

OUT OF THE ABYSS™



RAGE of DEMONS™



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D&D ENCOUNTERS

Welcome to a special introductory edition of the *Out of the Abyss*™ adventure, designed specifically for D&D Encounters™ (an official in-store play program) and the D&D Adventurers League™ (the official D&D organized play system).

This edition of the adventure is designed for **1st-through 4th-level characters**, and is divided up into three chapters, each of which contains a number of potential adventure scenarios. Characters who finish all three parts of the adventure should reach 5th level at the end. Characters of 5th level and above cannot play in this D&D Encounters edition of the adventure, though they can play the full adventure of *Out of the Abyss*. Each part of the adventure should be played over multiple sessions of play. For D&D Encounters, the recommended session length is two hours. The full adventure contains additional play beyond this edition.

Playing this adventure in store as a part of D&D Encounters is fun and offers additional benefits to enhance the experience. Folios connecting characters to different factions in the world of the Forgotten Realms® are provided for players, containing information and accessories, along with exclusive rewards. Dungeon Masters (DMs) receive a folio as well, themed to the storyline season (for this season, *Rage of Demons*™). Check with your store for more details. If you received this adventure and aren't currently associated with a store, you can find a nearby store by heading to our [Store and Event Locator](#).

THE D&D ADVENTURERS LEAGUE

This adventure is official for D&D Adventurers League play. The D&D Adventurers League is the official organized play system for DUNGEONS & DRAGONS. Players can create characters and participate in any adventure allowed as a part of the D&D Adventurers League. As they adventure, players track their characters' experience, treasure, and other rewards, and can take those characters through other adventures that will continue their story.

D&D Adventurers League play is broken up into storyline seasons. When players create characters, they attach those characters to a storyline season, which determines what rules they're allowed to use to create and advance their characters. Players can continue to play their characters after the storyline season has finished, possibly participating in a second or third

SEASON LENGTH

The *Rage of Demons* storyline season for D&D Encounters runs from July 23, 2015, through March 15, 2016. This D&D Encounters edition of the adventure contains enough play for 9 to 13 sessions. If you start the adventure the first week and play the sessions in the recommended two-hour weekly increments, you will finish this edition well before the end of the D&D Encounters season. To fill out the rest of the season, see "Additional Play" at the end of this adventure.

storyline with those same characters. A character's level is the only limitation for adventure play. A player cannot use a character of a level higher or lower than the level range of a D&D Adventurers League adventure.

For more information on playing, running games as a Dungeon Master, and organizing games for the D&D Adventurers League, please visit the [D&D Adventurers League home](#).

PREPARING THE ADVENTURE

You don't need to prepare this entire adventure for the first session. Simply get to know the setup of each chapter prior to playing, paying attention to the open-ended nature of this adventure and the different ways you might construct your D&D Encounters sessions. As you do so, spend some time familiarizing yourself with the adventure's locations, events, and characters—including the drow outpost of Velkynvele in chapter 1 and the kuo-toa settlement of Sloobludop in chapter 3. You'll also want to review the relevant statistics for any monsters or nonplayer characters (NPCs).

Each part of the adventure contains a "Designing D&D Encounters Sessions" sidebar that talks about how to divide that part of the adventure up into two-hour sessions for D&D Encounters play. This adventure features a wide-open play style that means you will most often be creating sessions based on the characters' goals and the players' choices during the game, rather than forcing the characters to adhere to a fixed roster of events and locations. Random encounters are also an integral part of the adventure, especially as developed during the characters' travels in chapter 2.

In order to DM the game as a part of the D&D Adventurers League, you'll need a [DCI number](#). The DCI number is your official Wizards of the Coast organized play identifier. If you don't have a number, you can obtain one at a store event. Check with your organizer for details.

BEFORE EACH PLAY SESSION

This adventure is designed for **three to seven 1st- to 4th-level characters**, and is optimized for four characters. Players that have characters outside that level range cannot participate in the adventure with those characters. Players with ineligible characters can make a new 1st-level character or use a [pregenerated character](#). Players can play an adventure they previously played or ran as a DM, but not with the same character (if applicable).

Ensure that all players have official [Adventure Log-sheets](#) for their characters. Each player will fill out the adventure name, session number, date, and your name and DCI number. In addition, the player also fills in his or her character's starting values for XP, gold, downtime, renown, and number of permanent magic items. Players will fill in the other values and write notes at the conclusion of the session. Each player is responsible for maintaining an accurate logsheet.

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You can do a quick scan of a player's character sheet to ensure that nothing appears out of order. If you see magic items of very high rarity or strange arrays of ability scores, you can ask a player to provide documentation for the irregularities. If a player cannot, feel free to restrict item use or ask the player to use a standard ability score array. Point the player to the [D&D Adventurers League Player's Guide](#) as a reference.

DOWNTIME AND LIFESTYLE

At the beginning of each play session, players must declare whether or not they are spending any days of downtime. The player records the downtime spent on the adventure logsheet. The following options are available to players during downtime (see the [D&D Basic Rules](#) or the [D&D Adventurers League Player's Guide](#) for more information):

- Crafting (exception: multiple characters cannot commit to crafting a single item)
- Practicing a profession
- Recuperating
- Training

Other downtime options might be available during adventures or unlocked through play, including faction-specific activities.

In addition, whenever a character spends downtime days, that character also spends the requisite expense for his or her lifestyle. Costs are per day, so that a character who spends ten days of downtime also spends ten days of expenses maintaining his or her lifestyle. Some downtime activities help with lifestyle expenses or add lifestyle expenses.

PLAYER AND DM FOLIOS

At your first session, check with your store organizer to see if faction-specific player and story-specific DM folios are available. These are complimentary, and contain great game accessories and rewards for DMs and players. Whenever a new player shows up, check with the organizer to see if any more folios are available.

AFTER EACH PLAY SESSION

As the characters progress through the adventure, they can earn treasure in the form of valuables such as gold, jewelry, and art objects, as well as magic items. In addition, there might be special rewards that are story focused or intangible. Since a group's composition might change from one play session to the next, you'll want to have players update their logsheets before leaving the table.

Players are responsible for maintaining their own adventure logsheets. At the end of each session, you should give out rewards earned and each player should record that information on his or her logsheet.

Experience points (XP) are given out to each player. Divide XP by the number of characters, unless otherwise specified in the adventure.

Coin, nonmagical treasure, and other wealth rewards are totaled up in value. That total is then divided by the number of characters, unless otherwise specified in the adventure.

Consumable magic items are awarded at the end of each session. Potions, scrolls, and other consumable magic items are divided among the characters. A player notes the item obtained by recording it on his or her logsheet. Players should attempt to ensure an equitable distribution of consumable items.

Permanent magic items are awarded at the end of each session. Permanent magic items are rare, and do not appear often. A player notes each item obtained by recording it on his or her logsheet. See the sidebar for guidelines on how to distribute permanent magic items.

EXPERIENCE AND MILESTONES

D&D Adventurers League play does not use the milestone experience rule. Characters track experience individually and level up when reaching the appropriate amount of XP.

Other special rewards are awarded when noted in the adventure, usually at the end of a session.

AWARDING CERTIFICATES

The D&D Encounters kit contains certificates for all permanent magic items and any rare or higher rarity consumable items found in an adventure. Whenever a character records such a magic item on his or her logsheet, ask the organizer for a certificate from the kit to award to that player. Certificates can be awarded while supplies last.

Certified magic items are a fun reminder of play, but they also serve an important purpose: most unlock the ability to trade a magic item to another D&D Adventurers League character. Magic items earned without certificates cannot be traded to other characters.

Other items in the adventure might also be certified, including special rewards. If a special item or other reward has a certificate, it is noted in the adventure.

CHARACTER ADVANCEMENT

A character who earns enough XP to advance a level can do so at the end of a long rest or at the end of a session. A character who earns enough renown to advance a rank in his or her faction can do so at the end of either part of the adventure.

DOWNTIME AND RENOWN

At different points during the adventure, additional awards might need to be given out.

Downtime days and renown are awarded three times during this D&D Encounters edition of *Out of the Abyss*. At the end of each chapter, each character is awarded 10 downtime days, which can be spent immediately or saved for later use.

DUNGEON MASTERING TIPS

As the DM running this adventure, you have the most important role in facilitating the enjoyment of the game for the players. You help guide the narrative and bring the words on these pages to life. The outcome of a fun game session often creates stories that live well beyond the play at the table. Always follow this golden rule when you run an adventure for a group:

Make decisions and adjudications that enhance the fun of the adventure whenever possible.

To reinforce this rule, keep the following points in mind:

- You are empowered to make adjustments to the adventure and make decisions about how the characters interact with the world of the adventure. This is especially important and applicable outside of combat, but feel free to also use the guidelines in the "Adjusting the Adventure" section (below) for groups that are having too easy or too hard of a time in an adventure.
- Don't make the adventure too easy or too difficult for a group. Never being challenged makes for a boring game, and being overwhelmed makes for a frustrating

game. Gauge the experience that the players (not the characters) have with the game. Try to get a sense of what each player likes in a game session (or simply ask the players), and try to give all players the experience they're after when they play D&D. Give everyone a chance to shine.

- Be mindful of pacing, and keep the game session moving along appropriately. Watch for stalling, since play loses momentum when this happens. At the same time, try to provide the players with a full play experience that doesn't finish too early. D&D Encounters sessions are about two hours long, so try to be aware of when you are running long or short. Adjust the pacing accordingly. Each part of the adventure provides guidelines for breaking the action up into D&D Encounters sessions.
- Give the players appropriate hints so they can make informed choices about how to proceed. Players should be given clues when necessary so they can tackle puzzles, combat, and interactions without getting frustrated over lack of information. This helps to encourage immersion in the adventure and gives players "little victories" for figuring out good choices from clues.

In short, being the DM isn't about following the adventure's text word for word. It's about helping to create a fun, challenging game environment for the players. The *Dungeon Master's Guide* has more information on the art of running a D&D game.

CHARACTER DISEASE, DEATH, AND RECOVERY

Bad things sometimes happen even to the heroes, and characters might be poisoned, diseased, or killed during an adventure. The following rules can help you manage such events during a D&D Encounters season.

DISEASE, POISON, AND OTHER DEBILITATING EFFECTS

A character affected by disease, poison, and other similar effects can recuperate during downtime to help resolve those effects. (See "Downtime Activities" in the *D&D Basic Rules*). If a character doesn't resolve an effect between game sessions, that character begins the next session still affected by the debilitating effect.

DEATH

A character who dies during the course of an adventure has a few different options.

Party Magic. If a character in the party has access to a *raise dead* spell, a *revivify* spell, or similar magic, he or she can choose to raise a dead character. If *raise dead* is used, the dead character's soul must be free and willing to be returned to life. A character subject to a *raise dead* spell also takes a penalty to attack rolls, saving throws, and ability checks that is normally reduced each time the character takes a long rest. In addition, each downtime day spent after a character is subject to *raise dead* can reduce this penalty by 1, over and above any other benefit the downtime provides.

PERMANENT MAGIC ITEM DISTRIBUTION

D&D Adventurers League has a system in place to determine who is awarded permanent magic items at the end of a session. Each character's logsheet contains a column to record permanent magic items for ease of reference.

- If all the players at the table agree on one character taking possession of a permanent magic item, that character gets the item.
- In the event that one or more characters indicate an interest in possessing a permanent magic item, the character who possesses the fewest permanent magic items gets the item. If there is a tie in the total number of permanent magic items owned by contesting characters, the item's owner is determined randomly by the DM.

Dead Character Pays for Raise Dead. If a dead character's body is recoverable and his or her soul is willing to be returned to life, the party can take the body back to civilization and use the dead character's funds to pay for a *raise dead* spell. A *raise dead* spell cast in this manner costs the character 1,000 gp.

Character's Party Pays for Raise Dead. As above, except that some or all of the 1,000 gp cost of the *raise dead* spell is paid for by the party at the end of the session. Other party members are under no obligation to spend their funds to bring a dead character back to life.

Faction Charity. If the dead character is 1st to 4th level and a member of a faction, the character's body can be returned to civilization, where a patron from the faction ensures that the character receives a *raise dead* spell. However, any character invoking this charity forfeits all XP and rewards from the session in which he or she died (even those earned prior to dying during that session), and cannot replay that portion of the adventure with that character again. Once a character reaches 5th level, this option is no longer available.

Create a New Character. If a character cannot be brought back from the dead, a player can create a new character. The new character does not have any items or rewards possessed by the dead character. A dead character keeps all his or her items and rewards, in case the player decides to raise the character later. Other characters cannot take a dead character's treasure or magic items, and can use a dead character's money only to pay for a *raise dead* spell for that character.

ADJUSTING THE ADVENTURE

This adventure has been designed for optimal play by a party of four characters all starting at 1st level, and who will advance as high as 5th level by the end of the adventure. However, the D&D Encounters format allows for characters of 1st to 4th level, and groups of from three to seven adventurers. If you are playing with a larger or smaller group, or with a group of four characters starting the adventure at higher than 1st level, you can make adjustments to the combat encounters to make sure the adventure plays well for your group. (You can make the same sorts of adjustments even for a group of four characters of the

optimal level if those characters are having too hard or too easy a time in the adventure.)

REBUILDING ENCOUNTERS

The *Dungeon Master's Guide* and the *D&D Basic Rules* provide guidelines for creating balanced combat encounters. If you have time before you play, use these guidelines to calculate the appropriate XP budget for your party and increase the number of monsters in an encounter as appropriate.

ADJUSTING ON THE FLY

To make adjustments to encounters while you play, you can increase the number of monsters. This approach works best for encounters with four or more monsters (equal to or greater than the optimal party size of four). Start by adding one monster to an existing group of monsters for each additional character in the party.

Be careful if you find yourself doubling the number of monsters in an encounter. Many creatures—even low-challenge monsters—become much more dangerous in large numbers. In the event that you feel the need to increase the number of monsters in an encounter drastically (for example, if you have a large group of 3rd- or 4th-level characters starting the adventure), you should instead use the *Dungeon Master's Guide* or the *D&D Basic Rules* to calculate XP budgets as you rebuild the encounters.

NONCOMBAT XP

In addition to XP earned for overcoming monsters in combat, special noncombat XP awards are noted at different points in the adventure. You can also give out such awards as appropriate when the characters engage in good roleplaying to overcome a challenge, or when the adventurers undertake a complicated, risky strategy that allows them to bypass a dangerous encounter rather than face it.

In general, if the characters are able to bypass a combat encounter with effective roleplaying and strategizing, award full XP as if the party had overcome the encounter, so as to ensure that characters can advance in the adventure as expected. However, in the event that a party later has to fight foes that were initially bypassed, characters gain no additional XP for the combat encounter.

Noncombat XP awards are given either on a per character basis or as a lump-sum award to be divided by the party. Where awards are given to each character, you can award the same value to any number of characters in the party. Where an award is given as a lump-sum value, divide the award by the number of characters in the party.

The *Dungeon Master's Guide* has more information on noncombat challenges and awarding XP.

RESOURCES FOR PLAY

To run this adventure, you should have the following resources available for your use:

- *Monster Manual* (all new monsters are presented in the appendix)
- [D&D Basic Rules](#) (player's rules and Dungeon Master's rules)
- *Dungeon Master's Guide* (recommended)

CHAPTER 1: PRISONERS OF THE DROW

Deep beneath the surface of the world lies the Underdark, a realm of endless labyrinthine tunnels and caverns where the sun never shines. The Underdark is filled with races and creatures too numerous to count or list, and foremost among these are the dark elves—the drow. Hated and feared even by their fellow dwellers in darkness, the drow raid other settlements in the Underdark as well as the surface world, taking prisoners back with them. Rendered unconscious with drow poison, then collared and shackled, these prisoners are eventually sold as slaves or entertainment in the dark elves' subterranean cities.

The adventurers have all had the misfortune of falling to such a fate. Captured by the drow, they are prisoners at one of the dark elves' outposts, awaiting transportation to Menzoberranzan, the City of Spiders. Whether they came into the Underdark seeking knowledge or fortune, or were just in the wrong place at the wrong time, they were ripe prey for a drow raid.

The setup of *Out of the Abyss* is such that the characters need have no connections with events in the Underdark, or with each other, prior to the start of the adventure. They can meet and get to know each other as prisoners of the drow. Players who would like their characters to have a stronger Underdark connection can choose from the background options in appendix A.

"Prisoners of the Drow" assumes the characters start at 1st level, and that they will achieve 2nd level (if not 3rd) by the end of this chapter of the adventure.

ESCAPE!

The characters' goal in this chapter of the adventure is straightforward: escape from the drow outpost of Velkynveve, with an eye toward escaping from the Underdark. However, this goal is complicated by the adventurers' lack of familiarity with their surroundings. Even if the prisoners can get away from the drow, where will they go and how will they survive?

RESTRAINTS

All the drow's prisoners, including the characters, wear iron slave collars along with manacles connected to iron belts by a short length of chain. This leaves the prisoners restrained, but doesn't affect their movement or speed.

In addition to being manacled, spellcasters don't have any spell components or focuses, initially limiting their spellcasting ability. (Wizard characters don't need their spellbooks to cast spells, but will be unable to change their prepared spells without them. As such, give wizard characters some leeway in determining which spells they had previously prepared before being captured.) Moreover, spellcasting isn't possible inside the slave pen because of its magical wards (see area 11).

Slipping out of manacles requires a successful DC 20 Dexterity check, while breaking them requires a successful DC 20 Strength check. A character can unlock the manacles using thieves' tools with a successful DC 15 Dexterity check. The manacles have



15 hit points. The iron collars can be broken with a successful DC 20 Strength check. The collars have 12 hit points. A character who fails a check to break a collar, break a set of manacles, or escape from a set of manacles can't attempt checks of that kind again until he or she finishes a long rest. A character can still use the Help action to aid another character, however.

THE ADVENTURE BEGINS

The characters begin the adventure in the slave pens of Velkynvelve. Stripped of everything but their underclothing, they are at the mercy of the dark elves and in the company of other prisoners, many of who aren't what they seem.

Captured by the drow! You wouldn't wish this fate upon anyone, yet here you are—locked in a dark cave, the cold, heavy weight of metal tight around your throat and wrists. You are not alone. Other prisoners are trapped in here with you, in an underground outpost far from the light of the sun.

Your captors include a cruel drow priestess who calls herself Mistress Ilvara of House Mizzrym. Over the past several days, you've met her several times, robed in silken garments and flanked by two male drow, one of whom has a mass of scars along one side of his face and neck.

Mistress Ilvara likes to impress her will with scourge in hand and remind you that your life now belongs to her. "Accept your fate, learn to obey, and you may survive." Her words echo in your memory, even as you plot your escape.

Assume that each player character has been a prisoner in Velkynvelve for 1d10 days. (Roll separately for each character.) The characters spend most of this time locked in the slave pen, emerging occasionally under heavy guard to perform menial chores for their captors' amusement (see "Hard Labor").

Feel free to play out any interaction between the drow, the player characters, and the other prisoners. This is an opportunity to reveal who the characters are and to flesh out their backgrounds and personalities through roleplaying, even as you introduce some of their fellow prisoners. Ilvara's newest consort, Shoor, wants to impress his mistress, while Jorlan, her former consort, sullenly does his duty but casts a curious eye over the prisoners. Any hostile move is met with poisoned crossbow bolts from the drow, and possibly a strike from Ilvara's scourge or a *ray of sickness* spell. The giant spiders attack and poison anyone who attacks the drow. The drow don't kill any of the prisoners (leaving them unconscious at 0 hit points) but have no compunction about beating them.

DESIGNING D&D ENCOUNTERS SESSIONS: PRISONERS OF THE DROW

3 to 4 Sessions

The wide-open nature of this chapter creates the broadest possible range of options for your D&D Encounters sessions. The ultimate goal for the player characters is to escape from the drow enclave, but how much game time it takes them to do so depends on the nature of your players.

Give some thought to the types of players in your group and the style of play they prefer, using the guidelines in the *Dungeon Master's Guide*—the "Know Your Players" section in the introduction and the "Play Style" section in chapter 1. Players who love social interaction might easily spend the entire first session of your campaign roleplaying their characters' incarceration, assessing their potential NPC allies, and taking the measure of their drow captors. On the other hand, players who prefer a hack-and-slash style of play might well be itching for a quick fight to show their characters' displeasure at having been imprisoned.

If you are playing with a new group of players, think about setting up both a roleplaying encounter and a combat encounter relatively quickly in your first session. By getting a sense of how your group enjoys each style of play, you can shape how the rest of the adventure should progress.

First Session. Count on a good portion of your first session being dedicated to setting the scene of the characters' imprisonment. Allow as much time for roleplaying as you and your players are comfortable with, using the characters' need for information as an incentive for them to interact with the other prisoners (see "What the Prisoners Know"). As you need to, interrupt or augment the roleplaying with some quick combat encounters, either with other prisoners (see "Fight!") or the drow and their quaggoth servants.

The "Hard Labor" scenario gives the characters a chance to explore their surroundings, and to interact with the guards. A fight with drow or quaggoths can easily fill out the end of your first session and sharpen the characters' resolve to escape.

Subsequent Sessions. Once the characters focus on breaking free, look to the "Means of Escape" section to guide your encounter design. More hard labor can allow the characters to search for weak spots in the drow defenses or claim equipment useful in an escape attempt (see "Acquisitions"). Alternatively, if the players are more focused on fighting their way out, you can use "Jorlan's Gambit" or "A Flight of Demons" (or combine both those scenarios) to set up the escape of the adventurers and their NPC allies.

Final Escape. After the characters escape from their confinement, stealthily exploring Velkynvelve and dealing with the creatures found there could easily occupy one whole session or more (especially for characters bent on revenge against the drow). However, if the characters simply want to get away from the enclave, don't force them to stick around. Simply use a random encounter from chapter 2 (or use the "Flight of Demons" encounter if you haven't already) to fill out the session if need be.

Maximum XP. This chapter can play out in a number of different ways, but each character participating in the adventure should earn a minimum of 300 XP (the amount that will take a 1st-level character to 2nd level) to a maximum of 900 XP (the amount that will take a 1st-level character through 2nd level and to 3rd level).

If the characters are so anxious to escape from the drow enclave that they don't attain 2nd level, don't force the issue by automatically having the drow recapture them. Instead, move on to chapter 2 and start with easy or medium random encounters to help the characters level up.

BUPPIDO



DERENDIL

ELDETH
FELDRUN

IN THE SLAVE PEN

Velkynvelve's slave pen is closed with a heavy iron gate bolted into the stone. See area 11 for more information about the slave pen, including options for opening or breaking through the gate.

The prisoners are provided with clay chamber pots, and one of the duties of slaves is to empty them into the pool during their shift. There are no other comforts in the slave pen. Prisoners must sit or lie on the stone floor, and are fed only once each day—a thin mushroom broth served in small clay bowls passed through gaps in the bars of the gate.

SCAVENGED POSSESSIONS

The player characters have not been idle during their captivity. Have each player roll a d20, and add the number of days (1d10) that player's character has been imprisoned in Velkynvelve. The result determines what, if anything, the character has in his or her possession when the adventure begins.

SCAVENGED POSSESSIONS

Result	Item
2–9	—
10–12	A gold coin
13–15	A living spider the size of a tarantula
16–18	A 5-foot-long strand of silk rope
19–21	A flawed carnelian gemstone worth 10 gp
22–24	A rusted iron bar that can be used as a club
25–27	A flint shard that can be used as a dagger
28–30	A hand crossbow bolt coated with drow poison (see "Poisons" in chapter 8 of the <i>Dungeon Master's Guide</i>)

FELLOW PRISONERS

The characters are held with ten other prisoners, captured during various raids and likewise awaiting transportation to Menzoberranzan. Some can expect to be sold as slaves in that great drow city (part of the full adventure of *Out of the Abyss*), while others await death at the hands of the drow or their pets. Regardless

of what they might think of the adventurers—and each other—outside the slave pens, all the NPCs have good reason to cooperate in order to escape and survive.

PRISONERS OF THE DROW

Buppido	Talkative and cunning derro
Prince Derendil	Quaggoth who claims to be a cursed elf prince
Eldeth Feldrun	Shield dwarf scout from Gauntlgrym
Jimjar	Deep gnome with a gambling problem
Ront	Orc bully
Sarith Kzekarit	Drow accused of murder
Shuushar the Awakened	Kuo-toa hermit and mystic
Stool	Myconid sprout
Topsy and Turvy	Deep gnome wererat twins

BUPPIDO

A male **derro**, Buppido is surprisingly gregarious and talkative, demonstrating a keen mind and a disarming manner. This pleasant facade conceals the soul of an insane killer. Buppido secretly believes he is the living incarnation of the derro god Diinkarazan—an avatar of murder offering bloody sacrifices to create a path of carnage through the Underdark for his people to follow to glory. He rationalizes any setbacks (including his capture and imprisonment) as part of his "divine plan." His killings are carefully ritualized, following an exacting process of cutting open the victims and arranging their organs.

Although mad, Buppido is cunning and capable of hiding his true nature to serve his own ends. Because he believes he is a god, he is convinced that he can't be killed (or at least that the death of his mortal form means nothing to him), so he is completely fearless. He assumes everything is part of his divine plan, and enthusiastically participates in any plot to escape from the drow so he can continue his holy work. Buppido is happy to consider his fellow prisoners allies until such time as he no longer needs them, or becomes convinced

JIMJAR



RONT

SARITH
KZEKARIT

that the omens point toward the need for one or more of them to be sacrificed to his greater glory.

PRINCE DERENDIL

This hulking **quaggoth** is the most menacing-looking prisoner in the slave pens, and the other prisoners give him a wide berth. If any of the characters speak to him, however, the quaggoth replies in urbane Elvish. He explains that he is not, in fact, a quaggoth, but a gold elf prince polymorphed into quaggoth form by a curse. He claims to be Prince Derendil of the kingdom of Nelrindenvane in the High Forest. His crown was usurped by the evil wizard Terrestor, who trapped him in this form and exiled him from his people.

Although Derendil behaves like the highborn prince he believes himself to be, he responds to stress—and particularly threats—like a quaggoth: violently tearing foes limb from limb and rending their flesh with sharp claws and teeth. He comes back to himself only after battle, or when someone reinforces his “true identity” to snap him out of it. Derendil laments that he is slowly but surely losing himself to the savagery of his quaggoth form.

In fact, Derendil is simply mad, touched by the delusions of the demon lord Fraz-Urb'luu (part of the full version of *Out of the Abyss*). The kingdom of Nelrindenvane doesn't exist, and all of “Derendil's” recollections and personality are an illusion created by the Demon Prince of Deception. The quaggoth refuses to believe the truth, and any incontrovertible evidence as to his real nature sends him into a murderous rage.

ELDETH FELDRUN

A female shield dwarf **scout** from Gauntlgrym, Eldeth is high spirited and proud of both her heritage and her people's achievement in reclaiming the ancient dwarven kingdom; she suggests Gauntlgrym as a destination to escape from the Underdark. Eldeth is stubborn and hates the drow and all other “corrupt dark dwellers” such as the derro and duergar.

