

AGE 12+

DUNGEONS & DRAGONS

LAIR ASSAULT



SPIDERKILLER™

A CHALLENGE FOR CHARACTERS OF 9TH LEVEL

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DUNGEONS & DRAGONS®

LAIR ASSAULT: SPIDERKILLER™

Somewhere in the Lost Level of Undermountain, a fallen drow matron schemes to open a way to the Demonweb. Should she succeed, can anything stop Lolth's faithful?

Welcome to the DUNGEONS & DRAGONS LAIR ASSAULT program! You hold in your hands a booklet that contains an ultra-challenging series of encounters designed to be played in a single game session. Odds are the player characters will be annihilated, but that's part of the fun.

In this adventure, the adventurers brave the depths of Undermountain, the onetime playground of the mad wizard Halaster Blackcloak. As the DM, not only is it your job to challenge the player characters but also to kill them outright—all in good fun, of course. (Make sure your players know that!) Don't play favorites or fudge die rolls, however. The encounters are difficult enough that you can let the dice fall where they may.

This challenge draws for inspiration on several previously published adventures: "Journey the River Sargauth" by Christopher Lindsay (2005), *Undermountain: The Lost Level* by Steven E. Schend (1996), and *Expedition to Undermountain™* by Eric L. Boyd, Ed Greenwood, Christopher Lindsay, and Sean K Reynolds (2007).

CHARACTER CREATION

Players should create characters of 9th level, using any official 4th Edition D&D® sources (print products available in stores or anything currently available in the D&D Character Builder, including material such as themes and backgrounds). Players can also use D&D FORTUNE CARDS™ during the challenge.

Each character has the following treasure:

- ◆ One magic item of 8th level or lower, one magic item of 9th level or lower, and one magic item of 10th level or lower. Only one of these items can be rare.
- ◆ 3,400 gp to spend on other items, only two of which can be consumables. The consumables must be of the character's level or lower.

Before beginning, players should understand that the encounter is intentionally challenging, and characters and parties optimized for success are the most likely to succeed. Some players might know details about the challenge from previous sessions, which they are free to share with other players.

BACKGROUND

Shi'nayne once led House Faerlorbb, a minor house in a small drow settlement thrown into disarray by the Spellplague. The name of her former home is unimportant, but Shi'nayne remains proud despite her reversal of fortune and believes herself destined to become a mighty drow priestess of Lolth.

Some time ago, Shi'nayne learned of a new portal to the Lost Level of Undermountain that was torn open during the Spellplague. With the presumed death of Halaster, who had conducted a campaign to purge all drow from Undermountain, she saw an opportunity to restore drow influence in the very heart of the enemy's fortress. During her explorations, she discovered a ring that can open old portals within that mysterious level. Now she wishes to regain her former status and garner the favor of the Spider Queen by opening a new way to the Demonweb.

Shi'nayne has been seeking knowledge of how to convert an ordinary portal into a permanent gate using a ring that she found. The Watchful Order of Magists & Protectors in Waterdeep is aware of the fallen matron's arcane research and fears that she might have found the means to fulfill her ambition. If she succeeds, nothing will stop the Spider Queen and her armies from overwhelming Skullport, Waterdeep, and the whole of Faerûn.

STARTING THE CHALLENGE

Allow the players to introduce their characters, who begin the challenge having journeyed from Skullport in a small boat along the River Sargauth toward the whirlpool portal. Somewhere in the Lost Level of Undermountain, the fallen drow matron Shi'nayne is trying to open a way to the Demonweb, and the characters don't have much time left to stop her.

To begin, read:

Vajra Safhar, the Archmage of Waterdeep, has charged you with stopping a drow named Shi'nayne before she can open a gateway to the Demonweb.

One of Vajra's apprentices, an elf named Sennis, followed Shi'nayne into the Lost Level of Undermountain, polymorphed into a drow. Before he was caught and slain, he used a Sending ritual to transmit the following message: River Sargauth . . . whirlpool . . . Lost Level . . . waterfall . . . Halaster's magic mirrors . . . collapsed portal chamber . . . Shi'nayne opening permanent gate to Demonweb using Dhusarra's ring . . . not much time left.

According to the archmage, Dhusarra was a vampire who haunted the Lost Level before the Spellplague, but nothing is known about her ring or her present condition. Vajra has provided you with a crude map showing a newly discovered portal to Undermountain, within a whirlpool on the underground River Sargauth. The whirlpool is most easily reached by taking a rowboat from Skullport. Now, as your small craft rounds a bend of the river, you hear the roaring of the water ahead.

Reveal the map of the River Sargauth (the cavern with the whirlpool). Have the players place their miniatures or tokens on the boat tile in the Start Area and roll initiative. You should also roll initiative for the rowboat (for reasons explained in Part 1, page 6) and the monsters as they appear.

What the Players Know

Explain to the players the following circumstances of the challenge:

- ◆ The characters have 20 rounds to defeat Shi'wayne before she succeeds in converting the ring into a permanent gate to the Demonweb, causing them to lose the challenge.
- ◆ There are no short rests during the challenge, and the adventurers have no time to perform rituals before the challenge. The characters roll initiative only once, at the start of the challenge.
- ◆ Describe the general and challenge awards, but not the secret awards (page 23). Reveal only the fulfilled secret awards after the encounter.

Nightmare Mode

If all players agree, you can run any or all encounters on “nightmare mode” by adding a +5 bonus to all monster damage rolls.

Dungeon Features

The following features and effects are consistent throughout the dungeon. The players don't know any of this information at the outset.

Illumination: All natural caverns are dimly lit by phosphorescent fungi. All other areas are brightly lit by various sources.

Doors: Heavy wood banded with iron, the doors have no cracks or keyholes. Forcing open a door requires a move action and a DC 25 Athletics check.

Summoning: Halaster's ancient injunction against teleportation still holds, to some degree, such that a summoned creature takes 15 damage at the start of its summoner's turn. Conjunction powers and effects still function normally since they create the effect from the surrounding area.

Teleporting: Halaster's injunction against teleportation also means that long-range teleportation in and out of the dungeon (such as with Linked Portal rituals) does not work. Only existing gates and portals allow such movement unhindered.

Short-range teleportation is unreliable: Whenever a creature attempts to teleport, its arrival square is random. Roll a d20: On a result of 11 or higher, the creature arrives in its intended destination. Otherwise, it appears 1–4 squares away in a random direction from its intended arrival square. Roll a d8 to determine the random direction and a d4 to determine the number of squares off-target. If the destination square is occupied, the creature arrives in a randomly determined adjacent unoccupied square. The players do not know about this effect prior to teleporting, but the monsters do.

Walls: Unless otherwise noted, cavern walls are slick with moisture and fungus. Other areas are made of worked stone. Climbing the walls requires DC 20 Athletics checks.

ENDING THE CHALLENGE

The challenge ends in victory if the adventurers prevent Shi'ayne from using Dhusarra's ring to open a permanent gate to the Demonweb. Once she opens the gate, the party can do nothing to close it, and the challenge ends in failure.

PART 1: SARGAUTH WHIRLPOOL

This part of the encounter uses one side of the battle map. The adventurers follow the River Sargauth and reach the portal that leads to the Lost Level of Undermountain. Drow and spiders guard the entrance, and the party must defeat or evade them.

