

**HD3**  
For the Conan RPG

# The City of the Spider-God

An adventure for character levels 9-12



*"Know, O prince, that between the years when the oceans drank Atlantis and the gleaming cities, and in the years of the rise of the sons of Aryas, there was an Age undreamed of, when shining kingdoms lay spread across the world like blue mantles beneath the stars - Nemedra, Ophir, Brythunia, Hyperborea, Zamora with its dark-haired women and towers of spider-haunted mystery..."*

This module provides a complete setting for play with the Conan RPG rules. Contained herein is background information, a large-scale referee's map with a matching partial map for players, referee's notes, special exploration and encounter pieces, a hex map detailing an enormous valley area, a special temple map, encounter and map matrix keys, and additional sections pertaining to unique new creatures for use with this module and with the game as a whole. This module can be played alone, or as part of a grand campaign.

If you enjoy this module, watch for future releases from Xoth.net Publishing!

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## Introduction

*"These people were strange and mysterious to him; they were not of his kind — not even of the same blood as the more westerly Brythunians, Nemedians, Kothians and Aquilonians, whose civilized mysteries had awed him in times past. The people of Zamora were very ancient, and, from what he had seen of them, very evil." — The Tower of the Elephant*

Zamora is an eastern kingdom founded by the ancient Zhemri people several thousand years before the Age of Conan, about the time that Hyperborea the Elder was overthrown by barbarian Aesir hordes. Hyborians conducted slave raids into Zamora in the early days, but they never managed to seize the government.

The nation is southeast of Hyperborea, east of Brythunia and Corinthia, north of Koth, and west of the Turanian steppe. On its eastern boundary are the Kezankian Mountains, beyond which are marches nominally subject to Zamora but increasingly nibbled away by Turan. The Karpash Mountain range lies on the western border and a small, worn range rises on the southern border. The passes are usually blocked by snowfall and spring rains. The Zamorians always place crude forts at the approaches to their mountain passes for tariffs and protection.

The capital of Zamora, Shadizar, is on the Road of Kings, principal trade-route of the Hyborian world. Zamora is an ancient and peculiar kingdom. It is an absolute despotism, with the current king dominated by a sorcerer. A multitude of gods are worshipped, among them the spider-god Zath, whose cult is centered at Yezud.

### DESIGNER'S NOTES

This is an homage to the original classic adventure module, "D3 Vault of the Drow", by Gary Gygax, reimagined for sword and sorcery gaming in Robert E. Howard's Hyborian Age using Mongoose's Conan RPG ruleset. Many of the original's high fantasy elements have been removed or toned down, but the module should be instantly familiar to those familiar with the classic scenario, as much of the text is verbatim from Gygax's original manuscript. I have turned the subterranean Vault into the valley of Yezud, changed the drow into Zamorians, and converted the priesthood of Loth into the cult of Zath the Spider-God. I have also borrowed liberally from de Camp's "Conan and the Spider-God" and the relevant stories from Marvel Comics, including the recent "Lord of the Spiders". The amount of treasure (and magic) has been significantly reduced from the original. The graphic design (cover page, use of fonts, etc.) emulate the original adventure module, while the new artwork is taken mainly from Marvel's various Conan issues.

- Thulsa

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### Starting the Adventure

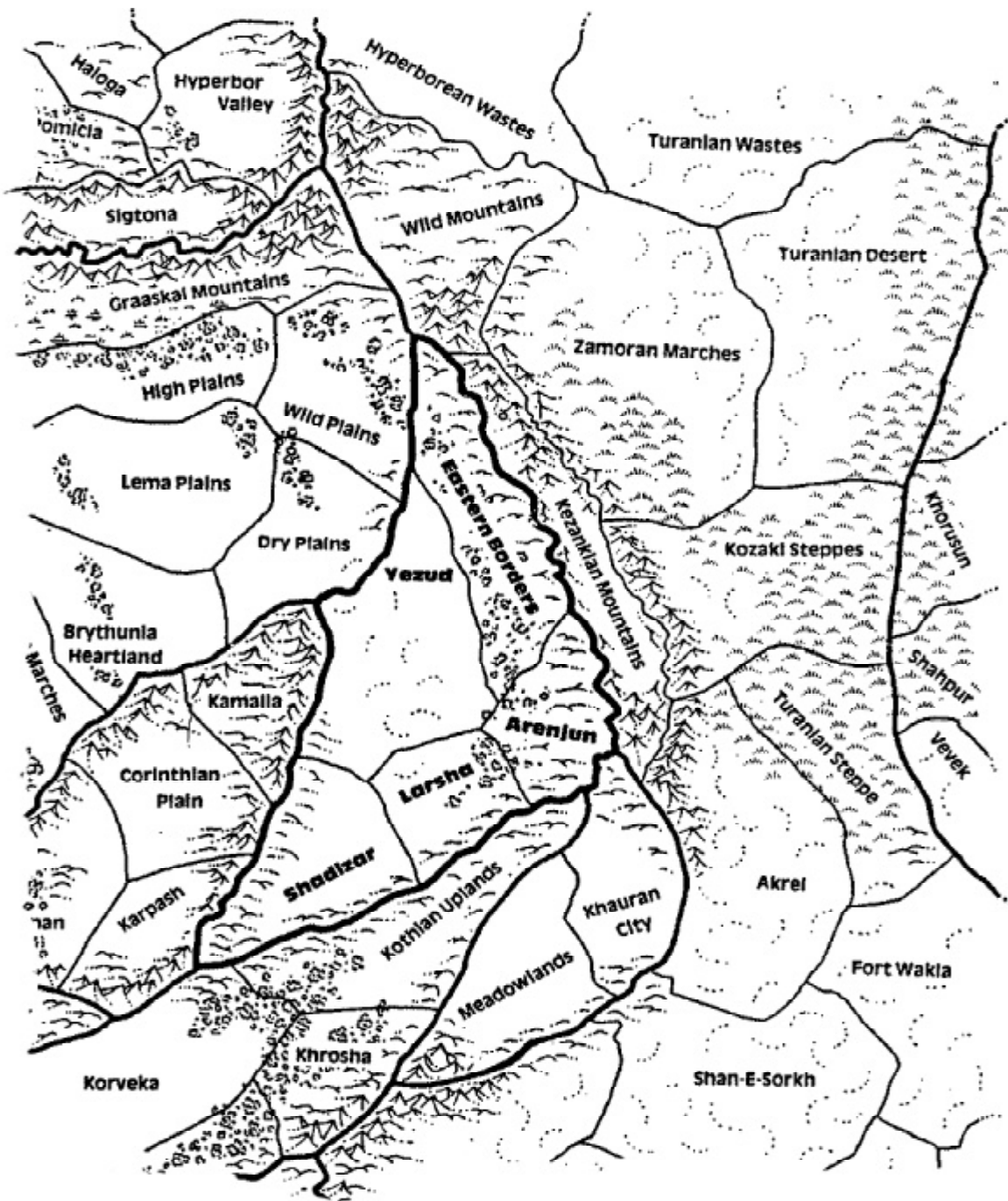
Consider any of the following ideas to involve the player characters with the cult of Zath in Yezud:

The wealth of the spider-temple and the beauty of the temple-virgins is well known across the Hyborian world. Few adventurers would resist a simple mission to loot and kidnap — but the temple is well-protected.

One of the henchmen, relatives or patrons of the player characters has been kidnapped by the spider-cult for eventual sacrifice. To top it off, the kidnapped character has something the player

characters need (an item, information, secret location of treasure hoard, etc.). The PCs must sneak into Yezud, rescue the captive, and get him/her out again.

The player characters have come into the possession of an item sacred to the cult, such as one of the green signet rings worn by senior priests. It's not necessarily very valuable, but it being in the characters' hands is seen as a blasphemy. The spider-priests can track the location of the item using divination spells. They want the item back, and they want to take the characters captive and sacrifice them for their affront. So if the PCs fight off the initial attack, there is motivation for them to





travel to Yezud and finish off the cultists that tried to kidnap them; if they are kidnapped, you can run the adventure as an escape from the city as the characters are in cells awaiting sacrifice.

Same as above, except the spider-priests are going to be trickier. Rather than engage in physical combat, they contact the characters through an intermediary saying that they are looking for mercenaries to take out a rival cult (perhaps that of Azoth, Set, or the Midnight God). The PCs will be paid well in magic and treasure for travelling to Yezud and killing the priests' enemies. Of course, it's all a setup, the priests just want the item back, and to kill the blasphemers also. When the characters arrive after travelling incognito, the priests try to ambush and kill them instead of hiring them.

An agent of Astyages (one of the nobles in Yezud) hires the characters to attack the spider cult (the noble has another agent that can smuggle the PCs into the temple) and kill the leaders. As a reward they can loot the treasures of the temple. Little do the characters or Astyages realize the spider-priests are on to the secret mission through spies of their own, and will let the PCs enter the temple only to ambush them at the right time.

Agents of the cult of Zath have kidnapped a beautiful girl from Shem or Turan, and are bringing her back to Yezud to brain-wash her and train her as a temple-virgin. The player characters stumble across the caravan and come to blows with the kidnappers, killing a senior priest in disguise. The dying curse of the priest is to poison one of the PCs; the character will slowly die before the next full moon unless the curse is lifted by smashing the grand altar of the spider-god — in Yezud!



## Notes for the Dungeon Master

This module is ideal for elaboration and extensive development by the Dungeon Master. The subject matter deserves this, and it should be done by you in order to put personality and finishing touches into a set-piece scenario which lacks the individuality particular to your campaign.

A considerable period of game time can be spent by the party when they enter the valley and city of Yezud. Because of the chaotic nature of the Yezudians, their continual feuding, and the degenerate nature of the city dwellers, there is no reason why a clever group cannot successfully muck around, harry farmsteads (and possibly even nobles) and not attract undue attention so long as they do not engage in wholesale destruction of property, mass killings, or open warfare against the rulers. The threat of a general uprising of slaves or similar breaking of the status quo will certainly bring all of the Yezudians into full co-operation, and that means the adventurers will likely meet their doom.

**Encounter Levels:** The adventure has been designed for a party of four to six characters of at least 9th level, preferably with a mix of fighting, stealth, and magic skills. Note that due to the nature of the adventure, the player characters may find themselves quickly overwhelmed by hostile forces if they use a brute-force approach to all challenges.

## New Race: Kezankian Hillmen

Along the eastern borders of Zamora and Koth a low mountain range rises, inhabited by a number of small tribes. These tribes, hostile to strangers, consist of lean, bearded barbarians with black eyes. Every clan wars with the other clans in long-standing blood feuds. They like to be close to their ambushes to prevent their prey from having much time to react to the attack.

**Culture:** The Kezankian hillmen wear turbans, leather vests, voluminous trousers and forked beards. They fight with tulwars. They live in a savage culture of blood-feuds and eternal clan wars.

**Names:** These are essentially Arabic, examples include: Akkadan, Basrakan, Djinar, Farouz, Jbeil, Jhal, Karim, Ruhallah and Tirjas.

**Religion:** The savage Kezankian tribesmen worship primitive totemic deities and demons, such as the spirits of earth, air, water and fire. They believe their ancient gods are true and the gods of the

Zamorians and other civilized peoples are false. They believe if they are cursed as a traitor, their spirits will wander for all time, trapped between this world and the next, alone except for other traitors and demons. Their religious needs are served by hundreds of Imallas (shamans) who carry word of the ancient gods from clan to clan, safe from feud and battle and identified by their scarlet robes. The acolytes of the Imallas wear black robes with scarlet, green and gold turbans. The term Imalla is appended to the end of the shaman's given name; Basrakan Imalla, for example.

**Racial Features:** All of the following are Kezankian racial features:

+2 circumstance bonus to all Hide, Listen, Move Silently, Survival and Spot checks made in any hills and mountains. The Kezankian tribes know every inch of their native hills and rarely descend from them

except to raid the richer lands below.

+1 racial bonus to all Hide and Move Silently checks. Though the tribes are occasionally led to open battle by a particularly charismatic chieftain, they prefer to attack their enemies by stealthy raids and midnight assassinations.

The Kezankians seem to be at war with every other tribe, as well as the Zamorians and Turanians, as a result the Kezankians gain the Toughness feat for free at 1st level.

**Background Skills:** Climb, Hide and Move Silently.

**Favoured Class:** Barbarian.

**Prohibited Classes:** Noble, Pirate.

**Automatic Languages:** Kezankian.

**Bonus Languages:** Zamorian, Hyrkanian.





## Prelude: The Rose of Khorusun



This introductory section assumes that the player characters start out somewhere in the western parts of Turan.

To travel into Zamora from the northern Turanian Steppes, the player characters must cross the Kezankian Mountains (the alternative is a lengthy detour through the passes of Khauran, and then past the unpredictable lands around Shadizar the Wicked). Although the route through the Kezankian mountains is hazardous, it is relatively quick compared to the alternatives. The only problem is that the hidden passes are a closely guarded secret. Through initial investigation, the PCs have learned that a certain Kozaki bandit-leader can be bribed to reveal the location of the mountain passes that cut across the mountains into Zamora.

### THE CAMP OF THE KOZAKIS

The Kozaki are a horde of outlaws, also called "Free Companions", that roam the Turanian Steppe west of the Vilayet Sea. The word means "wastrel". They are a mix of many nationalities. Infighting and feuds are common among them, although they stand united against their primary enemy, the Turanians.

A band of Kozaki, led by Vazek the Swift, has recently kidnapped a Turanian princess in a raid on a caravan en route from Khorusun to Yaralet. Vazek intended to claim a great ransom from her family, but

in an ironic twist of fate, his prize was snatched from him by a band of man-apes coming down from the slopes of the Kezankian mountains.

Vazek knows of the secret passes across the mountains into Zamora and Yezud, and is perhaps willing to reveal it for the right price, but before he will send any of his men as guides for the player characters, he demands that they help him by going after the man-apes and bring back the Turanian girl. If the PCs refuse, and force Vazek into revealing the secret passes at swordpoint, the wily Kozak pretends to cooperate, but instead directs the party straight into man-ape territory. Vazek's band currently consists of 23 Kozaki raiders. They have 15 light war-horses and half a dozen dirt-stained silken tents of Turanian manufacture.

The Turanian noble girl, Fathiyah, can be found several miles from the Kozaki camp. She sits on the damp floor of an 80-foot pit (Climb DC 20), while a band of five man-apes roam the boulder-strewn mountain slopes nearby. The man-apes are dressed in ragged clothing and jewelry (worth a total of 323 sp) they stole from the Kozakis. Fathiyah (female Turanian Noble 1) wears a torn yellow and white silken dress, three thin gold rings (worth 50 sp each) and a silver pendant in the shape of a crescent (worth 120 sp) between her breasts. At 23, she is the oldest daughter of the bey (governor) of Khorusun.

**THE CAVES OF THE KEZANKIAN HILLMEN**

The Kezankian Mountains trends north to south along the eastern borders of Zamora and Koth. The hill people here are hostile to strangers. A temple dedicated to a divinity known simply as "the Bloodstained God" is reputed to lie somewhere between its forbidding peaks. The Nezvaya River runs through the northern part of the range. This Hyperborean river is fed from runoff from the Graaskal Mountains. It turns eastward at the Zamoran border and empties into the Vilayet Sea after piercing the Kezankian Range. The Turanian city of Yaralet lies on the Nezvaya's northern bank, east of the Kezankians.

If the random encounter tables or other circumstances lead the player characters into contact with the hillmen, use the below description of their cave-homes as the basis for further development.

In a cave complex somewhere in the mountains east of Yezud dwells four large bands of Kezankian hillmen. Several guards (5-8) are always on watch. There are two small cave mouths on each flank of a gaping cavern opening in the mountainside; numbering from west to east these contain:

1) A long cave which has many small protrusions houses 21 male hillmen and a subchief with a bardiche. There are 16 females and 18 young. Each hillman has 5-20 sp, the leader has 1 sp per hit point, plus 1-4 base 50 sp gems. There are only rude furnishings in this (and all other) cave(s).

2) Two caves in a figure eight shape, the larger being the one further from the entrance. This place houses 19 hillmen and a subchief. There are 21 females and 15 young here. Treasure is the same as 1) above.

3) Six hillmen stand guard at the entrance — these are male warriors typical of all the others in this place. A large cavern, about 70 feet wide and 135 feet long to the south is the special assembly place for all the Kezankian hillmen in the area. To the west and east in the forepart are several spur passages used to house the warriors and 20 females and 16 young. At the deepest part of the cavern is a limey deposit in a chairlike formation which is used by Kariman, the Chieftain. This massive man is clad in pieces of chain mail and plate and has a huge curved saber which he wields two-handed. The Chieftain has a gold earring with a 300 sp topaz, and eight more of these stones (50 sp value each) are set in his broad belt. Always nearby are 12 hand-picked guards (as subchiefs, above) armored and armed as normal hillmen, but each equipped with a heavy crossbow and 6 bolts. Behind the Chieftain's seat is a locked iron chest

holding 242 gp, 4,123 sp, and a leather pouch with 19 base 10 sp gems.

4) This cave is almost identical to 1) above, but it is somewhat longer, and it houses 24 hillmen, 19 females, and 15 young. The subchief is armed with two large war hammers, one of which he will hurl before closing. Treasure and furnishings are as in 1) above.

5) Four small caves radiate from a roughly circular entry cave to house 22 hillmen, 18 females, and 16 young. The subchief has a two-handed sword. Furnishings and treasure are as stated in 1) above.

Loud noise in any one of these caves will draw hillmen from all other locations. If a random encounter is indicated near this area it will be Kezankians coming to or leaving the caves 75% of the time.