Eldeth wants to get back home, but she is also defiant and self sacrificing—and therefore among the most likely prisoners to perish before getting the opportunity. If that happens, Eldeth asks a character she trusts to promise to carry word of her fate back to her family in

Gauntlgrym, along with her shield and warhammer if they are recovered. This might win the characters the approval of Eldeth's kin if they later visit Gauntlgrym (part of the full adventure of *Out of the Abyss*).

JIMJAR

A male deep gnome **spy**, Jimjar is a feckless rogue with a devil-may-care attitude, a fondness for coin, and an obsession with betting on virtually anything and everything. Once he knows the characters, Jimjar regularly offers them bets on things from their own efforts (“I bet you ten gold you can't get past that sentry without being seen”) to the outcomes of random events (“I bet you twenty gold this tunnel is the right way”). He sometimes uses betting to goad others into doing things, but characters can easily turn the tables knowing that Jimjar finds it difficult to refuse a wager. His behavior is unusual for the dour deep gnomes, and others of his kind (including Topsy and Turvy) find Jimjar annoying at best, and unstable and potentially mad at worst.

Jimjar is always true to his word, and he manages to keep exact track of his debits and credits in his head, paying up on his bets (or demanding payment) as soon as possible. He's not above pocketing a little extra coin when no one is watching, and he has an amazing ability to secret significant wealth on his person.

Jimjar feels as though there's something odd about the twins Topsy and Turvy, but he keeps his opinion to himself unless asked. He does his best to get along with everyone, although some find his gregariousness and constant wagers grating.

RONT

A male **orc** from the Iceshield tribe, Ront fled from the slaughter of a band of orcs at the hands of the dwarves, falling down a shaft and wandering in the Underdark before being captured by the drow. He's ashamed of his cowardly act and knows that Gruumsh, the god of the orcs, is punishing him. But he also doesn't want to die, or at least not in drow captivity. Ront is mean, stupid, and hateful, but he also knuckles under to authority and threats. He especially hates Eldeth, as his tribe is at war with her people.

SHUUSHAR
THE AWAKENED



STOOL



TOPSY AND
TURVY



Ront engages in threatening behavior and bullying toward the other prisoners unless someone stands up to him.

SARITH KZEKARIT

A male **drow**, Sarith is sullen and keeps to himself, rebuffing attempts to talk to him. He is disgraced by his imprisonment but is resigned to his fate, since there doesn't appear to be anything he can do about it. Sarith is accused of murdering one of his fellow drow warriors in a fit of madness, but he has no memory of it. He varies between believing the whole thing is a setup to discredit and destroy him, and fearing that it is all true—which, in fact, it is. He is being held until he can be sent back to Menzoberranzan as a sacrifice to Lolth and an example to others.

Unknown even to the other drow, Sarith is infected with tainted spores from myconids corrupted by Zugtmoy, the Demon Queen of Fungi (whose dark plots are part of the full adventure of *Out of the Abyss*). The initial infestation of the spores caused Sarith's bout of madness, and his health and sanity continue to deteriorate as the spores grow within his brain.

A MOTLEY CREW

The other prisoners who manage to escape with the player characters are likely to become their companions for a substantial part of the adventure, so it is good to lay the groundwork for those relationships early on. Some of the NPCs might not survive the initial escape attempt. Others might be lost to the dangers of the Underdark—or might reveal their true colors and betray the party. A few could become true companions. Keep in mind the other prisoners have their own personalities and goals, but are generally willing to cooperate for their own benefit. Their knowledge of the Underdark should encourage the player characters to keep them around at least initially.

Since managing such a large cast of NPCs can be quite involved, enlist the aid of the players if you wish, having each of them take on the role of managing one or more of the party's companions. The player generally decides what that NPC is doing, with the knowledge that you, as Dungeon Master, can overrule them as needed by the story. Not only does this make the secondary characters easier to manage, it helps the players get to know them and strengthens the bonds between the NPCs and the adventurers.

SHUUSHAR THE AWAKENED

A **kuo-toa**, Shuushar is likely to be one of the more unusual creatures any of the adventurers have met. The aquatic hermit is a calm and peaceful presence. He is aware of his people's well-deserved reputation for madness, and claims to have spent a lifetime in contemplation and solitary meditation to overcome that legacy. He appears to have been successful, exuding an aura of enlightened balance. Shuushar is even calm and accepting of his current imprisonment, merely saying that it is what it is, and who can say what end it might eventually lead toward?

Although Shuushar is by far the most sane, stable, and honest of the adventurers' fellow prisoners, he is also the most useless to their immediate goals. The kuo-toa hermit is a complete pacifist. He doesn't fight or cause harm to any other creature, even refusing to defend himself or others. He gladly accompanies the party if permitted to do so, however, helping them in any way he can other than violating his most sacred vow.

Shuushar is familiar with Sloobludop, the kuo-toa town near the Darklake, and has navigated the twisting routes of the Darklake for many years. He hopes to share his enlightenment with his fellow kuo-toa, although he isn't aware of recent events in Sloobludop (see chapter 3 for details).

STOOL

Stool is a **myconid sprout** captured by Sarith Kzekarit. Stool is lonely and frightened, wanting only to return to its home in Neverlight Grove. If you plan on playing the full version of *Out of the Abyss*, Stool can offer to guide the characters to its home, promising them sanctuary with its folk. However, it isn't aware of the dangers posed to the myconids by the influence of the demon lord Zugtmoy, explored in the full adventure.

Stool uses rapport spores to establish telepathic communication with other creatures, and it does so to communicate with characters who are kind and friendly toward it. The myconid will also help establish communication with Underdark denizens with whom the characters don't share a language. Once it becomes attached to one or more of the adventurers, Stool behaves somewhat like an enthusiastic and curious younger sibling, sticking close to the characters and asking all kinds of questions.

TOPSY AND TURVY

Twin deep gnomes, Topsy and her brother Turvy are originally from Blingdenstone in the Underdark. They were captured by the drow while out gathering mushrooms in the tunnels near their home. Like most other svirfneblin, Topsy has a stringy mop of hair while Turvy only has a few tufts of hair atop his otherwise bald head. Topsy is by far the more social of the two. Turvy constantly mumbles and mutters darkly, with Topsy repeating or translating what her brother says.

Topsy and Turvy hide the fact that they are **wererats**. Infected with the curse of lycanthropy, neither deep gnome has entirely embraced it yet, and they struggle to control their wererat instincts and urges. They are fearful of what potential allies might do if they learn the truth, and are looking out for each other and their own survival. With their transformations controlled by the unseen cycle of the moon, you can use the twins' impending change as a wild card in the adventure. They've been prisoners for less than a month, meaning the full moon is coming.

WHAT THE PRISONERS KNOW

Allow the characters to freely mingle and interact with their fellow prisoners or even the drow guards, although the guards rarely talk to the "surface-dweller scum." Of all the prisoners, only Eldeth and Jimjar speak fluent Common. The others speak Undercommon (or at least understand it). Ront knows some Common, while Derendil speaks Elvish. Stool's rapport spores can establish telepathic communication to allow everyone to speak freely. The guards aren't observant enough to notice.

You might wish to consult the social interaction rules in the *Dungeon Master's Guide*, in which case the other prisoners are initially indifferent toward the characters. Handle the interactions using roleplaying, Charisma checks, or a balance of the two as best suits your group and the way the adventure unfolds.

The characters can learn the following things from talking with their fellow prisoners, some of who have been captives of the drow for a tenday or two:

- There are nineteen drow at the outpost, including Ilvara, Shoor, and Jorlan, as well as another priestess named Asha. There are also a dozen quaggoths and a number of giant spiders.
- Three drow guards watch the slave pen from the hanging guard tower across the rope bridge, visible through the locked gate.
- The cell has some sort of antimagic effect on it (see area 11 for details).
- Jorlan the drow warrior suffered disfiguring injuries recently. Before then, he seemed more in Ilvara's favor. Now Shoor seems to have displaced him.
- Jorlan used to have a wand that shot globs of sticky material able to trap targets. Now Shoor carries it, as another sign of their change in status.
- It might be a matter of days or tendays before a contingent from Menzoberranzan arrives to take prisoners back to the drow city.

Additionally, the drow Sarith Kzekarit knows the following:

- A gray ooze lives in the pool. It's harmless, feeding off waste unless disturbed.
- A supply patrol from Menzoberranzan is a few days overdue, which is unusual.

HARD LABOR

The drow divide their prisoners into three roughly equal-sized groups and put them to work for a third of the day, supervised by the quaggoths. Their menial tasks include filling and hauling water barrels, operating the lift, cleaning any or all parts of the outpost (whether they need it or not), emptying chamber pots, food preparation and service, washing dishes, and laundry. The prisoners are also given cruel or pointless tasks to occupy them, and for the dark elves' amusement. Such labors include moving or stacking rocks, coiling ropes, and organizing supplies, with prisoners forced to redo work that doesn't meet the drow's arbitrary standards.

Characters might or might not work together, depending on how the drow split them up. Prisoners known to be friendly to each other are usually kept apart, and no more than two or three prisoners are allowed to work at a single task at once.

The drow and quaggoths are cruel and capricious, but also somewhat bored and looking for amusement. The quaggoths are poor conversationalists, hateful and mistrustful toward the prisoners. The drow are more inclined to talk, if only to boast of their superiority. Characters might trick them into dropping useful bits of information, such as how long the journey to Menzoberranzan is expected to take, or that the outpost is relatively close to the Darklake.

BAD DREAMS

The characters' sleep in the slave pen is troubled and fitful, filled with strange dreams and disturbing images. Dark shadows seem to move and reach out toward them as the characters wander lost through endless mazes of tunnels. Oily tentacles slide to brush up against them, while a great buzzing and howling rises in the distance. Suppurating wounds burst open in clouds of spores or crawling masses of maggots or insects. At least one or more of the characters should wake in a cold sweat from these nightmares after every rest, feeling as though something is out there in the dark depths—something far worse than the drow.

You need not explain the cause of these dreams and images at this time. Characters can chalk them up to the conditions in the slave pen, or to the aftereffects of drow poison, but they are omens of what is happening in the Underdark. Spellcasters, particularly clerics and warlocks, might be most prone to these dreams, but they can visit any or all of the characters.

FIGHT!

Most of the other prisoners aren't looking for trouble, and even killers such as Buppido are careful to bide their time. Still, both Derendil and Ront have quick tempers, and Sarith the drow is prone to bouts of



ILVARA
MIZZRYM

violence as Zuggtmoy's spores take over his mind. It's possible the characters could provoke a fight. If they do, some of the prisoners (including the deep gnomes) egg on the fighters while others keep their distance or even try to break up the brawl.

Any violent conflict draws the attention of the drow guards, who initially order any prisoners to stand down from a fight, threatening them with hand crossbows from outside the gate. If necessary, they shoot prisoners with poisoned crossbow bolts to incapacitate them. (See chapter 8 of the *Dungeon Master's Guide* for information on drow poison.) The guards let any fight play out for their own amusement as long as the prisoners don't seem likely to actually kill one another.

FEEDING TIME

If a prisoner becomes too much trouble, or if the drow need to mete out a lesson on the price of disobedience, they make a gruesome spectacle of feeding a malcontent to the giant spiders in the webs beneath Velkynvelve. Drow guards or quaggoth servants throw the bound prisoner over the edge into the webs, where the spiders quickly converge to bite the victim, injecting their venom. Once the victim is paralyzed, the spiders wrap their meal up in webbing.

ROLEPLAYING THE DROW

The drow are arrogant, cruel, and vicious, viewing their slaves as little more than livestock and treating them with cold disregard. Even the lowest drow understands the inferiority of other creatures, behaving toward the prisoners like sneering nobility. With their superiors, however, the drow are fawning sycophants with a passive-aggressive edge. The males defer to the females, the rank-and-file warriors defer to the elite warriors, and everyone defers to the priestess Ilvara.

This event is a convenient opportunity to get rid of one or more of the other prisoners before the escape attempt if you don't want them around. As well, you can drive home the cruelty and threat of the drow by eliminating an NPC with whom the characters have formed a bond.

THE DROW

The garrison at Velkynvelve consists of twelve **drow**, five **drow elite warriors**, a junior drow priestess named Asha (use the **priest** stat block in the *Monster Manual*, but add the Fey Ancestry, Innate Spellcasting, and Sunlight Sensitivity features of the **drow** stat block), and the outpost's commander, a senior **drow priestess of Lolth** named Ilvara. The drow have the assistance of a pack of twelve **quaggoths** and six trained **giant spiders**.

PROMINENT DROW

Ilvara Mizzrym	Drow priestess and commander of the outpost
Asha Vandree	Junior priestess
Shoor Vandree	Drow elite warrior. Ilvara's lieutenant and lover, and Asha's distant cousin
Jorlan Duskryn	Maimed drow elite warrior. Ilvara's former lieutenant and lover.

ILVARA MIZZRYM

The commander of Velkynvelve is an ambitious drow priestess looking to rise in the esteem of Lolth and her house. She considers command of a mere outpost a stepping stone in her ascension. The posting is beneath her, and she treats both it and her prisoners with contempt. But she also knows the posting is temporary, and she intends to wring every advantage from it in the meantime.

A member of a drow house with a long history as slavers, Ilvara is a cruel mistress who enjoys taunting and tormenting enemies and underlings alike. In addition to a scourge, she wields a *tentacle rod*. Although she has taken Shoor Vandree as her lover, Ilvara cares no more about him than she did about Jorlan Duskryn, the lover she discarded due to his crippling injuries.

ASHA VANDREE

A junior drow priestess under Ilvara's guidance, Asha initially considered Ilvara an example to emulate. That changed after she saw how Ilvara treated Jorlan Duskryn, a seasoned drow warrior who was the commander's lover up until he was badly wounded. Ilvara discarded Jorlan without a second thought,

showing Asha the foolishness of expecting any reward for loyalty.

Asha is ambitious enough to know she could assume command of the outpost if anything was to happen to Ilvara, but not courageous enough to challenge her superior openly. She also knows that she would have to impress her superiors in the City of Spiders for any such field promotion to become permanent. As such, Asha moves cautiously, fanning the fires of Jorlan's hatred while keeping her own hands clean of any plotting.

SHOOR VANDREE

This drow elite warrior has assumed the role of Ilvara's lieutenant and lover after the injuries suffered by his predecessor, Jorlan Duskrin. Shoor is relatively young and quite arrogant for a drow male, proud of his abilities and accomplishments. He is still flush with his success in winning the favor of Ilvara and advancing his position Twithin the outpost, which shows in his swagger and the way he lords it over every other male in Velkynvelve, particularly Jorlan. Still insecure in his position, Shoor feels the need to demonstrate his skill and effectiveness to his mistress and to find ways to please her.

As Ilvara's lieutenant, Shoor carries a *wand of viscid globs* (see appendix B), which once belonged to Jorlan and is used to capture and restrain prisoners.

JORLAN DUSKRYN

Jorlan turned a talent for inflicting pain into skill as a warrior, and a certain roguish charm into a way to ingratiate himself with his female superiors. He quickly made himself useful to Ilvara Mizzrym as both the field commander of the Velkynvelve garrison and as her lover, enjoying all the benefits that came with both roles.

Jorlan thought that Lolth favored him, or at least that his charms had deflected her malice, until he had the misfortune of a run-in with a black pudding on an otherwise routine raid. Ilvara's healing magic saved his life but couldn't undo the terrible damage wrought by the ooze's acid. With his once-handsome face melted and scarred, and his sword hand twisted and missing two fingers, Jorlan was no longer the warrior he once was.

Ilvara relieved Jorlan of duty during his recuperation, replacing him with the young bravo Shoor Vandree. When she then took Shoor to her bed, Jorlan realized his recovery would never be sufficient to regain what he had lost. His heartbreak and loss has since become a virulent hatred for Ilvara and Shoor that slowly eats at him. Jorlan finds the idea of suicide or reckless self-destruction beneath him, however—unless he can find a way to take Ilvara and her new lover with him.

Jorlan knows full well that the sympathy the priestess Asha shows him is an attempt to manipulate him. But he's willing to play along for the time being, hoping to draw Asha closer and potentially use her against Ilvara when the time is right.

Because of his injuries, Jorlan has disadvantage on attack rolls, Dexterity checks, and Dexterity saving throws.

VELKYNVELVE: GENERAL FEATURES

The following features apply throughout the outpost.

Light. The interior spaces of the outpost are dimly illuminated by lanterns containing phosphorescent fungi, while the exterior is dark.

Sound. A small waterfall pouring into the cavern creates a constant background noise, negating the cave's tendency to amplify and carry sounds. Checks made to hear things in the cavern are made normally.

Stairs. These 5-foot-wide stairs are carved into the stone sides of the cavern between several of the cave entrances.

Bridges. Bridges of spider-silk rope connect the walkways to the guard tower and the entrance to the priestess's tower. The swaying bridges are difficult terrain for non-drow.

Falling. A creature pushed off the stairs, a bridge, or the edge of a platform must attempt a DC 10 Dexterity saving throw. On a failure, the creature falls, landing in the webs stretched beneath the outpost. On a successful save, a creature grabs hold of the edge and hangs there until it can climb back up with a DC 10 Strength (Athletics) check made as part of its movement. A failed Strength check means the creature is unable to move and must check again, while failure by 5 or more means a fall to the webs.

Webs. The dense webs of giant spiders kept by the drow conceal the outpost from below. A creature falling into the webs becomes restrained. As an action, a restrained creature can attempt a DC 12 Strength check to break free from the webs. The webs can also be attacked and destroyed (AC 10, 15 hp per 10-foot section, vulnerability to fire, and immunity to bludgeoning, poison, and psychic damage). Each foot of movement in the webs costs 1 extra foot, and any creature other than a spider that enters the webs or starts its turn there must succeed on a DC 12 Strength or Dexterity check to avoid becoming restrained. Any movement in the webs attracts the attention of the giant spiders, which attack and feed on trapped creatures.

A creature falling from the webbing to the cavern floor takes 10d6 bludgeoning damage.

DROW WARRIORS

The remaining drow males garrisoning Velkynvelve are named Balok, Bemeril, Guldor, Honemmeth, Imbros, Jaezred, Jevan, Kalannar, Malagar, Nadal, Nym, and Sorn.

VELKYNVELVE

The drow outpost is located high in a cavern, built 100 feet above the rocky floor. The outpost consists of a series of small caves in the cavern walls and four "hanging towers"—hollowed-out stalactites connected by walkways, stairs, and rope bridges. The towers are concealed by the thick webs of giant spiders stretched below them, so that only the lowermost parts of the stalactites are visible from the cavern floor.

With the small amount of dim light used in the outpost shielded from the cavern floor below, one might walk the entire length of the cleft without becoming aware of the outpost overhead, hidden in the darkness above the range of torches and lanterns. The giant spiders also serve as guards, dropping down on their web strands to prey upon creatures that find their way into the cavern. Similarly, drow warriors can drop to the cave floor on lines of spider silk to ambush enemies.

Three caves and two hanging towers surrounding a platform make up the main part of the outpost for the drow warriors. The largest of the hanging towers is reserved for the priestesses and the shrine of Lolth, while the other is a guard tower opposite the cave used to hold slaves. North of the slave pen is the den of the outpost's quaggoth servants. Watch posts lie at either end of the outpost, near the northern and southern entrances to the cavern.

1. SOUTHERN WATCH POST

Near the southern passage from the cavern is an alcove used as a watch post.

Two **drow** are stationed here at all times, keeping watch over the passage and noting the approach of any creatures. The duty is long and dull, so the watchers are sometimes distracted. A successful Dexterity (Stealth) check made against the guards' passive Wisdom (Perception) score of 12 allows characters to pass unnoticed. Any light from the passage or the cavern below automatically draws the guards' attention, however.

The drow guards are under orders to report intruders immediately, and to keep them under observation. They take no other action unless ordered or unless they see signs of a significant threat. In that case, they blow a high, shrill note on a warning trumpet to alert the whole outpost.

2. BARRACKS

Stone steps lead from the watch post to a 1-foot-thick platform of zurkhwood (see "Fungi of the Underdark" earlier in this chapter) extending between two of the hanging towers and into three adjoining caverns.

The two southernmost caves serve as barracks for the rank-and-file drow warriors of the outpost. Six warriors dwell in each barracks, each set up with a pallet, a small zurkhwood chest for holding personal possessions and equipment, and a side table. Spider silk rope webbing on the cavern walls is set with hooks for hanging lanterns and other items, but the barracks are rarely lit.

One **drow** is present in each of the barracks caves at any time, resting in a meditative trance. A resting drow rises at any significant light or noise, ready to attack.

TREASURE

The equipment of the resting drow is stored under his pallet: a shortsword, a hand crossbow with a case of 20 hand crossbow bolts, a chain shirt, and a 100-foot coil of silk rope with a small grappling hook at the end.

Each of the six chests in each barracks contains a flask of drow poison used to treat crossbow bolts (see "Poisons" in chapter 8 of the *Dungeon Master's Guide*). One flask has enough poison to treat 20 bolts. Each chest also contains two sets of clothing and 1d4 items from the Trinkets table in chapter 5 of the *Player's Handbook*.

3. MAIN HALL

This cave serves as a gathering and eating place for the drow warriors of the outpost. It has four circular tables carved from zurkhwood, each surrounded by five chairs.

Part of the hall is used as a food preparation and storage area, containing stocks of dried and fresh fungi, dried fruits, cheeses, preserved meat, and a few clay jars of spices. A heavy iron brazier provides heat for cooking along with dim light, but much of the food is served cold.

At any time, there is a 25 percent chance that 1d4 **drow** are in the main hall eating or entertaining themselves with dice or card games. If any drow are present, 1d4 **quaggoths** are also on hand, serving and cleaning. If there are no drow in the main hall, there is a 25 percent chance that a lone **quaggoth** is here performing its duties.

TREASURE

There is nothing of value in the main hall apart from what the drow have on them, but characters can loot the larder for the equivalent of up to 30 days of rations, limited by what they can carry. Each day of rations for one character weighs 2 pounds.

4. ELITE BARRACKS

The two hanging towers flanking the platform are the quarters of the elite warriors of the outpost, except for the commander's lieutenant (currently Shoor Vandree) who has his own quarters in the priestess's tower. Each hanging tower has two chambers, with a rope ladder running between the upper and lower chamber through a zurkhwood trapdoor. The elite warriors have finer furniture, including zurkhwood chairs and small tables around which they sit.

One off-duty **drow elite warrior** rests in one of the chambers here at any given time. There is a 50 percent chance that one **quaggoth** is also present, carrying out chores such as cleaning up or delivering water. Either reacts hostilely to intruders, but they might choose to flee and warn the outpost rather than attack, depending on the odds.

TREASURE

The equipment of the resting drow warrior is stowed beneath his pallet: a shortsword, a hand crossbow with a case of 20 bolts, a chain shirt, and a 100-foot coil of silk rope with a small grappling hook at the end.

Each of the chests in the four chambers contains a flask of drow poison used to treat crossbow bolts. One flask has enough poison to treat 20 bolts. Each chest also contains two changes of clothing, 2d6 sp, 1d8 gp, and 1d4 items from the Trinkets table in chapter 5, "Equipment," of the *Player's Handbook*.

5. LIFT

Attached to the edge of the barracks platform is a winch-and-basket device consisting of a large swinging arm that carries a thin cord of strong spider silk. The cord runs through a series of pulleys from a hand-cranked horizontal spool to a heavy woven basket suspended at the end. The basket is kept up on the platform except when it is in use.

Two **quaggoth** attendants remain by the lift to watch for a signal from below for the basket to be lowered. They are on guard in case anyone other than a drow or one of their own kind approaches.

Velkynvelve



USING THE LIFT

Up to four Medium creatures can fit somewhat snugly in the basket, which is swung out over the edge of the platform and lowered to the cavern floor below by turning the spool using attached handles. This requires a successful DC 18 Strength check, normally provided by two quaggoth servants (one of which makes the check while the other assists with the Help action). Once on the cave floor, the basket can be loaded with other passengers or up to 800 pounds of cargo, then lifted back up to the platform in the same way. It takes 4 rounds for the basket to move between the platform and the floor under normal operation.

6. SHRINE TO LOLTH

A steep rope bridge leads from the walkway ledge to the uppermost level of the largest hanging tower, called the priestess's tower. The floor of this circular chamber is covered by dark silken mats with a pale web-strand pattern woven through them in silvery thread. In the middle of the chamber (at the center of the web) stands a broad pedestal carved from zurkhwood, with a 10-foot-high sculpted spider at its head. The carving is so lifelike that anyone initially entering the chamber and seeing it in dim light must succeed on a DC 12 Wisdom (Perception) check to recognize it. On a failure, a character mistakes it for a real giant spider.

This place is a shrine to Lolth, the drow's spider goddess, and also serves as quarters for Asha, the junior priestess. She tends the shrine, overseeing routine rituals and offerings to Lolth.

Roll a d6 when the characters enter the shrine to determine who they might meet.

SHRINE ACTIVITY

d6	Activity
1–2	Asha is in the room alone, resting
3–4	Asha and 1d4 drow are engaged in worship
5–6	The shrine is empty

The back half of the chamber, behind the altar, is piled with a semicircle of pillows and cushions. Resting among these is a **giant spider** trained and kept by the priestesses. The cushions give the spider sufficient concealment to hide from anyone entering the tower from the front. A character must succeed on a Wisdom (Perception) check contested by the spider's Dexterity (Stealth) check to spot it before it moves.

TREASURE

The altar is flanked by a pair of heavy silver candlesticks worth 25 gp each. They hold thick black candles, lit only when a ritual is being performed in the shrine.

The eight "eyes" of the spider statue are eight pieces of polished jet—four small ones worth 5 gp each and four larger ones worth 10 gp each. Any non-drow who possesses these gems falls under a curse from Lolth. All spiders and spiderlike creatures attack the bearer of the stones on sight, and such creatures have advantage on checks to detect the possessor of the stones. The curse lasts until all the stones are given into the safekeeping

of a drow worshiper of Lolth or the gems are subject to a *remove curse* spell.

7. ILVARA'S QUARTERS

A rope ladder leads down from the shrine into this chamber, which serves as private quarters to Mistress Ilvara, priestess of Lolth and commander of Velkynvelve.

Inside, the walls are hung with black mesh resembling a spider's web, extending from a central spot on the ceiling out to the walls, then draped down like curtains. Thick, woven mats cover the floor, while a low platform is covered with cushions and pillows to make a broad, divan-like bed. One side of the chamber contains a small table and two chairs, while the other holds a small shrine to Lolth, draped in white silk. A heavy chest of black-stained zurkhwood sits at the foot of the bed.

Ilvara retreats to her quarters for privacy, rest, and meditation. Roll a d6. On 1–2, the priestess is here. On a roll of 1, Shoor Vandree is also here with her. Ilvara is furious if anyone dares to enter her quarters unbidden. If the characters catch her here, she casts *web*, *conjure animals*, or *insect plague* to bedevil them while she flees and calls for help. If Shoor is with Ilvara, he attacks to cover her escape.