This part of the encounter uses the following tokens and tiles:

- ◆ Rowboat
- ◆ 4 web tiles
- ◆ 4 drow hunters
- ◆ 1 drow spiderlord
- ◆ 2 Lolthbound dooms spinner spiders

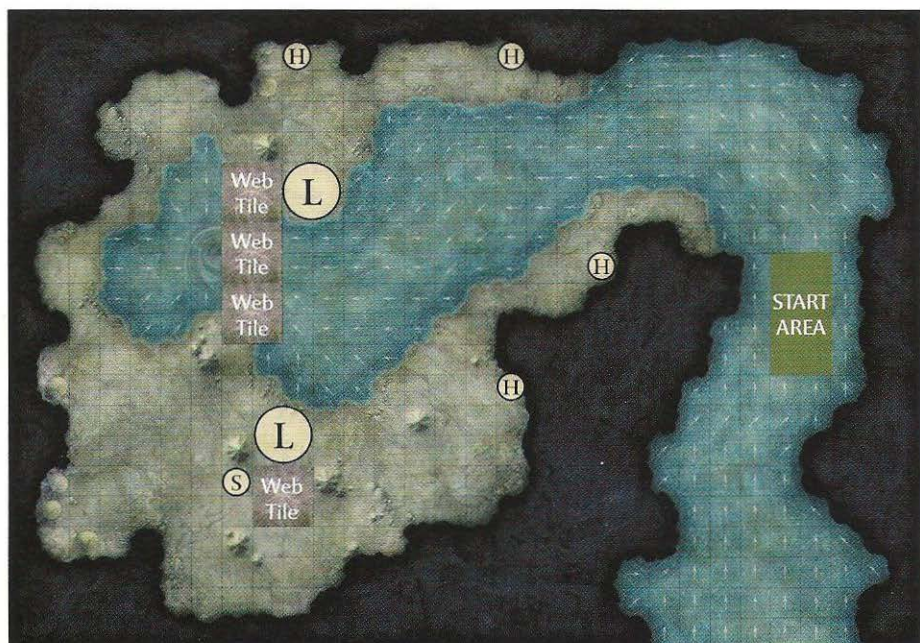
To begin the encounter, read:

The river makes a sharp bend and then opens into a narrow cavern. Ahead, the rushing current flows into a whirlpool hidden beneath a thick wall of webbing. A group of drow and spiders guard the cavern!

Have the players roll initiative for their characters, and roll initiative for their rowboat and the monsters. The rowboat doesn't have any actions, but at the start of its turn, it moves 4 squares closer to the whirlpool.

Tactics

Drow Spiderlord (S): The spiderlord prefers to make ranged attacks and uses *cloud of darkness* to protect against melee attackers. When he is first bloodied, the spiderlord uses his next standard action to activate his *portal stone* (see "The Spiderlord's Gifts," below). He then tries to escape through the portal, appearing in Start Area B in Part 2 (page 9).



Drow Hunters (H): These drow spread out to avoid getting caught in area attacks and close attacks. They make *Stealth* checks to hide for one round so that they can gain the benefit of *hunter's ambush* the next. In melee combat, they use *cloud of darkness* for protection.

Lolthbound Doomspinner Spiders (L): The spiders use *draw to doom* and *web casting* against enemies attacked by the drow spiderlord, hoping to take advantage of his *Lolth's judgment* trait. As long as they remain within 5 squares of their drow allies, the spiders gain the benefit of their *drow inspiration* trait.

The Spiderlord's Gifts

Matron Shi'nayne entrusted the drow spiderlord (her consort) with two magic items: a *portal stone* and a *mirror wand*. Both items are described below.

Portal Stone: This green, fist-sized stone allows its owner to change the destination of the whirlpool portal. The *portal stone* functions only in this cavern, and only a creature trained in *Arcana* can use it. Using the stone's power is a standard action that causes the whirlpool to glow with a murky green light until the end of the encounter. Anyone who enters the whirlpool during this time is transported to the Start Area B in Part 2 (page 9) instead of Start Area A.

Mirror Wand: Created by the Mad Mage of Undermountain himself, this twisted, 12-inch-long wand is coated in a hard mirror-like substance and is highly reflective. Any creature with a *mirror wand* in its possession can step through the mirrors in Part 3, passing through them as if they weren't there. If a *mirror wand* is tossed through one of the mirrors or otherwise passes through one of the mirrors unattended, it merges with the mirror and is gone forever.

The drow spiderlord isn't the only one with a *mirror wand*. The drow guardians in Part 2 also possess *mirror wands*, as do Shi'nayne and the drider in Part 3. A creature might also obtain a *mirror wand* by walking through a mirror in Part 3, which characters can learn if they interrogate a drow captive. (The drow give up this information freely but decline to mention the mirrors' detrimental effects.)

Features of the Area

Ceiling: The cavern ceiling is uneven but averages 15 feet above the river.

River: At the start of the rowboat's turn, the current slides it 4 squares downstream, toward the whirlpool. Similarly, any creature in the river slides 4 squares downstream at the start of its turn. Use the arrows on the battle map to help determine the squares into which the rowboat or creature slides.

A rowing character must spend a move action to move the rowboat 4 squares (2 squares upstream). While the rowboat is adjacent to the shore, a character in the boat or on the shore adjacent to the boat can make a DC 17 Athletics check to beach the craft. A successful check safely brings the boat ashore.

Rowboat: The rowboat has 50 hit points and defenses of 5, and it is immune to cold, necrotic, poison, psychic, and ongoing damage. It holds up to five Medium or Small creatures (or two Large creatures) and comes with two oars. An oar used as an improvised weapon deals 1d6 damage.

Webs: The webs were placed to inhibit use of the portal. They are difficult terrain, and a creature that enters a web must make a DC 17 Acrobatics or Athletics check or be restrained (escape DC 17). Creatures that have the web walk trait are immune to these effects. If the rowboat enters the webs, it becomes stuck until the webs are destroyed.

Each 2-by-2-square tile of webbing can be attacked with melee attacks, close attacks, and area attacks. Ranged attacks are ineffectual unless they deal fire damage. Each web tile has 40 hit points, defenses of 5, and vulnerable 5 fire, and it is immune to cold, necrotic, poison, psychic, forced movement, all conditions, and ongoing damage.

Whirlpool: The whirlpool is a portal that leads to the Lost Level. Any creature that enters the whirlpool's space immediately teleports to the waterfall cavern (see Part 2).

Going Down

For simplicity's sake, characters who enter the whirlpool are removed from play. Do not proceed with Part 2 until no characters are left alive in this cavern. Regardless of when they entered the whirlpool, all characters who used the portal arrive at their destination simultaneously.

PART 2: WATERFALL CAVERN

This part of the encounter uses half of one side of the battle map; fold the map so that only the relevant side is showing. Characters who used the whirlpool portal in Part 1 appear in a large cavern on the Lost Level. Drow and allied creatures defend the area against interlopers.

This part of the encounter uses the following tokens and tiles:

- ◆ Rowboat (if the characters entered the whirlpool in it)
- ◆ 5 braziers (see Features of the Area)
- ◆ 1 drow spiderlord (only if he escaped from Part 1)
- ◆ 4 drow guardians
- ◆ 4 doomweb spiders
- ◆ 1 Lolthbound doomspinner spider
- ◆ 2 darkmantle envelopers

Two possible Start Areas exist for this encounter. Use Start Area A if the characters passed through the whirlpool portal prior to the activation of the *portal stone* in Part 1. Otherwise, use Start Area B. If the characters were in the rowboat prior to arriving, the boat appears in the Start Area with them in it.

Start Area A: Characters who arrive here appear in shallow water, roughly 4 feet deep. The monsters have a surprise round.

