

FORGOTTEN REALMS PRESTIGE CLASSES COMPENDIUM II

UNDERDARK (3.5E) PRESTIGE CLASSES CONVERTED AS 5E CLASS ARCHETYPES

Introduction: In the wake of the successful Forgotten Realms Prestige Classes Compendium I, I present to you the second installment of the series. This time, we tackle the Prestige classes from "Forgotten Realms - Underdark", the 3.5e sourcebook, and convert them to, once again, class variants. In this book you will find 12 class variants and 4 races of the underground.

BY ANDREA BACK



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Preface

First and foremost, THANK YOU for purchasing this work, whether you are a new costumer or you have already enjoyed the first installment of the Forgotten Realms Prestige Classes Compendium.

Let me spend a couple of words to explain the nature of this work, the issues that I encountered and my solutions to those problems. They may not be the best solutions, someone would have done something different, I'm sure, but I believe this work accomplishes the objectives I had set for it.

Prestige Classes, back in 3.5e days, were something that really connected the characters (and therefore indirectly, the players) to the game setting. At least that's how I felt about them, that's how I see them. They are not just about giving the character more power (although some were indeed stronger than others) nor are they about simply giving the players more options (although they did help in that way). They were a completely optional feature of the game, and what they did is give the characters a degree of specialization, something that requires commitment, long-term planning to meet pre-requisites, and ultimately giving up certain features of the core classes in order to obtain something "special", something "prestigious". This is where, in my eyes, the appeal of the Prestige Classes resided.

With the advent of 5e, I felt that this facet of the game had been left unpolished. When I saw the conversion of the Purple Dragon Knight and the Monk of the Long Death in "Sword Coast Adventurer's Guide", I decided they set an example: they showed one way that we could recapture the effect of 3.5e Prestige Classes by converting them into class variants, archetypes, schools and traditions. There may have been different ways, for example by creating ad hoc backgrounds or feats to replicate the main features of the Prestige Classes, but I believe I made the right choice in following after the "Sword Coast Adventurer's Guide" because I could recreate the original feel through gradual steps, made of several distinct and iconic features.

While the "Forgotten Realms Prestige Classes Compendium I" provided many new class variants for use in campaigns and games set in the lands of Faerun, this second installment in the series looks at the caves, at the tunnels that run deep underground, beneath the cities and kingdoms of Faerun.

The class variants and the races presented in this work are perfectly compatible with the Out of the Abyss storyline, and provide you with the opportunity to play as a native to the underdark, with all the pros and cons.

This product includes 12 Prestige Classes found in Chapter 3 of "Forgotten Realms – Underdark", the 3.5e sourcebook. Moreover, since a few of these classes were restricted to specific races of the underdark, you will find also 4 new races.

A note on those races: races of the Underdark are expected to be able to speak Undercommon to the same extent surface races speak Common. My suggestion to any DM that wishes to incorporate members of these underdark races in a party of surface dwellers is to allow them to speak Undercommon and at least a pidgin of Common, to communicate with the rest of the group.

I hope you'll enjoy playing with these class variants in your Forgotten Realms games as much as I enjoyed converting them and publishing them for the Dungeon Masters' Guild.

I wish you all natural 20s.

Barbarian

The mighty barbarian is known for his powerful muscles and combat prowess, fueled more by his blood-thirsty rage than by discipline and training.

However, barbarians are also skilled survivors that know their habitat and are able to thrive in hostile environments, despite the presence of savage creatures or natural hazards.

In the bowels of the earth, in rocky caves and labyrinthine tunnels, barbarians connect to the stones, to the earth and to the underground in a way that rivals that of any druid or ranger.

The Path of the Cavelord is suited for those who wish to be the unrivalled masters of the underground, hard as a rock and strong as the earth itself.

Path of the Cavelord

A passion for the narrow, dim ways of the world burns in the breast of the cavelord. Born with an ache to learn about the roots of the mountains, the sunless seas, and the hidden ways filled with darkness that will never be illuminated, the cavelord roams the tunnel and cave systems of the Underdark. He takes it upon himself to protect the Realms Below, uprooting foul and disruptive things as he comes upon them.

Blood of the Mountains

When you choose this path at 3rd level, you have advantage on Athletics, Perception and Survival checks made underground.

In addition, while raging you are immune to critical hits: any critical hit is instead considered a normal hit.

Strength of the Stones

Starting at 6th level, as part of an action that involves a Strength ability check, you can choose

not to roll the die, considering the result as if you rolled a natural 20. You can use this feature once, then you must complete a long rest before using it again.

Whisper to the Stones

Starting at 10th level, as an action, you can animate rocks and stones around you to fight for you. You create two minor stone elementals (see box, next page), that act right after you in initiative order, attacking the nearest enemy or staying close to you to protect you. This effect lasts for 1 minute, then the stone elementals crumble to the ground. You can use this feature once, then you must finish a long rest before using it again.

Bones of the Earth

Starting at 14th level, if you die while on rocky subterranean ground, your body (but not your equipment) is immediately fused with the rocks beneath it, and disappears into the ground. You are subject to a Reincarnate spell, that takes 1 hour to complete (as usual) and requires a precious or semiprecious gem at least 3 inches in diameter and worth at least 1000gp, instead of the usual material components. The gem must be on your body when you die, and the spell consumes it. When the magic is completed, you erupt from the earth with a new body and with the precious gem permanently fused on your body, for example on your torso, on your head or on your back. When rolling randomly for the new body, you can roll twice and keep either result.

Stone Elemental – medium elemental, neutral

Armor Class 16 (natural armor)

Hit Points 40 (5d8+20)

Speed 15 ft

Damage Resistances: bludgeoning, piercing, slashing from non-magical weapons

Damage Immunities: Poison

Condition Immunities: charmed, frightened, exhaustion, paralyzed, poisoned, petrified

Senses: darkvision 60ft, tremorsense 60 ft, passive perception 11

Slam Melee weapon attack: +8 to hit, reach 5ft, one target.
Hit: 2d6+5 bludgeoning damage

Bard

The bard has always been a versatile class, but seldom this versatility has been put to the test in matters of pure exploration of uncharted, dangerous territories. Such a task was usually assigned to the ranger or the rogue of the group, but the Prime Underdark Guide provides us with the inspiration for a fresh new perspective on bards.

