing trap (Area 609) resets automatically after 24 hours. Other than that, nothing else on this level restocks, resets, or generates new threats unless you choose to place them.

APPENDIX I: MONSTERS, NPCs, AND MAGIC

Stats and descriptions for NPCs, new monsters, new magic items, and Deep Magic spells used by the monsters and NPCs are in this appendix.

MONSTERS AND NPCs

This section contains the monsters and NPCs that appear and are unique to this adventure.

BAT, SABER-TOOTHED

Despite its (relatively) small size, the saber-toothed bat fulfills the promise of its threatening name. The body of this bat is about the size of a small dog, but its 5-foot wingspan makes it look much larger. It's a vicious carnivore that hunts and kills just about anything, including other bats.

Saber-toothed Bat

Small beast, unaligned

ARMOR CLASS 13

HIT POINTS 24 (7d6)

SPEED 10 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	17 (+3)	10 (+0)	3 (-4)	11 (+0)	10 (+0)

SAVING THROWS Dex +5

SKILLS Perception +2, Stealth +5

SENSES blindsight 30 ft., darkvision 60 ft., passive Perception 12

LANGUAGES —

CHALLENGE 1 (200 XP)

Camouflage. The saber-toothed bat has advantage on Stealth checks in caves.

Flyby. The saber-toothed bat doesn't provoke an opportunity attack when it flies out of an enemy's reach.

Keen Hearing. The saber-toothed bat has advantage on Wisdom (Perception) checks that rely on hearing, and it can't be surprised while in a cave.

Pounce. If the saber-toothed bat flies at least 20 feet straight toward a creature and then hits it with its claw attack on the same turn, that creature must succeed on a DC 13 Strength saving throw or be knocked prone. If the target is prone, the bat can make one bite attack against it as a bonus action.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 8 (2d4 + 3) piercing damage. If the creature is prone, it takes an additional 3 (1d6) slashing damage.

Claws. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 6 (1d6 + 3) slashing damage.

BEETLE, CLACKER

Clacker beetles are aggressive subterranean scavengers. Individually they aren't much of a threat, but they're never encountered individually. Worker clacker beetles and immature beetles form swarms, and soldiers always scavenge in groups.

The beetles get their name from the deadly clacking sound produced by their mandibles. They can hook their mandibles together and apply tremendous force to the pair, then snap them apart at greater than the speed of sound. The sonic boom this generates hits with the force of a sledgehammer. Clacker beetles use this attack to stun or kill potential prey. When they're encountered in large groups, the rapid-fire clacking of their mandibles can quickly bring down creatures as large as trolls and ogres.

Clacker beetles nest by chewing holes into rock and rubble. A small cavern riddled with clacker beetle tunnels can house hundreds or thousands of the creatures.

They're fond of shiny objects, much as crows and pack rats are. When clacker beetles infest ancient tombs or other sites where valuables are stored, they've been known to snatch nearly all the gold, silver, and jewels and drag it to their nesting site.



Clacker Beetle Soldier

Small beast, unaligned

ARMOR CLASS 15 (natural armor)

HIT POINTS 18 (4d6 + 4)

SPEED 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	14 (+2)	13 (+1)	1 (-5)	7 (-2)	3 (-4)

DAMAGE RESISTANCES slashing from nonmagical attacks

DAMAGE IMMUNITIES thunder

SENSES darkvision 60 ft., passive Perception 8

LANGUAGES —

CHALLENGE 1 (250 XP)

Compact. A clacker beetle soldier can occupy the same 5-foot space as one other clacker beetle soldier.

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 0 ft., one target in the beetle's space. *Hit:* 11 (2d8 + 2) piercing damage.

Clack. The beetle clacks its mandibles to create a small but dangerous sonic boom. All creatures in a 15-foot cone take 6 (1d10 + 1) thunder damage, or half damage with a successful DC 13 Constitution saving throw. When multiple beetles clack in the same turn and create overlapping cones, each affected creature makes just one Constitution saving throw with disadvantage and the result is applied against the total damage.

Swarm of Clacker Beetles

Medium swarm of Tiny beasts, unaligned

ARMOR CLASS 14 (natural armor)

HIT POINTS 36 (8d8)

SPEED 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	13 (+1)	10 (+0)	1 (-5)	7 (-2)	1 (-5)

DAMAGE RESISTANCES bludgeoning, piercing, slashing

DAMAGE IMMUNITIES thunder

CONDITION IMMUNITIES charmed, frightened, paralyzed, petrified, prone, restrained, stunned

SENSES blindsight 10 ft., passive Perception 8

LANGUAGES —

CHALLENGE 3 (700 XP)

Constant Clacking. A creature that starts its turn in the swarm's space takes 5 (1d10) thunder damage.

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny creature. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Bite. *Melee Weapon Attack:* +3 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 14 (4d6) piercing damage, or 7 (2d6) piercing damage if the swarm has half of its hit points or fewer.

CAGOTH-ZE

The lower ranking of Gellert the Gruesome's two lieutenants is the gnome wizard Cagoth-ze. He left his ancestral home in Neimheim decades ago after a long-running squabble with his brother turned deadly over a birthright. Fratricide isn't that shocking in the Nine Cities, but Cagoth-ze was the unpopular one of the two siblings. His brother's allies would have killed him (or worse), so he departed for safer territory. In light of his fascination with ley lines, conjurations, and time manipulation, he couldn't have landed in a better spot than the ancient scriptorium of the elves beneath the Scarlet Citadel. The gnome bemusedly considers murdering his brother to be the best thing he ever did.



BRYAN SYME

Cagoth-ze uses the standard stat block for an NPC mage but with an altered spell list. Spells with an asterisk are from the Kobold Press book *Deep Magic*. Their descriptions are included in the section Deep Magic Spells for reference.

Cantrips (at will): *fire bolt*, *mage hand*, *minor illusion*, *ray of frost*

1st level (4 slots): *foretell distraction**, *mage armor*, *magic missile*, *shield*

2nd level (3 slots): *time step**, *web*

3rd level (3 slots): *counterspell*, *lightning bolt*, *mirror image*

4th level (3 slots): *phantasmal killer*, *time vortex**

5th level (1 slot): *wall of time**

The gnome carries a small ring of keys to unlock the doors in Areas 210, 215, and 217. He also wears a simple gold stickpin in his waistcoat that allows him to open and close those doors as if they're unlocked without using the keys. This item can be a lifesaver if he finds himself running from an enemy through hallways and chambers. It works only on those three locks.

Cagoth-ze also wears the *ring of being anchored in time*, which renders him immune to the risks of the time tributary. This gives him an excellent ploy, if he can entice intruders to chase him through the raw time stream.

CHAINED THING

The chained thing is an abominable undead creature patched together by Vardesain. It's the unholy melding of violet fungi and the corpses of at least two derro shadow antipaladins. Its existence is an unending nightmare of fear, pain, and longing for death.

The creature generates necrotic energy in a way that rejuvenates undead. That is its sole purpose, and the reason why Vardesain gifted one to Llagfel as a reward for her "conversion" to serving him and her transition to unlife as a hierophant lich.

The chained thing doesn't recognize friends or foes. Its thought process seldom wanders beyond "life is bad." It tries to snuff out anything with independent existence while instinctively, uncontrollably rejuvenating undeath.

Destroying the chained thing isn't easy because of its vast regenerative power. Radiant damage and the *ghoul light* are its only weaknesses. Thankfully, the chained thing is extraordinarily rare. Vardesain seldom allows more than one to exist at a time.

Undead Rejuvenation. The chained thing is a gift from Vardesain to a disciple who gained distinction through betrayal or some other service. That disciple and its followers can attune to the chained thing the same way

a creature attunes to a magic item. When the chained thing unleashes its Necrotic Wave, all attuned, undead creatures at 0 hit points that are also within 100 feet of the chained thing recover all their hit points. This doesn't happen if the chained thing's Regeneration is currently being prevented by radiant damage.

The Chained Thing

Large undead, chaotic evil

ARMOR CLASS 15 (natural armor)

HIT POINTS 114 (12d10 + 48)

SPEED 20 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	6 (-2)	18 (+4)	4 (-3)	9 (-1)	7 (-2)

SAVING THROWS Con +7, Cha +1

DAMAGE RESISTANCES nonmagical bludgeoning, piercing, and slashing

DAMAGE IMMUNITIES necrotic, psychic

DAMAGE VULNERABILITIES radiant

CONDITION IMMUNITIES charmed, poisoned, prone, unconscious

SENSES darkvision 60 ft., tremorsense 30 ft., passive Perception 9

LANGUAGES —

CHALLENGE 6 (2,300 XP)

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

Regeneration. The chained thing regains 20 hit points at the start of its turn if it has at least 1 hit point. If the chained thing takes radiant damage, this trait doesn't function at the start of its next turn.

ACTIONS

Multiattack. The chained thing makes one slam attack and uses Infectious Insanity.

Slam. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one creature. *Hit:* 16 (2d10 + 5) bludgeoning damage.

Infectious Insanity. The chained thing chooses a creature it can see within 30 feet and magically assaults its mind. The creature must succeed on a DC 13 Wisdom saving throw or be affected as if by a *confusion* spell for 1 minute. An affected creature repeats the saving throw at the end of each of its turns, ending the effect on itself on a success.

Necrotic Wave (Recharge 5–6). The chained thing shudders and emits a pulse of necrotic energy. All creatures within 20 feet take 27 (6d8) necrotic damage, or half damage with a successful DC 15 Constitution saving throw. Creatures that fail the saving throw are also knocked prone and incapacitated until the end of their next turn.

DANASKA MAKSILOV

The resident alchemist who's experimenting with the alchemist's furnace is Danaska Maksilov. She was chased away from her home city of Khorsburg by a murderous mob after an experiment gone awry released clouds of maddening vapor that rolled through the neighborhood and transformed livestock and household pets into murderous oozes. As Maksilov fled westward, she heard rumors of the Scarlet Citadel and the legendary alchemical engine buried beneath it. She found the furnace idle and ignored, and she persuaded Cagoth-ze to let her study it in exchange for potions that could calm the voices in his head.

Maksilov has since devoted herself to figuring out the furnace's workings and putting it to use. Guided by a few hints in scroll fragments found in the scriptorium, her progress has been painfully slow. Mostly she learns from trial and error.

Though Maksilov is a near-genius alchemist, she is also unimaginative, mentally unstable, and obsessed with oozes. Those three traits have severely hampered her progress. Mishaps in some of her early experiments (that she misinterpreted as unforeseen successes) produced ooze-like substances. She became convinced ooze was the key to reconstructing *prima materia* (the primordial building block of *everything*), and all her research has gone down that path ever since.

Maksilov's greatest fear is that other mages and alchemists will steal her ideas before she can see them through to fruition. Cagoth-ze and Bastron are the only creatures she trusts. She might be willing to talk to martial-type characters and even to clerics and druids (with reservations), but her paranoia over intellectual theft eventually derails any conversation with a practitioner of the arcane. Even then, she has little patience for talk about anything other than alchemy and oozes.

Her companion **Bastronombecqua** ("Bastron") is a quasit. It was generated spontaneously inside the furnace during a transmutation that was a failure in all other respects. Bastron is technically a demon but it has never been to the Abyss or spent any time around other demons. It knows nothing about anything except the alchemist's furnace and the first, second, and third layers of the Scarlet Citadel. It is entirely loyal to Maksilov, its creator.

Danaska Maksilov

Medium humanoid (human), lawful evil

ARMOR CLASS 13 (padded armor)

HIT POINTS 49 (9d8 + 9)

SPEED 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	14 (+2)	12 (+1)	20 (+5)	10 (+0)	15 (+2)

SAVING THROWS Dex +5, Con +4

SKILLS Arcana +8, Medicine +3, Perception +3

DAMAGE RESISTANCES acid, poison

SENSES passive Perception 13

LANGUAGES Common, Elemental, Elvish, Kariv

CHALLENGE 3 (700 XP)

Potion Drinker. Maksilov can drink a potion as a bonus action. Besides the concoctions described below, she carries *potions of flying, gaseous form, and superior healing*. If she faces more than four enemies, she also has a *potion of speed*.

ACTIONS

Dagger. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 5 (1d4 + 3) piercing damage plus 11 (2d10) poison damage, and the creature is poisoned until the start of Maksilov's next turn. A successful DC 13 Constitution saving throw halves the poison damage and prevents the poisoned condition.

Take This, You Swine. Maksilov sets off one of each concoction. The effect is centered on her space. All four effects are triggered even if she used up all of one or more concoctions previously.

Throw Concoction. Maksilov throws one concoction as a grenade at a target within 20 feet. She has two of each concoction.

Bootblack Pudding: This concoction covers a 15-foot cube with sticky black pudding extract that lasts 1 minute. A creature that starts its turn in the area must make a successful DC 13 Dexterity saving throw or take 9 (2d8) acid damage and be grappled (escape DC 13).

Gelatinous Cloud: This concoction creates a 15-foot cube of gelatinous vapor that lasts 1 minute. Every creature inside the cloud must make a DC 13 Constitution saving throw. On a failure, the creature takes 10 (3d6) acid damage, can't breathe, and is restrained. A successful saving throw halves the damage and prevents restraint and suffocation. A creature that ends its turn inside the cloud takes 10 (3d6) acid damage. A restrained creature can escape by taking an action to make a DC 12 Strength (Athletics) check, freeing itself and moving into an empty space of its choice within 5 feet of the cloud on a success.

Gray Melter: This concoction throws out vaporous fibers that cling to and dissolve metal. Nonmagical weapons and

armor made of metal that are within 5 feet of the vial's target space are coated in the stuff. They immediately take a permanent, cumulative -1 penalty to attack rolls, damage rolls, and AC. Thereafter, roll any die for each affected weapon or armor at the start of Maksilov's turn; on an odd result, the item takes another -1 penalty. A weapon is destroyed when its penalty reaches -5 . Armor is destroyed when its base AC is reduced to 10. The effect stops when the fibers are rinsed off with vinegar or wine (which can be found in Area 203).