Start Area B: Characters who arrive here appear on the ledge. The monsters aren't expecting them to appear here, but neither side is surprised.

If the party arrives in Start Area A, read:

You arrive in the shallows just below a high waterfall that crashes noisily into a large cavern lit with burning braziers. Your arrival is expected, as a large force of drow, a bunch of spiders, and two shadowy flying creatures attack!

If the party arrives in Start Area B, read:

You arrive on a ledge near a waterfall that plunges into a water-filled chasm. A natural column of rock momentarily conceals you from a large force of drow. Across the river, a giant spider clings to a ledge and eyes you hungrily.

The characters notice the mirror to Part 3 (see the readaloud text on page 12) as soon as they have line of sight to it. Nothing prevents them from entering the mirror, so the party might end up split between Part 2 and Part 3. If all the characters flee to Part 3, the drow here do not pursue them.



Mirror Wands: Each of the four drow guardians carries a *mirror wand* (see “The Spiderlord’s Gifts,” page 7).

Tactics

Drow Spiderlord (S): The spiderlord is only present if he fled from Part 1. Here, he fights to the death. His tactics are otherwise the same.

Drow Guardians (G): These drow attack with their hand crossbows until enemies close to within melee range, at which point they switch to their rapiers.

Doomweb Spiders (D): These fearless spider minions use *tethering web* to hold enemies in place, then scuttle up and bite them.

Lothbound Doomspinner Spider (L): This great spider clings to the far ledge and uses *web casting* to keep the bulk of its enemies at bay while using *draw to doom* to pull a single foe across the water within reach of its fangs.

Darkmantle Envelopers (E): These creatures work in concert with the drow. They use *engulf* to grab and blind their prey, and they focus their attacks on enemies who like to make ranged attacks and area attacks.

Features of the Area

Barracks: The room behind the waterfall contains four cots. The cots are difficult terrain and can be overturned to provide cover.

Burning Braziers: There are five burning brazier tokens. At the start of the encounter, arrange them in the caverns and barracks as you see fit, as long as no two are within 2 squares of one another. Each brazier has 10 hit points

and defenses 10. The braziers are magically trapped so that whenever a player character moves adjacent to one, it explodes in a close burst 1, dealing 2d6 fire damage to all creatures in the burst. Once a brazier explodes or is destroyed, it is removed from play. The drow and their allies do not trigger the braziers but can be caught in their explosive bursts.

Ceilings: The cavern ceiling averages 120 feet over the main cavern and is covered with stalactites. The ceiling in the barracks is 15 feet high.

Chasm: The water pours into a 500-foot-deep chasm that bleeds off the map. A creature about to be swept over the edge can attempt a saving throw to grasp a jutting rock and stop the fall. At the start of its turn, it must make a DC 17 Athletics check to remain clinging to the rock. On a failure, it is swept over and dies. With a DC 25 Athletics check, the creature can (as part of a move action) fight the current to reach shore.

River: At the start of the rowboat's turn, the current slides it 4 squares downstream, toward the southern waterfall. (The boat falls once half or more of its squares are over the waterfall.) Similarly, any creature in the water slides 4 squares downstream at the start of its turn. Use the arrows on the battle map to help determine where the rowboat or a creature slides.

A rowing character must spend a move action to move the rowboat 4 squares (2 squares upstream). While the rowboat is adjacent to the shore, a character in the boat or on the shore adjacent to the boat can make a DC 17 Athletics check to beach the craft. A successful check safely brings the boat ashore.

Waterfall: The northern waterfall flows from a narrow opening that connects to a portal farther upstream. Behind the waterfall is a short tunnel leading to the barracks. Passing through the waterfall requires a DC 25 Athletics check. If the check fails by 5 or more, the character slides 4 squares downstream.

PART 3: MIRRORS AND PILLARS

This part of the encounter uses half of one side of the battle map; fold the map so that only the relevant side is showing, or reveal the entire map if the party is split between this encounter and the previous one. In the northern room, Shi'nayne is preparing to create a permanent gate to the Demonweb using Dhusarra's ring.

This part of the encounter uses the following tokens and tiles:

- ◆ 5 crystal shards (to represent destroyed crystal pillars)
- ◆ 1 vampiric mist corruptor (Dhusarra)
- ◆ 1 drider fanglord
- ◆ 2 doomweb spider swarms
- ◆ Matron Shi'nayne (plus 4 cage tiles and 1 pit tile; see Tactics, page 13)

As the characters approach the mirror from Part 2 to Part 3, read:

A short tunnel leading from the waterfall cavern ends at a frameless, 10-foot-square mirror.

See “Features of the Area” below for more information on the mirror.

When the characters enter the large square room, read:

The ceiling here is 15 feet high, and the walls are lined with 10-foot-square mirrors similar to the one you just passed through. Eight crystal pillars support the ceiling and glow with an inner light. In the middle of the room floats a roiling cloud of mist that takes the form of a screaming face with fangs, although strangely, it casts no reflection in any of the mirrors. The cloud tries to move in your direction, but magic from the pillars seems to hold it in place.

The Spellplague transformed Dhusarra (once a vampire) into a vampiric mist, and Matron Shi'ayne used the eight crystal pillars in this room to trap Dhusarra and trick her into giving up the location of her ring. Dhusarra can sense the ring's location, and she wants it back. The vampiric mist cannot speak, but a DC 17 Insight check reveals that it wants to be freed and doesn't necessarily mean the characters harm.

To free Dhusarra, the characters must destroy at least five of the crystal pillars holding her in place, a fact that can be confirmed with a DC 17 Arcana check. If they do so, the vampiric mist can move about freely and becomes their ally in the fight against Shi'ayne. If Dhusarra is slain, she reforms in her crypt after 24 hours. The only way to rid Undermountain of Dhusarra forever is to locate her coffin and destroy it. However, her crypt and coffin are far away and do not factor into this challenge.

The vampiric mist has little insight into how the mirrors work (see “Features of the Area,” page 14).

When the characters enter the ruined portal chamber, read:

This room has partially collapsed, but a number of engraved stone pillars support what remains of the 15-foot-high ceiling. Most of the pillars crackle with faint, multi-colored energy, but one pulses with a sickly purple light. Standing next to it, intent on a small object in her hands, is a lone female drow. Protecting her is a drider armed with a greatsword. The drow does not shift her gaze as she barks an order. “Deal with them!” As the drider raises its sword, hundreds of tiny spiders come crawling out of the nearby rubble.

The object in Shi'ayne's hands is Dhusarra's ring, which is the key to unlocking a portal in the nearby pillar and transforming it into a permanent gate to the Demonweb. She's too busy making it work to pay much heed to interlopers, instead relying on her spider swarms and the drider to deal with “interruptions.”

Mirror Wands: Shi'ayne and the drider each have a *mirror wand* (see “The Spiderlord's Gifts,” page 7).