TRAP

The chest is locked, and Ilvara keeps the key in a hidden pocket on the inside of her belt. The lock is trapped with a poison needle tipped with drow poison (see "Poisons" in chapter 8 of the *Dungeon Master's Guide*), which is activated if any attempt is made to open the lock without the proper key. The victim takes 1 piercing damage and must succeed on a DC 13 Constitution saving throw or be poisoned for 1 hour. If the saving throw fails by 5 or more, the target is also unconscious while poisoned in this way. A successful DC 20 Intelligence (Investigation) check reveals the trap. A character using thieves' tools can make a successful DC 15 Dexterity check to disarm it. Picking the lock requires thieves' tools and another successful DC 15 Dexterity check.

TREASURE

The side table holds a small silver-framed mirror worth 10 gp. The small shrine to Lolth is carved of zurkhwood and bone, and inlaid with semiprecious stones. It is worth 50 gp if the characters can find a buyer for it.

The chest contains a variety of silken garments and personal items. There is a silver chain headdress set with small onyx stones, worth 50 gp, and a drawstring bag containing two *potions of healing*. A small leather purse contains 24 gp, 30 sp, and a small moonstone worth 20 gp, while another purse is Ilvara's spare spell component pouch.

Additionally, the chest contains any valuables once held by the characters and NPCs, including any spellbooks, components, focuses, and magic items lost to the adventurers.

8. SHOOR'S QUARTERS

The lowermost and smallest chamber of the priestess's tower belongs to the commander's lieutenant, the leader of the elite warriors of the outpost. Shoor Vandree,

Ilvara's current favorite, is the present occupant. The area's former occupant, Jorlan Duskryn, has been displaced to the elite barracks after his recent injuries.

The chamber contains cushions laid out across floor mats, a small carved table with two chairs, and a sturdy zurkhwood chest.

Shoor spends most of his off-duty time in Ilvara's quarters, attending to his mistress or awaiting her. Unless you wish him to be found here, his quarters are unoccupied.

TRAP

The chest is locked, and Shoor keeps the key in his belt pouch. The lock is trapped with a poison needle trap identical to the one in Ilvara's quarters.

TREASURE

The table holds a pewter pitcher and a pair of matched goblets, worth a total of 1 gp.

The chest contains Shoor's personal items and clothing, as well as a small purse containing 20 gp, a black velvet mask stitched with silver thread in a spiderweb pattern (worth 25 gp), a set of bone dice engraved with Elvish characters (worth 10 gp), a small black velvet bag containing a spider-shaped onyx brooch (worth 50 gp), and a flask of strong, syrupy blue liquor (worth 10 gp). The liquor leaves anyone who drinks it pleasantly poisoned for 1d4 hours.

9. WATERFALL

Water vents through a crack in the ceiling near the eastern wall between the stalactites of the priestess's tower and the guard tower, creating a small waterfall that pours down to the cavern floor and forms a natural pool (see area 14). Quaggoths gather small barrels of water from the head of the waterfall to serve the outpost's needs.

The water makes the stone wall within 10 feet of it difficult to scale. Any creature attempting to do so has disadvantage on checks made to climb. Any character who falls lands in the pool below, taking no damage.

10. GUARD TOWER

The fourth hanging tower, connected by rope bridges to the slave pen and the walkway alongside the priestess's tower, serves as a guard tower for observing the cavern, the western passage, and the slave pen.

The lower chamber of the tower is occupied by two **drow** and one **drow elite warrior** on guard duty. It contains a zurkhwood table and three chairs, a smaller side table, and spider-silk webbing set with hooks for hanging equipment.

As at the watch posts, guard duty here is a dull affair, and the guards are usually distracted enough (talking or passing the time with dice games) that prisoners can move or act unnoticed with a successful Dexterity (Stealth) check contested by the guards' passive Wisdom (Perception) score.

The tower's upper chamber stores extra arms and armor for the outpost. Characters who gain entrance to the armory can easily loot it (see "Treasure").

TREASURE

The contents of the armory include the following:

- 6 chain shirts
- 6 suits of studded leather armor
- 6 shields
- 6 hand crossbows
- 20 cases of hand crossbow bolts, each case containing 20 bolts
- 6 shortswords and 10 daggers
- 6 bags of caltrops (20 caltrops per bag)
- 4 100-foot-long coils of silk rope
- 2 building hammers (not usable as weapons)
- 2 bags of iron spikes (10 spikes per bag)

11. SLAVE PEN

This cave is built to hold captives until they are sent to Menzoberranzan to be sold as slaves.

The gate to the slave pen is kept locked. A character using thieves' tools can pick the lock with a successful DC 20 Dexterity check. A character using makeshift tools can attempt the same check but has disadvantage. A lock-picking attempt might draw the attention of the guards, requiring a Dexterity (Stealth) check contested by the guards' passive Wisdom (Perception) score to carry it off without notice. Each of the guards on duty in the other areas of the outpost has a key to the gate hanging from a belt ring. Breaking the gate's lock and forcing it open requires a successful DC 20 Strength check.

MAGICAL WARDS

The drow have placed powerful wards on the slave pen to inhibit spellcasters and shield the area against scrying attempts.

Spells cast within the slave pen have no effect, and any slot or magic item charge expended to cast such a spell is consumed. The wards don't suppress or negate spell effects that originate outside the slave pen. For example, a creature under the effect of an *invisibility* spell remains invisible when it enters the slave pen.

Creatures inside the slave pen can't be targeted by any divination magic or perceived through magical scrying sensors.

12. QUAGGOTH DEN

Beyond the slave pen and down a set of stone steps, this cave is used as a den by the dozen quaggoths that serve the drow of Velkynvelve. The interior is littered with nest-like mounds of debris and the scattered bones of the quaggoths' past meals.

These servants of the drow use the den only to sleep and eat, with 1d4 **quaggoths** resting here at any given time. The quaggoths attack any creature that comes into their den that isn't a drow, a spider, or one of their kind. They don't initially attack unknown quaggoths or drow on sight, but they know all those assigned to the outpost and will question strangers. Derendil and Sarith's status as prisoners is known to them.

13. NORTHERN WATCH POST

This small alcove just past and below the quaggoth den has the same features as the watch post at area 1.

Two **drow** are stationed here on watch, typically hating that duty for its proximity to the quaggoth den, the slave pen, and the pool.

14. POOL

Water pouring down from the waterfall at area 9 forms a 20-foot-deep pool before flowing out into an underground river that travels several miles before spilling into the Darklake. Since the drow take the water they need from the top of the waterfall, they use the pool to dump waste and garbage. Although this fouls the surface of the pool, the constant flow keeps the water beneath the surface clear.

A **gray ooze** lurks in the pool's shallows, blending perfectly with the dark, wet stone. It feeds on the waste dumped into the pool, along with the occasional creature that finds its way into the cavern or falls into the pool.

The inhabitants of Velkynvelve remain unaware that the recent arrival of the demon lord Juiblex in the Underdark (as detailed in the full version of *Out of the Abyss*) has made this ooze particularly aggressive and malevolent. In addition to attacking any creature in the pool, the ooze surges up to 10 feet out of the pool to attack creatures at its edge. When it does so, creatures within 30 feet of the ooze telepathically sense a voice cry out, "Flesh for the Faceless Lord!"

MEANS OF ESCAPE

Unless they want to spend the rest of their lives as drow slaves, the characters should quickly begin looking for ways they can escape. Though the task will not be easy, the characters can take advantage of certain opportunities if they use their heads.

ACQUISITIONS

One or more of the characters might have useful items in their possession (see "Scavenged Possessions"), and working outside the slave pen creates new opportunities for the characters to acquire and hide small items, including makeshift weapons or tools, or even lift a key to the slave pen from a guard. What they can acquire depends on the work they do and where they go. Use the description of the different locations throughout the outpost as a guide to opportunities. Taking something without being noticed requires a successful Dexterity (Sleight of Hand) check contested by the Wisdom (Perception) checks of any active observers, or using an observer's passive Wisdom (Perception) score as the base DC. A prisoner that fails the check is commanded to relinquish the item, on pain of death.

What equipment and treasures the characters claim during their escape depend on how much of the outpost they are able to explore before fleeing. For some characters, it might be a fun challenge to escape into the Underdark with little more than the clothes on their backs. For others (including spellcasters who need

spellbooks or components), consider placing the party's captured equipment (normally in Ilvara's quarters) in an alternate location if the characters are intent on escaping without exploring all of the outpost, such as the elite drow barracks (area 4) or the armory (area 10).

JORLAN'S GAMBIT

When the initial contact between the adventurers and the other prisoners has been played out, Jorlan Duskryn arranges to bring the prisoners their food during his guard duty. (Shoor delights in giving Jorlan such menial work). Standing at the gate to the slave pen and passing in bowls, he mutters to the nearest character: "If I could give you a means to escape from here, would you take it?"

If the answer is affirmative, Jorlan quickly and quietly proposes to leave the gate to the slave pen unlocked, as well as to create a distraction during the changing of the guards on duty. He tells the characters about the armory, located in the chamber above the guard post in the hanging guard tower in front of the slave pen. The escapees can jump down into the webs below, then over the edge into the pool, making their escape from there.

Jorlan doesn't particularly care if the prisoners actually escape, which is why he doesn't offer any further help or warn them about the gray ooze in the pool. It suits him just as well if the prisoners are killed during their attempt to flee. He simply wants to create an embarrassing incident for Shoor and Ilvara.

Jorlan furtively glances around as he speaks quickly to the characters. If they question him or ask for changes to the plan, he insists it is all he can do. If they accept, he is true to his word, leaving the gate unlocked close to the next guard shift change and delaying the replacement guards for a few minutes.

A FLIGHT OF DEMONS

During a guard change, the prisoners hear a horrible droning buzz echoing through the cavern, followed by inhuman shrieking. Alarm horns sound out as four **chasme** demons pursue a pair of **vrock** demons into the cavern from the northern passage. The demons swoop and buzz around, initially ignoring other creatures as both groups savagely assault each other. The demons' arrival catches all of the drow off guard.

The drow rush to defend the outpost from a possible attack. The demons initially buzz past the hanging towers, leaving the walkways and caverns out of range of the effects of their droning and screeching. However, drow and quaggoths in the towers are close enough to be affected. The aerial battle eventually circles around the platform and the towers of the elite warriors as the demons savagely tear into each other.

The drow move to engage the demons and defend the outpost, leaving the characters with an opportunity to escape. You can combine this event with Jorlan's offer to leave the gate unlocked, making it easy for the characters to slip away. Alternatively (or if they refuse Jorlan's offer), the characters can use the distraction to engineer their own breakout, then decide how to get down to the cavern floor and where to go after that.

Describe the chaos of the demon attack and the drow's response as the escaped prisoners try to flee. The characters can follow Jorlan's suggestion to drop into the webs and then dive into the pool, possibly dealing with a giant spider or two and the gray ooze along the way. Alternatively, they can look for another way down. Reaching the lift requires getting past the drow clustered on the platform and then attempting to operate it during the attack, which might prove difficult.

If you want to provide an additional challenge for the characters, a **vrock** tumbles almost in front of them as they reach the cavern floor or move toward their chosen exit. The demon is badly wounded, but even with only 11 hit points remaining and having expended its spores and stunning screech abilities, it is still quite dangerous. It screeches at the characters, but if they do nothing to threaten it for 1 round, the demon takes wing and launches itself back into the fight overhead.

If the adventurers take on the fallen vrock and defeat or escape from it, award them a quarter of its usual XP value, or 575 XP, given its weakened state.

If Jorlan is alive when the demons attack, he might use the distraction to free the prisoners (as described in "Jorlan's Gambit"). Any character who asks Jorlan about the demons gets a stern reply: "The demons are not my doing. Fight them at your own risk."

LEAVING VELKYNVELVE

The characters have three choices for leaving Velkynvelve: the north, west, and south passages.

NORTH PASSAGE

This leads toward Menzoberranzan and Blingdenstone—two great cities of the Underdark, each of which is part of the full adventure of *Out of the Abyss*. Most of the characters' fellow prisoners discourage travel toward the drow city, and the deep gnomes suggest Blingdenstone as a route out of the Underdark. Unless you are playing the full adventure of *Out of the Abyss*, the party should follow a circuitous route westward toward the Darklake (see chapter 3).

WEST PASSAGE

This leads most directly toward the Darklake (see chapter 3). If you are playing the full version of *Out of the Abyss*, the party might eventually veer south toward the duergar city of Gracklstugh.

SOUTH PASSAGE

This leads toward Gracklstugh (detailed in the full version of *Out of the Abyss*), following a south-westerly route. Characters might need to pass under the battling demons, but the cavern floor is well out of range of their droning and screeching. The demons locked in combat ignore the escaping prisoners, with the possible exception of a fallen vrock (see "A Flight of Demons").

Whichever route the characters take, chapter 2 covers their passage through the Underdark toward their eventual destination.

XP AWARDS

In addition to the XP awards earned for overcoming the creatures in this chapter, escaping from Velkynvelve earns the characters a special award of 150 XP (divided equally among all party members).



CHAPTER 2: INTO DARKNESS

Once the adventurers escape from Velkynvelve, they'll want to escape the Underdark. Already miles beneath the surface, they must make their way through an endless maze of passages and caverns, avoid pursuit by the drow, and find a route to the world above—all the while dealing with the dangers of the Underdark and struggling to find the resources they need to survive.

This chapter presents guidelines for the characters' travels between a number of Underdark locales. This D&D Encounters adventure focuses on travel between Velkynvelve (in chapter 1) and the kuo-toa settlement of Sloobludop on the Darklake (in chapter 3). The other areas discussed in this chapter appear in the full adventure of *Out of the Abyss*, or can be developed for adventures of your own. The Darklake region offers modifications to these travel guidelines, as do some of the other areas detailed in the full *Out of the Abyss* adventure.

This chapter also offers guidelines for the drow pursuit of the escaped prisoners, along with additional encounters you can place along the adventurers' route as they travel.

WHERE TO GO?

The players' first question upon escaping from Velkynvelve is likely, "Where do we go next?" The adventurers must find a way out of the Underdark and back to the surface world. Their NPC companions have destinations of their own in mind, and are the ones best able to navigate the subterranean realms. As such, the adventurers will be dependent on their guidance. (If you plan on playing the full version of *Out of the Abyss* or adding to this D&D Encounters adventure by creating your own Underdark scenarios, you can make use of connections to Gracklstugh, Blingdenstone, Neverlight Grove, and other areas of the Underdark. For the purpose of this adventure, you will steer the adventurers toward the Darklake and chapter 3.)

The NPCs can offer directions and suggestions as follows:

- Buppido knows how to reach Gracklstugh from the southern route out of Velkynvelve. He can also find a route to Gracklstugh from the Darklake. If you plan on playing the full version of *Out of the Abyss*, Buppido

ON THEIR OWN

In the event that none of the prisoners who manage to escape with the party can navigate in the Underdark—or none that the characters are willing to heed at any rate—the adventurers will be forced to wander. The party remains lost until the characters encounter creatures able to give them directions or intent on capturing them. Such creatures can include kuo-toa from Sloobludop, duergar slavers or merchants from Gracklstugh, the goblins from the Silken Paths encounter, or even their drow pursuers intent on dragging them back to Velkynvelve.

can urge the characters to go to Gracklstugh to acquire better equipment, and out of a desire to return to his people. He also intends to murder the characters one by one along the way, believing them to be divine offerings delivered into his hands.

- Prince Derendil, the delusional quaggoth, can't offer any useful directions, but he gladly accompanies the party, eager to go to the surface world.
- Eldeth Feldrun is unfamiliar with this region of the Underdark and can't navigate, but she has a +5 bonus on Wisdom (Survival) checks and can help out in that regard.
- Jimjar can guide the party to Blingdenstone from the north route out of Velkynvelve. If you plan on playing the full version of *Out of the Abyss*, the svirfneblin city will give the characters access to the surface, although Jimjar is fine with visiting other interesting places along the way, as well as taking Stool back to its home.
- Ront is unfamiliar with the Underdark and can't navigate. He's willing to stick with the adventurers as long as they seek a destination that gets him back to the surface world.
- Sarith Kzekarit is the best potential guide in the group, but also the most deceptive. He can navigate to any region of the Underdark shown on the map. If you plan on playing the full version of *Out of the Abyss*, Sarith can encourage the characters to travel to Neverlight Grove, which is detailed in that full adventure. He claims to want to take advantage of Stool's offer of sanctuary, but it is actually the influence of Zuggtmoy's demon-tainted spores upon his mind.
- Shuushar can navigate through the Darklake once the party is within three miles of any part of it. He's willing to travel with the characters and guide them, and suggests visiting the kuo-toa town of Sloobludop to acquire boats. Shuushar wishes to return to his own people in hopes of guiding them to the enlightenment he has achieved. If you are playing this D&D Encounters edition of *Out of the Abyss* as a standalone adventure, Shuushar's advice is a good way to get the characters into chapter 3.
- Stool can't navigate and has no knowledge of the local area, but it desperately wants to return home to Neverlight Grove. If you plan on playing the full version of *Out of the Abyss*, Stool claims that its people will be grateful and offer the party shelter and aid, and describes its sovereign as wise in the hidden ways of the Underdark.

DESIGNING D&D ENCOUNTERS SESSIONS: INTO DARKNESS

3 to 5 Sessions

Though this chapter features a number of set location-based encounters (see below), its primary focus is on crafting random encounters. By drawing on a wide range of challenges the characters can face while journeying through the Underdark, you can create an exciting and wide-open range of D&D Encounters sessions. The size of your group and your own style as DM will help determine how many encounters will comfortably fill a single session.

If you and your group enjoy an unpredictable and fast-moving play style, you can roll for random encounters during a session, using this chapter's terrain and encounter tables to create exciting skirmishes on the fly. If you want to better organize your sessions, you can roll encounter elements ahead of time to sketch out a session's worth of exploration, interaction, and combat. You can also choose elements from the different tables, forgoing random generation to create encounters you think will be fun to run. Whichever approach you use, prepare a few easy or medium encounters ahead of time in case you need to fill out a session.

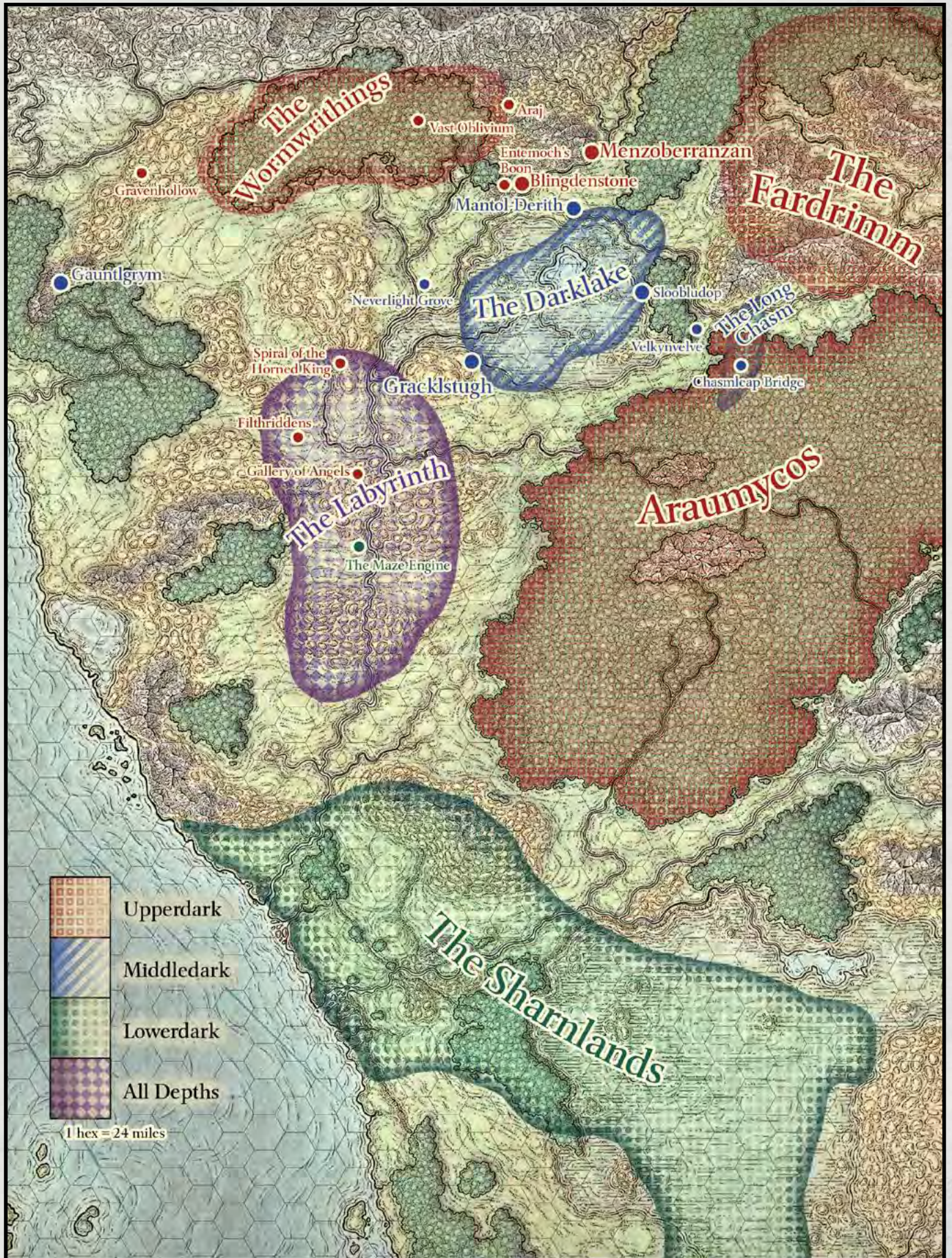
Long-Distance Travel. If you plan on continuing your campaign with the full version of *Out of the Abyss* or your own Underdark adventures, you'll come back to this chapter time and again as the characters journey through the Underdark. If you are playing this D&D Encounters edition of *Out of the Abyss* as a standalone adventure, this chapter will focus on the characters' journey from Velkynvelve to the Darklake and Sloobludop (in chapter 3).

Old Friends. The dogged pursuit of the dark elves intent on recapturing the party (see "Drow Pursuit") can provide a starting framework for a number of play sessions in this chapter of the book, as the players carefully plan their movement to best elude the drow, decide to set up ambush encounters, or are attacked by their pursuers. Drow encounters might occur in more than one play session, but such encounters should never become repetitive. Use terrain encounters and additional creatures to make any repeat drow encounters unique.

Set Encounters. Each of the set encounters at the end of this chapter—"The Silken Paths," "Hook Horror Hunt," "The Oozing Temple," or "Lost Tomb of Khaem"—can provide the core of a full session of play. However, if you're planning on continuing with the full version of *Out of the Abyss*, save some of those encounters to use during the adventurers' travels to other locations in the Underdark.

Maximum XP. Characters who participate in this chapter of the adventure should advance to 4th level, gaining experience points depending on how the characters advanced in chapter 1. Characters starting this chapter at 1st level can earn a maximum of 2,700 XP to take them to 4th level. Characters starting at 2nd level can earn a maximum of 2,400 XP, while characters starting at 3rd level can earn a maximum of 1,800 XP.

- Topsy and Turvy can navigate to Blingdenstone, but they're reluctant to do so. As such, they are likely to support any suggestion that will not take them to their former home. Once they feel safer, they're likely to strike out on their own, just as they were before the drow captured them.



	Upperdark
	Middledark
	Lowerdark
	All Depths

1 hex = 24 miles

UNDERDARK TRAVEL

The Underdark is a vast network of caverns, tunnels, vaults, and passages stretching from one end of Faerûn to the other. Its physical features are even more varied than those of the surface world. Subterranean rivers, fungus fields, deep gorges, underground cities, yawning chasms—the adventurers will have to deal with all these features and more.

Much of the party's travel through the Underdark is handled abstractly, using the rules and advice in chapter 8, "Adventuring," of the *Player's Handbook*. The following specific guidelines apply to travel in the Underdark during this adventure.

TRAVEL PACE

Travel pace in the Underdark is significantly slower than for overland travel. Not only are the tunnels and passages often difficult terrain with uneven surfaces, but routes in the Underdark are rarely direct, and the characters must follow available passages and their various twists and turns, climbs and descents. Creatures that can burrow through solid rock (such as purple worms) move at their normal burrowing speed, but this isn't likely an option for the party.

UNDERDARK TRAVEL PACE

Pace	Miles Per Day	Effect
Fast	8	–5 penalty to passive Wisdom (Perception) scores; no foraging
Normal	6	—
Slow	4	Improved foraging, or able to use Stealth

A fast pace makes it harder to spot ambushes or items of interest and prevents the characters from foraging, while a slow pace allows the characters to travel stealthily enough to surprise or sneak past creatures they encounter, and improves their chances of successful foraging for food and water.

The Underdark Travel Times table shows the time to travel between different locations in the Underdark. Travel between Velkynvelve and Sloobludop is the focus of this D&D Encounters adventure; the other locations are featured in the full version of *Out of the Abyss*. These times assume that the party moves at a normal pace without stopping (other than for time spent resting or becoming lost). For a fast pace, reduce the travel times by one third; for a slow pace, increase them by one third.

UNDERDARK TRAVEL TIMES

Location	Velkynvelve	Sloobludop	Gracklstugh	Neverlight Grove	Blingdenstone	Menzoberranzan
Velkynvelve	—	8 days	28 days	36 days	30 days	26 days
Sloobludop	8 days	—	20 days	26 days	20 days	20 days
Gracklstugh	28 days	20 days	—	12 days	20 days	27 days
Neverlight Grove	36 days	26 days	12 days	—	16 days	24 days
Blingdenstone	30 days	20 days	20 days	16 days	—	8 days
Menzoberranzan	26 days	20 days	27 days	24 days	8 days	—

ENCOUNTER SETUP

When an encounter occurs during the adventurers' journey, a number of factors will play into its setup and potential difficulty.

SPACE AND MARCHING ORDER

Ask the players to establish two marching orders for the characters—one for moving single file and one for moving two abreast. Then when an encounter occurs, roll a d6. On a roll of 1–2, the party is traveling through a narrow passageway, so position the adventurers in the single-file marching order. On a roll of 3–4, the characters are traveling through a standard passageway and can use the two-abreast marching order. On a roll of 5–6, the encounter occurs in a large open area, so allow the players to position the characters wherever they like.

ILLUMINATION

Roll a d6 to determine how an encounter area is illuminated. On a roll of 1–3, the area is dimly lit by the phosphorescent moss and lichen common in the Underdark, or by *faerzress* (see "*Faerzress*"). On a roll of 4–6, the area is dark except for whatever light sources the characters might have.

NOTICING THREATS

The passive Wisdom (Perception) scores of characters in the party count toward noticing hidden threats only if both the following conditions are met:

- The characters are able to see the threat (due to illumination or darkvision) or otherwise perceive it.
- The characters aren't engaged in other activities, including navigating or foraging.