Oozebomb: Every creature within 10 feet of the target space must make a DC 13 Dexterity saving throw. Those that fail take 7 (2d6) acid damage immediately and another 3 (1d6) acid damage at the start of their turn until the sticky acid is scraped off by using an action and making a successful DC 10 Dexterity check or until the acid is neutralized with vinegar or wine (available in Area 203).

DERRO

All derro are corrupted and borderline insane, but the derro living in the bowels of the Scarlet Citadel are worse than most. They were driven out of their clan 150 years ago for carrying their worship of Camazotz, demon lord of bats, to extremes not even their fellow derro could tolerate. The cult's high priest Gilsfeyr led them along the Black River until they discovered a cavern filled with monstrous bats, where they settled and carved out a temple to their foul deity.

Since then, they've split into two camps. Gilsfeyr's fanatics are the pariahs. The dements are followers of Kurgorom, a witch queen whose experiments with fungal extracts produced a mild poison that allows the derro to see and coexist in parallel realities.

Derro Dement

Small humanoid (derro), chaotic evil

ARMOR CLASS 16 (scale mail)

HIT POINTS 55 (10d6 + 20)

SPEED 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	15 (+2)	11 (+0)	4 (-3)	9 (-1)

SKILLS Perception -1 , Stealth $+5$

SENSES tremorsense 60 ft. (blind beyond this radius), passive Perception 9

LANGUAGES Dwarvish, Undercommon

CHALLENGE 3 (700 XP)

Dement Poison. The derro dement smears its handaxe and its crossbow bolts with dement poison. A creature hit by the handaxe must make a successful DC 15 Constitution saving

throw or become frightened. While frightened this way, the creature also has truesight (60 feet). A frightened creature repeats the saving throw at the end of each of its turns, ending the effect on itself with a success.

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

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

ACTIONS

Multiattack. The derro dement attacks once with its javelin and once with its handaxe.

Handaxe. *Melee Weapon Attack:* $+5$ to hit, reach 5 ft., one creature. *Hit:* 6 (1d6 + 3) slashing damage, and the creature is exposed to dement poison.

Javelin. *Melee or Ranged Weapon Attack:* $+5$ to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Light Crossbow. *Ranged Weapon Attack:* $+4$ to hit, range 80/320 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage, and the creature is exposed to dement poison.

Derro Pariah

Small humanoid (derro), chaotic evil

ARMOR CLASS 14 (hide armor)

HIT POINTS 36 (8d6 + 8)

SPEED 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	14 (+2)	13 (+1)	11 (+0)	5 (-3)	9 (-1)

SKILLS Stealth $+4$

SENSES darkvision 60 ft., passive Perception 7

LANGUAGES Dwarvish, Undercommon

CHALLENGE 2 (450 XP)

Innate Spellcasting. The derro pariah's innate spellcasting ability is Intelligence (spell save DC 10, $+2$ to hit with spell attacks). It can innately cast the following spells, requiring no material components.

At will: *blade ward*, *fire bolt*, *shocking grasp*

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

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

Turquoise Essence. The derro pariah coats its crossbow bolts and its dagger with the concentrated essence of the turquoise stream to cause cold damage (included in the attacks).

ACTIONS

Dagger. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 5 (1d4 + 3) piercing damage plus 11 (2d10) cold damage. A successful DC 15 Constitution saving throw halves the cold damage.

Light Crossbow. *Ranged Weapon Attack:* +4 to hit, range 80/320 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage plus 11 (2d10) cold damage. A successful DC 15 Constitution saving throw halves the cold damage.

REACTIONS

Panic Shot. When an enemy approaches within 5 feet of the derro pariah, the pariah can make one light crossbow attack against that enemy.

DIRE GELATINOUS CUBE

One of Danaska Maksilov's crowning achievements is the creation of a gelatinous cube with superior speed, strength, and intellect—and limited psychic ability.

Dire Gelatinous Cube

Large ooze, unaligned

ARMOR CLASS 6

HIT POINTS 84 (8d10 + 40)

SPEED 15 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	3 (-4)	20 (+5)	7 (-2)	8 (-1)	3 (-4)

DAMAGE RESISTANCES bludgeoning, piercing, and slashing from nonmagical attacks

CONDITION IMMUNITIES blinded, charmed, deafened, exhaustion, frightened, prone

SENSES blindsight 60 ft. (blind beyond this radius), passive Perception 9

LANGUAGES telepathy 60 ft.

CHALLENGE 2 (450 XP)

Ooze Cube. The cube takes up its entire space. Other creatures can enter the space, but a creature that does so is subjected to the cube's Engulf and has disadvantage on the saving throw. Creatures inside the cube can be seen but have total cover. A creature within 5 feet of the cube can take an action to pull a creature or object out of the cube. Doing so requires a successful DC 14 Strength check, and the creature making the attempt takes 14 (4d6) acid damage.

The cube can hold only one Large creature or up to four Medium or smaller creatures inside it at a time.

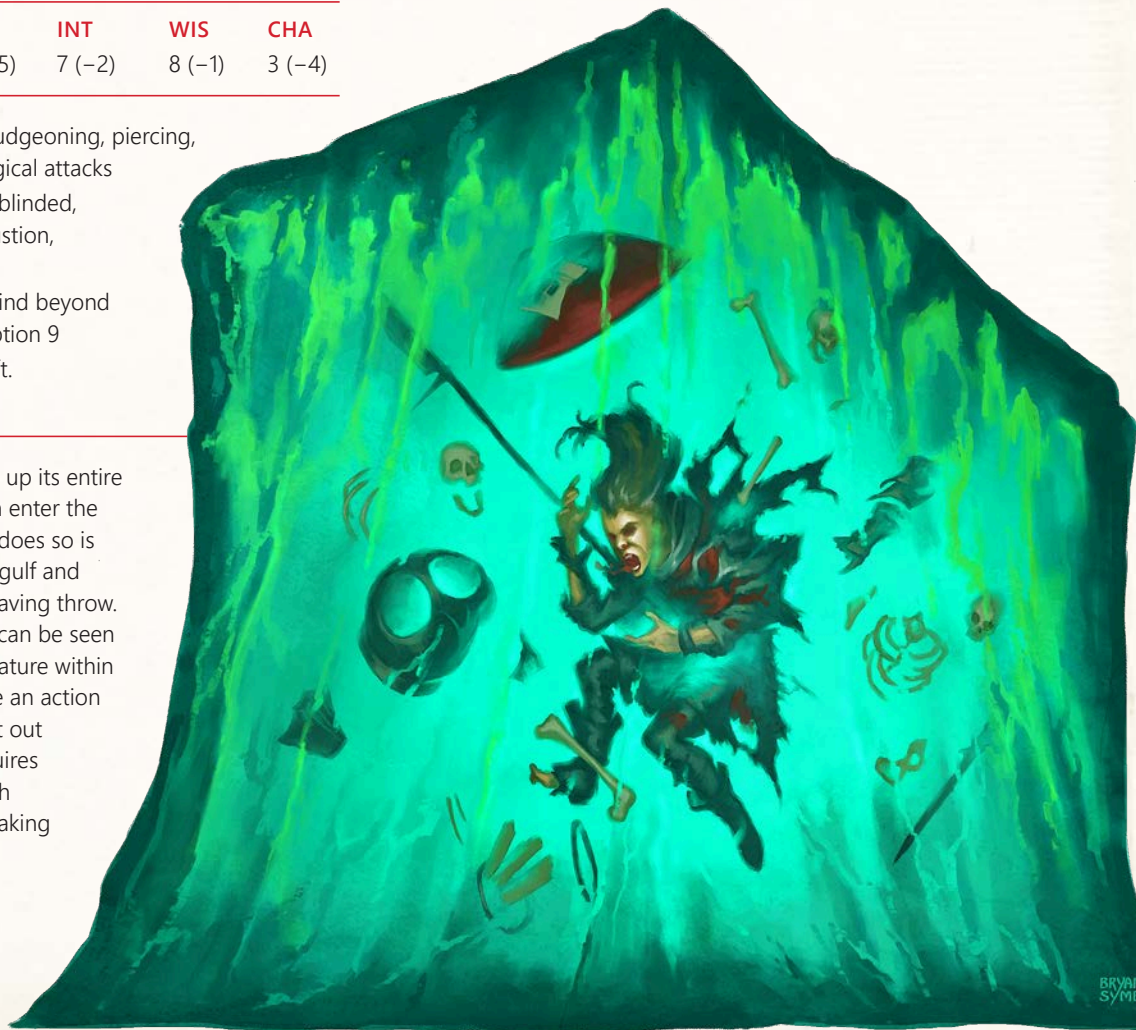
Transparent. Even when the cube is in plain sight, it is invisible to every creature that hasn't spotted it. A successful DC 15 Wisdom (Perception) check reveals the cube as a hazy outline to the creature that made the check. A creature that enters the cube's space while unaware of the cube is surprised by the cube and is subjected to its Engulf, as described under Ooze Cube.

ACTIONS

Pseudopod. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 14 (4d6) acid damage.

Engulf. The cube moves up to its speed. While doing so, it can enter Large or smaller creatures' spaces. Whenever the cube enters a creature's space, the creature must make a DC 14 Dexterity saving throw.

On a successful save, the creature can choose to be pushed 5 feet back or to the side of the cube. A creature that chooses not to be pushed suffers the consequences of a failed saving throw. On a failed save, the cube enters the creature's space and the creature takes 14 (4d6) acid damage and is engulfed. The engulfed creature can't breathe, is restrained, and takes 21 (6d6) acid damage at the start of each of the cube's turns. When the cube moves, the engulfed creature moves with it.



An engulfed creature can try to escape by taking an action to make a DC 14 Strength check. On a success, the creature escapes and enters a space of its choice within 5 feet of the cube.

Slimy Thoughts. The ooze establishes telepathic contact with one creature within 30 feet of the ooze, but its thought processes are so alien they register on humanoid minds as a psychic assault. The target creature takes 22 (5d8) psychic damage or half damage with a successful DC 9 Intelligence saving throw.

DIRE OWLBEAR

The dwarves of the Scarlet Citadel selectively bred owlbears for toughness, ferocity, and slightly more discipline and intelligence. They also managed to introduce a bulette trait they considered desirable into the creatures: specifically, the ability to burrow rapidly. The dwarves termed the result “dire owlbears,” although that label isn’t really correct. Most “dire” creatures are primitive branches of a family tree that managed to survive for eons unchanged from more savage versions, usually in isolated regions far from civilization.

Because of the armor plating they wear, dire owlbears are sometimes misidentified as mutated or freakish bulettes by frightened travelers and farmers whose horses and other livestock these monstrosities prey on.

Dire Owlbear

Large monstrosity, unaligned

ARMOR CLASS 15 (natural armor + plating)

HIT POINTS 102 (12d8 + 48)

SPEED 35 ft., burrow 10 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	12 (+1)	18 (+4)	3 (-4)	13 (+1)	7 (-2)

CONDITION IMMUNITIES blinded, frightened

SKILLS Perception +3

SENSES darkvision 60 ft., tremorsense 30 ft., passive Perception 13

LANGUAGES —

CHALLENGE 5 (1,800 XP)

Blood Frenzy. The dire owlbear has advantage on melee attack rolls against a creature that doesn’t have all its hit points.

Keen Sight and Smell. The dire owlbear has advantage on Wisdom (Perception) checks that rely on sight or smell.

ACTIONS

Multiattack. The dire owlbear makes one attack with its beak and one attack with its claws.

Beak. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target.

Hit: 10 (1d10 + 5) piercing damage.

Claws. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target.

Hit: 14 (2d8 + 5) slashing damage.

DRAKUSTANZ

Drakustanz is a captive of Gilsfeyr whose mind has been turned to unresisting mush by a diet of ego-crushing lichen extract. The dragonborn now does whatever Gilsfeyr commands, as if he’s under the effect of a *dominate person* spell. Unlike the victim of a magic spell, Drakustanz gets no saving throw against this effect no matter what Gilsfeyr orders him to do. And even when Gilsfeyr doesn’t issue a command, Drakustanz does his best to protect his master and align his every action with what Gilsfeyr might want.

Drakustanz uses the standard **gladiator** stat block with two additions. Being a red dragonborn, he is resistant to fire damage and has a breath weapon.

Breath Weapon (Recharges after a Short or Long Rest). Drakustanz exhales a 15-foot cone of flame. Every creature in the cone takes 7 (2d6) fire damage or half damage with a successful DC 13 Dexterity saving throw.

THE GAOLER

The Gaoler is human, or he was at one time. He was a mercenary named Penkiletz who came to the Scarlet Citadel originally as Cagoth-ze’s bodyguard. Penkiletz foolishly took to bullying the alchemist Danaska Maksilov for sport. Eventually Maksilov had enough of the abuse and struck back with a unique concoction meant to turn her antagonist’s sadistic impulses against anyone but the alchemist. The toxin succeeded at that but was more potent than expected: it seared Penkiletz’s flesh and made him a target for his own cruelty along with everyone else. Any human decency he ever had was burned out of him by Maksilov’s potion. Now known only as the Gaoler, he wants nothing but to torment the helpless and the innocent; when he can’t get them, he torments himself.

The Gaoler

Medium humanoid, neutral evil

ARMOR CLASS 13 (chain shirt)

HIT POINTS 52 (8d8 + 16)

SPEED 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	10 (+0)	14 (+2)	11 (+0)	14 (+2)	7 (-2)

CONDITION IMMUNITIES charmed, frightened

SKILLS Medicine +4
SENSES passive Perception 12
LANGUAGES Common
CHALLENGE 2 (450 XP)

Blood Frenzy. The Gaoler has advantage on melee attack rolls against any creature that doesn't have all its hit points.