Tactics

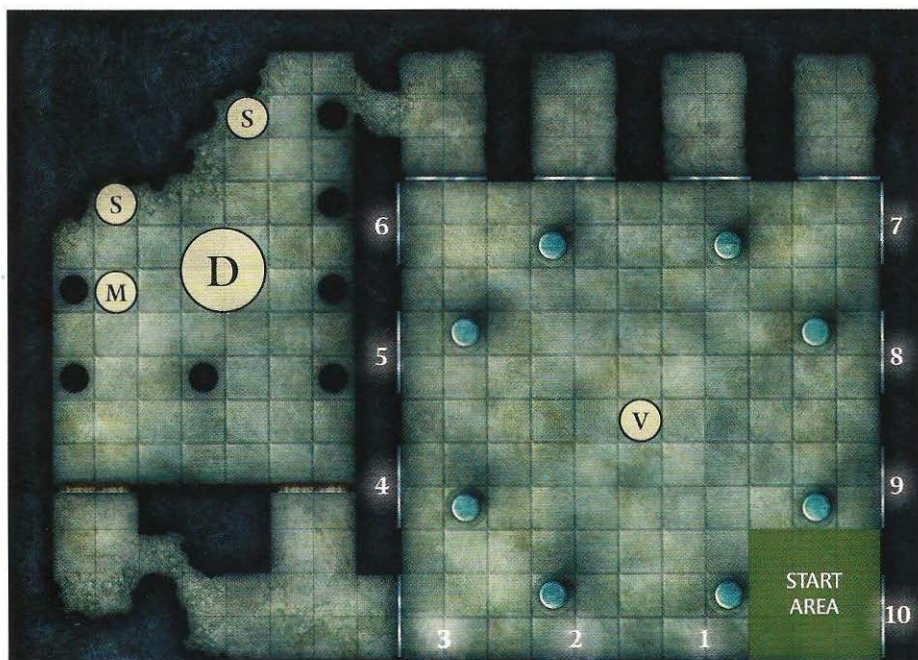
Vampiric Mist Corruptor (V): Dhusarra cannot move because of the crystal pillars. If the characters make no obvious attempt to free her, she uses *corrupting gaze* to dominate them and force them to attack pillars (charging them, if necessary). The vampiric mist uses *deathly howl* when first bloodied, and any creature pushed through a mirror also suffers the mirror's effects (see below).

Once free, the vampiric mist attacks whoever possesses her ring to the exclusion of all others. Dhusarra can sense the ring's location (specifically its distance and direction from her) as long as she and it are on the same plane. The vampiric mist doesn't need to pass through the mirrors to reach Shi'nayne—it can move through tiny cracks in the walls between the two rooms.

Drider Fanglord (D): The drider fanglord attacks with its greatsword and uses *quick bite* against creatures snared in its web. It protects Matron Shi'nayne.

Doomweb Spider Swarms (S): These swarms of baby doomweb spiders are hidden in the rubble until Shi'nayne commands them to emerge. Unless the drow matron instructs otherwise, the swarms gang up on the nearest target.

Matron Shi'nayne (M): The drow matron must use her standard action each round to perform her ritual. On her first turn, she spends her action point to create an *abyssal pit*, sliding as many enemies as she can into the zone. She uses *cloud of darkness* as a defense and *wrath of the Spider Queen* if attacked in melee. If unable to perform her ritual, she uses *pain cage* to deal with the opposition, again sliding foes into the power's zone. Use the pit tile to mark the zone of *abyssal pit* and one or more cage tiles to mark the zone of *pain cage*.



Features of the Area

Crystal Pillars: Eight crystal pillars join the ceiling to the floor, and each is blocking terrain. Each pillar has 20 hit points, defenses of 5, and vulnerable 10 thunder, and is immune to cold, necrotic, poison, psychic, forced movement, all conditions, and ongoing damage. Destroying five or more of them is enough to free Dhusarra. However, if more than five of the pillars are shattered, a powerful illusion makes it seem as though the entire ceiling caves in. If this happens, have all creatures in the room make a saving throw. Those who succeed detect the illusion and suffer no ill effects. Those who fail fall unconscious until the end of the encounter. Use the crystal shards tokens to cover destroyed pillars, and treat those squares as difficult terrain.

Mirrors: Ten of the mirrors are set into solid walls, and these are numbered 1 to 10 on the DM's map. The remaining six mirrors cover the various exits and are reflective on both sides. Apart from that, the mirrors are physically identical. They are 10 feet square and without frames, and they block both line of sight and line of effect. A mirror ripples like a reflective pool of mercury when touched, but nothing can be seen or heard on the other side of it. Halaster made the mirrors impervious to all attacks and all forms of manipulation, magical or otherwise.

A creature outside the main room can pass through a mirror, appearing on the other side no worse for wear. However, mirrors that block exits do not allow creatures inside the room to pass through them. Only a creature in possession of a *mirror wand* (see "The Spiderlord's Gifts," page 7) can leave the room through such a mirror.

A creature doesn't need a *mirror wand* to step through (or be forced through) a mirror mounted on a wall, nor does it gain a saving throw if pushed or slid through the mirror. A creature that enters a wall-mirror emerges from another random wall-mirror, determined by rolling a d10 and consulting the tactical map on page 13. As the creature emerges from the mirror, it also gains one of the following effects, determined by the player's roll of a d20:

d20	Mirror Effect
1	You are blinded until you receive a Remove Affliction ritual.
2	You lose all but 1 hit point.
3	You take 50 damage, or half damage if you make a successful saving throw.
4-6	You gain vulnerable 5 to all damage until the end of the encounter.
7-8	You are slowed until the end of the encounter.
9-11	You change gender, but your statistics and equipment remain the same.
12	You regain all spent encounter powers and daily powers.
13	You are invisible until the end of the encounter.
14-15	You gain temporary hit points equal to your healing surge value.
16+	You gain a <i>mirror wand</i> (see "The Spiderlord's Gifts," page 7).

Portal Pillars: These pillars in the northern room are blocking terrain. The stone pillar adjacent to Shi'nayne pulses with purple energy, but without the portal key to activate it (Dhusarra's ring), the energy is harmless. The other stone pillars once housed portals, but they stopped functioning after the Spellplague. The residual magic clinging to them is also harmless.

Rubble: Squares of rubble are difficult terrain.

Secret Alcoves: Four of the mirrors conceal deep alcoves, one of which has a fissure in one wall connecting it to the portal chamber. Inscribed on the back wall of each alcove is a magical rune. A creature that touches any of these runes as a minor action gains a power bonus to all d20 rolls, including rolls made when walking through mirrors, that lasts until the end of its next turn. The bonus can be as low as +1 or as high as +6 and is determined by rolling a d6. A DC 17 Arcana check reveals only that the runes confer some magical benefit.

Reaching Shi'nayne

The drow matron is sealed away behind mirrors that require *mirror wands* to pass through, and part of the challenge is obtaining enough *mirror wands* so that all of the player characters can reach her.

Players may find creative ways to bypass the mirrors, particularly if they've played through this challenge once before. Possibilities include magic items that grant phasing, stowing characters inside *bags of holding*, and other shenanigans. Be open-minded, but don't allow players to bypass the mirrors with a simple skill check, since that defeats the purpose of the challenge.

Ending the Threat

Once the challenge begins, the characters have until the end of round 20 to stop Shi'nayne from completing her ritual. Once the ritual is done, Shi'nayne touches Dhusarra's ring to the pillar, and a permanent gate to the Demonweb is formed. Closing it is beyond the characters' abilities, and the challenge ends in failure. The ring is not destroyed in the forming of the gate, but it loses its potency and becomes, for all intents and purposes, a nonmagical item.

One way to stop the ritual is to kill Shi'nayne. However, if the drow matron is not within 5 squares of the pillar at the start of her turn, the characters buy themselves another round of time. Any character who watches Shi'nayne perform the ritual can ascertain with a DC 17 Arcana or Religion check that Shi'nayne needs to be within 5 squares of the pillar to advance the ritual.