## Part One: The Black Tower of Khesron



The city of Yezud is nestled into a corner of the wooded valley of Khesron, which in turn is surrounded by the tall mountain peaks of Mount Graf, the western range of the Kezankian Mountains. The player characters will enter the valley from the south; the steep jagged hillsides of Mount Graf which surround the city on all other sides are extremely dangerous to climb even for the most experienced hillmen (Climb DC 35).

Refer to the valley map for the numbered locations.

### 2. THE BLACK TOWER

A full mile from the southern pass into the valley, a mesa-like mound of rock rises to dominate the landscape. This is rather like a cork in the bottle neck of the entrance, and the Yezudians maintain a strong guard post at this point, a black stone tower with walls 10 feet thick. This cylinder rises 40 feet above the plateau, topped by a notched battlement. It is 55 feet in diameter, but due to the thickness of the walls, the interior is 35 feet across. The structure will be detailed a bit further on.

The road branches left and right at the base of the mesa, with an obviously well-traveled path in the middle going northwards up a fair incline. All traffic allowed into the valley is ordered to report to the

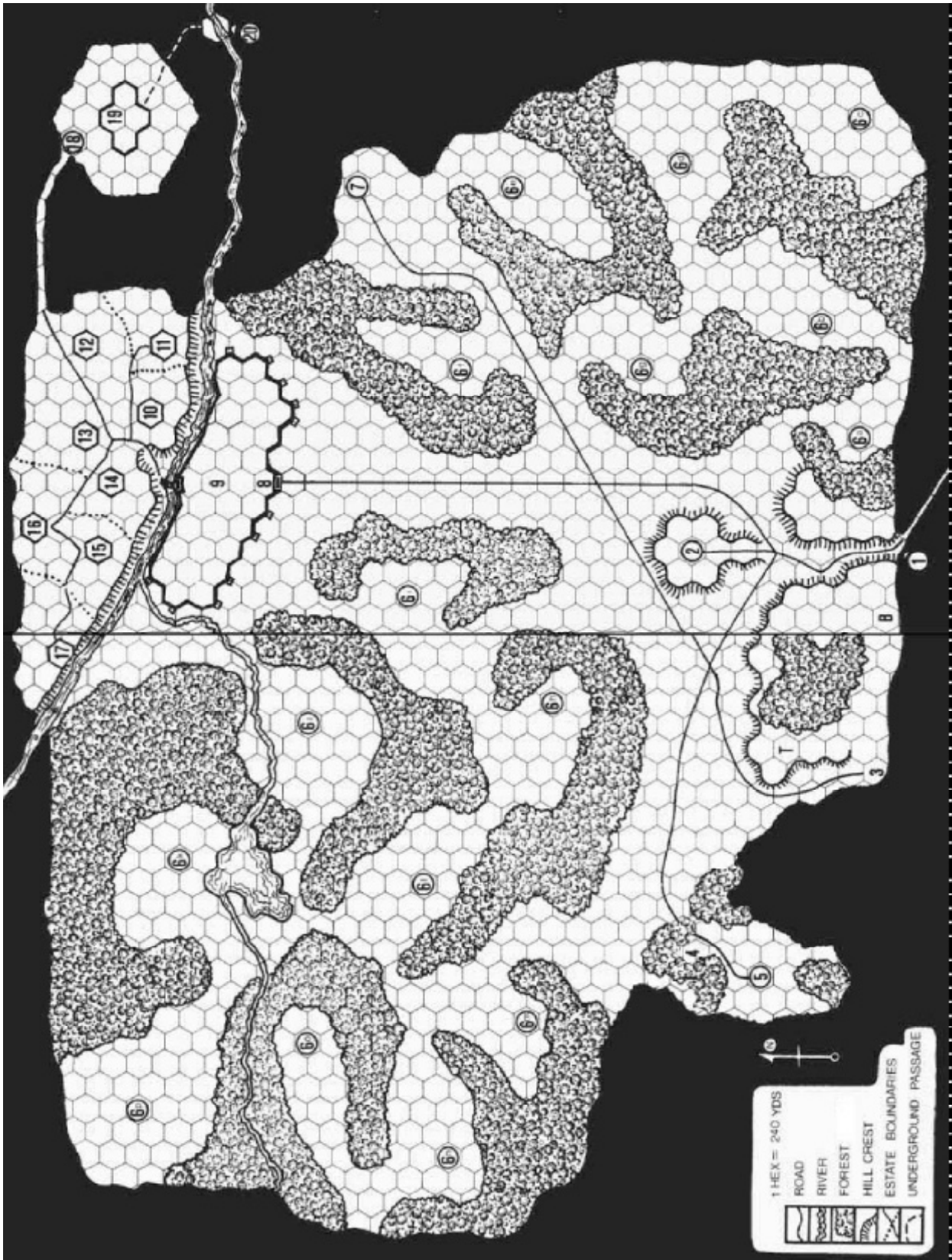
tower. It is the customs house and checkpoint for all foreigners entering the city. All approaching are questioned briefly regarding the purpose of their visit (trade, worship, gambling, learning, or whatever) and are then permitted to move freely to and within the city to the north or even wander about the valley anywhere south of the great river — at their own risk, of course.

The smooth and massive blocks of the tower have no sharp corners (Climb DC 20), for the very ages have been at work. Atop the fortress are eight city guards armed with dagger, short sword, and hand crossbow. These sentinels watch only for unusual or suspicious behavior — groups coming up to the tower are, after all, expected. They each man an ballista (damage 3d6, range increment 120 feet) clipped to an iron ring which circles the tower top so as to command a full view of the surrounding area. It requires three full rounds to wind one of these weapons after it has been discharged. Near the center of the roof are four cases which hold 12 of the missiles to be fired.

Entry is near the northern battlement, where a trapdoor gives access to a staircase circling the walls. Here and there in the tower small arrow slits pierce its smooth exterior, but the only visible entrance is a great arch with massive









bronze valves (which are open unless warning of invaders has reached the tower) hinged outwards. Entrants pass along a 20 feet wide, 15 feet high corridor, with slits in the walls and murder holes above.

At the end of this tunnel are another pair of gates, oak bound with adamantite alloy, closed and barred (2 in. thick; Hardness 5; hp 20; Break DC 25), but with a small door (3 feet wide and 6 feet tall) which normally stands open. Those stepping through will find themselves within a circular room 25 feet across. In the center is a long table behind which sits the High Bailiff of the Tower, a 7th level soldier armed with dagger, short sword, and a hand crossbow (before him on the table). Zarkovan, the High Bailiff, in going over various manifests, notices and the like, his business as usual. He wears a silver chain set with nine semiprecious stones around his neck (worth a total of 200 sp). Behind him are two chests of wood, one with plain cloaks, the other with three metal boxes inside — one with important papers (all pertaining to trade), one with four cinnabar lumps (worth 20 sp each), and the last (triple locked) holds 120 sp, six 100 sp gems, and (in a secret space in the lid; Search DC 30) a small piece of parchment written in Zamorian saying: "*The bearer is my most trusted servant and must be speeded and aided as is his need. Astyages*". A successful Knowledge (nobility) check (DC 20) identifies Astyages as head of one of Yezud's noble houses.

There are a few benches around the walls, steps circling upwards to the second story along the western one, and a ramp leading downwards behind and under them. Flanking the entrance are two guards, and six others stand along the northern wall. Reaction to attack will be immediate, and all troops will rush to the defense of an attacked area if they are called or hear the sounds of battle.

*Note:* There is a secret passage on the north wall of the audience chamber (Search DC 20), the entrance screened by a rack filled with parchments and scrolls pertaining to various trade matters, duties, tariffs, etc. It gives to a stair to the lower level, where a second secret door (Search DC 25) leads into the basement or a long tunnel may be followed northwards to a hidden exit at the base of the mesa. If any encounter is obviously hopeless, the High Bailiff, the Bailiff, and any guards nearby will flee to alert the watch at Yezud. Scouts from the city will screen the area of the tower within two hours, and a force of around 120 city guards accompanied by 20 cavalry will move to surround the whole plateau within eight hours. Thereafter, if invaders are still within the tower, more cavalry and hundreds of infantry, archers



and pikemen will converge to assault the place and put to slow death any within. (The adventure is all over for the party if they are still there. All escape will be blocked, so just tell them a heroic struggle results in death for many of the Yezudians and their allies, but all of the party eventually fall. *Finis.*)

*Cellar:* The tower basement has two guards (as above, but neither have hand crossbows) who serve as grooms for two Turanian warhorses. These creatures are stabled near the secret door to the escape tunnel/steps up to the audience chamber. There is a small kitchen area here, a provision room filled with food-stuffs, a cistern, and eight small cells which hold two slaves (or prisoners) each — there are currently ten slaves and one Turanian noble prisoner held in these cells, and they will help any liberators to fight the Yezudians. (Determine race of each slave by standard random means.)

*Second Story:* The stairs circling upwards have a small landing here, and then continue upwards to the next level of the tower. This level provides quarters for the High Bailiff in a large northern room. This chamber is slightly over half the total area of the level. It contains a wide and silk-strewn bed, a table and four chairs, a chest (locked, with 28 sp and two base 50 sp gems), a wardrobe, a desk, and a chest of drawers. Zarkovan has a few lewd and erotic statuettes and tapestries decorating the place, but they are of no great value.

The southern 2/5ths of the second story house the Bailiff, Vlodar. At the moment of entry, he will be at ease in his chamber. The Bailiff has stats equal to a cavalryman (see the NPC appendix) and is armed with dagger, sword, and hand crossbow. He wears a silver chain set with five semiprecious stones around his neck (worth 100 sp). His furnishings are similar to those of Zarkovan's, but the bed is smaller and there are but two chairs. Vlodar has 25 sp and a scroll in a gold tube set with lapis lazuli (six stones worth 10 sp each). He hides these in a secret compartment in a leg of his desk (Search DC 25), and therein also is a small silver serpent engraved with Stygian symbols.

A 6 feet wide section between the two chambers is given over to an armory, entered from the Bailiff's apartment. In this space are 12 swords and 64 javelins, 48 of the massive bolts for the ballistae on the top of the tower, 12 pollaxes, 10 hand crossbows, and 40 cases with 10 bolts in each.

*Third Story:* This area is entirely open, being given over to exercise and workout usage. There are six tables and twelve benches around the walls, leaving the central space open. The stair continues upwards.

*Fourth Story:* There is a large barracks room and two small private rooms here. There are triple-tiered cots along the walls sufficient for 36, with pegs for gear, and a small chest for each bunk (all contain nothing of value). The two small rooms have a single cot, chair, chest (with

nothing of value), and pegs also. There are 14 soldiers in the barracks. The troops here carry 1-4 sp each.

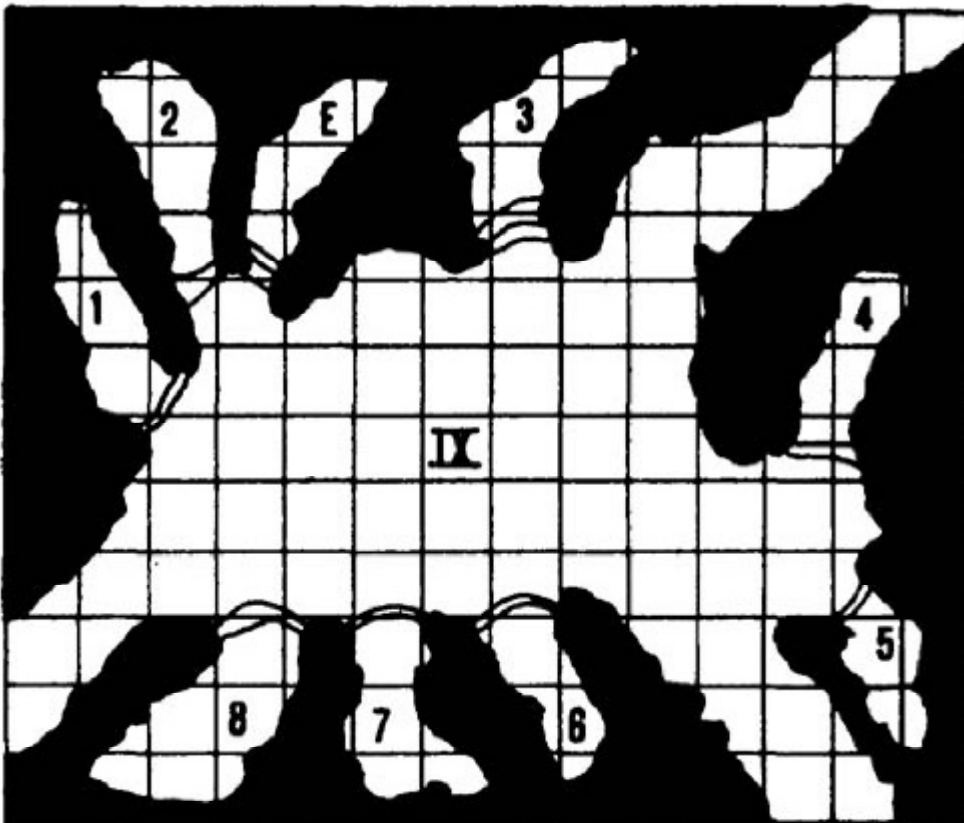
**5. THE SPIDER-PIT**

This road leading to this desolate area is little-used and overgrown with vegetation. It takes a successful Survival check (DC 15) to follow the road here (so characters without the Tracking feat or class ability will not be able to follow it).

Among the vegetation there is a hill with a cave opening. As soon as the cavern can be observed, the PCs see a welter of bones, exoskeletons, dried mummy-like husks, and other unidentifiable materials. Closer examination shows that these remains are of small and large animals, as well as humans and sundry unknown parts of dead things. However, such examination requires that the party steps into the area. Approaching creatures must succeed on a Spot check (DC 20) to notice a spider web; otherwise they stumble into it and become trapped as though by a successful web attack.

50 feet above, in a network of webbing which covers the whole roof, lurk seven giant spiders. If any of the characters are caught in the webs, these monsters hasten down to attack the party.

The numbered tunnel spurs are the lairs of these spiders. Each tunnel is about 45 feet above the floor of the cavern, a roughly circular opening of 8 feet diameter. Area E is a deserted lair. Areas 1-7 are spun with





webs but contain no treasure. Area 8 is the lair of the queen spider of this nest — a particularly bloated and disgusting monster of unusual size and virulent venom (treat as a temple spider with maximum hit points and +4 to poison save DCs). She seldom ventures forth from her tunnel, but if any creature sets foot in it she will rush to attack the one who dares violate her abode.

Far back in the place (Search DC 20) is the treasure she guards, a golden idol made in the likeness of a monstrous spider. A successful Knowledge (religion) check (DC 18) reveals that this is the likeness of Omm, an ancient spider-god venerated in the days of Acheron. The relic is only about 1 foot long and about as wide where the legs project. It weighs some 10 pounds, so it is obviously hollow. On the bulging abdomen of the spider statue are four spinnerets.

Holding this idol will impart knowledge that the possessor can command any of the following powers: send the equivalent of a web spell up to 40 feet distant from the spinnerets simply by pointing them at the target and thinking of the result (up to three times per day), be immune to all webs, have the power to travel along webs as a giant spider would, and the ability to speak with spiders.



Possessing the idol has two great dangers. The foremost danger is that of complete desire for the object. The character picking it up must make a Will save (DC 22) or be overwhelmed with the conviction that he or she alone can withstand the danger of the idol, so none other than he or she must ever touch it. Each person handling the idol must so save, and those failing their save will be convinced that all others handling it will (or have) become evil. Thus, desire is masked in altruism and the "certain knowledge" that the character is acting in the best interests of the party by retaining the idol and attacking any member who subsequently may have handled it and been subjected to the evil that he or she alone can withstand.

The second and more insidious danger lies in the slow metamorphosis that the possessor of the statue will certainly undergo. For six days nothing happens except that a careful examination of the character's limbs will reveal that he or she has black and bristly hairs peeping forth, and if the idol is removed from the possessor prior to the end of the sixth day, this hair growth will slowly disappear. After the sixth day through the 66th day of possession a slow but inexorable series of changes take place: Four vestigial legs gradually emerge and grow into those of a giant spider, while the legs of the victim change to become the same as a spider's; the character's abdomen swells and rounds; mandibles begin to grow from the victim's mouth, and as the head enlarges, the buds of new, multi-lensed eyes can be seen. On the 67th day the transformation will be complete and totally irreversible — the victim will have the mind of a giant spider and nothing will ever bring back the original form.

*Treasure:* If the idol can be brought whole from the place it will fetch 5,000 sp in a large city (except in Yezud, where the priests of Zath most certainly will claim it and/or seek to take it by force), although to so dispose of it can have repercussions for the campaign world as the worship of Omm is revived by unwitting victims who are transformed by the idol's power. Any mutilation of the idol destroys both its powers and its evil curse (and its monetary value).

Amidst the jumble of remains of the spiders' victims can be found (Search DC 17) a diamond-studded silver goblet (worth 500 sp), a carved ivory dragon figurine from Khitai (worth 125 sp), a small metal container with a dose of golden lotus juice, a rotten backpack containing 100 sp, a pouch with eight gems of 50 sp base value, and the remains of food rations long since rotted away.

## 6. FARMSTEAD

There are 16 of these multiple building strongholds, one for each of Yezud's major landholder clans. Each farmstead consists of a walled compound with a large house (with around 20 rooms) surrounding a stone warehouse (see below), a private garden, a stable for the pack animals, barracks above to one side of the compound, several smaller buildings (3-5 rooms each) and a slaves' quarters on the other, and a small gate house. A clan device will be shown above the gate. Landholder clans are nominally allied in pairs to a noble house, thus making a perfect balance of power, but due to intrigue and feuding between the yeomen and nobles, there is an uneven balance. Feuding and raids are fairly common.