The College of the Underdark Guides produces bards that are capable of leading a team of adventurers to the deepest recess of the earth and back again without a scratch.

College of the Underdark Guides

Traveling in the Underdark is dangerous, especially for those unaccustomed to its labyrinthine passages. Wise travelers try to hire a skilled guide who not only knows how to overcome the physical challenges, but can also help them over the social and cultural hurdles they are sure to face.

Bards of the college of the Underdark Guides are usually found in the company of adventuring parties or merchant caravans. With their environmental and diplomatic expertise, they can greatly enhance the odds of survival in the Underdark for both themselves and their clients.

Restrictions

Only non-evil character can choose the College of the Underdark Guides.

Underdark Traveler

The College of the Underdark Guides teaches its members all the skills necessary to survive in the hostile underground environments and deal with the natives they might encounter.

When you choose this College at 3rd level, you learn Undercommon, and you become proficient with Survival and Athletics.

Resourceful Inspiration

In addition, starting at 3rd level, your presence and your wise words of comfort reassure and guide your clients, allowing them to overcome obstacles and face dangers with a newfound sense of security.

A creature that has a Bardic Inspiration die from you can use it more than once, when underground. The first time it uses it, it gets the normal die; every time thereafter, reduce the die size by one (from d12 to d10, from d10 to d8, from d8 to d6, from d6 to d4; a d4 is the minimum die size), until you can't reduce it anymore. Therefore, if you give a creature a d6 as a Bardic Inspiration die, they can use it once, and then use it again before the end of the duration as a d4 instead. The duration of the Bardic Inspiration does not change and is not reset every time a die is spent.

Danger Sense

Starting at 6th level, you have advantage on saving throws against traps and natural dangers, and traps attacks against you are made with disadvantage.

Group Safety

Starting at 14th level, you impart the benefits of your Danger Sense feature on creatures that you have inspired with your Bardic Inspiration feature, for the duration of the feature (until they spend all their Bardic Inspiration dice, or 10 minutes have passed).

Cleric

The Cleric, in 5th Edition, has access to several divine domains as his class options. The Underdark is a whole new world, and it shouldn't come as a surprise if the creatures that inhabit the deep tunnels and the dark crevices of the earth have their own deities, with their own domains.

The Sea Mother Whip prestige class was restricted to Kuo-toa, fish-like humanoids devoted to Blibdoolpoolp; the Sea Mother had exclusive access to the Domain of Watery Death, which is presented here as a new domain for the 5e cleric.

Kuo-toa

You can find background information on the Kuo-toa in the Monster Manual, page 198.

A Kuo-toa character has the following traits:

- **+1 Strength, +1 Constitution, +1 Wisdom** : The Kuo-toa are tough, athletic and perceptive.
- **Swim** speed of 30 ft
- **Amphibious**: can breathe both air and water
- **Darkvision**: up to 60 ft
- **Sunlight Sensitivity**: while in sunlight, the kuo-toa has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.
- **Slippery**: the kuo-toa has advantage on ability checks and saving throws made to escape a grapple
- **Otherwordly Perception**: The kuo-toa can sense the presence of any creature within 30 feet of it that is invisible or on the Ethereal Plane. It can pinpoint such a creature that is moving.
- **Proficient with the Pincer Staff** (martial weapon, two handed, deals 1d6 piercing damage; reach 10ft; heavy; if the target is a Medium or smaller creature, it is grappled (escape DC 8+proficiency+Strength). Until this grapple ends, the pincer staff can't be used on another target.

Watery Death Domain

Devout worshippers of Blibdoolpoolp who seek closer communion with the Sea Mother often gain additional abilities in return. The Watery Death Domain grants the cleric the powers to inspire fellow worshippers of the Sea Mother, to chastise infidels and to unleash torment and pain on their enemies, leaving more and more bodies to rot in the cold waters of the lakes and rivers of the Underdark.

Restrictions

Only Kuo-toa are allowed to choose this divine domain.

Watery Death Domain Spells

Cleric Level	Spells
1 st	<i>Create Water</i> <i>Entangle</i>
3 rd	<i>Blur</i> <i>Darkness</i>
5 th	<i>Lightning Bolt</i> <i>Call Lightning</i>
7 th	<i>Control Water</i> <i>Blight</i>
9 th	<i>Conjure Elemental (only water)</i> <i>Dispel Evil and Good</i>

Spark of the depths

When you choose this domain at 1st level, you learn the *Shocking Grasp* cantrip. In addition, you can speak with any aquatic beast as if you were under the effects of a *Speak with Animals* spell.

Punish the Infidels

When you choose this domain at 1st level, you can reprimand and harshly condemn those who do not follow your goddess.

You can cast the spell *Doom* without expending a spell slot, as a 1st level spell, as long as the targets can hear you and see you. You can use this feature once, then you must complete a short rest while partially submerged in a natural body of fresh water (a river, a lake, a small basin, but it doesn't necessarily have to be underground) to regain the use of this feature. Otherwise, you regain its use when you complete a long rest.

Channel Divinity: Smite the Surface Dwellers

Starting at 2nd level, you can invoke the power of your goddess to strike fear in the warm hearts of the surface dwellers.

As a bonus action, you can use your Channel Divinity feature to charge yourself with static energy, ready to unleash electricity on your next victim.

The next time you successfully grapple a non-aquatic creature (defined as a creature without a swimming speed and that cannot naturally breathe water) within 1 minute, you deal 4d6 lightning damage.

The target must succeed at a Constitution saving throw against your spellcasting DC to halve that damage. In addition, if the target is at least partially submerged in water, it has disadvantage on its saving throw.

If the target fails its saving throw, it has disadvantage on its grapple checks against you until the end of your next turn.

Inspire the Faithful

Starting at 6th level, you can cast the spell *Bless* without expending a spell slot, as a 1st level spell, as long as the targets can hear you and see you. You can use this feature once, then you must complete a short rest while partially submerged in a natural

body of fresh water (a river, a lake, a small basin, but it doesn't necessarily have to be underground) to regain the use of this feature. Otherwise, you regain its use when you complete a long rest.