A fast pace imposes a –5 penalty to passive Wisdom (Perception) scores to notice threats. You might also decide that only characters in a particular rank of the marching order are able to notice a specific threat.

SURPRISE

When an encounter occurs, determine if the adventurers or their foes are surprised, as normal. The adventurers can achieve surprise only if all the following conditions are met:

- The encounter occurs while the party is moving (not stopped or camped).
- The party elected the stealth option while moving at a slow pace.
- At least one party member is capable of noticing the threat and communicating it to the rest of the group.

NAVIGATING

Becoming lost is a serious risk in the twisting tunnels of the Underdark, and travelers can wander in circles without knowing it. Creatures unfamiliar with a given region of the Underdark are automatically lost, wandering in a random direction for every 4 hours of travel until they encounter an area they are familiar with (which could be a very long time).

Even creatures that know the routes of the Underdark aren't immune. For each day of travel, and any time the characters set out again after finishing a short or long rest, the party's navigator makes a DC 10 Wisdom (Survival) check. If the party is moving at a slow pace, the navigator gains a +5 bonus to the check, while a fast pace imposes a -5 penalty. A failed check result means the characters become lost, wandering in a random direction for 1d6 hours before the navigator can make a new check to find the right path.

MAPPING

A character not focused on any other task—including watching for danger while traveling—can record the group's progress through the Underdark and create a map of the route. Such a map can be a useful resource if the characters need to retrace their steps, whether you plan to play the full adventure of *Out of the Abyss* or you want to expand this adventure with your own Underdark adventures. Having a map allows the party to navigate a previously explored area without any chance of becoming lost.

FORAGING

Unless they obtain a supply of food and water, the adventurers must forage to survive on their journey. Finding sustenance in the Underdark is difficult but not impossible. Characters can gather food and water if the party travels at a normal or slow pace. A foraging character makes a Wisdom (Survival) check. The DC is typically 15, but might be as high as 20 in some parts of the Underdark. Food and water requirements for characters are described in chapter 8, "Adventuring," of the *Player's Handbook*.

In addition to foraging, spells such as *create food and water* and *goodberry* can help provision the party, and there's always a chance for the characters to encounter others from whom they can buy or steal provisions. Additionally, many creatures the adventurers might meet and kill can be butchered, but the meat they yield spoils after a single day if uneaten. Eating spoiled meat might require a Constitution saving throw to keep the meal down, a Wisdom saving throw to avoid acquiring a level of madness from the awful experience (see "Madness" later in this chapter), or both.

CREATURE FOOD YIELD

Creature Size	Food Gained
Tiny	1 lb.
Small	4 lb.
Medium	16 lb.
Large	32 lb.

The characters' need to forage and acquire supplies serves as a motivator to drive them to explore and visit different parts of the Underdark. The more desperate their need becomes—as levels of exhaustion rack up—the more risk players will likely be willing to take.

TIME-KEEPING

With no sunlight, visible sky, seasons, or weather in the Underdark, most characters can only track the passage of time based on their periods of rest. Most Underdark creatures do the same (if they care about timekeeping at all), unless there is a local means of keeping time.

FAERZRESS

An unusual magical energy the drow call *faerzress* pervades much of the Underdark. The origin of this mysterious arcane power is unknown. Legend claims it is an ancient elven magic dating back to the time when the dark elves were first exiled from the world above. The drow and other Underdark creatures use the properties of areas suffused with *faerzress* to protect their settlements.

Areas suffused with *faerzress* can range in size from a few dozen feet across to several miles in diameter, and feature the following effects:

- Areas suffused with *faerzress* are always filled with dim light.
- A creature in an area suffused with *faerzress* has advantage on saving throws against any divination spells. If a divination spell doesn't allow a saving throw, the caster must succeed on a DC 15 Constitution saving throw to cast the spell. Failing this save means the spell is wasted and has no effect.
- Any creature attempting to teleport into, within, or out of a *faerzress*-suffused area must succeed on a DC 15 Constitution saving throw. On a failed save, the creature takes 1d10 force damage and the teleportation attempt fails. Even if the save succeeds, the teleportation attempt can suffer a mishap as if the destination was known only by description, regardless of how familiar the destination actually is. See the table in the *teleport* spell for more information.
- Areas suffused with *faerzress* have become tainted by the chaos of the demon lords. When a spell is cast in a *faerzress*-suffused area, the caster rolls a d20. On a roll of 1, the spell has an additional effect, determined by rolling on the Wild Magic Surge table in chapter 3, "Classes," of the *Player's Handbook*.

Though *faerzress* can't be dispelled, its effects are temporarily suppressed in the area of an *antimagic field*.

EQUIPMENT

The equipment the characters have on hand will depend on what they were able to salvage or steal in their escape from Velkynvelve. Indeed, one of the primary reasons for the party to visit known settlements in the Underdark is to acquire proper equipment and provisions.

CRAFTING

Characters can use downtime during their travels to craft equipment, provided they are proficient with the necessary tools and have access to them (see “Downtime Activities” in chapter 8 of the *Player’s Handbook*). Having to improvise tools doubles the crafting time, and some items require materials that are hard to find in the Underdark, including wood and other surface-world plants. Leather, bone, or zurkwood (see “Fungi of the Underdark” later in this chapter) might substitute in some cases. Crafting can include modifying scavenged or salvaged items to fit other needs, such as creating a makeshift suit of armor from gathered pieces of armor and other materials.

COMPONENTS

Spellcasters might be without material components for their spells (see “Components” in chapter 10 of the *Player’s Handbook*). They can acquire component pouches and spellcasting focuses from defeated enemy spellcasters, settlements, and traders, or they can craft such items during their downtime activities while traveling.

MADNESS

At the best of times, the Underdark is a bizarre, alien, and inhospitable world, but the influence of the demon lords has transformed it into a domain of madness and chaos. *Faerzress* acts as a catalyst, spreading the demon lords’ madness throughout the Underdark.

Once the party escapes Velkynvelve and strikes out into the Underdark, begin taking into account the effects of demonic madness on the characters’ sanity (see “Madness” in chapter 8 of the *Dungeon Master’s Guide*). At various times in the adventure, characters will be called upon to make a saving throw to resist some madness-inducing effect. In addition, you can have one or more characters make a saving throw against madness whenever one of the following events occurs:

- The characters encounter or witness something particularly alien or disturbing (such as a demon lord).
- The characters stay in a *faerzress*-suffused area for a long time (eight or more consecutive hours).
- A character takes psychic damage, particularly in an area suffused with *faerzress*.

In *Out of the Abyss*, madness is measured in three levels:

MADNESS LEVELS

Level	Effect
1	Bout of short-term madness (lasts 1d10 minutes)
2	Bout of long-term madness (lasts 1d10 × 10 hours)
3	Bout of indefinite madness (lasts until cured)

A creature’s madness level starts at 0. When the creature fails a madness saving throw, its madness level increases by 1, and the creature immediately suffers the level’s effect (as determined by rolling on the Short-Term Madness, Long-Term Madness, or Indefinite Madness

table in the *Dungeon Master’s Guide*, as appropriate). When the effect ends, the creature’s madness level doesn’t change. Any time the creature’s madness level increases, it suffers the effect of the new level.

If a creature with level 3 madness fails a madness saving throw, its madness level becomes 1. In this way, characters can potentially accumulate multiple forms of madness.

Bouts of short- and long-term madness can be cured as described in the *Dungeon Master’s Guide*. Given the demonic source of the madness, *remove curse* and *dispel evil* are also effective as cures. A *greater restoration* spell or more powerful magic is needed to cure indefinite madness and also resets a creature’s madness level to 0.

DEATH

Allowing the chips to fall where they may in combat emphasizes the challenging nature of this adventure. However, if the characters start falling just as fast, you might want to give the players some opportunities to return dead characters to life during the lower levels of their progress through *Out of the Abyss*.

- A *spell scroll* of *raise dead* can turn up among some treasure, either when it is needed or for the characters to save for later. A successful DC 15 spellcasting ability check is required for a lower-level character to use such a scroll.
- A strange *faerzress* effect can bring a fallen character back to life, but not without a cost. The restored character’s madness level increases by 1 upon being restored to life (see “Madness” earlier in this chapter).
- If a fallen character’s body is lost or left behind, the party’s drow pursuers find it. The drow high priestess casts *raise dead* on the corpse so that the character can be questioned. The character might escape to be reunited with the other adventurers. (This outcome is especially useful if you are playing the full version of *Out of the Abyss*, or if you plan on playing your own Underdark adventures after completing this D&D Encounters adventure.)

If a player character is permanently slain, think about the ways a player might introduce a new character to the party in the midst of a journey through the Underdark.

- Convert one of the group’s existing nonplayer character allies—including fellow escaped prisoners from Velkynvelve—into a player character. Drow, dwarf, and deep gnome characters are all easily playable. You can even allow a player to take control of a more unusual NPC until a new character can join the group. This is particularly suitable if the player has already been managing that NPC (see “A Motley Crew” in chapter 1).
- A creature encounter could reveal a potential new party member, such as a surface dweller lost in the Underdark or sent there to investigate rumors of strange happenings. An escaped slave from another Underdark settlement is another possibility.
- A monster encountered by the party might be holding other victims or hostages (a giant spider with a



still-living victim wrapped up in its web, or troglodytes holding prisoners destined for their larder, for example). Once the monsters are defeated, a former captive might join the group.

- Characters might meet up with new party members in any of the Underdark settlements they visit during the adventure, particularly visitors or locals with a strong reason to leave in a hurry.

FUNGI OF THE UNDERDARK

The Underdark is home to a tremendous variety of fungi with a variety of different uses. Characters can encounter different examples of the Underdark's flora in their travels. Identifying a species of fungi and its potential uses requires a successful DC 15 Intelligence (Nature) check, but Underdark inhabitants are familiar with many of these species automatically.

EDIBLE FUNGI

Edible fungi provide food and water. Basic food and water requirements for characters are covered in chapter 8, "Adventuring," of the *Player's Handbook*.

BARRELSTALK

A barrelstalk is a large, cask-shaped fungus that can be tapped and drained of the fresh water stored within it. A single barrelstalk contains 1d4 + 4 gallons of water and yields 1d6 + 4 pounds of food.

BLUECAP

Dubbed the "grain of the Underdark," a bluecap is inedible, but its spores can be ground to make a nutritious, bland flour. Bread made from bluecap flour is known as sporebread or bluebread. One loaf is equivalent to 1 pound of food.

FIRE LICHEN

Pale orange-white in color, fire lichen thrives on warmth, so it grows in regions of geothermal heat. Fire lichen can be ground and fermented into a hot, spicy paste, which is spread on sporebread or added to soups or stews to flavor them. Duergar also ferment fire lichen into a fiercely hot liquor.

RIPPLEBARK

Ripplebark is a shelf-like fungus that resembles a mass of rotting flesh. It is surprisingly edible. Though it can be eaten raw, it tastes better roasted. A single sheet of ripplebark yields 1d4 + 6 pounds of food.

TRILLIMAC

A trillimac is a mushroom that grows to a height of four to five feet, and has a broad gray-green cap and a light gray stalk. The cap's leathery surface can be cut and cleaned for use in making maps, hats, and scrolls (its surface takes on dyes and inks well). The stalk can be cleaned, soaked in water for an hour, then dried to make a palatable food akin to bread. Each trillimac stalk provides 1d6 + 4 pounds of food.

WATERORB

A waterorb is a bulbous fungus that grows in shallow water. A mature waterorb can be squeezed like a sponge, yielding a gallon of drinkable water and a pound of edible (if chewy and somewhat tasteless) food.

ZURKHWOOD

Zurkhwood is a massive mushroom that can reach a height of thirty to forty feet. Its large grain-like spores are edible and nutritionally equivalent to 1d4 + 4 pounds of food, but zurkhwood is more important for its hard and woody stalks. Zurkhwood is one of the few sources of timber in the Underdark, used to make furniture, containers, bridges, and rafts, among other things. Skilled crafters can use stains, sanding, and polishing to bring out different patterns in zurkhwood.

EXOTIC FUNGI

The fungi species described in this section have strange properties but no nutritional value.

NIGHTLIGHT

A nightlight is a tall and tube-shaped bioluminescent mushroom that grows to a height of 1d6 + 4 feet and emits bright light in a 15-foot radius and dim light for an additional 15 feet. A nightlight that is uprooted or destroyed goes dark after 1 round. If a living nightlight is touched, either by a creature or an object, its light goes out until it is touched again.

NILHOGG'S NOSE

A Nilhogg's nose is a small mushroom that grants any creature that eats it advantage on Wisdom (Perception) checks based on smell for 1d4 hours. However, the creature suffers disadvantage on saving throws against effects based on smell for the same amount of time.

ORMU

A bioluminescent green moss that grows in warm and damp areas, ormu is particularly common near steam tunnels and vents. It sheds dim light in a 5-foot radius, and can be harvested, dried, and made into a phosphorescent powder or pigment.

TIMMASK

Also known as "the devil's mushroom," a timmask is a two-foot-tall toadstool with orange and red stripes across its beige cap. Uprooting or destroying a timmask causes it to expel a 15-foot-radius cloud of poisonous spores. Creatures in the area must succeed at a DC 14 Constitution saving throw or be poisoned. While poisoned in this way, the creature is under the effect of

a *confusion* spell with a duration of 1 minute. When the spell effect ends, the poisoned condition also ends.

TONGUE OF MADNESS

Tongue of madness is an edible fungus that looks somewhat like a large human tongue. A creature that eats a tongue of madness must succeed on a DC 12 Constitution saving throw or compulsively speak aloud its every thought for the next hour. The effect can be ended with a *lesser restoration* spell or similar magic.

TORCHSTALK

A one- to two-foot-tall mushroom with a combustible cap, a single torchstalk burns for 24 hours once lit. There is a 1-in-6 chance that a torchstalk explodes when lit, bursting into a cloud of fiery spores. Creatures within 10 feet of an exploding torchstalk take 3 (1d6) fire damage.

NARRATING THE JOURNEY

As the adventurers make their way through the Underdark, it helps to improvise descriptions of what they experience to add flavor to the journey. As you do, try to stress two key points.

First, the trek is long and arduous. The party is traveling underground, over incredibly difficult and rough terrain, without any of the comforts of the surface world. Food and water are scarce. The darkness never ends. The players should feel as though their characters are in peril throughout their travels, never knowing when something is set to leap at them from the shadows.

Second, the Underdark is an exotic, alien landscape unlike anything found on the surface world. Throughout its twisted passageways and impossibly large caverns, characters might find bizarre reminders of lost and forgotten civilizations, unearthly flora and fauna, and incredible geography. Little is as it seems, and much is difficult to explain, or even to describe.

DROW PURSUIT

A party of drow from Velkynvelve pursue their escaped prisoners into the Underdark. The drow priestess Ilvara becomes increasingly obsessed with the adventurers, believing they are involved in some secret conspiracy, or perhaps some test of her worthiness. The longer the pursuit, the more determined she is to retake them and have the opportunity to teach them the error of defying her.

The drow party consists of Ilvara (**drow priestess of Lolth**), the **drow elite warriors** Jorlan and Shoor, and the junior priestess Asha Vandree (use the **priest** stat block in the *Monster Manual*, but add the Fey Ancestry, Innate Spellcasting, and Sunlight Sensitivity features of the **drow** stat block). The hunting party also includes four **drow** warriors who serve as forward scouts. If any of the drow NPCs did not survive chapter 1, replace them with newly arrived reinforcements from Menzoberranzan under the command of Ilvara, or another priestess of her caliber.

TRACKING THE PARTY

The drow must track the party through the Underdark on foot, as there are no mounts available at Velkynvelve and Ilvara doesn't wait for an already-late relief detachment from Menzoberranzan to arrive. This limits how quickly the dark elves can move to catch up, since they must seek out signs of their quarry's passage, occasionally doubling back to pick up their trail again.

PURSUIT LEVEL

The closeness of the drow pursuit is measured by a pursuit level. It begins at 4, with the drow not far behind the characters. If the pursuit level reaches 5, the drow forward scouts catch up to them, and the drow leaders arrive not long thereafter (see "Catching Up"). If the pursuit level drops to 0, the party has eluded the drow until circumstances bring both factions into contact again (see "Eluding Pursuit").

Characters can increase or decrease the pursuit level in the following ways:

- Decrease the pursuit level by 1 for each day the party travels at a fast pace.
- Decrease the pursuit level by 1 if a character spends time covering up the party's trail that day, requiring a successful DC 16 Wisdom (Survival) check.
- Decrease the pursuit level by 1 each time the characters cross or traverse some feature that obscures their trail, such as a subterranean river.
- Decrease the pursuit level by 1 if the party splits into two or more groups. Each group becomes a separate party for purposes of determining random encounters and whether or not the group becomes lost.
- Increase the pursuit level by 1 each time the party has a random encounter with one or more creatures, unless the encounter is bypassed or avoided entirely.
- Increase the pursuit level by 1 for each day the adventurers travel at a slow pace.
- Certain terrain encounters increase or decrease the pursuit level. See the individual descriptions in the "Random Encounters" section.

The players might come up with additional ways of evading pursuit. Adjudicate these as you see fit. For example, if the characters convince a randomly

NARROW ESCAPES

If an encounter with the drow is going badly and you don't want the characters recaptured, you can always have fate intercede on their behalf with another encounter or event offering a distraction.

For example, a wandering stone giant, a purple worm, or a pack of savage gnolls whipped into a frenzy by the demon lord Yeenoghu (part of the full adventure of *Out of the Abyss*) might show up just as the drow have the characters cornered, giving them a chance to run. Likewise, a minor earthquake (caused by instability from the demonic incursion or a wild magic surge) might cause a cave-in, cutting off a tunnel between the party and their pursuers, and dropping the pursuit level by 1 or 2.

Don't do this so often that the players feel they haven't earned it, but use it as an option to keep the pursuit going rather than coming to an anticlimactic conclusion.

encountered creature to let them pass by telling them about the wealthy drow following them, you might reduce the pursuit level by 1 as the drow are forced to deal with the encounter before they can resume tracking the party. Similarly, the adventurers could lay traps to slow down their pursuers, or they might convince a friendly creature to lie to the drow about which way the party went.

If you choose to skip over a few days of travel (as described under "Summarizing Travel" later in this chapter), the pursuit level doesn't change during that time.

CATCHING UP

When the pursuit level reaches 5, the drow forward scouts spot the party. At this point, the pursuit might become an encounter if the characters spot the drow and engage them. The characters might try to run, at which point a chase ensues (see "Chases" in chapter 8 of the *Dungeon Master's Guide*), or they might stand and fight. They might even try to set up some sort of ambush, since the front ranks of the party are likely out of sight of the drow when they first catch up.

If the adventurers flee and successfully escape, they lower the pursuit level to 4 and begin avoiding their pursuers again. If they fight the drow, run the encounter. The drow scouts focus on maintaining close pursuit and peppering the characters with poisoned hand crossbow bolts. After 1d6 + 4 rounds, the remainder of the drow party (Ilvara, Asha, Jorlan, and Shoor) catches up and joins the encounter.

ELUDING PURSUIT

If the adventurers lower the pursuit level to 0, the drow lose the trail unless circumstances allow them to locate the characters again. This might include the characters spending a day or more in a place where they are recognized, or where they talk openly about their escape from Velkynvelve. If the characters pass through an area watched over by drow scouts or spies, Ilvara will inevitably hear word of the characters' location. When this occurs, increase the pursuit level to 1 and begin tracking it again as the drow pick up the trail once more.

CAPTURE

The drow try to capture the escaped prisoners if at all possible, since Ilvara wants the pleasure of teaching them a lesson about disobedience. If the dark elves reduce any characters to 0 hit points, those characters are knocked out rather than dying (see "Knocking a Creature Out" in chapter 9 of the *Player's Handbook*). Even if one or more of the characters are accidentally killed, Ilvara is obsessed enough to cast *raise dead* to restore them to life (assuming the character's soul is willing to return).

Captured characters are disarmed, their hands bound with spider-silk rope, and gagged. The drow march them back to Velkynvelve (unless Menzoberranzan is closer and you are playing the full adventure of *Out of the Abyss*), in which case Ilvara takes them there instead. The characters will need to come up with a new plan of escape, ideally before Ilvara has the opportunity

to torture them or sell them into slavery in the City of Spiders. If they escape her clutches again, the drow priestess continues her pursuit until she is dead or the party leaves the Underdark (either at the end of this adventure, or later if you are playing the full adventure of *Out of the Abyss*).

RANDOM ENCOUNTERS

Each day of travel through the Underdark, check twice to see if the characters encounter anything unusual: once while they are traveling, and again while they are camped or resting. Roll a d20 and consult the Random Encounters table to determine what, if anything, they encounter. Characters might encounter special terrain, one or more creatures, or a combination of the two.

Any random encounter that occurs while the party is camped is automatically a creature encounter, in which case determine the encounter by rolling a d20 and consulting the Creature Encounter table.

RANDOM ENCOUNTERS

d20	Encounter
1–13	No encounter
14–15	Terrain (roll once on the Terrain Encounters table)
16–17	One or more creatures (roll once on the Creature Encounters table)
18–20	Terrain encounter featuring one or more creatures (roll once on the Terrain Encounters table, then roll once on the Creature Encounter table)

TERRAIN ENCOUNTERS

The Underdark contains dangerous hazards and wondrous terrain. Special terrain rules are explained after the table.

TERRAIN ENCOUNTERS

d20	Encounter
1	Boneyard
2	Cliff and ladder
3	Crystal clusters
4	Fungus cavern
5	Gas leak
6	Gorge
7	High ledge
8	Horrid sounds
9	Lava swell
10	Muck pit
11	Rockfall
12	Rope bridge
13	Ruins
14	Shelter
15	Sinkhole
16	Slime or mold
17	Steam vent
18	Underground stream
19	Warning sign
20	Webs

BONEYARD

The characters come upon an eerie cavern littered with countless bones of various creatures. Whether the site is a natural graveyard for some Underdark species or the former lair of a fearsome predator, the characters can potentially gather useful material for crafting among the bones.

When the party enters a boneyard, roll a d20 and consult the table to determine what creatures, if any, are present. The undead rise up out of the bones and attack when the first characters are halfway across the cavern.

BONEYARD ENCOUNTER

d20	Encounter
1–14	No encounter
15–18	3d4 skeletons
19–20	1d3 minotaur skeletons

CLIFF AND LADDER

A cliff 2d4 × 10 feet high blocks the party's passage, but a rolled-up rope ladder is visible at the top. If someone can climb the cliff—requiring a successful DC 15 Strength (Athletics) check—and toss down the ladder, the characters can proceed. Otherwise, they lose a day's travel finding another route. If the characters remove the ladder once they are at the top, they decrease the drow pursuit level by 1.

CRYSTAL CLUSTERS

The adventurers pass through a *faerzress*-suffused area containing fist-sized chunks of quartz that shed dim light in a 10-foot radius. A sharp blow to one of the crystals, including throwing it so it impacts a hard surface, causes it to burst in a 10-foot-radius flash of blinding light. Any creature within the radius must succeed on a DC 10 Constitution saving throw or be

blinded for 1 minute. A creature blinded by this effect repeats the Constitution saving throw at the end of each of its turns. On a successful save, it is no longer blinded.

The characters can harvest up to twelve of the crystals in total, but taking the time to do so increases the drow pursuit level by 1.

FUNGUS CAVERN

The adventurers stumble upon a cavern filled with fungi and mushrooms of all sizes and types. See “Fungi of the Underdark” and choose some interesting examples.

GAS LEAK

The adventurers come upon a cavern with a dangerous natural gas leak. Any member of the party with a passive Wisdom (Perception) score of 14 or higher detects signs of the gas. The characters’ travel pace for the day is slowed by half as they circumvent the area, but there are no ill effects. If the gas goes undetected, each character in the area must make a DC 12 Constitution saving throw, taking 5 (1d10) poison damage on a failed save, or half as much damage on a successful one. Any open flames brought into the area cause the gas to explode. Each creature in the explosion must make a DC 15 Dexterity saving throw, taking 10 (3d6) fire damage on a failed save, or half as much damage on a successful one.

GORGE

The characters must make a difficult climb down a gorge 2d4 × 100 feet deep and up the other side, or find a way around it. Their travel pace for the day is slowed by half unless they come up with a plan to cross the gorge quickly.

HIGH LEDGE

The characters must walk along an 18-inch-wide ledge that skirts a ravine 2d6 × 10 feet deep. The party’s travel pace for the day is slowed by half, and each character must succeed on a DC 10 Dexterity saving throw to avoid a fall. Precautions such as roping everyone together let each character make the save with advantage. Increase the pursuit level of the drow by 1.

HORRID SOUNDS

For hours, the party’s travel is plagued by terrible shrieks, moans, and incoherent gibbering echoing through nearby passages, without any apparent origin. Each character must make a successful DC 11 Wisdom saving throw. On a failed save, the character’s madness level increases by 1.

LAVA SWELL

As the party traverses a long and winding corridor, a tremor opens up a lava-filled fissure behind them. Each character must make a DC 10 Dexterity saving throw to avoid the lava swell, taking 21 (6d6) fire damage on a failed save. Decrease the drow pursuit level by 1.

MUCK PIT

The adventurers must wade through a broad, 3-foot-deep pit of slimy muck. The muck is difficult terrain and characters have disadvantage on Dexterity saving

throws while within it, but their travel pace for the day is slowed by half if they go around it.

ROCKFALL

As the adventurers make their way through a long, twisting cavern, a tremor sets off a rockfall. Each party member must attempt three DC 12 Dexterity saving throws, taking 10 (3d6) bludgeoning damage on each failed save. Any incapacitated creature not moved out of the area is buried under rubble, taking an additional 1d6 bludgeoning damage at the end of each of its turns until the creature is dug out or dead. Decrease the drow pursuit level by 1.

ROPE BRIDGE

A ravine 2d4 × 10 feet wide and 2d4 × 10 feet deep cuts across the party’s path, spanned by an old rope bridge. If the characters cut the bridge after they pass, the drow pursuit level decreases by 1.

RUINS

The adventurers come across a small ruin hidden in the Underdark. This might be the creation of a subterranean race or a surface ruin that collapsed and sank long ago. If the characters search the ruins, there is a 50 percent chance of them finding 1d4 trinkets (see chapter 5, “Equipment,” of the *Player’s Handbook*). Roll on the Trinkets table or choose appropriate ones.

SHELTER

The party stumbles upon a cave that is sheltered and easily defended. If the characters camp here, they can finish a long rest without any chance of an encounter while they are resting.

SINKHOLE

One random party member steps on and collapses a sinkhole, and must succeed on a DC 12 Dexterity saving throw to avoid falling into a 20-foot-deep pit and taking 7 (2d6) bludgeoning damage. Climbing out of the pit requires a successful DC 15 Strength (Athletics) check.

