

DUNGEON OF THE MAD MAGE

COMPANION



THE COMPLETE EDITION



TABLE OF CONTENTS

FOREWORD	4	LEVEL VI: THE LOST LEVEL.....	74
HALASTER'S GAME.....	5	Areas of Note.....	75
Roleplaying the Mad Mage.....	5	Epilogue.....	79
Halaster's Goals: Redefined	6	LEVEL VII: MADDGOTH'S CASTLE.....	80
Gags & Gimmicks.....	7	Areas of Note.....	83
<i>Dungeon of the Mad Mage</i>	8	Epilogue.....	90
Theme Songs.....	8	LEVEL VIII: SLITHERSWAMP	91
This Week's Dungeon Profile	9	Areas of Note.....	96
Transplanar Advertisements	10	Epilogue.....	100
Dungeon Overview	12	LEVEL IX: DWEOMERCORE.....	101
Factions of Undermountain.....	13	The High Wizard Tournament.....	104
Halaster's Gates.....	14	I. The Arctic Egg	106
The Dungeon Fleshed Out	18	II. The Sunken Depths	107
Weave Addiction.....	18	III. Maze of the Spotless Mind	108
Environmental Hazards.....	18	Areas of Note.....	110
Other Adventuring Parties	20	Epilogue.....	117
Character Creation	22	LEVEL X: MUIRAL'S GAUNTLET	118
Player Characters	22	Areas of Note.....	120
The Call to Adventure.....	23	Epilogue.....	126
LEVEL I: THE DUNGEON LEVEL.....	26	LEVEL XI: THE TROGLODYTE WARRENS...	127
Areas of Note	28	Areas of Note.....	128
Epilogue	32	Epilogue.....	131
LEVEL II: THE ARCANE CHAMBERS	33	LEVEL XII: THE MAZE LEVEL	132
Areas of Note	34	Areas of Note.....	135
Epilogue	39	Epilogue.....	139
LEVEL III: THE SARGAUTH LEVEL	40	LEVEL XIII: TROBRIAND'S GRAVEYARD....	140
Areas of Note	41	Areas of Note.....	142
Epilogue	46	Epilogue.....	148
SKULLPORT	47	LEVEL XIV: ARCTURIADOOM.....	149
Areas of Note	49	Areas of Note.....	151
Epilogue	56	Epilogue.....	156
LEVEL IV: THE TWISTED CAVERNS.....	57	LEVEL XV: THE OBSTACLE COURSE	157
Areas of Note	58	Areas of Note.....	159
Epilogue	63	Epilogue.....	167
LEVEL V: WYLLOWWOOD	64	LEVEL XVI: THE CRYSTAL LABYRINTH ...	168
Areas of Note	67	Areas of Note.....	170
Epilogue	73	Epilogue.....	176

LEVEL XVII: SEADEEPS	177
Areas of Note	180
Epilogue	184
LEVEL XVIII: VANRAKDOOM	185
Areas of Note	186
Epilogue	192
LEVEL XIX: CAVERNS OF OOZE.....	193
Areas of Note	194
Epilogue	199
LEVEL XX: RUNESTONE CAVERNS.....	200
Areas of Note	203
Epilogue	209
LEVEL XXI: THE TERMINUS LEVEL	210
Areas of Note	215
Epilogue	219
LEVEL XXII: SHADOWDUSK HOLD	220
Areas of Note	224
Epilogue	236
LEVEL XXIII: MAD WIZARD'S LAIR.....	237
Optional Twists	242
Penultimate Encounters.....	243
The Elite Four	243
The Prismatic Gauntlet.....	247
Tarrasquic Park	249
Welcome to the Thunderdome.....	250
Ultimate Showdown.....	251
Checkmate.....	252
Clash of the Titans	253
Donkey Kong Redux.....	255
Monty's Hall.....	256
Planar Hopscotching	257
Snakes and Portals	262
Third Times the Charm.....	263
Time is a Wheel	266

Areas of Note.....	267
Epilogue.....	276
APPENDIX A: MAGIC ITEMS.....	278
Table of Contents.....	278
Magic Items by Level	279
Magic Item Descriptions.....	281
APPENDIX B: BESTIARY.....	293
Table of Contents.....	293
APPENDIX C: EFFECTS	400

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FOREWORD

ONE COMPANION TO RULE THEM ALL

Dungeon of the Mad Mage is a tough nut to crack. Even after digesting its twenty-three chapters, you're left wanting and wondering. What, exactly, is this campaign's story? What aims are there beyond gold or glory or power—beyond just delving into the deeps?

The *Dungeon of the Mad Mage Companion* seeks to flesh out what would be an otherwise skeletal module. Through narration blocks, variants, and actual *narrative*, the *Companion* should make running *DotMM* easier for you and more satisfying for your players. No adventure is perfect, but *DotMM's* lack of a narrative is glaring—hence the *Companion's* founding reason.

THANK YOU

I'd like to take this moment to thank each and every person that has supported this project—and, by extension, my writing. Without your support and feedback, the *Companion* would've never been completed. I began this project in November 2018, assuming it would be complete within six months. God, how wrong I was—it took over *sixteen* months.

My time writing the *Companion* was full of excitement and pride—but also frustration and disappointment. As the months went by, it became clear that I had bitten off more than I could chew. Inevitably, the *Companion* felt like an anchor around my neck; I wanted to work on other projects (and did, which only contributed to dragging this out). I consistently felt like I was letting people down, that I was failing to live up to my side of the bargain. Every few weeks, or even a few days, I would get a message from someone asking if I "intended to finish" the *Companion*, or when the next chapter would be released. I distinctly remember someone commenting on *DotMM IX*, "It was an ambitious project..." when I still had yet to deliver the next chapter. You can actually still read that comment on the DMs Guild sales page right now. Well, who's laughing now, Francisco? Who's laughin' now?

These emotions hounded me day and night. I would come up with a new idea, or work on a short story, and think, "You still need to finish the *Companion*." I could never escape these reminders. Not while I was relaxing, not while I was working out, not even between beers at the bar. Try as I might, I couldn't shake this shadow. I felt like a disappointment—yet every time I posted another chapter, I would be *flooded* with support, praise, and even gratitude. I cannot even begin to explain how *vital* this was; and because of this unfettered support—*your* support—I was able to finish this behemoth of a project. Your patience and kindness cannot be described by mere words, and I will be eternally grateful for every person that supported me on this long and fulfilling journey.

ABOUT THE AUTHOR

Wyatt Trull—that's me—is an American nerd avoiding all his responsibilities by teaching English abroad. He's currently languishing in the South Korean countryside. You can check out more of his—my—work on his website (wyatttrull.com) or his [DMs Guild page](#), or his Twitter ([@Wyatt_Trull](https://twitter.com/Wyatt_Trull)).

USING THIS SUPPLEMENT

The *Companion* is quite formulaic; every chapter is designed to be easily digestible, whether you're a veteran supporter or just diving into it mid-campaign.

Shorthand. This supplement is *massive*. The abbreviations below must be implemented to reduce the strain on your printer or the scroll wheel of your poor, poor mouse:

DotMM refers to this module, *Dungeon of the Mad Mage*.

LX refers to a level of Undermountain (e.g. "L1").

Appx refers to an Appendix of the *Companion*

HG refers to *Halaster's Game* chapter of the *Companion*

VGM refers to *Volo's Guide to Monsters*, the monsters of which are featured in this guide.

MToF refers to *Mordenkainen's Tome of Foes*, the monsters of which are featured in this guide.

STRUCTURE OF THE COMPANION

Each chapter of the *Companion* follows this structure:

PREAMBLE OR "RUNNING LEVEL X"

The *Companion* opens with notes on how to best run the level and breaks down that level's theme or story, adding variants that you can utilize for your campaign.

Halaster's Game. The *Companion* depicts the Mad Mage as a deranged game show host whose program, *Dungeon of the Mad Mage*, is broadcast across the multiverse. In specific chapters, however, this also includes wide-reaching variants that you can utilize to flesh out or improve that level.

AREAS OF NOTE

The *Companion* fleshes out areas of a particular level that need it. Sometimes this is simply a narration block to read to your players. Sometimes it includes tactics used by NPCs there or additional loot. Often it includes tips to better run that area, even if it alters *DotMM*.

Special Events. Many levels have special events written that can occur in a multitude of areas. These serve as narrative devices to shake things up. Use them at your own discretion.

EPILOGUE

The epilogue details any possible paths that might occur after finishing a level, as well as reminding you of what level the party should reach.

Send-Offs. Most chapters include narrations to read to your players at the end of that level. "The Host's Send Off" refers to the *Companion's* game show element.

APPENDICES

The *Companion* is devoted to maximizing your playtime and minimizing interruptions at your table.

Appendix A provides the descriptions and locations of magic items found throughout Undermountain.

Appendix B provides the statistics of all monsters featured throughout Undermountain, except for CR 0 creatures.

Appendix C provides details for effects that occur multiple times throughout Undermountain, such as a repeated trap or hazard, like madness or extreme heat.

HALASTER'S GAME

The *Companion* is predicated on one simple, but wide-reaching change to the module: that the adventurers are the unwitting contestants of Halaster's hit, transplanar game show, *Dungeon of the Mad Mage*. This theme paints Halaster as a deranged game show host obsessed with ratings, performance, and, ultimately, his murder at the hands of the adventurers on "live TV." This variant is referred to as *Halaster's Game* and provides frequent changes to the campaign.

This chapter focuses on Halaster himself, whether you use this variant or not. You can use the tips provided here to better portray the Mad Mage—who should be heavily featured during the campaign, not left to collect dust in his tower.

Additionally, this chapter provides an overview of Undermountain, as well as additional hazards and rules you can use throughout the campaign.

ROLEPLAYING THE MAD MAGE

The Mad Mage himself is easily the greatest facet of this adventure and providing him facetime is what will make *DotMM* memorable for your players.

The Show Must Go On. In the *Companion*, Halaster is rewritten as a deranged game show host whose program, *Dungeon of the Mad Mage*, is apparently broadcast across the multiverse. Every season, he selects an adventuring party as his "contestants" and challenges them to delve deeper into Undermountain. Those that can best the dungeon's horrors will find gold, glory, and power—and perhaps even freedom from his demented game.

Sarcastic Voyeur. Halaster can speak telepathically to just about any creature in Undermountain, so long as he's aware of their presence. He uses this power to irk the contestants and other characters—or to speak directly to the "audience" of the show. Often, he'll screw with the contestants by including them in these messages, foreshadowing horrors to come or taunting their failures. His cryptic or hilariously vague whispers are equally insufferable and unhelpful to the party.

Impugnable Pride. Halaster views himself as something akin to a deity, and as such, has reached a point of pride that consumes many all-powerful beings. To sink down to a lesser foe's level is an insult to Halaster's ego. So, while he could very well crush enemies like the lich Ezzat, it's beneath him to try. Like all other near-omnipotent beings, his is a game of cat-and-mouse. His minions, or the contestants of *Dungeon of the Mad Mage*, are pawns to be moved across a chessboard.

Cursed Immortality. Many, even his apprentices, believe that Halaster's madness is owed to the Knot in the Weave, to Undermountain. The truth is far more tragic: the Mad Mage cannot ever die—and he knows it. The ecstasy he felt after his first rebirth is now just a bitter memory, a seed that has born strange fruit. This grim reality, of weathering all eternity, shattered Halaster's mind—and in the ruins of his sanity he has found comfort in madness.



INTRODUCING THE MAD MAGE

The adventurers' first run-in with the Mad Mage sets the tone for the entire campaign. You can't simply hurl him at the party. Instead, allow the upper reaches of Undermountain, namely L1, to demonstrate the cruelty and insanity of its host.

Neither do you just want to announce that the adventurers are contestants in some crazed game; Halaster doesn't just appear and lay out the rules or declare them as his unfortunate playthings. They merely learn that they *already are* and the question of "Why us?" should forever haunt them.

The unknown is truly the scariest thing for the human mind to comprehend; therefore, you don't want to overdo it with Halaster's appearances. Foreshadowing, such as his booming laughter or his arcane eye, serve aplenty. For L1, you ought to do your best to steer your players towards A27, the Hidden Demiplane. This should serve as your player's first encounter with the Mad Mage. This encounter is the most important one for the first several levels of Undermountain.

HALASTER'S ATTACHMENTS

No matter how deranged Halaster has grown, he's still a person. He still has a heart—and it beats for a select few. Demonstrate Halaster's tattered humanity through these individuals. Nothing wounds him more than being scorned by someone he trusts and loves; such a wound never heals, never scabs over, but just bleeds and bleeds.

Tasselgryn Velldarn. Skullport's senior mage is often visited by Halaster—for tea, of all things. Of all his attachments, "Tas" is the only one he does not want to show his true colors to. Her opinion alone can wound the Mad Mage. Criminals, hooligans, and adventurers risk their own doom by threatening her. When together, the two act like an old married couple. See Skullport, Area 27 for details on Tas.

Wyllow. Halaster has quite the complicated history with the archdruid of L5. Some part friend and some part daughter, the Mad Mage cherishes her. He cannot imagine a future without her in his dungeon—and so he'll never let her go. For her part, Wyllow is conflicted; given all he's done for her and *to* her, she can't simply hate Halaster. Undermountain is both her home and her prison—just as it is for him.

Apprentices. Somehow, Halaster still has a fondness for the Seven, even if only out of nostalgia. Together, they're all one big, miserable, dysfunctional family unable to part ways. Although they appear quite infrequently, consider the following details about the surviving Seven and their relationships with their master:

- Older Undermountain modules implied that Arcturia was in love with Halaster. This love, however, is unrequited—and that truth has cut her deep.
- Older Undermountain modules implied that Trobriand sought to overthrow Halaster. In L23, the *Companion* paints him as a would-be usurper perpetually denied his moment to strike. Additionally, it adds that he (unrequitedly) loves Arcturia; knowing the feelings she harbors for him fans the flames of his own treachery and resentment.
- Marambra Nyghtsteel was, per statements by the authors of *DotMM*, purposely left out of the module so that the DM can use her as he sees fit. The *Companion* includes her on L23.
- Nester, who failed to achieve lichdom, teaches necromancy on L9. In *DotMM* he exists as a failed lich; the *Companion* instead turns him into a boneclaw (see *MToF*) that must now serve Halaster. Until the Mad Mage is dead (no small feat, that), Nester cannot die, nor disobey. Despite his chains, Nester harbors no resentment to his master. He has since found much sadistic joy in torturing Dweomercore students.
- Muiral blames his disfigurement—hell, his whole mess of a life—on Halaster. He not only detests the Mad Mage but is *terrified* of him. Years of isolation have done little for his already frayed sanity, and Muiral has since equated Halaster to a boogeyman. The kicker? Muiral considers his self-disfigurement a necessary measure to *thwart* his master's "influence" over his will.
- Ultimately, Jhesiyra Kestellharp is the one ghost that keeps Halaster up at night. The one question that hounds him as he works. Her disappearance cut him to his very core—for the Mad Mage has abandonment issues like no other. He scorns her as a deserter, a treacherous daughter. Truly, he's afraid of her and the entire situation.

The Contestants. Despite plunging them into this horrid game, Halaster cherishes few others more than his beloved contestants. For them, he'll move the moon—or send it crashing down upon their heads. His idea of challenge is akin to a god pressing their thumb upon the world—walking the fine line between adversity and Armageddon. Should they ever complain about the hardships he visits upon them, he insists it's all to help them realize their "true potential."

HALASTER'S GOALS: REDEFINED

When running *DotMM* with *Halaster's Game*, these goals take precedence over what is written in *DotMM's* overview chapter. All are active, no matter how deranged Halaster might currently be, and are prioritized in the following order:

1. RATINGS, RATINGS, RATINGS

Halaster's foremost goal is to achieve the highest ratings for *Dungeon of the Mad Mage*. Every season (each featuring another adventuring party) is an opportunity for him to hone his craft. He does whatever is necessary to make a perfect season, short of performing a *deus ex machina* to save the contestants.

Contestants would be shocked to learn that Halaster is actually *rooting* for them. Every season has ended in bitter disappointment and he needs a win. While he won't spare the adventurers, he does not go out of his way to destroy them—not until they finally arrive to his lair on L23.

2. ONE WHO IS WORTHY

So seldom has a pupil impressed Halaster that he's always searching for the next—one who might even carry the mantle of "Mad Mage" one day. None of his current apprentices suffice, nor do any of the students of Dweomercore. No, Halaster's ideal apprentice is a contestant of *Dungeon of the Mad Mage*, one who bests him in combat.

Halaster prefers wizards as apprentices but will settle for (in this order) sorcerers, bards, and finally warlocks (whom he calls "cheaters"). So long as they can perform arcane magic and have a sufficient supply of "moxy," Halaster will welcome them the same way he welcomed all his other apprentices: by putting them through a crucible.

Ideally, this candidate will prove their worth by besting his current apprentices (including the reluctant candidate Drivvin Freth of L12), as well as the students in Dweomercore.

3. EZZAT'S DESTRUCTION

As described in *DotMM*, Ezzat the lich has earned Halaster's ire. To battle the lich himself would mean lowering himself to the undead's level, and so the Mad Mage directs adventurers to destroy Ezzat. See L20.

4. WATERDEEP'S FALL

As written in *DotMM*, Halaster has entertained the idea of installing the Shadowdusks of L22 as puppets in control of Waterdeep—if only for the exercise of growing his influence or filming new game shows.

5. DEATH TO THE DROW

The Mad Mage can tolerate a great many of things and admires many more: desperation, tenacity, stubbornness in the face of adversity. What he cannot abide, however, is pride—and the drow houses Auvryndar and Freth are chock-full of it. His irritation has soured into loathing, and he views them as parasites encroaching upon his domain.

Halaster would like nothing more than to see them felled by the lowest, meekest, most humble of creatures possible. Thus, it makes a fitting challenge to the contestants of *Dungeon of the Mad Mage*.

6. PEACE (NEVER) IN OUR TIME

The githyanki crusade against the mind flayer colony of Seadeeps is an amusing debacle for Halaster. He often films the conflict, hoping to either make a spin-off to *Dungeon of the Mad Mage* or a documentary. However, he fears the conflict spiraling out of control and ending too soon. He'd rather keep the conflict alive for years to come so as to have more material.

7. A GLIMMER OF JHESIYRA

The fate of Jhesiyra still hounds Halaster, who considers her disappearance as the blackest of betrayals. The *Companion* leaves Jhesiyra's involvement in the campaign up to the DM. See L23 for details on how to include her in the campaign's final chapter.

GAGS & GIMMICKS

Halaster's abilities are bound only by your imagination. You have carte blanche, so long as you do not use that to outright slaughter the adventurers. He is conveniently omniscient and nearly omnipotent. He is always surveilling—"filming" as he calls it—the adventurers in the form of *arcane eye* and *scrying* spells. Truly, he is the *dungeon master* of Undermountain.

Spell List. Halaster's list of prepared spells are of no concern to you. With eons of study, he knows literally every wizard spell. Don't be bogged down by what's in his statblock—until, of course, he and the adventurers are embroiled in a true fight, such as in the ultimate chapter of *DotMM*.

DROPPING MONSTERS

Halaster can literally drop monsters on the party's heads. If he feels they're too smug, he can drop an ooze or teleport in a rampaging minotaur—or perhaps an angry flock of rabid geese. This method is great for interrupting any long rests the party might want to take in areas they shouldn't.

Whenever you decide to drop monsters on the party, an illusion of Halaster appears nearby and rolls a twenty-sided die. On a roll of 18 or above, this fickle torturer teleports a monster in. Roll a d10 to determine the monsters, consulting the Monster Drops chart. All creatures are low CR, as these encounters are meant only to vex the party. Don't overuse this gag. Not only will it grow tiresome for your players and slow down your game, but it will increase the module's difficulty.

The following encounters require more detail:

Howl of the "Werewolf." Halaster teleports in an unfortunate **commoner** (with 20 hit points) under the effects of numerous spells. An illusion spell paints him as a werewolf and a lifelike howl is unleashed when he appears. A spell of *mirror image* suggests that there's actually four beasts. For added theatrics, a *fog cloud* is unleashed as well. The commoner is gagged; every movement is twisted by magic to make it seem as if the "werewolf" is attacking the party. Discerning the illusion requires a successful DC 22 Intelligence (Investigation) check.

Minotaur Charge. Halaster casts *passwall* on a nearby wall, opening a passage. He then teleports in a **minotaur**.

The Phase Web. A rift opens up, spitting out a web at a point of Halaster's choice within 20 ft. Each creature in a 10-foot-radius sphere centered on that point must make a DC 12 Dexterity saving throw or become restrained (escape DC 12, made as an action). A **phase spider** clambers out of the rift and attacks its new prey.

Rat-Tat-Tat. Suddenly, a *grease* spell is cast upon a 10-foot-area occupied by an adventurer. A rift then opens up above their heads, dropping 1d4+2 **swarms of rats**.

Thinking with Portals. Halaster opens up a rift from which a creature makes an attack. The creature remains *in* the rift, only using its claws, fangs, or other appendages to attack. If it retreats 10 feet, the rift snaps close; if the creature grapples a character and the victim is pulled into the rift, the character appears in an environment typical of that creature (such as a marsh for a crocodile). The rift then snaps closed behind them. If the creature is slain, the character is shunted back to Undermountain. Roll a d100 to determine the creature:

MONSTER DROPS

d10	Encounter
1	<i>Rat-Tat-Tat</i>
2	1 psychic gray ooze hidden in gray mud
3	<i>Minotaur Charge</i>
4	1d4+1 smoke mephits
5	1 ravenous owlbear preferably during lunch
6	<i>The Phase Web</i>
7	1d4 rust monsters
8	<i>Howl of the "Werewolf"</i>
9	1 blood hawk with <i>blur</i> cast upon it
10	<i>Thinking With Portals</i>

1-20. Saltwater crashes out of the rift, dousing any lit torches.