A villa houses the following creatures: 1-3 riding horses, 2-8 pack horses, 19-30 slaves (race determined randomly), 13-18 inexperienced Brythunian mercenaries (2nd level soldiers, with spears and polearms for defense of the 20 feet high compound wall), 21-40 females, 9-16 males, 2-12 children, 2 elite guards, and the head of the clan, a 10th-level commoner.

The following treasure will be held in each villa, secured in locked iron chests (Hardness 5, 15 hp, Break DC 23, Open Lock DC 25): 21-40 silver ingots worth 10 sp each, 200-800 sp, 100-400 gp, 10-100 gems of base 10 sp value, and 2-20 pieces of jewelry (worth 25 sp each). In addition, each individual in the stronghold will have 1-4 sp per level.

Inside each compound is a stone warehouse, about 30 feet by 70 feet, and only some 15 feet high. Each warehouse contains lumber, bales of plain cloth, wine kegs, leather and leather goods, various sorts of pottery, parchment, animal-skins, dried fruit, tin ingots, bronze ingots, iron pigs, and boxes of crude weapons such as spears, axes, heavy morningstars, javelins, and daggers. There is also about a dozen sets of padded armor, studded leather armor, and ring mail jacks. From 3-18 bucklers and shields are stored with weapons and armor, and all such materials are always kept in a small locked chamber in the rear of the warehouse. Near the front is a heavy bronze chest, well-locked (Open Lock DC 30), which holds various vessels and containers carved from crystal. Each is about a cubic foot in volume and worth 10 sp. There will be from 10-60 such items in each chest.





## Part Two: The City of Yezud



There are eight minor noble houses in Yezud, each ruled by a lord and all technically subservient to the King of Zamora in Shadizar, but due to Yezud's remote location, most royal edicts are ignored or subverted to the interests of the noble houses. The noble houses have their palaces to the north of the city, while their allied yeomen run the farmsteads to the south of the city.

Both the nobles and (especially) the common folk worship the spider-god, partly due to tradition, but mostly out of fear. A steady stream of sacrifices is brought to the temple to propitiate the spider-god, which is believed to offer protection against the natural and unnatural spiders that plague the region. These sacrifices have made the cult very wealthy, and influential far beyond Yezud (for instance, the sorcerer Yara of Arenjun is believed to have been a member of the cult). The cult has a network of spies in the city and even inside most noble houses in the valley. Some nobles, such as the lord Astyages, resent the influence of the spider-cult, but hesitate to act openly against it.

### 8. THE GREAT GATE TO THE CITY

Although there are a number of small doors in the walls of this ancient Zamorian city, this is the only entry permitted for regular traffic. The gatehouse is a large pile of old black stone, frescoed with scenes of battles and triumph. Two spiked

bronze valves (2 in. thick; Hardness 10; hp 60; Break DC 28) stand open at of the passage. The city walls are 20 feet thick, and those of the gatehouse 10 feet through. The construction is 70 feet wide and 40 feet deep and high. The tunnel which passes through its center is 20 feet square, with slits and murder holes guarding its length.

At the entry are four guards and a guard captain. At the inner end are another four guards and another captain. Each set of guards watches for troublemakers. Any weapons larger than arming swords are not allowed into the city, unless the wielder is a noble or a guard or mercenary in the employ of a noble house. Prohibited weapons will be confiscated by the guards (assume the guards take 10 on their Search checks). Those caught with illegal weapons inside the city are thrown into jail for at least three months.

The gatehouse proper houses an additional twelve guards, and three captains on the left, as well as twelve guards and three captains on the right side — all armored and armed as those on gate duty. The overall gate commander (use senior officer statistics) is an ally of the House of Astyages.

### 9. THE CITY OF YEZUD

This northern Zamorian stronghold is countless centuries old. It is surrounded by walls of black stone (Climb DC 25), 30 feet high and adorned with crenelated battle-

ments above that. At irregular intervals around the perimeter are eleven square towers, 40 feet on a side, 45 feet tall, and crenelated battlements adding over 6 feet to the towers' height. The walls are patrolled by pairs of city guards (as above) passing between towers, and each tower houses ten additional guards on its two upper floors. The second level is a dayroom, and the first is used for the offices and quarters of the captain who is in overall command of the tower.

*Note:* The untowered river wall of Yezud (to the north) is the special province of guards loyal to the temple of the spider-god. This wall is very smooth (Climb DC 25) and 50 feet high. Near the center of this edifice is a thickened wall section into which is built a set of special double gates (2 in. thick; Hardness 10; hp 60; Break DC 28) protected from each side by portcullises (2 in. thick; Hardness 10; hp 60; Lift DC 25; Break DC 28). The place houses 20 temple guards, four elite temple guards, two temple acolytes, and one senior priest of Zath. This so-called Noble Gate guards the access to the bridge which spans the river and leads to the high plateau upon which the noble families have their estates.

The alien and strangely disturbing buildings of Yezud are crowded together in a welter which confuse any not born and bred to the place. Its crooked, narrow streets and alleys are dimly illuminated by greasy torches. Horrors lurk in the sewers beneath, and the rooftops are home to many sorts of deadly spiders.

The main ways of this ancient and depraved city are thronged with as unlikely a mixture of races as can be imagined. Pale Hyperboreans and bearded outcast Kezankians rub shoulders with Zamorians. Turanians and Kothians are common, as are Corinthians and Shemites. The crowds part hurriedly for Yezudian nobles riding mighty Balkhana warhorses, while merchants with pack mules must slowly force their way through traffic. Beggars of all sorts are seen, and Zamorian thieves, pimps, and harlots are as common as the enslaved Brythunian and Nemedian prostitutes displayed before certain establishments.

Between 8,000 and 9,000 Zamorians live in the city, and half that number of foreigners, servants, and slaves. To this permanent population can be added a thousand or so wandering merchants, mercenaries, and thieves. The spires and towers of Yezud reek of debauchery and decadence, and the city's inhabitants are degenerate and effete. Those with any promise and ability are brought out of the place to serve the yeomen or noble houses. The rest are left to wallow in

Yezud's sinkhole of depravity which almost rivals Shadizar. The most popular places in the city are the gambling dens, bordellos, taverns, drug saloons, and even less savory shops along the two main streets. The back streets and alleyways too boast of brothels, lotus dens, bars, and torture parlors. Unspeakable things transpire where jaded merchants and corrupt sorcerers seek pleasure, pain, excitement, or arcane knowledge, and sometimes these seekers find they are victims. All visitors are warned that they enter the back streets of the city at their peril.

A patrol of twelve city guards (each with a trained dog) police the main streets of the city every hour, but they are indifferent to the fate of any foreigner and seek only to prevent major riots or destruction. The party will encounter creatures every ten minutes they roam the streets, and every hour spent inside any establishment open to public traffic.

*The Bridge and Plateau Beyond:* As mentioned previously, the only persons permitted to leave the city by the Noble Gate are those on business of the noble families or the cult of the spider-god. In other words, only those with the proper devices and a good reason (fabricated or real) are allowed to pass over the bridge to the area north. The bridge joins the plateau about 30 feet higher than its southern end. The road beyond rises steeply to the top of the noble lands.

#### 10.-17. LANDS OF THE NOBLE FAMILIES

The plateau serves as the exclusive preserve of the Yezudian nobles. Each of the eight noble houses has its own estate and a palace-fortress complex thereon. The area is lightly wooded, with small copses growing along the road and between estate boundaries. Nobles often hunt wild boars and other game in the forests here.

Each estate consists of a large (30+ rooms) palace surrounded by outbuildings and connecting walls to form a large compound. Outbuildings include 2-4 small villas, barracks, stables, menagerie, and slave quarters.

Each estate will have the following creatures and personnel: 7-12 riding horses, 2-5 Turanian warhorses, 2-8 guard dogs, 21-50 slaves, 30-60 male and female commoners, 4-16 children, 30-60 guards, 11-20 elite guards, and the noble head of the family. In addition, there is a 25% chance that the noble employs 2d4 experienced Brythunian mercenaries.

All troops have polearms for wall defense.



## Part Three: The Great Fane of Zath



*"He had entered the part of the city reserved for the temples. On all sides of him they glittered white in the starlight - snowy marble pillars and golden domes and silver arches, shrines of Zamora's myriad strange gods. He did not trouble his head about them; he knew that Zamora's religion, like all things of a civilized, longsettled people, was intricate and complex, and had lost most of the pristine essence in a maze of formulas and rituals. He had squatted for hours in the courtyards of the philosophers, listening to the arguments of theologians and teachers, and come away in a haze of bewilderment, sure of only one thing, and that, that they were all touched in the head." - The Tower of the Elephant*

*Note: The priests of Zath are able to converse with, and sometimes control, giant spiders. Spiders attacked but not totally exterminated will hasten to inform their masters that there are enemies approaching.*

### **18. LESSER TEMPLE OF THE SPIDER-GOD**

The road northeast from the flying bridge which spans the river between Yezud and the nobles' plateau leads to a broad and high gallery, 100 feet and more wide and over a mile long. Its walls have been carved by slaves over centuries, so that everywhere the eye rests a grinning demon face, feeding spider, gibbering spirits, or scenes of disgusting practices or web-covered landscapes will sicken the viewer (Will DC 16 to avoid becoming sickened for 10-30 minutes, unless the motives are only briefly glanced at). Skulls and orgy scenes are the typical motifs used to border major reliefs. The sculpturing becomes more detailed, more disgusting, more horrible as the end of the passage nears.

The party sees a squat building of yellowish rock (60 feet by 100 feet by 30 feet) that completely blocks the passageway. The trail leads directly to the ugly structure. It too is ornately sculpted in demoniac bas-relief, for the building is the Lesser Temple of the Spider-God. Its open interior is pillared, and has a large sacrificial altar and two flanking frames which resemble



spider webs. When a ritual sacrifice is made at the altar, two victims are also placed into these frames for feeding of the temple spiders. These trained spiders are large hunting spiders with stronger venom than normal, and will attack any non-cultist observed. There are eight of these monsters dwelling on the ledges which run around the interior of the place, and they have webs spun about 20 feet above the floor, so that they can move quickly about the whole interior. They have no treasure.

An obscene tapestry at the rear of the temple screens a pair of double doors which lead to the utilitarian areas of the place. Here are storerooms, a kitchen, cells for sacrifices (three current victims therein), and slave barracks where a dozen prisoners are kept when not laboring for the glory of Zath (roll for random race determination for all sacrifices/slaves). There is a suite of six rooms where the clerics of the temple dwell. A small barracks provides for the temple guards.

The staff of the Lesser Temple consists of a High Priest named Zuthraxes, two senior priests, four elite temple guards, and eight temple guards. Each wears a golden spider brooch (worth 25 sp).

*Treasure:* The treasury of the temple is hidden as follows: A secret trapdoor (Search DC 30) in the floor of the sleeping chamber of Zuthraxes leads down 10 feet. The second rung of the ladder is set to come loose and precipitate the climber to the bottom, where a covered pit drops the victim another 40 feet onto a bed of poisoned spikes (no attack roll necessary [5d6], +10 melee [1d4 spikes for 1d4+4 points of damage per hit plus temple spider poison]; Reflex save [DC 20] avoids; Search [DC 20]; Disable Device [DC 20]).

In the 20 feet by 10 feet room there is a locked chest (Hardness 5; hp 15; Break DC 23; Open Lock DC 30) with 2,780 sp and twelve pieces of wrought gold jewelry (worth 100 sp each). There is a secret door (Search DC 30) in the pit, however, which will open to reveal a small coffer (Hardness 5; hp 1; Break DC 17) which contains 10 base 50 sp gems and 1,000 sp. A loose stone beneath the coffer (Search DC 20) hides a temple service (chalice, dish, and ewer) of gem-studded gold worth 500, 1,000, and 1,250 sp respectively.

**19. THE GREAT FANE OF THE SPIDER-GOD**

At the very center of the valley is a mound upon which is built the great temple to Zath, the Fane where only cult members and distinguished visitors are allowed to enter. The edifice is a pagoda-like structure, decorated with many carved spiders



and demon statues. To prevent intruders climbing its walls, the stone is coated with a sticky black material which has the properties of a web produced by a gargantuan monstrous spider (Escape Artist DC 20, Break DC 24, 16 hp per 5-foot section, DR 5). Ten temple spiders are hiding atop the pagoda, attacking any creatures caught by the sticky stone.

The enclosed map should be used with the following sub-key for adventures in the Fane of the Spider-God.

Level #1:

1) Balistraded steps leading up to the main story of the Fane. These stairs are fashioned to resemble a spider web. The gates are of iron (2 in. thick; Hardness 10; hp 60; Break DC 28) and can be barred from the inside (+2 to Break DC).

2) The foyer of the temple is deserted. The black stone of the floor is shot with web-like tracteries of white, and the marble pillars are veined with black webbing. Normally, some noble comes only this far when a special favor is requested, for minor sacrifices are made at 3) and 4). The walls of the place are hung with gauzy material, and the overall effect is that of standing amidst endless webs.





3) An altar where offerings of goods are placed. It is carved with many spider shapes, and two candles burn on either end. It bears an octagonal offering-platter made of beaten gold (1,000 sp value), and the candleholders are of onyx inlaid with gold (200 sp value each).

4) This altar is similar to 3), but it is for minor blood offerings, so there is a bowl rather than a plate.

5) Behind the gauzy web-tapestries in the east wing of the foyer is the dwelling-room of eight voluptuous temple-virgins, known as the Brides of the Spider-God. One of these girls is Sharanah, a spy in the employ of Astyages, a noble of Yezud. There are runes inlaid in silver in the floor which praise the spider-god in the Zamorian language. The girls are naked except for strands of black pearls, resembling webs, draped over their bodies. The brides of the spider-god use their wiles to delay, seduce and possibly attack intruders.

6) This area looks the same as 5), except the runes are inlaid in mother of pearl. Chained in the southwestern corner is a pet of the priests, a particularly massive man-ape (maximum hit points) captured in the Kezankian mountains. Its leash is 35 feet long. The man-ape obeys the priests of the temple and will not harm the temple guards and slaves, but attacks anyone that looks unfamiliar if they come too close.

7) This room is a council chamber, with a long table in its center. There are several chairs around the table and several comfortable couches along the walls. The floor is covered with soft carpeting, and the walls are hung with gossamer veils. Those who have sacrificed richly to Zath are brought here for rest, refreshment, and clerical advice. The secret door to the west (Search DC 25) has small spy holes which can be opened to permit viewing and listening. The presence of the secret door to the north (Search DC 30) is only known to Sharanah. It leads to a small hidden chamber beneath the stairs.

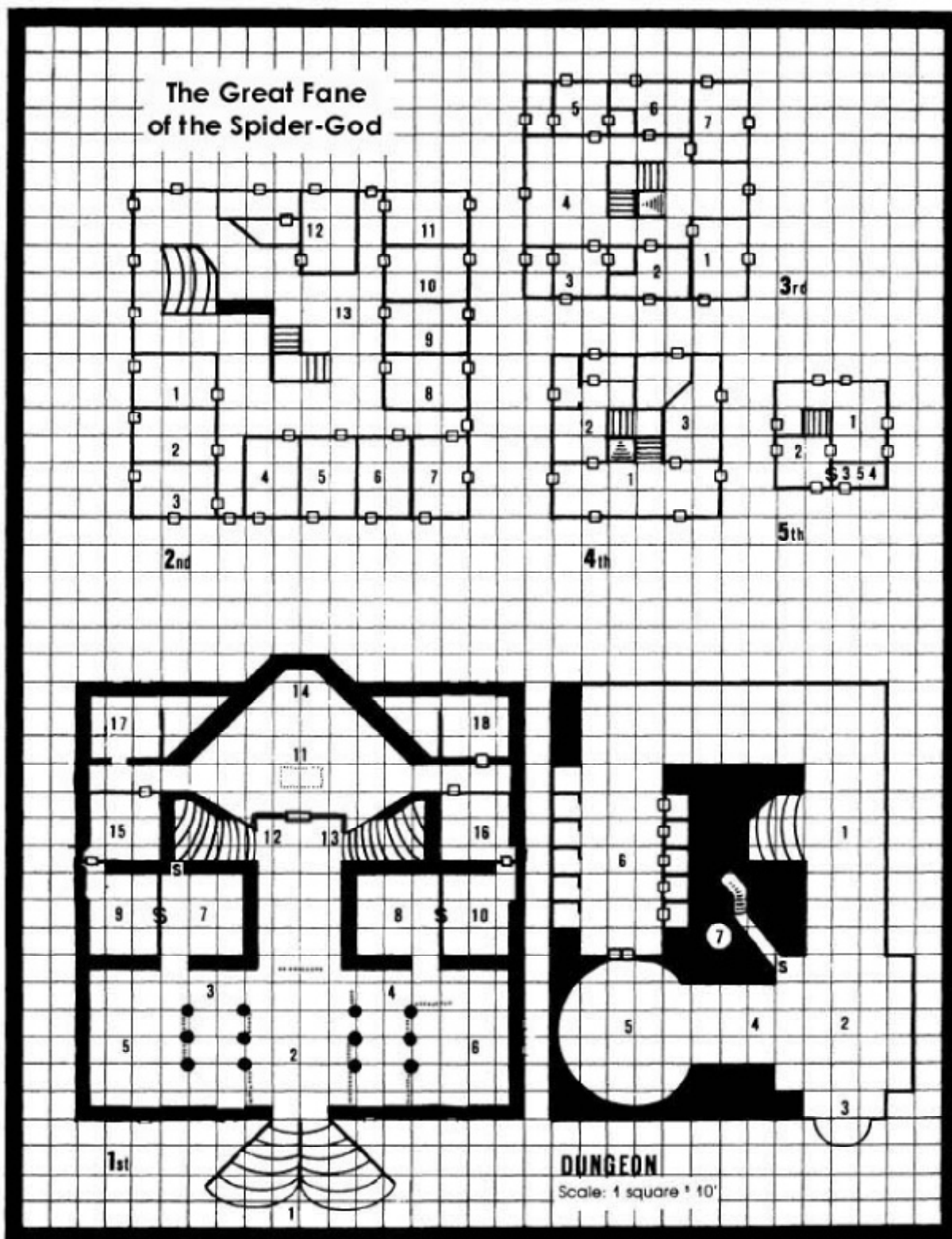
8) This room is identical to 7) above.