Lightning of the depths

Starting at 8th level, you can cast the spell *Lightning Bolt* without expending a spell slot, as a 3rd level spell, as long as the targets can hear you and see you. You can use this feature once, then you must complete a short rest while partially submerged in a natural body of fresh water (a river, a lake, a small basin, but it doesn't necessarily have to be underground) to regain the use of this feature. Otherwise, you regain its use when you complete a long rest.

Herald of the Watery Grave

Starting at 17th level, you gain resistance to lightning damage. In addition, any spell that you cast that deals lightning damage ignores lightning resistance, and treats lightning immunity as if it was just lightning resistance.

Druid

Druids are a powerful and versatile class, and they can be as diverse as nature can be. In the dark recesses of the earth, far below the jungles and the sun-scorched deserts, a different ecosystem thrives unseen. Fungal creatures, blind fish and crawling monstrosities of all kinds inhabit the cold, damp tunnels and hide in the darkness below our feet.

The Circle of the Swarm, inspired by the Vermin Keeper prestige class, allows the druid to bond with a swarm of insects, forming a hive mind and learning to see beauty and perfection where others only see revolting little creatures.

The Circle of the Earth, inspired by the Deep Diviner prestige class, instead connects the druid to the rocks and the stones in an unprecedented way, allowing him to speak with them, command them and even obtain their strength and toughness.

Circle of the Swarm

Most creatures view creepy, crawly insects with revulsion. To a druid of this circle, also called a Vermin Keeper, they are perfect killers – creatures whose supreme adaptations to their environment inspire a sense of awe.

Vermin keepers live with insects of all kinds as if they were the queen of the hive: they instruct and direct the swarm mentally, as if it were an appendage of their own body. They specialize in transforming into giant insects of all kinds and may even learn to deconstruct their body in a giant, terrifying swarm.

Endure the bites

When you choose this circle at 2nd level, you are so used to insect bites and their venom, that it doesn't hurt much anymore.

You have advantage on saving throws against poison, and you have resistance to poison damage.

Insect Wild Shape

You are especially good at using your Wild Shape feature to assume an insect form. Starting at 2nd level, when you use your Wild Shape feature to become any kind of insect (spiders, wasps, centipedes, scorpions, beetles etc), that form as maximum hit points.

Swarm Companion

Starting at 2nd level, you obtain a swarm of insects (your choice) as a loyal companion, under your complete mental control.

The swarm has a number of hit points equal to 6 times your druid level. Add your proficiency bonus to the swarm's AC, saving throws and attack bonus. As a bonus action, you can direct the swarm to move and take an action, if it is within 100 ft of you. If the swarm is more than 100 ft of you, you must instead use your action to direct it.

The swarm can only take the attack, help, dash and hide actions; in addition, it can interact with an object weighing up to 20 lbs times your druid level as an action.

The swarm regains lost hit points only when you finish a long rest (during the night, new creatures arrive to replenish the losses the swarm has suffered). If the swarm is reduced to 0 hit points, it disperses, but you can summon a new one during a short or long rest by spending a number of hit dice equal to 1/3 of your level (rounding down).

One with the swarm

Starting at 6th level, whenever the swarm is in your space, you can let it surround you and move with you: flying insects buzz around you, while crawling insects crawl all over your body, coming in and out of your clothes.

You can take the Hide action to have the insects hide on your body, under your armor, cloak or clothes.

While it is surrounding you, the swarm can't take any action until you use an action to release the swarm, in which case it can act immediately.

Whenever you and your swarm share the same space (whether it is surrounding you, hiding on you or simply happens to be in your space), you gain a benefit depending on which kind of insect your swarm is made of:

- Beetles: +2 AC (natural), you gain a burrowing speed of 5ft
- Centipedes: Your melee weapon attacks inject the centipedes' poison
- Spiders: You gain the *spider climb* and *web walker* traits.
- Wasps: You gain a flying speed of 15 ft.

Hunger of the praying mantis

Starting at 10th level, you can devour some of the insects of your swarm to regain hit points. As a bonus action, you can inflict 1d8 damage to your swarm and heal yourself of the same amount.

You can use this feature once every two levels, then you must finish a long rest to regain its uses.

Sting of the Golden Beetle

Starting at 10th level, your attacks while in insect form (or later, in swarm form, see below), as well as the attacks of your swarm companion, count as magical for the purposes of overcoming resistances and immunities.

Shape of the Swarm

Starting at 14th level, you can use two uses of your Wild Shape feature to fuse with your swarm companion and become a Large swarm of insects of the same kind as your swarm companion.

In swarm form, you have 6 hit points per level, and the damage of your Bites attack is 1d4 per level, or 1d4 per two levels if you have half of your hit points or fewer.

Your Bites attack counts as a magical weapon, and you can attack up to 4 different targets in your space when you use your Bites action.

Add your proficiency bonus to your AC and saving throws.

You don't benefit from the One with the Swarm feature when you are in swarm form. When you return to your humanoid form, your swarm companion is back to full hit points and is surrounding you.

Circle of the Earth

Deep diviners, as druids from the Circle of the Earth are called, are intimates of the earth and all that it hides. A deep diviner knows the stones, structures, faults, hot spots, and mineral types of the Underdark and they know her. She uses her earthborn power to locate fluxes of energy, called earth nodes, that are more powerful the deeper you venture underground. Deep diviners can even call elemental spirits of the earth to do their bidding.

Tongue of the Earth

When you choose this circle at 2nd level, you can speak with stones, rocks and the earth for 1 minute, as an action. They can only tell you who or what touched them, traveled upon them, or what's beneath them. Different materials have different senses: while rocks and stones have a strong sense of touch, and can tell with precision the number, the size of creatures that traveled upon them, precious and semiprecious gems have a strong sense of sight and they usually focus their attention on minute details, like colors, jewels, scars and symbols. Metals on the other hand are predominantly listeners and they can report what they've heard.

Once you've used this feature, you must finish a long rest to use it again.

Deep Divination

The earth powers your divination, and the deeper you are, the greater chance you have of using an earth node to fuel your divinations instead of consuming your own mystical energies.