Once Shi'nayne is defeated, the characters can retrieve Dhusarra's ring. If they return it to its rightful owner, both the ring and the vampiric mist disappear as soon as they come into contact with one another. Where they go is up to you (and beyond the scope of this challenge).

MONSTER STATISTICS

Statistics for the monsters are presented in the order in which they're likely to be encountered.

Drow Spiderlord

Level 11 Artillery (Leader)

Medium fey humanoid

XP 600

HP 88; Bloodied 44

Initiative +7

AC 25, Fortitude 22, Reflex 24, Will 23

Perception +14

Speed 6

Darkvision



TRAITS

Lolth's Judgment

Whenever the drow hits an enemy with an attack, any spiders within sight of the drow gain a +2 bonus to attack rolls against that enemy until the end of the drow's next turn.

Web Walk

The drow ignores difficult terrain composed of webs.

STANDARD ACTIONS

⚔ Scourge (weapon) ♦ At-Will

Attack: Melee 1 (one creature); +16 vs. AC

Hit: 2d8 + 7 damage.

☠ Venom Ray (poison) ♦ At-Will

Attack: Ranged 10 (one creature); +16 vs. Reflex

Hit: 2d8 + 5 poison damage, and ongoing 5 poison damage (save ends).

☠ Spider Curse (necrotic) ♦ Encounter

Attack: Ranged 20 (one creature); +16 vs. Will

Hit: 2d12 + 5 necrotic damage, and ongoing 10 necrotic damage (save ends).

Miss: Half damage, and ongoing 5 necrotic damage (save ends).

MINOR ACTIONS

☠ Cloud of Darkness (zone) ♦ Encounter

Effect: Close burst 1. The burst creates a zone that lasts until the end of the drow's next turn.

The cloud blocks line of sight for all creatures except the drow. While entirely within the cloud, any creature other than the drow is blinded.

Skills Arcana +15

Str 10 (+5)

Dex 15 (+7)

Wis 18 (+9)

Con 16 (+8)

Int 21 (+10)

Cha 14 (+7)

Alignment evil

Languages Common, Elven

Equipment robe, scourge

Drow Hunter

Level 9 Minion Lurker

Medium fey humanoid

XP 100

HP 1; a missed attack never damages a minion.

Initiative +13

AC 23, Fortitude 20, Reflex 22, Will 19

Perception +11

Speed 6

Darkvision



TRAITS

Hunter Ambush

When the drow hits a creature that cannot see it, the drow's attack deals 3 extra damage.

STANDARD ACTIONS

⊕ Longsword (weapon) ♦ At-Will

Attack: Melee 1 (one creature); +14 vs. AC

Hit: 8 damage.

↘ Hand Crossbow (poison, weapon) ♦ Encounter

Attack: Ranged 10 (one creature); +14 vs. AC

Hit: 3 damage, and ongoing 5 poison damage (save ends).

MINOR ACTIONS

☁ Cloud of Darkness (zone) ♦ Encounter

Effect: Close burst 1. The burst creates a zone that lasts until the end of the drow's next turn.

The cloud blocks line of sight for all creatures except the drow. While entirely within the cloud, any creature other than the drow is blinded.

Str 17 (+7)

Dex 20 (+9)

Wis 14 (+6)

Con 14 (+6)

Int 12 (+5)

Cha 11 (+4)

Alignment evil

Languages Common, Elven

Equipment leather armor, longsword, hand crossbow, 20 bolts

Lothbound Doomspinner Spider Level 8 Controller

Large natural beast (spider)

XP 350

HP 92; Bloodied 46

Initiative +8

AC 21, Fortitude 20, Reflex 19, Will 19

Perception +12

Speed 6, climb 6 (spider climb)

Tremorsense 10

Resist 10 poison

TRAITS

Web Walk

The spider ignores difficult terrain composed of webs.

Drow Inspiration

The spider gains a +2 bonus to attack rolls and all defenses while within 5 squares of a drow ally.

STANDARD ACTIONS

⊕ Bite (poison) ♦ At-Will

Attack: Melee 1 (one creature); +13 vs. AC

Hit: 2d6 + 6 damage, and ongoing 5 poison damage, or ongoing 10 poison if the target is immobilized, restrained, stunned, or unconscious (save ends).

✱ Web Casting (zone) ♦ At-Will

Attack: Area burst 1 within 5 (creatures in the burst); +11 vs. Reflex

Hit: The target is restrained (save ends).

Effect: The burst creates a web-filled zone of difficult terrain that lasts until the end of the encounter.

MINOR ACTIONS

↘ Draw to Doom ♦ At-Will

Attack: Ranged 5 (one creature); +11 vs. Fortitude

Hit: The spider pulls the target up to 4 squares.

Skills Stealth +13

Str 20 (+9)

Dex 18 (+8)

Wis 17 (+7)

Con 20 (+9)

Int 1 (-1)

Cha 9 (+3)

Alignment unaligned

Languages –



Doomweb Spider**Level 9 Minion Skirmisher**

Medium natural beast (spider)

XP 100

HP 1; a missed attack never damages a minion.

Initiative +11

AC 23, Fortitude 21, Reflex 22, Will 19

Perception +6

Speed 6, climb 6 (spider climb)

Tremorsense 5

Immune poison



TRAITS

Web Walk

The spider ignores difficult terrain composed of webs.

STANDARD ACTIONS

⊕ **Bite (poison) ♦ At-Will**

Attack: Melee 1 (one creature); +14 vs. AC

Hit: 6 damage, plus 5 poison damage if the target is immobilized, restrained, stunned, or unconscious.

MINOR ACTIONS

⤴ **Tethering Web ♦ At-Will**

Attack: Ranged 10 (one creature); +13 vs. Reflex

Hit: The target is immobilized until the end of its next turn.

Str 17 (+7)

Dex 20 (+9)

Wis 14 (+6)

Con 17 (+7)

Int 1 (-1)

Cha 8 (+3)

Alignment unaligned

Languages –

Drow Guardian**Level 10 Soldier**

Medium fey humanoid

XP 500

HP 99; Bloodied 49

Initiative +12

AC 26, Fortitude 22, Reflex 23, Will 20

Perception +11

Speed 6

Darkvision



STANDARD ACTIONS

⊕ **Rapier (weapon) ♦ At-Will**

Attack: Melee 1 (one creature) +15 vs. AC

Hit: 3d8 + 5 damage.

Effect: The target is marked until the end of the drow's next turn.

⤴ **Hand Crossbow (poison, weapon) ♦ Encounter**

Attack: Ranged 15 (one creature); +15 vs. AC

Hit: 3d8 + 10 damage, and the target takes a -2 penalty to attack rolls (save ends).

First Failed Saving Throw: The target is also weakened (save ends).

Second Failed Saving Throw: The target falls unconscious until the end of the encounter.

MINOR ACTIONS

Cloud of Darkness (zone) ♦ Encounter

Effect: Close burst 1. The burst creates a zone that lasts until the end of the drow's next turn.

The cloud blocks line of sight for all creatures except the drow. While entirely within the cloud, any creature other than the drow is blinded.

TRIGGERED ACTIONS**☞ Spider's Tenacity ♦ Encounter**

Trigger: An enemy adjacent to and marked by the drow moves willingly.

Effect (Immediate Interrupt): The drow uses *rapier* against the triggering enemy. If the attack hits, the target is also immobilized until the start of its next turn.