Horrific Appearance. Any humanoid that starts its turn within 30 feet of the Gaoler and can see him must make a DC 13 Wisdom saving throw. On a failed save, the creature is frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, with disadvantage if the Gaoler is within line of sight, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the Gaoler's Horrific Appearance for the next 24 hours.

Unless the target is surprised, the target can avert its eyes and avoid making the initial saving throw. Until the start of its next turn, a creature that averts its eyes has disadvantage on attack rolls against the Gaoler.

ACTIONS

Maul. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.
Hit: 10 (2d6 + 3) bludgeoning damage.

Psychic Horrors. The Gaoler targets one frightened creature he can see within 30 feet. The target must make a successful DC 13 Wisdom saving throw or drop to 0 hit points.

GELATINOUS CUBE/OCHRE JELLY HYBRID

Danaska Maksilov tried for years to create this monstrous hybrid. She has no purpose in mind for it; to her, it's a fascinating challenge for her alchemical ability. Thankfully, the necessary equipment exists in only one place and the necessary knowledge resides only in Maksilov's obsessive mind and notes. If those things are destroyed, no more of these creatures should ever be created.

Gelatinous Cube/Ochre Jelly Hybrid

Gargantuan ooze, unaligned

ARMOR CLASS 7

HIT POINTS 108 (7d20 + 35)

SPEED 5 ft., climb 5 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	5 (-3)	20 (+5)	1 (-5)	6 (-2)	1 (-5)

DAMAGE RESISTANCES acid



DAMAGE IMMUNITIES lightning, slashing

CONDITION IMMUNITIES blinded, charmed, deafened, exhaustion, frightened, prone

SENSES blindsight 60 ft. (blind beyond this radius), passive Perception 8

LANGUAGES —

CHALLENGE 3 (700 XP)

Amorphous. The hybrid can move through a space as narrow as 1 inch wide without squeezing.

Death Burst. When the hybrid dies, it liquifies into a thick, sticky puddle. Every creature in the hybrid's space or within 10 feet of it must make a successful DC 10 Dexterity saving throw or take 4 (1d8) acid damage and have its speed reduced to 0 until the end of its next turn.

Mire. A creature that starts its turn in the hybrid's space takes 4 (1d8) acid damage and its speed is reduced to 0 until the start of its next turn. A successful DC 12 Strength saving throw halves the damage and prevents the speed reduction. A prone creature has disadvantage on the saving throw and the damage is doubled to 18 (4d8). The first time a creature enters the hybrid's space during a turn, the creature must make a successful DC 12 Strength saving throw or its speed is reduced to 0 until the start of its next turn.

Ooze Blob. Other creatures can enter the hybrid's space, but the first time a creature does so during a turn, it's affected by the hybrid's Mire. A creature within 5 feet of the hybrid can

take an action to pull a creature or object out of the hybrid. Doing so requires a successful DC 12 Strength (Athletics) check, and the creature making the attempt takes 9 (2d8) acid damage.

Spider Climb. The hybrid can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

ACTIONS

Multiattack. The hybrid makes two pseudopod attacks.

Pseudopod. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 9 (2d6 + 2) bludgeoning damage plus 4 (1d8) acid damage, and the creature must make a successful DC 12 Strength saving throw or be knocked prone.

Ooze Eruption (Recharge 6). A gas bubble forms inside the hybrid and bursts, splashing ooze all around. Every creature in the hybrid's space or within 15 feet of it takes 18 (4d8) acid damage, or half damage with a successful DC 13 Dexterity saving throw. Creatures that fail the saving throw are also knocked prone.

REACTIONS

Split and Rejoin. When a hybrid is subjected to lightning or slashing damage, its Multiattack increases by one pseudopod attack (from two to three, from three to four, etc.), and Ooze Eruption recharges automatically.

GELLERT THE GRUESOME

As the only living scion of the Holzanger family, Gellert has authority over the land around the Scarlet Citadel and responsibilities toward its inhabitants. He ignores all of that, and always has, in favor of pursuing knowledge and power at what he considers the most consequential magical site in all of Midgard, and coincidentally his own ancestral basement: the deep dungeon beneath the citadel.

Gellert isn't insane or obsessed, but he is deeply antisocial and misanthropic. He has no interest in or use for other people beyond whatever service they can render him. He meets with Imortra the Debased occasionally and shares glimpses of his research with her because he needs someone to keep an eye on matters elsewhere in the catacombs. His interest in her begins and ends with his own security.

He has even less interest in other people. Crusading adventurers present an interesting puzzle: how can their deaths contribute to Gellert's store of knowledge?

His appellation "the Gruesome" was applied by locals as something of a joke. Since no one ever saw him, stories sprang up that he was horribly disfigured. His scars were blamed on a magical experiment gone wrong or on being dunked in the Black River by his father moments after his birth. In fact, Gellert might have been handsome in

his youth. Decades of living underground in the intense magical fluctuations of nearby ley lines have left him with pasty, flaccid flesh, glazed eyes, and skin lesions that never heal. He now deserves to be called gruesome, but the irony is that no one aside from Imortra has ever seen him this way.

Although Void magic spells are generally restricted to wizards, Gellert's close ties to the Void give him access to knowledge that's denied to other sorcerers.

In addition to his listed traits, Gellert wears a *brooch of shielding* that gives him resistance to force damage and immunity to *magic missile*, and a *cloak of protection* that grants him +1 to his AC and saving throws. These bonuses aren't included in his stats.

Gellert the Gruesome

Medium humanoid (human), lawful evil

ARMOR CLASS 15 (natural armor)

HIT POINTS 88 (16d8 + 16)

SPEED 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	12 (+1)	16 (+3)	15 (+2)	20 (+5)

SAVING THROWS Dex +6, Wis +6

DAMAGE RESISTANCES acid

CONDITION IMMUNITIES blinded, charmed, frightened

SENSES truesight 60 ft., passive Perception 12

LANGUAGES Common, Draconic, Dwarvish, Elvish, Umbral, Void Speech

CHALLENGE 11 (7,200 XP)

Magic Resistance. Gellert the Gruesome has advantage on saving throws against spells and other magical effects.

Dragon Wings. As a bonus action, Gellert sprouts black dragon wings and gains a flying speed of 30 feet. The wings remain until he dismisses them as a bonus action.

Empowered Spells. When Gellert rolls damage dice for a spell, he can reroll up to five of the dice. He must use the new rolls.

Heightened Spells. When Gellert casts a spell that causes a creature to make a saving throw, Gellert can force one target of the spell to make its first saving throw with disadvantage.

Ley Line Acclimatization. Gellert's spellcasting and other magic use doesn't trigger chaos magic and wild magic surges.

Quicken Spells. Spells that have a casting time of 1 action can be cast as bonus actions by Gellert the Gruesome. He is still limited to casting one spell per turn.

Spellcasting. Gellert the Gruesome is a 16th-level spellcaster. His spellcasting ability is Charisma (spell save DC 18, +10

to hit with spell attacks). Gellert has the following sorcerer spells prepared. Spells marked with an asterisk are from *Deep Magic*; their descriptions are in the appendix.

Cantrips (at will): *acid splash* (3d6), *fire bolt* (3d10), *mage hand*, *mending*, *poison spray* (3d12), *shocking grasp* (3d8)

1st level (4 slots): *color spray*, *magic missile*, *ray of sickness*, *shield*

2nd level (3 slots): *detect thoughts*, *misty step*, *web*

3rd level (3 slots): *counterspell*, *dispel magic*, *water walk*

4th level (3 slots): *banishment*, *confusion*, *greater invisibility*

5th level (2 slots): *cloudkill*, *living shadows**

6th level (1 slot): *life drain**

7th level (1 slot): *prismatic spray*

8th level (1 slot): *glimpse of the void**

ACTIONS

Unquiet Dagger. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 5 (1d4 + 3) piercing damage plus 10 (3d6) psychic damage, and the creature must make a successful DC 15 Charisma saving throw or become frightened. A frightened creature repeats the saving throw at the end of its turn, ending the effect on itself with a success.

LEGENDARY ACTIONS

Gellert the Gruesome can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Gellert regains spent legendary actions at the start of his turn.

Cantrip. Gellert casts a cantrip.

Unquiet Dagger. Gellert makes one attack with the *unquiet dagger*.

Misty Step (Costs 2 Actions). Gellert casts *misty step*.

GHOSTLY FOE

Although it has many similarities to a ghost, the ghostly foe is not undead. It's an alien aberration from the Void that took up residence in the stones of Midgard.

A ghostly foe is a terrifying entity. It isn't a creature in the normal sense of that word; it's a consciousness that resides inside massive stones near powerful magical resonance, usually in the vicinity of a ley line or the terminus of a shadow road. When sentient creatures are nearby, the consciousness manifests as ghostly warriors that attack the intruders. The number of warriors can vary. Often it matches the number of intruders one-for-one, but not always. No matter how many manifestations there are, they all spring from the same consciousness. The manifestations are tough but can be destroyed

with spells or mundane attacks. The only way known to destroy the underlying consciousness is with a *wish*.

Although the ghostly manifestations in and of themselves aren't too dangerous, their attacks create openings in creatures' psyches for the ghostly presence to take control.

Deadly Possession. Possession by a ghostly foe is far more dangerous than possession by a ghost, because the ghostly foe has access to the possessed creature's entire catalog of traits including knowledge, proficiencies, class abilities, and spells. Its weakness is that the alien presence of the ghostly foe in a creature's mind is anathema to flesh-and-blood creatures and eventually turns them to stone. The ghostly foe fights against it, but if the affected creature opens itself psychically to the effect, petrification is automatic. In this way, a powerful creature can opt to sacrifice itself instead of slaughtering its comrades.

A petrified creature is restored to its normal state by *greater restoration*, *dispel evil and good*, or comparable magic. While petrified, the creature must make a death saving throw every 10 days. A success or a natural 20 has no effect, but the creature dies after three failures.



The Ghostly Foe

Medium aberration, chaotic neutral

ARMOR CLASS 17 (natural armor)

HIT POINTS 27 (5d6 + 10)

SPEED 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	15 (+2)	16 (+3)	11 (+0)	12 (+1)

SAVING THROWS Dexterity +5, Wisdom +5

DAMAGE RESISTANCES nonmagical damage

DAMAGE IMMUNITIES acid, necrotic, poison, thunder

CONDITION IMMUNITIES grappled, paralyzed, petrified, restrained

SENSES truesight 60 ft., passive Perception 10

LANGUAGES understands Common but doesn't speak

CHALLENGE 3 (700 XP)

Evasion. If the ghostly foe is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the ghostly foe instead takes no damage if it succeeds on the saving throw and only half damage if it fails.

Incorporeal Movement. The ghostly foe can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

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

Possession. A humanoid that the ghostly foe has damaged must succeed on a Charisma saving throw or be possessed by the ghostly foe. The DC for the saving throw equals the psychic damage done by the attack. If the saving throw fails, the ghostly foe disappears and the target loses control of its body. The ghostly foe now controls the body but doesn't deprive the target of awareness. The ghostly foe can't be targeted by any attack, spell, or other effect, and it retains its alignment, Intelligence, Wisdom, Charisma, and Magic Resistance. It otherwise uses the possessed target's statistics, and it does have access to the target's knowledge, class features, and proficiencies.

At the end of the possessed creature's turn, it must make a successful DC 15 Charisma saving throw or become petrified. The possessed creature can choose to fail this saving throw automatically.

The possession lasts until the body drops to 0 hit points, the ghostly foe ends it as a bonus action, the body is petrified, or the ghostly foe is forced out by dispel evil and good or comparable magic. When the possession ends, this manifestation of the ghostly foe dissipates.

ACTIONS

Longbow. Ranged Weapon Attack: +5 to hit, range 150/600 ft., one creature. Hit: 6 (1d8 + 2) piercing damage plus 10 (3d6)

psychic damage, and the creature must make a saving throw against the ghostly foe's Possession.

Longsword. Melee Weapon Attack: +5 to hit, reach 5 ft., one creature. Hit: 8 (1d10 + 3) slashing damage plus 10 (3d6) psychic damage, and the creature must make a saving throw against the ghostly foe's Possession.

IMORTRA THE DEBASED

Imortra the Debased is an elf wizard who's fanatically devoted to Gellert the Gruesome. She heard tales about the unique magical properties of the Scarlet Citadel region from elves who saw those properties firsthand centuries ago, before the Holzanger family laid any claim over the area. Those tales drew Imortra to the citadel to study, and Gellert was already there. Their peculiar interests overlapped, and because Gellert was far ahead of Imortra in knowledge and understanding, he became the master and she the student. But they are also collaborators.

Imortra's name originated during the years of her early adulthood, when her research and experiments in conjuring elementals and devils resulted in repeated tragedies. Traditional elements of her elven community considered such things to be "dark arts," and they condemned her for tapping into evils she didn't understand and couldn't control. When her conjurations resulted in innocent deaths, Imortra was banned from the elven community for two centuries.

Spells in Imortra's spell list marked with an asterisk (*) are fiendish magic from *Deep Magic*. Full descriptions are included in the section Deep Magic Spells in the appendix.

Imortra the Debased

Medium humanoid (elf), lawful evil

ARMOR CLASS 13 (16 with *mage armor*)

HIT POINTS 82 (11d8 + 33)

SPEED 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	16 (+3)	16 (+3)	18 (+4)	11 (+0)	14 (+2)

SAVING THROWS Dexterity +5, Constitution +5

SKILLS Arcana +6, Deception +4, Insight +2, Perception +2

SENSES darkvision 60 ft., passive Perception 12

LANGUAGES Common, Deep Speech, Elvish, Undercommon

CHALLENGE 4 (1,100 XP)

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

Focused Conjuration. Imortra's concentration on a conjuration spell can't be broken as a result of taking damage.