9) Two temple guards are on duty here at all times. The room is sparsely furnished with table, a few chairs, and a couch.

10) This room is identical to 9) above.

11) Inner Sanctum: The massive double doors to this room (2 in. thick; Hardness 10; hp 60; Break DC 28; Open Lock DC 35) are decorated with a huge spider design. The floor is of traceried black stone here also. At the back of the room is a huge stone idol in the shape of a spider (see Area 14 below). Those making great offerings are permitted to come to this area escorted by priests. There is a 50% chance that 1-2 high priests are here, accompanied by 1-4 elite guards and 2-8 acolytes.





Directly in front of the idol is a metal grille that covers a 30 feet deep pit that connects with the dungeon level below. The sides of this pit are covered with webs, from which spider swarms may emerge at the command of the priests. There are currently eight spider swarms in the pit.

12) These web-like stairs climb upwards to the levels above. A temple spider guards the steps from a position about half-way upon them, attacking any creature not

garbed as a temple servant, guard or priest.

13) Other than for the fact that these stairs descend to the dungeon beneath the Fane, they are the same as 12).

14) Idol of the Spider-God: Two silver braziers of incense smoke gently on either side of a huge idol of polished stone in the shape of a monstrous spider. The eight





eyes of the idol are fist-sized black opals (worth 5,000 sp each, even more as a set, although finding a buyer can prove to be very difficult as the eyes are believed to be cursed). Each eye can be pried loose with a successful Break check (DC 18). Merely touching the idol is a great sacrilege in the eyes of the cult, of course.

15) This is a guard post where four temple guards and one elite guard are always on duty. They make periodic (hourly) rounds of the whole level.

16) This post is the same as 15), with rounds being made every hour on the half hour.

17) Slave quarters here at the back of the Fane are stark, with only the barest of necessities for sleeping and sanitation. The door has a small window (which can be closed) and heavy locks (Open Lock DC 25). The rooms contain 11-16 slaves of various races.

18) This slave quarters area is exactly the same as 17).

#### Dungeon Level:

1) As the party descends, they will note that the lower level is illuminated by a weird greenish light coming from wall-set torches. The walls are covered with luminescent frescoes of spiders feeding upon prey and lesser demons dragging sacrifices — horror-stricken humans and like creatures — to torture and death. These murals are everywhere on the dungeon walls.

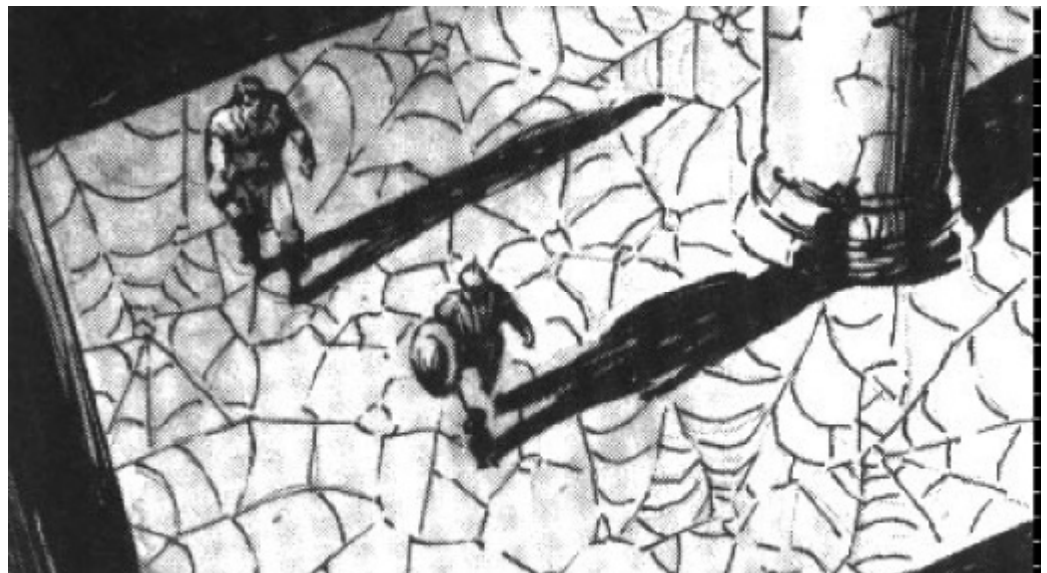
2) This area is where only the High Priest and his senior assistants may enter and sacrifice to the living Zath. The floor is a webbing of silver inlaid in black onyx, and the walls in the area show only likenesses of Zath. There are eight temple spiders crawling on the walls and ceiling here.

3) Here stands an altar stone of jet (Hardness 8; hp 90; Break DC 35), hollowed so as to hold a man-sized form of up to 8 feet in length. It has inlays in ivory, silver, and precious stone (20 rubies of 400 sp value each) of skeletons and spiders. A creature laid into the hollow is instantly enmeshed in webs which spring forth from tiny holes on either side of the hollowed-out portion.

To either side of the altar are small silver cages. Into these are thrust additional sacrificial victims when an especially great offering is made to the spider-god, and Zath will paralyze these victims and then take them to feed upon at her leisure. In the right-hand cage there is a male prisoner placed into captivity yesterday and paralyzed by the spider-god. He is Yalek, a hillman subchief (male Kezankian Barbarian 8) captured during a raid on a merchant caravan outside Yezud.

4) The passage here is totally screened off by thick webs cast by Zath. While these webs appear to be normal spider strands, they burn at half the normal rate. They are, of course, sticky. A tunnel down the center permits Zath to come and go as she wills.

5) The lair of the spider-god of Yezud. The walls and ceiling are covered with webs. At irregular intervals along the walls, man-sized cocoons are suspended, containing paralyzed but as yet undevoured victims.



The floor is strewn with skulls and bones of both humans and large animals.

Zath attacks any creature which dares enter its abode. Note that the one-way doors to the north (too small for Zath) are hidden by webs. In the middle of the room is a 20 feet wide and 100 feet deep pit, covered with webs, that connects with the caverns beneath Area 7. If Zath is severely damaged, the spider-god retreats down into the pit.

6) In this area of 30 feet wide corridor there are five barred and locked cells holding eleven slave sacrifices, and on the west wall are six cubicles wherein dwell the guards who watch over these prisoners, eight ghoulish creatures whose bodies swarm with tiny spiders (see the New Monsters appendix).

7) Secret door (Search DC 30) sinks to allow passage along a 4 feet wide corridor and steps down to a 10 feet wide tunnel to Area 20 thereafter, passing a series of mazelike caverns that teem with the numerous offspring of Zath.

Level #2:

1)-3) Each of these simple and spartan rooms is a barracks for four temple guards.

4)-7) Each of these rooms quarters one senior priest. The rooms are richly carpeted, tapestried, and furnished with soft couch, inlaid wood table, padded chairs, etc.

8)-11) These four rooms serve as sleeping-quarters for twelve acolytes, three per room. The rooms are rather plain and functional.

12) This room quarters two elite temple guards who act as guard commanders. The area is richly furnished, and the room to the west is likewise well appointed, with two soft couches covered with silks. The small closet off the sleeping area is an arsenal which contains 30 crossbows, 30 cases of bolts, and temple spider venom sufficient for 50 applications.

13) The open areas of the level have narrow tables and benches along the walls. At this point there are always two elite temple guards on alert, as only acolytes, priests and commanders of the guard are permitted to go above.



Level #3:

This level is reserved for the senior priests of the Fane and their favored acolytes. All rooms are richly carpeted and hung with tapestries.

1) Quarters for four acolytes. They assist in the more common rituals but are not permitted to venture into the lower (dungeon) level.

2) Chamber of one senior priest.

3) Suite of rooms belonging to one senior priest.

4) This area is where the priests dine and generally enjoy themselves. There are numerous couches, small tables, cushions, etc. scattered about. There are eight gold services (plate, bowl, flagon, utensils), four sets of which are worth 100 sp each, two sets are worth 300 sp each, and two sets are worth 500 sp each. All are set with small gems.



5) These chambers are those of another senior priest. Amongst his belongings is a great ebony table (worth 250 sp) and a necklace of black pearls, like those worn by the brides of the spider-god (worth 100 sp).

6) Room of a senior priest exactly conforming to 2) above.

7) Quarters of four acolytes exactly conforming to 1) above.

Level #4:

1) This is the administrative and relaxation area for the high priests of the Fane. There are three desks, six chairs, one large and two small tables, and four couches in the area.

2) Dayroom and quarters of high priest Ur-Khaddar. His chamber is hung with twelve costly (but lewd) tapestries which have an average commercial value of 200 sp each. He wears a gold spider brooch worth 200 sp.

3) Dayroom and quarters of high priest Xeridates. His apartment is also very expensively and lavishly furnished, and amidst the articles are several lewd statuettes worth 100-600 sp each (2-5 jade carvings) and 14 tapestries of an average value of 150 sp each. Like the other high priests, he wears an emerald signet ring which makes him impervious to spider venom.

Level #5:

This level is the private domain of the Grand High Priest of Zath, Hamadara, a mighty and ruthless sorcerer-priest.

1) This is a lounge decorated with innumerable perverted and lewd paintings, tapestries, statues, etc. Even the soft Vendhyan carpets are obscene. At intervals, however, are silver threaded hangings which have a spider embroidered upon them, with 100 sp rubies set as eyes (two per tapestry). One hangs at the end of the west passage, two on the north wall, and two on each the east and south walls, while an eighth depends from the wall beside the door to room 2.

If any creature other than Hamadara touches them, the embroidered spider



becomes a giant temple spider. The High Priest can command any to life by an incantation (a standard action).

There are various containers for wine and spirits scattered about, and several sorts of drugs (mushroom powder, poppy juice, black lotus dust) are contained in gold and crystal dishes on a bone and silver stand. Debauchery is the keynote of this place. A special warning device (a thin rope and tiny bell) connected to the stairs alerts Hamadara of trespassers, and he will observe them through the slit of the secret door of room 2.

2) The bed chamber of the High Priest is as lewdly and evilly decorated as the outer room. There are no spider tapestries here, merely opulent furnishings, including various jeweled objects of great value (13 items with a worth of 100-800 sp each) — including a strange platinum rod set with black opals (if it is touched, a smoke serpent is summoned and immediately attacks).

3) This small room is the abode of Hamadara's bodyguard, Pejaarik, a Hyperborean barbarian of massive size

and strength, who obeys the priest's every command and is never far from his master's side.

The room doubles as a torture chamber; there are several whips and torture instruments on one wall, and near them is a gag and a masterwork curved dagger.

4) This is the treasury room of the Fane, hidden behind a panel in the wall (Search DC 25). All four chests in the room are locked (Open Lock DC 30), have poison needle traps in the handles and latches (mechanical; touch trigger; repair reset; lock bypass [Open Lock DC 30]; Atk +17 melee [1 plus poison, needle]; poison [temple spider, DC 17 Fortitude save resists (poison only), 1d8 Str/1d8 Str]; Search DC 22; Disable Device DC 17), and are constructed from silver-inlaid iron with lead linings.

In front of the chests is a small metal idol of a spider. If this palm-sized sculpture is touched, it sprays grey lotus mist in a 30 foot radius (mechanical; touch trigger; repair reset; no attack roll necessary; grey lotus blossom [inhaled, DC 22 Fortitude save resists, 2d6 Wis and madness/1d6 Wis]; Search DC 22; Disable Device DC 17).

Chest 1 contains 11,230 sp. Chest 2 holds 4,389 sp. Chest 3 contains 20 potions (various lotus and alchemical preparations) and eight scrolls dealing with the history and religion of Zamora. Chest 4 contains 37 pieces of jewelry set with

gems (100-300 sp value each), a sack of 1,000 sp, and an ivory box lined with satin which holds 13 diamonds (base value 500 sp each) and a crystal ball. The diamonds are wrapped in a velvet cloth, and the crystal ball in a strangely printed silk square. If the latter is laid atop the former, it will reveal writing in Acheronean runes. This writing tells of a city in the empire of Acheron where Omm the Unspeakable, an ancient spider-god, was worshipped, and hints at the location of this ruined city.

**20. WHARF CAVERN**

The Fane maintains a secret base here, for its agents travel the waters of the river (a tributary to the Nezvaya River, which in turn eventually empties into the Vilayet Sea) east towards the Turanian steppes and west towards Brythunia. Moored at a stone jetty are two small galleys, about 40 feet long, with eight oars per side and black sails. Two senior priests, four elite guards and 20 temple guards dwell in the cavern, serving as guards and crew for the vessels.

A galley can hold 16 rowers, 24 other persons, and sufficient food and water for all for about two weeks or so. This leaves sufficient room for about 100 cubic feet of cargo in addition.

THIS ENDS THE JOURNEY INTO THE CITY OF THE SPIDER-GOD BUT BEGINS MANY NEW AND EXCITING PROSPECTS



## Appendix A: Non-Player Characters

### *Kozak Raider*

Male Hyborian Nomad 2/Thief 1  
**Hit Dice:** 2d10+2 plus 1d8+1 (22 hp)  
**Initiative:** +8 (+3 Dex, +5 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 17 (+1 base, +3 Dex, +1 Dodge, +1 Light-Footed, +1 Favored Terrain)  
**DV (Parry):** 12 (+1 base, +1 Str)  
**DR:** 0 (no armor)  
**Base Attack/Grapple:** +2/+3  
**Attack:** Scimitar +3 melee (1d8+1, 18-20/x2, AP 2) or Hyrkanian bow +5 ranged (1d10+1, 19-20/x2, AP 3, range increment 100 ft.)  
**Full Attack:** Scimitar +3 melee (1d8+1, 18-20/x2, AP 2) or Hyrkanian bow +5 ranged (1d10+1, 19-20/x2, AP 3, range increment 100 ft.)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Sneak Attack Style (scimitar), Sneak Attack +2d6/+2d8.  
**Special Qualities:** Choose 2 extra class skills, gain +2 competence bonus to extra class skills, wield Hyrkanian bow as martial weapon instead of exotic weapon, +1 racial bonus to Fate Points, Track, Favoured Terrain +1 (plains), Born to the Saddle, Trapfinding.  
**Saves:** Fort +4, Ref +8, Will +0  
**Abilities:** Str 13, Dex 16, Con 12, Int 11, Wis 10, Cha 11  
**Skills:** Climb +6, Hide +9, Ride +8, Survival +5, Knowledge (local) +4, Tumble +7.  
**Feats:** Dodge, Light-Footed, Mounted Combat, Ride-By Attack.  
**Languages:** Turanian, Zamorian, Shemitish.

*Possessions:* Clothing, scimitar, Hyrkanian bow, 20 arrows, Turanian warhorse, 15 sp.  
*Description:* The Kozakis wear a chaotic mix of clothes, such as brightly colored silken shirts, baggy trousers and fur caps.  
*Special Note:* These Hyborian Kozaks can use the Hyrkanian bow (rather than the greatsword, which is more common among the western Hyborians) as a martial weapon instead of an exotic weapon.

### *Vazek the Swift,*

#### *Kozak Hetman*

Male Hyborian Nomad 5/Thief 4  
**Hit Dice:** 5d10+5 plus 4d8+4 (59 hp)  
**Initiative:** +12 (+4 Dex, +8 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 22 (+4 base, +4 Dex, +1 Dodge, +1 Light-Footed, +2 Favored Terrain)  
**DV (Parry):** 18 (+4 base, +4 Str)  
**DR:** 0 (no armor)  
**Base Attack/Grapple:** +8/+12  
**Attack:** Scimitar +13 melee (1d8+4, 18-20/x2, AP 2) or Hyrkanian bow +12 (+8 base, +4 Dex) ranged (1d10+4, 19-20/x2, AP 3, range increment 100 ft.)  
**Full Attack:** Scimitar +13/+8 melee (1d8+4, 18-20/x2, AP 2) or Hyrkanian bow +12/+7 ranged (1d10+4, 19-20/x2, AP 3, range increment 100 ft.)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Nomad Charge +1, Sneak Attack Style (scimitar, Hyrkanian bow), Sneak Attack +3d6/+3d8.  
**Special Qualities:** Choose 2 extra class skills, gain +2 competence bonus to extra class skills, wield Hyrkanian bow as martial weapon instead of exotic weapon, +1 racial bonus to Fate Points, Track, Favoured Terrain +1, Born to the Saddle, Endurance, Favoured Terrain +2, Mobility, Trapfinding, Eyes of the Cat, Trap Sense +1.  
**Saves:** Fort +6, Ref +12, Will +3  
**Abilities:** Str 18, Dex 19, Con 13, Int 11, Wis 13, Cha 12  
**Skills:** Bluff +9, Hide +12, Ride +12, Survival +9, Appraise +7, Escape Artist +11, Knowledge (local) +7, Sleight of Hand +11, Tumble +11.  
**Feats:** Combat Reflexes, Dodge, Leadership, Light-Footed (b), Mounted Archery, Mounted Combat, Ride-By Attack, Weapon Focus (scimitar).  
**Languages:** Hyrkanian, Brythunian, Zamorian, Shemitish.