Skills Stealth +15

Str 17 (+8)

Dex 21 (+10)

Wis 13 (+6)

Con 11 (+5)

Int 13 (+6)

Cha 12 (+6)

Alignment evil

Languages Common, Elven

Equipment chainmail, rapier, hand crossbow, 1 poisoned bolt

Darkmantle Enveloper

Large shadow magical beast

Level 8 Lurker

XP 350

HP 76; **Bloodied** 38

Initiative +12

AC 22, **Fortitude** 22, **Reflex** 20, **Will** 19

Perception +7

Speed 2, climb 2 (spider climb), fly 6

Blindsight 8, **darkvision**

Vulnerable 5 radiant

**TRAITS****☼ Shadowy Field ♦ Aura 5**

Bright light within the aura is reduced to dim light.

Sensitive to Light

A darkmantle that takes radiant damage cannot use *shadowy field* until the end of its next turn.

STANDARD ACTIONS**⊕ Tentacle Lash ♦ At-Will**

Attack: Melee 1 (one creature); +13 vs. AC

Hit: 2d6 + 8 damage.

⊖ Engulf ♦ At-Will

Requirement: The darkmantle must not have a creature grabbed.

Attack: Melee 1 (one creature); +11 vs. Reflex

Hit: 2d6 + 8 damage, and the target is grabbed (escape DC 16). The target is blinded until the grab ends.

Sustain Minor: The enveloper sustains the grab, and the target takes 5 damage.

MINOR ACTIONS**⚡ Shadowcry (thunder) ♦ Encounter**

Attack: Close burst 3 (enemies in the burst); +11 vs. Fortitude

Hit: 1d4 + 3 thunder damage, and the target is dazed until the end of the darkmantle's next turn.

TRIGGERED ACTIONS**Darkjump (teleportation) ♦ Recharge ☼ ☼**

Trigger: The darkmantle is damaged by an attack.

Effect (Immediate Reaction): The darkmantle teleports 6 squares to a space that is in darkness or is illuminated by dim light. The darkmantle becomes invisible, and its *shadowy field* aura is deactivated until the start of its next turn.

Skills Stealth +13

Str 19 (+8)

Dex 19 (+8)

Wis 16 (+7)

Con 22 (+10)

Int 3 (+0)

Cha 5 (+1)

Alignment unaligned

Languages –

Vampiric Mist Corruptor**Level 11 Controller**

Medium shadow animate (undead)

XP 600

HP 100; Bloodied 50**Initiative +9****AC 25, Fortitude 24, Reflex 23, Will 23****Perception +9****Speed 0, fly 5 (altitude limit 2)**

Darkvision

Immune disease; **Resist 10** necrotic, 10 poison; **Vulnerable 5** radiant**TRAITS**☼ **Siphoning Presence** (necrotic, psychic) ♦ **Aura 1**

Enemies can't spend healing surges in the aura. When an enemy ends its turn in the aura, it takes 10 necrotic and psychic damage, and the mist gains 5 temporary hit points.

Insubstantial

The mist takes half damage from any damage source, except those that deal fire, force, or radiant damage. When it takes fire or radiant damage, it loses this trait until the start of its next turn.

Mist Form

The mist can move through openings of any size. It can also enter other creatures' spaces and end its turn there.

STANDARD ACTIONS⊕ **Bite** (necrotic) ♦ **At-Will**

Attack: Melee 1 (one creature); +14 vs. Fortitude

Hit: 3d6 + 9 necrotic damage, and the mist slides the target up to 2 squares.

☞ **Corrupting Gaze** (charm, gaze, psychic, necrotic) ♦ **Recharge** when no creature is dominated by this power

Attack: Ranged 10 (one creature); +14 vs. Will

Hit: The target is dominated (save ends).

Aftereffect: The target takes 2d8 + 10 necrotic and psychic damage.

TRIGGERED ACTIONS⏪ **Deathly Howl** ♦ **Encounter**

Trigger: The mist is first bloodied.

Attack (Free Action): Close burst 5 (enemies in the burst); +14 vs. Fortitude

Hit: The mist pushes the target up to 3 squares, and the target can't spend healing surges (save ends).

Str 7 (+3)**Dex 18 (+9)****Wis 19 (+9)****Con 20 (+10)****Int 7 (+3)****Cha 11 (+5)****Alignment** evil**Languages** –**Drider Fanglord****Level 14 Brute**

Large fey humanoid (spider), drow

XP 1,000

HP 172; Bloodied 86**Initiative +12****AC 26, Fortitude 27, Reflex 25, Will 23****Perception +15****Speed 8, climb 8 (spider climb)**

Darkvision

STANDARD ACTIONS⊕ **Greatsword** (weapon) ♦ **At-Will**

Attack: Melee 1 (one creature); +19 vs. AC

Hit: 3d12 + 8 damage.

☞ **Web** ♦ **Recharge** ☞ ☞ ☞ ☞

Attack: Ranged 5 (one creature); +17 vs. Reflex

Hit: The target is restrained until it escapes (escape DC 21) or teleports.



MINOR ACTIONS

⚔ Quick Bite (poison) ♦ At-Will

Attack: Melee 1 (one creature granting combat advantage to the drider); +17 vs. Reflex

Hit: 1d4 damage, and ongoing 10 poison damage (save ends).

☞ Darkfire ♦ Encounter

Effect: The target grants combat advantage and cannot benefit from invisibility or concealment until the end of the drider's next turn.

Skills Dungeoneering +15, Stealth +17

Str 24 (+14)

Dex 21 (+12)

Wis 16 (+10)

Con 22 (+13)

Int 13 (+8)

Cha 9 (+6)

Alignment evil

Languages Elven

Equipment leather armor, greatsword

Doomweb Spider Swarm

Medium natural beast (spider, swarm)

Level 10 Lurker

XP 500

HP 84; **Bloodied** 42

Initiative +14

AC 24, **Fortitude** 21, **Reflex** 22, **Will** 20

Perception +5

Speed 6, climb 6 (spider climb)

Tremorsense 10

Resist half damage from melee and ranged attacks;

Vulnerable 5 to close and area attacks



TRAITS

☼ Swarm Attack ♦ Aura 1

Any enemy that starts its turn in the aura is slowed until the start of its next turn.

Swarm

The swarm can occupy the same space as another creature, and an enemy can enter its space, which is difficult terrain. The swarm cannot be pulled, pushed, or slid by melee or ranged attacks. It can squeeze through any opening that is large enough for at least one of the creatures it comprises.

Web Walk

The swarm ignores difficult terrain composed of webs.

STANDARD ACTIONS

⚔ Dread Fangs (poison) ♦ At-Will

Attack: Melee 1 (one creature); +13 vs. Reflex

Hit: 2d6 + 3 damage, and ongoing 5 poison damage and the target is immobilized (save ends both).

Skills Stealth +15

Str 15 (+7)

Dex 21 (+10)

Wis 16 (+8)

Con 18 (+9)

Int 1 (+0)

Cha 8 (+4)

Alignment unaligned

Languages –

Matron Shi'nyayne**Level 12 Elite Controller**

Medium fey humanoid, drow

XP 1,400

HP 240; **Bloodied** 120**Initiative** +10**AC** 26; **Fortitude** 22, **Reflex** 25, **Will** 25**Perception** +16**Speed** 6**Darkvision****Saving Throws** +2; **Action Points** 1**TRAITS**☼ **Matron's Authority** ◆ **Aura** 5

Drow allies and spider allies in the aura gain a +2 bonus to attack rolls and damage rolls.