Purple Worm Poison. The first creature hit by Imortra's shortsword takes an additional 42 (12d6) poison damage, or half damage with a successful DC 19 Constitution saving throw. She can renew the poison once by spending an action doing so.

Spellcasting. Imortra is an 11th-level spellcaster. Her spellcasting ability is Intelligence (spell save DC 14, +6 to hit with spell attacks). She has the following spells prepared.

Cantrips (at will): *acid splash, chill touch, mage hand, prestidigitation, ray of frost, shocking grasp*

1st level (4 slots): *mage armor, magic missile, shield, thunderwave*

2nd level (3 slots): *arcane lock, flaming sphere, mirror image, misty step*

3rd level (3 slots): *chains of perdition*, demon within*, glyph of warding, magic circle*

4th level (3 slots): *banishment, conjure fiends*, conjure minor elementals, phantasmal killer, polymorph*

5th level (2 slots): *cloudkill, conjure elemental, dark lord's mantle**

6th level (1 slot): *globe of invulnerability, true seeing*

ACTIONS

Benign Transposition (Recharges after a Short or Long Rest). Imortra teleports to an unoccupied space within 30 feet that she can see. Alternatively, she can choose a space within 30 feet that is occupied by a Small or Medium ally; both creatures teleport, swapping places.

Refresh Poison (1/Day). Imortra re-coats her shortsword with purple worm poison. The next creature hit by the dagger is affected by the poison (see her Purple Worm Poison trait).

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 3 (1d6) piercing damage. The first creature hit by the dagger also takes additional poison damage (see her Purple Worm Poison trait).

KELUIKINJ

The leader (firstblade) of the dust goblin raiding party is a veteran of many such incursions named Keluikinj. Like most dust goblins who rise to positions of leadership in their tribe, Keluikinj's mind is twisted and grim. He's no more sadistic than most dust goblins, but he has a fascination with the Void—or at least with the idea of the Void, as his understanding of the Void's nature is only a caricature of reality. Based on what he's seen inside the citadel, Keluikinj believes Cagoth-ze and Danaska Maksilov have a connection to the Void that he'd like to exploit. They don't, but that belief is what's stopped the dust goblins so far from finishing what they came here for, which is murder and looting. The other dust goblins in Keluikinj's group are losing patience with his delays



and are on the verge of killing him so they can get on with killing everyone else.

Keluikinj, Dust Goblin Firstblade

Small humanoid (goblinoid), neutral evil

ARMOR CLASS 15 (studded leather armor)

HIT POINTS 23 (6d6 + 2)

SPEED 40 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	15 (+2)	13 (+1)	10 (+0)	8 (-1)

SKILLS Stealth +8

CONDITION IMMUNITIES charmed, frightened

SENSES darkvision 60 ft., passive Perception 10

LANGUAGES Common, Goblin

CHALLENGE 1 (200 XP)

Asp Venom. Keluikinj poisons his weapons with a toxin distilled from asp venom. Creatures struck by his weapon attacks take 9 (2d8) additional poison damage, or half damage with a successful DC 11 Constitution saving throw against poison (included in the attacks).

Twisted. When the dust goblin attacks a creature from hiding, its target must make a successful DC 10 Wisdom saving throw or be frightened until the end of its next turn.

Wasteland Frenzy (Recharges after a Short or Long Rest).

For 1 minute, Keluikinj and dust goblins allied to him can add 1d4 to their attack rolls and saving throws, provided they can see and hear Keluikinj.

ACTIONS

Multiattack. Keluikinj attacks twice with his shortsword.

Light Crossbow. *Ranged Weapon Attack:* +5 to hit, range 80/320 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage plus 9 (2d8) poison damage or half poison damage with a successful DC 11 Constitution saving throw.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage plus 9 (2d8) poison damage or half the poison damage with a successful DC 11 Constitution saving throw.

Mephit, Ooze

There's actually no such thing as a true ooze mephit, because ooze is not an elemental combination. The creatures that skulk around the alchemist's furnace are dust, ice, magma, and steam mephits that were altered by absorbing ooze plasma. Each type uses its standard stat block but with the following alterations and additions. These modifications don't change the mephit's challenge rating.

Damage Immunities.

Add acid.



Death Burst. A creature that fails its saving throw also takes 3 (1d6) acid damage in addition to the standard effects.

Innate Spellcasting. The mephit can choose between its listed spell or *acid splash* (7 [2d6] damage).

Claws. A hit deals 2 (1d4) acid damage in addition to other listed damage.

Breath Weapon. The attack deals 5 (2d4) acid damage in addition to other listed damage and effects.

THE PALE CIRCLE

Chansar the Pale and his five loyal retainers form the Pale Circle. All six are wights. They use battleaxes instead of longswords. Four of them use standard wight statistics in every other regard. The other two have additional modifications to wight statistics.

Chansar the Pale has the trait Turning Defiance and wears a *ring of evasion*.

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

One of the Pale Circle was a ring warden. Its Intelligence is 16, it has a Spellcasting ability, and it possesses a ring-staff that boosts its spell damage.

Spellcasting. The ring warden wight is a 7th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 14, +6 to hit with spell attacks). Spells marked with an asterisk are from *Deep Magic* by Kobold Press. These spells are also included elsewhere in the appendix under Deep Magic Spells.

Cantrips (at will): *hoarfrost**

1st level (4 slots): *burning hands*, *ring strike**, *shield*

2nd level (3 slots): *bitter chains**, *darkness*, *reverberate**

3rd level (3 slots): *counterspell*, *lightning bolt*

4th level (1 slot): *spinning axes**, *wall of fire*

Bonded Ring-Staff (7/Day). When the ring warden wight rolls damage for a spell attack while holding its ring-staff, it adds +3 to the result. The ring warden wight can use the ring-staff as an arcane focus.

PHANTOM WIGHT

A phantom wight uses the stat block of a normal wight but with the addition of Incorporeal Movement, an increase in Strength from 15 to 16, an increase in its attack bonus from +4 to +5, and an increase in hit points from 45 to 55.

Incorporeal Movement. The phantom wight can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

SCAR

Scar is a **tusked crimson ogre** (*Creature Codex*). A healthy tusked crimson ogre's challenge rating is 5. Because of the Gaoler's constant abuse, Scar has only 50 hit points, its Berserker's Blood ability does half damage (10 [3d6]), and a berserk creature repeats the saving throw at the end of its turn, ending the effect on itself on a success. These changes reduce Scar to challenge rating 3 (700 XP).

If you prefer, you can substitute a full-strength standard ogre instead. Boost its AC to 14 and give it Blood Frenzy (the ogre has advantage on melee attack rolls against any creature that doesn't have all its hit points) and Multiattack (the ogre attacks once with its greatclub and once with a javelin). These changes increase the ogre to challenge rating 3 (700 XP).

SOLNIS LEDNISKOL

Solnis Ledniskol was a human woman who was captured by the deep ones decades ago and brought up the river along with her husband and three children; all were intended as sacrifices for the shoggoth. Because the deep ones revel in cruelty, they reserved Solnis to be the final sacrifice. She was held captive for many days, during which she was tormented by the dying screams of her family.

When the deep ones came for her, Solnis broke loose and ran onto the bridge, where she wrapped her arms around a pursuing deep one and threw both of them into the river. As they fell she snatched a knife from the monster and stabbed it. The deep one died from the blade through its ribs and Solnis, trapped in the dying creature's grip, drowned in the watery gloom.

That small act of revenge barely scratched the surface of Solnis's thirst for vengeance. The superstitious deep ones fearfully left her corpse at the bottom of the river, where it transformed into a **drowned maiden** (*Tome of Beasts*). Since her return to unlife, she's murdered dozens of deep ones. Now Solnis recalls her family only as vague shadows that urge her to kill, and she doesn't perceive much difference between the deep ones she hates and newcomers she doesn't know.

Solnis Ledniskol uses the standard drowned maiden stat block with two changes.

- When her Hair attack hits and grapples a creature, she can Reel that target as a bonus action on that turn.
- She has the Rejuvenation trait: If the drowned maiden is destroyed, she regains all her hit points if the body is submerged in the Black River for 1 hour. She doesn't

rejuvenate if the body is placed on dry land, if *gentle repose* or comparable magic is cast on the body, or if a *hallow* spell is cast on the portion of the Black River where she drowned.

USHULX

The blood cultist Ushulx uses the stat block of a standard **cult fanatic** but with an altered spell list. Spells marked with an asterisk are from the Kobold Press book *Deep Magic*. They're repeated in the Deep Magic Spells section for convenience.

Cantrips (at will): *blood tide**, *light*, *sacred flame*

1st level (4 slots): *bane*, *inflict wounds*, *weapon of blood**

2nd level (3 slots): *bloodshot**, *caustic blood**

WIGHT, WARLOCK

These are the rarest of all wights, since they're created only when warlocks who serve a particular, deceitful fiend fall completely for its lies and have themselves interred according to its complicated instructions. Most warlocks who serve fiends are smart enough to understand when they're being lied to by their patron, and even to expect it. Most, but not all.

No one knows the name or true nature of this fiend, since it never uses the same name or appearance twice when dealing with mortals. It's believed that for the fiend, that's part of the appeal in this arrangement.

Warlocks who become warlock wights are decapitated at the time of their interment. When the body rises, the head floats a few inches above the neck. Even when the body is destroyed, the head often survives and continues casting spells and draining life from its enemies.

Undead Nature. A warlock wight doesn't require air, food, drink, or sleep.

Warlock Wight

Medium undead, neutral evil

ARMOR CLASS 15 (natural armor)

HIT POINTS 65 (10d8 + 20)

SPEED fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
11 (+0)	10 (+0)	13 (+1)	15 (+2)	13 (+1)	19 (+4)

SAVING THROWS Dex +2, Wis +3

SKILLS Perception +3, Stealth +2

DAMAGE RESISTANCES necrotic; bludgeoning, piercing, and slashing from nonmagical attacks not made with silvered weapons; plus one other damage type of its choosing (see Fiend's Luck)

DAMAGE IMMUNITIES poison

CONDITION IMMUNITIES exhaustion, poisoned

SENSES darkvision 60 ft., passive Perception 13

LANGUAGES the languages it knew in life

CHALLENGE 4 (1,100 XP)

Fiend's Luck. At the start of an encounter, the warlock wight chooses one of the following damage types to have resistance to: acid, cold, fire, force, lightning, psychic, radiant, or thunder.

Headless Fortitude. If damage reduces the warlock wight to 0 hit points, it collapses as if destroyed. At the start of its next turn, it regains 25 hit points, provided the damage that destroyed it wasn't from a critical hit. Only the wight's head becomes active; the body remains inert. The wight retains all its stats and abilities except its Claws attack, which it can't use. It doesn't regain the use of expended spells.

Innate Spellcasting. The warlock wight's innate spellcasting ability is Charisma (spell save DC 14, +6 to hit with spell attacks). The wight can innately cast the following spells, requiring no components.

At will: *chill touch*, *fire bolt*, *minor illusion*, *poison spray*, *ray of frost*, *shocking grasp*

1/day each: *blight**, *dimension door*, *flesh to stone*, *hellish rebuke**, *hypnotic pattern*, *shatter**

*cast using a 5th-level slot

Sunlight Sensitivity. While in sunlight, the warlock wight has disadvantage on attack rolls and on Wisdom (Perception) checks that rely on sight.

ACTIONS

Claws. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one creature. *Hit:* 5 (1d6 + 2) bludgeoning damage.

Life Drain. *Melee Spell Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 7 (1d6 + 4) necrotic damage. The target must succeed on a DC 14 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

A humanoid slain by this attack rises 24 hours later as a zombie under the warlock wight's control, unless the humanoid is restored to life or its body is destroyed. The wight can have no more than twelve zombies under its control at one time.

XYMARGSHRA

Xymargshra is a **spider of Leng** (*Tome of Beasts*). It's no more or less cruel or avaricious than any other spider of Leng—which is to say, it's crueler and more avaricious than most humans can comprehend.

Xymargshra uses the standard spider of Leng stat block from *Tome of Beasts*, with two alterations.

First, it has Spider Climb.

Spider Climb. Xymargshra can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

Second, it has an expanded list of innate spells. Spells marked with an asterisk (*) are Void magic spells from *Deep Magic*. Their full descriptions are included under Deep Magic Spells in the appendix.

At will: *comprehend languages*, *detect magic*, *shocking grasp*

3/day each: *destructive resonance**, *life drain**, *shield*, *silence*

1/day each: *arcane eye*, *confusion*, *hypnotic pattern*, *stoneskin*



MAGIC ITEMS

This section contains the unique magic items found within this adventure.

Alchemist's Furnace

Wondrous item, very rare

The alchemist's furnace is a device that transmutes one material into another. Every transformation brings the material infinitesimally closer to perfection.

The function of the furnace is not simply the manufacture of potions, acids, alchemist's fire, and other alchemical concoctions. Those mundane pursuits can be accomplished on any workbench. The furnace exists to aid the alchemist in nothing less than unlocking the mysteries of the material and spiritual universe.

The discipline of alchemy is built upon rigorous reasoning. A common misunderstanding is that alchemists are interested in turning lead into gold in order to make themselves rich. Everyone would like to be rich, but that's not what drives alchemists in their quest for gold. Their reasoning goes like this:

1. Lead is a base metal. Although it's useful, it's ugly and has little value. This is because lead is imperfect and impure.
2. Gold is a noble metal. It's beautiful and has tremendous value. This is because gold is pure and nearly perfect.
3. If lead could be cleansed of its impurities—if its imperfections could be made more perfect—its nature would also be perfected and it would become gold.