A **hunter shark** lunges from the rift. If the shark takes 10 points of damage in one turn, it falls out of the rift and into Undermountain and begins to suffocate. The rift then closes.

21-40. A **crocodile** lunges from a marshland rift.

41-50. The chamber is flooded with salt water while a **giant octopus** gropes at characters from beneath the Sea of Swords.

51-60. Mud and detritus explode from a rift in front of a character. The character must make a DC 14 Dexterity saving throw or be blinded until the start of its next turn. A **giant toad** tries to swallow the character.

61-70. The rift is hidden behind an illusory wall or other object until a creature enters within 10 feet, after which 2d4+1 **apes** hurl rocks (Rock attack) at the character. The illusion then shatters, revealing a floating rift with several simians 10 feet away from the rift on their side. The apes flee to their rift.

71-80. The rift opens upon a confused **red dragon wyrmling's** lair. It unleashes a Fire Breath attack before the rift snaps shut. At your discretion, this lair is Stardock, L16.

81-95. The rift drops a sack seemingly bulging with coins and gemstones. The sack is actually a **mimic**.

96-100. A rift containing a **roper** forms 20 feet away from a character; the roper is 30 feet deep into the rift. It attempts to reel into the rift.

THE POINTS GAME

Halaster—that sadistic son of a bitch—has a penchant for violence and sick hilarity. He also has a near limitless supply of... well, supplies. Thus, he's invented the Points Game.

Whenever one of the adventurers does something that pleases or displeases Halaster, he awards or subtracts an arbitrary number of points—which he informs the character of through telepathy. These points, he assures the adventurers, can be redeemed for both magical and mundane items, or spells cast upon the character or the area around them.

Rewarded Actions. The following antics are oft rewarded by Halaster:

- Correctly answering a question telepathically posed by him or solving the riddle to one of his gates
- Humiliating, betraying, or hurting a dear ally
- Scoring a critical hit against a creature Halaster's indifferent towards or detests
- Feats of daring, including defying death such as by succeeding on a Death saving throw
- Puns or other witty jokes
- Pulling off a cunning plan or tactic

Punished Actions. These antics, and the like, displease the Mad Mage:

- Interrupting someone's monologue
- Littering in Undermountain
- Sparing a foe of Halaster's

Rewards. The value of an act is completely arbitrary, but the prices for prizes are fixed. The price in points of a nonmagical item is equal to its cost in gp. When it comes to magical items, the price is determined by rarity: 250 for a Common item, and 500 for Uncommon. Halaster refuses to award anything rarer than that. Any magic item he awards that has charges on it is destroyed upon reaching 0 charges. If a magic item doesn't normally have charges, assume it has 1-3 and is confiscated by Halaster after its use.

Likewise, wizard spells of up to 2nd-level can be redeemed like *knock* or *enlarge/reduce*. 1st-level spells cost 300 points, and 2nd-level spells 500. This is often delivered in the form of a *spell scroll*.

REGIONAL EFFECTS

The following have been added to Halaster's Regional Effects:

Sentient Illusion. The Mad Mage sends a copy of himself, but not a simulacrum per se, to interact with the party. He can see and speak through this illusion or momentarily gift it enough autonomy and wit to speak with the adventurers while Halaster is busy with other work. The Mad Mage knows everything the illusion says, hears, sees, and does.

Bored Simulacrum. Halaster's madness manifests in a simulacrum (created as if by the *simulacrum* spell) which can harass the adventurers in nonlethal ways, such as casting *wall of stone* or *hallucinatory terrain* in their vicinity. The Mad Mage rarely becomes aware of a simulacrum but destroys it when he does, fearing that it might one day rival him.

Disembodied Narrator. Whenever you want to speak to your players through Halaster ("That went well" or "Are you sure?") you can have the Mad Mage telepathically communicate to the party without blowing their cover or revealing their presence to other creatures nearby.

Chaotic Combatant. Halaster can randomly show up during combat and use his magic for hilariously, horrifying results—petrifying a goblin, or wrenching and animating the skeleton from a slain bugbear (thus, adding a **skeleton** to the encounter). So powerful is the Mad Mage that he has no initiative and no spells to be bound by—he's bound only by your imagination.

The Impenetrable Dark. A favorite antic of Halaster's is to curse a character with darkvision to a life without it. A spell of *remove curse* can restore a character's darkvision, otherwise it returns whenever Halaster has grown tired of his prank. Alternatively, he can magically cause darkvision to fail in a 100-foot-cubic area of his choosing.

Sudden Conjurations. Halaster shunts the contestants into a demiplane stocked with whatever challenges or horrors he has in mind or teleports them elsewhere. If you want to insert a one-shot, especially any of the adventures written for *DotMM* by other authors, this is an ideal method to introducing it.

Shadow Assassin. Halaster targets a creature, subjecting it to a DC 16 Charisma saving throw. On a failure, its shadow animates into a **shadow** or **shadow assassin**, which attacks its owner. If destroyed, the owner regains its shadow.

DUNGEON OF THE MAD MAGE

The following sections apply directly to Halaster's game show, *Dungeon of the Mad Mage*, which is, apparently, watched by countless viewers across the multiverse, if you'd believe Halaster. These aspects apply regardless of the level of Undermountain the adventurers are currently on.

Halaster's rules for the game are brutally simple, which he can explain as early as L1, if the adventurers find Area 27, the Hidden Demiplane. Otherwise, he can appear at your discretion starting on Level 2 or later.

Excursions. Halaster *promises* the adventurers that, should they leave Undermountain for more than a week, he will forcefully teleport them back to L1.

Losing. The only way to lose Halaster's game is to die—and if all party members, original or otherwise, eat it, then a new season of *Dungeon of the Mad Mage* will follow—perhaps years or even decades later.

Winning. Halaster leaves the winning condition intentionally vague, leading the adventurers to believe they just have to reach his lair on the twenty-third level of Undermountain. When they get there, however, it becomes clear that freedom can only be won by killing the Mad Mage—for Halaster tells them that "next season, I'll make it harder for you."

The Prize. Halaster promises the contestants a *wish* spell. This bargain is kept even after the adventurers realize they must kill Halaster. When reduced to 0 hit points, Halaster halts time. His wounds temporarily staunched, the Mad Mage honors his promise, hears the contestants' desire, and casts *wish* once.

Forever and Ever. Even if the adventurers slay Halaster, the Mad Mage cannot truly die. When he reforms 1d10 days later, he may set plans in motion to conjure the adventurers back into Undermountain. See the *Third Times the Charm* ultimate showdown encounter on L23, as well as *Optional Twists* for details.

THEME SONGS

No show is complete without a catchy theme song, and *Dungeon of the Mad Mage* is no different. Several suggestions are outlined below.

You don't want to play the theme song at the *very* start of your campaign. Your players should explore much of L1 without knowing they're the newest contestants in Halaster's game. Only use it when they finish Level 1 and begin their descent to L2, adding it in the Send-Off described at the end of Chapter 1 of the *Companion*.

Afterwards, it's suggested you play your theme song in the following scenarios:

Opening Credits. Kick off your gaming session with your preferred theme song, preferably mixing in a recap of what happened last session.

The Mage Looms. Whenever he's nearby, "filming" them or just engaging in his patented tomfoolery, you can play a bit of the music. It's guaranteed to put your players on edge.

End Credits. Cap off your session by playing the theme song, preferably while narrating the epilogue Send-Offs included in each chapter of the *Companion*.

DUNGEON PROFILES

d10 Character	d10 Character
1 Arcturia	6 Player Character
2 Trobriand	7 Ezzat
3 Vanrak Moonstar	8 Muiral
4 Vlonwelv Auvryndar	9 Jhesiyra Kestellharp
5 Tasselgryn Velldarn	10 Sundeth

THIS WEEK'S DUNGEON PROFILE

Whenever you take a break or return from one at your table, you can sneak in a "Dungeon Profile" to foreshadow or shed light on a major character of *DotMM*. Each profile comes with a narration for you to read to your players, giving them an idea of what they face. However, many characters, or details thereof, have been omitted so as to not ruin the suspense or spoil a secret, such as the aboleth Illuun (see L4) or the Shadowdusk family (L22).

All profiles are written by Halaster but voiced by a posh and professional man—although this is just secretly Halaster with a spell upon him to change his voice. As it becomes apparent in some profiles, Halaster lies, twists the truth, or lets his bias and temper get the better of him.

Roll a d10 to determine this week's profile and announce, "And now, this week's dungeon profile!"

ARCTURIA

A vision visits your mind, showing a stunning woman with gossamer wings and bone spurs jutting from her forearms. Azure scales line her flesh and she wears a gown of cream and gold. Something about her seems... less than alive.

"Arcturia," booms a voice, "arguably the most powerful of the Mad Mage's original seven apprentices. Eons have passed and death has yet to claim Arcturia. Lichdom has been her reward, and through intensive transmutations, she has reversed her deterioration into a corpse. Vanity and whimsey have always been her vices and not even undeath could deprive her of that beauty and wonder."

You hear music. A harp. This Arcturia woman, this blue-scaled butterfly of a woman, dances lithely while animal-headed servants watch. That's right. Servants with the bodies of men but the heads of beasts: a moth, a dingo, a stork, and much, much worse. When will this vision end? you wonder.

One of the original Seven and now a **lich**, Arcturia has altered her form so much she hardly appears human, let alone undead. See Level 14 & 23.

EZZAT

You see the image of a hooded skeleton whose eyes brim with blue fire. In his bony hand is a locked tome.

"Damned Ezzat," a voice whispers, "A blight upon this mountain, this world. The impotent gods dare not strike him down, but a hero might come to turn this lich to ash." Ezzat, a **lich**, has been a thorn in Halaster's side for ages—but it's beneath him to face Ezzat himself. See Level 20 & Halaster's Goals for more details.

HALASTER'S TOP 10

Rank	Artist & Song
1	Apocalyptica's <i>Hall of the Mountain King</i>
2	Blues Saraceno's <i>Run On For a Long Time</i>
3	Ennio Morricone's <i>Rabbia E Tarantella</i>
4	<i>The Cosby Show's</i> theme song.
5	Blondie's <i>One Way or Another</i>
6	Benny Goodman's <i>Sing, Sing, Sing</i>
7	DJ Day's <i>Four Hills</i>
8	Seatbelt's <i>Tank!</i> (<i>Cowboy Bebop</i> theme)
9	Ousiodes' <i>Arcadia</i>
10	Gary Jules' <i>Mad World</i>

1. Best described as sinister yet whimsical
2. Imagined as the adventurers constantly fleeing Halaster's wrath or monsters
3. Tense and explosive
4. Nonsensical, upbeat, whimsical
5. Really epitomizes their relationship with Halaster, doesn't it?
6. Jazz with a hint of cynicism
7. Provides a well-needed warning: never, *never* die
8. High tense jazz, perfect montage music
9. A melodic power metal song, if your players are into that
10. Paints Undermountain as a place of perpetual sorrow, its residents unable to escape the Mad Mage's antics

JHESIYRA KESTELLHARP

Music floats into your mind: a sorrowful score performed on piano. Darkness clouds your vision before giving way to a portrait of a plain woman dressed in yellow-and-blue robes. Her face betrays the subtlest hint of a smile.

"Oh, Jhesiyra," a voice murmurs. "Where could you have gone, my precious pupil, Jhesiyra? Why would you forsake us? Me? Why? *Why? Answer! Answer me!*"

Your world trembles as the voice twists with spite and rage. "Then go! Go, wench! Begone, treacherous cur!"

The rasp of steel against a scabbard rings through you. A blade comes crashing down on the portrait of Jhesiyra. Your very blood! It sings! It rages! You fall to your knees, hands clasped about your eyes as the darkness takes you away from this scene of betrayal and heartbreak.

Jhesiyra abandoned her mortal form long ago but still haunts Undermountain, hoping to seize it from her former master, the Mad Mage himself. To this day, Halaster wonders where she went—and his heart burns with scorn at the implication that *he* could be forsaken by an apprentice. See "Undermountain Secrets" in the Undermountain Overview of *DotMM*.

MUIRAL

An image plays across your mind: an abomination with the torso of a man and the body of a scorpion wields a gleaming greatsword in its grip.

"Muiral the Misshapen," booms a voice within your skull. "Bodyguard and later apprentice to the Mad Mage. His descent to madness ended in this grotesque form. His Gauntlet in the bowels of Undermountain have claimed many a soul—and his magics many a body as undead. And now the drow are at his door, carving away his kingdom piece by piece. Oh, poor, poor Muiral. Godforsaken fool. Tragedy is his to wallow in."

This monstrosity haunts L10—appropriately named Muiral's Gauntlet. See L10 for more details & App. B for his statistics.

PLAYER CHARACTERS

These profiles are scathingly written by the Mad Mage, who has already dug up the character's most embarrassing or darkest secrets through divination magic. The point is to taunt, mock, and enrage the character. Tailor them to your players, drawing on their backstory, especially their past mistakes or deepest regrets.

SUNDETH

The visage of a half-ogre astride a wyvern blazes across your minds. Over a subterranean harbor they fly while a voice booms, "Sundeth, the tyrant of Skullport. The Xanathar Guild has ordained his reign and all the Port of Shadow cries out for freedom! Will none stand boldly against this crimson king?"

The half-ogre **champion** rules over the Port of Shadows from the fortress of Skull Island. While he has little bearing on the campaign, the adventurers may seek to topple Sundeth's reign, especially if they're motivated by the Harper and Zhentarim agents in Skullport.

TASSELGRYN VELLDARN

The image of a wizened old crone sipping tea in a shop stuffed with scrolls, tomes, and other minutiae consumes your mind. A voice narrates, "Tasselgryn Vell darn, Skullport's most respected magus. Those in need of a spell scroll or a message sent back to the surface will be fond customers of her services.

"Magus Vell darn also offers teleportation back to the surface. Go on, go solicit her services. Watch how far you can get away, my dearest contestants—see how far you can run before I wring your gods-damned brittle, little necks—"

The narrator coughs embarrassingly and continues, in a soberer voice, "*Ahem*. Customers should seek out Magus Vell darn's services at *The Poisoned Quill* of Skullport."

This **archmage** is a dear friend of Halaster's. Her shop, *The Poisoned Quill*, specializes in spell scrolls and *sending* spells. She can also teleport customers to Waterdeep for 50 gp a head. See the Skullport chapter for more details.

TROBRIAND

The image of an iron golem fitted with a steel skull flits across your mind. Its movements are too human-like to be written off as a construct.

"Trobriand: always the tinker of the Mad Mage's apprentices," a voice narrates. "Since his youth he has sought to combine metallurgy with magic, to escape the mortal coil, to create perfection. Undermountain is haunted by his inventions, by mad machines desperate for any outlet to their torment.

"Trobriand is no different than the worst of his creations. Detesting the frailty of flesh, the Metal Mage forsook his godly-given form for the strength and incorrigibility of steel—but at what cost to his sanity?"

The so-called Metal Mage comes in the form of an **iron golem** with spellcasting, and is one of Halaster's original seven apprentices. His fascination with metallurgy prompted him to transfer his spirit into a golem. See L13 & L23 for more details.

VANRAK MOONSTAR

Your mind reels, swims—you behold a stately portrait of a handsome lord. The brass plaque reads VANRAK MOONSTAR. The nobleman bears a coy smile... but the air swims with miasma and the portrait begins to age. The smirk hardens into a scowl as the bags grow beneath Vanrak's eyes. Laugh lines twist into crow's feet.

"May we all remember the dark fate of Lord Vanrak Moonstar," a voice booms. "Reluctant patriarch of House Moonstar and apostate of the goddess Selûne. Her scorn brought ruin to his household and for that he turned to Shar, the Lady of Loss. Hounded by his critics and persecuted by his siblings, Lord Vanrak led his followers to the safety of Undermountain where they would be warm in Shar's shadow. May Vanrak rest in peace, his legacy continued by the most devout of his followers centuries later."

Vanrak has long since died—to his own hand, no less—but the evil he begat grows bolder by the day. See Vanrakdoom on Level 18 for more details.

VLONWELV AUVRYNDAR

Perfume wafts up your nostrils and caresses the tender flesh behind your eyes. Are... you having a stroke?

"And this week's dungeon profile is," a voice narrates, "Vlonwelv Auvryndar, drow priestess of the demon goddess Lolth."

The image of a stunning dark elf whose eyes radiate hate fills your mind. Her eyes lock with yours as that voice continues, "Ambition drives Vlonwelv just like other noblewomen of drow society. Yet what she could not achieve in the Underdark, she aims to seize here in Undermountain. Greedy temptress! Ravenous, fair-haired conqueror! Might she meet her red end soon, for from Muiral's Gauntlet in the bowels of Undermountain her forces march to take that which never belonged to them."

Vlonwelv, a **drow priestess of Lolth**, commands House Auvryndar from her stronghold on Level 10. The adventurers are on a collision course with her children starting with Level 3 of the dungeon. See Level 10 for more details on Vlonwelv.

TRANSPLANAR ADVERTISEMENTS

Whenever you take a break at your tabletop, you can spice things up with any of the following advertisements. Roll a d100 and consult the table on the following page.

1-50. These begin with, "This episode of *Dungeon of the Mad Mage* is brought to you by..."

51-100. These begin with, "And now a word from our sponsors."

TRANSPLANAR ADVERTISEMENTS

d100	"This episode is brought to you by..."	d100	"And now, a word from our sponsors:"
1-2	"Mimics—they're <i>everywhere!</i> "	51-52	"Close your eyes. Now open one. Drink Diet Cyclopsi."
3-4	"the Letter P and the Number 2."	53-54	"The Dragon Queen shall rise again. Hail Tiamat!"
5-6	"Paethier's Pipeweed: Keep blazing, stay amazing!"	55-56	"The druidess of Wyllowood warns all: harm not lest ye be harmed."
7-8	"Hadar, arm of the Void: <i>Phlanuf-bakh-atar!</i> "	57-58	"Xanathar sends its regards."
9-10	"the Knights Who Say Nee: Nee."	59-60	"The Eye of Vecna has been stolen. Trust none. Pray to your gods."
11-12	"Texas Beholdem, the multiverse's premiere poker tournament. Tickets are available now! Come for the cards, stay for the eye rays! <i>Live audiences are subject to disintegration rays.</i> "	61-62	"Tomorrow night on <i>Enter the Arena</i> : Githyanki gish Elirdain squares off against the Sycophant of Ooze. Check out this stunning display of glory, guts, gore and more on <i>Enter the Arena!</i> "
13-14	"the Yawning Portal: Stop on by and have a brew as fools galore dip themselves into the horrors of Undermountain."	63-64	"The Future Caretakers of Everything would like to remind you: plant a tree for once, you gods-damned fools!"
15-16	"the good folks at Garret Stone. Whenever I need good masonry done, I abduct those dwarves myself. Devoted little fools. They'll tunnel themselves to freedom in no time!"	65-66	"The Legion of Azrok needs <i>you!</i> The banners wave, and the trumpets call! Serve a cause greater than yourself and pledge your fealty to Warlord Azrok in the Ruins of Stromkuhdur!"
17-18	"the Ghaunadaur ooze-clerics of Undermountain: <i>fhinala-pekteeen-eeen-pa-pha! Paaa-pha! The Church of Ghaunadaur is not responsible for any caustic burns, mutations, or reduction to jelly matter that will definitely occur during or after baptism.</i> "	67-68	"Have you been victim to food poisoning or spontaneous combustion from a popular interplanar burger chain? Call us at Miller and Dreadnought for a free consultation. You have rights! Leverage them against the Fast Food Titans and make your voice heard!"
19-20	"Handers, the world's finest personal assistant! With a <i>ring of mage hand</i> , you too can be diligently catered to by your own spectral servant! Handers can do everything: light a candle, unlock your door, cook your dinner, secretly transpose your most intimate conversations, and even play the harp! Order now!"	69-70	"Lawsuits alleging Wolfburger Lord seeds its cuisine with subpar ingredients or evocation spells are simply unfounded—and to celebrate the settlement, Wolfburger is offering a 2-for-the-price-of-1 deal, so come on in and enjoy a Wolfburger Deluxe at half the cost! <i>Limited time offer only, maximum one party per transaction.</i> "
21-22	"the archdevil Baalzebul: Do your past failures yet haunt you? Do you hunger for your lost status? Do you crave redemption? Seek out your local cult liaison now! The past needs not be the future!"	71-72	"Dweomercore is accepting applications from all wizards and magi. If you have what it takes to study at Toril's most premiere subterranean university, then, well, what are you waiting for?"
23-24	"The archangels of Celestia: 'We would like to thank all the those currently devoted to destroying evil everywhere. Remember, your excruciatingly painful death at the hands of evil will be worth the endless joys you will experience in Celestia.'"	73-74	"Need to get away for a bit? Need some excitement in your life? Ragetide Cruises are offering a sweepstakes give-away for a limited time only! Sign up and win your free cruise across the flaming seas of the Plane of Fire now! Treat yourself!"
25-26	"The Coalition of Material Planar Astronomers would like to warn you of the supermassive black hole developing just outside your star system. The worlds of Eberron, Oerth, Toril and Athas are advised to seek refuge on the Astral Plane immediately."	75-76	"Got a nemesis on his way? Curious to what the future holds? Are you suspicious of your beloved? Divinations need not cost an arm and an eye. Call us at <i>Discount Divinations</i> , where we'll provide answers for your deepest insecurities and raging paranoia."
27-28	"Walt Pixie Studios: Come see for yourself where magic and creativity are exploited for profit."	77-78	"Joseph Stein's hit new play, <i>The Roper on the Roof</i> has hit theaters across the multiverse! Reserve your tickets now, you philistine!"
29-30	"Miller and Dreadnought: Attorneys at Interplanar Law. Have you been kidnapped by a deranged archmage? Have you been subjected to an insidious game for a live audience? If so... Don't call us."	79-80	"Adversity lurks around every corner. Welcome it. Conquer it. Never shy from adversity—meet its gaze and just do it. Undermountain Dew: do the Dew."
31-32	<i>The image of a satyr flashes across the characters' minds and a jubilant voice shouts, "Billy Mays here with my newest product: sausage! Staving off hunger has never been so easy. With this kobold sausage, you too can live nutritiously! But wait, there's—"</i>	81-82	"Have you been experiencing memory loss? Confusion? Complete loss of a brain? Have you been seeing strange tentacled beings? You could have a mind flayer infestation! Call 1-800-GITHYANKI now for a free consultation. A githyanki knight is already on her way!"
33-34	"Nobody! If you'd like to occupy this advertisement space, direct your <i>sending</i> spell to 10-14-79-18-DIV-20401E."	83-84	"Elvish Presley's new album <i>That's the Way It Was</i> is out now! Get your copy of the interplanar rock-sensation's newest collection now!"
35-36	"Justified, LLC." <i>A heavy accent drawls, "Howdy there, folks, we got us a ripe new bounty—a vagabond from the world of To-riL. Pretty hefty price too. Wanted dead or alive. Happy huntin'!" The visage of one of the adventurers blazes across the characters' minds with a listed reward of 10,000 gold pieces.</i>	85-86	"Have you or a loved one been polymorphed, petrified, or enchanted by a law-flouting mage? Has your mailbox been turned into a rooster by a devious wizard? Call us at Miller and Dreadnought for your free consultation. You have rights! Leverage them against these Arcane-wielding tricksters and ne'er-do-wells!"
37-38	"Mirt the Moneylender: There's no catch!"	87-88	"Shop at Gilmore's Glorious Goods: only on the world of Exandria!"
39-40	"The Tart but Polite Shadow That Shall Envelope You One Day."	89-90	"The Abyss is offering asylum to all refugees of interplanar war."
41-42	"the telepathic cranium rats watching from beneath your kitchen floorboards: 'We... Enjoy... <i>You.</i> '"	91-92	"Fans of Walt Whitdwarf, rejoice! Second Hand Publishing is reprinting the mythic poet's <i>Greaves of Brass</i> . Get yours now!"
43-44	"Dissatisfaction—that slow and insidious infection that turns all joys, all dreams, to bitter ash. Its rot is already in you."	93-94	"Tired of waking up next to a stranger? Paranoid that your confidant isn't who they say they are? Order the Doppelganger Detector now!"
45-46	"Your deep-seated and justified insecurities!"	95-96	"Ed's Adventure Emporium: Embark on your... 'Edventure...' today."
47-48	"Enter-flies: Got somewhere to go, but your broom or carpet is in the shop? Enter-flies' rental vehicles are just one call away!"	97-98	"Got a deadline and out of ideas? Try Muse Dust! Fast-acting and portable, no tools required but your nose! Find your muse today!"
49-50	"Brawlstate, the multiverse's most respected adventure-insurance company. Healing spells and resurrections don't come cheap. That's Brawlstate's stand. Are you in good hands?"	99-100	"Attention! An extraplanar criminal has escaped justice! Be on the lookout for a gaunt human mage from the world of Toril!" <i>An image of Halaster's visage blazes across the characters' minds.</i>