STANDARD ACTIONS⚔ **Scourge** (weapon) ◆ **At-Will****Attack:** Melee 2 (one creature); +17 vs. AC**Hit:** 2d10 + 9 damage.**Effect:** Shi'nyayne slides the target up to 2 squares.⚔ **Pain Cage** (illusion, psychic, zone) ◆ **Recharge** [☼] [☼]**Attack:** Close blast 3 (enemies in the blast); +15 vs. Will**Hit:** 2d8 + 12 psychic damage, and Shi'nyayne slides the target up to 2 squares.**Effect:** Within the blast, Shi'nyayne creates a zone that is a 2-by-2-square illusory cage that lasts until the end of her next turn. The zone is 3 squares high, and it can appear in an occupied space only if it fully contains the enemies in that space. Creatures outside the zone have partial concealment against enemies within it. Any enemy that willingly enters or leaves the zone takes 10 psychic damage.⚔ **Abyssal Pit** (illusion, psychic, zone) ◆ **Encounter****Effect:** Close blast 5; within the blast, Shi'nyayne creates a zone that is the illusion of a 2-by-4-square pit full of webs and demonic spiders. Shi'nyayne then makes the following attack. The zone lasts until the end of the encounter. Any enemy that enters the zone or starts its turn there falls prone.

Any enemy that ends its turn in the zone takes 10 psychic damage.

Attack: Close blast 5 (enemies in the blast); +15 vs. Will**Hit:** 2d8 + 12 psychic damage, and Shi'nyayne slides the target up to 3 squares.**Miss:** Half damage, and Shi'nyayne can slide the target 1 square.**MINOR ACTIONS**☁ **Cloud of Darkness** (zone) ◆ **Encounter****Effect:** Close burst 1. The burst creates a zone that lasts until the end of Shi'nyayne's next turn.

The cloud blocks line of sight for all creatures except Shi'nyayne. While entirely within the cloud, any creature other than Shi'nyayne is blinded.

TRIGGERED ACTIONS⚔ **Wrath of the Spider Queen** ◆ **At-Will****Trigger:** An enemy hits Shi'nyayne with a melee attack.**Effect (Immediate Reaction):** Shi'nyayne uses *scourge* on the triggering enemy.**Skills** Insight +16, Intimidate +17, Religion +17, Stealth +15**Str** 14 (+8)**Dex** 18 (+10)**Wis** 21 (+11)**Con** 16 (+9)**Int** 22 (+12)**Cha** 22 (+12)**Alignment** chaotic evil**Languages** Abyssal, Common, Elven**Equipment** chainmail, scourge

AWARDS

In this D&D LAIR ASSAULT challenge, characters can gain the following awards and earn their players glory. Each award is worth **10 glory**, and a player can earn a total of **200 glory** for collecting all of the awards. Have players record their awards and glory and report them on the player tracking form. A player can earn a specific award only once, regardless of the number of times he or she plays through the challenge.

GENERAL AWARDS

Epic Win: Defeat the challenge on nightmare mode (see page 5).

Is That All You've Got?: Get a 20 or higher on a death saving throw.

See You Next Fall: You force an enemy over a waterfall or into a chasm.

Splatterfest: You score a critical hit.

Tough as Nails: You complete the challenge without spending a healing surge.

TPK: Every character in the party dies.

Triathlon: You swim, jump, and climb with no failures.

CHALLENGE AWARDS

Matron's Bane: Your group defeats the challenge.

Iron Guts: You save against poison effects three times.

Speed Demon: Complete the challenge in 8 rounds or fewer.

Spiderkiller: You score the killing blow against at least 2 non-minion drow and 2 non-minion spiders or spider swarms (a drider counts as either a drow or a spider, but not both).

Take the Plunge: You fall over a waterfall or into a chasm and die.

Upon Reflection: You obtain a *mirror wand* by walking through a mirror.

Venom Mi Casa: You die from a poison effect.

Web Hugger: You are immobilized or restrained by webbing three times.

SECRET AWARDS

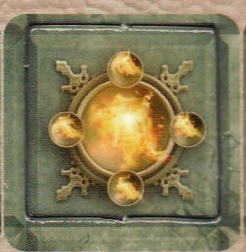
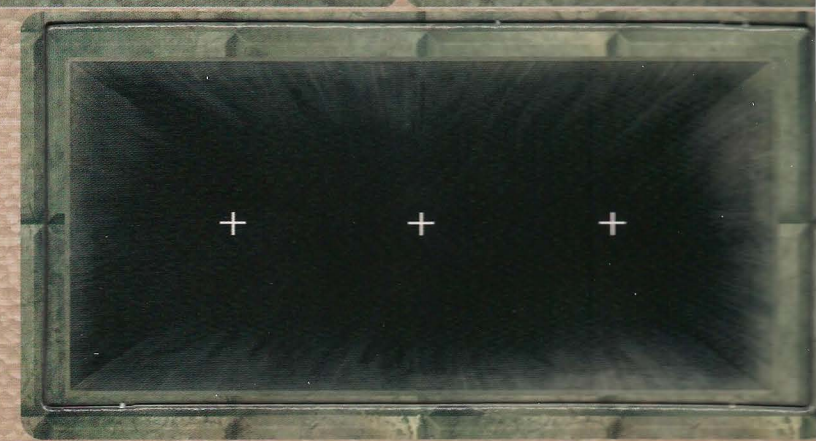
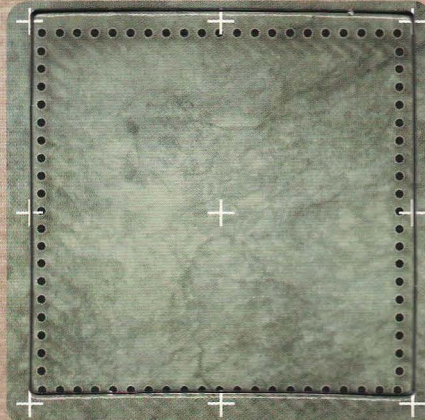
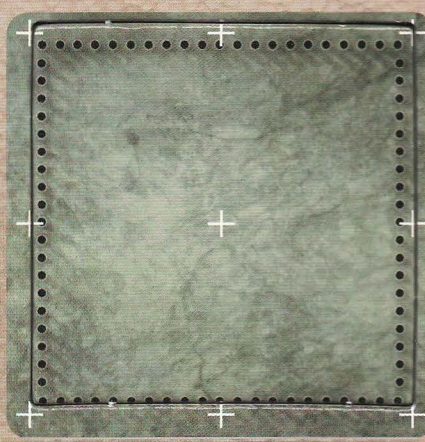
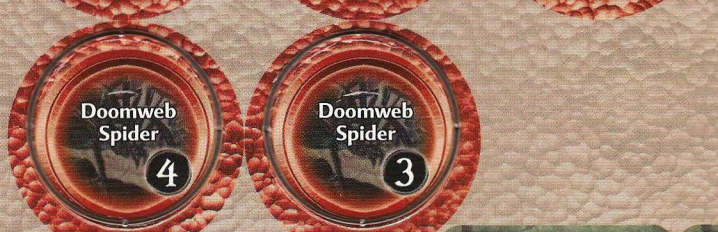
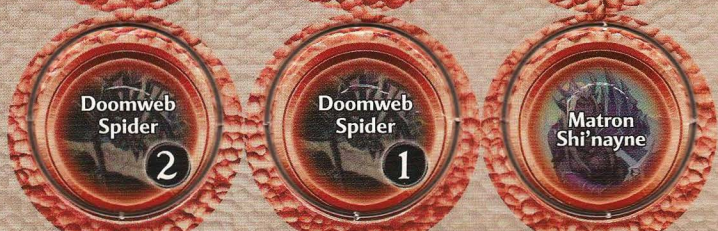
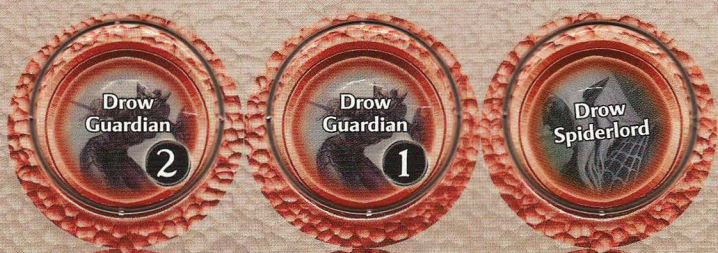
Happy Fun Ball: You insult or taunt Matron Shi'nyane.