Alchemy must be understood on those terms. It's not a search for wealth, it's a search for perfection. And it's not limited to metals. All things come in grades of perfection. Quartz is imperfect; a diamond nears perfection. A grape is imperfect; aged wine nears perfection. Knotty pine is imperfect; white oak nears perfection. What's true of minerals and plants can also be true of animals. A rat is imperfect; an Andalusian horse nears perfection. If it's true of lesser animals, it can also be true of people. If metal can be perfected, and the grape can be perfected, and the rat can be perfected, then why not a person? Perfection of the human spirit is the alchemist's true and ultimate goal. Learning to transmute (or purify) lead into gold is only the first step in that process. (And of course, the transformation must be permanent, not temporary as with the transmutation wizard's Minor Alchemy class feature.)

The alchemist's furnace aids that process. Heat and pressure perfect coal into diamonds, cold perfects water into ice, flame perfects wood into charcoal, sunlight and

water perfect the acorn into the oak. The alchemist's furnace can replicate all these conditions and more for the alchemist who knows how to manipulate its controls.

Transmutation. To use the alchemist's furnace, an item is placed inside along with appropriate catalysts, reagents, and purifying agents. The furnace is then sealed and the controls are adjusted to the desired settings. Once the activation lever is thrown, the furnace locks into its process and can't be stopped or altered until it's run its course. After 1d10 days, it unlocks and its contents can be removed.

The controls on the furnace are tremendously varied and complex, with possible settings running into the hundreds of millions.

For the desired transmutation to occur successfully, the alchemist overseeing the project must make a successful Intelligence check. The DC for the check depends on the desired effect. Sample DCs are listed on the Transformations table. If characters decide to experiment, the GM will probably need to make several judgment calls. The overseeing character's proficiency bonus can be added if the character is trained in the use of alchemy tools, and the number of previous attempts at this same transmutation can be added as a bonus on the roll.

TRANSFORMATIONS

DC	To Make	From	And
4	Steel	Iron	Coal
8	Pearl	Salt	Abalone
12	Mithral	Steel	Silver
16	Toadstone	Frog's Brain	Weak Poison
20	Laughing Gas	Hyena's Teeth	Alcohol
24	Aethera	Elemental Air	an Unseen Servant
28	Eitr	Sulfur	Giant's Breath
32	Air of Forgiveness	True Love	Saint's Hair
36	Ichor	Kraken's Blood	Aqua Vitae
40	Prima Materia	Chaos	Distillation of the Soul

Additional bonuses on the Intelligence check can be gained by adding appropriate reagents and catalysts. Conversely, inappropriate reagents can impose penalties

on the check. The appropriateness of any particular additive is up to the GM.

Mishaps. The result of a failed check usually is nothing more severe than wasted components and a mess that needs to be cleaned up. If the overseer's Intelligence check result is a natural 1, something went seriously wrong. The furnace might release toxic gas when it opens, it might create an angry quasit or manes instead of the desired item, or it might explode and blow everyone into atoms. The severity of the mishap should increase directly with the DC of the transformation being attempted.

It's also possible for a mishap to produce a serendipitous result. If the Intelligence check result is one lower than the DC or is a natural 20 but still a failure, the furnace produces something different from the desired item but still useful or interesting. This might be a powerful potion, a valuable substance, or a rare catalyst that can be included in the next attempt to gain a bonus on the check.

Black and White Daggers

Weapon (dagger), rare (requires attunement)

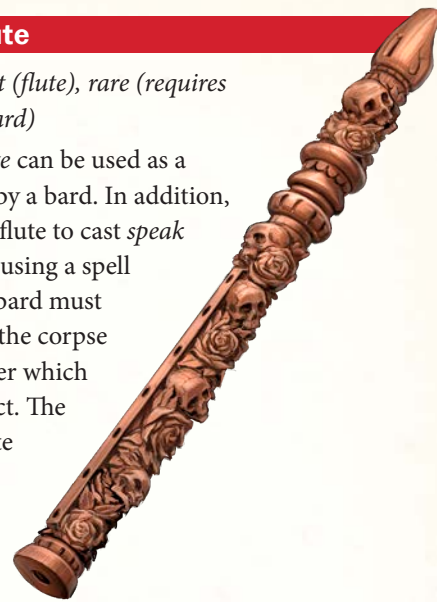
These matched daggers are identical except for the stones set into their pommels. One pommel is chalcedony (opaque white), the other is obsidian (opaque black). The white dagger is *+1 versus monstrosities*, the black dagger is *+1 versus undead*. If both daggers hit the same monstrosity or undead creature in a single turn, that creature takes an additional 1d6 piercing damage from the second attack.



Communal Flute

Musical instrument (flute), rare (requires attunement by a bard)

The *communal flute* can be used as a spellcasting focus by a bard. In addition, a bard can use the flute to cast *speak with dead* without using a spell slot. To do so, the bard must play the flute over the corpse for 10 minutes, after which the spell takes effect. The bard must complete a long rest before using the flute to cast *speak with dead* again.



Dagon's Oil

Potion, rare

Dagon's oil is concocted by deep ones (*Tome of Beasts*), who infuse small amounts of it into their water for drinking, cooking (when they don't eat their food raw), and bathing. The oil gives the water a mildly fishy flavor and aroma that deep ones consider pleasant. Deep ones' senses of smell and taste are sharply attuned to the presence of *Dagon's oil*; they make Perception checks with advantage when sensing the presence of this oil. To other races, small amounts of the oil dispersed in water (the only way it's ever used) just make the water smell and taste like it was drawn from a sluggish river or a fish tank.

If, however, the oil comes into contact with the skin of a creature that isn't a deep one and it isn't subsequently washed off with soap—or worse, if the water is consumed—then for the next 24 hours, deep ones always gain the benefits of Frenzied Rage when attacking that creature.

Extract of Dual-mindedness

Potion, legendary

This wonderful potion can be distilled only from a hormone found in the hypothalamus of a two-headed giant of genius intellect—which is to say, it's extraordinarily rare. On drinking this potion, for the next minute you can concentrate on two spells at the same time, and you have advantage on concentration checks.

Flying Balm

Potion, rare

Flying balm is a greasy salve that, when smeared onto your shoulders, causes you to sprout wings that give you a flying speed of 30 feet. The wings can be feathered or batlike at your option. The wings are too small to be the real source of flight, which is instead similar to a *fly* spell. This flying ability lasts 1 hour. Clothing and armor don't interfere with the wings as they're magical.

Gerhardt's Bargain

Ring, unique (cursed)

This is the ring the dwarves presented to Gerhardt III to seal their bargain to serve him in exchange for permission to build their hall. It's a gold ring set with fiery yellow sapphires, and it bears an inscription in Dwarvish that states, "Upon the Baron's hand, this ring guarantees service of the folk of Alpentor."

If *identify* is cast on the ring or someone spends an hour examining it, they learn it's a *ring of regeneration*—but it's not. It's a cursed ring, although the curse is fairly mild. The wearer is treated as *charmed* by all dwarves and can't attack any dwarf that hasn't already attacked the wearer, and even then the wearer has disadvantage on attack rolls against dwarves and they have advantage on saving throws against the wearer's attacks and effects. In this context, "dwarf" includes duergar, derro, and all other dwarven offshoots.

Dwarves of evil alignment innately sense their advantage over the wearer if they make a successful Wisdom (Insight) check. The DC equals 10 + the wearer's Charisma modifier.



Ghoul Light

Wondrous item, very rare

The *ghoul light* functions as a normal bullseye lantern if a candle is placed inside. Any meat, no matter how toxic it is or how rotten it's become, is rendered safe to eat if the lamp's light shines on it for 10 minutes or longer. The lamp doesn't improve the meat's flavor but does make it safe and restores its nutritional value.

Ghoul lights are often used as religious scourges by followers of Vardesain, because an undead creature that ends its turn in the light cast by the lamp takes 1 radiant damage.

Curse. Anyone who eats meat that's been rendered edible by the *ghoul light* must make a successful DC 15 Constitution saving throw or develop a craving for the flesh of humanoid corpses. If a cursed creature goes longer than 7 days without consuming at least a few ounces of such flesh, they become unable to recover hit points by any means until they've satisfied their cannibal hunger.

Glowing Moss

Plant, uncommon

Glowing moss grows in some caves that are exposed to low-level arcane vibrations for long stretches of time. It flourishes in large patches that provide dim illumination throughout the cave where it grows.

If glowing moss is scraped off the rock and placed inside a jar or lantern, it sheds dim light in a 5-foot radius for 24 hours. Glowing moss light doesn't flicker, and this type of "mosslight lantern" can't be seen from more than 20 feet away even in pitch darkness by creatures with standard sight.

The 24-hour time limit on glowing moss that's been removed from the rock where it grew would seem to limit the moss's usefulness, but if *gentle repose* is cast

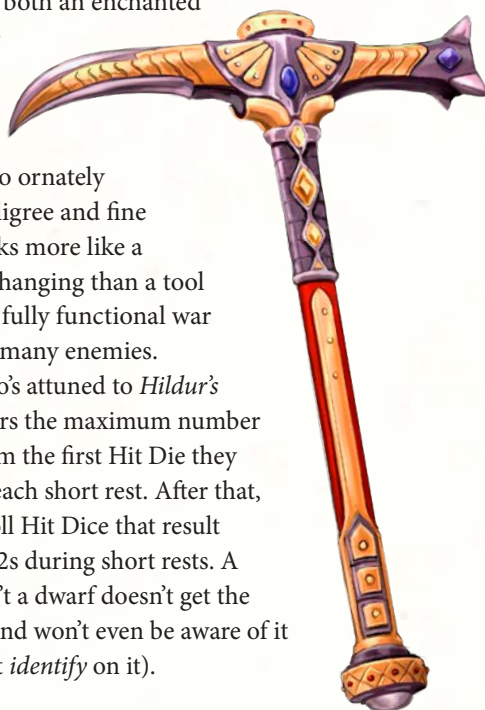
on the moss, it lasts up to 10 days in a tightly sealed, opaque container. The 24-hour countdown begins once the container is reopened. This discovery allows glowing moss to be harvested and sold (for 5 gp per tin), usually in alleys and dismal shops that cater to thieves and other unsavory types.

Hildur's War Pick

Weapon (war pick), unique (requires attunement)

This war pick is both an enchanted weapon and the epitome of the dwarven weaponsmith's art. In fact, it's so ornately adorned with filigree and fine gems that it looks more like a decorative wall hanging than a tool of war, but it's a fully functional war pick that's slain many enemies.

A creature who's attuned to *Hildur's War Pick* recovers the maximum number of hit points from the first Hit Die they expend during each short rest. After that, a dwarf can reroll Hit Dice that result in natural 1s or 2s during short rests. A creature that isn't a dwarf doesn't get the second benefit and won't even be aware of it (unless they cast *identify* on it).



Light Hammer of Throwing

Weapon (light hammer), uncommon (requires attunement)

This looks and functions like a standard light hammer (light, 1d4 bludgeoning damage, range 20/60 feet), but it returns to your hand after being thrown and its attacks are considered magical.



Ooze Plasma

Wondrous item, very rare

Ooze plasma is the distilled essence of a gelatinous cube, black pudding, or other ooze creature. Visually, it resembles both a thick liquid and a gas. It's heavier than air so it can be held in open-topped bowls or tanks, and an object dipped gently into it comes out coated in ooze plasma. If a hand, wand, or other object is waved slowly through ooze plasma, the substance reacts and feels much like a thick liquid. It can be piped through tubes and drained through a spigot into a lower container, or even siphoned like water. If an object is waved quickly through ooze plasma, however, or if it's pressurized and squeezed through a nozzle, it behaves like a gas; the plasma flows around objects with no resistance, it floats upward and outward as if it's weightless before slowly settling back toward the ground. If sufficiently agitated, ooze plasma can even appear to dissipate or evaporate into the air, but this is an optical illusion; the plasma has only become so thin that it can't be seen. Eventually it settles downward and resembles a liquid again.

Ooze plasma is acidic. A creature that starts its turn in ooze plasma takes acid damage; the amount depends on how deeply the creature is submerged. A shallow puddle causes 1d4 acid damage; full submersion causes 4d8 acid damage. Anything between those two extremes should be prorated by the GM. If ooze plasma gets into a creature's eyes, the creature is blinded until its eyes are flushed clear with water.

Ooze creatures are healed by ooze plasma much as humans are by *potions of healing*. The amount of healing varies from 2d4 + 2 to 10d4 + 20, depending on the amount of plasma involved and its purity. Oozes can't drink the plasma, obviously; they only need to come into contact with it for the plasma to be effective.

Potion of Augmented Reality

Potion, very rare

This potion is distilled by the derro of the Scarlet Citadel from the ley-infused fungus growing in their caverns and powdered crystals of alien origin. It's unknown in other regions of Midgard.

This dark orange potion bubbles and swirls on its own. When a derro drinks it, it has the following effects.

- For 12 hours, the derro is under the effect of a *true seeing* spell.
- For 1 hour, the derro is under the effect of the *bless* spell (no concentration required).