Starting at 2nd level, while underground, every time you cast a Divination spell, you must roll a spellcasting check with DC 21 if you are within 300 ft from the surface; the DC decreases the deeper you are underground: DC 18 if you are between 300 ft and 1 mile underground; DC 15 if you are between 1 miles and 3 miles underground; DC 12 if you are deeper than 3 miles underground.

If you are successful, you do not expend the spell slot used to cast that divination spell. If a spell has greater effects using a higher level spell slot, you must decide at what level you are casting the spell before attempting the spellcasting check.

Once you use this feature successfully twice, you must finish a long rest to use it again.

In addition, add these spells to your spell list:

- 1st Comprehend Languages
- 2nd Detect Thoughts
- 3rd Clairvoyance
- 4th Arcane Eye
- 5th Legend Lore

Deep Conjunction

Starting at 6th level, you learn to summon mighty stone soldiers to protect you.

As an action, you can summon a Stone Elemental (see box, page 5). Using this feature requires concentration as if you had cast a spell with “duration: concentration, up to 1 minute per level”.

Once you use this feature, you can’t use it again until you complete a long rest. However, if you are deeper than 1 mile underground, you regain the use of this feature after a short or long rest.

In addition, when you cast a Conjunction spell while deeper than 1 mile underground, you heal a number of hit points equal to half your level, plus your Wisdom modifier.

Deep Evocation

You can tap on the energies of the earth to fuel your evocation spells and reduce the strain on your own energies.

Starting at 10th level, you can cast the spell *Wall of stone* once, without expending a spell slot. Once you use this feature, you can’t use it again until you complete a long rest. However, if you are deeper than 1 mile underground, you regain the use of this feature after a short or long rest.

In addition, when you cast an evocation spell while deeper than 1 mile underground, you can cast a cantrip in the same round as a bonus action.

Deep Transmutation

Starting at 14th level, you can use your wild shape feature to transform into an earth elemental.

In addition, when you cast a transmutation spell while deeper than 1 mile underground, you get a +2 bonus to AC and advantage on all Strength, Dexterity and Constitution saving throws until the end of your next turn.

Fighter

Fighters are a diverse and heterogeneous group, specializing in different aspects of combat, in different techniques or focusing on a particular weapon or subset of weapons. Deep below the grassy plains and forests of Faerun, in the Underdark, some creatures native to those dark places have developed peculiar techniques to take advantage of their environment.

The Inquisitor of the Drowning Goddess is a peculiar kuo-toa tradition of fighters that focuses on grappling their enemies, often trying to drown them as an offering to their cruel goddess Blibdoolpoolp. The inquisitors are known to inspire fear in the cold hearts of basically all the creatures that dwell in the Underdark.

Inquisitor of the Drowning Goddess

The Sea Mother gives her children life and demands steadfast devotion in return. While it is the duty of any kuo-toa to spend their lives protecting their community from outside threats, a specialized group of fighters are tasked with protecting the community from inside as well as outside threats: these are called Inquisitors of the Drowning Goddess.

The Inquisitors are feared by all the denizens of the Underdark, including the kuo-toa themselves, for their unflinching loyalty to their duty, for their absolute lack of compassion and forgiveness, and for their close-quarter techniques.

Many drows, quaggoths, duergars and even wandering minotaurs have been drowned in an underground lake while in the icy grip of an Inquisitor, their bodies swallowed by the dark waters for having trespassed on kuo-toa territory.

Restrictions

Only kuo-toa of non-good alignment can become Inquisitors of the Drowning Goddess; they tend to be lawful, but rebellious, crazed inquisitors acting on blind faith and blood lust are not unheard of.

Grip of the dark waters

Starting at 3rd level, you can make a grapple attempt as a bonus action, or as a reaction when you are hit by a Large creature or smaller. You can't grapple more than one creature at the same time.

Eye of the Inquisition

The Inquisitor is a looming, ominous presence with a knack for reading other creatures' hearts.

Starting at 3rd level, you become proficient with Intimidate and Sense Motive; in addition, you have advantage on Intimidate and Sense Motive checks you make against any creature native to the Underdark.

Devoted Mind

As an Inquisitor, you have mastered the art of shielding your mind and your thoughts from outside forces of supernatural origin.

Starting at 7th level, you have advantage on saving throws against spells of the Enchantment school, as well as any effect the causes the charmed or frightened condition.

Adhesive mucus

You learn to alter your slippery scales so that they secrete an adhesive substance instead.

Starting at 10th level, you have advantage on grapple attempts. Creatures that are one size larger than you do not automatically succeed on checks to escape your grapple.

Aura of Intimidation

You radiate an aura of fear and intimidation. Starting at 15th level, you can cause any hostile creature within 30 ft to make a Charisma saving throw against DC equal to your level, plus your Charisma modifier. Those who are successful are immune to this feature for 24 hours, but those who fail must immediately use their reaction to move away from you (taking the quickest route, provoking opportunity attacks but avoiding obvious dangers like lava, pools of acid, etc). Furthermore, those who fail their saving throw are frightened of you for 1 minute, and they can repeat the saving throw at the end of each round in which you are not within their line of sight, ending the effect on a success. You can use this feature once, then you must complete a long rest to use it again.

Deadly grip of the Drowning Goddess

Nobody is safe while within your iron grip, and neither are those who dare venture in the icy waters of the subterranean lakes over which your goddess presides.

Starting at 18th level, you add your proficiency bonus to damage rolls with any attack against creatures you are grappling, as well as against creatures that are swimming in an underground natural pool of water (a lake, a river).

Monk

Monks are ascetic creatures that devote themselves to the holistic care of their mind and of their bodies. They sit for hours in meditation, communing with the universe and the fundamental forces that shape everything and they attain almost supernatural martial arts skills through rigorous training. Deep underground, few creatures possess the dedication and determination to sharpen their mind and their bodies to become perfect warriors.

The Illithid are primarily known for their psionic powers and their hunger for humanoid brains. However, a monastic order exists that focuses on developing their usually frail bodies at the expense of their supernatural mental powers: the Illithid body tamers that choose the Way of the Steel Tentacle.

Half-Illithid

While purebred Illithids are too powerful to be considered a playable race, the half-illithids are perfect for that role.

Half-illithids are the progeny of mind flayers and various other creatures. Most often, such progeny are formed through magical tampering with the reproductive process of the host creature, so that the offspring presents distinct illithid features.