DUNGEON OVERVIEW

Dungeon of the Mad Mage has twenty-four chapters, each bulging with information. To comb through the entire book can take hours, and while each chapter begins with a nice summary of its content, there are still vital details buried in between room descriptions. Refer to this overview to lighten the load.

LEVEL CATEGORIES

The levels of Undermountain can be loosely divided into three categories, reflective of the Three Pillars of D&D:

Exploratory. Exploratory levels call back to the ancient days of dungeon-crawling that was D&D, which this entire module is in homage to. The areas of these levels have little story beyond a shared theme. The upper reaches of the dungeon are more exploratory in general.

Narrative. Also described as "event-based" levels, these chapters of *DotMM* weave a story. The order in which areas are discovered matter little, and the adventurers are likely to backtrack to solve a quest or issue that bars them from progressing from the level.

Combat. Sometimes existing as a middle ground between the first two categories, combat-oriented levels are expected to be hack-and-slash. Few areas can provide rest, and some are, more or less, trials put upon the party to overcome as soon as possible.

LEVELS IN A SINGLE SENTENCE

The levels of Undermountain are summarized below:

1. Bandits extort adventurers brave or foolish enough to comb through Undermountain's uppermost level.
2. Goblins carve out a meager mercantile life as the Xanathar Guild feuds with a wererat gang led by a drow of House Auvryndar with Zhentarim sympathies.
3. The drow of House Auvryndar war against the goblinoid Legion of Azrok for control over the dwarven ruins of Stromkuhldur and the River of Sargauth.
4. The River of the Depths feeds into a cavern infested with kuo-toa bedeviled by the aboleth Illuun.
5. The River of the Depths descends to Wyllowwood, a forest magically created by Halaster for the archdruid Wyllow; harming the woods or its animals guarantees her wrath.
6. Duergar have raided a Melairkyn dwarf temple in search of riches.
7. Stone giants cursed with magical amnesia are tormented by one jackass of a faerie dragon who lairs in the empty castle of the archmage Maddgoth, a serial killer of magi.
8. Bullywugs under the iron heel of a death slaad wage a desperate war against spirit naga who use a *rod of rulership* to enslave mortals.
9. Magi study arcane secrets under "Halaster's" tutelage; they're all tremendously awful people.
10. Desperate to hold onto his territory, Muiral the Misshapen preys upon interlopers and the drow of House Auvryndar, who have turned this level into their seat of power.
11. House Auvryndar dukes it out against their rival, House Freth, for supremacy over Undermountain. A behir and a balhannoth (added by the *Companion*) prey on both sides.
12. House Freth tries to hold onto their territory against a tribe of minotaurs while their most premiere wizard is being courted by Halaster to become his newest apprentice.

LEVEL CATEGORIES

Level	Name	Category
1	Dungeon Level	Exploratory
2	The Arcane Chambers	Exploratory
3	The Sargauth Level	Exploratory/Narrative
3A	Skullport	Narrative
4	The Twisted Caverns	Combat
5	Wyllowwood	Narrative
6	The Lost Level	Exploratory/Narrative*
7	Maddgoth's Castle	Exploratory/Narrative*
8	Slitherswamp	Combat
9	Dweomercore	Narrative
10	Muiral's Gauntlet	Narrative/Combat
11	Troglodyte Warrens	Exploratory
12	Maze Level	Combat
13	Trobriand's Graveyard	Exploratory
14	Arcturiadoom	Combat
15	Obstacle Course	Combat
16	Crystal Labyrinth	Narrative
17	Seadeeps	Narrative
18	Vanrakdoom	Combat/Narrative
19	Caverns of Ooze	Exploratory
20	Runestone Caverns	Combat
21	Terminus Level	Narrative
22	Shadowdusk Hold	Narrative
23	Mad Wizard's Lair	Climax of the Campaign

* Altered in the *Companion* to achieve that theme

13. Hobgoblins raid Trobriand's scrapyard for metal while a gnome mage seeks to create a duplicator machine. The *Companion* turns it into a Mad Max-esque romp replete with motorcycles and hobgoblin bikers.
14. Fire giants and hobgoblins work on a gundam ("Mecha-Halaster") that Halaster intends to loose upon Waterdeep.
15. The Mad Mage kicks back and relaxes while adventurers are terrorized by a death tyrant and a menagerie of traps.
16. A portal links to an asteroid orbiting Toril from which githyanki wage a crusade against the mind flayers infesting Undermountain.
17. A mind flayer colony, replete with a Matrix system, is defending against the Githyanki invaders.
18. A cult led by a vampire cleric of Shar is melding its lair into the Shadowfell while plotting to attack the temples of Lanther and Selûne in Waterdeep.
19. Ooze-worshipping priests have been cursed to gelatinous forms by Halaster; a stranded spacefaring crew is just barely surviving; and two genies hurl adventurers at the lich Ezzat of Level 20 to recover his phylactery.
20. Golems that worship Halaster as a god try to wrest control of the caverns from Ezzat, the lich, an old friend and enemy of the Mad Mage.
21. A planetar has fallen from grace and rules over these mines with an iron fist and a taste for violence. Resident duergar pine for any chance to rid themselves of their tyrant.
22. Starspawn-worshipping cultists prepare for their bloody and triumphant return to Waterdeep and have breached the Far Realm itself.
23. The Mad Mage awaits the adventurers with his apprentices Trobriand and Arcturia.

INTERCONNECTED LEVELS

Much to its fault, *Dungeon of the Mad Mage* is divided into twenty-three levels with little connection to each other. It often feels like a "Villain of the Week" sort of plot—which makes sense if you run *Halaster's Game*, as it's a game show. No matter how titanic the conclusion to the events on one level, it's neighbors will hardly be affected. It's not worth leafing through the entire book to figure out which levels are related to each other, because only a handful do, and it's because of the factions inhabiting those areas. See *Factions of Undermountain* below for more details.

CUTTING LEVELS

Dungeon of the Mad Mage is a lengthy campaign no matter which way you slice it. Some levels fall short, while others amaze. If you're looking to trim away the fat, you might want to consider cutting the following levels or replacing them with other adventures written for the Expanded Dungeon. This is all, of course, a matter of opinion and a particular level listed here might actually jive with you. The *Companion*, for its part, tackles every level, aiming to polish or overhaul its content.

L2 can be considered an expansion of L1. Its only highlights are the Fine Fellows of Daggerford and the goblin bazaar, which the adventurers can patronize.

L6 could be called the "Lifeless Level." Unless your party includes a dwarf or archaeologist interested in the Melairkyn dwarves, you should consider cutting the level. The *Companion* turns it into a horror-thriller replete with invisible stalkers.

L7 is a waste of time without Maddgoth (whose return is included in the *Companion*).

L13 is overhauled by the *Companion* into a Mad Max-esque romp through a desert, replete with motorcycles, jeeps, and hobgoblin bikers. Without that change, L13 is a waste of time.

FACTIONS OF UNDERMOUNTAIN

The various factions of Undermountain fulfill otherwise-empty roles in *DotMM*. Without them, the adventurers are merely hacking through monsters. Two types of factions inhabit the dungeon: major and minor. However, there is no overarching faction in *DotMM*. Halaster is the only constant and, despite having a plethora of minions and apprentices, he and these agents can hardly be counted as a faction, for they don't make strides towards Halaster's goals.

- Major factions span several levels of the dungeon, wield significant influence, and rear their oft-ugly heads at the most (in)opportune moments.
- Factions designated as "minor" are no less important or less powerful than major factions—they merely make fewer appearances in the adventure and are often confined to a single level, if not a single area. They still have a direct impact on that level's narrative but often cease to be important thereafter.

DEATH'S HEAD PHALANX

Minor faction found on Levels 13 & 14

Led by the warlord Doomcrown, the hobgoblins Phalanx has taken to raiding L13 for scrap metal, which goes towards the construction of a gargantuan construct in the likeness of the Mad Mage. This "Mecha-Halaster" will one day be unleashed upon Waterdeep unless destroyed prematurely. The warlord is the estranged son of Azrok of the L3 and has been exhibiting strange tendencies of late due to exposure to a flumph.

Emberosa's Vision. Doomcrown serves Emberosa. The fire giantess desires to topple the Ordning and install fire giants as the leaders of both giantkind and the world itself. To that end, she and her kin can be counted as part of the Death's Head Phalanx faction, but as superior officers. They view the hobgoblins as tools to their mission—the loss of which is a minor inconvenience if something greater can be gained from the situation.

GITHYANKI KNIGHTS OF K'LHIR

Minor faction found in Level 16 & 17

Tracking the illithids of Seadeeps, the githyanki have raided Undermountain and carved out a piece of territory of their own: the Crystalline Labyrinth. After discovering the portal linking Undermountain to Stardock, one of the hollowed-out asteroids of Toril, the githyanki moved the majority of their forces there to create a stronghold and creche (a place where their young can safely age and train outside of the Astral Plane). Githyanki are dogmatic militants that do not tolerate outsiders—especially ones so alien to their own biology. They're openly hostile to outsiders and meet the adventurers with force.

Expansion. If you'd like to showcase the githyanki earlier in the adventure, you can have a warband consisting of a **githyanki gish** and four **githyanki warriors** that are tracking a rogue **mind flayer** throughout Undermountain. As noted in the Skullport chapter (in both *DotMM* and the *Companion*), one illithid haunts Skullport. Rumors may prompt their leader, Al'chaia, to send the warband to investigate.

GOBLIN BAZAAR

Minor faction found on Level 2

These goblins are one of the few possible friendly factions in Undermountain. They're eager to trade tools and food for gold. Yek, or any subsequent leader, hopes to establish a permanent and esteemed trading post. Such a dream can only be forged with careful diplomacy and shrewd business savvy.

Aftermath. Should the party pass by the bazaar again (which is likely, as a gate to Level 2 is right outside the bazaar), they might find the bazaar dominated by the Xanathar Guild. This has two added benefits: if the party likes the goblins, they might intervene; and, if the Xanathar Guild has put out bounties on the party, it forces them to fight.

HOUSE AUVRYNDAR

Major faction found on Levels 3, 4, 10 & 11

House Auvryndar appears early in the dungeon—and comes out swinging. The adventurers are likely to blunder into their web (pun intended) as soon as they emerge upon L3. An outpost also dots L4, after which the drow are not encountered again until L10. Led by Vlonwelv Auvryndar and her children, the drow seek to conquer the upper reaches of Undermountain, including Skullport. They're opposed by House Freth in the levels below their stronghold on L10.

HOUSE FRETH

Major faction found on Levels 11 & 12

House Freth is certainly the more favorable of the two drow houses that the adventurers will encounter, if only for the fact that they weren't the first ones to terrorize the party. Under the leadership of Erelal Freth, the drow war against their cousins on L11. They're eager to find any advantage over their rivals and will seek alliances if the opportunity presents itself.

HOUSE SHADOWDUSK

Minor faction found on Level 22

The penultimate threat of Undermountain and this campaign, the Shadowdusk family has been driven insane by constant exposure to the Far Realms. In their deep sanctum, these cultists dared to open a portal to that aberrant wasteland and in doing so brought doom upon their minds and family—doom that they've since welcomed. Led by the siblings Dezmyr and Zalthar, both death knights, House Shadowdusk plots their bloody and triumphant return to Waterdeep. A reckoning shall come to the ancient rivals that saw them ruined centuries ago and at long last will redemption finally be had—with the added spice of vengeance.

House Shadowdusk, as puppets of Halaster, has the potential to be an overarching antagonist in *DotMM*, but, sadly, the module confines them to a single level, minus a few agents sent to L12 & L20. If you'd like to include them more, place silent and distant watchers throughout the depths or inexplicable nests of greasy tentacles breathing loudly on a nearby wall (inside which lurks a single, bloodshot eyeball). See *Nested Tentacles* in *Environmental Hazards* below.

LEGION OF AZROK

Minor faction found on Level 3

Led by the blind hobgoblin warlord, Azrok, the Legion is a goblinoid force under siege by House Auvryndar. In this conflict, they appear sympathetic, especially so when it becomes apparent that Azrok is honorable, even if vicious to his enemies or those that dare disrespect him. If the adventurers are instrumental in defeating House Auvryndar, they'll be hailed as heroes by the Legion and can find safe passage throughout its territories.

Aftermath. Should the adventurers fail to slay or drive out the Xanathar Guild ambassador, a mind flayer spreading intellect devourers throughout the Legion's territories, the Legion will become its puppets. See L3, A21G for details.

SEADEEPS COLONY

Minor faction found on Level 17

Despite their enormous reach, the mind flayers of Seadeeps have been hemmed in by the githyanki invaders. The bloody struggle has drawn out long enough to force the ulitharid, Extremiton, to breed a neothelid. While ordinarily, this colony could have widespread machinations, their ambitions have been blunted by the invasion. If the githyanki were to be eradicated, however, the colony would grow into a force of reckoning that could swallow Waterdeep.

SHAR'S CULT

Minor faction found on Level 18

The cult of Shar is led by a vampire cleric whose mortal cultists and vampire spawn plot to attack Waterdeep. Their two targets are the temples of Lathander and Selûne. The cult's lair is half-sunk into the Shadowfell, due to the growing despair of Umbraxakar, the shadow dragon. Freeing this leviathan is the quest objective of "Save the Dragon." See Ch 1., *Adventure Hooks* in *DotMM* for details.

Only if the adventurers attack the cult without finishing the job do they register on its radar. Otherwise, the cult is content to continue melding more of its lair into the Shadowfell while refining their plan to attack Waterdeep.

THE XANATHAR GUILD

Major faction found on Levels 1-2 & Skullport

The Xanathar Guild dominates the upper reaches of Undermountain and hungers for more territory. The party inevitably comes into conflict with the Guild.

Expansion. To keep the Guild relevant, Xanathar (or one of its lieutenants, such as Sundeth of Skullport) sends hitmen after the adventurers. Every two levels either an **assassin** appears or a crew consisting of a **gazer**, two **beholder zombies**, three **goblins** (who prefer shortbow attacks), two **bugbears**, three **thugs**, and a **bandit captain** finds the party. Inevitably, the Guild ascertains that the adventurers are too powerful to confront and batten down the hatches in Skullport and other territories in preparation for their return.

Additionally, the Xanathar Guild is quick to claim territories that the adventurers already cleared, expanding from their outposts on Levels 1 and 2.

HALASTER'S GATES

A whopping *thirty-one* pairs of gates dot Halaster's domain—and they're quite difficult to keep track of. They have been enumerated below and named for your convenience.

Cracking the Code. Each gate can only be activated with a particular method. Per *DotMM* that solution can only be divined by a *legend lore* spell. However, at your discretion, characters can attempt an Intelligence (Investigation) check to determine the solution rather than a *legend lore* spell. The DC equals 8 + the level requirement of the gate.

Descriptions. Generic descriptions of the gates are included as narration blocks for your players. Gates are described in order of origin; use the same description for its pair. Levels of Undermountain without gates are not included in this section.

1. THE DUNGEON LEVEL

1. GATE OF THE ELDER WAND

Mounted upon the wall is a mirror whose stone frame is carved in the likeness of a wizard wielding a wand. The graffiti you saw earlier echoes inside your head: "Beyond the pillar forest, the Mad Mage waits, casting spells behind magic gates."

Perhaps this is the first of the Mad Mage's infamous gates, waiting for the special key or phrase necessary to hurl it open to whatever lies beyond.

2. THE ARCAINE CHAMBERS

2. GATE OF RAINING GOLD

Yet another of the Mad Mage's arcane gates: its stone frame is engraved with the image of raining coins and is that...? Aha! The keystone bears a small slot just barely out of your reach.

3. GATE OF THE GRAVEN TREE

An arched gate holds little interest—that is until you see the faint carving of a withered tree in its keystone.