*Possessions:* Clothing, scimitar, Hyrkanian bow, 20 arrows, Turanian warhorse, gold chains (worth 250 sp), 55 sp.  
*Description:* Vazek is bald, has a long drooping moustache, and is adorned with several gold chains around his neck.  
*Special Note:* Vazek can use the Hyrkanian bow (rather than the greatsword, which is more common among the western Hyborians) as a martial weapon instead of an exotic weapon.





### Kezankian Hillman

Male Kezankian Barbarian 3  
**Hit Dice:** 3d10+9 (30 hp)  
**Initiative:** +5 (+2 Dex, +3 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 14 (+2 base, +2 Dex)  
**DV (Parry):** 14 (+1 base, +3 Str)  
**DR:** 4 (leather jerkin)  
**Base Attack/Grapple:** +3/+6  
**Attack:** Tulwar +7 melee (2d8+4, 18-20/x2, AP 3) or javelin +5 ranged (1d8+3, 20/x2, AP 1, range increment 30 ft.)  
**Full Attack:** Tulwar +7 melee (2d8+4, 18-20/x2, AP 3) or javelin +5 ranged (1d8+3, 20/x2, AP 1, range increment 30 ft.)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Versatility (-2 penalty), Bite Sword, Crimson Mist.  
**Special Qualities:** +2 circumstance bonus to Hide, Listen, Move Silently, Survival and Spot checks in hills and mountains, +1 racial bonus to Hide and Move Silently checks, Track, Fearless, Trap Sense +1, Endurance.  
**Saves:** Fort +5, Ref +5, Will +1  
**Abilities:** Str 16, Dex 14, Con 14, Int 10, Wis 11, Cha 9  
**Skills:** Climb +9, Hide +8, Move Silently +8, Survival +6.  
**Feats:** Exotic Weapon Proficiency (tulwar), Fighting-Madness, Toughness (b), Weapon Focus (tulwar).  
**Languages:** Kezankian, Zamorian, Hyrkianian.

*Possessions:* Leather jerkin, tulwar, javelin, 5 sp.  
*Description:* Kezankians wear turbans, leather vests, voluminous trousers and forked beards; they fight with tulwars.

### Kezankian Subchief

Male Kezankian Barbarian 6  
**Hit Dice:** 6d10+15 (52 hp)  
**Initiative:** +7 (+2 Dex, +5 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 17 (+4 base, +2 Dex, +1 Dodge)  
**DV (Parry):** 16 (+2 base, +4 Str)  
**DR:** 5 (leather jerkin, steel cap)  
**Base Attack/Grapple:** +6/+10  
**Attack:** Tulwar +11 melee (2d8+6, 18-20/x2, AP 3) or javelin +8 ranged (1d8+4, 20/x2, AP 1, range increment 30 ft.)  
**Full Attack:** Tulwar +11/+6 melee (2d8+6, 18-20/x2, AP 3) or javelin +8/+3 ranged (1d8+4, 20/x2, AP 1, range increment 30 ft.)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Versatility (-2 penalty), Bite Sword, Crimson Mist.  
**Special Qualities:** +2 circumstance bonus to Hide, Listen, Move Silently, Survival and Spot checks in hills and mountains, +1 racial bonus to Hide and Move Silently checks, Track, Fearless, Endurance, Uncanny Dodge, Mobility, Trap Sense +2.  
**Saves:** Fort +7, Ref +7, Will +3

**Abilities:** Str 18, Dex 14, Con 14, Int 10, Wis 12, Cha 10  
**Skills:** Climb +13, Hide +11, Move Silently +11, Survival +10.  
**Feats:** Diehard (b), Dodge, Exotic Weapon Proficiency (tulwar), Fighting-Madness, Power Attack, Toughness (b), Weapon Focus (tulwar).  
**Languages:** Kezankian, Zamorian, Hyrkianian.

*Possessions:* Leather jerkin, steel cap, tulwar, javelin, 30 sp.  
*Description:* Kezankian subchiefs have full beards and wear steel caps under their turbans.

### Kariman, Kezankian Chieftain

Male Kezankian Barbarian 11  
**Hit Dice:** 10d10+36 (95 hp)  
**Initiative:** +9 (+2 Dex, +7 Ref)  
**Speed:** 25 ft. (5 squares)  
**DV (Dodge):** 21 (+8 base, +2 Dex, +1 Dodge)  
**DV (Parry):** 20 (+4 base, +6 Str)  
**DR:** 9 (mail shirt and breastplate, class)  
**Base Attack/Grapple:** +11/+17  
**Attack:** Tulwar +18 melee (2d8+9, 15-20/x2, AP 3) or javelin +13 ranged (1d8+6, 20/x2, AP 1, range increment 30 ft.)  
**Full Attack:** Tulwar +18/+13/+8 melee (2d8+9, 15-20/x2, AP 3) or javelin +13/+8/+3 ranged (1d8+6, 20/x2, AP 1, range increment 30 ft.)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Bite Sword, Crimson Mist, Versatility (no penalty), Greater Crimson Mist.  
**Special Qualities:** +2 circumstance bonus to Hide, Listen, Move Silently, Survival and Spot checks in hills and mountains, +1 racial bonus to Hide and Move Silently checks, Track, Fearless, Trap Sense +1, Diehard, Improved Uncanny Dodge, Trap Sense +3, Improved Mobility, Damage Reduction 1/-.  
**Saves:** Fort +10, Ref +9, Will +4  
**Abilities:** Str 22, Dex 14, Con 16, Int 11, Wis 13, Cha 14  
**Skills:** Bluff +16, Climb +20, Intimidate +16, Jump +20.  
**Feats:** Diehard (b), Dodge, Endurance (b), Fighting-Madness, Improved Critical, Improved Sunder, Leadership, Power Attack, Toughness (b), Weapon Focus (tulwar).  
**Languages:** Kezankian, Zamorian, Hyrkianian.

*Possessions:* Mail shirt and breastplate, tulwar, javelin.  
*Description:* Kariman is a bull of a man, garbed in heavy armor stolen from the corpse of a Turanian general who led a punitive expedition into the mountains.





### Zamorian Peasant or Slave

Male/Female Zamorian Commoner 1  
**Hit Dice:** 1d4 (2 hp)  
**Initiative:** +1 (+1 Dex, +0 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 11 (+0 base, +1 Dex)  
**DV (Parry):** 10 (+0 base, +0 Str)  
**DR:** 0 (no armor)  
**Base Attack/Grapple:** +0/+0  
**Attack:** Unarmed strike +1 melee (1d4, 20/x2, AP 0, finesse)  
**Full Attack:** Unarmed strike +1 melee (1d4, 20/x2, AP 0, finesse)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** None.  
**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Illiteracy.  
**Saves:** Fort +0, Ref +1, Will +0  
**Abilities:** Str 10, Dex 12, Con 10, Int 10, Wis 10, Cha 12  
**Skills:** Craft (any mundane) +4, Handle Animal +5, Profession (any appropriate) +7.  
**Feats:** Skill Focus (profession).  
**Languages:** Zamorian.

*Possessions:* Clothing.  
*Description:* Slaves are usually more well-dressed and healthier than peasants, since it is in the slave owner's interest to keep them clean and well-fed. Zamorian peasants, on the other hand, are in reality owned by their feudal lords, who care little about the wellbeing of their downtrodden subjects.

### Zamorian Merchant

Male Zamorian Commoner 5  
**Hit Dice:** 5d4 (15 hp)  
**Initiative:** +1 (+0 Dex, +1 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 12 (+2 base, +0 Dex)  
**DV (Parry):** 12 (+2 base, +0 Str)  
**DR:** 0 (no armor)  
**Base Attack/Grapple:** +2/+2  
**Attack:** Short sword +2 melee (1d8, 19-20/x2, AP 1, finesse)  
**Full Attack:** Short sword +2 melee (1d8, 19-20/x2, AP 1, finesse)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** None.  
**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects,

+1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Illiteracy.  
**Saves:** Fort +1, Ref +1, Will +2  
**Abilities:** Str 11, Dex 10, Con 10, Int 14, Wis 12, Cha 12  
**Skills:** Handle Animal +9, Listen +9, Profession (merchant) +9, Ride +8, Spot +9.  
**Feats:** Alertness, Martial Weapon Proficiency, Skill Focus (profession) (b).  
**Languages:** Zamorian, Shemite, Kothic, Brythunian.

*Possessions:* Clothing, short sword, 135 sp.  
*Description:* Merchants are caravan-masters, traders and moneylenders. They are usually protected by mercenaries and served by slaves.

### Riffraff or Guttersnipe of Yezud

Male/Female Zamorian Thief 2  
**Hit Dice:** 2d8 (12 hp)  
**Initiative:** +10 (+3 Dex, +3 Ref, +4 Improved Initiative)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 15 (+1 base, +3 Dex, +1 Light-Footed)  
**DV (Parry):** 11 (+1 base, +0 Str)  
**DR:** 0 (no armor)  
**Base Attack/Grapple:** +1/+1  
**Attack:** Dagger +4 melee (1d4, 19-20/x2, AP 1, finesse)  
**Full Attack:** Dagger +4 melee (1d4, 19-20/x2, AP 1, finesse)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Sneak Attack Style (dagger), Sneak Attack +2d6/+2d8.  
**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Trapfinding, Eyes of the Cat.  
**Saves:** Fort +0, Ref +6, Will +1  
**Abilities:** Str 10, Dex 16, Con 11, Int 10, Wis 12, Cha 12  
**Skills:** Appraise +5, Bluff +6, Disguise +6, Hide +8, Knowledge (local) +5, Move Silently +8, Search +5, Sleight of Hand +8.  
**Feats:** Improved Initiative, Light-Footed.  
**Languages:** Zamorian, Corinthian.

*Possessions:* Filthy clothing, dagger, 3 sp.  
*Description:* These dregs of society inhabit the back alleys of Yezud, where they prey upon the unwary, weak or drunk. They avoid anyone who looks as if they could put up a fight.

### Thief or Burglar of Yezud

Male/Female Zamorian Thief 4

**Hit Dice:** 4d8 (21 hp)

**Initiative:** +12 (+4 Dex, +4 Ref, +4 Improved Initiative)

**Speed:** 30 ft. (6 squares)

**DV (Dodge):** 18 (+2 base, +4 Dex, +1 Light-Footed, +1 Dodge)

**DV (Parry):** 14 (+2 base, +2 Str)

**DR:** 0 (no armor)

**Base Attack/Grapple:** +3/+5

**Attack:** Arming sword +7 melee (1d10+2, 19-20/x2, AP 2, finesse) or dagger +7 ranged (1d4+2, 19-20/x2, AP 1, range increment 10 ft.)

**Full Attack:** Arming sword +7 melee (1d10+2, 19-20/x2, AP 2, finesse) or dagger +7 ranged (1d4+2, 19-20/x2, AP 1, range increment 10 ft.)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Sneak Attack Style (arming sword, dagger), Sneak Attack +3d6/+3d8.

**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Trapfinding, Eyes of the Cat, Trap Sense +1.

**Saves:** Fort +1, Ref +8, Will +2

**Abilities:** Str 14, Dex 18, Con 11, Int 10, Wis 12, Cha 12

**Skills:** Appraise +7, Climb +9, Disable Device +7, Hide +11, Move Silently +11, Open Lock +11, Search +7, Tumble +11.

**Feats:** Combat Reflexes, Dodge, Improved Initiative, Light-Footed (b).

**Languages:** Zamorian, Brythunian, Corinthian.

*Possessions:* Clothing, arming sword, dagger, thieves' tools, 15 sp.

*Description:* These criminals are specialized in the art of breaking and entering,

stealing from merchant villas, inns, and minor noble strongholds.

### Zamorian Thug, Slaver or Kidnapper

Male Zamorian Thief 2/Soldier 2

**Hit Dice:** 2d8+4 plus 2d10+4 (31 hp)

**Initiative:** +8 (+1 Dex, +3 Ref, +4 Improved Initiative)

**Speed:** 40 ft. (8 squares)

**DV (Dodge):** 13 (+2 base, +1 Dex)

**DV (Parry):** 16 (+2 base, +3 Str, +1 Parry)

**DR:** 4 (leather jerkin)

**Base Attack/Grapple:** +3/+6

**Attack:** Club +7 melee (1d8+3, 20/x2, AP 1)

**Full Attack:** Club +7 melee (1d8+3, 20/x2, AP 1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Sneak Attack Style (club), Sneak Attack +1d6/+1d8.

**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Trapfinding, Eyes of the Cat.

**Saves:** Fort +5, Ref +4, Will +0

**Abilities:** Str 16, Dex 12, Con 14, Int 10, Wis 10, Cha 9

**Skills:** Bluff +4, Climb +8, Disguise +4, Forgery +5, Hide +6, Intimidate +4, Listen +5, Move Silently +6, Ride +6.

**Feats:** Fleet-Footed, Improved Initiative, Parry, Sneak Subdual, Weapon Focus (club).

**Languages:** Zamorian, Shemite, Kothic, Brythunian.

*Possessions:* Leather jerkin, club, net, 35 sp.

*Description:* Often found near the roads and crossroads of Zamora, gangs of slavers prey upon travellers and those who camp for the night.





**Iktar-Mekri,  
Merchant of Zamboula**

Male Stygian Thief 10  
**Hit Dice:** 10d8+10 (58 hp)  
**Initiative:** +15 (+4 Dex, +7 Ref, +4 Improved Initiative)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 21 (+5 base, +4 Dex, +1 Light-Footed, +1 Dodge)  
**DV (Parry):** 18 (+5 base, +3 Str)  
**DR:** 0 (no armor)  
**Base Attack/Grapple:** +7/+10  
**Attack:** Short sword +12 melee (1d8+3, 19-20/x2, AP 1, finesse)  
**Full Attack:** Short sword +12/+7 melee (1d8+3, 19-20/x2, AP 1, finesse)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** +1 racial bonus to attack rolls with Stygian bows, Sneak Attack Style (short sword, dagger), Sneak Attack +6d6/+6d8.  
**Special Qualities:** +2 racial bonus to all Knowledge (arcana), Perform (ritual) and Craft (alchemy) checks, -2 racial penalty to saves against Corruption, proficient with Stygian bow, Trapfinding, Eyes of the Cat, Special Ability (crippling strike, sorcerer protection), Poison Use, Trap Sense +3.  
**Saves:** Fort +4, Ref +11, Will +4  
**Abilities:** Str 16, Dex 18, Con 12, Int 12, Wis 12, Cha 16  
**Skills:** Appraise +14, Bluff +16, Diplomacy +16, Forgery +14, Hide +17, Knowledge (local) +14, Knowledge (nobility) +14, Move Silently +17, Sense Motive +14.  
**Feats:** Dodge, Improved Initiative, Light-Footed (b), Striking Cobra, Weapon Focus (shortsword).  
**Languages:** Stygian, Shemitish, Darfari, Hyrkanian, Zamorian.

*Possessions:* Loose silken robe, short sword, one dose of grey lotus blossom, turban set with gems (worth 250 sp), purse with 500 sp.

*Description:* A corpulent slave-merchant originally from Zamboula, now relocated to Zamora, Iktar-Mekri dresses in flapping robes of yellow and red silk, and a turban set with gems. His official allegiance is to the noble house of Astyages, but he is well-connected with the criminal underworlds of Yezud and Shadizar, and is secretly in league with the cult of Zath.

**Bodyguard of Iktar-Mekri**

Male Darfari Barbarian 8  
**Hit Dice:** 8d10+16 (55 hp)  
**Initiative:** +7 (+1 Dex, +6 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 18 (+6 base, +1 Dex, +1 racial)  
**DV (Parry):** 18 (+3 base, +5 Str)  
**DR:** 0 (no armor)  
**Base Attack/Grapple:** +8/+13  
**Attack:** War club +15 melee (2d6+7, 20/x2, AP 4)

**Full Attack:** War club +15/+10 melee (2d6+7, 20/x2, AP 4)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** +1 racial bonus to attack rolls with any bludgeoning melee weapon, bite attack (+1 damage and deals lethal piercing damage when grappling), +1 dodge bonus to DV when unarmored, Bite Sword, Crimson Mist, Versatility (no penalty).  
**Special Qualities:** Proficient with hunting spear and club, -2 racial penalty on all Will saves against Terror, illiterate, +1 racial bonus to all Perform (drums) checks, Track, Fearless, Uncanny Dodge, Mobility, Trap Sense +2, Improved Uncanny Dodge.  
**Saves:** Fort +8, Ref +7, Will +2  
**Abilities:** Str 20, Dex 12, Con 14, Int 10, Wis 10, Cha 8  
**Skills:** Hide +12, Intimidate +10, Move Silently +12, Spot +11.  
**Feats:** Combat Reflexes, Diehard (b), Endurance (b), Fighting-Madness, Improved Sunder, Power Attack, Weapon Focus (war club).  
**Languages:** Darfari, Stygian, Shemitish.

*Possessions:* Loincloth, war club.

*Description:* Iktar-Mekri has two of these black giants as his personal bodyguards. They are dressed in purple silken loincloths.