Despite the fact that the Illithids conduct these experiments on all sorts of creatures, what follows are the stats for a half-illithid produced by altering a humanoid race. The original race does not affect the stats, because the illithid features overwrite most of the original race traits.

These stats are appropriate for any humanoid-based illithid of size small, medium or large.

- **+1 Intelligence, +1 Wisdom** : The bodies of the Half-illithid are frail, but their minds are somewhat quicker than normal.
- **Size Medium** (regardless of the original race's size, the insertion of illithid traits balances to some extent the size of the creature, bringing it inside the range appropriate to Medium creatures. A Halfling based Half-Illithid will be shorter than a human, about 4 feet and a half, but still of Medium size. An Ogre based Half-illithid will be as tall as 7 ft and a half, but would not be considered of Large size)
- **Tentacles**: the creature gains a tentacle attack. It counts as a special unarmed strike with a reach of 5 ft, and the accurate and light properties. It deals 1d4 bludgeoning damage on a hit, and the target is grappled if it is Medium or small (escape DC 8 + proficiency + Strength modifier). While the half-illithid is grappling, it can only use his Tentacle attack against the creature he's grappling. (NOTE: the half-illithid cannot extract the enemy's brain, as its tentacles are not barbed and its mouth is not large enough to devour it)
- **Mind Blast**: The half-illithid emits psychic energy in a 30 ft cone. Each creature in the area must succeed on an Intelligence saving throw (DC 8 + proficiency + Intelligence modifier) or take 2d8 psychic damage and be stunned for 1 round. The damage increases to 3d8 at 6th level, 4d8 at 11th level, 5d8 at 16th level. After you use your Mind Blast, you can't use it again until you complete a short or long rest.
- **Illithid Magic**: At 3rd level, you can use Charm person once per day; at 5th level, you can use Detect Thoughts once per day. Intelligence is the spellcasting ability for these spells.

Way of the Steel Tentacle

Illithids that embrace the Way of the Steel Tentacle believe that military might is the most important factor in their race's future mastery of the universe. These so-called body tamers seek to impose their will upon the Underdark primarily through martial force, forswearing diplomacy, tricks, and alliances. They voluntarily abstain from indulging in using their psionic blasts and their quasi-magical powers, and in exchange their bodies are tempered, their reflexes sharpened and their tentacles grow long and strong, perhaps a relic of a distant, more feral, past.

Restrictions

Only Illithid (or Half-illithid, see previous page) characters can choose the Way of the Steel Tentacle, for obvious reasons.

Code of the Steel Tentacle

When you choose this tradition at 3rd level, you learn that the basics for your discipline reside in a strict code of conduct, the Code of the Steel Tentacle.

You must refrain from using your racial supernatural mental abilities, like Mind Blast and Illithid Magic.

When abstinent, you gain temporary hit points equal to your Wisdom modifier multiplied by your level, whenever you finish a short or long rest. In addition, your tentacle attacks deal +1d4 damage.

To be considered abstinent, you must not have used your Mind Blast or Illithid Magic since you last finished a long rest. As soon as you use those features, you immediately take damage equal to your Wisdom modifier multiplied by your level (the same amount you gain as temporary hit points, thanks to your abstinence), and you lose any benefit from this feature. The damage you take from breaking your abstinence cannot drop you to 0 or fewer hit points, but leaves you at 1 hit point instead.

Tentacle Whips

Your tentacles grow longer and nimbler, allowing you to perform various complex maneuvers with them.

Starting at 6th level, the reach of your tentacles increases to 10 ft. In addition, you can use the Disarming Attack and Trip Attack fighter maneuvers when attacking with your tentacles. You have one superiority die, and it's the same die as your Martial Arts damage.

The superiority dice are recharged upon completing a short or long rest.

You gain an extra superiority die at 17th level, and you also learn the Lunging Attack maneuver.

Whirlwind Tentacles

Starting at 11th level, you can attack any number of creatures within reach of your tentacles with your Flurry of Blows, spending an extra Ki point per target beyond the first. Both the extra attacks granted by the Flurry of Blows feature benefit from the Tentacle Whirlwind.

Therefore, if for example you want to hit 3 creatures, you must spend 2 extra Ki points when you use your Flurry of Blows; then you can perform the two attacks of your Flurry of Blows with your tentacles against all three targets.

Using this feature does not allow you to grapple with your tentacles on this turn, and automatically releases any grappled target when you use it.

Steel Whirlwind of Death

Starting at 17th level, when you use the Whirlwind Tentacles feature you can spend up to 5 extra ki points. The targets of the Whirlwind Tentacles attacks must succeed on a Constitution saving throw (DC 8 + proficiency + Strength modifier), or take 1d6 extra psychic damage per Ki point spent to use this feature. A successful saving throw negates the extra damage, and the same target cannot take this extra damage more than once on the same turn (therefore, even if you hit a

target twice with your Whirlwind Tentacles, and it failed both its saving throws against this feature, it only takes the extra damage the first time; the second attack only deals normal damage).

You can use this feature once, then you must complete a short or long rest to use it again.

Paladin

Paladins are stalwart champions devoted to a cause, an ideology or a deity. Usually, what comes to mind is a knight in shining armor, riding on a valiant steed against unspeakable dangers. However, in the Underdark, there exist knights devoted to more sinister and dire precepts, wearing dark cloaks and fighting for their own brand of justice.

The Drow Judicator provides inspiration for the new Oath of the Spider, a drow-only exclusive for evil paladins that allows the character to judge others without compassion from high atop his trusty giant spider mount.

Oath of the Spider

A mortal imbued with fiendish cruelty, the drow judicator is a knight most foul. This unholy warrior is steeped in the divine energy of Selvetarm, the Spider that Waits, self-appointed Champion of Lolth. The drow judicator is hated and feared by all, especially other male drow who are jealous of the heights of power to which he has risen.

Drow judicators must make an unholy pledge to Selvetarm, and abide by the following tenets.

Restrictions

Only Drow of evil alignment are allowed to choose this Oath.

Tenets of the Spider

Generally, paladins of this oath share the following tenets.