HALASTER'S GATES

#	Name	Origin	Termination	Level	Solution
1	Gate of the Elder Wand	L1, 26D	L10 Area 8	11th	The gate is touched with a magic wand with at least 1 charge remaining.
2	Gate of Raining Gold	L2, 5	L4 Area 11C	8th	A gold coin is fed into the coin slot.
3	Gate of the Graven Tree	L2, 12	L5 Area 13B	8th	The gate is touched with a dead twig or branch.
4	Gate of the Rusted Maw	L2, 20C	L6 Area 24	9th	The gate is touched with a nonmagical item made of ferrous metal, such as iron. The item is then reduced to powder and the gate opens.
5	Gate of the Elder Staff	L3, 15B	L5 Area 6I	8th	The gate is tapped thrice by a staff of any kind.
6	Gate of the Golden Wyrmling	L3, 21P	L6 Area 36C	9th	A gemstone worth at least 100 gp is placed in the dragon's mouth, which animates and consumes the gemstone, destroying it.
7	Gate of the Moonlit Mountain	L4, 10	L6 Area 27	9th	The horn of the unicorn is inserted into the moon symbol.
8	Gate of Dancing Dwarves	L5, 9	L6 Area 10	9th	An interpretive dance replicating the dwarves, which takes 1 minute to perform.
9	Gate of Floating Fiends	L6, 8B	L9 Area 13B	10th	A creature flies or levitates within 5 feet.
10	Gate of the Blind Gazer	L6, 16	L10 Area 4B	11th	An invisible creature stands before the mirror.
11	Gate of the Amber Flagon	L6, 34A	L12 Area 9D	12th	A pint of any liquid is poured on the floor within 5 feet of the gate.
12	Gate of the Penitent Dwarf	L6, 34B	L8 Area 3	10th	The key originally held by Rizzeryl on Level 2 must be inserted into the keyhole.
13	Gate of the Runic Palm	L6, 40	L11 Area 2B	11th	Casting the <i>mage hand</i> cantrip and pressing its spectral fingers into the indentation for 1 minute.
14	Gate of Prancing Goblins	L6, 47A	L13 Area 7B	12th	A creature sings a D note or plays a D note on a musical instrument.
15	Gate of the Forbidden Lovers	L6, 47A	L18 Area 6	15th	A <i>silence</i> spell includes the arch in its area.
16	Gate of the Riddled Sky	L7, 22	L9 Area 42	10th	The riddle's answer ("O") is said aloud.
17	Gate of the Raging Torch	L7, 29	L11 Area 16	11th	A lit torch is brought within 5 feet of the gate.
18	Gate of Tuoyaw	L7, 41	L10 Area 14D	11th	A character speaks the words, "Way out!" while pointing at the gate.
19	Gate of Interwoven Gears	L8, 17C	L10 Area 25B	11th	The correct gear is popped into place, which is noticed with a DC 15 Wisdom (Perception) check.
20	Gate of the Crystal Crown	L8, 18B	L11 Area 11A	11th	A character wears King Melair's crystal crown within 5 feet of the gate (found in Level 6, 11D).
21	Gate of the Open Tome	L9, 49	L14 Area 25	13th	An open book is held within 5 feet of the gate, which then disintegrates.
22	Gate of Felled Explorers	L10, 11E	L12 Area 6B	12th	Speaking the command word ("Axallian") which can be learned by casting <i>speaking with dead</i> on any of the skulls woven into the frame.
23	Gate of Weeping Blood	L12, 8B	L19 Area 5B	15th	A creature marked with a bloody X stands within 5 feet of the gate.
24	Gate of Skeletal Minotaurs	L12, 12A	L14 Area 2D	13th	A creature targeted by the <i>maze</i> spell must become trapped then escape the maze.
25	Gate of the Three Crossbowmen	L14, 39B	L17 Area 11	14th	Three humanoids hold hands while standing within 5 feet of the gate.
26	The Jigsaw Gate	L15, 15	L20 Area 9B	16th	The magical jigsaw piece (revealed via detect magic or drawn on a d100 result of 1).
27	Gate of the Six-Fingered Gauntlet	L15, 24C	L17 Area 7A	14th	A six-fingered gauntlet, which can be found in Area 14B, Level 15, is touched to the gate.
28	Gate of Soaring Drakes	L15, 30A	L18 Area 16	15th	A real, illusory, or artistic depiction of a dragon touches the gate.
29	Gate of the Lone Arrow	L17, 8B	L19 Area 15	15th	An arrow or crossbow bolt shot between the standing stones
30	The Crystalline Menhirs	L19, 7	L21 Area 23B	16th	The command word ("Kelserath") is uttered, divulged by a sleeping demon or <i>legend lore</i> spell.
31	Gate of the Mad Mage	L22, 35	L23 Area 1	17th	A magic item of uncommon rarity or rarer is sacrificed

4. GATE OF THE RUSTED MAW

Another of the Mad Mage's gates beckons you forward, sparking that flame of curiosity deep in your gullet. Carved into the arch's keystone is a bug-like creature whose maw is stretched wide to devour a handful of nails.

Checks. A DC 14 Intelligence (Arcana) check confirms the creature to be a rust monster, the bane of dwarves everywhere. Dwarf characters instantly recognize the creature for what it is.

3. THE SARGAUTH LEVEL

5. GATE OF THE ELDER STAFF

An arch gate going to who knows where greets you. The sneer of the Mad Mage echoes throughout your mind, drawing your eyes down to its base stones. An image of an old man clutching a staff has been carved into each on.

6. GATE OF THE GOLDEN WYRMLING

The craftsmanship of this arch gate is impeccable. A dragon wyrmling's head has been carved from stone, its fanged mouth agape. Its eyes almost seem to glint with a voracious appetite.

Check. The dragon can be identified as the gold variety by its iconic whisker-like spines and the frills along its neck with a successful DC 14 Intelligence (Arcana) check. A result of 16 or higher reveals that gold dragons eat gemstones as food.

4. THE TWISTED CAVERNS

- Level 2, Gate #2, "*Gate of Raining Gold*"

7. GATE OF THE MOONLIT MOUNTAIN

You come across yet another of the Mad Mage's gates, this one more elaborate than the last. Six stone niches have been carved into the arch, each bearing a small stone figurine: a frilled drake, a frenzied owlbear, a manticore and minotaur, a unicorn, and some strange insect-like behemoth with a hunched back.

The wall beside the gate has been detailed into an image of a swollen moon hanging high above a mountain. After close inspection, you find a small hole in the moon: a crater that recesses into the wall itself.

Check. A DC 16 Int. (Arcana) check reveals the strange insect-like creature to be an umber hulk. Characters from the Underdark, such as drow, have advantage on the check.

5. WYLLWOOD

- Level 2, Gate #3, "*Gate of the Graven Tree*"
- Level 3, Gate #5, "*Gate of the Elder Staff*"

8. GATE OF DANCING DWARVES

You're unsurprised to find another of the Mad Mage's infamous gates. This one's arch bears an image of dancing dwarves, their arms crossed in a jig or spilling beer from their flagons, their heads thrown back in a guffaw.

6. THE LOST LEVEL

- Level 2, Gate #4, "*Gate of the Rusted Maw*"
- Level 3, Gate #6, "*Gate of the Golden Wyrmling*"
- Level 4, Gate #7, "*Gate of the Moonlit Mountain*"
- Level 5, Gate #8, "*Gate of Dancing Dwarves*"

9. GATE OF FLOATING FIENDS

This gate is... strange, to say the least. The arch is engraved with images of esoteric, floating creatures: a creature akin to a flying rat with a proboscis, a jellyfish-like creature with eyeballs on its stalks, and a beholder.

10. GATE OF THE BLIND GAZER

Legion lidless eyes stare out while you behold this gate. Engraved into the frame are the words, "THE GATE CANNOT HIDE FROM WHAT IT CANNOT SEE."

11. GATE OF THE AMBER FLAGON

Upon this gate, yet another of the many scattered across this godforsaken dungeon, lies an image of a flagon from which pours a rush of ale.

12. GATE OF THE PENITENT DWARF

The Mad Mage is getting more creative, it seems. This gate bears a bas-relief—a *bas-relief!* It depicts a dwarf with her eyes shut tight. A hammer is held close to her chest and in the head of that hammer is a keyhole.

Check. A character can open the gate without the stone key by using an action to pick the lock, requiring a successful DC 20 Dexterity check using thieves' tools.

Consequences. On a failed check, the dwarf's eyes open and shoot forth beams of light. Each creature within 10 feet of the arch must make a DC 16 Dexterity saving throw, taking 22 (4d10) radiant damage on a failed save, or half as much damage on a successful one.

13. GATE OF THE RUNIC PALM

Another foul hour, another foul gate of Halaster's. Recessed into the arch's keystone is the shape of a hand. An arcane sigil is embossed upon the hand's palm.

14. GATE OF PRANCING GOBLINS

Upon this arch gate you find the image of prancing goblins, jiving to an invisible, muted tune. The letter D has been engraved upon the keystone.

15. GATE OF THE FORBIDDEN LOVERS

The voice of the Mad Mage blooms deep within your skulls as you lay your eyes on this arcane gate. On its arch are two scantily clad elves holding their fingers to their lips in a gesture of silence.

"Ah, young love," the Mage whispers, "so foolish yet so necessary, and made all the sweeter if forbidden. Does it not take you back to those gold-lit, idyllic days?"

7. MADDGOTH'S CASTLE

16. GATE OF THE RIDDLED SKY

A riddle! This arcane gate bears a riddle—what a refreshing change of pace. "What appears," reads the inscription, "once in an hour, twice in a blue moon, and never in sunshine?"

17. GATE OF THE RAGING TORCH

You aren't even surprised to find one of Halaster's gates here. The keystone of this one depicts a hand clutching a lit torch whose fiery fingers reach upwards for the ceiling.

18. GATE OF TUOYAW

You gaze upon a mirror and slowly realize it's one of Halaster's gods-damned gates—even here. Its frame is without decoration, but you can make out faint arcane sigils here and there. On the bottom of the frame, you see, are the letters, T-U-O-Y-A-W—perhaps some sort of god or ancient specter's name?

8. SLITHERSWAMP

- Level 6, Gate #12, "*Gate of the Penitent Dwarf*"

19. GATE OF INTERWOVEN GEARS

Now this gate you can actually appreciate. It appeals to you in a way modern art never has. This arcane gate is imposed of hundreds of tiny, interlocking gears. You feel as if they all ought to be chirping or moving, so... What's the issue?

20. GATE OF THE CRYSTAL CROWN

Two pillars with a lintel form a standing gate: one of the Mad Mage's inscrutable portals linking the depths of Undermountain together. Chiseled into the lintel is a message in a rigid, unforgiving script.

The message reads "Don the Crystal Crown" in Dwarvish.

9. DWEOMERCORE

- Level 6, Gate #9, "*Gate of Floating Fiends*"
- Level 7, Gate #16, "*Gate of the Riddled Sky*"

21. GATE OF THE OPEN TOME

Another gate. You've grown tired of the sight. Still, you can't help but inspect this one. You find no tricks, no macabre decorations: only an image of an open tome engraved into its keystone.

10. MUIRAL'S GAUNTLET

- Level 1, Gate #1, "*Gate of the Elder Wand*"
- Level 6, Gate #10, "*Gate of the Blind Gazer*"
- Level 7, Gate #18, "*Gate of Tuoyaw*"
- Level 8, Gate #19, "*Gate of the Interwoven Gears*"

22. GATE OF FELLED EXPLORERS

This creation is most foul: a mirror whose stone frame has eleven humanoid skulls embedded into it. A flowing, slender script has been carved on the bottom of the frame.

The message reads "The dead know the secret" in Celestial.

11. TROGLODYTE WARRENS

- Level 6, Gate #13, "*Gate of the Runic Palm*"
- Level 7, Gate #17, "*Gate of the Raging Torch*"
- Level 8, Gate #20, "*Gate of the Crystal Crown*"

12. MAZE LEVEL

- Level 6, Gate #11, "*Gate of the Amber Flagon*"
- Level 10, Gate #22, "*Gate of Felled Explorers*"

23. GATE OF WEeping BLOOD

You smell that sickly sweet, iron scent in the air: blood. You come upon a pair of standing stones. Carved into the lintel is a crimson X... And when you approach, it begins to weep blood.

24. GATE OF SKELETAL MINOTAURS

Two stones stand stoically here and it's only when you spot the lintel connecting the two that you realize you've found another of the Mad Mage's gates. Frustrated, and feeling perhaps a little put-upon, you look for this one's catch... In the gloom you make out two horned skeletons embedded into each of the two standing stones.

Check. The skeletons can be identified as minotaurs with a DC 12 Intelligence (Arcana) check.

13. TROBRIAND'S GRAVEYARD

- Level 6, Gate #14, "*Gate of Prancing Goblins*"

14. ARCTURIADOOM

- Level 9, Gate #21, "*Gate of the Open Tome*"
- Level 12, Gate #24, "*Gate of the Skeletal Minotaur*"

25. GATE OF THE THREE CROSSBOWMEN

Upon this arcane gate you find a primitive drawing: three human-like stick figures holding hands. Did a child decorate this gate? You wouldn't put it past the Mad Mage of abducting one for that purpose. Or for the mage's mind to devolve into child-like whimsy.

15. OBSTACLE COURSE

26. THE JIGSAW GATE

This gate of the Mad Mage's is composed of countless stone jigsaw pieces, each bigger than your hand. The pieces seemingly fit perfectly—so why is the gate closed?

Consequences. If the wrong piece is removed, an **adult white dragon** appears and attacks.

27. GATE OF THE SIX-FINGERED GAUNTLET

Alas, another arcane gate—those stone lice that infest this dungeon. This one's design is simple: carved into the arch's keystone is a gauntlet. A gauntlet with six fingers.

28. GATE OF SOARING DRAKES

You marvel at the beauty of the Mad Mage's arcane gate. Gold-inlaid images depict drakes soaring across the skies. Above the arch a message is written in a sharp script.

The message reads, "Only a dragon can open this gate" in Draconic.

17. SEADEEPS

- Level 14, Gate #25, "*Gate of the Three Crossbowmen*"
- Level 15, Gate #27, "*Gate of the Six-Fingered Gauntlet*"

29. GATE OF THE LONE ARROW

Yet another of the Mad Mage's arcane gates, this time formed between two standing stones whose lintel bears the carved symbol of a lone arrow.

18. VANRAKDOOM

- Level 6, Gate #15, "*Gate of the Forbidden Lovers*"
- Level 15, Gate #28, "*Gate of the Soaring Drake*"

19. CAVERNS OF OOZE

- Level 12, Gate #23, "Gate of Weeping Blood"
- Level 17, Gate #29, "Gate of the Lone Arrow "

30. THE CRYSTALLINE MENHIRS

The crystalline menhirs stand stoically, patiently. Your mind whispers its omens to you. Something isn't right. Danger abounds, but neither you nor that scared little lizard at the back of your skull can tell what or where that danger is.

20. RUNESTONE CAVERNS

- Level 15, Gate #26, "The Jigsaw Gate"

21. TERMINUS LEVEL

- Level 19, Gate #30, "The Crystalline Menhirs"

22. SHADOWDUSK HOLD

31. GATE OF THE MAD MAGE

There it lies: the final gate of this madhouse. Its keystone is carved in the visage of Halaster Blackcloak himself and his eyes follow you as you approach.

Halaster's lips animate and demands, "Yield magic for safe passage!" A stone arm begins to rise from the floor, its palm open to accept tribute. "Yield or be stoned!"

23. MAD WIZARD'S LAIR

- Level 22, Gate #31, "Gate of the Mad Mage"

THE DUNGEON FLESHED OUT

The *Companion* aims to flesh out and expand upon *DotMM's* source material without dragging out your campaign. Consider the following variants:

WEAVE ADDICTION

The Knot in the Weave below Undermountain calls to those who remain in the Mad Mage's realm. It calls in their sleep, it calls in their very blood. Arcane spellcasters find it especially compelling to remain in the dungeon. Alas, there is no system in place to represent this addiction to the Knot in the Weave. Therefore, you can implement it in this manner:

Addiction. For every 24 hours a character spends in Undermountain, it must succeed on a Wisdom saving throw (the DC equals the current level of the dungeon they're on). Arcane spellcasters suffer a permanent -2 to their saving throw. On a failure, a character gains one level of Weave Addiction, the effects of which are in the table above. These effects are cumulative.

Reduction. To reduce their weave addiction, a creature must remain outside Undermountain for 24 hours, after which they may repeat their Wisdom saving throw again. On a success, they reduce their weave addiction by one level. The DC equals the most recent DC; e.g., if a creature was on the tenth level of Undermountain and immediately returned to the surface within 24 hours, the DC is 10 even on the surface.

WEAVE ADDICTION

Level	Effect
1	Allure. You are charmed by Undermountain itself, as if by a <i>charm person</i> spell. Checks related to convincing you to return are made with advantage.
2	Disheveled. While outside Undermountain, you have disadvantage on ability checks.
3	Dissonance. Your thoughts are plagued by dreams of Undermountain. While outside Undermountain, you have disadvantage on saving throws.
4	Withdrawal. You cannot gain the benefits of a long rest if you are not in Undermountain or within 1 mile the Yawning Portal of Waterdeep.
5	Madness. You gain a form of indefinite madness, as described in Appendix C.
6	Anathema. You dare not leave Undermountain, as if you were under a <i>geas</i> spell, which is triggered if you leave for or remain on the surface.

Vancian Magic. Magic is alive, as is the Knot in the Weave. A creature can be subjected to a spell of *greater restoration* to remove one level of weave addiction, but the caster must contend with the forces of the Knot itself. The caster must succeed on an ability check using their spellcasting ability (DC 3 + the current dungeon level + the level of weave addiction). Failing the check consumes both the spell slot and material components used and causes the spell to fail.

Skullport. The ancient Netherese that settled beneath Undermountain could hear the call of the Knot. Knowing what sort of fate was in store, they placed wards upon their territory. To this day, this abjuration magic permeates Skullport. Creatures residing there automatically succeed on their saving throw to resist addiction. A creature already afflicted with weave addiction, however, must still make its saving throws as normal.

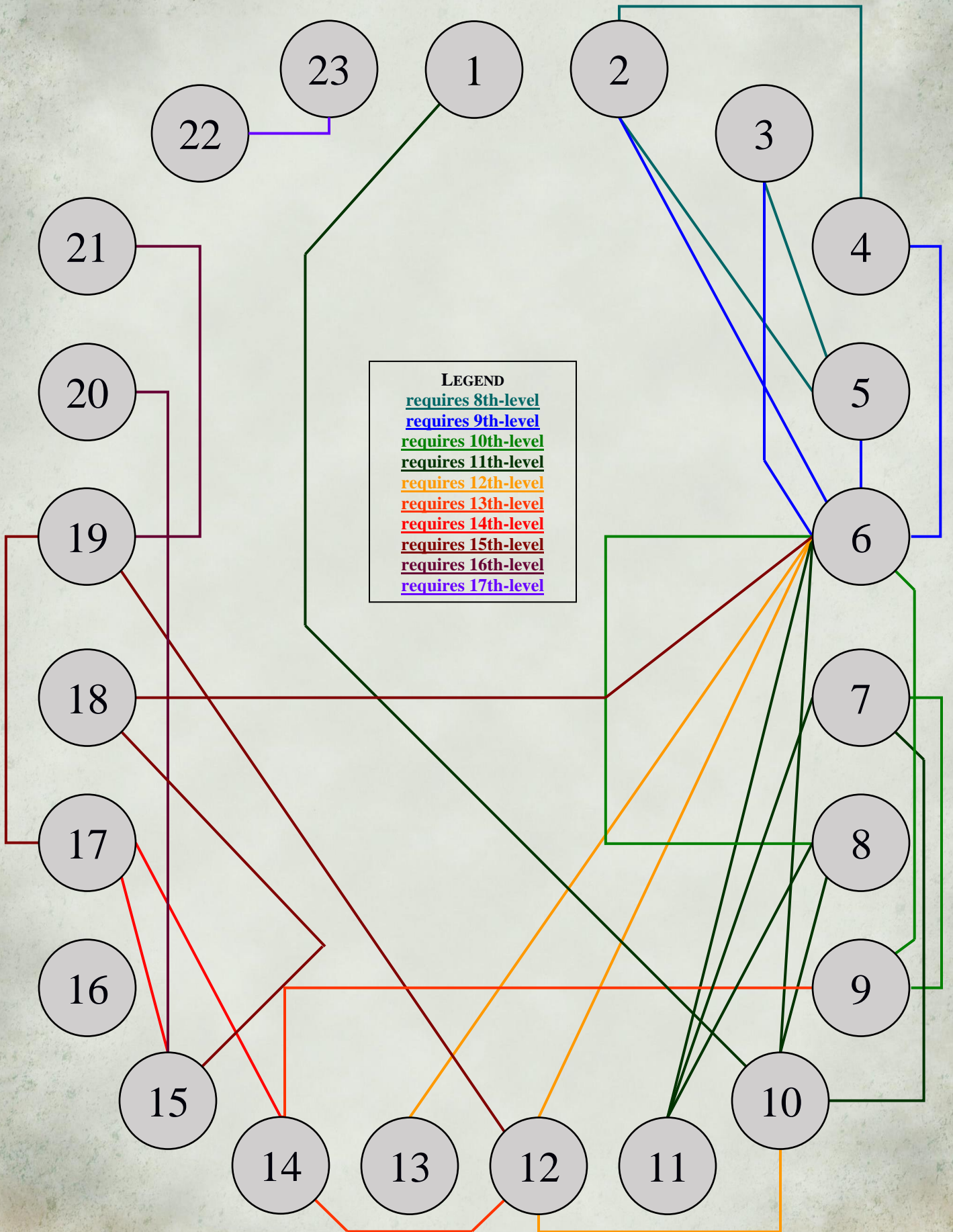
ENVIRONMENTAL HAZARDS

Undermountain was already dangerous long before Halaster claimed it as his dungeon. These depths were combed over by the Melairkyn dwarves for ore. Then came the wars with the drow and duergar, littering the depths with traps, corpses, rusty weapons, and other dark souvenirs of the conflict. The skeletons of these operations still remain to this day and, coupled with Undermountain's natural perils, make this place into an abattoir.

The following hazards are constant dangers to creatures who roam Undermountain, thanks to mining operations or battles fought long ago. Implement them as you see fit.

Blackdamp. Still air with a lethal absence of oxygen and an abundance of harmful gases, blackdamp has claimed many a miner. Creatures that pass through an extended area must hold their breath or begin to suffocate. Additionally, those that breathe in this foul air must make a DC 12 Constitution saving throw at the start of their turn or take 2d6 poison damage. After three failures, a creature is poisoned for 1 hour.

Explosive Gas. Explosive gases pool underground and are often loosed from mining operations. An open flame (such as by a torch) can cause an explosion. Creatures within 20 feet must make a Dexterity saving throw or take force damage. A creature takes half damage on a success. The damage and DC is determined by the size of the gas cloud: Small (2d6, DC 12); Medium (4d6, DC 14); and Large (6d6, DC 16). In enclosed spaces, each explosion can also inflict 1d6 thunder damage.



Smoke. Areas without proper ventilation accumulate smoke which can remain for years. Creatures that start their turn in these areas that aren't already holding their breath must succeed on a DC 10 Constitution saving throw or take 1d4 poison damage. On a failure, they're also poisoned for 1 hour.

Stray Metal. Mining structures, as well as abandoned tools or weapons (sometimes hidden underwater in flooded chambers) can imperil passerby. Creatures that are cut by this metal take slashing damage from 1 to 1d4, determined by the size or angle of the object.

Nested Tentacles. In the depths of Undermountain, the Shadowdusk family has dared consort with the Far Realms. Their continued contact with that aberrant void has exposed Undermountain to its energies, causing tentacles to sprout from itinerant portals. When a creature is within 10 feet, the tentacle makes an attack against a creature (+6 to hit). On a hit, the creature is grappled (escape DC 14) and takes 1d6 psychic damage. The tentacle has 16 hit points and an AC of 14. Inside each nest is an eye.