POTION OF AUGMENTED REALITY EFFECTS

d8 Effect

- 1 For 1 hour, the creature is under the effect of a *true seeing* spell. For 1 minute, it's under the effect of a *haste* spell (no concentration required).
- 2 For 1 hour, the creature is under the effect of a *true seeing* spell. For 10 minutes, it's under the effect of a *slow* spell (no concentration required).
- 3 For 1 hour, the creature is under the effect of a *true seeing* spell. For 10 minutes, it's under the effect of a *bles* spell (no concentration required).
- 4 For 1 hour, the creature is under the effect of a *true seeing* spell. For 10 minutes, the creature must make a successful DC 11 Wisdom saving throw at the start of each of its turns or it spends its turn doing nothing.
- 5 For 1 hour, the creature is under the effect of a *true seeing* spell and it gains 10 temporary hit points.
- 6 For 1 hour, the creature is under the effect of a *true seeing* spell and its hit point maximum is reduced by 10. If it loses hit points after drinking the potion, they aren't recovered automatically at the end of the hour when the creature's hit point maximum returns to normal.
- 7 For 1 hour, the creature is under the effect of a *true seeing* spell. For the same duration, it's illuminated by faerie fire (the creature sheds dim light in a 10-foot radius, it can't benefit from invisibility, and attackers who can see the illumination have advantage when attacking the creature; no concentration required).
- 8 For 1 hour, the creature is under the effect of a *blindness* spell. For the same duration, the creature also gains tremorsense (10 feet), and this new sense extends into the Ethereal Plane.

- The derro gains 10 temporary hit points that last for 1 hour.
- For 1 minute, the derro gains the effect of a *haste* spell (no concentration required).

When a human, elf, dwarf, halfling, or any other creature besides a derro drinks this potion, the effect is unreliable. Roll 1d8 to determine how the potion reacts with non-derro physiology.

Potion of Gelatinous Form

Potion, very rare

When you drink this potion, you and everything you're wearing and carrying transform into a puddle of ooze for 1 hour or until you end the effect by spending a bonus action and making a successful DC 15 Constitution saving throw. An incorporeal creature isn't affected.

While in this form, your only method of movement is crawling or "oozing" with a speed of 5 feet. You can enter and occupy the space of another creature. You gain resistance to nonmagical damage, but you have disadvantage on Strength saving throws and always fail Dexterity saving throws. You can pass through tiny holes and narrow openings as small as 1 inch across.

While in the form of ooze, you can't talk or manipulate objects, and anything you were carrying or holding can't be dropped, used, or interacted with. You can't attack or cast spells.

An even rarer variant of this potion exists that transforms you into an acidic ooze. You still can't attack, but a creature that starts its turn in the same space as you takes 1d4 acid damage. While in gelatinous form, you are immune to acid damage. An added benefit of this version of the potion is that you can enter and remain in a space occupied by a gelatinous cube, black ooze, or other ooze creature without any harm to yourself. Depending on the size of the ooze creature, in a few rounds you can transit right through it and emerge on the other side, unharmed.

Potion of Submission

Potion, uncommon

Upon drinking this potion, a creature is filled with feelings of inferiority and worthlessness. It has disadvantage on attack rolls and ability checks, and its speed is halved. Beneficially, however, other creatures pay no attention to it. They're aware of it—they see and hear the submissive creature normally—but they consider it to be no threat whatsoever and not worth paying attention to. Enemies that would normally attack the creature on sight don't lift a finger against it or even raise an eyebrow over its presence, in much the same way that powerful figures ignore lowly servants and attendants. The effect lasts 10 minutes or until the submissive creature makes an attack, is noticed taking something that doesn't belong to it, speaks to someone, or otherwise causes harm or steps

out of line. Using a *potion of submission* guarantees that a creature can gain a surprise round in combat, but its first attack will be made with disadvantage (which may be canceled out if circumstances also grant it advantage).

Ring of Being Anchored in Time

Ring, rare (requires attunement)

The *ring of being anchored in time* renders its wearer immune to all forms of time manipulation. It also slows the effects of time on the wearer by 50 percent; the wearer ages a year for every two years that pass normally, needs to take a long rest half as often to remain rested and healthy, and needs only half as much food and drink as normal.

There is a cost; after finishing a long rest, the wearer must make a successful DC 10 Constitution saving throw or gain one level of exhaustion.

The ring consists of a plain platinum band with a setting that holds two triangular stones, one star sapphire and one obsidian, with their points touching so they resemble an hourglass.

This ring isn't technically cursed, but Cagoth-ze got it by stealing it from a glabrezu named La-gothbehel during one of the demon's frequent gambling forays to Zobeck. La-gothbehel would very much like to have this ring back. If a character winds up attuning to the *ring of being anchored in time*, roll 2d4 to determine what level the character will be when La-gothbehel arrives to reclaim its property. For example, if the roll is 5, La-gothbehel comes for the ring when the character is 5th level. The timing of the demon's visit is always inconvenient.



Sea Serpent Venom

Poison (injury)

This toxin is concocted by deep ones from the venom of giant sea snakes. A creature subjected to this poison takes 3d6 poison damage or half damage with a successful DC 12 Constitution saving throw. Once the saving throw is failed, the creature makes this saving throw with disadvantage until they complete a long rest. If a creature takes 15 or more poison damage from a single dose of sea serpent venom, the creature is also paralyzed until the end of its next turn.

Sturdy Scroll Tube

Wondrous item, uncommon

This looks like an ornate but otherwise normal scroll tube. It can hold scrolls with up to three spells or the equivalent of other rolled up papers or parchments. The scroll tube's contents are immune to damage or destruction as long as the tube remains intact. The tube itself is immune to all forms of damage except force and thunder.

A *sturdy scroll tube* is easy to overlook as a magic item when using spells such as *detect magic*, since the spellcaster may assume the magic they're detecting is only spell scrolls inside the tube.

Time Construct

Wondrous item, legendary

The time construct is a machine built by Cagoth-ze to gain access to the contents of the arcane scriptorium. Although Cagoth-ze is only a middling wizard, he's something of a savant when it comes to theories of manipulating time.

The trouble with time machines is they're difficult to test in anything but full scale. Cagoth-ze spent years refining his hypotheses and more years building the construct, but he couldn't know for sure exactly what it would do until he installed the final energy crystal and sealed the last matrix. At that point, it was do or die. Either the construct would work, or it wouldn't.

In this case, however, the machine both worked and didn't. It didn't bring the library from the distant future back to the present as Cagoth-ze intended it to. The magic of the elves anchoring the library to the future was much stronger than Cagoth-ze expected it to be. Instead, since the construct couldn't bring the library backward, it went forward.

Cagoth-ze's time construct is a living construct with (minimal) intelligence, not just a machine. It doesn't follow a program; it responds to requests and built-in prerogatives in the best manner it can, according to its knowledge and understanding. In this case, it's simply not capable of fulfilling the purpose for which it was built (overcoming the elves' magic and shifting the entire arcane scriptorium to the present time), but it keeps trying. The way it tries is by following different temporal pathways from the present to 100,000 years in the future and back to the present again. The number of such potential pathways is literally limitless, so the construct will never stop until it succeeds (impossible), it's destroyed, or its energy matrices can no longer maintain themselves from the currents of time.

In this quest, the construct bounces through time essentially at random. Any creature within 30 feet of the construct when it cycles to a new time setting can be dragged along with it; the choice is up to the construct whether it includes or excludes a creature from its time field.

Although the construct has significant control over time, one rule it can't violate is that its own internal clock is inextricably tied to its "present." If it experiences three days of time passing while it's jaunting through different eras, then when it returns to the "present," three days have elapsed since its departure. The construct can't jaunt a few seconds into its own past; not because that would create a paradox but because it's simply incapable of doing so.

Energy Storage. The construct has a limited supply of energy. Every so often, it must stop to recharge its energy matrices by siphoning vitality from the time continuum itself. Typically, this occurs after every 1d4 shifts to a different era. Each time the construct triggers its defensive field counts as one shift. It usually pauses to recharge while it has enough energy remaining for one shift, because shifting into an unknown time period with no reserve energy is a huge risk. Recharging takes 1d3 days.

Defensive Field. The construct is not a weapon, and because Cagoth-ze didn't foresee how dangerous its job would be, he didn't build in any offensive capability. As soon as the construct started experiencing the dangers of the future, it reconfigured itself so it wouldn't be defenseless. It can project an altered version of its time field to incapacitate creatures around it; it thinks of this effect as its time punch. When it triggers the time punch, every creature within 30 feet of the construct takes 8d8 radiant damage and is knocked unconscious for 1d4 hours. A successful DC 18 Constitution saving throw halves the damage and reduces the length of unconsciousness to minutes instead of hours.

Survivability. The construct is destroyed by 25 points of damage. Its AC is 15. It is immune to necrotic, poison, psychic, and radiant damage, to all conditions, and to all damage from nonmagical weapons not made from adamantine. It makes saving throws and ability checks with a modifier of +9. *Dispel magic* cast at 9th level shuts the construct down temporarily, but it repairs itself and resumes operating after 1d6 hours. If the construct is

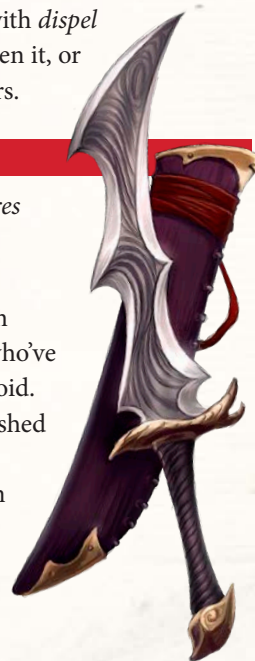


destroyed, it stops working in whatever era it currently occupies and anyone with it is stranded; it doesn't automatically return to the present. There's no way for anyone other than Cagoth-ze to pause the construct's jaunts through time (other than with *dispel magic*), to reason with it, to threaten it, or to ask it questions or request favors.

Unquiet Dagger

Weapon (dagger), very rare (requires attunement by an evil-aligned spellcaster)

Unquiet daggers are forged only on the Plateau of Leng by creatures who've seen firsthand the horror of the Void. The blade is dark gray, like unpolished iron, and it sometimes appears to twitch or to ripple like water when seen in peripheral vision.



Anyone can use an *unquiet dagger* as a +1 dagger. In the hands of an evil spellcaster who is attuned to the dagger, it acts as a +1 dagger that deals 1d4 + 1 piercing damage plus 3d6 psychic damage, and the target must make a successful DC 15 Charisma saving throw or become frightened. A frightened creature repeats the saving throw at the end of each of its turns, ending the effect on itself with a success.

Vardesain's Ghastly Staff

Weapon (quarterstaff), very rare (requires attunement by an evil-aligned creature)

This heavy wooden quarterstaff is topped with a leering humanoid skull, wrapped with lengths of desiccated or mummified human gut, and has hundreds of human teeth hammered in along its entire length.

Once per day, the staff can be touched to a humanoid corpse to transform that corpse into a ghoul for 10 minutes. The ghoul is charmed by the staff's user and fights for that creature. The ghoul arises ravenously hungry, however, and as soon as a creature it injured is killed, the ghoul spends the rest of its 10 minutes devouring that creature.

Any ghoul within 30 feet of *Vardesain's Ghastly Staff* has advantage on saving throws against effects that turn undead.

Curse. A week after attuning to *Vardesain's Ghastly Staff*, a creature starts taking on the appearance of a corpse. Their skin becomes pale, and they develop sunken cheeks and deep shadows around their eyes. After two weeks, the flesh of their hands is shrunken and pulls away from their fingernails, their lips draw back and their gums recede, and their hair begins falling out. After three weeks, they are nearly indistinguishable from a darakhul.



Wafer of Warmth

Potion, rare

A *wafer of warmth* is a small biscuit that can be eaten in just one or two bites. It always feels warm, as if it just came out of the oven. The wafer has no nutritional value but for 1 hour after eating it, you have resistance to cold damage and have advantage when making saving throws against the effects of a cold environment.

Weapon of Nightmares

Weapon (any melee weapon), very rare (requires attunement)

Any melee weapon can be a *weapon of nightmares*, but maces, flails, and morningstars are the most common. You gain a +2 bonus to attack and damage rolls made with this magic weapon. An *identify* spell or an hour of study and focus indicates this is a *mace* (or other weapon) of *disruption*.

Curse. This weapon is cursed. Becoming attuned to it extends the curse to you. As long as you remain cursed, you are unwilling to part with the weapon, keeping it on your person at all times. While attuned to this weapon, you have disadvantage on attack rolls made with weapons other than this one.

The first time you use this weapon to kill a creature that has an Intelligence score of 3 or higher, you begin having nightmares and disturbing visions that disrupt your rest. Each time you complete a long rest, you must make a Wisdom saving throw. The DC equals 10 + the total number of creatures with Intelligence 3 or higher that you've reduced to 0 hit points with the weapon. If the saving throw fails, you gain no benefits from that long rest (no healing, no Hit Dice regained, no spell slots recovered, no class abilities refreshed, etc.) and you gain one level of exhaustion, but the rest still counts as your one long rest in a 24-hour period.

DEEP MAGIC SPELLS

These spells from *Deep Magic* are used by various villains and creatures in the Scarlet Citadel.

BITTER CHAINS

2nd-level transmutation

Casting Time: 1 action

Range: Touch

Components: V, S, M (a spiked metal ring)

Duration: 1 minute

The spiked ring in your hand expands into a long, barbed chain to ensnare a creature you touch. Make a melee spell attack against the target. On a hit, the target is bound in metal chains for the duration. While bound, the target's movement speed is halved and it has disadvantage on attack rolls, saving throws, and Dexterity checks. If it moves more than 5 feet during a turn, it takes 3d6 piercing damage from the barbs.

The creature can escape from the chains by using an action and making a successful Strength or Dexterity check against your spell save DC, or if the chains are destroyed. The chains have AC 18 and 20 hit points.

BLOOD TIDE

Necromancy cantrip

Casting Time: 1 action

Range: 25 feet

Components: V

Duration: 4 rounds

When you cast this spell, the targeted creature must succeed on a Constitution saving throw or bleed from its nose, eyes, ears, and mouth. This bleeding causes no damage but imposes a -2 penalty on the creature's Intelligence, Charisma, and Wisdom checks. *Blood tide* has no effect on undead or constructs.

A bleeding creature might also attract the attention of creatures such as stirges, sharks, or giant mosquitoes, depending on the circumstances.