SLIME OR MOLD

As the adventurers pass through a small cavern, they encounter a patch of slime or mold. Roll a d6 and consult the table to determine what type of slime or mold is present (see “Dungeon Hazards” in chapter 5 of the *Dungeon Master’s Guide* for details on these threats).

SLIME OR MOLD ENCOUNTER

d6	Encounter
1–3	Patch of green slime
4–5	Patch of yellow mold
6	Patch of brown mold

STEAM VENT

A hot steam vent erupts beneath a random party member, who must succeed on a DC 12 Dexterity saving throw or take 7 (2d6) fire damage.

UNDERGROUND STREAM

A waterway 2d4 × 5 feet wide cuts across the party's path. The stream is shallow and easily crossed, and the characters can drink and refresh their water supplies. Edible fish inhabit the stream, so that the DC of any foraging attempts for food in this area is reduced to 10. Crossing the stream reduces the drow pursuit level by 1.

WARNING SIGN

The characters enter a cavern dotted with stalagmites and stalactites. Those with a passive Wisdom (Perception) score of 11 or higher spot the following sigil carved into one of the stalagmites:



The sigil is a drow warning sign that means “Demons ahead!” Any non-drow creature that touches the symbol must make a DC 10 Wisdom saving throw. On a failed save, the creature's madness level increases by 1.

If the characters take a long rest within one mile of the warning sign, roll a d20 and consult the table to determine what, if anything, they encounter at the end of their rest.

WARNING SIGN ENCOUNTER

d20	Encounter
1–14	No encounter
15–16	1 invisible barlgura
17–18	3d4 dretches
19–20	1d2 shadow demons

WEBS

Sticky webs fills a passage (see “Dungeon Hazards” in chapter 5 of the *Dungeon Master's Guide*). The webs extend for hundreds of feet. Unless the characters come up with a plan for clearing the webs quickly, the party's travel pace for the day is halved as the characters are forced to cut their way through or find an alternate route.

Check for an encounter when the party enters the webs. On a roll of 1–2 on a d6, the characters encounter 1d4 **giant spiders** lurking among the webs.

CREATURE ENCOUNTERS

Keep the party's level in mind when fleshing out these encounters, and allow the characters to retreat from or avoid an encounter that is too great a challenge. Escape should come at a cost, however. Characters fleeing their camp to avoid a creature encounter might be forced to abandon food and water supplies, for example.

CREATURE ENCOUNTERS

d20	Encounter
1–2	Ambushers; reroll this encounter if the characters are resting
3	Carrion crawler
4–5	Escaped slaves
6–7	Fungi
8–9	Giant fire beetles
10–11	Giant “rocktopus”
12	Mad creature
13	Ochre jelly
14–15	Raiders
16	Scouts
17	Society of Brilliance
18	Spore servants
19–20	Traders

AMBUSHERS

One or more creatures attempt to ambush the party as it makes its way through the Underdark. Roll a d20 and consult the table to determine what the characters encounter.

AMBUSHERS

d20	Encounter
1–2	1 chuul lurking in a pool of water
3	1d6 giant spiders clinging to the walls or ceiling
4–5	1 grell floating near the high ceiling
6–9	1d4 gricks hiding in a crevice or fissure
10–15	1d4 orogs perching on ledges
16–17	1d6 piercers masquerading as stalactites
18–20	1 umber hulk bursting out of a nearby wall

If the ambush occurs in the monster's lair, there is a chance that characters searching the area find something of interest or value. Roll a d20 and consult the table below to see what, if anything, they find.

AMBUSER LAIR DISCOVERIES

d20	Discovery
1–10	None
11–12	A humanoid skeleton or corpse clutching a salvageable, nonmagical weapon (your choice)
13–14	A humanoid skeleton or corpse wearing a salvageable suit of nonmagical armor (your choice)
15–17	1d6 50 gp gems
18–19	A humanoid skeleton or corpse carrying a random magic item (roll once on Magic Item Table B in chapter 7 of the <i>Dungeon Master's Guide</i>)
20	A monster hoard containing 2d6 50 gp gems and one or more random magic items (roll 1d4 times on Magic Item Table C in chapter 7 of the <i>Dungeon Master's Guide</i>)

CARRION CRAWLER

The characters encounter a **carrion crawler** scouring tunnels and caves for food.

There is a 25 percent chance that the crawler is domesticated and outfitted with a leather saddle and harness, though there's no sign of the rider. A character can approach and mount the carrion crawler without being attacked by succeeding on a DC 13 Wisdom (Animal Handling) check. While in the saddle and harness, a rider can remain mounted on the carrion crawler as it crawls across walls and ceilings.

ESCAPED SLAVES

These slaves have been wandering the Underdark since their escape from Gracklstugh or Menzoberranzan. They are scrounging for food and water. Roll a d4 and consult the table to determine what the characters encounter. Elf, dwarf, and human slaves are friendly; if given food and water they'll join the party. Goblin slaves are hostile and likely to attack.

ESCAPED SLAVES

d4	Encounter
1	1d2 moon elf commoners
2	1d3 shield dwarf commoners
3	1d4 human commoners
4	1d6 goblins

FUNGI

Roll a d6 and consult the table to determine what kinds of fungi the characters encounter.

FUNGI

d6	Encounter
1–2	1d4 gas spores
3–4	1d4 shriekers
5–6	1d4 violet fungi

There's a 25 percent chance that a gas spore carries a memory fragment from a dead beholder in its spores (see the gas spore's description in the "Fungi" entry of *Monster Manual*). This memory can be of anything you wish, or you can roll a d4 and consult the Beholder Memories table.

BEHOLDER MEMORIES

d4	Memory
1	A tense negotiation with drow, ending with the beholder agreeing to allow the drow safe passage through "the Vast Oblivium" in exchange for help ridding its lair of a deep gnome infestation
2	Chasing svirfneblin thieves through the tunnels of its domain to recover stolen gemstones
3	A fierce battle against a wizened drow archmage, ending with the beholder suffering a grievous injury
4	Spying on a drow ranger with two gleaming scimitars and a black, quadrupedal animal companion

GIANT FIRE BEETLES

The characters encounter 3d6 **giant fire beetles** scouring tunnels and caves for food. Characters in

need of light sources can harvest the glowing glands of slain beetles.

GIANT "ROCKTOPUS"

This creature is a **giant octopus** that has evolved to live and thrive on land. It can alter its coloration to appear as a rock formation, and it tends to lurk in crevices and fissures, attacking smaller creatures that wander near. It has a walking speed of 20 feet and a climbing speed of 10 feet, loses its Hold Breath feature, and replaces its Underwater Camouflage feature with the following feature:

Camouflage. The octopus has advantage on Dexterity (Stealth) checks.

MAD CREATURE

The party encounters a creature driven insane by the influence of the demon lords. Roll a d4 and consult the table to determine what appears. Then roll on the Indefinite Madness table in chapter 8 of the *Dungeon Master's Guide* to determine the nature of the creature's madness. If cured of its madness, the creature behaves in accordance with its alignment.

MAD CREATURE

d4	Encounter
1	1 deep gnome
2	1 drow
3	1 duergar
4	1 stone giant

There is a chance that the mad creature has something of interest or value in its possession. Roll a d20 and consult the table below to see what, if anything, it has. The creature doesn't part with the item willingly.

MAD CREATURE POSSESSIONS

d20	Possession
1–10	None
11–13	A 10 gp gem
14–15	A gold ring worth 25 gp
16–17	An obsidian statuette of Lolth worth 100 gp
18–19	A random magic item (roll once on Magic Item Table A in chapter 7 of the <i>Dungeon Master's Guide</i>)
20	A random magic item (roll once on Magic Item Table B in chapter 7 of the <i>Dungeon Master's Guide</i>)

OCHRE JELLY

As the characters move through a series of caves, they attract the attention of a **ochre jelly**. The ooze follows the characters, attacking when they stop to take their next rest. Characters in the back rank of the marching order who have a passive Wisdom (Perception) score of 14 or higher spot the ooze following them.

RAIDERS

This group of raiders from the surface ventured into the Underdark looking for riches and got lost. Roll a d6 and consult the table to determine what appears. The



raiders are initially hostile toward the party, though clever characters might try bribing them for safe passage or information.

RAIDERS

d6	Encounter
1–2	1d6 human bandits and 1 human bandit captain
3–4	2d4 goblins and 1 goblin boss
5–6	1d6 orcs and 1 orc Eye of Gruumsh

There is a chance that the leader of the group has something of interest or value. Roll a d20 and consult the table below to see what, if anything, the leader of the raiders has in its possession.

RAIDER LEADER POSSESSIONS

d20	Possession
1–5	None
6–10	2d6 10 gp gemstones in a pouch
11–14	2d6 50 gp gemstones in a pouch
15–17	1d4 torchstalks (see “Fungi of the Underdark”)
18–19	1d4 waterorbs (see “Fungi of the Underdark”)
20	A random magic item (roll on Magic Item Table B in chapter 7 of the <i>Dungeon Master’s Guide</i>)

SCOUTS

Each of these groups is in the Underdark on a secret mission. Roll a d6 and consult the table to determine what appears.

SCOUTS

d6	Encounter
1–2	1 drow
3–4	1d4 myconid adults
5–6	1d6 shield dwarf scouts

The drow scout is searching for escaped slaves. If he spots the party, he’ll attempt to avoid notice and take away information regarding the group’s location (see “Drow Pursuit”).

The myconid scouts are indifferent toward the party and unwilling to discuss their mission or their travels with the adventurers.

Shield dwarf scouts are friendly if the party includes one or more surface dwellers. They are willing to give the party a day or two’s worth of food and water rations.

SOCIETY OF BRILLIANCE

The characters stumble upon a member of the Society of Brilliance, a sect of highly intelligent monsters that have banded together to solve all of the Underdark’s problems. The society is investigating areas suffused with *faerzress* to ascertain whether it has something to do with what the society fears is some kind of “demonic incursion.” Roll a d10 to determine which society member the characters encounter.

SOCIETY OF BRILLIANCE

d10	Encounter
1–2	Y the derro savant (see appendix C)
3–4	Blurg the orog
5–6	Grazilaxx the mind flayer
7–8	Skriss the troglydye
9–10	Sloopidoop the kuo-toa archpriest

Every member of the Society of Brilliance has an alignment of neutral, an Intelligence of 18 (+4), and fluency in multiple languages including Dwarvish, Elvish, and Undercommon (although Grazilaxx prefers to communicate using telepathy). Its statistics are unchanged otherwise. Members are erudite and talkative, preferring diplomacy and debate over violence (though they defend themselves if attacked).

Each society member can cast the *teleport* spell once per day, but the intended destination must be within 30 feet of another society member. This teleport effect can be disrupted (see “*Faerzress*” earlier in the chapter), which is how society members sometimes end up in far corners of the Underdark, separated from their fellows.

Members of the Society of Brilliance are aware that paths to the surface world exist but haven’t explored any of them (their concerns are with the Underdark, after all). If the characters seem intent on reaching the surface, a society member might suggest they look for a guide in one of the Underdark’s larger settlements, such as Blingdenstone or Gracklstugh. The society member can provide detailed verbal directions that characters can follow to reach whichever Underdark settlement they desire. However, the society member can’t guarantee that the route is safe. If characters are searching for something else, the society member provides whatever assistance it can.

SPORE SERVANTS

One or more creatures killed and reanimated by Zugtmoy’s spores observe the characters as they pass by. The spore servants don’t communicate and don’t attack except in self-defense. Roll a d10 and consult the table to determine what the characters encounter.

SPORE SERVANTS

d10	Encounter
1–3	1d4 drow spore servants (see appendix C)
4–6	1d6 duergar spore servants (see appendix C)
7–8	1d4 hook horror spore servants (see appendix C)
9–10	1d8 quaggoth spore servants

TRADERS

These traders ply the tunnels of the Underdark, traveling from settlement to settlement. Roll a d4 and consult the table to determine what appears.

TRADERS

d4	Encounter
1	2d4 deep gnomes
2	2d4 drow
3	2d4 duergar
4	2d4 kuo-toa

Deep gnome and drow traders have a 50 percent chance of having half their number in **giant lizards** as mounts and pack animals. Duergar traders have a 50 percent chance of having half their number in **male steeders** (see appendix C) as pack animals. If there are male steeders present, there is a 50 percent chance that the traders are escorted by a **duergar kavalrachni** astride a **female steeder** (see appendix C for both).

The traders carry goods worth $5d4 \times 10$ gp plus ten days of provisions per member of their party; they are willing to sell up to 20 percent of either. If drow traders see the adventurers and have the opportunity to report it, increase the drow pursuit level by 1.

SUMMARIZING TRAVEL

Instead of checking for random encounters every day, you can skip over or summarize parts of the characters’ journey. Roll 1d6 + 1 for the number of days between encounters, with the usual chance of the encounter being a terrain encounter, a creature encounter, or both (as described under “Random Encounters”). For example, if roll a result of 4, you would tell the players: “You’ve been making your way through the tunnels and passages for four days ...” before describing the circumstances of the encounter to them.

With this approach, encourage players to describe what their characters do—or even see and experience—during the intervening time. In addition to downtime activities such as crafting, characters have plenty of opportunities for interaction. If the players are handling the roles of some or all of their nonplayer character companions (see “A Motley Crew” in chapter 1), ask them to elaborate on the activities of those characters as well, filling in details as you see fit. Players can also suggest and spin out stories about things their characters have experienced during the intervening time, including arduous climbs, swinging across gorges, or dodging piercers, and you can do the same. This additional storytelling aspect adds color and background to the journey while keeping the pace relatively brisk.

SET ENCOUNTERS

You can use the following four encounters during the party’s travels in the Underdark, inserting them as desired. They provide more detailed challenges for the characters, as well as giving them chances to encounter some potential allies. If you plan on playing the full version of *Out of the Abyss*, these encounters can be saved for later chapters of that adventure, especially if the characters need an XP boost as they work through those chapters.

THE SILKEN PATHS

The Silken Paths are a network of spider webs crisscrossing a 500-foot-deep, 2,000-foot-wide chasm that stretches for nearly five miles. The major strands of the webs are traversable but, due to the fact that old webs disintegrate over time and the giant spiders inhabiting the chasm are constantly spinning new ones, the Silken Paths are ever-changing.

The chasm has numerous passages at varying heights leading away from it. It is rare for a web strand to connect one opening with another on the same “level.” Characters navigating the Silken Paths need to follow sloping strands as well as climb and cross over several strands to reach their intended destination. This is quite hazardous, but there simply isn’t any easy way around the chasm. The characters can easily get lost in the mass of strands stretching across the chasm unless they have help.

THE WEB RUNNERS

The Web Runners are a pair of thrill-seeking **goblins** named Yuk Yuk and Spiderbait. They have lived in the Underdark for as long as either can remember, with much of their time spent treasure hunting and surviving in the Silken Paths. The goblins are prone to daring (and often foolish) stunts. That either of them is still alive is a testament to their luck and skill. Modify their statistics as follows:

- Both goblins are neutral.
- Add Acrobatics +6 and Athletics +3 to the goblins' list of skills.
- The goblins have advantage on checks made to avoid being surprised.

The goblins notice the adventurers as they approach the Silken Paths and are willing to act as guides and helpers—for a fee, of course. They'll settle for 2 gp per day each, but Yuk Yuk (who does all the negotiating) is just as likely to ask for something flashy belonging to one of the characters. He might also ask for some unspecified favor, to be paid when the goblins and the adventurers get to wherever they're going and part ways. He might ask for first pick of any loot the party uncovers in the Silken Paths, and will expect and ask for a share of the treasure regardless.

Yuk Yuk and Spiderbait each carry a gourd of grease, which they apply to their feet so that they can “surf the webs.” While sliding down webs, they move at twice their normal walking speed.

The Web Runners are as good as their word when it comes to their services, and they can teach the



characters a thing or two. While they travel with the two goblins, the characters have advantage on checks made to avoid being surprised. The goblins know the Silken Paths well enough not to become lost in them.

If the adventurers make a good impression on the Web Runners and if the party's goals appear to offer interesting opportunities to do new and dangerous things, the goblins offer to stay on after crossing the Silken Paths, and to help guide the characters through the Underdark. The two won't leave the Underdark, however. Yuk Yuk will try to negotiate a suitable fee, but the goblins might simply tag along, content to earn any fair share of whatever the party acquires.

SILKEN PATH ENCOUNTERS

For every 500 feet the party travels through the webs, check for a random encounter by rolling a d6. An encounter occurs on a roll of 1 unless one or more party members are carrying light sources, in which case an encounter occurs on a roll of 1–3. Roll on the Silken Paths Encounters table or choose a suitable encounter when one occurs.

SILKEN PATHS ENCOUNTERS

d12	Encounter
1	Cocooned lightfoot halfling
2	1d4 darkmantles
3	1d4 drow and 1d4 quaggoth slaves
4–8	2d4 giant spiders
9	1 mimic
10	1 spectator
11–12	Web break

COCOONED HALFLING

The characters find a still-living lightfoot halfling cocooned in webbing. He is poisoned and paralyzed for the next hour.

Fargas Rumblefoot was a member of an adventuring band looking for a long-lost tomb when they were attacked by a pack of mad gnolls. Fargas escaped,

SILKEN PATHS: GENERAL FEATURES

As characters traverse the Silken Paths, keep in mind the following features.

Difficult Terrain. Any creature with a climbing speed can walk along the webs at that speed. For all other creatures, the webs are difficult terrain. Any creature that falls can potentially become entangled in the webs (see “Falling”).

Falling. Whenever a creature takes damage while traversing the Silken Paths, or whenever the webs upon which it is walking break, the creature must make a DC 15 Dexterity saving throw. On a successful save, the creature manages to avoid a fall by grabbing nearby web strands. On a failure, the creature falls 1d10 × 10 feet. If the distance fallen is less than the distance to the chasm floor, the creature becomes entangled in webs and restrained; otherwise, it hits the floor and takes damage from the fall as normal. A restrained creature can make a DC 12 Strength saving throw at the end of each of its turns, freeing itself and ending the restrained condition on a success. Another creature can use its action to help a restrained creature within its reach, granting advantage on that creature's next saving throw to end the effect.

Light. The chasm is dark. Carrying a light source attracts hostile creatures, increasing the chance of an encounter to 1–3 on a d6.

Fire. Webs burn away when exposed to any attack or effect that deals fire damage. This causes several strands to break, and all creatures within 30 feet of the affected area must make a saving throw to avoid falling (see “Falling”).

got lost in the Silken Paths, and was attacked by the spiders. If rescued, he promises to show the characters the way to the tomb in exchange for a share of its treasures (see “Lost Tomb of Khaem” later in this chapter). Fargas is a chaotic good halfling **spy**. In addition to his armor and weapons, he carries a *potion of invisibility*.

DARKMANTLES

These subterranean hunters swoop down and attack the party.

DROW AND QUAGGOTH SLAVES

These hateful drow and their murderous quaggoth slaves are navigating the Silken Paths on their way through the Underdark. If Derendil is with the party, he can use an action to make a DC 15 Charisma check, turning the quaggoth slaves against their drow masters on a success. If the drow are disposed of, Derendil can repeat the check to turn the surviving quaggoths into his followers. Should Derendil perish, these quaggoths can't be controlled and fight to the death.

If any drow escape the encounter, increase the pursuit level of the party's drow pursuers by 1.

GIANT SPIDERS

Giant spiders are the most common inhabitants of the Silken Paths, and they are drawn to vibrations in the webs that indicate potential prey.

MIMIC

This creature pretends to be an iron chest entangled in the webs. When the characters draw close to examine it, the mimic attacks.

SPECTATOR

Freed from its service to a long-dead drow wizard, this mad aberration now floats through the web-filled chasm. It communicates with the characters telepathically, warning them about “demons rising in the dark.” The creature becomes increasingly paranoid and convinced that the characters are themselves demons, come to bind it into servitude, at which point it attacks and tries to destroy them.

WEB BREAK

A strand of web under one randomly determined party member snaps. Each creature walking on that web strand must make a DC 15 Dexterity saving throw as described under “Falling” in the “Silken Paths: General Features” sidebar. Immediately check for another encounter after the saving throws are resolved.

HOOK HORROR HUNT

The characters enter an area where a band of gnolls lured to the Underdark by the demon lord Yeenoghu (part of the full adventure of *Out of the Abyss*) are hunting a mated pair of hook horrors. Having left guards at the main entrance to the lair (area 5), the gnoll pack lord has split its remaining hunters into two groups, both of which are attempting to flush out the hook horrors to win the right to tear them apart.

HOOK HORROR LAIR: GENERAL FEATURES

As characters explore the hook horror lair, keep in mind the following features.

Light. The tunnels are completely dark, which doesn't hinder either the gnolls or the hook horrors.

Tight Passages. Tunnels marked “P” on the map are narrow enough that Large creatures such as the hook horrors must squeeze through them, spending 1 extra foot of movement for every foot of passage. Medium or smaller creatures can move through such areas normally.

The adventurers wander into the area from a second entrance to the caverns (area 1) and become embroiled in the hunt. Whether they choose to avoid the hunting party, aid the hook horrors, or negotiate their way out of the situation is up to the players.

1. HOOK HORRORS

The characters hear clacking noises as they approach this point in the passageway. Suddenly, two **hook horrors** dash from the side passage, moving from area 2A toward area 3. The hook horrors attack only in self-defense and are more afraid of the giggling, rampaging gnolls than they are of the characters.

The gnolls are two chambers behind the hook horrors, reaching this point on the following round, unless the characters move toward them (in which case the two groups converge in area 2A).

2A. GNOLL HUNTERS

Four **gnolls** move into this area the round after the hook horrors move past the party, then follow their quarry into area 1 on the following round.

The gnolls can't resist attacking any other creatures that cross their path while shrieking “Sacrifices for Yeenoghu!” in their own tongue. (Even if no one in the party speaks Gnoll, the name of the demon lord is clearly recognizable.)

DEVELOPMENT

Sounds of combat or calls from the gnolls might attract their pack mates in areas 2B and 5.

2B. GNOLL HUNTERS

The rest of the gnoll hunters race through these caverns in search of the hook horrors. Unless they are drawn elsewhere, four **gnolls** and a **gnoll pack lord** are here.

TREASURE

The gnoll pack lord carries two bloodstones worth 50 gp each and a brown tourmaline worth 100 gp.

3. CORNERED

The fleeing hook horrors make their way here, where they wait in ambush for any creatures that follow them. The passage is narrow enough that Medium creatures must move single file through it. The cave appears to be a dead end, and the hook horrors fight to the death against any creatures that enter.

Characters who take the time to search the cave spot a hole in the 10-foot-high ceiling (marked C on the map),



which requires a successful DC 12 Strength (Athletics) check to climb up into. It leads to area 4.

4. HOOK HORROR NEST

The sandy floor of this cavern holds a clutch of four 1-foot-diameter eggs with rocky outer shells, all half-buried in a shallow pit. These are hook horror eggs, and any character that touches an egg can feel it trembling.

Each hour, there is a 10 percent chance that one of the eggs hatches. The infant hook horror that emerges imprints on the first creature it sees. It thereafter follows that creature around like its parent, demanding to be fed. If the characters manage to keep the hook horror alive, it eventually reaches adulthood after six months. Track its growth using the Hook Horror Maturation table.

5. GNOLL CAMP

The gnolls have a small camp set up here to prevent the hook horrors from fleeing in this direction.

Three **gnolls** guard the camp and attack any creatures emerging from the tunnels that are not of their kind.

HOOK HORROR MATURATION

Age	Size	Notes
Infant (up to 1 month)	Tiny	AC 10; 4 (1d4 + 2) hit points; speed 10 ft., climb 10 ft.; Str 9 (-1); no effective attacks; Challenge 0 (0 XP)
Young (1–3 months)	Small	AC 11; 11 (2d6 + 4) hit points; speed 15 ft., climb 15 ft.; Str 12 (+1); hook attacks are +3 to hit, have a reach of 5 ft., and deal 3 (1d4 + 1) piercing damage on a hit; Challenge 1/4 (50 XP)
Juvenile (3–6 months)	Medium	AC 13; 39 (6d8 + 12) hit points; speed 20 ft., climb 20 ft.; Str 15 (+2); hook attacks are +4 to hit, have a reach of 5 ft., and deal 5 (1d6 + 2) piercing damage on a hit; Challenge 2 (450 XP)
Adult (6+ months)	Large	See the <i>Monster Manual</i>

THE OOZING TEMPLE

A tremor causes a cave-in and traps the adventurers in a maze of tunnels with no obvious way out. With a dwindling air supply and water rising in the tunnels, the characters are forced to find a means of escape. Complicating matters, part of the maze belongs to a forgotten temple that now serves as the lair of servants of the demon lord Jubilex (part of the full adventure of *Out of the Abyss*).

1. BOXED IN

As the characters make their way through a 10-foot-high tubular passage, a tremor shakes the area and drops part of the ceiling on them. Each party member must succeed on a DC 13 Dexterity saving throw or take 5 (1d10) bludgeoning damage from falling debris.

Once the dust clears, the characters realize that fallen rock has buried both ends of the passageway. However, a new passage has opened in one of the walls, offering a possible escape route. It's clear that the route the party was following has been permanently blocked by tons of rubble, and runs the risk of triggering another collapse if the characters attempt to dig out.

2. DRIPPING DEATH

Whether finished stone or rough rock, the walls of these 10-foot-high areas glisten with dark, dripping water.

Each of these keyed areas holds a **gray ooze** that pours through cracks in the ceiling to attack any creatures that enter.

3. GLABBAGOOOL

This area contains the skeletal remains of a drow, along with a dark metal mace and a scattering of coins. However, the characters are quick to notice that these items appear to hover above the stone floor.

All the visible items are trapped within the body of a **gelatinous cube** named Glabbagool—or at least, that's what it has chosen to call itself. Unlike most gelatinous cubes, this monster has an Intelligence of 10 (+0) and telepathy out to a range of 60 feet (see the *Monster Manual* introduction for telepathy rules).

The presence in the Underdark of the demon lord Jubilex (part of the full adventure of *Out of the Abyss*) has granted Glabbagool sentience and awareness. The ooze is genuinely curious about other creatures and wants to learn more about the world. It defends itself if attacked, but doesn't otherwise try to harm the characters, instead asking who they are, where they come from, and why they have come to the temple.

Other oozes won't attack Glabbagool, so it can block a passageway to help the adventurers fend them off. However, the cube can't safely move past characters in a passageway. Glabbagool might ask to accompany the adventurers if it likes or is intrigued by them. Unfortunately, the ooze's speed of 15 feet means that characters accompanied by it can travel only at a slow pace (see "Travel Pace" at the beginning of this chapter).



GLABBAGOOOL

THE OOZING TEMPLE: GENERAL FEATURES

As characters explore the Oozing Temple, keep in mind the following features.