OTHER ADVENTURING PARTIES

Undermountain can be pretty barren when it comes to an honest-to-good-god conversation. While the many factions of the dungeon present social opportunities, they don't exactly make for good bedfellows. You can alleviate this lack of social interaction with other adventuring parties, who pop up here and there throughout the campaign.

The parties included here can be inserted into your campaign and are first met on the surface or down in the depths. Including other parties serves three purposes:

- Undermountain is strewn with corpses—but that's the adventuring life, right? Bodies are everywhere, and therefore faceless. However, these deaths have an impact on the players if their character knows the corpse. Use that impact.
- It's winner-takes-all in this lawless cesspit. Other parties could demand the adventurers' coins, items, or even—when they've delved too deep—the truest treasures: food, water, and lamp oil. Imagine a fracas fought over as something as simple as a few strips of beef jerky.
- When your players *need* to flee but are too dumb or stubborn to do so, you can kill off other adventurers. Nothing screams "Run!" better than a demonic spider snatching up a halfling and snapping off its head. By including disposable meatbags, you can broadcast an area's danger and shock your players with the viscera.

FINE FELLOWS OF DAGGERFORD

The Fine Fellows are an evil adventuring party already included in *DotMM* and expanded on in L2 of the *Companion*. Members can be encountered on Levels 1 and 2; they're expected to die at the hands of the **revenant** that is their murdered comrade.

The Fine Fellows of Daggerford consist of:

Rex the Hammer, a LE human **champion** that hungers for fame and fortune above all else. He founded and leads the Fine Fellows of Daggerford, carefully selecting its members—screening out the kind ("foolish") and choosing only those that would tolerate the depravity he himself is willing to commit for a handful of silver.

Midna Tauberth, A human **priestess** of Shar cursed with pride. She's incapable of backing down from any challenge, even when she's outmatched. Midna isn't quick to reveal which deity she worships, as Shar is an evil goddess.

RACIAL TRAITS

The adventurers that the players can encounter shouldn't always be human. Spice things up by having some members belong to another race. Follow these guidelines below when altering their statistics:

Elves and half-elves have the following racial traits:

- They have darkvision with a range of 60 ft.
- They have advantage on saving throws against being charmed and magic cannot put them to sleep.

Dragonborn have the following racial traits:

- A dragonborn has resistance to the damage associated with its ancestry (see the *Player's Handbook*).
- As an action, a dragonborn can exhale a breath weapon, the type and area of which is determined by its ancestry and detailed in the *Player's Handbook*. Creatures take half damage of the breath when they succeed on the saving throw it imposes. The DC equals 8 + the character's Constitution modifier + their proficiency bonus. At CR 1 or below, the damage equals 2d6; 3d6 at CR 3 or below; 4d6 at CR 6 or lower; and 5d6 at CR 7 or higher.

Dwarves have the following racial traits:

- A dwarf has darkvision with a range of 60 ft. and a speed of 25 ft.
- It also has resistance to poison damage and advantage on saving throws against poison.

Gnomes have the following racial traits:

- A gnome has a speed of 25 ft. and darkvision with a range of 60 ft.
- It is a size of Small.
- It has advantage on Intelligence, Wisdom, and Charisma saving throws against magic.

Halflings have the following racial traits:

- A halfling has a speed of 25 ft.
- It is a size of Small and can move through the space of any creature larger than its size.
- It has advantage on saving throws against being frightened.
- Whenever it rolls a 1 on an attack roll, saving throw, or ability check, it can reroll the die; it must use the new roll.

Half-orcs have the following racial traits:

- A half-orc has darkvision out to a range of 60 ft.
- Once per long rest, when a half-orc is reduced to 0 hit points, but not killed outright, it drops to 1 hit point instead.

Tieflings have the following racial traits:

- A tiefling has darkvision out to a range of 60 ft.
- It can cast the *thaumaturgy* cantrip. Once per day, it can cast *hellish rebuke* and *darkness*, requiring no material components. Charisma is its spellcasting ability.
- A tiefling has resistance to fire damage.

Halleth Garke, a N half-elf cleric of Waukeen. Halleth is obsessed with fair shares. He complains whenever he feels slighted or excluded from anything. Despite having a sliver of good in him, his tolerance for debauchery is what damns him as an evil individual. By when the party finds him, Halleth will have been murdered by his comrades and rise as a **revenant** on L1.

Copper Stormforge, a NE dwarven thief (**scout**) that covets all that glitters. Copper isn't one to shy away from cruelty. He's survived by always being one step ahead and never mistaking kindness as the right choice.

Kelime the Weasel, a NE human **spy** that looks out for himself above all else. An opportunist and a coward, Kelime hides behind others and often slinks off to find treasure away from the prying eyes of his companions.



THE CHEEKY PLUCKERS

The Cheeky Pluckers are two-bit adventuring party that the players are familiar with. The players encounter the Pluckers a shortly before they themselves descend into Undermountain. Generally, they can be considered allies of the players unless driven to desperate circumstances. They're willing to team up, share rations, and watch each other's backs.

Ultimately, the Pluckers are doomed to be kidnapped by the lich Arcturia, one of Halaster's apprentices. She imprisons them on L14 and performs horrific experiments on them. Per the *Companion*, only Danny Elfman and Fiona survive long enough to be encountered in Arcturia's lair on L23.

The Cheeky Pluckers consist of:

Fiona de Vaun, a LG human **knight**. Boisterous and foolhardy, she serves as the Pluckers' leader.

Four-Fingers, a N gnome **bandit**. His forefinger was chopped as penance for theft. The lesson didn't stick though, as his other hand can attest.

Halberd, a LG reserved dwarf **berserker** armed with his family's gold-trimmed halberd.

Sariel, a NE **drow** whose noble house was destroyed by House Auvryndar decades ago. She nurses a vendetta as if it were her own child.

Danny Elfman, a half-elf **bard** (see *VGM*) fond of the lyre and telling long-winded tales.

THE GENTLEMEN BASTARDS

The Gentlemen Bastards are a fine foil for your players. They're cautious opportunists who only enter fights they're sure they'll win. They're rivals that won't resort to bloodshed unless pressed—but if Grel, their leader, dies or disappears, Jocelyn pushes the Bastards towards evil.

Ultimately, the Gentlemen Bastards are utilized on L7 (in a special event), L8 (captured by the Ssethian Scourges and Blacktongue bullywugs), and L20 (sent by the genies of L19 to steal Ezzat's phylactery). Before that, they can be encountered on several levels:

- Buying wares at the goblin bazaar on Level 2
- Drinking at *The Flagon & the Dragon* in Skullport
- Camping in Willowwood

The Gentlemen Bastards consist of:

Grel Momesk. A LN human **champion**, Grel seeks the riches necessary to lift his family out of poverty. He leads the Bastards, often to his own peril. The Bastards, for their part, tolerate his occasional mistakes and fragile temperament.

Jocelyn of Daggerford. A NE human **warlock of the archfey**, Jocelyn serves the Queen of Air and Darkness. Hers is a quest to discover "the secrets" of Undermountain (namely, the Knot in the Weave). She was once a member of the Fine Fellows of Daggerford but was kicked out for being too "unsettling." When endangered but not yet attacked, she favors casting *charm person* as a 5th-level spell to defuse the situation.

Perlos. A NE halfling **assassin**, Perlos is a wanted man in Waterdeep, Baldur's Gate, and Neverwinter. The name attached to his various crimes varies. He joined up with the Bastards to escape his life of contract killing in the hope of retiring to the countryside a rich man. At night, he's haunted by those he's slain for coin.

Ilinar. Devoted to the elven god of war, Shevarash, a NG moon elf **war priest**, is a veteran of several wars. After years of serving in the Waterdeep City Guard, he found employment as a mercenary. He eventually gave that up too before finally setting out as an adventurer. Ilinar is crass and impatient. His holy symbol bears a broken arrow over a single teardrop.

ADVENTURING PARTY QUICK TABLES

You can quickly throw together an adventuring party with the following tables.

Party Alignment. It pays to be wary in this cutthroat world, especially down in the lawless depths of Undermountain. Every party has a general alignment that they all follow—birds of a feather, and all that. Rarely can good and evil coexist for long, and parties are often subjected to too much stress to overcome these differences.

Traits. Every party has a collective trait that they've gravitated towards after such a perilous career. These traits are similar to ideals that an individual character would follow.

Prestige. An adventuring party, per the following tables, comes in the levels of Amateur, Veteran, and Elite. Amateurs can be encountered in the upper reaches of Undermountain, while Veterans can survive Levels 4-7. Elite parties can be found in the lower depths but still peter out around Level 11. You can use these rankings to determine the statistics of individual party members.

Members. Every party needs a leader and a second. Additionally, in Undermountain, parties tend to follow the basic paradigm of a defender, supporter, and a few strikers. Parties always consist of at least three, but never more than six members—too much loot to distribute, too many mouths to feed, too many tempers for a leader to keep in check. Large groups naturally splinter into smaller parties when its members are too disgruntled by the status quo.

PARTY NAME

d10 Adjective	d10 Noun
1 Reasonable	1 Chaps
2 Last	2 Laugh
3 Crimson	3 Jesters
4 Platinum	4 Fist
5 [Location/Name]'s	5 Sneer
6 Desperate	6 Gang
7 Brass	7 Fellowship
8 Tart but Polite	8 Minstrels
9 Curious	9 Knights
10 Gilded	10 Curs

PARTY ALIGNMENT

d6	Alignment	d6	Alignment
1-2	Lawful	1-2	Good
3-4	Neutral	3-4	Neutral
5-6	Chaotic	5-6	Evil

PARTY MEMBER RACES

d10	Race	d10	Race
1	Human	6	Elf
2	Halfling	7	Half-orc
3	Gnome	8	Half-elf
4	Dragonborn	9	Tiefling
5	Dwarf	10	Goblin ^{VGM}

PARTY TRAIT

d8	Trait
1	Cautious. The party lives by this proverb: "There are brave adventurers and old adventurers—but no old, brave adventurers."
2	Opportunist. The party never assists unless victory is assured, and they can reap some of the rewards.
3	Greedy. The party will risk it all for a few coins more. There's no limit to how much they can covet.
4	Self-Righteous. The party believes its actions, and itself, to always be in the right, no matter what. Often, they have a cause they champion.
5	Compassionate. The party will assist others they deem trustworthy, even to their own detriment.
6	Loyal. The party's word is their bond. Even in the face of overwhelming odds, they'll stand beside their friends and allies, never forsaking each other.
7	Treacherous. Any way the wind blows—that's the party's creed. So long as they emerge on top, no price is too great. Alas, this treachery all but ensures that they can never trust each other.
8	Survivors. The party will weather any cost to their wallet, conscience, or soul if it means they'll make it just one more day.

PARTY DEFENDER STATISTICS

Prestige	Statistics
Amateur	Berserker (CR 2) or Knight (CR 3)
Veteran	Gladiator (CR 5)
Elite	Champion ^{VGM} (CR 9)

PARTY SUPPORTER STATISTICS

Prestige	Statistics
Amateur	Priest (CR 2) or Druid (CR 2) or Bard ^{VGM} (CR 2)
Veteran	Illusionist ^{VGM} (CR 3) or Enchanter ^{VGM} (CR 5)
Elite	War priest ^{VGM} (CR 9) or Diviner ^{VGM} (CR 9)

PARTY MARTIAL STRIKER STATISTICS

Prestige	Statistics
Amateur	Spy (CR 1/2), Noble (CR 1/8) or Scout (CR 1)
Veteran	Bandit Captain (CR 2) or Archer (CR 3)
Elite	Assassin (CR 8)

PARTY SPELLCASTER STRIKER STATISTICS

Prestige	Statistics
Amateur	Cult Fanatic (CR 2)
Veteran	Mage (CR 6), Drow Mage (CR 7) or Warlock of the Great Old One ^{VGM} (CR 6)
Elite	Evoker ^{VGM} (CR 9) or Necromancer ^{VGM} (CR 9)

CHARACTER CREATION

This adventure is a curious one. It's designed to see adventurers from 5th-level to the mythic fourth tier of play—and yet, since it's all confined in one dungeon, little story can be expected to develop. Further, a high mortality rate can be expected given Undermountain's lack of civilization and overabundant perils.

Personal Narrative. A campaign that reaches 17th-level, let alone 20th, is the stuff of dreams for many a player. However, given *DotMM's* lack of narrative, characters might lack for personal growth unless you, the DM, go out of your way to intertwine the adventurers' personal development with the dungeon or allow them a brief foray to the surface. Several quest hooks are included to alleviate *DotMM's* inherent flaw.

A Warning from Dragon Heist. Despite being advertised as a sequel to *Waterdeep: Dragon Heist*, this adventure can't be any more different. *DotMM* not only encourages but *requires* characters optimized for combat, for a dungeon crawl—not the intrigue-savvy characters designed to unravel plots and excel at social encounters. If your players are intent on bringing their *Dragon Heist* characters, don't skimp out on this warning.

PLAYER CHARACTERS

PARTY COMPOSITION

This adventure is, without all the bells and whistles, a megadungeon crawl, harkening back to the ancient days of D&D. While other published 5E adventures do their best to dispel the necessity of having a dedicated healer and a dedicated defender, *DotMM* essentially requires it. Parties that don't follow this paradigm will find themselves in trouble later.

Danger Abounds. The adventurers will be hard-pressed to find the time or safety for a long rest. They may often be forced to travel through one or two levels before they can actually rest—they shouldn't expect to begin or finish a new level with the benefit of a long rest. Thus, a party that is overly-reliant on long rests, as opposed to short rests, will struggle while parties with fighters, warlocks, and monks will fare a bit better.

SKILLS, SPELLS, ITEMS & PROFICIENCIES

Much of *DotMM* is gated behind certain spells and languages. Without giving spoilers to your players, warn them that the following will go a long way:

- Languages such as Elvish, Dwarvish, Goblin, and Undercommon are spoken by many denizens.
- Underrated spells such as *comprehend languages*, *detect magic*, *knock*, *identify*, *mending*, *speak with dead*, and *tongues* will prove very useful.
- Items such as rope, climbing gear, and dungeoneer's packs, otherwise ignored by players, are needed.
- If you'd like to enforce the harsh reality of dungeon delving, tools such as weaver's tools and the like, will be necessary for repairing broken objects.

RACES OF UNDERMOUNTAIN

The resident of Undermountain make for great adventurers, especially if they hope to put down the Mad Mage and spare their people from his antics.

Deep Gnomes. While hardly mentioned, it's more than likely that a few deep gnomes eke out a living in Undermountain. One druid in particular once tended to a Zurkwood grove on Level 4 before the aboleth Illuun arrived. If any player characters are deep gnomes, they might be on a quest to find this wayward druid (or perhaps they *are* the druid, if that character chooses the druid class). See L4, Area 13 for details.

Drow. The bowels of Undermountain teem with drow as Houses Freth and Auvryndar duke it out for sovereignty. A drow character could be an exile, a member of a vanquished house, or belong to either two. House Freth is the more sympathetic of the two, if only for the fact it hasn't antagonized the adventurers like House Auvryndar has.

Duergar. Since ancient days, the duergar have claimed the depths of Undermountain as their own. Their clans now comb the dungeon for riches. On L6, Clan Ironeye searches for the tomb of Melair, king of the Melairkyn dwarves. On L21, a host of exiles eke out a living in the old Deepmines, hoping to buy their way out of exile.

Gith. From the Crystal Labyrinth, a githyanki force wages war against the mind flayer colony of Seadeeps. Additionally, a group of githzerai inhabit Level 15, ready and willing to aid their distant cousins if the need arises. Gith characters may be disgruntled with their organizations' tactics, or might be shunned as failures, and therefore could join the adventurers in the hope of eradicating the colony.

Goblinoids. Bugbears, goblins, and hobgoblins permeate the upper reaches of Undermountain, often serving in the Xanathar Guild, the Legion of Azrok, or the Goblin Bazaar. Goblinoid adventurers could be recruited from any of these factions with motivations of expanding its influence or escaping out from under the thumb of their rulers. For example, a member of the Legion of Azrok might discover that intellect devourers have replaced the minds of many of the Legion's finest. Fearing for their own life, they might get out before it's too late. See *Volo's Guide to Monsters* for details on goblinoid player characters.

Skullport Folk. The Port of Shadows has existed for so long that it's feasible for almost any character of any race to emerge as an adventurer. Characters are bound only (mostly) by their imagination. Human Netherese descendants, grounded pirates, estranged drow, lone survivors of past adventuring parties—any manner of folk can be found in the Port of Shadows and welcomed into the party's ranks.

REPLACING PLAYER CHARACTERS

So, you must wonder, what if a player's character dies? How will you introduce this new character with the adventurers so far from the surface? A number of ideas abound:

Halaster's Game. No matter who the player character is, for some inscrutable reason, the Mad Mage has determined that it is his or her fate to toil on his insidious game show. He has since teleported the character to Undermountain.

Lone Survivor. The player character is the last survivor of a doomed adventuring party that has seen many of the previous levels. By happenstance, they run into the party.

Escaped Slave. The player character was enslaved by the drow, Xanathar Guild, the Legion of Azrok, or by the aboleth of the Twisted Caverns.

Petrified. The player character was one of the many creatures petrified in Halaster's storage vault on L2, Area 25. Someone has freed them from that stony fate and loosed them back into the world.

Skullport. Skullport teems with seedy individuals or waylaid immigrants. While large vessels cannot reach the harbor, smaller boats can, and any character may have washed up at the Port of Shadows. They may also be one of the prisoners held on Skull Island. If the party is imprisoned by the Xanathar Guild, they can easily meet the new player character and then stage a prison break.

THE CALL TO ADVENTURE

Why venture to Undermountain? It's a good question, one to be asked by both you and your players. Unlike other adventures whose motives boil down to saving the world or escaping some dark prison, *DotMM* is one that is, seemingly, spurred only by the lust for gold and glory. It therefore falls upon you to keep your players invested in Undermountain. The universal motives of gold, glory, and power can only interest the adventurers for so long, especially as they get to the more lethal levels. It's recommended you instead turn to your own players as a source of creativity.

You can use any of the following hooks to help involve your players' characters in the narrative. Some minor spoilers exist, such as the existence of an illithid colony, so you'll need to suss out how much you can share with your players.

HALASTER'S GAME

Best for: All adventurers

Much to their mounting horror, the adventurers learn that the Mad Mage has *chosen* the current party and that all the initial circumstances leading them to Undermountain were carefully orchestrated by Halaster Blackcloak himself.

The characters might reflect on moments where a crotchety old man shouted in a bar “Ye’ll never be nothin’ if ye cain’t survive the horrors o’ Undermountain” or whispered, “Gold and glory awaits all those brave enough to descend into Undermountain—the greatest dungeon in the world. Legends are forged there, and fortunes found.”

Perhaps a financial calamity was put upon their family. Perhaps a natural disaster destroyed their home. Perhaps a lost friend or brother has prompted this delve into Undermountain. Perhaps these were all orchestrated by Halaster Blackcloak's insidious *wish* spells.

THE ACADEMY BECKONS

Best for: Bards, sorcerers, warlocks, wizards

Halaster, or the faculty of Dweomercore, has reached out to an arcane spellcaster, such as a bard or wizard, and invited them to the arcane academy on Level 9. Alas this “full-ride scholarship” can’t be refused, but also can’t be earned unless the character braves the first eight floors of Undermountain.

CALASSABRAK'S COMEUPPANCE

Best for: Duergar nobles

Prince Valtagar Steelshadow, the disgraced duergar prince, has brought dishonor to his family. A duergar adventurer may have a bit of Steelshadow blood in his veins and hopes to elevate him- or herself in the family by bringing Valtagar’s head back to his older brother, King Horgar Steelshadow V. See Level 21 for more details.

DROW WARFARE

Best for: Dark elves

Drow belonging to House Auvryndar, Freth, or any related vassal (or eradicated) house may feel compelled to oppose or aid these houses.

House Tanor'thal. This drow house once ruled Skullport but was toppled by the Xanathar Guild. Perhaps its survivors now serve either Houses Freth or Auvryndar or hope to reclaim Skullport as their own.

EXILED!

Best for: Criminals

Since ancient times, Waterdeep has rejected the “barbarism” of executing criminals in favor of merely banishing them to Undermountain. To return is to swing at the end of the noose, and to remain risks being torn apart by whatever horrors roam the dark. Any character, preferably with the Criminal background, could have been sentenced here. Perhaps that character will find the means to another land, emerging outside of Waterdeep. Perhaps they'll find enough power or gold to flout the law instead.

THE FINE FELLOWS OF DAGGERFORD

Best for: Bounty hunters, victims

A murderous band of adventurers called the Fine Fellows have rampaged across the Sword Coast for almost three years. The player character is one of the many who have been wronged by this band and now they seek revenge—and they've since learned that those bastards have delved into the lawless depths of Undermountain. See L1 & 2 for more details.

Other Parties. Likewise, you can include other adventurers or characters that may have wronged a player character, adding them to Undermountain.

THE GITH'S CRUSADE

Best for: Githzerai or Githyanki

Gith characters, or characters with a personal history of facing mind flayers, learn that there’s a colony deep below Undermountain. They may wish to wage a crusade against this colony or join the existing one.

Githyanki. Led by the cruel and deceitful knight, Al'chaia, the githyanki raise and train their young on the asteroid Stardock, since creatures don't age on the Astral Plane. An adventurer may be a scorned or exiled knight fed up with Al'chaia's lack of effective leadership or a young trainee looking to prove themselves.