A *cure wounds* spell stops the bleeding before the spell's duration expires, as does a successful DC 10 Wisdom (Medicine) check.

The duration increases to 2 minutes at 5th level, 10 minutes at 11th level, and 1 hour at 17th level.

BLOODSHOT

2nd-level conjuration

Casting Time: 1 action

Range: 40 feet

Components: V, S

Duration: Instantaneous

You launch a jet of boiling blood from your eyes at a target within 40 feet of you. You take 1d6 necrotic damage and make a ranged spell attack against the target. If the attack hits, the target takes 2d10 fire damage plus 2d8 psychic damage.

At Higher Levels. When you cast this spell using a spell slot of 3rd level or higher, the fire damage increases by 1d10 for each slot level above 2nd.

CAUSTIC BLOOD

2nd-level transmutation

Casting Time: 1 reaction

Range: Self

Components: V, S

Duration: Concentration, special

Your blood becomes caustic when exposed to the air. When you take damage, you can use your reaction to select up to three targets within 30 feet of you. Each target takes 1d10 acid damage unless it makes a successful Dexterity saving throw.

At Higher Levels. When you cast this spell using a spell slot of 3rd level or higher, the number of targets increases by one for each slot level above 2nd.

CHAINS OF PERDITION

3rd-level conjuration

Casting Time: 1 action

Range: 60 feet

Components: V, S, M (a few links of iron chain)

Duration: Concentration, up to 1 minute

Lengths of iron chain appear near a creature you choose within range, possibly ensnaring the target and causing it physical and mental suffering. The targeted creature must succeed on a Dexterity saving throw or be restrained by the chains and take 2d8 bludgeoning damage and 2d8 psychic damage. The creature takes this damage on your turn every round that it remains restrained by the chains. On its turn, a restrained creature can make a Strength or Dexterity check (its choice) against your spell save DC, freeing itself on a success.

The chains remain until the spell ends. If they are not restraining a creature, you can use a bonus action to direct the chains to target the same creature or another one, moving the chains up to 20 feet (within the range of the spell). If the chains move beyond the maximum range, the spell ends. The chains can be destroyed; treat them as an object with AC 18, 15 hit points, resistance to piercing damage, and immunity to poison damage and psychic damage.

At Higher Levels. When you cast this spell using a spell slot of 4th level or higher, the spell deals an extra 1d8 bludgeoning damage plus 1d8 psychic damage for every two slot levels above 3rd.

CONJURE FIENDS

4th-level conjuration

Casting Time: 1 minute

Range: 90 feet

Components: V, S

Duration: Concentration, up to 1 hour

You summon fiends that appear in unoccupied spaces that you can see within range. You choose one of the following options for what appears:

- One fiend of challenge rating 2 or lower
- Two fiends of challenge rating 1 or lower
- Four fiends of challenge rating 1/2 or lower
- Eight fiends of challenge rating 1/4 or lower

A fiend summoned by this spell disappears when it drops to 0 hit points or when the spell ends.

The summoned creatures are friendly to you and your companions. Roll initiative for the summoned creatures as a group, which has its own turns. They obey any verbal commands that you issue to them (no action required by you). If you don't issue any commands to them, they defend themselves from hostile creatures, but otherwise take no actions.

At Higher Levels. When you cast this spell using certain higher-level spell slots, you choose one of the summoning options above, and more creatures appear: twice as many with a 6th-level spell slot and three times as many with an 8th-level spell slot.

DARK LORD'S MANTLE

5th-level enchantment

Casting Time: 1 action

Range: Self (30-foot radius)

Components: V, S

Duration: Concentration, up to 10 minutes

You infuse yourself with fiendish power, which inspires your allies and intimidates your foes. While the spell lasts, you exude confidence. You gain advantage on saving throws against all enchantment spells and effects. In addition, each ally within 30 feet of you can roll a d4 once per round and add the result to an attack roll as a bonus action, or to a saving throw as a reaction.

An enemy that starts its turn within 30 feet of you, or that moves within 30 feet of you on its turn, must succeed on a Wisdom saving throw or become frightened of you. If a creature moves out of the spell's radius, it remains frightened until the start of its next turn, and then the spell ends for that creature. While frightened in this way, the creature repeats the saving throw at the end of each of its turns. On a success, the creature is no longer frightened, and it cannot be affected again by your casting of this spell for 24 hours.

DEMON WITHIN

3rd-level conjuration

Casting Time: 1 action

Range: 30 feet

Components: V, S, M (a vial of blood from a humanoid killed within the previous 24 hours)

Duration: Concentration, up to 1 minute

One humanoid of your choice within range becomes a gateway for a demon to enter the plane of existence you are on. You choose the demon's type from among those of challenge rating of 4 or lower. The target must make a Wisdom saving throw. On a success, the gateway fails to open, and the spell has no effect. On a failed save, the target takes 4d6 force damage from the demon's attempt to claw its way through the gate. For the spell's duration, you can use a bonus action to further agitate the demon, dealing an additional 2d6 force damage to the target each time.

If the target drops to 0 hit points while affected by this spell, the demon tears through the body and appears in the same space as its now incapacitated or dead victim. You do not control this demon; it is free to either attack or leave the area as it chooses. The demon disappears after 24 hours or when it drops to 0 hit points.

DESTRUCTIVE RESONANCE

2nd-level enchantment

Casting Time: 1 action

Range: Self (15-foot cone)

Components: V, S

Duration: Instantaneous

You shout a scathing string of Void Speech that assaults the minds of your targets. Each creature in a 15-foot cone that can hear you takes 4d6 psychic damage, or half that damage with a successful Wisdom saving throw. A creature damaged by this spell can't take reactions until the start of its next turn.

At Higher Levels. When you cast this spell using a spell slot of 3rd level or higher, the damage increases by 1d6 for each slot level above 2nd.

FORETELL DISTRACTION

1st-level divination

Casting Time: 1 bonus action

Range: Self

Components: S

Duration: Instantaneous

Thanks to your foreknowledge, you know exactly when your foe will take his or her eyes off you. Casting this spell has the same effect as making a successful Dexterity (Stealth) check, provided cover or concealment is available within 10 feet of you. It doesn't matter whether enemies can see you when you cast the spell; they glance away at just the right moment. You can move up to 10 feet as part of casting the spell, provided you're able to move (not restrained or grappled or reduced to a speed of less than 10 feet for any other reason). This move doesn't count as part of your normal movement. After the spell is cast, you must be in a position where you can remain hidden: a lightly obscured space, for example, or a space where you have total cover. Otherwise, enemies see you again immediately and you're not hidden.

GLIMPSE OF THE VOID

8th-level enchantment

Casting Time: 1 action

Range: 120 feet

Components: V, S, M (a scrap of parchment with Void glyph scrawlings)

Duration: Concentration, up to 1 minute

Muttering Void Speech, you force images of terror and nonexistence upon your foes. Each creature in a 30-foot

cube centered on a point within range must succeed on an Intelligence saving throw or go insane for the duration. While insane, a creature takes no actions other than to shriek, wail, gibber, and babble unintelligibly. The GM controls the creature's movement, which is erratic.

HOARFROST

Evocation cantrip

Casting Time: 1 bonus action

Range: Touch

Components: V, S, M (a melee weapon)

Duration: 1 minute

A melee weapon you are holding is imbued with cold. For the duration, a rime of frost covers the weapon and light vapor rises from it if the temperature is above freezing. The weapon becomes magical and deals an extra 1d4 cold damage on a successful hit. The spell ends after 1 minute, or earlier if you make a successful attack with the weapon or let go of it.

The spell's damage increases by 1d4 when you reach 5th level (2d4), 11th level (3d4), and 17th level (4d4).

LIFE DRAIN

6th-level evocation

Casting Time: 1 action

Range: 90 feet

Components: V, S

Duration: Instantaneous

With a snarled word of Void Speech, you create a swirling vortex of purple energy. Choose a point you can see within range. Creatures within 15 feet of that point take 10d6 necrotic damage, or half that damage with a successful Constitution saving throw. For each creature damaged by the spell, you can choose one other creature within range, including yourself, that is not a construct or undead.

The secondary targets regain hit points equal to half the necrotic damage you dealt.

At Higher Levels. When you cast this spell using a spell slot of 7th level or higher, the vortex's damage increases by 1d6 for each slot level above 6th.

LIVING SHADOWS

5th-level enchantment

Casting Time: 1 action

Range: 120 feet

Components: V, S

Duration: 1 minute

You whisper sibilant words of Void Speech that cause shadows to writhe with unholy life. Choose a point you can see within range. Writhing shadows spread out in a 15-foot-radius sphere centered on that point, grasping at creatures in the area. A creature that starts its turn in the area or that enters the area for the first time on its turn must make a successful Strength saving throw or be restrained by the shadows. A creature that starts its turn restrained by the shadows must make a successful Constitution saving throw or gain one level of exhaustion. A restrained creature can use its action to make a Strength or Dexterity check (its choice) against your spell save DC. On a success, it frees itself.

REVERBERATE

2nd-level evocation

Casting Time: 1 action

Range: Self (15-foot cone)

Components: V, S, M (a metal ring)

Duration: Instantaneous

You touch the ground at your feet with the metal ring, creating an impact that shakes the earth ahead of you. Creatures and unattended objects touching the ground in a 15-foot cone emanating from you take 4d6 thunder damage, and creatures fall prone; a creature that makes a successful Dexterity saving throw takes half the damage and does not fall prone.

At Higher Levels. When you cast this spell using a spell slot of 3rd level or higher, the damage increases by 1d6 for each slot level above 2nd.

RING STRIKE

1st-level transmutation

Casting Time: 1 action

Range: Self

Components: V, S, M (two metal rings)

Duration: 1 hour

You infuse two metal rings with magic, causing them to revolve in a slow orbit around your head or hand. For the duration, when you hit a target within 60 feet of you with an attack, you can launch one of the rings to strike

the target as well. The target takes 1d10 bludgeoning damage and must succeed on a Strength saving throw or be pushed 5 feet directly away from you. The ring is destroyed when it strikes.

At Higher Levels. When you cast this spell using a spell slot of 2nd level or higher, you can affect up to two additional rings for each spell slot level above 1st.

SPINNING AXES

4th-level evocation

Casting Time: 1 action

Range: Self

Components: V, S, M (an iron ring)

Duration: Instantaneous

Spinning axes made of luminous force burst out from you to strike all creatures within 10 feet of you. Each of those creatures takes 5d8 force damage, or half damage with a successful Dexterity saving throw. Creatures damaged by this spell that aren't undead or constructs begin bleeding. A bleeding creature takes 2d6 necrotic damage at the end of each of its turns for 1 minute. A creature can stop the bleeding for itself or another creature by using an action to make a successful Wisdom (Medicine) check against your spell save DC or by applying any amount of magical healing.

At Higher Levels. When you cast this spell using a spell slot of 5th level or higher, the damage increases by 1d8 for each slot level above 4th.

TIME STEP

2nd-level conjuration

Casting Time: 1 action

Range: Self

Components: V

Duration: Instantaneous

You briefly step forward in time. You disappear from your location and reappear at the start of your next turn in a location of your choice that you can see within 30 feet of the space you disappeared from. You can't be affected by anything that happens during the time you're missing, and you aren't aware of anything that happens during that time.

TIME VORTEX

4th-level evocation

Casting Time: 1 action

Range: 90 feet

Components: V, S, M

Duration: Concentration, up to 1 minute

This spell destabilizes the flow of time, enabling you to create a vortex of temporal fluctuations that are visible as a spherical distortion with a 10-foot radius, centered on a point within range. Each creature in the area when you cast the spell must succeed on a Wisdom saving throw or be affected by the time vortex. While the spell lasts, a creature that enters the sphere or starts its turn inside the sphere must also succeed on a Wisdom saving throw or be affected. On a successful save, it becomes immune to this casting of the spell.

An affected creature can't take reactions and rolls a d10 at the start of its turn to determine its behavior for that turn.

TIME VORTEX EFFECTS

d10 Effect

- 1–2 The creature is affected as if by a *slow* spell until the start of its next turn.
- 3–5 The creature is stunned until the start of its next turn.
- 6–8 The creature's current initiative is reduced by 5. The creature begins using this new initiative result in the next round. Multiple occurrences of this effect for the same creature are cumulative.
- 9–10 The creature's speed is halved (round up to the nearest 5-foot increment) until the start of its next turn.

You can move the temporal vortex 10 feet each round as a bonus action. An affected creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

At Higher Levels. When you cast this spell using a spell slot of 5th level or higher, the radius of the sphere increases by 5 feet for each slot level above 4th.

WALL OF TIME

5th-level abjuration (temporal)

Casting Time: 1 action

Range: 120 feet

Components: V, S, M (an hourglass)

Duration: Concentration, up to 1 minute

You create a wall of shimmering, transparent blocks on a solid surface within range. You can make a straight wall up to 60 feet long, 20 feet high, and 1 foot thick, or a cylindrical wall up to 20 feet high, 1 foot thick, and 20 feet in diameter. Nonmagical ranged attacks that cross the wall vanish into the time stream with no other effect.

Ranged spell attacks and ranged weapon attacks made with magic weapons that pass through the wall are made with disadvantage. A creature that intentionally enters or passes through the wall is affected as if it had just failed its initial saving throw against a *slow* spell.

WEAPON OF BLOOD

1st-level transmutation

Casting Time: 1 action

Range: Self

Components: V, S, M (a pinch of iron shavings)

Duration: Concentration, up to 1 hour

When you cast this spell, you inflict 1d4 slashing damage on yourself that can't be healed until after the blade created by this spell is destroyed or the spell ends. The trickling blood transforms into a dagger of red metal that functions as a *+1 dagger*.