**Brythunian Veteran  
Mercenary**

Male Hyborian Soldier 6  
**Hit Dice:** 6d10+24 (61 hp)  
**Initiative:** +3 (+1 Dex, +2 Ref)  
**Speed:** 35 ft. (7 squares)  
**DV (Dodge):** 14 (+3 base, +1 Dex)  
**DV (Parry):** 22 (+4 base, +3 Str, +1 Parry, +4 large shield)  
**DR:** 6 (brigandine coat)  
**Base Attack/Grapple:** +6/+9  
**Attack:** Broadsword +10 melee (1d10+3, 19-20/x2, AP 3) or crossbow +7 ranged (2d6, 20/x2, AP 4, range increment 60 ft.)  
**Full Attack:** Broadsword +10/+5 melee (1d10+3, 19-20/x2, AP 3) or crossbow +7/+2 ranged (2d6, 20/x2, AP 4, range increment 60 ft.)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Formation Combat (heavy infantry).  
**Special Qualities:** Choose 2 extra class skills, gain +2 competence bonus to extra class skills, wield greatsword as martial weapon instead of exotic weapon, +1 racial bonus to Fate Points.  
**Saves:** Fort +8, Ref +3, Will +4  
**Abilities:** Str 16, Dex 12, Con 16, Int 10, Wis 10, Cha 10  
**Skills:** Intimidate +9, Knowledge (geography) +9.  
**Feats:** Combat Reflexes, Fleet-Footed, Iron Will, Parry, Point Blank Shot, Power Attack, Toughness, Weapon Focus (broadsword), Weapon Specialization (broadsword).

**Languages:** Brythunian, Kothic, Zamorian.

*Possessions:* Brigandine coat, large shield, broadsword, crossbow, 20 bolts, 30 sp.  
*Description:* These are battle-hardened members of a Brythunian Free Company of mercenaries.

### Zamorian City Watch or Infantry

Male Zamorian Soldier 2

**Hit Dice:** 2d10+2 (17 hp)

**Initiative:** +2 (+2 Dex, +0 Ref)

**Speed:** 30 ft. (6 squares)

**DV (Dodge):** 13 (+1 base, +2 Dex)

**DV (Parry):** 15 (+1 base, +1 Str, +1 Parry, +2 buckler)

**DR:** 5 (leather jerkin, steel cap)

**Base Attack/Grapple:** +2/+3

**Attack:** Short sword +5 melee (1d8+1, 19-20/x2, AP 1, finesse) or bill +4 melee (2d8+1, 20/x3, AP 6) or crossbow +4 ranged (2d6, 20/x2, AP 4, range increment 60 ft.)

**Full Attack:** Short sword +5 melee (1d8+1, 19-20/x2, AP 1, finesse) or bill +4 melee (2d8+1, 20/x3, AP 6) or crossbow +4 ranged (2d6, 20/x2, AP 4, range increment 60 ft.)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** None.

**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions.

**Saves:** Fort +4, Ref +2, Will +1

**Abilities:** Str 12, Dex 14, Con 12, Int 10, Wis 12, Cha 11

**Skills:** Knowledge (local) +5, Search +5.

**Feats:** Parry, Point Blank Shot, Weapon Focus (bill or short sword).

**Languages:** Zamorian, Brythunian.

*Possessions:* Leather jerkin, steel cap, buckler, short sword, pike, crossbow, 20 bolts, 20 sp.

*Description:* The city watch is armed with bills and crossbows; infantry soldiers have short swords, bucklers and crossbows. Both have plain steel caps, bronze greaves, and leather jerkins studded with bronze buttons. City watchmen are accompanied by trained dogs (with statistics similar to wolves).

### Zamorian Light Cavalry

Male Zamorian Soldier 4

**Hit Dice:** 4d10+4 (30 hp)

**Initiative:** +3 (+2 Dex, +1 Ref)

**Speed:** 30 ft. (6 squares)

**DV (Dodge):** 14 (+2 base, +2 Dex)

**DV (Parry):** 18 (+3 base, +3 Str, +2 buckler)

**DR:** 6 (mail shirt, steel cap)

**Base Attack/Grapple:** +4/+7

**Attack:** Heavy lance +8 melee (1d10+5, 20/x3, AP 3) or arming sword +7 melee (1d10+3, 19-20/x2, AP 2, finesse)

**Full Attack:** Heavy lance +8 melee (1d10+5, 20/x3, AP 3) or arming sword +7 melee (1d10+3, 19-20/x2, AP 2, finesse)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Formation Combat (light cavalry).

**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions.

**Saves:** Fort +5, Ref +3, Will +2

**Abilities:** Str 16, Dex 14, Con 12, Int 12, Wis 12, Cha 12

**Skills:** Intimidate +8, Ride +9, Search +8.

**Feats:** Mounted Combat, Parry, Ride-By Attack, Weapon Focus (heavy lance), Weapon Specialization (heavy lance).

**Languages:** Zamorian, Kothic, Brythunian.

*Possessions:* Mail shirt, steel cap, heavy lance, arming sword, Turanian war horse, 35 sp.

*Description:* The light cavalry of Zamora rides warhorses descended from Turanian stock. They wear plain steel caps and carry heavy lances, often hung with crimson and white bannerets.

### Zamorian Guard Captain or Noble Bodyguard

Male Zamorian Soldier 7

**Hit Dice:** 7d10+14 (57 hp)

**Initiative:** +4 (+2 Dex, +2 Ref)

**Speed:** 25 ft. (5 squares)

**DV (Dodge):** 15 (+3 base, +2 Dex)

**DV (Parry):** 24 (+5 base, +4 Str, +1 Parry, +4 large shield)

**DR:** 6 (scale corselet, steel cap)

**Base Attack/Grapple:** +7/+11

**Attack:** Broadsword +13 melee (1d10+6, 19-20/x2, AP 3) or javelin +9 ranged (1d8+4, 20/x2, AP 1, range increment 30 ft.)

**Full Attack:** Broadsword +12/+7 melee (1d10+6, 19-20/x2, AP 3) or javelin +9/+4 ranged (1d8+4, 20/x2, AP 1, range increment 30 ft.)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Formation Combat (heavy infantry, heavy cavalry).

**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or





powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions.

**Saves:** Fort +7, Ref +4, Will +5

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

**Skills:** Climb +14, Intimidate +11, Knowledge (local) +12, Search +12.

**Feats:** Combat Reflexes, Iron Will, Parry, Power Attack, Steely Gaze, Weapon Focus (broadsword), Weapon Specialization (broadsword).

**Languages:** Zamorian, Hyrkanian, Kothic, Brythunian.

*Possessions:* Scale corselet, masterwork broadsword, large shield, 2 javelins, 125 sp.

*Description:* Officers wear scale corselets, crested silver helmets with dusky plumes, and carry javelins and swords with jewelled hilts.

### Zamorian Guard Commander or Army General

Male Zamorian Soldier 8/Noble 2

**Hit Dice:** 8d10+16 plus 2d8+4 (77 hp)

**Initiative:** +4 (+2 Dex, +2 Ref)

**Speed:** 25 ft. (5 squares)

**DV (Dodge):** 16 (+4 base, +2 Dex)

**DV (Parry):** 24 (+7 base, +3 Str, +1 Parry, +4 large shield)

**DR:** 8 (breastplate, great helm)

**Base Attack/Grapple:** +9/+12

**Attack:** War sword +14 melee (1d12+5, 17-20/x2, AP 3)

**Full Attack:** War sword +14/+9 melee (1d12+5, 17-20/x2, AP 3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Formation Combat (heavy infantry, heavy cavalry).

**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Title, Rank Hath Its Privileges, Wealth, Special Regional Feature +1.

**Saves:** Fort +8, Ref +5, Will +8

**Abilities:** Str 17, Dex 14, Con 14, Int 13, Wis 12, Cha 14

**Skills:** Intimidate +13, Ride +13, Search +12, Diplomacy +7, Knowledge (nobility) +6.

**Feats:** Cleave, Combat Reflexes, Improved Critical (war sword), Iron Will, Leadership, Parry, Power Attack, Weapon Focus (war sword), Weapon Specialization (war sword).

**Languages:** Zamorian, Shemite, Hyrkanian, Kothic, Brythunian.

*Possessions:* Breastplate, great helm,

masterwork war sword, 200 sp.

*Description:* Commanders have helmets with towering horse-hair crests, breastplates slung with wolfskin cloaks, bronze greaves, and masterwork war swords.

### Zamorian Noble

Male/Female Zamorian Noble 10

**Hit Dice:** 10d8+30 (80 hp)

**Initiative:** +9 (+2 Dex, +3 Ref)

**Speed:** 40 ft. (8 squares)

**DV (Dodge):** 15 (+3 base, +2 Dex)

**DV (Parry):** 23 (+5 base, +3 Str, +1 Parry, +4 large shield)

**DR:** 0 (no armor)

**Base Attack/Grapple:** +7/+10

**Attack:** Arming sword +14 melee (1d10+3, 19-20/x2, AP 2, finesse) or dagger +9 ranged (1d4+3, 19-20/x2, AP 1, range increment 10 ft.)

**Full Attack:** Arming sword +14/+9 melee (1d10+3, 19-20/x2, AP 2, finesse) or dagger +9/+4 ranged (1d4+3, 19-20/x2, AP 1, range increment 10 ft.)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Lead by Example +4.

**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Title, Rank Hath Its Privileges, Wealth, Social Ability (family ties, smear others), Enhanced Leadership, Special Regional Feature +2.

**Saves:** Fort +6, Ref +7, Will +10

**Abilities:** Str 16, Dex 14, Con 16, Int 13, Wis 16, Cha 18

**Skills:** Bluff +17, Diplomacy +17, Knowledge (nobility) +14, Ride +15, Sense Motive +16.

**Feats:** Fleet-Footed, Parry, Power Attack, Weapon Focus (arming sword).

**Languages:** Zamorian, Shemite, Hyrkanian, Kothic, Brythunian.

*Possessions:* Noble's clothing, large shield, masterwork arming sword, dagger, Balkhana warhorse, four gold rings (worth 150 sp each), purse with 700 sp.

*Description:* Nobles wear gold-trimmed blue and scarlet cloaks, and golden rings on their fingers. They are armed with small jewel-hilted swords, and ride mighty Balkhana warhorses, always surrounded by a retinue of bodyguards, advisors and servants. Astyages is a noble of Yezud.

### Temple Slave

Male/Female Zamorian Commoner 3

**Hit Dice:** 3d4 (8 hp)

**Initiative:** +3 (+2 Dex, +1 Ref)

**Speed:** 40 ft. (8 squares)

**DV (Dodge):** 13 (+1 base, +2 Dex)  
**DV (Parry):** 12 (+1 base, +1 Str)  
**DR:** 0 (no armor)  
**Base Attack/Grapple:** +1/+2  
**Attack:** Unarmed strike +3 melee (1d4+1, 20/x2, AP 0, finesse)  
**Full Attack:** Unarmed strike +3 melee (1d4+1, 20/x2, AP 0, finesse)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** None.  
**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Illiteracy.  
**Saves:** Fort +1, Ref +3, Will +2  
**Abilities:** Str 13, Dex 14, Con 11, Int 10, Wis 12, Cha 12  
**Skills:** Handle Animal +7, Listen +7, Profession (any) +10.  
**Feats:** Fleet-Footed, Skill Focus (Profession).  
**Languages:** Zamorian, Brythunian.

*Possessions:* Loincloth, 1 sp.  
*Description:* The temple slaves wear green silken loincloths and sandals. Their heads are shaved (both male and female slaves, although the females often wear wigs when serving their masters in private) and they are branded with a black spider symbol over the right ear. They can be seen on errands in the city.

### Bride of Zath (Temple Virgin)

Female Zamorian Temptress 8  
**Hit Dice:** 8d6+8 (38 hp)  
**Initiative:** +14 (+4 Dex, +6 Ref, +4 Improved Initiative)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 19 (+4 base, +4 Dex, +1 Light-Footed)  
**DV (Parry):** 13 (+3 base, +0 Str)  
**DR:** 0 (no armor)  
**Base Attack/Grapple:** +6/+6  
**Attack:** Stiletto +10 melee (1d4 plus poison, 20/x4, AP 1, finesse)  
**Full Attack:** Stiletto +10/+5 melee (1d4 plus poison, 20/x4, AP 1, finesse)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Improved Secret Art (sneak attack +3d6).  
**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions,

Comeliness, Savoir-Faire, Seductive Savant, Binding Contract, Seductive Art +2, Compelling Performance 2/day, Admirers, Inspire.  
**Saves:** Fort +3, Ref +10, Will +8  
**Abilities:** Str 10, Dex 18, Con 12, Int 13, Wis 14, Cha 19  
**Skills:** Bluff +15, Diplomacy +15, Gather Information +15, Heal +13, Hide +16, Move Silently +16, Perform (dance) +15, Sleight of Hand +15, Tumble +15.  
**Feats:** Combat Expertise, Improved Feint, Improved Initiative, Light-Footed, Team Flanking.  
**Languages:** Zamorian, Brythunian, Corinthian.

*Possessions:* Black pearl "clothing", stiletto, two doses of temple spider venom (Injury, Fort DC 17, initial damage 1d8 Str, secondary damage 1d8 Str), one dose of weak red lotus blossom perfume (Will DC 18). In addition, Sharanah has one dose of golden wine of Xuthal.

*Description:* These supposedly virginal temple dancers, recruited or kidnapped into the cult based on their seductive beauty, are called the "brides" of Zath, but this is something of a misnomer, since Zath itself is actually a female (although this is a secret not generally known outside the cult). The temple dancers are naked but adorned with long strings of black pearls that form web-like garments.

### Temple Guard of Zath

Male Zamorian Soldier 3  
**Hit Dice:** 3d10 (21 hp)  
**Initiative:** +4 (+3 Dex, +1 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 15 (+1 base, +3 Dex, +1 Dodge)  
**DV (Parry):** 14 (+2 base, +2 Str)  
**DR:** 4 (leather jerkin)  
**Base Attack/Grapple:** +3/+5  
**Attack:** Bill +6 melee (2d8+3, 20/x3, AP 6) or crossbow +6 ranged (2d6 plus poison, 20/x2, AP 4, range increment 60 ft.)  
**Full Attack:** Bill +6 melee (2d8+3, 20/x3, AP 6) or crossbow +6 (+3 base, +3 Dex) ranged (2d6 plus poison, 20/x2, AP 4, range increment 60 ft.)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Formation Combat (light infantry).  
**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions.  
**Saves:** Fort +3, Ref +4, Will +1  
**Abilities:** Str 14, Dex 16, Con 10, Int 10, Wis 11, Cha 10





**Skills:** Climb +8, Search +6.  
**Feats:** Dodge, Point Blank Shot, Poison Use, Weapon Focus (bill).  
**Languages:** Zamorian, Hyrkanian, Corinthian.

*Possessions:* Leather jerkin, bill, crossbow, 20 bolts, two doses of temple spider venom (Injury, Fort DC 17, initial damage 1d8 Str, secondary damage 1d8 Str), 30 sp.  
*Description:* The temple guards have clean-shaven heads and are dressed in leather armor embossed with a black spider motif.  
*Special Note:* Due to their affiliation with and training within the temple of Zath, the usual prerequisites for the Poison Use feat are ignored.

### Elite Temple Guard of Zath

Male Zamorian Soldier 5/Thief 3  
**Hit Dice:** 5d10+5 plus 3d8+3 (53 hp)  
**Initiative:** +12 (+4 Dex, +4 Ref, +4 Improved Initiative)  
**Speed:** 40 ft. (8 squares)  
**DV (Dodge):** 17 (+3 base, +4 Dex)  
**DV (Parry):** 17 (+4 base, +3 Str)  
**DR:** 6 (mail shirt, steel cap)  
**Base Attack/Grapple:** +7/+10  
**Attack:** Arming sword +13 melee (1d10+3, 19-20/x2, AP 2, finesse)  
**Full Attack:** Arming sword +13/+8 melee (1d10+3, 19-20/x2, AP 2, finesse) and short sword +11/+6 melee (1d8+3, 19-20/x2, AP 1, finesse)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Formation Combat (light infantry), Sneak Attack Style (arming sword), Sneak Attack +2d6/+2d8.  
**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Trapfinding, Eyes of the Cat, Trap Sense +1.  
**Saves:** Fort +6, Ref +8, Will +2  
**Abilities:** Str 16, Dex 18, Con 12, Int 10, Wis 11, Cha 10  
**Skills:** Climb +11, Search +8, Hide +10, Listen +6, Spot +6, Tumble +10.  
**Feats:** Combat Reflexes, Fleet-Footed, Improved Initiative, Improved Two-Weapon Combat, Iron Will, Weapon Focus (arming sword), Web of Death.  
**Languages:** Zamorian, Shemitish, Hyrkanian, Corinthian.

*Possessions:* Mail shirt, steel cap, masterwork arming sword, short sword, 75 sp.  
*Description:* The elite guards of the temple wear a special red tunic embroidered with a silver spider motif over their armor to

denote their status. The hilts of their blades are shaped like spiders and inset with black pearls.

### Pejaarik,

#### Bodyguard of Hamadara

Male Hyperborean Barbarian 13  
**Hit Dice:** 10d10+39 (98 hp)  
**Initiative:** +9 (+1 Dex, +8 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 20 (+9 base, +1 Dex)  
**DV (Parry):** 20 (+4 base, +6 Str)  
**DR:** 2 (class)  
**Base Attack/Grapple:** +13/+19  
**Attack:** Greatsword +21 melee (2d10+9, 19-20/x2, AP 6)  
**Full Attack:** Greatsword +21/+16/+11 melee (2d10+9, 19-20/x2, AP 6)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Bite Sword, Crimson Mist, Versatility (no penalty), Greater Crimson Mist.  
**Special Qualities:** Choose 2 extra class skills, gain +2 competence bonus to extra class skills, wield greatsword as martial weapon instead of exotic weapon, -1 racial penalty to all Diplomacy, Gather Information and verbal-oriented Perform or Bluff checks, +2 racial bonus to Intimidate checks, Fearless, Trap Sense +1, Improved Uncanny Dodge, Improved Mobility, Trap Sense +4, Damage Reduction 2/-.  
**Saves:** Fort +11, Ref +9, Will +4  
**Abilities:** Str 23, Dex 12, Con 17, Int 8, Wis 10, Cha 8  
**Skills:** Climb +22, Intimidate +15, Tumble +17.  
**Feats:** Cleave, Diehard (b), Endurance (b), Drive Your Enemy Before You, Great Cleave, Improved Bull Rush, Power Attack (b), Weapon Focus (greatsword).  
**Languages:** Hyperborean, Brythunian, Zamorian.