- **No compassion:** Never allow yourself to show compassion towards those who failed.
- **Justice:** Respect the law of the drow and see that it is respected through any means necessary.

- **Submission:** Never forget your place in the drow society, and never try to change your status.
- **Caution:** Do not be eager to wage battle, waiting for the right moment to strike is the true nature of the Spider that Waits.

- **Selvetarm's Blessing:** As a bonus action, you can invoke the blessing of the Spider That Waits upon yourself. You have advantage on all saving throws for 1 minute. In addition, any spider within 100ft of you that can see you must succeed on a Charisma saving throw against your spellcasting DC or be charmed by you for the duration of this effect.

Oath of the Spider Spells

Paladin Level	Spells
3 rd	<i>False Life</i> <i>Ray of Sickness</i>
5 th	<i>Spider Climb</i> <i>Web</i>
9 th	<i>Fear</i> <i>Bestow Curse</i>
13 th	<i>Dominate Beast (only spiders)</i> <i>Giant Insect (only spiders)</i>
17 th	<i>Awaken (only spiders)</i> <i>Insect Plague (summons spiders)</i>

Divine Domain

When you choose this Oath at 3rd level, you can use your Channel Divinity feature to poison your blade or to invoke the blessing of Selvetarm.

- **Bite of the Spider:** as a bonus action, you can enchant your weapon so that it secretes deadly spider venom. The next hit (within 1 minute) with this weapon inflicts an extra 2d8 poison damage and poisons the enemy for 1 minute; a creature reduced to half or less hit points by this attack is paralyzed for 1 round. A successful Constitution saving throw against your spellcasting DC halves the damage and the enemy is not poisoned for 1 minute. However, if the attack reduces the target to half or less hit points, it is poisoned for 1 round regardless of the saving throw.

Spider Servant

Starting at 7th level, you obtain a faithful Giant Spider as a loyal companion. It has the maximum hit points allowed by its hit dice (44 hp), or 6 times your level, whichever is higher. Add your proficiency bonus to the spider's AC, saving throws, attack and damage rolls.

You can use the spider as a mount, if you want. You may mentally command it to Attack, Dash, Disengage or Dodge using your own action. If you do, the spider moves as you direct it if you are riding it, or moves on its own to perform your command if you're not riding it. When you command your spider servant, you may make a single attack as a bonus action on this turn. The spider may not take reactions when you are riding it, but you can; the spider may not use its Web action when you are riding it, unless you succeed at a Dexterity check (adding your proficiency) with DC 10.

If the spider servant is slain, you can obtain a new one after 24 hours, by magically bonding with another giant spider as long as it's charmed by you.

Starting at 18th level, you may command your spider as a bonus action, and you are not restricted to the Attack, Dash, Dodge and Disengage actions.

It can take reactions when you are riding it and you do not have to make a Dexterity check when you are riding it in order to use its Web action.

Arachnid Apotheosis

Your faith brings you closer to perfection, bestowing upon you several characteristics of spiders that many would deem abhorrent.

Starting at 15th level, you gain a climb speed equal to your land speed; you become proficient in Stealth; you gain a bite attack that can only be used against enemies you are grappling, and inflicts 1d4 piercing damage; the target also takes 2d8 poison damage, and is poisoned for 1 minute unless it succeeds at a Constitution saving throw against DC 8 + proficiency + your Constitution modifier. If the target succeeds on its saving throw, it takes only half the poison damage and negates the poisoned condition.

Dark Judgement

Starting at 20th level, you can judge all creatures within 100ft of you; those with alignment one step away from yours are subject to a Blight spell, cast at 4th level; those whose alignment differs from yours by two steps have advantage on their saving throw, while those whose alignment matches yours have advantage on their saving throw.

Once you use this feature, you must finish a long rest to recharge its use.

Ranger

The Ranger is a versatile class: he can be a warrior, a divine spellcaster and a scout that hunts down evildoers in the wildlands he calls home. There are plenty of opportunities in the Underdark for a ranger to prove himself useful, fulfilling specialized roles as vanguards or bounty hunters.

The Imaskari Vengeance Taker is a lethal warrior, focused on tracking down the target of its vengeance and taking it down through any means necessary.

Imaskari

The Imaskari are the heirs to the lost empire of Imaskar. One of the earliest human empires, Imaskar rose in what is not the Dust Desert and Pains of Purple Dust. Wizard-kings of insane power, the Imaskari were destroyed by the slaves they had abducted from other worlds and the machinations of unusual creatures of their own creation. The Imaskari faded away into history as their empire crumbled. A secret few, however, managed to preserve their kin, fleeing deep into the bowels of the earth, sealing themselves away from both the knowledge and the recriminations of the surface world.

Thousands of years of isolation and magical modifications have transformed the Imaskari into a human subrace adapted to life underground. They possess a natural inclination towards the use of arcane magic, and are among the best wizards of the Underdark.

- **+2 Intelligence, +1 to another ability** : the Imaskari are smart and intelligent, and they are versatile and adaptable.
- **Stealthy**: the Imaskari have advantage on Stealth checks made underground.
- **Imaskari Magic training**: Every imaskari knows the rudiment of wizardry; an Imaskari character knows one cantrip and one 1st level spell from the Wizard list. In

addition, it has one extra 1st level spell slot (allowing even non casters to cast their only 1st level wizard spell).

- **Darkvision**: up to 60 ft

Imaskari Vengeance Taker

A secret society dedicated to righting wrongs, the Imaskari vengeance takers are trained by hidden masters in the rites and rituals of revenge. They use their spells and stealth, along with the imprimatur of “just retribution” to destroy those who have sinned against their society and those it protects. To a vengeance taker, a paladin who destroys a den of grimlocks under the protection of the Imaskari is deserving of retribution in the same extremity and measure as a drow who murders a member of the society itself.

Restrictions

Only Imaskari characters of lawful alignment can choose this archetype

Tools of vengeance

When you choose this archetype at 3rd level, you become proficient with the poisoner’s kit. In addition, you gain the Sneak Attack feature (see Rogue, Player’s Handbook page 96), dealing +1d6 damage. This extra damage increase by +1d6 every three levels as a Ranger (up to +6d6 at 18th level, as a Ranger).