At Higher Levels. When you cast this spell using a spell slot of 3rd level, the self-inflicted wound deals 3d4 slashing damage and the spell produces a *+2 dagger*. When you cast this spell using a spell slot of 6th level, the self-inflicted wound deals 6d4 slashing damage and the spell produces a *+2 dagger of wounding*. When you cast this spell using a spell slot of 9th level, the self-inflicted wound deals 9d4 slashing damage and the spell produces a *+3 dagger of wounding*.

APPENDIX 2: THE WITCH'S WALK—BEZOARS

A bezoar is a consumable magic item, similar to a potion, and you must swallow it whole to gain its effects. When you swallow it, you take 1d6 + 1 acid damage, and your hit point maximum is reduced by an equal amount for the bezoar's duration. The bezoar remains active in your belly for a number of days equal to the damage taken.

After that time, you automatically regurgitate the used-up bezoar, for which you take another 1d6 + 1 acid damage, but your hit point maximum returns to normal. A used-up bezoar has no power and soon crumbles away.

A bezoar can be removed prior to its full duration with a DC 15 Wisdom (Medicine) check but still deals the secondary damage as you regurgitate it. A partially used bezoar recharges itself after being out of a body for 24 hours. Swallowing it again after that allows a new roll for duration. You can only have one bezoar active at a time, and while one is active, you do not gain any benefit from other consumable magic items, such as potions. While uncomfortable, this doesn't impact your ability to eat and drink though.

Owlbears are not picky eaters and wind up devouring all sorts of nastiness: carrion, furry creatures, fey river stones, feathery things, nut shells, fish bones, and shadow-fused bone. As such, any bezoar has a 50% chance of being cursed. You can't remove a cursed bezoar before its full duration (when you will regurgitate it as normal) unless you are first targeted by a *remove curse* spell. However, if the bezoar is not removed before your next short or long rest after the spell's casting, the curse returns. The curse ends automatically once the bezoar is regurgitated.

Bezoar of the Bespectacled Owlbear

Consumable (rare)

When you swallow this bezoar, you gain advantage on saving throws against poison and immunity to the poisoned condition. You can't be surprised.

Curse. Voices constantly tell you terrible things, maybe true and maybe not but certainly off-putting. The first time a creature damages you, you must make a DC 15 Wisdom saving throw or be frightened of that creature until it or you falls unconscious or until the creature is no longer within line of sight for 1 minute.

Bezoar of the Dire Owlbear

Consumable (very rare)

When you swallow this bezoar, you gain immunity to exhaustion and curses (except a curse tied to this bezoar). Whenever you make an opportunity attack, you make two attacks.

Curse. Your bloodlust gets the most of you. Once you enter melee, you won't willingly stop fighting the creature until one of you is dead or you're both somehow physically separated for three or more rounds.

Bezoar of the Great Horned Owlbear

Consumable (rare)

When you swallow this bezoar, you gain immunity to being charmed or frightened. Creatures must be at least two sizes larger than you to grapple you.

Curse. You're being unreasonable and insulting to everyone. All creatures are immediately hostile toward you, and the first attack from any creature against you is at advantage.

Bezoar of the Hoary Owlbear

Consumable (rare)

When you swallow this bezoar, you gain resistance to cold damage and suffer no ill effects from extreme cold weather conditions. Your speed increases by 5 feet.

Curse. The bezoar is not sitting well with you and triggers intense heartburn and nausea. You only receive half of the hit points from any healing magic or rest.

Bezoar of the Screech Owlbear

Consumable (rare)

When you swallow this bezoar, you gain immunity to being blinded or deafened. You can communicate with beasts (as the *speak with animals* spell).

Curse. The animals—and even the forest spirits that you can now see floating and cavorting all around—are chattier and more distracting than would be ideal. Wisdom (Perception) checks are made at disadvantage.

PLAYER HANDOUT I

The harmonic wave inverters are finally calibrated. I'm ready to try again. It turns out the mishap with the incorrect recipe for essence of melancholy did not damage the vibratory fluid viewer, after all.

(C. is lucky I don't flay him alive for that.)

I'm quite close; if this works, I must find more tincture of albino bile at once. It definitely provides the aethera a much sweeter shade of euphoria.

An abysmal failure. Why am I cursed so?

What am I missing?

Perhaps I should go back and reset the helical stress dampers . . . I thought my measurements were accurate, but maybe that shuddering I detected has jostled some of the instruments. I am not sure what else to try. . . .

Ack! I discovered the problem. C. and his infernal time-traveling has allowed some type of temporal maggots to infest my supply of decomposed jinn sulfur. The entire batch has actually recomposed! I had to get rid of it, container and all. This means I must scrub the charged warp assembly, too.

These setbacks are infuriating!

PLAYER HANDOUT 2

To make *scarlet mead*, you need simply follow these instructions:

- The most essential ingredient of scarlet mead is brazen saffron, or the stigma and styles (or threads) of the ashy crocus. Just before the flowers bloom, the petals will loosen, and before sunrise on that day, the threads must be collected. It is vital that this be performed in the dark, avoiding any exposure to the sun or to exceptional heat as the threads will self-ignite, a normal part of its life cycle. *(The ashen crocus originates from beyond the World Tree and does not grow well at all on Midgard, requiring the heat of the deepest desert to ensure its vitality. It is possible to maintain small batches in less blistering climes, but the upkeep is great. Though not easy to find, it is still often easier to purchase the spice, but you must stay vigilant of the provenance. Samples of sufficient quality will typically come as a single thread sealed within an opaque glass ampule or within a specially hardened wax. You must put great trust in your purveyor!)*
- Add equal parts pure water, preferably glacial melt, and honey. The best honey is from the early spring, where crocuses are plentiful—any crocus variety will do for this—while other honey tends to produce successfully only half the time. Bring the mixture to a boil in an area devoid of natural light. Add an unbroken ampule of brazen saffron: the heat will eventually shatter the glass (or melt the wax), allowing the saffron to mix. The decoction will need to simmer for at least a week; add additional water as needed to maintain volume. You will know it is done when it looks like liquid fire, taking on the appearance of the saffron itself.
- Once ready, add to a charred cask for fermentation—ensuring the saffron thread remains with the batch. Just before sealing, you must add scrapings from the “flesh” of some elemental creature of the flame, such as from a salamander or from certain mephits. (The dormant spores carried on the creature from their home beyond the World Tree thrive on heat.) The casks should be kept underground in areas of “uncomfortable heat” for at least a year, though timings may vary depending on the average ambient temperatures, when it is ready for imbibing.

PLAYER HANDOUT 3

Day 3 - Located the complex of Charun worshipers along the Black River. They are suspicious of our motives, but their leader seems reasonable and I believe we can sway them.

Day 5 - We were granted permission to descend and investigate the elemental disturbances here. The unnatural cold and fierce wind are wearying, but we set up camp in a spot sheltered from the wind where we can rest safely and keep warm. Something about it nags at Ravaulze and disturbs her sleep.

Day 6 - Shurbei tripped a magical glyph that froze him solid. We built a fire, thinking to thaw him out, but the ice that was Shurbei simply melted away. He is gone forever, I fear.

Day 7 - The heart of the evil here is an insatiable mouth to the Void. Freyghard, ever incautious, ap-proached it and was transfixed by lightning, then drawn into the Void before anyone could act to save her. We pray she is dead; the alternative is too horrible.

Day 8 - Taking extensive precautions for safety, we approached the ebon globe again and uncovered an incredible revelation—something alive coexists in the same space! How that can be is beyond our comprehension. What sort of horror thrives at the boundary between material reality and nonexistence? I and Rathmida favor leaving immediately, but Ravaulze commands, and she insists we try to make contact. Tomorrow, we face it again.

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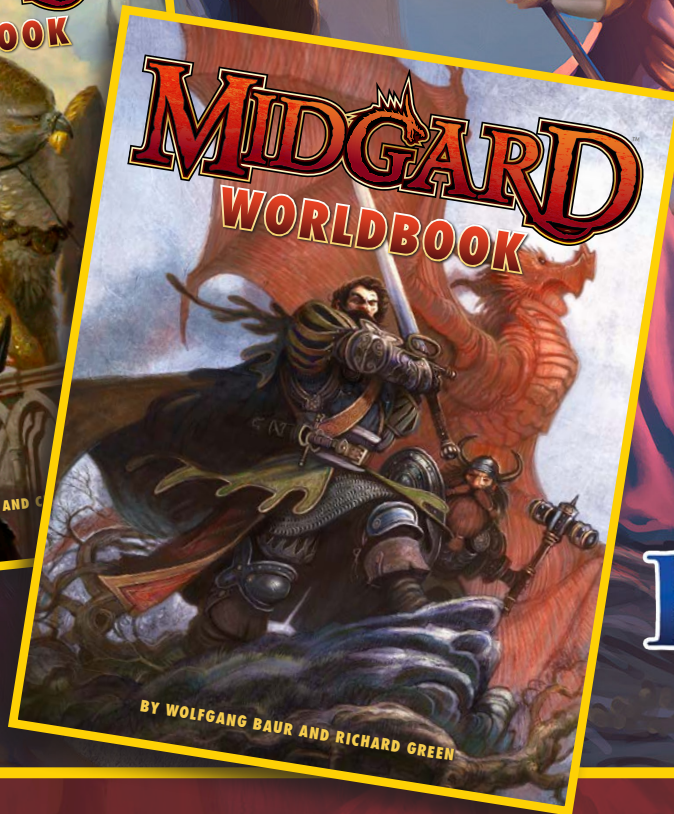
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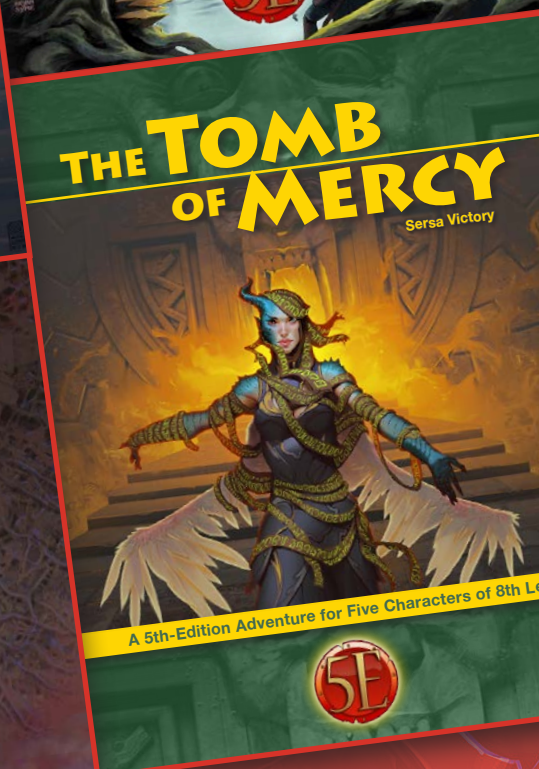
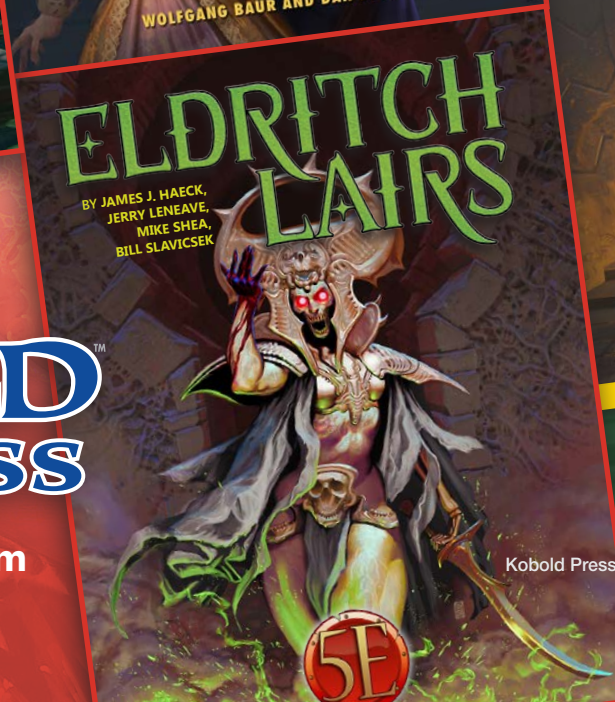
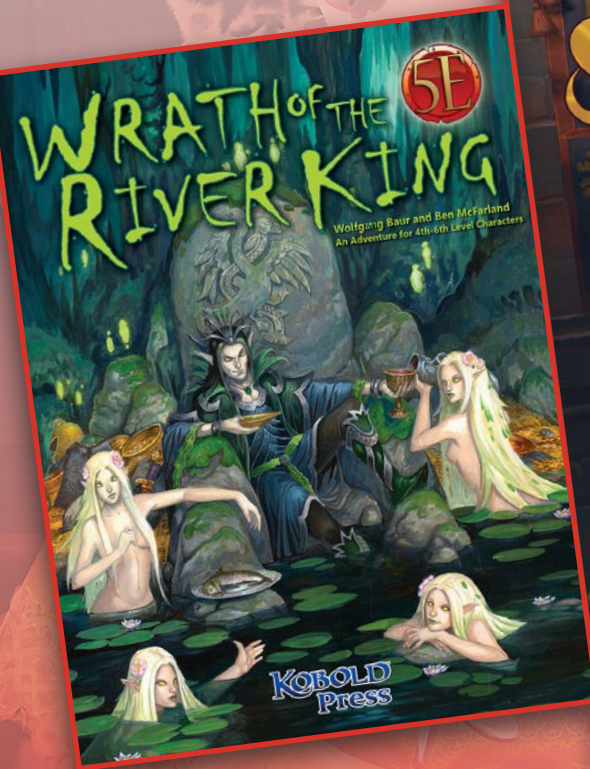
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