*Possessions:* Loincloth, Akbitanian greatsword, bone necklace (worth 175 sp).

*Description:* This freakishly huge Hyperborean hillman wears a loincloth of man-ape fur and a necklace of mammoth ivory and human rib bones. He is slow of speech, and very violent, but faithfully obeys his master like a dog. He spent his youth as a slave, fighting in a pit in Haloga, but escaped during a slave uprising and fled south into Zamora where he was welcomed into the cult of Zath. Pejaarik's great blade, which is black and decorated with a green spider symbol, was a gift from the high priest, especially commissioned from the weaponsmiths of Shem.

*Special Note:* Pejaarik uses the barbarian pit-fighter variant rule from *Hyboria's Fiercest*. Due to his indoctrination and fanatical loyalty to Hamadara, he gets a +6 circumstance bonus to Will saves.



## Acolyte of Zath

Male Zamorian Scholar 4

**Hit Dice:** 4d6+4 (20 hp)

**Initiative:** +2 (+1 Dex, +1 Ref)

**Speed:** 30 ft. (6 squares)

**DV (Dodge):** 14 (+1 base, +2 Dex, +1 Dodge)

**DV (Parry):** 11 (+1 base, +0 Str)

**DR:** 0 (no armor)

**Base Attack/Grapple:** +3/+3

**Attack:** Short sword +5 melee (1d8, 19-20/x2, AP 1, finesse)

**Full Attack:** Short sword +5 melee (1d8, 19-20/x2, AP 1, finesse)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Sorcery

**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Scholar, Background (lay priest), Base Power Points, Knowledge Is Power, +1 Power Point.

**Saves:** Fort +1, Ref +3, Will +6

**Abilities:** Str 10, Dex 14, Con 11, Int 12, Wis 14, Cha 14

**Skills:** Concentration +7, Craft (alchemy) +8, Craft (herbalism) +8, Gather Information +9, Heal +9, Knowledge (nature) +8, Knowledge (arcana) +8, Move Silently +9, Perform (ritual) +9.

**Feats:** Dodge, Toughness.

**Magical Attack Bonus:** +4

**Base/Max Power Points:** 7/14

**Sorcery Styles and Spells:** Curses (Weapon Curse, Lesser Ill-Fortune), Nature Magic (Summon Beast, Speak with Spiders, Spider Climb), Oriental Magic (Calm of the Adept, Darting Serpent)

**Corruption:** 0

**Languages:** Zamorian, Kothic, Corinthian.

*Possessions:* White robes of Yezud, short sword, two green globes of Yezud, 50 sp.  
*Description:* Acolytes of Zath have shaven heads and wear simple white robes with green web designs. They carry long ceremonial daggers (statistics as short swords) and small glass globes filled with tiny spiders which they hurl at enemies. To be initiated into the cult of Zath, a candidate must survive the lethal bite of a venomous spider (Fort DC 12; initial and secondary damage 2d6 Con) during a special ceremony.

As the acolyte progresses through the ranks of the cult, other trials must be faced, such as being thrown into a pit filled with spider swarms, and being sealed inside a webbed cocoon for days without food and drink. Those who fail these rituals may become ghouls of Yezud (see the New Monsters appendix).

## Priest of Zath

Male Zamorian Scholar 8

**Hit Dice:** 8d6+8 (31 hp)

**Initiative:** +4 (+2 Dex, +2 Ref)

**Speed:** 30 ft. (6 squares)

**DV (Dodge):** 15 (+3 base, +2 Dex)

**DV (Parry):** 14 (+3 base, +1 Str)

**DR:** 4 (black robe of Yezud)

**Base Attack/Grapple:** +6/+7

**Attack:** Staff +8 melee (2d4+1, 20/x2, AP 1, finesse, reach 10 ft.) or stiletto +8 melee (1d4+1 plus poison, 20/x4, AP 1, finesse)

**Full Attack:** Staff +8/+3 melee (2d4+1, 20/x2, AP 1, finesse, reach 10 ft.) or stiletto +8/+3 melee (1d4+1 plus poison, 20/x4, AP 1, finesse)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Sorcery, poison

**Special Qualities:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Scholar, Background (lay priest), Base Power Points, Knowledge Is Power, +2 Power Points, Increased Maximum Power Points (triple).

**Saves:** Fort +3, Ref +4, Will +10

**Abilities:** Str 12, Dex 14, Con 12, Int 13, Wis 15, Cha 16

**Skills:** Concentration +12, Craft (alchemy) +12, Craft (herbalism) +12, Decipher Script +12, Heal +13, Knowledge (nature) +12, Knowledge (arcana) +12, Move Silently +13, Perform (ritual) +14.

**Feats:** Iron Will (b), Poison Use, Priest, Ritual Sacrifice.

**Magical Attack Bonus:** +7

**Base/Max Power Points:** 8/24

**Sorcery Styles and Spells:** Curses (Lesser Ill-Fortune, Gelid Bones, Curse of Yezud), Divination (Astrological Prediction), Nature Magic (Become Swarm, Summon Beast, Speak with Spiders, Spider Climb, Control Spider, Web), Oriental Magic (Calm of the Adept, Darting Serpent)

**Corruption:** 0

**Languages:** Zamorian, Shemite, Kothic, Corinthian.

*Possessions:* Black robes of Yezud, staff of Yezud, ring of Yezud, stiletto, two doses of black lotus powder, two doses of temple spider venom (Injury, Fort DC 17, initial damage 1d8 Str, secondary damage 1d8 Str), 200 sp.

*Description:* Priests of Zath wear tall turbans in the Zamorian fashion, and dark blue or black robes embroidered with green web designs. Their skin underneath the robes is ritually scarred with web designs; gained as part of the initiation rites into the upper echelons of the cult.





Each priest wears a green signet ring set with an emerald, inside which is trapped a tiny black spider.

### High Priest of Zath

Male Zamorian Scholar 12

**Hit Dice:** 10d6+12 (49 hp)

**Initiative:** +9 (+2 Dex, +3 Ref, +4 Improved Initiative)

**Speed:** 30 ft. (6 squares)

**DV (Dodge):** 16 (+4 base, +2 Dex)

**DV (Parry):** 15 (+4 base, +1 Str)

**DR:** 4 (black robes of Yezud)

**Base Attack/Grapple:** +9/+10

**Attack:** Staff +11 melee (2d4+1, 20/x2, AP 1, finesse, reach 10 ft.) or stiletto +11 melee (1d4+1 plus poison, 20/x4, AP 1, finesse)

**Full Attack:** Staff +11/+6 melee (2d4+1, 20/x2, AP 1, finesse, reach 10 ft.) or stiletto +11/+6 melee (1d4+1 plus poison, 20/x4, AP 1, finesse)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Sorcery, poison

**Special Qualifies:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Scholar, Background (lay priest), Base Power Points, Knowledge Is Power, +3 Power Points, Increased Maximum Power Points (triple).

**Saves:** Fort +4, Ref +5, Will +10

**Abilities:** Str 12, Dex 14, Con 12, Int 14, Wis 16, Cha 18

**Skills:** Concentration +16, Craft (alchemy) +17, Craft (herbalism) +17, Decipher Script +17, Heal +18, Knowledge (arcana) +17, Knowledge (nature) +17, Knowledge (religion) +17, Move Silently +17, Perform (ritual) +19.

**Feats:** Improved Initiative, Iron Will (b), Opportunistic Sacrifice, Poison Use, Priest, Ritual Sacrifice.

**Magical Attack Bonus:** +9

**Base/Max Power Points:** 10/30

**Sorcery Styles and Spells:** Curses (Lesser Ill-Fortune, Gelid Bones, Curse of Yezud, Shrinking Doom), Divination (Astrological Prediction, Visions), Nature Magic (Become Swarm, Summon Beast, Speak with Spiders, Spider Climb, Control Spider, Web), Necromancy (Raise Corpse, Death Touch, Agonizing Doom), Oriental Magic (Calm of the Adept, Darting Serpent, Shape-Shifter [spider forms only])

**Corruption:** 0

**Languages:** Zamorian, Shemite, Hyrkanian, Kothic, Corinthian.

**Possessions:** Black robes of Yezud, staff of Yezud, ring of Yezud, stiletto, two doses of black lotus powder, two doses of temple spider venom (Injury, Fort DC 17, initial

damage 1d8 Str, secondary damage 1d8 Str), golden pectoral (worth 175 sp), three gold rings (worth 75 sp each), 300 sp.

**Description:** The high priests are garbed as the priests, except their robes have gold-trimmed hoods and each wears a large golden pectoral (in the shape of a spider with outstretched legs) across the chest. The high priests wear several normal gold rings in addition to their signet cult ring.

### Hamadara, Grand High Priest of Zath

Male Zamorian Scholar 15

**Hit Dice:** 10d6+15 (52 hp)

**Initiative:** +11 (+2 Dex, +5 Ref, +4 Improved Initiative)

**Speed:** 30 ft. (6 squares)

**DV (Dodge):** 17 (+5 base, +2 Dex)

**DV (Parry):** 16 (+5 base, +1 Str)

**DR:** 0 (purple robes of Yezud)

**Base Attack/Grapple:** +11/+12

**Attack:** Staff +13 melee (2d4+1, 20/x2, AP 1, finesse, reach 10 ft.) or stiletto +13 melee (1d4+1 plus poison, 20/x4, AP 1, finesse)

**Full Attack:** Staff +13/+8/+3 melee (2d4+1, 20/x2, AP 1, finesse, reach 10 ft.) or stiletto +13/+8/+3 melee (1d4+1 plus poison, 20/x4, AP 1, finesse)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Sorcery, poison

**Special Qualifies:** +2 racial bonus to all Open Lock, Disable Device and Sleight-of-Hand checks, +1 racial bonus to all Craft checks, +2 circumstance bonus to all Gather Information checks that relate to theft, assassinations and the locations or powers of legendary or magical objects, +1 circumstance bonus to Climb, Hide, Listen, Move Silently and Spot checks in urban and underground conditions, Scholar, Background (lay priest), Base Power Points, Knowledge Is Power, +4 Power Points, Increased Maximum Power Points (quadruple).

**Saves:** Fort +6, Ref +7, Will +13

**Abilities:** Str 12, Dex 14, Con 12, Int 14, Wis 18, Cha 20

**Skills:** Concentration +19, Craft (alchemy) +20, Craft (herbalism) +20, Decipher Script +20, Heal +22, Knowledge (arcana) +20, Knowledge (nature) +20, Knowledge (religion) +20, Move Silently +20, Perform (ritual) +23.

**Feats:** Improved Initiative, Iron Will (b), Leadership, Opportunistic Sacrifice, Poison Use, Priest, Ritual Sacrifice.

**Magical Attack Bonus:** +12

**Base/Max Power Points:** 12/48

**Sorcery Styles and Spells:** Curses (Lesser Ill-Fortune, Gelid Bones, Curse of Yezud, Shrinking Doom), Divination (Astrological Prediction, Mind-Reading, Visions, Dream of Wisdom, Projection), Nature Magic (Become Swarm, Summon Beast, Speak with Spiders, Spider Climb, Control Spider, Web, Creeping Doom, Kiss of Zath),

Necromancy (Raise Corpse, Death Touch, Agonising Doom), Oriental Magic (Calm of the Adept, Darting Serpent, Shape-Shifter [spider forms only])

**Corruption:** 0

**Languages:** Zamorian, Shemite, Hyrkanian, Kothic, Brythunian, Corinthian.

**Possessions:** Purple robes of Yezud, staff of Yezud, ring of Yezud, stiletto, two doses of black lotus powder, two doses of temple spider venom (Injury, Fort DC 17, initial damage 1d8 Str, secondary damage 1d8 Str), one orb of Acheronian demon-fire, two orbs of Kothic demon-fire, golden pectoral (worth 175 sp), three gold rings (worth 75 sp each), 300 sp.

**Description:** The grand high priest's ceremonial robe is purple with gold trim and set with hundreds of small black pearls.

Hamadara is in his late forties, with piercing green eyes and a black goatee.

**Special Note:** Hamadara knows the Projection spell (from Scrolls of Skelos) even though he doesn't meet all the prerequisites (he lacks the Hypnotism style and so doesn't know the Illusion spell). As a result, the effective range of this spell is only one-tenth of the normal when Hamadara casts it.





## Appendix B: New Monsters

### *Ghoul of Yezud*

Medium-size Undead  
**Hit Dice:** 6d12 (39 hp)  
**Initiative:** +4 (+2 Dex, +2 Ref)  
**Speed:** 30 ft. (6 squares)  
**DV (Dodge):** 15 (+10 base, +2 natural, +2 Dex, +1 Dodge)  
**DR:** 2 (web-covered skin)  
**Base Attack/Grapple:** +3/+8  
**Attack:** Claw +9 melee (1d4+5, 20/x2, AP 0)  
**Full Attack:** Claw +9/+9 melee (1d4+5, 20/x2, AP 0) and bite +6 melee (1d8+1, 20/x2, AP 4)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Spider spray, spider transfer  
**Special Qualities:** Undead traits  
**Saves:** Fort +2, Ref +4, Will +5  
**Abilities:** Str 20, Dex 14, Con —, Int 8, Wis 10, Cha 16  
**Skills:** Listen +9, Move Silently +11, Spot +9  
**Feats:** Dodge, Multiattack, Weapon Focus (claw)  
**Climate/Terrain:** Yezud  
**Organization:** Solitary, patrol (2-4) or gang (5-20)  
**Advancement:** —

The "ghouls" of Yezud are not related to the flesh-eating ghouls of the Hyborian Age. Rather, they are the result of human victims slain by temple spiders combined with certain necromantic rituals performed by the priests of Zath.

The creature appears as a zombie shrouded in thick webs with hundreds of tiny black spiders crawling over its body and into and out of its ears, eyes, and mouth. Ghouls of Yezud do not understand or speak any languages they knew in life.

**Spider Spray (Ex):** Once every 1d4 rounds as a standard action, a ghoul of Yezud can send a spray of spiders from its mouth in a cone 20 feet long. Each creature in the area must make a Reflex save (DC 16) or be hit by 2d6 spiders. A successful save reduces the number of spiders that hit by one-half. The spiders quickly spread across the opponent's body in the same round they contact it. An opponent can easily dispatch a number of spiders equal to its Dexterity bonus (to a minimum of 1) on its turn as a full round action. On the ghoul's next action, all spiders automatically bite (using the ghoul's attack bonus, +1 for every 3 spiders that bite), delivering

a highly debilitating poison that deals 1d4 points of Strength damage if the opponent fails a Fortitude save (DC 16, +1 for every 3 spiders that bite). One minute later another Fortitude save (same DC) must be made to avoid another 1d4 points of Strength damage. (Only one attack roll is made, and a creature can only take initial and secondary damage once per round, regardless of the number of spiders that a creature actually has on it.) The save DC is Charisma-based.

**Spider Transfer (Ex):** Whenever a ghoul of Yezud successfully hits an opponent with a natural attack, 1d4 spiders are automatically transferred to the opponent. The spiders quickly spread and bite a foe (as detailed in the spider spray ability above). They are dispatched as above.

**Undead Traits (Ex):** Immune to mind-influencing effects (charms, compulsions, phantasms, patterns, and morale effects), poison, sleep, paralysis, stunning, disease, and death effects. Not subject to critical hits, nonlethal damage, ability damage, ability drain, energy drain, death from massive damage, exhaustion, fatigue, or any effect that requires a Fortitude save (unless the effect works on objects).

### *Giant Spider of Yezud*

Medium Vermin  
**Hit Dice:** 4d8+4 (22 hp)  
**Initiative:** +4 (+2 Dex, +2 Ref)  
**Speed:** 30 ft. (6 squares), climb 20 ft.  
**DV (Dodge):** 14 (+10 base, +2 natural, +2 Dex)  
**DR:** 1 (exoskeleton)  
**Base Attack/Grapple:** +3/+5  
**Attack:** Bite +5 melee (1d8+3 plus poison, 20/x2, AP 0)  
**Full Attack:** Bite +5 melee (1d8+3 plus poison, 20/x2, AP 0)  
**Space/Reach:** 5 ft./5 ft.  
**Special Attacks:** Poison (Fort DC 16, 1d8 Str/1d8 Str), web (Escape Artist DC 13, Break DC 17, hp 12)  
**Special Qualities:** Darkvision (60 ft.), tremorsense (60 ft.), vermin traits  
**Saves:** Fort +8, Ref +5, Will +2  
**Abilities:** Str 15, Dex 17, Con 12, Int —, Wis 10, Cha 2  
**Skills:** Climb +11, Hide +7, Jump +2, Spot +4  
**Feats:** —  
**Climate/Terrain:** Yezud and environs  
**Organization:** Solitary or colony (2-5)  
**Advancement:** 5-7 HD (Medium)

These spiders are part of the natural fauna of Yezud and its environs. They can be found lurking everywhere, and are a great menace to the population as they feed on cattle and humans alike. Common men and women sacrifice to the temple of Zath in hopes of placating the spider-god to avoid encounters with these giant spiders.