CALL TO ADVENTURE HOOKS

Hook	Suitable for...
Halaster's Game	All adventurers
The Academy Beckons	Wizards, sorcerers, bards
Calassabrak's Comeuppance	Duergar nobles
Drow Warfare	Drow nobles
Exiled!	Criminals of Waterdeep
Fine Fellows of Daggerford	Victims of the Fine Fellows
The Gith's Crusade	Githyanki, Githzerai
Legacy of the Melairkyn	Dwarves, anthropologists
The Legion Calls	Goblinoids
Moonstar Redemption	Moonstar nobles
Patron's Favor	Warlocks
Straight Outta Skullport	All adventurers
Torm's Shame	Clerics or devotees of Torm
Willow's Consort	Druids, rangers, clerics

Githzerai. Four githzerai inhabit Level 15, keeping a close eye on their cousins' war with the illithids. Yrlakka, their leader, hails from the Sha'sal Khou, a renegade faction that hopes to unify the gith race.

LEGACY OF THE MELAIRKYN

Best for: Dwarves, archaeologists & other scholars

Dwarf characters, particularly archaeologists, know that Undermountain was once the realm of the legendary Melairkyn dwarves. They fell eons ago to the drow and duergar, but their legacy might remain intact—or, somewhere in the ashes, there still might lie the secret of their great success. See Level 6 for more information.

THE LEGION CALLS

Best for: Goblins, hobgoblins & bugbears

Goblinoid characters hear word of either the Legion of Azrok under command of the hobgoblin warlord, or the Death’s Head Phalanx under the command of Azrok’s estranged son, Doomcrown. Hungering for glory, favor, or the pride of serving, the adventurer heads to Undermountain. See Levels 3 and 14 for more details on these legions.

MOONSTAR REDEMPTION

Best for: Human or half-elf Waterdhavian nobles

If a human or half-elf character belongs to House Moonstar of Waterdeep, they might feel compelled to restore their family’s honor by eradicating the Shar cultists of Vanrakdoom on Level 18 of Undermountain.

As described in “The Dark Fate of Lord Vanrak Moonstar” on L18, House Moonstar has since prospered with the death of Vanrak. It is ruled by the senile Lady Wylynd Moonstar. She has designated her half-drow grandnephew, Helion Moonstar, as the heir to the house. There are those in House Moonstar that chafe and scoff at such a decision—and many wonder if another family member could transcend Helion by eradicating the last of the Shar cultists of Vanrakdoom, thereby purging House Moonstar of Vanrak's shadow once and for all. An adventurer belonging to House Moonstar may then view Undermountain as the engine of their ascendance. Alternatively, the character's friend or spouse may belong to House Moonstar, and the adventurer may wish to elevate them to the throne.

PATRON'S FAVOR

Best for: Warlocks

A warlock's patron may have a vested interest in the dealings of Undermountain. This interest will vary not only by the patron's own identity, but it's very race. Follow the suggestions below:

Archfey. An archfey may covet Wyllow's sylvan realm on Level 5 and orchestrate her downfall through the warlock. Or, Otto the Faerie Dragon on Level 7 may have once slighted the archfey and it now demands its painful, humiliating death.

Celestial. Similar to *Torm's Shame* (see below), a celestial patron may wish for the warlock to venture to Level 21 and either bring the fallen planetar back into the light—or cleanse its shadow from the world.

Fiend. A demonic patron may wish for Skullport to fall to anarchy and thereby conspires to topple the Xanathar Guild without any viable regime to follow. A devil patron may have a would-be tyrant/puppet ready to seize control. All the fiend needs is for the warlock to fan the flame of rebellion against the Xanathar Guild into a raging inferno.

Great Old One. Rarely is a Great Old One patron even *aware* of its warlock. Therefore, the warlock may be interested in the Knot in the Weave far below Undermountain, researching it for the sake of knowledge. Or, perhaps, the warlock is intrigued by the Shadowdusk's dealings with the Far Realm on Level 22 and wish to see the horrors themselves firsthand, or apprehend their research.

Undying One. On L20 lairs Ezzat the Lich. The Mad Mage seeks to destroy the troublesome undead—who might very well be the warlock's patron, requiring their aid. Alternatively, the demilich Branta Myntion (see L23, A24) could be their patron.

STRAIGHT OUTTA SKULLPORT

Best for: All adventurers

Characters that grew up in or have spent several years in Skullport may be keen to finally escape the Port of Shadows—but know they need wealth or experience before going to the surface. This is especially useful as a replacement for any future characters in case the original adventurers die.

TORM'S SHAME

Best for: devotees of Torm, clerics

The God of Courage and Self-Sacrifice now cringes with shame, for one of its divine planetars has fallen from grace and rules from deep in Undermountain. The planetar can only be shown the error of its way by one of Torm's faithful—and thus, the adventurer has received divine guidance from their lord to redeem the angel. See Level 21 for more details.

Alternatively, Torm sends his champion to destroy or redeem the death knights Dezmyr and Zalthar of Shadowdusk Hold, who were once paladins of Torm. Ultimately, however, these fallen heroes are irredeemable. See Level 22 for details.

WYLLOW'S CONSORT

Best for: Druids, rangers, and nature clerics

The winds and birds carried a message far and wide: the elven maiden has chosen this character (who is attuned to Nature) to be her consort, to frolic in the wonders of Wyllowwood far below the Undermountain. Alas, they must hurry, for other suitors have been solicited, and the maiden grows lonelier by the day. See Level 5 for more information.

LEVEL I: THE DUNGEON LEVEL

"And so, the game begins—my game," – Halaster Blackcloak

QUICK NOTES

- Your foremost goal is to steer the party towards A27, the Hidden Demiplane, so as to introduce them to the Mad Mage. Halaster is the greatest facet of this adventure and providing him facetime is necessary to underscore what sort of insidious game the adventurers are now trapped in.
- The Undertakers are hostile but sensible. They merely rely on threats and force but quickly yield. They'd sooner let the adventurers pass by than die for a handful of gold. They will trade information about the dungeon for their lives.
- A rift has grown between the Undertakers' leaders, Uktarl and Harria. Consider either a comically insignificant cause for their falling out, such as a misplaced memento, or a more serious one like using a doppelganger to "test" the other's fidelity.
- Manticores (see A16) speak Common! Consider instead having them mock the adventurers and goad them into combat rather than attacking them outright, and don't forget that they can fly—grapple the gnome and ascend!
- The revenant (see A37) is a source of excellent roleplay and makes a valuable ally for both the DM and players: he can assist the party but has a guaranteed expiration date: once his vengeance is fulfilled, his soul is finally at rest. There's no worry in bloating the players' firepower from now until the possible end of the campaign as you often get when adding an NPC ally to the group.
- Remember that tunnels on the edges of the map lead to uncharted depths or back into the mapped dungeon. You can add whatever you want along those paths.
- Separated from civilization, the adventurers must track their inventory—you must track their inventory, otherwise they have no need to return to the surface.
- Every time the adventurers return to a previous level, new occupants will be there to reshape it in the aftermath of a power vacuum.



BEFORE THE DESCENT

Undermountain offers no shortage of fortune or peril. For fame and glory, perhaps even power, the adventurers have committed themselves to those foul depths. After a night of drinks and debauchery—a night that might be their last—the adventurers have arrived at the Yawning Portal, groggy eyed and sobered by the reality of Undermountain.

Provisioning. *Dungeon of the Mad Mage* is a dungeon crawl, a tale of caustic survival. If the adventurers want to make it out alive, they better be prepared—because once they're down there, the way back is rife with danger. They're advised (through patrons, friends, and other learned folk) to bring torches, antivenom, rations for at least two weeks, healing kits and more.

Rumors & Warnings. Undermountain is older than the city above and has produced countless tales, legends, and omens. Before the party descends, they can carouse with other patrons in the Yawning Portal to learn more about the dungeon. In addition to the Secrets Deck (described in App. C of *DotMM*), you can provide any of the information below:

- "Folks have been sayin' there's a vampire out there on the first level o' the dungeon. Expects a toll to be paid, or eternity as her thrall."
- "Goblins got some sorta bazaar down there in the depths. It's worth checkin' out. Mayhaps they've got bread."
- "Better bring antivenom. Those depths are crawling with them spider-loving drow."
- "Watch out for signs of Tunnel Madness, friend. Starts slow, but soon it's flowerin' like a plague. Don't need any monsters down there to doom a party. Worst monster is man, just you watch."
- "Far below the surface is Skullport: a subterranean port of thieves and slavers and pirates set on a sunless sea. The night life is insane."
- "Trust no one. A friend on the surface would just as soon as cut your throat for lamp oil."
- "Beware the wrath of Xanathar—even in the depths the guild has worked its influence."
- "Legends say Halaster Blackcloak had seven apprentices, all sharing a shard of his madness. Even now, centuries later, they might still be kicking around in the dark. Watch out."

Durnan's Advice The innkeeper of the Yawning Portal might offer some advice to the adventurers before they descend into Undermountain. Ever a man of brevity, his advice is brutally simple. Read the following:

Durnan pulls you aside, his grim face as stoic as stone. As he fills a flagon with ale, he tells you, "Remember. There are brave adventurers and old adventurers—but no brave, old adventurers. Be smart down there. Know when to run. Know when there's nowhere to run to."

RANDOM ENCOUNTERS

d8	Encounter
1	Goblin Skull Hunters (see <i>DotMM</i>)
2	A Cloud of Stirges
3	Arrows Galore
4	Shield Guardian (see <i>DotMM</i>)
5	Discarded Satchel
6	Carrion Crawlers (see <i>DotMM</i>)
7	Corpse
8	All Hail the Ghoul King

RANDOM ENCOUNTERS

Wandering monsters can be encountered throughout the dungeon, especially if the adventurers stop for a rest or visit an otherwise empty area. Three encounters are already described in *DotMM*. Additional encounters are included below. Roll a d8 and consult with the table above.

A CLOUD OF STIRGES

There is no wind in this foul place, but in the shortening distance you hear the flutter of wings. Many, many wings. Out from the dark comes a cloud of minute, bat-like creatures wielding bloodied proboscises.

Stirges descend upon the adventurers, totaling 2d4+2 in number. They latch on to the least armored creature.

ALL HAIL THE GHOUL KING

A gang of **ghouls** (1d4+2 in all) recently found an old jeweled crown and have lost themselves in a chivalric fantasy. They pretend to be knights serving "the king." When they encounter the adventurers, they demand the king's tax be paid: one humanoid to be slain and devoured, a feast the ghouls offer the adventurers to partake in. They suggest that the tax be collected from the Undertakers or the Xanathar Guild—though a single goblin is only worth half a humanoid.

The ghouls become unhinged and hostile if their fantasy is ruined. On some level they each know that this is all make-believe but can find nothing else to soften the monotony of undeath. They claim to obey standards of honor (gleaned from their many past captives, one of which was a knight) and faithfully serve King Ghanash, a **ghast** which can be found in Area 17B, being pampered by four **ghouls**.

Ghanash's gold, ruby-bejeweled crown is worth 250 gp. It was found on a lower level of Undermountain and brought up by adventurers who died on their way out of the dungeon.

ARROWS GALORE

The adventurers encounter a trap set by Halaster. Inscribed upon a surface is a *glyph of warding* that triggers a spell of *cordon of arrows* (spell save DC 18). It launches eight arrows, each dealing 1d6 piercing damage to the creature that triggered the trap. On a success, a creature takes half damage.

SATCHEL CONTENTS

d8	Contents
1	Explorer's pack
2	Roll a 3d4. The satchel contains spell scrolls; roll thrice to determine each scroll: a scroll of <i>healing word</i> (1), <i>augury</i> (2), <i>burning hands</i> (3), or <i>knock</i> (4).
3	A gold locket with an inlaid portrait of an elven woman worth 75 gp
4	2 healer's kits, an unlit torch, and moldy, bloodied bandages from wounds long since healed
5	1d4+1 <i>potions of healing</i>
6	Roll a d4. The satchel contains a holy symbol of: Shar (1), Helm (2), Selûne (3), or Tyr (4)
7	A jar of eyeballs. Just a jar full of eyeballs.
8	A map detailing Level 1 of Undermountain. There's a 75% chance that it is inaccurate.

CORPSE

The adventurers come across a corpse, the circumstances of which are determined by a d4.

1. The corpse belongs to a Xanathar Guild goblin riddled with crossbow bolts. It carries a missive addressed to the bugbears of Big Ears Watch Post (Area 39) and describes a plot to invade Skullport on the third level of the dungeon.

2. This male human corpse is fresh and will attract the attention of a **carrion crawler** if the adventurers linger for more than three rounds. The human clearly starved to death.

3. The corpse is a butchered lamb, still fresh. It was once a halfling adventurer afflicted by a spell of *true polymorph* by Arcturia, Halaster's apprentice. The transformation became permanent. That the adventurer managed to make it back to the Dungeon Level is a feat unto itself. Unfortunately, it could not climb the rope back to the surface. If scrutinized under a spell of *detect magic*, a heavy cloud of transmutation magic lingers over the corpse.

4. The corpse belongs to a condemned criminal (a female human) that fled into Undermountain. Tattooed on her neck is the black, flying snake symbol of the Zhentarim. Her left foot is shattered, and the hallway is smeared with her blood. Upon the wall she's written, "Gods watch over me" in her own blood.

DISCARDED SATCHEL

The adventurers find a satchel, potentially filled with goods to help them on their journey. The satchel may be stained with blood or yellowed with age depending on its contents. Roll a d8 to determine the satchel's contents and consult the table above.

AREAS OF NOTE

The following areas are of note:

1. ENTRY WELL

Down and down into the mythic depths you descend while the winch creaks and groans. Adventure awaits, but so too does death. A death that has claimed countless souls, many of them quicker and cleverer than you could ever hope to be. What do you truly hope to find down here? Fame? Fortune? Power? Countless others have too, and this dungeon is their tomb.

Your feet touch sand and the last torchlight of the world above flickers. The distant sounds of the Yawning Portal dwindle into thundering silence. Your eyes adjust to the gloom: shields galore line the walls, all dented, all stained with graffiti... On the wall is a message written in Elvish script. Written in blood.

To quickly determine the trinket found in the sand, roll a d10 and consult the table.

THE BLOODY MESSAGE

The message, written in Elvish, has been expanded. Read: Beyond the pillars the Mad Mage waits peering from behind those arcane gates Ever searching for one of worth and burying all else in the tepid earth

If you're running the *Halaster's Game* variant, add "WELCOME TO THE SHOW" to this message.

6. UNDERTAKER'S WATCH POST

Here toils a gang of failed thespians that now extort adventurers on their way through Undermountain. Them's the breaks.

Roleplaying the Undertakers. As failed actors and singers, the Undertakers take to their new roles with gusto—they really ham it up. Every successful extortion, every adventurer sent running, is worth a thousand reviews from Waterdhavian critics and broadsheets. However, theirs is a life of desperation. Many fear the law's wrath that might come should they surface. Some may have even fallen prey to weave addiction (see *HG*).

Commodities. As dwellers of the deep, the Undertakers would kill (literally) for any of the comforts of the world above: fresh fruit, clean clothes, lamp oil, reading material, new bedding, and the like. Every so often they send the doppelgangers up to the surface to shop for these materials, who take on new appearances each time so none of the Yawning Portal patrons know that they belong to the gang of thieves that extort adventurers. If the adventurers have any of these things, they may find that they can barter with the Undertakers—or that these "vampires" have a keen obsession with something so mundane.

6A. THE SHOWDOWN

"Halt!" rumbles a voice from the dark. Torchlight sputters in the chamber, silhouetting nine figures. Yellow fangs gleam with red grime. "You stand in the dreaded crypts of Countess Harria herself—and our master shall have her due, you cattle. Choose now: gold or blood, lest you be damned like us."

TRINKETS IN THE SAND

d10 Trinket

1	A rotted lucky rabbit's foot
2	A glass eye
3	A gold monocle worth 10 gp
4	A receipt from <i>Ed's Adventure Emporium</i> for rope, rations, and "dungeon bunnies"
5	A broken gnomish lamp
6	An insignia from the Waterdeep City Guard
7	A severely inaccurate map depicting Level 1
8	A bronze mask in the shape of Halaster's visage
9	A mantichore tail spike tipped in dried blood
10	A morbid diary describing an adventurer's trek through the first three levels of Undermountain

The voice belongs to Uktarl. He's learned that having an unseen countess (Harria Valashtar) is far more frightening than presenting himself as the vampire lord and instead acts as her envoy. Despite the two lovers' recent falling out, Uktarl gives the performance his all.

Several of the bandits are dressed in rags. Carefully applied make-up paints them as walking corpses: vampire spawn. If questioned, they pretend to be fallen victims of the countess, now enslaved to her will for all eternity.

10. CUBICLE OF SKULLS

You come upon a stone door. Engraved into the lintel is a message that reads: "CONTESTANTS."

"Contestants" refer to the countless fools that found themselves trapped on *Dungeon of the Mad Mage*. Once the door is opened, skulls tumble out. Add the following description:

The room teems with skulls—some scorched, some nicked, some with combovers of rotting flesh, but all underneath a frayed banner that reads: "WELCOME, GUESTS!"

13. EMPTY ROOM

This room is under an illusion from one of Halaster's regional effects, painting it as an upside-down den. Read the following:

Squealing on its hinges, the door opens upon a reversed room. A fireplace hangs from the ceiling, casting shadows across the den. Upside-down bookshelves teem with ancient tomes. Some float in the cold air, opened on their spines. A high-backed chair is firmly set on the ceiling, its arms nicked and scarred.

You may also want to consider planting a bronze mask here, so your players can access Halaster's Hidden Demiplane (see Area 27). If so, it floats just within arm's reach in the center of the room. If a character takes the mask, the illusion shatters. The den becomes an empty stone room—but the mask is real.

MAGIC HATE BALL

d12 Answer

1	"Yeah, go for it."
2	"Do it, you coward."
3	"You know in <i>my</i> heart that it's wrong."
4	"Reconsider it. Twice, maybe."
5	"Sure, why not?"
6	"I wouldn't do that if I were you. But I'm not you."
7	"That way lies death. Probably."
8	"Was your father man enough to do it?"
9	"Brave men make great cannon fodder."
10	"Let your hatred burn. Conquer all before you. Accept nothing less."
11	"Don't ask me. I'm a shriveled heart."
12	"You're a champion. You can do just about anything."

14. LITTLE BOX OF HORRORS

The tunnel slants downward, pressing in on you. Your footfalls echo, spinning a bumpy yarn—and below that, you hear something far more unsettling: a heartbeat. A slow, methodical heartbeat that seems to pulsate through the stone beneath your feet.

Sick with curiosity and dread, you come to a sunken chamber. An orb of sizzling acid floats in the domed ceiling, suspended by unseen magic. Below stands a four-armed piscine statue... and in its hands is a box. An ornate box from which that foul heartbeat can be heard.

You can throw your adventurers a bone by making the heart the equivalent of a Magic 8-Ball. If a creature attunes to the heart, instead of dying (a rather anticlimactic end to a character), you can instead allow them to ask questions to the heart—and they sense the answers "in [their] heart."

The heart has a sliver of its owner's personality: that of a lazy, corner-cutting student prone to acting first and thinking later and unable to consider the consequences of its actions. It lacks the awareness to know what fate befell it, but a dim part glowers with hatred for Halaster Blackcloak and wishes to see the Mad Mage's work undone. Whenever an attuned creature asks the heart a question (no action required), roll a d12 and consult with the "Magic Hate Ball" table.

16. MANTICORE DEN

Rather than immediately attack the adventurers, you can have the three **manticores** here play with their food. The adventurers may be surprised to learn that these beasts can speak, and might chafe under their haughty demeanors. Read the following:

The chamber reeks with rot and waste. Its ceiling vaults out above you, held up by crumbling pillars. As you enter, a sinuous voice floats out from the dark: "Ah... The newest guests. Welcome. Welcome to the show."

Your eyes strain to find the source of the voice. It rings off every stone of this foul place... And out from the dark stalks a beast with the face of a man, the body of a lion, and the wings of a drake. Its spiked tail scrapes against a nearby pillar.

"Yours is a special episode," says the beast, flashing a smile far too human for your liking. "A special episode indeed. The Mad Mage expects great ratings."

SICK TRIVIA

d8 Question

1	"Ancient is this realm. On the bones of what civilization is the Mad Mage's dungeon built?"
2	"How much blood is in a dwarf's body?"
3	"Which mortal race makes for the gamiest meat?"
4	"This one's a riddle for you: 'Always hungry am I; always I must be fed; the finger I lick will soon turn red. What am I?'"
5	"What fungus comes alive and shrieks when it senses other creatures nearby?"
6	"The dwarves chipped away at their precious mithral until the drow came with sword and fire. Down went their temples and up went the new. Which deity do these elves worship?"
7	"Who amongst you has the juiciest thigh?"
8	"Which of you would scream quickest for mercy as your entrails were knitted into a scarf?"

The primary **manticore** is merely entertaining itself while its two companions move into position. Both are hidden. Contest their Dexterity (Stealth) checks with the adventurers' passive Perception. One is clinging to a pillar, ready to rain tail spikes upon their prey while the other is prepared to land behind the enemy ranks to attack weaker combatants. If a combatant looks physically weak, the manticore attempts to grapple it and flies up to the 80-foot ceiling. If the adventurers show a willingness to talk, the other two hold off until afterwards; it's rare that they have guests that listen to their prattling. To them, conversation is music, at least until they grow weary of the company.