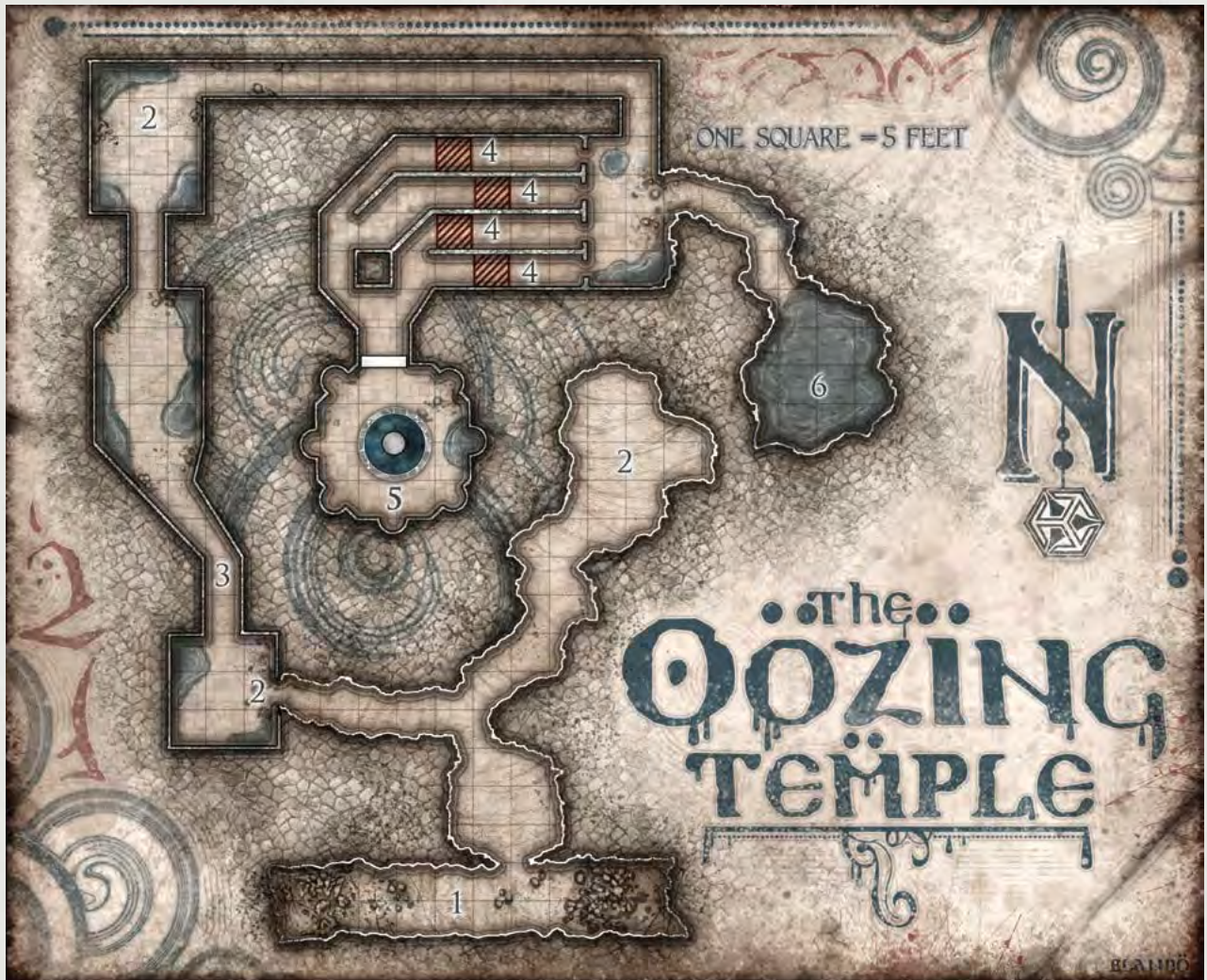
Light. Except where specified otherwise, the tunnels and chambers are dark.

Air. The air is stale and perceptibly thin. The temple contains enough air for the oozes, plus 160 hours of breathable air for one creature, divided by the number of creatures present. For example, a party of four adventurers has 40 hours of air. Characters who are at rest and not undertaking activities such as moving or fighting consume half as much air.

Once half of the breathable air is consumed, the characters suffer one level of exhaustion (see appendix A of the *Player's Handbook*). For each additional 10 percent of the air used up, the characters suffer one additional level of exhaustion. At 90 percent, the characters are unable to move. When the air is used up, they die. Once the first level of exhaustion sets in, the characters become aware that they are running out of air, and know roughly how much they have left.

A lit torch or its equivalent uses up air as a character does. Briefer but hotter magical effects consume 1 hour of air per die of fire damage per round. For example, a *fireball* spell that deals 8d6 fire damage consumes 8 hours of air, while a *fire bolt* that deals 1d10 fire damage consumes 1 hour of air per use.

Water. In addition to running low on air, the characters become aware that the tunnels and chambers are filling with water flowing in from area 6. The water rises at a rate of 1 foot per hour, meaning most of the tunnels and chambers will be completely flooded within 10 hours. Areas filled with waist-deep water are difficult terrain for the characters. Once the water is over their heads, they have to swim.



TREASURE

Glabbagool's body contains a mace along with 14 ep and the mostly digested body of a drow. It will disgorge the items for the characters if they win its trust.

The mace is a common magic item. While attuned the weapon, its wielder can use an action to make the head of the mace alight with green flame, or use an action to extinguish the flame. While the mace is "lit," it glows as brightly as a torch and deals an extra 1 fire damage on a hit.

4. PUDDING PITS

This chamber is divided into four hallways and floored with heavy flagstones, the walls carved with worn and faded bas-reliefs. These show strange, swirling shapes that might be waves, tentacles, or some combination thereof.

TRAP

The squares marked on the map have been undermined, leaving a 10-foot-deep pit beneath each one. A successful DC 15 Wisdom (Perception) check enables a character to notice that the stone is weakened.

More than 50 pounds of weight on an undermined area causes it to collapse. A creature standing in the

area must succeed on a DC 11 Dexterity saving throw to grab the edge of the pit, after which the creature must succeed on a DC 11 Strength (Athletics) check to scramble out. On a failed saving throw or a failed check, the creature falls into the pit and takes 1d6 bludgeoning damage.

At the bottom of each pit is a **black pudding**, which attacks any creature that falls in. If denied a victim, or if it devours a fallen creature quickly, the pudding climbs up the sides to attack any dangling creatures, or to move into the hallway in search of prey.

5. FOUNTAIN OF MADNESS

This room contains a stone fountain with a raised edge. The basin contains shallow, brackish water. At the center of the pool, the rubble of a broken statue rest atop a pedestal. All that remains recognizable are a pair of clawed stone feet clutching the pedestal's top. Carved into the walls are seven niches. Water seeps into one niche through a crack in the wall. The two niches that flank it are empty. Strange, formless sculptures occupy the four remaining niches.

The "sculptures" are actually four **gray oozes** held in magical stasis. They liquefy and attack when any one of them is touched or damaged.

TREASURE

Hidden beneath the dark waters of the fountain are 112 sp, 41 gp, three green-gold bracelets worth 25 gp each, a drow *+1 dagger* (the hilt has a spider design), a *potion of greater healing*, and a vial containing *oil of slipperiness*.

6. WATER CHAMBER

Characters approaching this rough-walled cave hear the sound of pouring water. The water enters through cracks in the 10-foot-high ceiling. Given the rate at which the water flows in, the characters can easily conclude that the cracks were caused by the tremor they experienced, and it's only a matter of time before the water floods the entire complex.

The water rises at a rate of 1 foot per hour until the tunnels are completely flooded. However, chipping away at any of the cracks causes more of the ceiling to collapse, doubling the amount of water pouring into the complex but also revealing a diverted underground river that is the source of the water. Once the water level rises to the ceiling, the flow is slowed and the characters can swim upward for 30 feet to reach the water's surface. They find themselves in a larger cavern from which they can resume their journey.

DEVELOPMENT

If Glabbagool is with the party, the intelligent gelatinous cube floats upward as the water rises and squeezes through a crack in the ceiling to escape the flooded temple and remain with the characters.

LOST TOMB OF KHAEM

In ages past, at the height of Faerûn's great empires of magic, the half-elf sorcerer Brysis of Khaem was interred in a floating tomb. After the fall of the empire of Netheril and its flying cities, Brysis's tomb plummeted into a crevasse and wound up in the Underdark, where it has remained for centuries. The rise of the demon lords has awakened Brysis from the eternal sleep of death as a wraith, served by specters who were once her loyal retainers. Brysis yearns to accumulate enough life force to leave the confines of her tomb, to which her spirit is bound.

The adventurers might discover the tomb by accident or with the aid of Fargas Rumblefoot, the halfling from the Silken Paths encounter. Either way, when they're nearby, read the following to the players:

A soft feminine voice sounds out in your mind suddenly, faint and distant.

"Hello? Is someone there ... ? Oh please, I need your help! I have been trapped in the dark for so long ... so very long. Please, won't you help to free me?"

The characters receive an impression of the direction to the entrance of the tomb, but the mysterious voice doesn't respond to any queries. As they follow the voice, a narrow side passage takes them to a dirty marble wall with a deep-set door made of bronze-encased stone,

LOST TOMB OF KHAEM: GENERAL FEATURES

As characters explore the Lost Tomb of Khaem, keep in mind the following features.

Ceilings. Room ceilings are 15 feet high. The hallways connecting them are 10 feet high.

Doors. Each door in the tomb is a 10-foot-by-10-foot slab of solid marble encased in a thin layer of beaten bronze. The bronze has turned green with age. The door pivots on a central axis, creating narrow openings on either side while open. The door is also heavy and tight-fitting, requiring a DC 15 Strength (Athletics) check to open or close.

Light. Except as otherwise noted, the interior of the tomb is dark.

Chaotic Magic. The tomb was crafted during an age of high magic, and it has become suffused with *faerzress*. The ancient and chaotic energy now permeating the structure causes any spell cast within the tomb to trigger a roll on the Wild Magic Surge table in chapter 3, "Classes," of the *Player's Handbook*.

green with age (see the "Lost Tomb of Khaem: General Features" sidebar).

1. ENTRANCE ROOM

A stone diorama stands to the right of the entrance, depicting the sorcerer Brysis Khaem as a Netherese noble in her prime, surrounded by attendants, slaves, and other trappings of wealth and power. A vista of fantastic floating cities covers the wall to the left of the entrance.

STAIRCASE AND LANDING

Across from the entrance, empty stone torch sconces flank a dusty staircase descending 20 feet to a landing. Set into the back wall of the landing is a Netherese calendar stone. Beyond this landing, the staircase resumes its descent, stopping at three more landings of bare stone and descending a total of 100 feet before arriving at area 2.

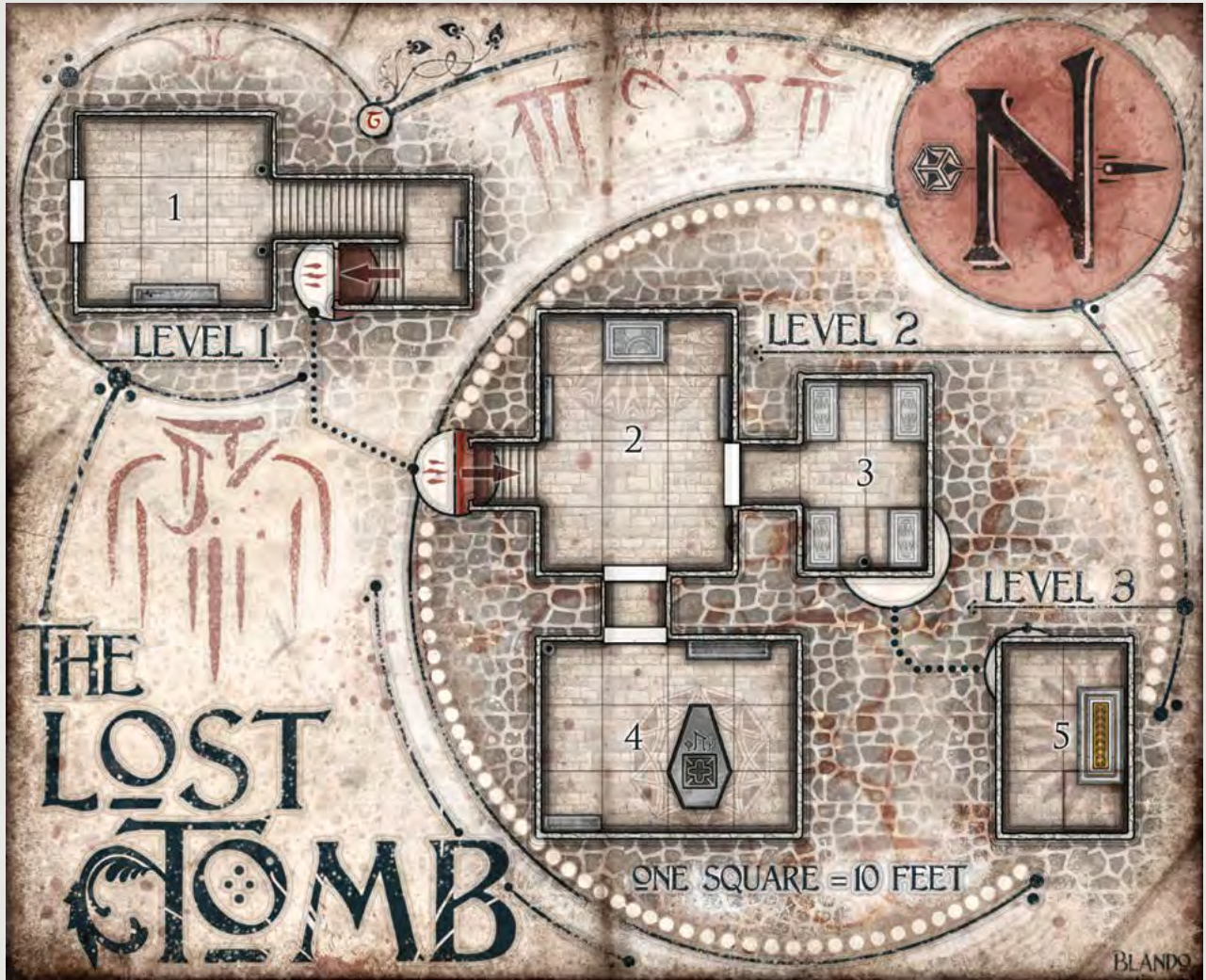
2. SHRINE

The stairs lead down to this shrine, where shreds of dusty tapestries lie scattered across the floor. Friezes on the walls are defaced with deep gouges, making them unrecognizable. An altar of pale gray marble stands gouged and cracked against one wall.

A successful DC 13 Intelligence (Investigation) check reveals that the damage to this room is relatively recent, and that the creatures that caused it left no tracks of any kind in the layer of dust on the floor.

3. SERVANTS' SARCOPHAGI

Four stone sarcophagi mark the resting places of Brysis's most faithful servants. The lid of each sarcophagus bears the sculpted image of a robed human figure in repose. Brysis's four servants have arisen at her command as **specters**. If anyone touches or otherwise disturbs a sarcophagus, all four specters emerge from their sarcophagi, howling in fury, and



attack. The specters can pursue their prey beyond the confines of the tomb, if necessary.

Opening a sarcophagus lid requires a successful DC 17 Strength check and reveals treasure within (see “Treasure”).

A character inspecting the northeast sarcophagus and succeeding on a DC 15 Wisdom (Perception) check notices that the sarcophagus is built on hidden stone rollers. It can be moved aside with a successful DC 10 Strength check to reveal a 4-foot-square hole in the floor, and in the ceiling of a similarly sized chamber directly below this one (area 5). If the characters move the sarcophagus but leave the chamber without exploring the tomb below, they hear the same telepathic voice that called out to them initially, saying, “Please! Don’t leave! I’m here, below!”

TREASURE

Each sarcophagus contains mummified remains, the tattered remnants of ancient burial garments, and treasure of Netherese origin.

The northeast sarcophagus contains two gold bracelets worth 50 gp each and a ceremonial wand (nonmagical) made of chiseled ivory worth 25 gp.

The northwest sarcophagus contains an onyx ring worth 50 gp and a silver necklace set with two azurites and a carnelian worth 250 gp.

The southwest sarcophagus contains an ewer made of beaten gold worth 25 gp and a walking stick worth 75 gp. The walking stick is made of varnished yew with a golden handle shaped like a scorpion.

The southeast sarcophagus contains a gold censer with platinum filigree worth 250 gp.

4. FALSE TOMB

Stone blocks standing against the western and eastern walls are carved with niches, inside which rest a dozen clay canopic jars containing desiccated organs. These organs belong to Brysis’s servants, who are entombed in area 4.

In the middle of the room rests a wide stone sarcophagus atop a black marble bier. The lid of the sarcophagus is inlaid with dust-covered mosaics depicting great floating cities high above a beautiful landscape. The lid of the sarcophagus looks incredibly heavy but is made lighter by an ancient spell that has survived to this day. The lid can be pushed aside with a successful DC 10 Strength check. The sarcophagus contains a life-sized statue of Brysis, sculpted and painted to make it appear

that she is sleeping comfortably. The statue is affixed to the inside of the sarcophagus with *sovereign glue* and can't be moved. There is no treasure to be found.

TRAP

Opening the sarcophagus triggers a *magic mouth* spell that calls out in a booming voice, "You have disturbed the tomb of Brysis of Khaem! Accursed are you, most miserable of creatures!" Each creature in the room, whether it hears the booming voice or not, must make a DC 15 Charisma saving throw. On a failure, the creature is cursed with disadvantage on attack rolls and saving throws. The creature can repeat the saving throw after 24 hours have elapsed, ending the effect on itself with a

successful save. Otherwise, a *remove curse* spell ends this effect, as does destroying the wraith in area 5.

If Brysis's wraith is destroyed, both the *magic mouth* and the curse on the sarcophagus cease to function.

5. TRUE TOMB

Brysis's true tomb is hidden below area 3 and has murals on the walls decorated with rich pigments and inlays of semiprecious stones. A gilded sarcophagus stands atop a stone bier along the west wall. An invisible stone chest rests at the foot of the sarcophagus. Characters searching the area thoroughly locate the chest. The chest becomes visible within an *antimagic field*, and a successful *dispel magic* (DC 19) also ends the *invisibility* effect.

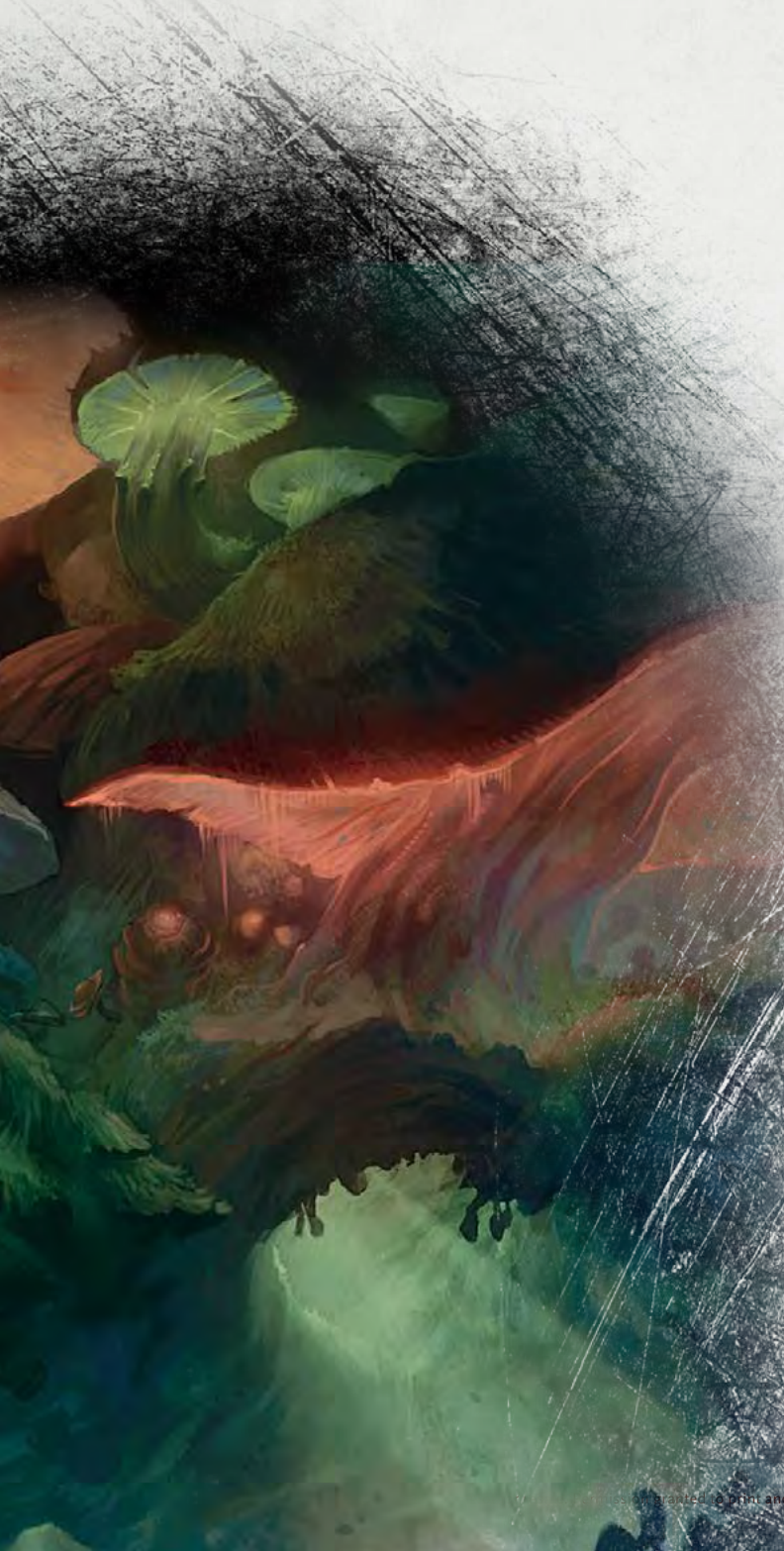
Brysis of Khaem has arisen as a murderous **wraith**, bound to her tomb until she can steal enough life force to leave it. She arises from within the sarcophagus and attacks when creatures enter this chamber. She gloats about how the characters' deaths will free her from this prison, and how her victims will serve her even in death.

On initiative count 1 in the round in which Brysis attacks, the characters hear the telepathic voice that first called to them. "In the sarcophagus! I can help you!" See "Treasure" for more information.

TREASURE

The thin gold sheath covering Brysis's sarcophagus can be pried loose and is worth 250 gp. Inside the stone sarcophagus, lying atop Brysis's withered and mummified corpse, is a magic sword called *Dawnbringer* (see appendix B). This intelligent weapon is the source of the telepathic messages.

The stone chest is unlocked and contains the other treasures Brysis took with her into the afterlife: 4,000 sp, 1,200 gp, eleven zircons (worth 50 gp each), a *necklace of fireballs*, a *philter of love*, and a *potion of greater healing*.



CHAPTER 3: THE DARKLAKE

Though its name might evoke images of a single subterranean body of water, the Darklake is a network of underground rivers, natural tunnels, and canals that connect innumerable water-filled caverns and chambers. This vast waterway stretches over a hundred miles across, with ceilings that are miles high in some places and depths that are unfathomable.

Long ago, duergar engineers extended and widened many of the interconnecting passages of the Darklake. They also constructed locks for raising and lowering watercraft to different levels within it, opening up large portions of the network for travel. Many Underdark creatures are experienced in navigating the Darklake, including the kuo-toa—fishlike humanoids known for their insane obsession with unraveling the secret patterns of the Underdark. Still, better to trust a kuo-toa guide than attempt to traverse the Darklake alone and become lost within it forever.

The adventurers can use the Darklake to reach many destinations in the Underdark. More importantly, water travel makes it difficult for their drow pursuers to track them. The kuo-toa town of Sloobudop is located on the eastern edge of the Darklake, and is a potential source of watercraft and navigational aid. But as they seek out these resources, the characters learn of terrible powers loose in the Underdark—worse than the drow, the kuo-toa, or any other threat of this dark realm.



TRAVERSING THE DARKLAKE

The adventurers need to find a way to cross the Darklake on the way to their ultimate destination—out of the Underdark and back to the surface world. They might attempt to find a guide or hire passage in Sloobludop, but other possibilities could also present themselves.

MODES OF TRAVEL

The adventurers might find different ways to cross the Darklake, depending on how long they traverse it and who or what they encounter along the way.

Since there is no wind in the Underdark, all water travel involves either rowing at 1½ miles per hour, or floating with prevailing currents at 1 mile per hour. Characters can work in shifts to row more than 8 hours per day, but crewing a boat for longer than that is considered a forced march (see chapter 8 of the *Player's Handbook*).

BOAT

Most craft navigating the waters of the Darklake are zurkwood vessels piloted by the kuo-tua or the duergar. These boats are equivalent to keelboats (see the Airborne and Waterborne Vehicles table in chapter 5 of the *Dungeon Master's Guide*).

MAKESHIFT RAFT

Characters can also construct makeshift rafts using materials at hand. For example, the cap of a giant zurkwood mushroom can be hollowed out to make a coracle equivalent to a rowboat, but with half a rowboat's hit points (see the Airborne and Waterborne Vehicles table in chapter 5 of the *Dungeon Master's Guide*). This is a downtime crafting activity requiring one day's work per raft.

An even more makeshift craft might involve a character sitting in a floating barrel or other watertight container, either steering with a paddle or flowing with the current. Such a vessel has a speed of 1 mph, requires a crew of 1, allows for no passengers or cargo, and has AC 11, hp 20, and damage threshold 0.

SWIMMING

Swimming in the Darklake is a poor choice given the number of dangerous creatures inhabiting it. Check for a creature encounter each hour that characters are swimming, rather than every 4 hours of travel. A swimming character must succeed on a DC 10 Constitution saving throw for each hour of swimming or gain one level of exhaustion.

Characters not actively swimming but simply clinging to something that floats (including the wreckage of a boat or raft) can drift with the current at a speed of 1 mph. Check for creature encounters each hour that characters float in the water, and call for Constitution checks against exhaustion for every 8 hours of travel.

DESIGNING D&D ENCOUNTERS SESSIONS: THE DARKLAKE

3 to 4 Sessions

This chapter continues the characters' Underdark travel and the random encounters you can build around that travel. As in chapter 2, you can roll for random encounter elements on the fly or prepare encounters ahead of time, depending on what style of play you prefer.

Showdown in Sloobludop. The characters' final destination in this chapter is a kuo-toa settlement on the Darklake. The struggles of two religious factions in Sloobludop provide opportunities for roleplaying and social interaction encounters as well as combat. Additionally, this chapter of the adventure ends with a fight the characters are not expected to engage in, let alone win—the appearance of Demogorgon, the demon lord behind the recent split in the kuo-toa faithful.

The characters' time in Sloobludop will likely fill your final session for this D&D encounters adventure, assuming they arrive at the settlement near the end of the previous session. However, if play in Sloobludop takes up more than a single session (as is possible with players who enjoy roleplaying), you can extend your final session with random encounters as the characters flee from the kuo-toa settlement and the Prince of Demons. See "Escaping the Demon Lord" for ideas, or use random encounters from earlier in the chapter to sketch out the characters' flight.