Target of Vengeance

Starting at 7th level, you can use a special version of the spell *Hunter’s Mark* as a 3rd level spell, without expending a spell slot, and with a fixed duration of 8 hours (this spell does not require concentration on your part). You may not select a new target for the spell when the original target

dies, you must wait to be able to use this feature again.

Once you use this feature, you must finish a long rest to use it again.

When you reach 11th level, you can cast the spell as a 5th level slot, therefore prolonging its effects to 24 hours (this spell still does not require concentration on your part).

Vision of Vengeance

Starting at 11th level, you can use the spell *Scrying* once, without expending a spell slot, then you must finish a long rest to use it again. You can only use this feature to scry on a creature on your same plane of existence and affected by your Target of Vengeance feature.

Bloody Vengeance

Starting at 15th level, you have advantage on the first attack roll you make each turn against a creature affected by your Target of Vengeance feature. In addition, any hit you score against a creature that is surprised is a critical hit.

Rogue

The Rogue is a versatile class, that becomes even more so once it sees further diversification: you can have the expert swashbuckler or the stealthy assassin, the arcane trickster or the thief that specializes in burglary and robbery.

In the dark tunnels of the Underdark, the chitine race lives in small communities, in houses and villages built with spider webbings that the chitine themselves and their domesticated spiders produce.

The most experienced of the chitines become Yathchol Webriders, taking their name after the largest chitine city, Yathchol, and their most notable ability. These rogue are in fact stealthy killers that can walk on spider webs, hide beneath them and even vanish through them. The most powerful webriders are said to be able to produce great quantities of webs and even animating them as they please.

Chitine Race

The spiderlike chitines exemplify the unnatural changes that can be incorporated into a humanoid with the aid of evil-inspired magic. Once their ancestors were humanoid in form, but their enforced slavery to the drow entailed more than simple execution of duty. The drow of Ched Nasad selectively bred and magically meddled with their slaves, incorporating ghastly “improvements” as well as the results of fumbled experiments. Eventually these alterations became permanent, resulting in a race of spiderlike, four-armed humanoids that can build with webbing in the same way that humans employ stone or wood.

- **+1 Dexterity, +1 Constitution, +1 Intelligence** : Chitines are deft and tough, and possess a certain feral cunning.
- **Small size** : despite the length of their arms, the chitine walk in a hunched way and seldom stand more than 4 ft tall.
- **Spider Climb** : thanks to their four arms and hooker fingers, the chitines can climb

on difficult surfaces, including upside down on ceilings, without needing to make an ability check, as long as they are not encumbered.

- **Extra arms** : the chitines can fight even when climbing, without penalty. In addition, they are considered Medium sized creatures when grappling; furthermore, their hooked fingers mean that they can't be disarmed or made to drop an item unless they want to.
- **Darkvision**: up to 60ft
- **Sunlight sensitivity**: while in sunlight, the kuo-toa has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

Yathchol Webrider

Chitines know that webs, once woven, belong to a greater complex that they reverently call the Overweb. With their intimate understanding of webspinning and their familiarity with the Overweb, Yathchol webriders can move about the Underdark as they choose, riding the hidden lines of the Overweb and calling on its servants to protect them and deal with their enemies.

Restrictions

Only chitines can become Yathchol webriders (although this archetype could be allowed as a generic ‘webrider’ for other humanoid races that can spin webs)

Dancing on the silver threads

When you choose this archetype at 3rd level, you become immune to webs, and you can walk on them without suffering any ill effect. You can use the hide action when within 5 ft of natural or magical webs, even if you are not in dim light or darkness, nor you have any cover.

In addition, as an action, you can cover a 5 ft square in sticky webs that last 1 hour and force the

first creature to walk on them to make a Dexterity saving throw with DC 8 + your proficiency + your Constitution modifier to avoid being restrained. A restrained creature can escape with a successful Athletics or Acrobatics check against the same DC.

You can use this feature a number of times equal to 1 + your Constitution modifier, then you must finish a short or long rest to use it again.

Web Blast

Starting at 3rd level, you can produce hard and sticky balls of webs. As an action, you deal 4d6 bludgeoning damage to creatures in a 10 ft by 10 ft square, restraining the targets as the webs that you produce with your Dancing on the Silver Threads feature. The targets that succeed on their saving throw take only half damage and they are not restrained.

The damage increases to 6d6 at 9th level, and to 8d6 at 17th level.

You can use this feature once, then you must complete a short or long rest to regain its use. You gain an additional use at 13th level.

Web ride

Starting at 9th level, you can travel instantaneously between separate webs. Once per turn, as part of your movement, you can enter any web covering at least a 5ft square, and come out from a different 5ft square covered in web.

Using this feature uses the rest of your movement for this turn, but you can use the Hide action once you arrive in the target square, since you benefit from the Dancing on the Silver Threads feature.

You can travel up to 20 ft with this feature, but the distance increases to 40 ft at 13th level, and to 60 ft at the 17th level.

Spawn of the Overweb

Starting at 13th level, you can shape the essence of the Overweb in a way that essentially summons a Giant Spider to attack your enemies.

As an action, you target a patch of webbing covering at least a 10 ft by 10 ft square. The Giant Spider erupts from the webs as if it was hiding below, and it acts immediately after your turn in initiative order. The spider attacks the nearest enemy creature, moving on to the next as soon as it's defeated.

You can direct the Giant Spider to a different target as a bonus action on your turn, and it will take any action you command it to.

The spider persists for as long as you keep your concentration (as if you were concentrating on a spell), up to 2 hours, and then it dissolves in a 10 ft by 10 ft patch of sticky webs, like the ones you produce with your Dancing on the Silver Threads feature.

Once you use this feature, you can't use it again until you finish a long rest.

Mastery of the Overweb

Starting at 17th level, you regain the use of your Spawn of the Overweb feature when you finish a short or long rest.

Sorcerer

The Sorcerer's class options take the form of new bloodlines: the Underdark provides us with a new origin, one tainted by the darkness and the shadows that fill the dark bowels of the earth.

The Shadowcrafter prestige class inspired the Shadow Origin for the sorcerer. Characters that choose this origin are naturally gifted illusionists, touched by the Shadowfell and able to craft their own reality out of the same ethereal matter of which dreams, and nightmares, are made of.