The manticores admire the Mad Mage, who keeps them fed and entertained. They know nothing of his plans but are aware of his penchant for calling Undermountain "a show" and imitate his terminology.

HALASTER'S GAME: SICK TRIVIA

Under this variant, the primary manticore launches into a game of trivia, asking macabre questions to the adventurers. These questions are described in the "Sick Trivia" table above. Answers range from subjective to concrete, described below. The answer can be determined by succeeding on a particular ability check. The primary manticore promises safe passage if the adventurers correctly answer six questions before failing three, but this is a lie. While the primary manticore is distracting the adventurers, its brethren do their best to remain hidden, making Dexterity (Stealth) checks.

The manticores are learned enough to know the answers to their own questions, having repeated this game so many times with other adventuring parties. They've also petitioned the Mad Mage for secrets and lore so as to hone their trivia questions.

1. A character that succeeds on a DC 15 Intelligence (History) check can recall that Waterdeep is built upon the bones of a dwarven realm (the Underhalls of Melairbode) which itself was built upon the ancient elven kingdom of Illefarn. This capitol was named Aelinthaldaar.

2. A character that succeeds on a DC 14 Wisdom (Medicine) check knows that there are six liters of blood in the average dwarf's body: shorter than humans they are, sure, but stouter too.

3. This question is subject to the whims of the manticore. A character that succeeds on a DC 14 Wisdom (Perception) check notices that the manticore's eyes linger on one character for a split second when it asks this question, hinting that they're the answer.

4. A character that succeeds on a DC 16 Intelligence (Investigation) check can determine that the answer is "fire." An answer of "manticore" or "you" elicits a hearty, unsettling chuckle from the monster.

5. A character that succeeds on a DC 16 Intelligence (Nature) check recalls that "shriekers" are semi-sentient fungi that emit piercing screams when threatened.

6. A character that succeeds on a DC 13 Intelligence (Religion) can recall that the drow worship Lolth, the spider demoness.

7. A character that succeeds on a DC 16 Wisdom (Insight) check can study the manticore's eyes and salivation and intuit which of the adventurers it believes would make the best meal.

8. This question has no correct answer. If the adventurers have made it this far, the manticore loses its patience and initiates its inevitable betrayal.

27. HIDDEN DEMIPLANE

It's your top priority to steer the party towards this area, as it puts a face to the infamous Mad Mage. If the players missed the bronze mask (see A13, *Companion* and A21, *DotMM*) and it seems they've no intention of searching for it, consider waiving the requirement. To further entice your players, reshape the alcove into a sunken archway and describe it as what appears to be a portal frame. Etched into the frame is "COME HITHER" in Common. Once they enter the portal, read the following:

The world itself shrinks to a gloomy realm that stretches on in cold, stone pastures for as far as the eye can see. Upon a freestanding wood wall hangs a portrait of a wizard whose eyes shine with madness—and below sits that same man, reading a tome in a high-backed chair.

The wizard looks from his tome and smiles. "Well, don't just stand there like a boob. Three questions of this lair you can ask; twice will the answer be true, and once false. And be quick about it—the show *must* go on!"

First impressions matter. This is a defining moment of your campaign as it determines who the Mad Mage is to your players. The tone you strike now will be what sticks with them forever. After three questions have been answered, you may want Halaster to stick around for a bit or eject them from the demiplane with a brutally simple gesture that demonstrates his power, such as snapping his fingers or merely saying "See you." The adventurers then awaken on their backs outside the demiplane in A27.

EXPECTED QUESTIONS

It's difficult to anticipate your players' questions, but since this is the first level of Undermountain, of the campaign, very few earth-shattering questions could be asked and answered—no questions or conspiracies should be looming large in your players' minds. Still, the following samples can be provided. They aren't bound by the rule of "the first is false, the rest are true" described in *DotMM*.

If asked where he is currently, Halaster answers "Everywhere and nowhere, but watching you. Always."

If asked what he wants, Halaster says, "Knowledge. Always has it been knowledge—for that which exists without my knowledge exists without my consent."

If asked why he created this death trap or settled in Undermountain, he can either say "I love bringing people together" or explain his hunger to reach the forgotten depths. See "A Knot in the Weave" in *DotMM's* overview chapter for more information. Not even Halaster can adequately identify what lies below the earth, only that it calls out to him in his troubled dreams.

If asked what sort of monsters lair in this death trap, Halaster coyly answers, "Horrors from behind the stars and below the earth. Horrors you shall perhaps one day know."

HALASTER'S GAME

The Mad Mage lays out the rules of his insidious game. See the *Halaster's Game* chapter for details and read the following:

The mage shares a yellow smirk. "Yer mine. Ye've always been mine since the day ye learnt to crawl. Yer life has led you here. *I've* led you here."

Spreading his hands across his lap, Halaster Blackcloak continues, "The rules o' the game are simple: die, ye lose. Win, ye get yer freedom... and a wish. Anything ye can imagine. And t'win, ye have to reach my lair—twenty-three levels below this delightful madhouse o' mine."

The Mad Mage looks past you and into the vista. His accent has morphed into that of a stage director's. "The game has been set, the stakes raised. Ladies, gentlemen, fiends and friends: give it up for our contestants on this season of *Dungeon of the Mad Mage*. Might they brave the horrors of Undermountain and emerge victorious!"

All around you the world erupts into glorious applause as some unseen and distant audience whoops and cheers, hurling their taunts and praise. Your names are on the lips of thousands—what the hell have you gotten yourself in?

The Mad Mage announces to that invisible audience, "We'll be right back after this break. Now, a word from our sponsors..."

Once this is read, Halaster snaps his fingers, shunting the characters out of the demiplane. You can then include one of the Transplanar Advertisements from *Halaster's Game*, reading it to your players.

36. LOST HALLS

Once the **gricks** are slain, read the following:

Just as you cut down that last abomination and the sounds of battle dwindle, you hear something else: weeping. Shameless, broken weeping from behind a closet door.

The weeping leads the adventurers to Area 36B.

36B. TRAPPED FELLOW

If the characters investigate the weeping, read:

You swing open the door—and a shriek cuts through the depths. A soiled, haggard young man, his eyes red with tears, recoils from your sight. His hands instinctively shield his face and groin as he screeches, "Mercy! For the love of the gods, mercy, please!"

Kelím the Weasel, the resident coward of the murderous Fine Fellows of Daggerford, provides a meaningful hook for Level 2 and demonstrates that not only the brave and righteous descend to these black depths.

Roleplaying Kelím. Never one to cope well with stress, Kelím is scared witless. He wants nothing more than to abandon Undermountain but is too afraid to make the trek back to the Entry Well. Without any shame, he resorts to begging to get what he wants.

If the adventurers decide to escort Kelím back, roll for two Random Encounters: one along the way, and one right before A1, the Entry Well. When within sight of the Entry Well, Kelím abandons the others to toss a gold coin into Durnan's bucket, screaming for salvation. The trip, however, takes 10 rounds while the fight rages on.

If the adventurers accept Kelím into their ranks, he proves to be a liability before anything else. If the adventurers encounter the Fine Fellows of Daggerford on Level 2, Kelím betrays them for his old adventuring buddies. While his former companions spared no time to search for him, he trusts more in their hard will to live than the adventurer's altruism. He would rather side with survivors than lay in bed with "fools."

ON THE FINE FELLOWS OF DAGGERFORD

Kelím is sure to be questioned about his former companions. All are evil in some manner, but so is Kelím and he won't shed light on those facts. They can all be found on Level 2, with exception to Halleth who can be found in L1, A37.

The Fine Fellows have already been described in detail in *Other Adventuring Parties* (see *HG*). Kelím describes his companions in the following ways:

Copper Stormforge is a dwarven thief hungry for all that glitters. "Copper's a prick, all right," Kelím admits, "but he knows how to work a budget and keep us on track. Has an ear for deceit and an eye for detail."

Halleth Garke is a half-elf cleric of Waukeen always obsessed with fair shares. Unbeknownst to Kelím, Halleth was murdered by the other Fine Fellows two days ago and has returned as a revenant hellbent on revenge. Kelím says, "You can bet Halleth is there with his hand out whenever there's coin about—and nothing's free. Stiff him and you'll find his healing magic used elsewhere. He carries a grudge like a mother carries her child."

Midna Tauberth is a human priestess of Shar, the Lady of Loss. She never backs down from a challenge. A character can make a DC 14 Intelligence (Religion) check once they learn of Midna's deity, recalling that Shar is an evil deity. "We thought t'bring her, y'know," Kelím says, "because Shar's a patron of miners and those that venture into the dark depths."

Rex the Hammer is a human warrior that hungers for fame and fortune above all else. He's the Fine Fellows' cruel and obstinate leader. "His head's full of bravery and nothing else," Kelím says. "Real inspiring."

37. MAP ROOM

As you creep through the dungeon, your foot strikes a loose stone, sending it tumbling down the hall. A voice shortly thunders:

"You there! Answer my call and join me on this quest for justice!"

The voice belongs to Halleth Garke, the murdered half-elf cleric of Waukeen that has since risen as a **revenant**. Except for his undergarments, he lies at the bottom of the pit described in Area 37, bereft of any possessions.

If the adventurers approach the pit, read the following:

A pit yawns in the center of the room. Its walls are as smooth as a newborn's cheeks and at the bottom of its rubble-strewn depths stands a bloodied half-elf. So bruised is he that he's green and purple. His arm is bent at an angle never intended by his creator. An eyeball hangs by a tatter of flesh—but the elf shows no pain.

He meets your surprise with his good eye. "In the name of Waukeen, hallowed be Her name, I compel you: free me so that I may avenge my death and join Her Grace in the gilded afterlife."

Halleth is deluded. He believes Waukeen herself has sent Halleth back—that he's worthy of paradise; that this is just one last hiccup that needs to be corrected before he can ascend to her gilded hall. It doesn't even cross his mind that he might be bound for the Nine Hells after sleeping with such evil dogs such as the Fine Fellows.

If questioned, Halleth explains his "treacherous brethren" beat him to death for demanding an equal share of treasure. He promises anything if it will get him out of this pit. If Kelím is present, he recoils with surprise and disgust at the fate that has befallen Halleth. Although the two were never anything close to friends, he never thought his companions would actually *murder* one of their own. Outsiders? Sure. But Halleth?

Roleplaying the Revenant. Death has soured anything bright in Halleth's soul or personality. Hate has scrubbed away any desire for anything but vengeance. Once a man of mirth, the revenant is now no-nonsense and focused only on his quest. He is capable of showing gratitude for his rescue and will repay the favor in kind, if only to help speed him on his journey to wringing Copper Stormforge's thick little neck. All other positive emotions are dulled and muted—and Halleth hardly remembers what they feel like.

ON THE FINE FELLOWS OF DAGGERFORD

Like Kelim (see A36), Halleth can shed light on his former companions—but now he has no reason to hold back the truth. He speaks plainly and viciously of the Fine Fellows, revealing their true nature.

If Kelim is with the party, Halleth decides to save him for last. Despite Kelim having no part in his murder (Kelim had already wandered off), Halleth is poisoned by hate and regret. Death has made him reflect on his past sins, chief among them being his tolerance for depravity. Kelim now stands as one of four monuments to this fall from grace. Whenever the two are alone, or the party is resting, Halleth promises Kelim an excruciatingly slow and painful death—after witnessing the grisly ends Halleth will deliver to the other Fine Fellows. Kelim's only hope is for the three other Fine Fellows to die first, which causes Halleth's soul to depart from this world.

EPILOGUE

Once the adventurers find the secret stairs leading to Level 2, they should level up to 6th level.

Choose one of the following narrations to cap off your session of *Dungeon of the Mad Mage*:

THE STANDARD SEND-OFF

The stairs yawn before you like the gullet of a great beast that promises you nothing but pain. With sweat on your brow and blood on your blades, you look to it and grin. Already you've conquered the first level of Undermountain—what's another twenty or so?

You share a glance, a smile, and descend together into those mythic depths where the greatest heroes are forged.

THE HOST'S SEND-OFF

If you're running the *Halaster's Game* element, in which the adventurers are the contestants on Halaster's hit transplanar game show, consider the send-off below, in which Halaster telepathically speaks to the party:

As you clamber down the stone steps, your hearts emboldened and your limbs weary, applause rings out. It rings out not from the stones of this place but the corners of your mind. A voice booms within your skull:

"And so, after great peril and bitter victory, our newest guests delve deeper into Undermountain, and we at home must wonder: *who are* these blind fools? What do they want? Who do they wish to be? What horrors shall they face next? Who shall fall and who shall live under the shadow of failure? Find out all these and more next time on *Dungeon of the Mad Mage!*"

Music begins to play within your heads, jaunty and jovial and maddening. You look through the stone ceiling to the gods above and pray for it to stop.

LEVEL II: THE ARCANES CHAMBERS

"And deeper do our contestants delve, down through the halls of my black arcade." – Halaster Blackcloak

QUICK NOTES

- The goblins of the bazaar are not hostile and should go to great pains to keep the peace.
- The highlights of this level include: The Fine Fellows of Daggerford; Kalabash and Trenzia, the past apprentices of Halaster; and the politics raging about the Xanathar Guild.
- It can be difficult to present the feud between the Xanathar Guild and the wererats. See "Flight of the Wererat" in the *Special Events* of the Goblin Bazaar to present it to your players and use Yek the Tall as a mouthpiece to describe the conflict.
- There are two gates on this level (Areas 5 & 12). The party must be 8th- & 9th-level to use them.
- Mimics abound (see Area 22F) so torture your players with messages like "That's probably not a mimic," possibly even telepathically whispered by Halaster.
- To get to L3, the adventurers must pass through a Xanathar Guild outpost (A20). By brandishing the Guild's symbol, a circle with ten equidistant spokes, the adventurers can pass through unmolested by the **beholder zombie** that guards the passage. Rizzeryl has one of these symbols.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

There are a few considerations from Level 1 that you need to keep in mind when running this chapter:

The Revenant. If the adventurers freed the revenant in Area 37 of Level 1, he wastes no time in exacting his vengeance. See *Halleth's Revenge* for more details.

Kelim the Weasel. If he was rescued in Area 36 of Level 1, but not allowed to leave Undermountain, Kelim has no choice but to follow the adventurers. He will recognize his former companions, the Fine Fellows of Daggerford—and possibly be goaded into betraying his saviors for them, if the Fine Fellows can regroup.

The Missing Prototype. The Undertakers took advantage of a flesh golem that wandered up to Level 1; it likely originated from Trenzia's laboratory, A7.

Xanathar's Guild. It's conceivable that, if the Guild was thwarted by the adventurers on Level 1, they would send word to the outposts here on Level 2. The Guild may send agents to the goblin bazaar or through the halls to find, kidnap, and punish these brazen fools.

HALLETH'S REVENGE

Hungering for sweet, sweet revenge, Halleth Garke wastes no time in seeking out his treacherous comrades, the Fine Fellows of Daggerford—assuming the adventurers freed him from L1.

Halleth's victims-to-be number three: the dwarven **scout** Copper Stormforge, the human **priestess** of Shar, Midna Tauberth, and Rex the Hammer, a human **champion**. They can be found in Areas 1E, 11, and 13, respectively.

Roleplaying the Revenant. Halleth believes this vengeance is a quest offered by his deity, Waukeen—that this is the final trial before everlasting paradise. He's sorely mistaken. While Halleth was not completely evil in life, his tolerance for it has damned his soul to the Nine Hells. Yet he'll go on and on about that "next gilded world" which his soul, apparently, will join.



RANDOM ENCOUNTERS

Monsters wander this level in search of food. You can use the following encounters to spice up Level 2:

A GRICK AND ITS GOBLIN

Shrill shrieks echo across the darkened halls as wet flesh slithers against stone and nails scrape against any handhold they might find.

A **grick** has ensnared a **goblin** and is pulling it away into a nearby crevice to feast. In Goblin, the poor fellow screams for help: from the gods, from his brethren, from his very mother. When they first hear his screams, the distance between the adventurers and the goblin is 60 feet.

If the adventurers save the goblin, it returns to the bazaar and tells all of their deeds. The vendors offer a ten percent discount (rounded up) to any wares the adventurers might buy.

CONJURED OWLBEAR

Bored, Halaster teleports an **owlbear** into the hall that the adventurers are currently in. If you're playing the Mad Mage as a deranged game show host, his theme song heralds this event one round before the owlbear materializes. Read:

Music drifts through the halls, ushering in an ill wind as a rift forms, bright and violet and turbulent—and out from the portal charges a frenzied owlbear!

The portal snaps shut behind the owlbear immediately. Halaster positions the portal so that the owlbear flanks the most disadvantaged character.

DESPONDENT SPECTATOR

Kalabash, an apprentice of Halaster found in Area 2, once summoned a **spectator** to guard his chambers. The duration of their pact, 101 years, has since elapsed and now it roams Undermountain looking for something better to do. Once the adventurers find it, it explains:

"My summoner... Did not make it to the 'final round' of his master's precious game, as it were. The poor fool's been trapped in a pocket dimension for centuries, well over our agreed pact of a hundred and one years. Now... Now I am whittling away the days, as you lesser creatures are fond of saying."

The spectator wants nothing more than a purpose. It will not, however, follow the adventurers but it can guide them to A2.

XANATHAR SENDS ITS REGARDS

If the adventurers rampaged through the guild's outposts on the L1 and left witnesses to describe them, the guild quickly musters up a reckoning. They send word to the nearest outpost (in the expanded dungeon) which sends a goblin **assassin** to murder the adventurers.

It takes the better part of a day for word to reach the next outpost and for the assassin to be dispatched. Thus, the assassin finds the adventurers only if the party takes a long rest. During that time, the goblin assimilates into the bazaar and awaits their return; or, if the adventurers are staying at the inn (see the additional amenities outlined in the Goblin Bazaar), it attacks while they rest. If the adventurers have already left the bazaar, the goblin waits there until convinced they won't return and takes to stalking them through the halls. When the assassin makes its first strike, it whispers, "Xanathar sends its regards."

Statistics. The goblin has the statistics of an **assassin** with the following racial traits:

- It is a Small-sized creature with a speed of 25 ft.
- It can read, write, and speak Goblin.
- It can take the Hide or Disengage action as a bonus action on each of its turns.

AREAS OF NOTE

The following areas are of note:

THE GOBLIN BAZAAR

While by default, forty goblins are crammed into a handful of rooms, you can expand on the goblin bazaar, turning it into an entire *village*. Meager it may be, but it can still be a shard of civilization in these dark depths—and how often do adventurers get to assist *goblins* instead of murdering them?

If the bazaar is expanded, it includes the following amenities that the adventurers are sure to appreciate:

Bathhouse. The Melairkyn dwarves fashioned a chamber of stone basins and spigots that fill with steaming hot water drawn from unseen springs below. To bathe, a character must pay 1 sp per hour. At any time, there are 1d6+1 male goblins leering at 1d4 female goblins.

Inn. A chamber, 40 ft. by 30, has been renovated into an inn with bedrolls, scavenged from dead adventurer's packs. The goblins charge 5 sp per guest per night.

Fighter "Pit." The goblins spar in a nearby chamber using blunted weapons (dealing 1d4 bludgeoning damage on a hit) while others bet on the outcome. The room actually doesn't have a pit, but everyone is polite enough to ignore that fact.

Tavern. A sitting room carved by the Melairkyn dwarves features cracked stone tables, shelves, and a bar stocked with whatever alcohol the goblins can scavenge. There is one cask from Garux's Brewery (Area 22) that former adventurers rolled back to the bazaar and sold. The goblins happily tell anyone where to find more and promise 40 gp per barrel.

1A. BAZAAR SIDE ENTRANCE

The stairs fall deep into the sunless depths of Undermountain. By when they level out, you find yourself at a junction. Hammers fall against wood in the distance as the halls come alive with a guttural language sprinkled with cuss words from various languages—Orcish, Dwarvish, Common. Dozens of voices are packed together in these tight halls, clearly arguing with the sort of zeal you find at a dockside brothel or a townhall meeting.

1E. YEK THE TALL

Sitting on a makeshift throne is a man: a handsome human with golden locks and sharp features. He brandishes a grimy, handheld mirror—the better to admire himself with. As you approach, his guards, goblins and bugbears, hang back, ready for violence but clearly not pining for it.

In the corner, one ugly son of a bitch lies chained—a beardless dwarf, his copper-orange hair like fire in the torchlight and his eyes bloated with indignation.

Yek, vain as he is now, has had a shift in his priorities. No longer does he clamor for war or prosperity, but the status quo. He is content with his new beauty while his tribe continues to eke out a meager life in these depths. He is not too consumed, however, to know that his people are sandwiched between a Zhentarim-aligned wererat gang and the Xanathar Guild; he may ask the adventurers to destroy one or the other.

Shaved Dwarf. *DotMM* doesn't detail the cause of Copper Stormforge's imprisonment, but it can be assumed it was theft. The adventurers may parley for his freedom with Yek by paying for the cost of the stolen items (24 gp) and succeeding on a DC 12 Charisma (Persuasion) check. On a success, the goblin boss decides that shaving Copper's beard is "punishment enough, so that all who look on his ugly mug know him to be a thief." Since his transformation into a human, Yek has preferred "human-talk," which is to say big and unnecessary words.

HALLETH'S REVENGE

If Halleth Garke is present, he wrings Copper's thick little neck. Nothing can deny him this pleasure. Read:

The dwarf recoils at the sight of the revenant. "H-Halleth?" he chokes out.

The dead elf grins, his eyeball dangling by a thin rope of flesh. "It's me, Copper. You thought you could cheat me not once, but twice—and there *won't* be a third."