Maximum XP. Each character participating in this chapter of the adventure can earn a maximum of 3,800 XP (the amount that will take a 4th-level character to 5th level).

OTHER OPTIONS

Travelers can mix and match modes of travel, and a sizable party might need multiple boats or rafts. A creature with a swimming speed (including a polymorphed character) can travel without risk of fatigue for up to 8 hours, and can even serve as a mount for a creature smaller than it. Water-breathing (or nonbreathing) creatures can swim underwater or even walk across the bottom of shallow sections of the Darklake, but need darkvision or a source of light to see.

RANDOM ENCOUNTERS

Every 4 hours that the characters are on the Darklake, roll a d20 and consult the Darklake Random Encounters table to determine what, if anything, they encounter. If the characters aren't moving—anchored or ashore, for example—any encounter is automatically a creature encounter.

DARKLAKE RANDOM ENCOUNTERS

d20	Type of Encounter
1–13	No encounter
14–15	Terrain (roll a d10 and consult the Darklake Terrain Encounters table)
16–17	One or more creatures (roll a d12 and consult the Darklake Creature Encounters table)
18–20	Terrain encounter featuring one or more creatures (roll a d10 and consult the Darklake Terrain Encounters table, then roll a d12 and consult the Darklake Creature Encounter table)

DARKLAKE TERRAIN ENCOUNTERS

Special terrain rules are explained after the table.

DARKLAKE TERRAIN ENCOUNTERS

d10	Terrain
1	Collision
2	Falls or locks
3	Island
4	Low ceiling
5	Rockfall
6	Rough current
7	Run aground
8	Stone teeth
9	Tight passage
10	Whirlpool

COLLISION

This terrain encounter occurs only if one or more party members are traveling by raft or boat, and there's a strong current. Have everyone aboard the vessel make a DC 13 group Dexterity check to avoid hitting a wall or other large obstacle directly ahead. If the group check succeeds, the collision is avoided. Otherwise, the vessel takes 2d10 bludgeoning damage from the collision, and everyone aboard must succeed on a DC 10 Strength or Dexterity saving throw to avoid falling overboard.

FALLS OR LOCKS

Any character with a passive Wisdom (Perception) score of 12 or better can hear the roar of a waterfall ahead. A successful DC 14 group Strength (Athletics) check is necessary to steer or swim away from the falls. Otherwise, the characters go over, falling 1d6 × 10 feet into a pool or river 1d6 × 5 feet deep. A creature swept over the falls must succeed on a DC 11 Dexterity saving throw or take 1d6 bludgeoning damage per 10 feet fallen. A successful save indicates that the creature avoids a hard landing in the water below.

There is a 50 percent chance that any waterfall area contains a duergar-built lock designed to traverse it, in which case there is no risk of going over the falls. It takes a successful DC 11 Intelligence (Investigation) check to figure out how to operate the lock. Once a lock is opened, it takes 1 hour for the water level to lower so the party can proceed.

ISLAND

A small island rises from the water ahead. An island with no hostile creatures makes a good place for the party to take a long rest. There is a 50 percent chance that the island has one or more types of fungi growing atop it (see "Fungi of the Underdark" in chapter 2). Otherwise, the island is barren rock.

LOW CEILING

The clearance of the cave or passage lowers suddenly to 3 feet above the water's surface. Each Medium character must succeed on a DC 10 Dexterity saving throw or take 1d4 bludgeoning damage from hitting the ceiling before the passage ends.

THE DARKLAKE: GENERAL FEATURES

The following features commonly apply to the Darklake region.

Darkness. True to its name, most of the Darklake exists in pitch blackness. The only light available is whatever the characters are able to provide.

Caves and Tunnels. The Darklake is a giant labyrinth of lakes, waterways, and canals that connect myriad caverns and chambers. Some of these caverns are massive, with immeasurably deep water and vaulted ceilings far outside the range of any light. Others are narrow, with only a few feet of space between the ceiling and the surface of the water. Some are completely submerged, navigable only by those able to breathe underwater.

Navigation. Without the sky or the stars to navigate by, any successful passage of the Darklake relies on one's familiarity with its intricate network of caverns, passages, and currents. Experienced navigators know how to find and read ancient duergar runes carved along the Darklake's tunnels, though most of these "road signs" are nearly worn away by the passage of time. Such knowledge is something that takes years, if not decades, of wandering the Darklake to acquire.

Those without the skill to navigate the Darklake (including the adventurers) must employ maps or guides. If the characters manage to acquire a map, they can make Wisdom (Survival) checks normally to avoid becoming lost.

Foraging. The characters can forage for food while traversing the Darklake, primarily by fishing and gathering edible fungi (see "Fungi of the Underdark" in chapter 2). Much of the water of the Darklake is unsafe to drink, making it important to seek out springs and other clean sources of water feeding into it.

ROCKFALL

Loose rocks fall from the ceiling above. Each character must succeed on a DC 12 Dexterity saving throw or be hit by a chunk of falling stone for 2d6 bludgeoning damage. If the characters are traveling in a boat or raft, their vessel takes 2d6 bludgeoning damage for each successful save; in other words, each rock that misses a character hits the boat or raft instead. Roll the damage for each rock striking a vessel separately to see if it overcomes the vessel's damage threshold.

ROUGH CURRENT

The waters here are especially turbulent. If the characters are traveling by boat or raft, the crew must succeed on a DC 13 group Dexterity check to maintain control. If the group check fails, the vessel takes 2d6 bludgeoning damage, and each occupant must succeed on a DC 10 Strength or Dexterity saving throw to avoid falling overboard.

RUN AGROUND

This terrain encounter occurs only if one or more party members are traveling by raft or boat. The vessel hits a shallow area or sandbar and runs aground. The characters can push the vessel back into the water with a successful DC 10 group Strength (Athletics) check. While characters are pushing their boat free, there is a 50 percent chance that one or more creatures attack



them; in this event, roll on the Darklake Creature Encounters table to determine what attacks.

STONE TEETH

This terrain encounter occurs only if one or more party members are traveling by raft or boat, and there's a strong current. Stalagmites jutting up from the bottom of a tunnel are hidden just below the waterline. Spotters must succeed on a DC 13 Wisdom (Perception) check to notice the "stone teeth," allowing the vessel's crew to attempt a DC 12 group Dexterity check to navigate through them. If the group check succeeds, the vessel passes through unscathed. Failure to notice or navigate through the stone teeth deals 6d6 piercing damage to the boat or raft.

TIGHT PASSAGE

The adventurers encounter an especially tight passage, requiring a successful DC 12 group Dexterity check to navigate a boat or raft through it. If the group check succeeds, the boat slips through. Otherwise, the boat gets stuck, requiring a successful DC 14 group Strength (Athletics) check to push it free. While characters are pushing their boat free, there is a 50 percent chance that one or more creatures attack them; in this event, roll on the Darklake Creature Encounters table to determine what attacks.

WHIRLPOOL

An underwater crevasse or drain creates a small vortex in this area, much like the whirlpool effect of the *control water* spell (save DC 14).

DARKLAKE CREATURE ENCOUNTERS

The sections that follow the table provide additional information to help you run each creature encounter.

DARKLAKE CREATURE ENCOUNTERS

d12	Encounter
1	1 aquatic troll
2	2d4 darkmantles
3	1d4 + 2 duergar in a keelboat
4	1 green hag
5	1 grell
6–7	1d6 + 2 ixitxachitl (see appendix C)
8	1d4 kuo-toa in a keelboat
9	1d4 merrow
10	3d6 stirges
11	1 swarm of quippers
12	1 water weird

AQUATIC TROLL

An aquatic troll swims up from the depths. It has the abilities of a normal troll, but can also breathe water and has a swimming speed of 30 feet.

DARKMANTLES

These creatures cling to the ceiling as the adventurers approach, cloaking themselves in darkness as they unfurl and attack. A creature in a boat or on a raft that tries and fails to detach a darkmantle from itself or another creature must succeed on a DC 10 Dexterity saving throw or fall out of the vessel and into the water.

DUERGAR

A keelboat crewed by duergar is traversing the Darklake on business. The gray dwarves parley with the adventurers—or attack them if the opportunity looks ripe to capture them and sell them as slaves in Gracklstugh. If the duergar surprise all the characters, they turn invisible, making it appear that their boat is abandoned so as to lure the adventurers on board before they attack.

Roll a d20 and consult the Duergar Keelboat Cargo table to determine what, if anything, the duergar are transporting in their keelboat.

DUERGAR KEELBOAT CARGO

d20	Cargo
1–10	None
11–13	1d20 × 100 pounds of unrefined iron ore
14–16	1d4 zurkhwood crates filled with mining tools
17–19	2d4 zurkhwood casks of harvested fungi (see “Fungi of the Underdark” in chapter 2)
20	A locked iron chest containing 3d6 × 100 gp and a random magic item (roll once on Magic Item Table B in chapter 7 of the <i>Dungeon Master's Guide</i>).

GREEN HAG

Nanny Plunk is a green hag who likes to taunt and lead travelers astray. She might instead bargain with the characters with her knowledge of the Darklake, especially if her life or freedom is at stake. If this encounter occurs again, it might be with Nanny or one of her sisters, Maven Delve or Dame Spiderwort.

GRELL

A grell descends from the cavern ceiling, attempting to grab and paralyze one party member, then fly off with its victim.

IXITXACHITL

These creatures attack any party members in the water. Otherwise, they follow the party and wait for an opportunity to strike. If denied a meal for too long, they begin to gnaw on the hull of a boat or the underside of a raft, hoping to sink it (this tactic is ineffective against craft with a high damage threshold).

KUO-TOA

These kuo-toa pole a keelboat toward Sloobludop (or away from the town if it has been attacked; see the end of this chapter). If the characters have not been to

Sloobludop, the kuo-toa might try to capture them and bring them there. See “The Day’s Catch” for details.

Roll a d20 and consult the Kuo-toa Keelboat Cargo table to determine what, if anything, the duergar are transporting in their keelboat.

KUO-TOA KEELBOAT CARGO

d20	Cargo
1–15	None
16–17	1d4 nets; each net has a 50 percent chance of containing 3d6 dead, edible quippers
18–19	1d4 nets; each net has a 50 percent chance of containing 1d4 living stirges
20	1d4 pieces of broken, barnacle-encrusted statuary, each worth 50 gp; each weighing 1d4 × 5 pounds; and each depicting a weird alien creature, a long-forgotten god, or fragment thereof.

MERROW

These worshipers of Demogorgon have been driven into a frenzy by his arrival in the Underdark. They immediately attack, trying to capsize or wreck boats as they utter the war cry, “Blood and salt for the Prince of Demons!” in Abyssal.

A merrow can use its action to capsize a boat or raft within 5 feet of it. Anyone in the boat can thwart the merrow by using a reaction to make a Strength check contested by the merrow’s Strength check. If the merrow wins the contest, the vessel capsizes.

STIRGES

These stirges cling to the ceiling like bats. If the party is aware of the stirges, the characters can make a DC 13 group Dexterity (Stealth) check to slip past the stirges without disturbing them. If the group check succeeds, the stirges ignore the party. Otherwise, the stirges descend and attack the nearest party members.

SWARM OF QUIPPERS

A swarm of quippers keeps pace with the characters, attacking anyone in the water. If an hour passes and no meal has presented itself, the quippers stop following the party.

WATER WEIRD

Bound to some long-lost site beneath the surface of the water, this neutral evil elemental rises to attack when the characters pass by.

Roll a d6 and consult the Weird Discoveries table to determine what the water weird is guarding.

WEIRD DISCOVERIES

d6	Discovery
1–2	Sunken altar dedicated to a forgotten deity
3–4	Sunken statue with 500 gp black pearls for eyes; a thief who removes one or both gems becomes the target of a <i>contagion</i> spell (save DC 14).
5–6	Sunken, sealed sarcophagus containing a mummy and 1d4 art objects (roll on the 250 gp Art Objects table in chapter 7 of the <i>Dungeon Master's Guide</i>)

SLOOBLUDOP

Population: 500 kuo-toa

Government: The archpriest Ploopploopeen once ruled in the name of the Sea Mother, the goddess Blibdoolpoolp. He was recently challenged and displaced by his daughter Bloppblippodd, archpriest of Leemooggoogoon the Deep Father.

Defense: All kuo-toa rally to the village's defense, including whips and monitors serving the priesthood.

Commerce: The kuo-toa trade with various races of the Underdark near the Darklake, in addition to providing ferry service and navigation.

Organizations: Two major shrines and several other minor ones.

Sloobludop is a kuo-toa village on the eastern edge of the Darklake. From a distance, it looks like a massive tangle of reeds stretching up into the darkness, lit by glowing spots of phosphorescence. Upon closer approach, a series of rickety towers can be seen, lashed together by rope and plank bridges set in haphazard patterns. Even above ground, the kuo-toa build in line with their three-dimensional aquatic sensibilities, constructing their "great city" as if it were underwater.

Sloobludop simmers with religious fervor and sectarian tension. While many of the kuo-toa still worship the goddess Blibdoolpoolp, a faction has shifted its worship to Leemooggoogoon the Deep Father, a vision influenced by the manifestation of the demon prince Demogorgon from the depths of the Darklake. Initially, the archpriest of Blibdoolpoolp tolerated this—but then his own daughter declared herself an archpriest of Leemooggoogoon, and the cult began to grow.

SLOOBLUDOP: GENERAL FEATURES

Sloobludop spreads out along the rocky shore of the waters of a broad cavern lake, with high fences of woven netting to the north and south of the village boundaries.

Light. Sloobludop's cavern is almost entirely dark except for a few spots of dim light from phosphorescent fungus and coral, or from glowing cave-fish glands. The kuo-toa recoil from areas of bright illumination, becoming hostile if bright light is brought among them.

Bridges and Platforms. Bridges and platforms are haphazardly strung throughout the city, connecting various levels of structures with each other as well as crisscrossing open spaces. Characters can move at a normal pace across the platforms and bridges, but this puts strain on their poor construction. Whenever one or more characters move at normal speed across a bridge or platform, roll a d6. On a roll of 1, a bridge flips or breaks to drop characters to the platform below, or a platform tilts to tip the characters into the water. These areas can be navigated safely by treating them as difficult terrain.

Language. None of the inhabitants of Sloobludop speak Common or any surface-world language, which might present a challenge for the characters. The fish-folk speak Undercommon, and Stool the myconid sprout can establish communication using its rapport spores if it is present. Shuushar the kuo-toa monk can also translate if he accompanies the party.

SLOUCHING TOWARD SLOOBLUDOP

The characters can choose to go to Sloobludop for several reasons:

- They need a boat (and possibly a guide) to navigate the Darklake. Travel along the waterways of the Darklake is an excellent way to throw off their drow pursuers (see chapter 2 for details).
- Staying a short while in Sloobludop can provide a respite from pursuit, since the drow are reluctant to provoke the kuo-toa needlessly. Reduce the pursuit level by 1 while the characters consider their next move.
- The characters need supplies and equipment, and hope the kuo-toa might be willing to trade for whatever they can offer. Alternatively, the characters might try to steal what they need from the kuo-toa.
- Shuushar might point out any of the previous reasons, or wish to go to Sloobludop to rejoin his people, feeling he has important guidance to offer them.
- Shuushar might not be the only one with "higher guidance." One or more characters might experience dreams or visions guiding them toward Sloobludop—not realizing that such dreams are simply further manifestations of the madness growing in the Underdark.

NOTABLE KUO-TOA IN SLOOBLUDOP

A number of important kuo-toa have the ability to influence the adventurers' fate in Sloobludop.

ROLEPLAYING THE KUO-TOA

Though the kuo-toa are mad, at least some of that madness comes from an utterly alien mind-set. Although amphibious air dwellers, the kuo-toa still largely behave as aquatic creatures. Thus, much of what they do on land is a bizarre approximation of life under the water.

Kuo-toa names are a long series of gargling syllables, and their voices have a bubbly, gargling quality. However, the kuo-toa communicate as much through gesture as speech. They have difficulty standing still, and are prone to quick, darting movements. They pace constantly, walking in circles around creatures talking to them. A kuo-toa priest speaking to a group of followers doesn't stand at a podium but wanders aimlessly while the crowd follows like a school of fish.

Kuo-toa prefer their leaders to be physically above their subordinates. (If no dais or platform is available for leaders, they have been known to literally stand on top of prostrate underlings.) However, leaders tend to dwell on the lowest levels of buildings because these are considered the safest areas in a settlement, due to their proximity to the water.

Since the kuo-toa are fishlike, they lack eyelids. This isn't only unnerving in conversation (a kuo-toa never blinks), but it also means that kuo-toa all look the same sleeping as awake—and virtually all kuo-toa sleepwalk, making things even more confusing. There is a 25 percent chance that any individual kuo-toa the party encounters in Sloobludop is sleepwalking, ignoring everyone around it and moving in a shuffling gait from place to place.

PROMINENT KUO-TOA

Ploopploopeen ("Ploop")	Archpriest of the Blibdoolpoolp the Sea Mother
Bloppblippodd ("Blopp")	Ploopploopeen's daughter, now calling herself the archpriest of Leemooggoogoon the Deep Father; demon tainted
Glooglugogg ("Gloog")	Ploopploopeen's son, kuo-toa whip, and loyal worshiper of the Sea Mother
Klibdoloogut ("Klib")	Kuo-toa whip and keeper of the altar of the Deep Father

SHUUSHAR CONNECTION

If Shuushar accompanies the party, the kuo-toa monk can be helpful in communicating with his people at Sloobludop. However, keep in mind that Shuushar is either a heretic or a holy man depending on which kuo-toa he's speaking to, and how they view things at that particular moment. The mysterious monk could serve as an ace in the hole to help the party out, or he could just as easily cause trouble with his stubborn refusal to acknowledge his fellow kuo-toa's religious obsessions

as anything other than "dangerous illusions," combined with his preference for nonviolent solutions.

THE DAY'S CATCH

When the adventurers come within an hour's travel of Sloobludop, they encounter a party of eight **kuo-toa** led by a **kuo-toa monitor**. The fish-folk immediately attack, but their tactics show that they are attempting to capture the characters. The kuo-toa leave any fallen opponents unconscious at 0 hit points, intending to bring them back to Sloobludop as live offerings to the Deep Father. They bind prisoners with tough cords of gut, each with 2 hit points and requiring a successful DC 17 Strength check to break.

THE ENEMY OF MY ENEMY

On the way to Sloobludop after the previous encounter, the characters run into another kuo-toa patrol, this one made up of six **kuo-toa** and two **kuo-toa monitors**, led by the **kuo-toa archpriest** Ploopploopeen. If the characters are prisoners of the first kuo-toa patrol, the newcomers ambush them and fight to free the characters. Otherwise (or after the fight), Ploopploopeen attempts to communicate in Undercommon, then casts



A KUO-TOAN KOAN

The kuo-toa are aquatic creatures. As such, they have no real need for the boats they use to ply the Darklake, even as boating remains a significant part of their culture.

It might well be that the kuo-toa's former masters—the mind flayers—used them as ferry pilots and navigators in the Underdark, and the fish-folk continue to do so out of habit or some deep-seated need. Certainly, their relative usefulness to the other races of the Underdark has served the kuo-toa well. Only the duergar have shown any interest in navigating the waters of the Darklake on their own, and not even they do it as well as the kuo-toa.

There is a persistent myth among the inhabitants of Sloobludop that the maze of tunnels, passages, and pools of the Darklake is a kind of meditation—a spiritual journey. Kuo-toa who navigate that maze long enough will awaken to a great revelation for their people. As with many of the strange beliefs of the kuo-toa, this one might only need time to become a reality.

tongues if none of the characters speak it. Read the following:

“I am Ploopploopeen, archpriest of the Sea Mother Blibdoolvpoolp. She answers my prayers by delivering you. Help us, and you will be rewarded for your service.”

If the characters talk with Ploopploopeen, the archpriest explains his intentions as the kuo-toa escort the party to Sloobludop. If the characters refuse, the kuo-toa attempt to capture them, as with the previous patrol.

Ploopploopeen explains that the inhabitants of Sloobludop have lived in harmonious service to the will of the Sea Mother for some time. Oh, there were occasional “visionaries” who stirred up trouble (at this, he might cast a walleyed glance at Shuushar) but nothing of any great concern. A few weeks ago, Bloppblippodd, Ploopploopeen's own daughter, experienced a powerful vision of “Leemooggoogoon the Deep Father,” proclaiming him the new god of her people. She has backed up her claims with a great increase in her magical power, and new followers have flocked to her.

“We are split in two,” Ploopploopeen explains, “fighting among ourselves.” The followers of the Deep Father have been making an increasing number of offerings on his altar—killing blood sacrifices then casting bloody chum into the waters of the Darklake, where it is consumed by ... something.

BAITING THE HOOK

The archpriest of the Sea Mother tells the characters he wants to use them as bait. The archpriest of the Deep Father needs humanoid sacrifices, and the party represents a prize collection in that regard. Ploopploopeen will offer the characters as a “token of peace and reconciliation” to get closer to the archpriest of the Deep Father—except the adventurers will not be helpless prisoners, but infiltrators. Ploopploopeen wants the characters to disrupt the upstart faction's rituals, allowing his true believers of the Sea Mother to

cut off the head of the cult. The archpriest promises that the characters will be “well rewarded” for their aid.

If the characters refuse, Ploopploopeen tries to turn them over anyway, still using them as bait to get his own kuo-toa loyalists closer to his daughter's cult. However, he no longer depends on or supports the characters as allies, leaving them to survive on their own.

No matter whether the characters approach the final encounter as willing participants or prisoners, the kuo-toa make no effort to bind them or take their weapons, believing in the power of their superior numbers and the divine might of their competing gods.

1. GATE

Sloobludop is enclosed to the north and south by outer “walls” of heavy netting with sharp bone hooks woven into them. In the middle of each wall is a gate through which creatures can safely pass. Any creature wishing to crawl through the netting can do so with a successful DC 15 Dexterity (Acrobatics) check. On a failure, the creature takes 1d8 piercing damage and becomes restrained in the netting, requiring a successful DC 12 Strength check as an action to break free.

Stationed outside each gate are four **kuo-toa whips**. They confront anyone who approaches. Party members escorted by other kuo-toa can pass through the gate unchallenged. If the characters are unescorted, any kuo-toa they meet attempt to capture them. Roll a d20. On a 1–7, captives are taken to area 3. On an 8–18, captives are taken to area 4. On a 19–20, the guards are evenly split and immediately begin to brawl for the right to take the characters as prisoners.

2. DOCKS

A half-dozen kuo-toan keelboats are moored here. Although kuo-toa will negotiate terms for ferrying the characters across the Darklake, none leave without permission (see below). Party members can attempt to steal one or more of the boats, but doing so requires a successful DC 16 Dexterity (Stealth) check (and the kuo-toa are able to sense invisible creatures). The kuo-toa pursue any stolen boats, intending to capture the thieves as offerings to appease their gods.

Five groups of three **kuo-toa monitors** led by a **kuo-toa whip** patrol the platforms at the water's edge. They ensure no vessel enters or leaves without submitting to “auguries” to determine if a crew's actions are pleasing to the god of the hour—in this case, the Deep Father.

The auguries consist of a half-hour ritual, during which the whip casts bones, shells, and other tokens and reads the resulting omens. Roll a d20. On 1–8, the whip finds the omens favorable; on 9–18, he finds them unfavorable; and on 19–20, the auguries are unclear, and the whip feels the need to consult the archpriest of the Deep Father (area 4).

If the characters met or spoke with the archpriest of the Deep Father before coming here, the whip automatically refuses their request to leave.



3. SHRINE OF THE SEA MOTHER

When the characters arrive here, on their own or escorted, read the following to the players:

A nine-foot-tall statue stands here. Its body is roughly carved from some kind of wood in the shape of a humanoid female, its head and forearms formed from the severed head and claws of a giant albino crayfish. These parts are lashed on with strands of gut, and emit an overpowering stench of rotting shellfish. Shells, brightly colored stones, mushrooms, and rotting fish are piled at the statue's feet and strung in garlands around its neck. Four stern kuo-toa slowly circle the statue, alert and on guard, while a few others mill about, gazing up at the statue and bowing repeatedly while chanting.

All creatures that come here are expected to make an offering to the Great Sea Mother Blibdoolpoolp. A

successful DC 13 Intelligence (Religion) check recalls that Blibdoolpoolp is a scavenger goddess, meaning that discarded and recovered items are worthy offerings—and the more personal the better. Regurgitating at the goddess's feet is considered a sincere show of faith (and a behavior faithful kuo-toa might display if the characters wait long enough).

Four **kuo-toa monitors** guard the statue at all times, and there are always 2d4 **kuo-toa** worshippers around it offering prayers. Currently the shrine is tended by Glooplugogg, a **kuo-toa whip** and son of Ploopploopeen, the archpriest of the Sea Mother. The guards are wary of anyone, including other kuo-toa, due to recent tensions.

Ploopploopeen claims a small hovel adjacent to the shrine, where he is attended by four **kuo-toa**. This is where he brings the characters if they are his “guests.”

TREASURE

The home of the archpriest contains a closet full of “offerings” taken from less fortunate travelers or culled from the depths of the lake. This includes 500 cp, 2,000

sp, 150 gp, 27 pp, a strand of matched pearls worth 1,000 gp total, two *potions of healing*, a *potion of water breathing*, and a *spell scroll of light*.

4. ALTAR OF THE DEEP FATHER

When the characters visit the altar of the Deep Father, read the following to the players:

The idol to Leemooggoogoon the Deep Father consists of a large hide cut roughly in the shape of a manta ray and stretched out on cords between two support poles. A dead, splayed-out manta ray is pinned to the center of the hide. Two dead octopuses are draped across the top, their tentacles pinned and artfully arrayed, their heads tied together and painted with red and blue pigments. The idol reeks of decay, and the broad stone altar below the idol is stained dark with blood.

Six **kuo-toa** work at the altar, cleaning up and arranging offerings. Klibdoloogut, a **kuo-toa whip** dedicated to the Deep Father, stands in front of the altar with two **kuo-toa monitors**. Offerings are usually living creatures killed on the altar, although an offering of one's own blood also satisfies the whip. Humanoids other than kuo-toa are immediately taken into custody to be brought before the archpriest of the Deep Father, who summarily condemns them to be sacrificed.

Bloppblippodd, a female **kuo-toa archpriest** of the Deep Father, lives on the bottom floor of a squat hovel near the altar. She is a bloodthirsty sadist absolutely assured that her divine vision will raise her in glory to rule her people. Bound and gagged against the far wall is a duergar prisoner (see "The Offering").

TREASURE

Bloppblippodd's hovel contains wealth accumulated since her rise to power: 1,000 cp, 500 sp, 290 gp, an embroidered silk handkerchief with a spider design worth 25 gp, three azurite gems worth 10 gp each, a duergar-made bronze cup worth 25 gp, and a silver choker with a spider design worth 30 gp.