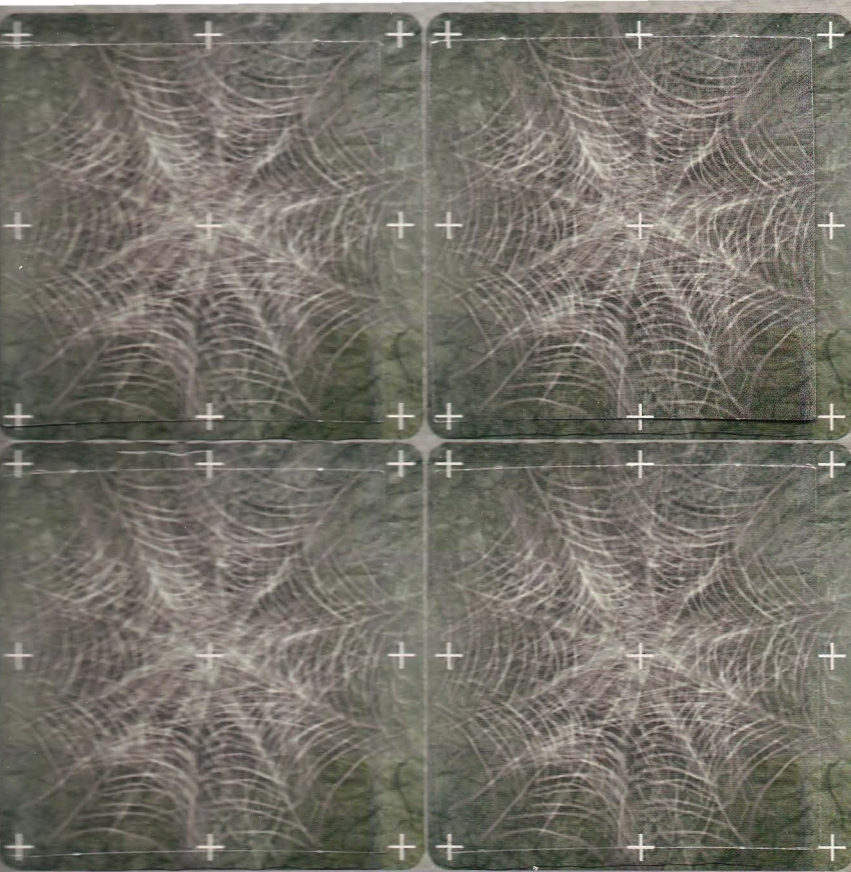
I Thought We Were Friends: You are killed by the vampiric mist.

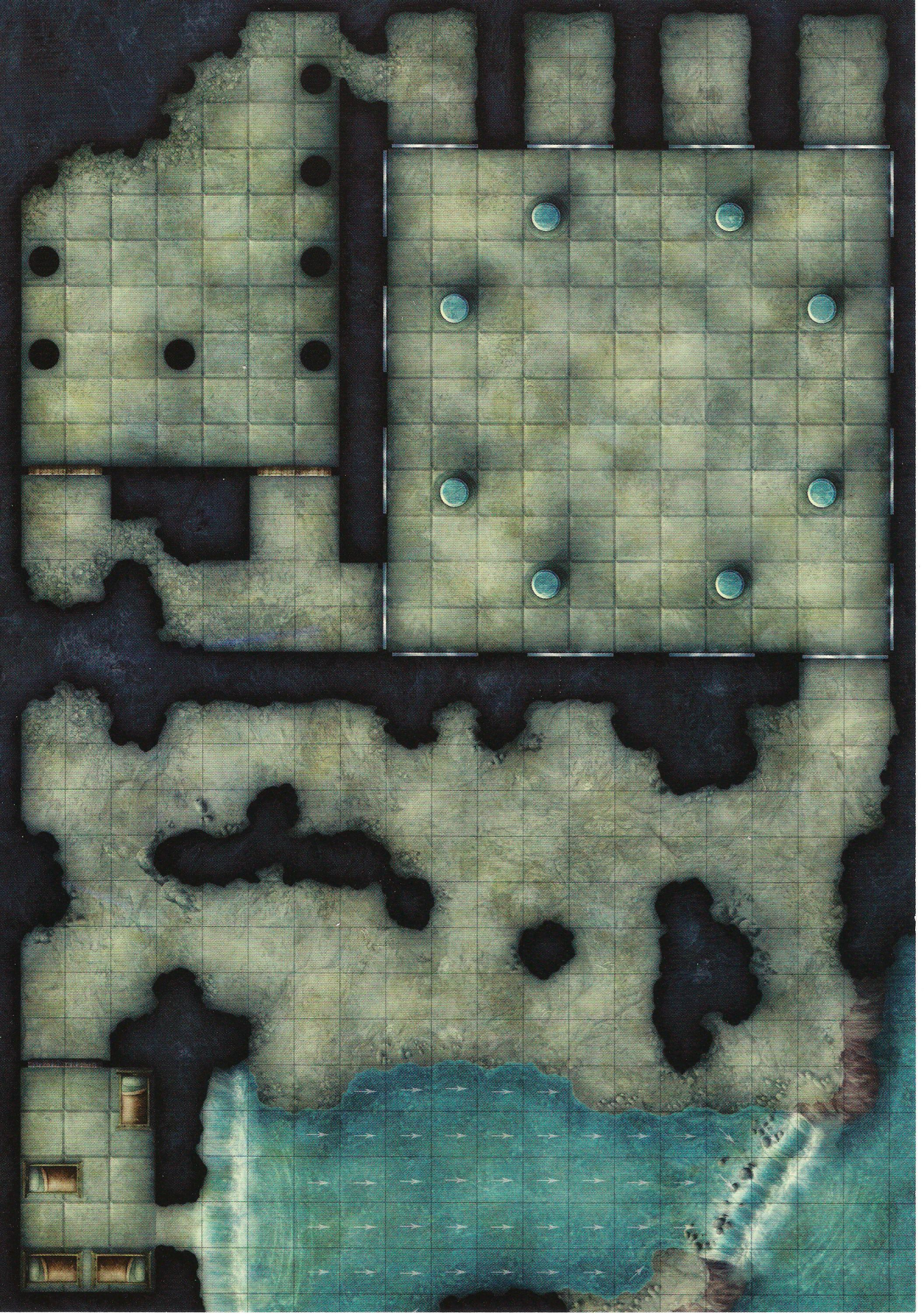
Mirror Mirror: Gain at least three effects by walking through mirrors.

'Til Death Do Us Part: You return Dhusarra's ring to the vampiric mist.

To Be Oar Not to Be: You use an oar to strike an enemy.









DUNGEONS & DRAGONS

LAIR ASSAULT

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