### Temple Spider

Large Vermin

**Hit Dice:** 8d8+16 (52 hp)

**Initiative:** +5 (+2 Dex, +3 Ref)

**Speed:** 40 ft. (8 squares), climb 20 ft.

**DV (Dodge):** 16 (+10 base, +5 natural, +2 Dex, -1 size)

**DR:** 2 (exoskeleton)

**Base Attack/Grapple:** +6/+14

**Attack:** Bite +9 melee (2d6+6 plus poison, 20/x2, AP 0)

**Full Attack:** Bite +9 melee (2d6+6 plus poison, 20/x2, AP 0)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Poison (Fort DC 17, 1d8 Str/1d8 Str), web (Escape Artist DC 16, Break DC 20, hp 14)

**Special Qualities:** Darkvision (60 ft.), tremorsense (60 ft.), vermin traits

**Saves:** Fort +8, Ref +5, Will +2

**Abilities:** Str 19, Dex 17, Con 14, Int —, Wis 10, Cha 2

**Skills:** Climb +12, Hide +3, Jump +4, Spot +4

**Feats:** —

**Climate/Terrain:** Temples of Zath

**Organization:** Solitary or colony (2-5)

**Advancement:** 9-15 HD (Large)

Temple spiders are the result of the selective breeding of monstrous spiders. A temple spider has a tougher exoskeleton and stronger poison than an otherwise normal monstrous spider of its size. All temple spiders are of the hunting variety (meaning they move faster, but cannot use their webs as weapons the way web-spinners can).

### Spider Swarm

Diminutive Vermin (Swarm)

**Hit Dice:** 2d8 (9 hp)

**Initiative:** +6 (+3 Dex, +3 Ref)

**Speed:** 20 ft. (4 squares), climb 20 ft.

**DV (Dodge):** 17 (+10 base, +0 natural, +3 Dex, +4 size)

**DR:** 0

**Base Attack/Grapple:** +1/—

**Attack:** Swarm (1d6 plus poison)

**Full Attack:** Swarm (1d6 plus poison)

**Space/Reach:** 10 ft./0 ft.

**Special Attacks:** Distraction, poison

**Special Qualities:** Darkvision (60 ft.), immune to weapon damage, swarm traits, tremorsense (30 ft.), vermin traits

**Saves:** Fort +3, Ref +3, Will +0

**Abilities:** Str 1, Dex 17, Con 10, Int —, Wis 10, Cha 2



**Skills:** Climb +11, Spot +4

**Feats:** —

**Climate/Terrain:** Warm forests

**Organization:** Solitary, tangle (2-4 swarms), or colony (7-12 swarms)

**Advancement:** —

A spider swarm seeks to surround and attack any living prey it encounters. A swarm deals 1d6 points of damage to any creature whose space it occupies at the end of its move.

**Distraction (Ex):** Any living creature that begins its turn with a spider swarm in its space must succeed on a DC 11 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

**Poison (Ex):** Injury, Fortitude DC 11, initial and secondary damage 1d3 Str. The save DC is Constitution-based.

**Swarm Traits:** In order to attack, a single swarm moves into opponents' spaces, which provokes an attack of opportunity.





It can occupy the same space as a creature of any size, since it crawls all over its prey, but remains a creature with a 10-foot space. Swarms never make attacks of opportunity, but they can provoke attacks of opportunity.

Unlike other creatures with a 10-foot space, a swarm is shapeable. It can occupy any four contiguous squares, and it can squeeze through any space large enough to contain one of its component creatures.

Swarms are extremely difficult to fight with physical attacks. However, they have a few special vulnerabilities, as follows: A lit torch swung as an improvised weapon deals 1d3 points of fire damage per hit. A lit lantern can be used as a thrown weapon, dealing 1d4 points of fire damage to all creatures in squares adjacent to where it breaks.

**Skills:** A spider swarm has a +4 racial bonus on Hide and Spot checks and a +8 racial bonus on Climb checks. It uses its Dexterity modifier instead of its Strength modifier for Climb checks. It can always choose to take 10 on a Climb check, even if rushed or threatened.

### Spider Swarm, Greater

Diminutive Vermin (Swarm)  
**Hit Dice:** 9d8-9 (31 hp)  
**Initiative:** +7 (+4 Dex, +3 Ref)  
**Speed:** 20 ft. (4 squares), climb 20 ft.  
**DV (Dodge):** 18 (+10 base, +0 natural, +4 Dex, +4 size)  
**DR:** 0  
**Base Attack/Grapple:** +6/—  
**Attack:** Swarm (2d6 plus poison)  
**Full Attack:** Swarm (2d6 plus poison)  
**Space/Reach:** 10 ft./0 ft.  
**Special Attacks:** Distraction (DC 13), poison (DC 13)  
**Special Qualities:** Darkvision (60 ft.), immune to weapon damage, swarm traits, tremorsense (30 ft.), vermin traits  
**Saves:** Fort +5, Ref +7, Will +3  
**Abilities:** Str 1, Dex 19, Con 8, Int —, Wis 10, Cha 2  
**Skills:** Climb +12, Spot +4  
**Feats:** —  
**Climate/Terrain:** Warm forests  
**Organization:** Solitary, tangle (2-4 swarms), or colony (7-12 swarms)  
**Advancement:** —

This is similar to a standard spider swarm, except the spiders that make up the swarm are slightly bigger.

### Zath, the Spider-God of Yezud

Gargantuan Vermin  
**Hit Dice:** 32d8+64 (208 hp)  
**Initiative:** +12 (+2 Dex, +10 Ref)  
**Speed:** 30 ft. (6 squares), climb 20 ft.  
**DV (Dodge):** 26 (+10 base, +18 natural, +2 Dex, -4 size)  
**DR:** 8 (exoskeleton)  
**Base Attack/Grapple:** +24/+51  
**Attack:** Bite +35 melee (4d8+15 plus poison, 20/x2, AP 1)  
**Full Attack:** Bite +35 melee (4d8+15 plus poison, 20/x2, AP 1)  
**Space/Reach:** 20 ft./15 ft.  
**Special Attacks:** Poison (Fort DC 28, 2d8 Str/2d8 Str), web (Escape Artist DC 28, Break DC 32, hp 18)  
**Special Qualities:** Darkvision (60 ft.), tremorsense (60 ft.), vermin traits  
**Saves:** Fort +20, Ref +12, Will +10  
**Abilities:** Str 31, Dex 15, Con 14, Int —, Wis 10, Cha 2  
**Skills:** Climb +16, Hide -6, Jump +10, Spot +7  
**Feats:** —  
**Climate/Terrain:** Temple of Zath in Yezud  
**Organization:** Unique  
**Advancement:** —

The current spider-“god” is actually a female spider. Whether the priests of Yezud consider it a divinity, or merely a monster which can be exploited to gain wealth, power and influence, is a matter of speculation. The steady supply of human and animal sacrifices given to Zath by the priests seems to keep it satisfied in its lair, but one suspects that not even the high priest would be able to fully control the monstrous god should it suddenly gain an appetite for its own worshippers. *Note:* Zath is a web-spinner (as opposed to a hunting spider) and can use its webs as weapons, up to eight times per day.





## Appendix C: New Sorcery

The priests of Zath use a sub-style of Nature Magic called "Arachnomancy" (which in the strictest sense means studying the appearance and behaviour of spiders, or the patterns of their webs, for use in divination, but which in this context is taken to mean any magic dealing with arachnids).

The following spells are only available to members of the cult.

### **Become Swarm** **(Defensive Blast)**

**Power Point Cost:** All remaining points

**Components:** V

**Casting Time:** Immediate

**Range:** Personal

**Duration:** 1 minute/power point

**Prerequisites:** Must be a member of the cult of Zath in Yezud

When this spell is cast, the caster's body dissolves into a spider swarm (see the New Monsters appendix). All clothing and items worn or carried fall to the ground. Since the swarm form is impervious to most forms of weapon damage, it usually allows the caster to escape his opponents by crawling away to safety.

### **Speak with Spiders**

**Power Point Cost:** 1 point

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 1 minute/level

**Prerequisites:** Knowledge (nature) 4 ranks, must be a member of the cult of Zath in Yezud

You can comprehend and communicate with spiders, of both the normal and giant varieties. You are able to ask questions of and receive answers from spiders, although the spell doesn't make them any more friendly or cooperative than normal. Furthermore, spiders have limited intelligence and are likely to be terse and evasive.

### **Spider Climb**

**Power Point Cost:** 2 points

**Components:** V, S, M

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 10 minutes/level

**Prerequisites:** Knowledge (nature) 6 ranks, must be a member of the cult of Zath in Yezud

You can climb and travel on vertical surfaces or even traverse ceilings as well as a spider does. You must have your hands free to climb in this manner. You gain a climb speed of 20 feet; furthermore, you need not make Climb checks to traverse a vertical or horizontal surface (even upside down). You retain your Dexterity bonus to defense (if any) while climbing, and opponents get no special bonus to their attacks against you. You can also pass unimpeded through webs. You cannot, however, use the run action while climbing or navigating webs.

*Material Component:* A drop of bitumen and a live spider, both of which must be eaten by the caster.

### **Control Spider**

**Power Point Cost:** 1+ points

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Close (25 ft. + 5 ft./2 levels)

**Target:** One spider

**Duration:** 1 round/level

**Saving Throw:** Will negates

**Prerequisites:** Knowledge (nature) 8 ranks, must be a member of the cult of Zath in Yezud

**Magic Attack Roll:** Sets DC for target's Will saving throw

You can enchant a spider (who, as vermin, are normally immune to mind-affecting magic) and direct it with simple commands such as "Attack," "Run," and "Fetch." Suicidal or self-destructive commands (including an order to attack a creature two or more size categories larger than the dominated spider) are simply ignored.

The PP cost is 1 for a spider of up to Small size, 2 for a Medium-size spider, 4 for a Large spider, 8 for a Huge spider, 16 for a Gargantuan spider, and 32 for a Colossal spider.

Control spider establishes a mental link between you and the subject creature. The spider can be directed by silent



mental command as long as it remains in range. You need not see the spider to control it. You do not receive direct sensory input from the spider, but you know what it is experiencing. Because you are directing the spider with your own intelligence, it may be able to undertake actions normally beyond its own comprehension. You need not concentrate exclusively on controlling the spider unless you are trying to direct it to do something it normally couldn't do. Changing your instructions or giving a dominated spider a new command is the equivalent of redirecting a spell, so it is a move action.

### Web

**Power Point Cost:** 4 points  
**Components:** V, S, M  
**Casting Time:** 1 standard action  
**Range:** Medium (100 ft. + 10 ft./level)  
**Effect:** Webs in a 10-ft.-radius spread  
**Duration:** 1 round/level (D)  
**Saving Throw:** Reflex negates; see text  
**Prerequisites:** Knowledge (nature) 10 ranks, must be a member of the cult of Zath in Yezud  
**Magic Attack Roll:** Sets DC for target's Reflex saving throw

Web creates a many-layered mass of strong, sticky strands. These strands trap those caught in them. The strands are similar to spider webs but far larger and tougher. These masses must be anchored to two or more solid and diametrically opposed points or else the web collapses upon itself and disappears. Creatures caught within a web become entangled among the gluey fibers. Attacking a creature in a web won't cause you to become entangled.

Anyone in the effect's area when the spell is cast must make a Reflex save. If this save succeeds, the creature is entangled, but not prevented from moving, though moving is more difficult than normal for being entangled (see below). If the save fails, the creature is entangled and can't move from its space, but can break loose by spending 1 round and making a Strength check (DC 20) or a Escape Artist check (DC 25). Once loose (either by making the initial Reflex save or a later Strength check or Escape Artist check), a creature remains entangled, but may move through the web very slowly. Each round devoted to moving allows the creature to make a new Strength check or Escape Artist check. The creature moves 5 feet for each full 5 points by which the check result exceeds 10.

If you have at least 5 feet of web between you and an opponent, it provides cover. If you have at least 20 feet of web between you, it provides total cover.

The strands of a web spell are flammable. Any fire can set the webs alight and burn away 5 square feet in 1 round. All creatures within flaming webs take 2d4 points of fire damage from the flames.

*Material Component:* A bit of spider web.

### Creeping Doom

**Power Point Cost:** 2 points/swarm  
**Components:** V, S  
**Casting Time:** 1 standard action  
**Range:** Close (25 ft. + 5 ft./2 levels)/ 100 ft.; see text  
**Effect:** One swarm of great spiders per two levels  
**Duration:** 1 minute/level  
**Saving Throw:** None  
**Prerequisites:** Magic attack bonus +7 or higher, must be a member of the cult of Zath in Yezud

When you utter the spell of creeping doom, you call forth a mass of great spider swarms (see the New Monsters appendix). You summon one swarm per two caster levels, to a maximum of ten swarms at 20th level, which need not appear adjacent to one another.

You may summon the spider swarms so that they share the area of other creatures. The swarms remain stationary, attacking any creatures in their area, unless you command the creeping doom to move (a standard action). As a standard action, you can command any number of the swarms to move toward any prey within 100 feet of you (using the swarms' normal speed). You cannot command any swarm to move more than 100 feet away from you, and if you move more than 100 feet from any swarm, that swarm remains stationary, attacking any creatures in its area (but it can be commanded again if you move within 100 feet).





### Curse of Yezud

(Sorcery Style: Curses)

**Power Point Cost:** 4 points

**Components:** V

**Casting Time:** 1 standard action

**Range:** Evil Eye, Touch or Magical Link

**Target:** One creature

**Duration:** One month

**Saving Throw:** Will negates

**Prerequisites:** Lesser Ill-Fortune, must be a member of the cult of Zath in Yezud

**Magic Attack Roll:** Sets DC for target's saving throw

This specialized curse causes the victim to automatically fail all subsequent Fortitude saving throws against spider venom for the duration of the spell.

### Kiss of Zath

(Sorcery Style: Curses)

**Power Point Cost:** 2 points/HD of target

**Components:** V, S, M, F

**Casting Time:** 1 hour

**Range:** Evil Eye, Touch or Magical Link

**Target:** One living creature

**Duration:** One month

**Saving Throw:** Will negates (see text)

**Prerequisites:** Lesser Ill-Fortune, Death Touch, Ritual Sacrifice, magic attack bonus +7, must be a member of the cult of Zath in Yezud

**Magic Attack Roll:** Sets DC for target's saving throw

This dread curse is used to slay enemies from afar and to punish those who have fallen out of favor with the cult of Zath.

The spell must be cast either on the night of the full moon, or on the night of the new moon. The next time the target sleeps, he must make a Will saving throw. If he fails, he experiences a nightmare in which he is bitten by a spider. When the target wakes up, he finds a bite mark on his chest, above the heart. Over the next four weeks (until the next full or new moon), a purple color gradually expands from the bite mark to cover the target's entire body as a magical poison spreads through his body. At the end of the spell, one month later, the target dies (Fate Point expenditure notwithstanding).

If the target successfully saves, he merely has a disturbing, spider-haunted dream, but no harm befalls him.

Note that if the target has had sexual contact of any sort with a temple-dancer (or other member of the cult of Zath) prior to the casting of this spell, no saving throw is allowed, and the curse cannot be dispelled by *Warding* and similar counterspells.

**Material Component:** A vial of spider venom.

**Focus:** An altar, dedicated to the spider-god and decorated with valuables worth at least 500 sp. If the focus is destroyed, the spell ends prematurely, and the curse is lifted from the target.

### New Magic Items

**Ring of Yezud:** This is the signet ring worn by the priests of the cult, a gold ring set with an emerald, inside which is trapped a tiny black spider. The ring grants immunity to spider venom; it has a maximum of 25 charges and must be recharged by performing a special ceremony and sacrifice at the grand altar of Zath in the Greater Temple of the Spider-God.

**Green Globe of Yezud:** When this apple-sized green glass sphere is thrown at the ground within 30 feet of the wielder, it shatters and releases a swarm of tiny spiders (see the New Monsters appendix). The spider swarm attacks any creature who does not worship the spider-god. Unless slain, it dissipates after 1 hour.

**White Robe of Yezud:** This garment is worn by the acolytes of the cult. It grants a +4 bonus to saving throws against spider venom.

**Black Robe of Yezud:** This elaborate black robe is worn by the senior priests of Zath. It grants a Damage Reduction value of 4 (not cumulative with armor) due to its special webbed fabric. If donned by a non-cultist, it transforms into a temple spider which attacks immediately.

**Purple Robe of Yezud:** This unique item is worn by the grand high priest of Zath. It is ancient and possibly a relic crafted by the cult of Omm in the age of Acheron. Any living creature touching, or hitting the wearer with a melee weapon, is instantly poisoned (Fort DC 22 negates; initial and secondary damage 1d8 Con and 1d8 Str). Non-cultists who don the robe automatically fail the saving throw; undead who wear it gain no benefits from the robe.

**Staff of Yezud:** This is a masterwork black wooden staff, topped with a spider figurine. It grants a circumstance bonus of +2 to all Perform (ritual) checks. It can also be used to deliver touch spells.

## Appendix D: Random Encounters

### *Kezankian Mountains*

1. Wolves
2. Man-apes
3. Kezankian hillmen ambush
4. Avalanche
5. Chasm
6. Cave entrance

### *Valley of Khesron*

1. Slavers or kidnapers
2. Merchant caravan
3. Peasants and taskmaster
4. Zamorian cavalry patrol
5. Kezankian hillmen raiding party
6. Giant spiders

### *Noble Estates*

1. Zamorian cavalry patrol
2. Noble hunting party
3. Priest of Zath with entourage
4. Wild boar
5. Noble with entourage
6. Giant spiders

### *City of Yezud*

1. Zamorian noble with entourage
2. City watch
3. Temple slave
4. Priest of Zath with entourage
5. Thugs
6. Beggar
7. Merchant with guards
8. Mercenary company
9. Cutpurses
10. Prostitutes
11. Scholar with entourage
12. Giant spider
13. Fire
14. Public execution
15. Jail break
16. Holy day
17. Curfew
18. Kidnappers
19. Escaped slaves
20. Entertainers





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