Shadow origin

Shadowcrafters, as sorcerers of the Shadow origin are called, specialize in forming their own reality out of nothingness.

They have been touched, some say corrupted or tainted, by the elusive and misleading nature of the Shadowfell, and they embrace this gift as their own nature.

Shadowcrafters can replicate reality better than reality itself, and often see their creations as pieces of magical art, woven with threads of illusion and painted with strokes of their wands.

Touched by the Shadows

When you choose this origin at 1st level, you learn the Minor Illusion cantrip. In addition, you have advantage on saving throws against illusions.

Approaching the Shadows

As soon as you recognized your true nature, you realized how natural being sneaky and mischievous came to you.

When you choose this origin at 1st level, you become proficient with Stealth and with the Disguise kit.

Shadowcasting

Starting at 6th level, you can use your sorcery points to cast illusory copies of evocation and conjuration spells.

Choose one conjuration spell and one evocation spell from any list for each spell level you have access to. When you gain access to a new spell level, you choose new spells for that spell level.

You can cast spells you have chosen with this feature as if you had them prepared, by expending a spell slot of the appropriate level and spending 1 sorcery point per level of the spell slot used.

These spells count as illusion spells when you cast them with this feature.

If the spell deals any kind of damage, or summons creatures that deal damage, it deals only 75% of the damage it would deal, and it is all psychic damage. If the spell requires the target to make a saving throw, they must make a Wisdom saving throw instead of whatever saving throw the spell usually requires, and they have advantage on the saving throw.

Shadow Creation

Starting at 14th level, you can cast the spell *Creation* without any material component and without spending a spell slot.

You can use this feature once, then you must finish a short or long rest before using it again.

You can spend sorcery points to prolong the duration of the materials created with this feature: for every 2 sorcery points, double the duration, up to 24 hours.

Embrace the Shadows

Starting at 18th level, spells that you cast with your Shadowcasting feature deal their full amount of damage as psychic damage (instead of just 75%), and the targets of those spells do not get advantage on their Wisdom saving throws to resist those spells.

In addition, in virtue of your connection to the Shadowfell, you obtain resistance to bludgeoning, slashing and piercing damage from non-magical weapons whenever you cast an illusion spell of 1st level or higher; this effect lasts until the end of your next round.

Wizard

The Wizard is perhaps the class with the most class variants, since it can specialize in any school of magic. These are traditionally the eight schools, Necromancy, Enchantment, Illusion, Evocation, Conjunction, Abjuration, Transmutation and Divination. But in the Underdark, where alien creatures and aberrations roam freely, things work differently, and so does magic learning.

The Arachnomancer prestige class is perfectly adaptable as a new School of Arachnomancy, focusing on everything that relates to spiders: poison, webs and spider themselves.

School of Arachnomancy

Many creatures of the Underdark are drawn to the power of the spider and seek mastery of these perfect predators, training as Arachnomancers. These specialized wizards of the underdark are often drow, and worship their spider goddess Lolth, extending that reverence to most of spiderkind as well. Other Underdark creatures are spiderkind themselves, such as the chitines, or are simply fascinated by the arachnids to a point where they devote hours of study and research to unlock the secrets of their anatomy.

Restrictions

Generally, only characters of non-good alignment choose the School of Arachnomancy.

Basics of Arachnomancy

When you choose this school at 2nd level, you learn the Poison Spray cantrip.

In addition, as an action, you can summon several spiders to serve you. When you use this feature, you must expend a spell slot of the level of your choice, which determines how many Giant Wolf Spiders you can summon. The summoned spiders act during your turn, following your

mental commands if they are within 60 ft from you; they attack their latest target or the nearest one if not commanded to do otherwise as a bonus action.

You can use this feature at will, and each use lasts for as long as you keep your concentration, as if concentrating on a spell, or you start a short or long rest.

Starting at 10th level, you can summon Giant Spiders at the cost of two spell levels each.

Starting at 14th level, you can summon four Swarms of Spiders at the cost of three spell levels.

You cannot summon creatures of different type at the same time (for example, you cannot expend a 3rd level slot to summon both a Giant Spider and a Giant Wolf Spider)

Live with the Spiders

Starting at 2nd level, you can speak with spiders, but their responses are limited by their intelligence (usually they can only convey simple thoughts such as “hunger”, “fear”, “go away”).

In addition, you gain advantage on saving throws against poison and have resistance to poison damage.

Starting at 10th level, this feature now allows you to cast *Animal Friendship* on any kind of spider once without expending a spell slot, recharging this use with a long rest.

Arachnid evolution

Starting at 6th level, you are immune to being restrained or damaged in any way by spiderwebs (magical or nonmagical).

In addition, you can secrete deadly poison from your hands, and deliver it by touch: as a melee weapon attack, you can touch a nearby creature by making an attack roll, if you have at least one hand free to make such an attack; on a hit, the target must make a Constitution saving throw against your spellcasting DC, taking damage equal to 1d4 for each level you possess, and being poisoned for 1 minute on a failed saving throw or taking half that damage and negating the poisoned condition if the

saving throw is successful. Your own venom cannot be harvested or extracted for any purpose.

Arachnomorphosis

Starting at 10th level, as a bonus action, you can transform into a Spider, a Giant Wolf Spider or a Giant Spider, as if using the Druid’s Wild Shape feature. You can use this feature once, and then you must complete a short or long rest to regain its use. Each transformation lasts up to 1 hour.

Arachnid Fortress

Starting at 14th level, you can create a wall of thick webs as an action.

A wall of webs is composed of ten contiguous 10ft by 10ft panels, each 5ft thick. A creature surrounded by the wall on all horizontal sides at the moment you create it can attempt a Dexterity saving throw, moving outside the wall on a successful save.

Any creature that enters or starts its turn in a square adjacent to the wall is automatically restrained until the wall is dissolved (escape DC equal to your spellcasting DC).

The wall provides a three-quarter cover to creatures on the other side of it.

You are immune to the effects of this wall thanks to your Arachnid Evolution feature.

The wall lasts 1 minute, and it can’t be damaged in any way, but it can be dispelled as a 7th level spell.

You can use this feature once, then you must finish a long rest to use it again.