THE OFFERING

If allowed to do so, Ploopploopeen brings the characters to his quarters near the Shrine of the Deep Mother. There they meet Glooglugogg, who loudly tells his father in Undercommon that he sees no need for outsiders to be involved in sacred matters. The archpriest dismisses his son's concerns with a negligent wave, telling Glooglugogg that he must flow with the currents of the goddess's visions. The whip relents but throws the characters a hostile glare.

Within the hour, twelve **kuo-toa** led by a **kuo-toa monitor** arrive at Ploopploopeen's quarters. The archpriest of the Sea Mother admits the monitor and informs him that he, his whip, and the prisoners will accompany them to see the archpriest of the Deep Father. They are escorted to the altar of the Deep Father near the docks, where Bloppblippodd awaits

them. Describe the scene to the players as given in that area, then read the following boxed text; if none of the characters speak Undercommon, the exchange is gibberish to them, though Shuushar can translate.

The archpriest of the Sea Mother steps forward across the span of the altar toward the kuo-toa waiting for him there. "The time has come," he says, "for us to acknowledge your divine vision and welcome it. I have brought these as offerings." He gestures toward all of you, standing within a circle of guards behind him. "Will you not accept them?"

"You are wise, father," the younger archpriest replies. "I accept your offering in the name of the Deep Father. May their blood nourish and strengthen him!" A burbling cheer goes up from the surrounding kuo-toa, their fists raised in the air.

The followers of the Deep Father are already preparing to sacrifice a bruised and bedraggled **duergar** named Hemeth—an arms smuggler who was looking to cut a deal with one or both factions of the kuo-toa, but instead found himself captured for his trouble. He's willing to cooperate with the characters to save his own skin, and will even return the favor given the opportunity. (If you plan on playing the full adventure of *Out of the Abyss* or running your own adventures in the Underdark, Hemeth can help lead the party to the duergar city of Gracklstugh).

THE RITUAL

Kuo-toa parade around the altar in a wide circle as they chant. Part of their path sends them splashing and wading through the shallows of the Darklake. The characters quickly can't tell one faction of fish-folk from the other, but they see the archpriest of the Sea Mother and his whip moving toward the altar.

Bloppblippodd calls for the sacrifices to be brought forth, and one **kuo-toa** per character jumps to do her bidding. They prod the characters with their spears to herd them toward a slight depression 20 feet from the altar, with a large grate at its center. The characters can see that the stonework of the depression is stained with the blood of innumerable sacrifices, and they can hear the gentle lapping of the Darklake coming up through the grate. The chanting grows louder.

When the sacrifices are brought forward, Bloppblippodd gestures toward the altar, whereupon her father suddenly attacks, striking her with his scepter. Kuo-toa loyal to him surge forward to attack, while the guards that brought the characters forward stand in shock. They are surprised and can't move or take an action on their first turn of the combat, and they can't take reactions until that first turn ends.

As the two archpriests and their followers fight, the characters can intervene on either side or attempt to slip away during the melee.

On round 3 of the fight, characters notice kuo-toa crying out and flailing in the shallows of the Darklake. Several are pulled under or strike at unseen foes beneath the surface. The water foams red with blood.

Dozens of **ixitxachitl** (see appendix C) are responsible for the attacks in the water. They have been drawn by the kuo-toa ritual and feast on any creatures they can reach, including party members in the water. The sudden frenzy sets a wave of panic through the kuo-toa. The young archpriest calls out “Leemooggoogoon!” just as her father strikes a final, fatal blow, dropping her before the profane altar. (If any character is also engaging the archpriest of the Deep Father, allow that character to strike the final blow.)

DEMOGORGON RISES!

Although Blopplippodd falls, the ritual still achieves a terrible success. Read the following:

Another sound rises above the burbling cries of the kuo-toa. The dark surface of the water farther out bubbles and begins to foam. A thick, oily tentacle bursts forth, followed by another. Then two monstrous heads break the surface, both resembling hideous, angry baboons with wickedly curved tusks. Both heads are attached to a single torso, and the monster’s red eyes burn with bloodlust and madness. The creature rising from the Darklake must stand thirty feet tall or more, with water cascading down its back and shoulders. Upon reaching its full height, the great demon throws back both its heads and roars!

The kuo-toa offerings and the fervor of his worshipers in the Darklake have drawn the attention of Demogorgon. Upon witnessing the rise of the Prince of Demons, each party member must succeed on a DC 13 Charisma saving throw or gain a level of madness (see “Madness” in chapter 2). The kuo-toa become incapacitated for 1d10 minutes, crying out “Leemooggoogoon!” over and over again.

Demogorgon wades toward Sloobludop, heads roaring and gibbering, tentacles flailing and smashing the water. In 4 rounds, he comes within reach of the shoreline and lashes out, smashing docks and sending bodies flying with each sweep of his tentacles. When the demon lord attacks, some kuo-toa recover their wits enough to flee, while others cower, paralyzed with fear.

ESCAPING THE DEMON LORD

Demogorgon is detailed in the full adventure of *Out of the Abyss*, but even there, the characters are meant to exercise the better part of valor and flee as soon as they see the demon lord. If they confront him, they are almost certainly doomed. Fortunately for them, Demogorgon is focused on smashing the kuo-toa settlement and pays little heed to the puny creatures fleeing from him. The characters thus have a good chance of getting away if they act quickly. They might first need to deal with companions overcome by bouts of madness, however, and they need to decide how they intend to escape.

Escape by Land. Fleeing by land requires dodging terrified kuo-toa, and even fighting fish-folk driven to a killing frenzy against the characters for having drawn this doom down upon them. Roll a d20. On a 17–20, 2d4 **kuo-toa** attack the characters during their escape.

Escape by Water. The adventurers can steal boats from the docks and paddle them along the shore away from the attacking demon lord. The ixitxachitl



attack anyone in the water, but most are occupied with slaughtering kuo-toa fleeing into the Darklake. A near miss from one of Demogorgon's tentacles might require each character to make a DC 10 Strength or Dexterity saving throw (player's choice), with failure indicating that the character has been thrown overboard by a wave.

XP AWARDS

In addition to the XP awards earned for the creatures the party overcomes in this chapter, the characters earn 400 XP (divided equally among all party members) for surviving the encounter with the Cult of the Deep Father and their brush with the Prince of Demons.

DEVELOPMENTS

The adventurers end this chapter with a terrible realization: Demogorgon is loose in the Underdark! If you are playing this D&D Encounters adventure as a springboard to adventures of your own, you might choose to let the player characters escape the Underdark in the aftermath of this climactic encounter, whose implications for the campaign are left for you to develop. If you continue the storyline started in this adventure with the full *Out of the Abyss* adventure, the characters have the opportunity to explore more of the wondrous locations of the Underdark, including the legendary cities of Gracklstugh, Blingdenstone, and Menzoberranzan. As they do, they discover that more of the demon lords are at large in the Underdark, and ascertain the threat their presence poses to all Faerûn.

Even after the heroes make good on their escape from the Underdark, the adventure of *Out of the Abyss* is far from over. After being summoned to the legendary dwarven city of Gauntlgrym, the characters become the leaders of an expeditionary force charged with learning what dark magic has summoned the demon lords to the mortal realm. Seeking out allies and lore in the world below, the characters eventually learn the secret behind the demon lords' appearance—and find themselves in the fight of their lives as they attempt to send the lords of the Abyss back to their dark realm.



ADDITIONAL PLAY

Once you complete this D&D Encounters edition of *Out of the Abyss*, you have a number of options available to explore more of the *Rage of Demons* storyline through the D&D Adventurers League.

CONTINUE THE ADVENTURE

The full adventure of *Out of the Abyss* expands on the setting and scenarios presented in this D&D Encounters adventure, and you can continue to play that adventure as an official part of the D&D Adventurers League. The D&D Encounters kit contains certificates for all the permanent magic items in the full version of *Out of the Abyss* to support this continued play.

Keep in mind the following as you progress beyond this D&D Encounters edition of the adventure:

- Players still track all rewards earned session to session on their logsheets.
- You should apply all other D&D Adventurers League rules as presented in this document.
- Each character earns 10 downtime days at the end of each episode.
- Each character earns 1 faction renown point in his or her faction at the end of each episode.

PLAY D&D EXPEDITIONS

D&D Expeditions adventures are available to select stores and at public play events outside of stores, such as conventions. Most of these adventures are set in the Moonsea region of the Forgotten Realms. Each adventure takes approximately three to four hours to complete, and when played together, can take characters all the way to 20th level. The first few adventures will be available starting in July 2015, and new adventures will be released frequently.

MORE INFORMATION

If you'd like more information on the D&D Adventurers League and want to join in the discussion, check out the following links:

- [Official Wizards D&D Adventurers League Announcements](#)
- [D&D Adventurers League Organizers Page](#)
- [D&D Adventurers League Official Forums](#)
- [D&D Adventurers League Twitter](#)
- [D&D Adventurers League Facebook Group](#)
- [D&D Adventurers League G+ Community](#)

APPENDIX A: MODIFYING BACKGROUNDS

This appendix provides alternative background features and bonds for player characters, with options that are strongly connected to the NPCs, themes, and events of this adventure.

SUBSTITUTE FEATURES

A player can choose one of the following features to replace the feature normally granted by his or her character's background.

OPTIONAL FEATURE: DEEP DELVER

You have a knack for making your way in the deep places of the world. You can recall the twists and turns of passageways and tunnels such that you can always retrace your steps underground. You're also well acquainted with foraging and survival in the Underdark, and can determine when sources of food and water are safe to consume. You can always find sufficient food and water for yourself and up to five other people in the Underdark, as long as sustenance is available in the area.

OPTIONAL FEATURE: UNDERDARK EXPERIENCE

You are no casual visitor to the Underdark, but instead have spent considerable time there learning its ways. You are familiar with the various races, civilizations, and settlements of the Underdark, as well as its major routes for travel. If you fail an Intelligence check to recall some piece of Underdark lore, you know a source you can consult for the answer unless the DM rules that the lore is unknown.

UNDERDARK
ADVENTURER



SUBSTITUTE BONDS

This table provides alternative bonds that characters can have instead of the bonds from their backgrounds. Many of these bonds reference creatures, NPCs, and locations from the full *Out of the Abyss* adventure, and are most useful if you are continuing with that adventure.

SUBSTITUTE BONDS

d10 Bond

- 1 You were once lost in the Underdark, and a group of kuo-toa helped you find your way out. You learned that there are kindly folk even among that otherwise mad race, and remain indebted to them for their aid.
- 2 You once had the opportunity to meet a circle of myconids—the mushroom folk of the Underdark. They offered you shelter and a chance to “meld” using their telepathic spores, and you have yearned ever since to repeat that experience.
- 3 One of your best friends in your youth was Morista Malkin, a shield dwarf and member of the Emerald Enclave. Though you haven’t seen her in years, you heard she found her way to Gauntlgrym.
- 4 You once worked for Davra Jassur, a Zhentarim “troubleshooter” recruiting promising new talent for the Black Network. She helped you get your start as an adventurer, and you owe her for that.
- 5 You have long had a curious recurring dream about visiting a vaulted stone library in the depths of the Underdark, and becoming lost in the endless lore it holds.
- 6 You studied with a deep gnome alchemist and miner named Kazook Pickshine, who saved your life once when a magical experiment went awry. Last you heard, his family controlled some of the largest mines in the deep gnome settlement of Blingdenstone.
- 7 What little you know about the Underdark, you learned from living and fighting alongside the Feldrun clan of dwarves. You swore an honor debt to the clan before they joined the forces retaking Gauntlgrym and established themselves there.
- 8 Years ago, a vicious noble named Ghazrim DuLoc was implicated in the death of someone you cared about. The crime was covered up, though, and DuLoc disappeared. Rumor has it the Zhentarim aided his escape, but you’ve sworn to find him one day.
- 9 Years ago, you lost people you loved in a raid by creatures from the Underdark. They disappeared without a trace, and you’ve always wondered whether they might still be alive and held as prisoners.
- 10 You know the dwarf hold of Gauntlgrym well, having fought alongside the dwarves to help reclaim it. King Bruenor Battlehammer congratulated you on your valor, and you know the price the dwarves paid in blood to regain their home.

APPENDIX B: MAGIC ITEMS

Player characters can find a number of unusual magic items over the course of this adventure, including creations of the drow, the deep gnomes, and other inhabitants of the Underdark.

DAWNBRINGER

Weapon (longsword), legendary (requires attunement by a creature of non-evil alignment)

Lost for ages in the Underdark, *Dawnbringer* appears to be a gilded longsword hilt. While grasping the hilt, you can use a bonus action to make a blade of pure radiance spring from the hilt, or cause the blade to disappear.

Dawnbringer has all the properties of a *sun blade* (see chapter 7, “Treasure,” of the *Dungeon Master’s Guide*).

While holding the weapon, you can use an action to touch a creature with the blade and cast *lesser restoration* on that creature. Once used, this ability can’t be used again until the next dawn.

Sentience. *Dawnbringer* is a sentient neutral good weapon with an Intelligence of 12, a Wisdom of 15, and a Charisma of 14. It has hearing and darkvision out to a range of 120 feet.



DAWNBRINGER

The sword can speak, read, and understand Common, and it can communicate with its wielder telepathically. Its voice is kind and feminine. It knows every language you know while you’re attuned to it.

Personality. Forged by ancient sun worshipers, *Dawnbringer* is meant to bring light into darkness and to fight creatures of darkness. It is kind and compassionate to those in need, but fierce and destructive to its enemies.

Long years lost in darkness have made *Dawnbringer* frightened of both the dark and abandonment. It prefers that its blade always be present and shedding light in areas of darkness, and it strongly resists being parted from its wielder for any length of time.

WAND OF VISCID GLOBS

Wand, rare (requires attunement)

Crafted by the drow, this slim black wand has 7 charges. While holding it, you can use an action to expend 1 of its charges to cause a small glob of viscous material to launch from the tip at one creature within 60 feet of you. Make a ranged attack roll against the target, with a bonus equal to your spellcasting modifier (or your Intelligence modifier, if you don’t have a spellcasting ability) plus your proficiency bonus. On a hit, the glob expands and dries on the target, which is restrained for 1 hour. After that time, the viscous material cracks and falls away.

Applying a pint or more of alcohol to the restrained creature dissolves the glob instantly, as does the application of *oil of etherealness* or *universal solvent*. The glob also dissolves instantly if exposed to sunlight. No other nonmagical process can remove the viscous material until it deteriorates on its own.

The wand regains 1d6 + 1 expended charges daily at midnight. If you expend the wand’s last charge, roll a d20. On a 1, the wand melts into harmless slime and is destroyed.

As a drowcraft item, a *wand of viscid globs* is destroyed if exposed to sunlight for 1 hour without interruption. (The full adventure of *Out of the Abyss* features more drowcraft items.)

APPENDIX C: CREATURES

This appendix presents new creatures encountered in this adventure.

MONSTERS AND NPCs BY CHALLENGE RATING

Monster	Challenge
Drow spore servant	1/8
Derro	1/4
Ixitxachtli	1/4
Male steeder	1/4
Duergar spore servant	1/2
Female steeder	1
Duergar kavalrachni	2
Vampiric ixitxachtli	2
Derro savant	3
Hook horror spore servant	3

DERRO

The derro are degenerate Underdark humanoids that resemble small dwarves. Cruel and insane, they take delight in tormenting others—even their own kind.

Derro have blue-gray skin and straight hair that is white or yellow in color. Their uniformly pale white eyes lack both irises and pupils.

Unnatural Origin. Derro believe they were created by their god, Diirinka, but they are actually the result of cruel experiments on dwarves by mind flayers. Like duergar, the derro were a slave race to the mind flayers, but eventually freed themselves.

Born to Madness. The process of their creation rendered the derro irrevocably insane. They cooperate with each other only out of necessity and when riled up by a charismatic leader.

Life of Attrition. Derro can live to be one hundred and fifty years old, but they mature and breed quickly. When their elders deem that their numbers are becoming unmanageable, the derro declare war on some other race and surge forth in a reckless horde, fighting until their population dwindles to a tolerable size. These ghastly purges weed out the weak among the derro and are referred to as “Uniting Wars.”

Second-Class Citizens. Derro create no settlements of their own. Instead, they form small, isolated enclaves in non-derro settlements throughout the Underdark, where they are treated as vermin or slaves. Their own cutthroat politics prevent the derro from mounting any effective resistance against such exploitation.

Derro Weapons. The derro wield special weapons. They use a hooked shortspear, which is a martial melee weapon that deals 1d4 piercing damage, weighs 2 pounds, and has the light weapon property (see chapter 5, “Equipment,” of the *Player’s Handbook*). It doesn’t possess the thrown or versatile weapon properties of a normal spear. On a hit with this weapon, the wielder can forgo dealing damage and attempt to trip the target, in which case the target must succeed on a Strength saving throw or fall prone. The DC is 8 + the wielder’s Strength modifier + the wielder’s proficiency bonus.

The derro also use a light repeating crossbow fitted with a cartridge that can hold up to six crossbow bolts. This weapon is similar to a light crossbow except that it has half the range (40/160 feet) and doesn’t have the loading property. It automatically reloads after firing until it runs out of ammunition. Reloading the cartridge takes an action.

DERRO

Small humanoid (derro), chaotic evil

Armor Class 13 (leather armor)

Hit Points 13 (3d6 + 3)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (–1)	14 (+2)	12 (+1)	11 (+0)	5 (–3)	9 (–1)

Skills Stealth +4

Senses darkvision 120 ft., passive Perception 7

Languages Dwarvish, Undercommon

Challenge 1/4 (50 XP)

Insanity. The derro has advantage on saving throws against being charmed or frightened.

Magic Resistance. The derro has advantage on saving throws against spells and other magical effects.

Sunlight Sensitivity. While in sunlight, the derro has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

ACTIONS

Hooked Shortspear. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 1 (1d4 – 1) piercing damage. If the target is a creature, the derro can choose to deal no damage and try to trip the target instead, in which case the target must succeed on a DC 9 Strength saving throw or fall prone.

Light Repeating Crossbow. *Ranged Weapon Attack:* +4 to hit, range 40/160 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.



VARIANT: DERRO SAVANT

Derro savants have an affinity for arcane magic. A derro savant has the same statistics as a **derro**, except that it has 49 (11d6 + 11) hit points, a Charisma of 14 (+2), and a challenge rating of 3 (700 XP). The savant also gains the following additional feature.

Spellcasting. The derro is a 5th-level spellcaster. Its spellcasting ability is Charisma (save DC 12, +4 to hit with spell attacks). The derro knows the following sorcerer spells:

Cantrips (at will): *acid splash*, *light*, *mage hand*, *message*, *ray of frost*

1st level (4 slots): *burning hands*, *chromatic orb*, *sleep*

2nd level (3 slots): *invisibility*, *spider climb*

3rd level (2 slots): *blink*, *lightning bolt*

IXITXACHITL

Ixitxachitl (pronounced ick-zit-zah-chit-ul) are aquatic creatures resembling manta rays, with small, clawed hands at the ends of their “wings” and black eyes gleaming with sinister intelligence. Many creatures mistake ixitxachitl for common manta rays, but this can prove a deadly mistake. The ixitxachitl are as evil as they are cunning, leading to their common nickname “demon rays.” They inhabit bodies of fresh and salt water, but their violent nature means that little is known of them.

Struggle for Survival. Ixitxachitl emerge from eggs as tiny creatures little more than a hand span in width. From that time onward, they struggle to survive at all costs, growing throughout their lives. Those ixitxachitl that master the secrets of survival gain powers of regeneration and feed on the life force of other creatures.

All Consuming. Ixitxachitl hollow out coral reefs or other natural aquatic formations to create labyrinthine dens, often compelling aid from captured aquatic species they enslave. They typically strip an area bare before moving on to new fertile grounds, leaving their abandoned dens behind. Schools of ixitxachitl often war on other aquatic creatures to claim feeding grounds and territory.

Demon Worshipers. The ixitxachitl venerate and serve various demons, particularly Demogorgon, whom they consider their patron and creator. They have an intense rivalry with the merrow over which of them are the greatest and most favored servants of the Prince of Demons.

IXITXACHITL

Small aberration, chaotic evil

Armor Class 15 (natural armor)

Hit Points 18 (4d6 + 4)

Speed 0 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	13 (+1)	12 (+1)	13 (+1)	7 (-2)

Senses darkvision 60 ft., passive Perception 11

Languages Abyssal, Ixitxachitl

Challenge 1/4 (50 XP)

ACTIONS

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target.
Hit: 4 (1d6 + 1) piercing damage.

REACTIONS

Barbed Tail. When a creature provokes an opportunity attack from the ixitxachitl, the ixitxachitl can make the following attack instead of using its bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage.



VAMPIRIC IXITXACHITL

Medium aberration, chaotic evil

Armor Class 16 (natural armor)
Hit Points 44 (8d8 + 8)
Speed 0 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	18 (+4)	13 (+1)	12 (+1)	13 (+1)	7 (-2)

Senses darkvision 60 ft., passive Perception 11
Languages Abyssal, Ixitxachtl
Challenge 2 (450 XP)

Regeneration. The ixitxachtl regains 10 hit points at the start of its turn. The ixitxachtl dies only if it starts its turn with 0 hit points.

ACTIONS

Vampiric Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage. The target must succeed on a DC 11 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken, and the ixitxachtl regains hit points equal to that amount. The reduction lasts until the target finishes a long rest. The target dies if its hit point maximum is reduced to 0.

REACTIONS

Barbed Tail. When a creature provokes an opportunity attack from the ixitxachtl, the ixitxachtl can make the following attack instead of using its bite. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 9 (1d10 + 4) piercing damage.

VARIANT: IXITXACHITL CLERIC

Some ixitxachtl and vampiric ixitxachtl are able to cast divine spells. Such a creature gains the following feature.

Spellcasting. The ixitxachtl is a 5th-level spellcaster that uses Wisdom as its spellcasting ability (spell save DC 11, +3 to hit with spell attacks). The ixitxachtl has the following cleric spells prepared:

Cantrips (at will): *guidance, thaumaturgy*
 1st Level (4 slots): *charm person, create or destroy water*
 2nd Level (3 slots): *hold person, silence*
 3rd Level (2 slots): *dispel magic, tongues*

OTHER CREATURES

This section introduces new creatures, as well as variations of monsters described in the *Monster Manual*,

DUERGAR

The *Monster Manual* provides statistics for the typical armed **duergar**. The full adventure of *Out of the Abyss* features other kinds of duergar, including the following.

DUERGAR KAVALRACHNI

The vicious kavalrachni are the cavalry of the duergar city of Gracklstugh, riding giant tarantulas known as steeders (see the **female steeder** stat block in this appendix). The duergar kavalrachni has the same statistics as the **duergar** in the *Monster Manual*, except that its challenge rating is 2 (450 XP) and it has the following Cavalry Training feature and Heavy Crossbow action.

Cavalry Training. When the duergar hits a target with a melee attack while mounted on a female steeder, the steeder can make a melee attack against the same target as a reaction.

Heavy Crossbow. *Ranged Weapon Attack:* +4 to hit, range 100/400 ft., one target. *Hit:* 5 (1d10) piercing damage.

SPORE SERVANTS

Statistics for three new kinds of spore servants are presented here.

DROW SPORE SERVANT

Medium plant, unaligned

Armor Class 15 (chain shirt)
Hit Points 13 (3d8)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	10 (+0)	2 (-4)	6 (-2)	1 (-5)

Condition Immunities blinded, charmed, frightened, paralyzed
Senses blindsight 30 ft. (blind beyond this radius), passive Perception 8
Languages —
Challenge 1/8 (25 XP)

ACTIONS

Shortsword. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

DUERGAR SPORE SERVANT

Medium plant, unaligned

Armor Class 16 (scale armor, shield)

Hit Points 26 (4d8 + 8)

Speed 15 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	11 (+0)	14 (+2)	2 (-4)	6 (-2)	1 (-5)

Damage Resistances poison

Senses blindsight 30 ft. (blind beyond this radius), passive Perception 8

Condition Immunities blinded, charmed, frightened, paralyzed

Languages —

Challenge 1/2 (100 XP)

ACTIONS

War Pick. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

HOOK HORROR SPORE SERVANT

Medium plant, unaligned

Armor Class 15 (natural armor)

Hit Points 75 (10d10 + 10)

Speed 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	15 (+2)	2 (-4)	6 (-2)	1 (-5)

Senses blindsight 30 ft. (blind beyond this radius), passive Perception 8

Condition Immunities blinded, charmed, frightened, paralyzed

Languages —

Challenge 3 (700 XP)

ACTIONS

Multiattack. The spore servant makes two hook attacks.

Hook. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target.

Hit: 11 (2d6 + 4) piercing damage.

STEEDERS

Duergar breed and train these giant Underdark-dwelling tarantulas. Male steeders are as big as ponies and used by the duergar as beasts of burden. The larger females are trained and used as mounts.

Steeders don't spin webs, but they exude a sticky substance from their legs that lets them walk on walls and ceilings without trouble, as well as snare prey.

FEMALE STEEDER

Large beast, unaligned

Armor Class 14 (natural armor)

Hit Points 30 (4d10 + 8)

Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	16 (+3)	14 (+2)	2 (-4)	10 (+0)	3 (-4)

Skills Stealth +7

Senses darkvision 120 ft., passive Perception 10

Languages —

Challenge 1 (200 XP)

Spider Climb. The steeder can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

Leap. The steeder can expend all its movement on its turn to jump up to 90 feet vertically or horizontally, provided that its speed is at least 30 feet.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 7 (1d8 + 3) piercing damage, and the target must make a DC 12 Constitution saving throw, taking 9 (2d8) acid damage on a failed save, or half as much damage on a successful one.

Sticky Leg (Recharges when the Steeder Has No Creatures Grappled). *Melee Weapon Attack:* +5 to hit, reach 5 ft., one Medium or smaller creature. *Hit:* The target is stuck to the steeder's leg and grappled until it escapes (escape DC 12).

MALE STEEDER

Medium beast, unaligned

Armor Class 12 (natural armor)

Hit Points 13 (2d8 + 4)

Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	14 (+2)	2 (-4)	10 (+0)	3 (-4)

Skills Stealth +5

Senses darkvision 120 ft., passive Perception 10

Languages —

Challenge 1/4 (50 XP)

Spider Climb. The steeder can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

Leap. The steeder can expend all its movement on its turn to jump up to 60 feet vertically or horizontally, provided that its speed is at least 30 feet.

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 7 (1d8 + 2) piercing damage, and the target must make a DC 12 Constitution saving throw, taking 4 (1d8) acid damage on a failed save, or half as much damage on a successful one.

Sticky Leg (Recharges when the Steeder Has No Creatures Grappled). *Melee Weapon Attack:* +4 to hit, reach 5 ft., one Small or Tiny creature. *Hit:* The target is stuck to the steeder's leg and grappled until it escapes (escape DC 12).