The revenant stalks forward as the dwarf struggles in his chains, calling for help, any help, pleading for the goblins—no help there—and with his last breath, before those cold hands wrap around his throat, the dwarf prays to the gods for mercy: "Dumathoin... Dumathoin, forgive me for my—" Alas, his prayer is reduced to a strained gurgle as Halleth Garke embraces him one last time.

It's slow and it's loud. The dwarf's eyes bug out as the revenant chokes away the last vestige of life and light from Copper Stormforge's eyes. The bones dance beneath Halleth's fingers, cracking like the first thunder of spring.

"Well then," the elf says, rising. "One down, two to go."

SPECIAL EVENTS

You can use the following two events to show your adventurers the stories of Levels 2 & 3, preferably in this order:

AZROK'S AMBASSADOR

Thunder consumes the hall. Goblins everywhere pause and ponder. A crowd forms that is quickly split in twain as a platoon of armored men march into the bazaar. A banner bobs in the windless dungeon: a bloody handprint inside a hollow red triangle on a sheet of yellow flesh.

The sergeant shouts a guttural word, and the platoon halts. A man marches alongside the left flank and removes his helm, revealing himself as a hobgoblin riddled with old scars. In that guttural tongue, he addresses the petrified masses.

The Legion of Azrok (see L3) has sent a squad of ten **hobgoblins** to recruit soldiers for their war with the drow. Characters that speak Goblin can understand the **hobgoblin captain** that demands an audience with the goblin leader, Yek. Otherwise, a character that succeeds on a DC 16 Wisdom (Insight) check can intuit that the captain is here to recruit soldiers and collect supplies, given the banners and wagons of bloodied arms and armor carted in by the hobgoblins.

Desperate for aid, all racial divisions have been erased between goblinoid and man. The captain can speak broken Common and relays the following information to the party:

- The "vile" drow of House Auvryndar wage unfettered war against the "peace-loving" hobgoblins of the Legion of Azrok, who claimed the ruins of Stromkuhldur as their home years ago.
- Warlord Azrok ("an honorable warrior and savior of our people") has issued a call-to-arms, promising glory and gold to those that aid the Legion, regardless of race.

Characters that heed the call receive a visa of sorts that will grant them safe passage through Stromkuhldur: a small stone painted with a bloody handprint.

While the most direct route to L3 is through House Auvryndar's territory, the hobgoblin squad navigated the Expanded Dungeon until they reached the Arcane Chambers. The squad will return by that route. If the adventurers wish to travel with the squad, the captain requires they swear an oath to meet with Warlord Azrok—an oath the adventurers should not take lightly. If they agree and follow the squad (who leave tomorrow morning) then they can instead start L3 in Area 22. The journey is long and arduous and takes four days.

FLIGHT OF THE WERERAT

To organically present the feud between Rizzeryl's gang and the Xanathar Guild, you can use the following events, preferably after the Azrok's Ambassador event.

A man (a **wererat**) by the name of Dannoth is purchasing rations in the bazaar when he's apprehended by a cloaked **bugbear**. Dannoth escapes by shapeshifting into a rat. Read:

You hear a tangle of shouts as tins and rations clatter to the stone floor. Two figures struggle: a burly, cloaked man has snatched up a scrawny human from behind. As the chaos unfurls, the human bites down on his assailant's forearm and utilizes that distraction to shapeshift into a rat. His flesh melts and contracts into a foul critter that scampers off between the tattered stalls.

Dannoth attempts to escape. The adventurers can pursue him, following the urban chase rules (see *Dungeon Master's Guide*, Ch. 8). If caught, he pleads for his life, presenting himself as pathetic and squalid as possible—and utilizes the first moment to escape again.

THE ARCANE CHAMBERS

The following areas outside the bazaar are of note.

2. KALABASH'S CHAMBERS

Here the adventurers get their first glimpse into what sort of macabre fate awaits those that dare study under Halaster—and fail to meet his standards.

2A. WATER PUMP

Water trickles from a faucet, breaking what would otherwise be silence as it drips into a vast stone basin. Its hand pump is crusty with rust and slumped over the basin's lid is a goblin's corpse. A bucket lies nearby, its water spilled.

The goblin was sent by the bazaar to collect fresh water. Hearing the sounds of cookery and smelling delectable food, the goblin wandered into Area 2C where it fell for Halaster's trap. The **specter** in the kitchen woke and animated the pots and pans, which chased the poor goblin to Area 2A, bludgeoning him to death before returning to the kitchen. Close inspection of the goblin's corpse reveals several bruises over its body and a caved-in skull.

The Ingredient: Love. While the adventurers are here, a spell of Halaster's is in play: they can smell roasted meat and freshly baked bread which get their stomach's rumbling.

2B. ABANDONED LABORATORY

This chamber, clearly an alchemical laboratory, is choked with dust. Grimy vials and alembics sit unused on rusted iron tables. Ingredients have rotted on the shelves and in their bottles. Can nothing be salvaged?

Disturbing the equipment alerts the **specter** in Area 2C. The risk may be worth the reward, however:

Additional Loot. Close, noisy inspection of the alchemical supplies reveals three *potions of healing*, and a *philter of love* whose true nature can easily be missed, leading to some goofy shenanigans.

2C. WIZARD'S KITCHEN

As a variant, the kitchen can be under an illusion of the Mad Mage's—or the specter's—making. It looks clean and fresh; the stew in the cook pot is irresistibly delectable. Only when a character takes an action to study the kitchen (making a DC 16 Intelligence (Investigation) check) can it discern the illusion. On a success, it can see how decrepit the kitchen truly is.

Once the **specter** is slain, the illusion shatters.

2D. KALABASH'S BEDROOM

Kalabash has been driven insane by centuries of isolation—yawn. Consider the following variant: replace Kalabash with an **allip** from *Mordenkainen's Tome of Foes*, the statblock of which has been provided in Appendix B.

The pocket dimension Halaster confined Kalabash in was furnished with all the tools the mage would need to continue his research, undistracted from ale... But, desperate to escape, Kalabash instead sought to blackmail the Mad Mage. He sought out ancient lore that Halaster had protected with a curse. Learning this lore annihilated Kalabash's body, leaving only a wisp of his scorched spirit which now seeks to end its torment by passing on that knowledge—a long and arduous campaign of maddened whispering that is.

What was the lore that Kalabash discovered? You have a few options to choose from:

- So long as the Mad Mage dies in Undermountain, he shall be reborn 1d10 days later—and that he retains all his memories. Afraid that someone of equal or greater of power would put a stop to his rebirth cycle, Halaster cursed this secret.
- The Knot in the Weave drives all those that dwell in Undermountain to madness. See *Weave Addiction* in *HG*.
- An optional twist (as described in *Optional Twists* in L23 of the *Companion*) which you can add to your campaign. These twists range from the fact that the adventurers are stuck in a time-loop and have already defeated Halaster to that the Mad Mage's tower stands at the epicenter of Time and Space and, in multiple alternate universes, he has already battled and defeated the adventurers.

Halaster's curse prevents Kalabash from explicitly telling any soul this secret; he can only pass it on as all allips do: by tormenting some poor mind into recording that lore. Unfortunately for him, the curse forces him to write only in a vast cipher, which takes 30 days of steady scribing, and a DC 22 Intelligence (Investigation) check to crack, after which Kalabash is freed from his torment.

If Kalabash is released, the spirit visibly enters a rotted tome in his chambers, hoping that someone will pick it up. If they do, the spirit whispers to them ceaselessly, animating them to write, and write, and write...

WHAT DO YOU DREAD MOST WHILE DUNGEON DELVING?

#	Points	Answer
1	24	Mimics
2	23	Absence of loot
3	18	Undead
4	12	Adventurers
5	11	Returning home
6	6	Mind flayer
7	5	Drow
8	1	The Mad Mage

3. HALASTER PUPPET

HALASTER'S GAME

"We asked one hundred adventurers, 'What do you dread most while dungeon delving?' Name a response!"

Halaster's puppet is imbued with a fragment of his master's magic and uses an augmented *telekinesis* spell (save DC 22) to divide the adventurers into two teams, each standing at separate ends of the room. It then manifests a table before it with two buttons, each glowing red, and instructs them that they will play a single round of "Delver Dance." If they move from where it placed them, it promises to "roast this cavern like a fine pig."

Rules of the Game. The puppet explains the rules, which are based off the *Family Feud* game show.

- Each team sends a "champion" to answer the question.
- At the start of the round, both champions roll initiative. The quicker one hits the buzzer first and can supply answers until all eight correct answers have been provided, or up until three wrong answers have been given.
- If the first champion fails to name all eight answers, the other champion gets a chance to "steal." If they can provide one more correct answer without getting one wrong, they win all the points of the previous answers and can continue until they provide one wrong answer.
- If the "stealing" champion's first provided answer is wrong, the game ends and the initial champion's team wins all the points on the board.

Answers. The results of the survey are broken down above. The number of points won are equal to the number of people that answered.

Consequences. Halaster's puppet assures them that whichever team loses will be *fireballed*. It's an empty threat; the puppet can't cast that spell.

The X-Factor. A teammate can volunteer to drink "the X-Factor," a vial of indiscernible liquid that the puppet provides. If they do so, whether they survive the imbibement or not, they give their team 10d6 points. The vial is a poison that deals 6d6 poison damage on imbibement and subjects the imbiber to a DC 16 Constitution saving throw; on a failure, they are poisoned for 1 hour.

Prize. The winner of the game gets a handful of stickers, each displaying Halaster's visage with various expressions of disgust and mirth.

Additional Rounds. Using the rules above, you can play more rounds with separate questions. Remember that the points must add up to one hundred.

Other Victims. You can include another adventuring party here to face the players, such as the Fine Fellows of Daggerford or any of those provided in the *Halaster's Game* supplement.

7. SHOCKING DISCOVERIES

Behold: Frankenstein and her monster.

Log Entries. This area requires little changes except one: it seems a bit outlandish that all it took was three days for Trenzia to tire so much so of her fellow apprentices, as described in the log entry found in Area 7B. Consider changing it from "Day 3" to "Day 34." Or, even better, "Day 362."

Additional Loot. Characters that search Area 7C can find 1d4 + 1 *potions of healing* and two *potions of lightning resistance*.

11. MIDNA'S LAIR

By default, Midna sends **living unseen servants** to attack intruders—that's a recipe for her early death. Instead consider the following variant:

Variant. Midna is no fool. Rather than have her order this invisible legion to bludgeon her foes, it's suggested that she merely waits out the adventurers or attempts to ingratiate herself to them, knowing that she fares almost no chance by herself in these wretched halls. She uses them to either escape back to Waterdeep—stealing what she can from their packs—or prevail to Skullport where she hopes to find work as a mercenary.

HALLETH'S REVENGE

If Halleth Garke, the revenant, is with the party, he chases Midna down and throttles her to death. Read:

"Midna," the revenant calls, a lazy grin on his tattered face. The bruises stand out like violet beacons. "Midna, my dear... It's time to pay the piper."

The priestess recognizes the corpse and recoils. "You... No, no, gods no, you... You can't be..."

"I am," says the elf. "Reckoning has come. *Your* reckoning."

"Stay back!" she shouts, kindling radiant fire in her palm—but the revenant cares not and marches on even as the bolts of holy flame are hurled at his wretched body. "Back!" she screams, but there's no use. There's no negotiating with the reaper.

The revenant closes the distance, and gently cups one of the two holy symbols at her neck—the symbol of Waukeen. "My Lady, my goddess, I give unto you this tithe. Do with her what you will."

"Halleth, please, I didn't mean you any h—"

The priestess's cries are cut short as the revenant closes both hands around her throat and snaps her neck like a dry branch. Her body ragdolls to the floor—but not before Halleth snatches back the symbol of his deity and adorns himself with her divine icon.

Reclaiming his holy symbol is, as written in *DotMM*, enough to prematurely end Halleth's quest for vengeance—but that... That isn't gothic enough. Ignore it at your leisure if you wish your adventurers to witness Halleth brutally murdering Rex the Hammer, if he hasn't done so already.

13. MUTATED APPRENTICES

In these wretched halls roam **gibbering mouters** and **nothics**—a testament to the madness of Halaster Blackcloak and the insidious seed planted deep below Undermountain that afflicts all that stay here.

Ambiance. Search "gibbering mouter" online and play the maddened clips for your players.

Nothics. The nothics tell the adventurers, "The seed shall bear bitter fruit. Already we see it in you." They refer to Weave Addiction. See *HG, The Dungeon Fleshed Out* for more details on this predicament.

Mezzoloth. It can be assumed that the mezzoloth here was hired by Halaster Blackcloak, not enslaved. Do remember it has four arms—all the more to grapple someone with!

HALLETH'S REVENGE

If Halleth Garke is present, he immediately springs to Rex's defense, slaying the monsters—for none will deprive Garke of his vengeance. Once the enemies have been dispatched, Rex realizes who this creature is and recoils. Read the following:

As the last of your foes fall, the revenant turns—in all his grisly beauty—from the corpses to the wounded warrior. His voice is cold. "Rex, old friend. Old, dear, Rex. I never did get to give you a fair farewell."

Horror mounts behind the warrior's eyes, but it's quickly tamed. "You... Do it, you ugly son of a bitch. Get it—"

Without any grace, Halleth Garke *leaps* onto the warrior, pounding his blackened fists into the man's temple, raining blows upon his body to the music of broken bones and pained cries until the two finally still.

If this is the last survivor of the Fine Fellows of Daggerford, Kelim the Weasel notwithstanding, Halleth disintegrates into dust that crashes down upon Rex's broken body.

14. BASE DE RÉSISTANCE

Rizzeryl, the **drow mage**, casts *greater invisibility* on himself when he hears intruders. If asked why, he insists it's for his own safety. If the adventurers ingratiated themselves to Dannoth the wererat (see *Special Events* above), Rizzeryl feigns trust after the wererat vouches for the adventurers—but secretly the elf suspects them of either treachery or stupidity.

REBELS AND PATRIOTS

The picture Rizzeryl paints is one of tyranny and righteous resistance: that Skullport ("an ancient bastion of freedom") has been oppressed by the Xanathar Guild for too long. The people long for an end to the beholder's regime, apparently, and Rizzeryl is one of the few left willing to fight. His task, for now, is simple: destroy the Xanathar Guild outposts here on Level 2. They are led by:

- Nadia the Unbent, a "brute of a woman with a penchant for violence; she took an axe as her husband and war was her dowry."
- Shunn Shurreth, a "spider-faced drow cursed by our goddess Lolth—his mandibles tremble for the taste of fresh blood."

What Lies Ahead. Rizzeryl knows the following information about Level 3, but he won't share it unless he's magically compelled or tortured.

GREEN SLIME (ABRIDGED)

A creature within 5 feet of the pipe in Area 22A must make a DC 10 Dexterity save, otherwise the slime falls on it. The creature takes 5 (1d10) acid damage and then again at the start of its turns until the slime is scraped off or destroyed. Any nonmagical wood or metal object used to scrape it off is effectively destroyed. Sunlight, any effect that cures disease, and any effect that deals cold, fire, or radiant damage, destroys the patch of slime.

- L3, "the dwarven ruins of Stromkuhldur," is the site of a guerrilla war between a House Auvryndar and a goblinoid legion. The River Sargaauth leads downstream to Skullport, a hive of scum and villainy currently under the thumb of the Xanathar Guild. House Auvryndar seeks to rule over it just as House Tanor'thal, a ruined drow house, once did.
- The drow of Level 3 are led by the sadistic T'rissa Auvryndar, a priestess of Lolth. Her mission is to seize Stromkuhldur, and failure is not an option in the eyes of her mother.

Safe Passage. If the party assists Rizzeryl, he can provide them a broach of House Auvryndar and a letter that he guarantees will grant them safe passage through the areas controlled by the drow on L3. "Without this," he says, "you're as good as dead. And trust me, when it comes to House Auvryndar, you'd rather be dead than enslaved."

While he's loath to reveal his allegiance, if it will guarantee the demise of the Xanathar Guild, he's willing to share it. Unfortunately for the adventurers, the treacherous elves will not honor this promise. As a male, Rizzeryl has no authority in his house, and the adventurers are sure to be captured and sacrificed to Lolth.

Rizzeryl, for his part, is deluded enough to think his promise will be honored. A character that succeeds on a DC 15 Wisdom (Insight) check perceives him to be wholly confident.

21. ANIMATED BALLISTAE

Wood groans like an old man—and out from the gloom lumber two animated ballistae on hinged legs. Almost like mouths, they rack back their bolts, and fire kindles as it were the maw of some small hell.

See **animated ballista** in Appendix B of this supplement for a more concise portrayal of statistics.

22. GARRUX'S BREWERY

Only one creature inhabits the brewery: a **beholder zombie**. The complex is otherwise empty. However, you can add 2d6+2 dwarf **skeletons** who otherwise continue to brew ale as they did in life; Halaster could conjure hops and other necessary ingredients. However, most barrels are beyond disrepair and the dwarves merely brew ale just for it to leak out of faulty casks. The skeletons remain passive unless attacked or their equipment and ale is stolen.

22B. "BREWERS ONLY!"

When the adventurers enter this room, a spell laid by Halaster can activate, speaking to them. Read:

A voice whispers from the lintel above the door. The voice of the Mad Mage himself:

"The dwarves rejoiced in these halls. Busied themselves with ale and dreams. Then I came. And all would be mine. Everything below the mountain is mine. Even you."

HALASTRON'S FAVORED PHRASES

d8	Phrase
1	"That's show business for ya."
2	"Shut up, baby, I know it."
3	"Rejoice—you are all cogs in the great machine."
4	"Extinction is inevitable. Live it up while you can."
5	"Neat."
6	"0-1-1-0-1-0-0-0 0-1-1-0-1-0-0-1."
7	"I can dig it." / "Can you dig it?"
8	"Bite my shiny, extraplanar ass."

22C. ALE VATS

Most of the vats lie empty, whatever brew they once held having long since evaporated... But as you inspect those that still hold ale, you feel the attention of something. The Mad Mage, perhaps? Scrying on you?

You look about the gloom and find nothing, returning your attention to the vat—something plops in the water. Before you can even pull back, the fetid waters rush as a fanged maw opens beneath the surface and out from the depths rises a beholder's corpse. Ancient ale and foul water falls from its rotten flesh in a shower as it smiles at you hungrily.

22D. BARREL RUN

In the highly unlikely event that the entire party is trapped in the pit traps without thieves' tools or the magic needed to escape, consider the following:

Destruction. The pit lids have an AC of 15, a damage threshold of 5, immunity to poison and psychic damage, resistance to piercing and slashing damage, and 25 HP.

Salvation. At the start of every day, roll a d20. On a roll of 11-20, a chaotic neutral adventuring party stumbles across this area, activating the pit traps. On a roll of 16-20, they too actually have the means to escape (thieves' tools or the *knock* spell at their disposal).

25. CREATURE STORAGE

Mist chokes these chambers. Off in the distance you hear metal striking stone—slow, methodical, perfectly consistent. As you approach, you catch sight of a cuboid contraption with spindly limbs marching in a counterclockwise circle.

HALASTRON

Your players are sure to gawk at the modron, only to be disappointed when they learn it can't speak Common. Unless an adventurer has the *comprehend languages* spell, allow Halastron the ability to converse in the broken Common he's learned from the Mad Mage. If you do so, he is fond of the phrases above, and uses them at the most inappropriate times, as the modron is still learning mortal social cues and behavior. Every encounter with adventurers is another opportunity to expand its vocabulary.

Halastron also openly explains its "directive" assigned by the Mad Mage, as outlined in the its description in Area 25A.

LIFELIKE STATUES

For the sake of brevity, the statistics of the petrified creatures have not been included in this supplement, unlike other monsters and NPCs found on Level 2. It's also unlikely that the adventurers have the means to transport a statue without severely exerting themselves—the Mad Mage relies on a spell of *telekinesis*, after all. Even the smallest statue could weigh hundreds of pounds. In the event that the adventurers *do* try to move a statue manually, it requires a combined Strength score of 40 or higher. After moving a statue, each character must make a DC 20 Constitution saving throw or gain one level of exhaustion. The DC is lowered by 2 for every character that aids in transport, up to a maximum reduction of 8.

Player Replacements. As described in the *Halaster's Game* supplement, the Creature Storage serves as a great way to introduce new player characters to the campaign, should any of the original party members die or disappear.

26. ANCIENT ELVEN TOMB

Unnatural mist roils in these ancient chambers, bucking and drifting between long-forgotten sarcophagi. It's cold and in the immediate distance beasts slaver and rage at their lot in this pitiful life.

The two **owlbears** here attack immediately—but while the first charges out from the mist, the other skulks between sarcophagi, emerging to strike at the flank of the adventurers.

I AM ROOT

Trust that your players are going to want their own awakened shrub—now, not later. Consider changing it so that someone, a previous adventuring party perhaps, planted a shrub in the *pot of awakening* thirty days ago and now the **awakened shrub** is about to be born. Dollars to donuts, your players will name it "Root" or "Groot."

An awakened shrub speaks one language known by its creator; Common, in this case. For maximum comedy, disallow the shrub from saying anything but its name—though the adventurers can discern certain meanings from that single phrase, much like a beloved character from an insanely popular movie franchise play.

EPILOGUE

Once the adventurers find the path to Level 3, they should ascend to 7th level.

Cap off your session with one of the send-offs below:

THE STANDARD SEND-OFF

Once again you have faced the mythic horrors of Undermountain and emerged scarred but victorious. You know that there are greater challenges and viler horrors ahead but together you shall prevail.

If the adventurers encountered the Fine Fellows of Daggerford and learned of their dark history, add:

"Together." That's the operative word. The Fine Fellows of Daggerford, those desperate fools, splintered and only then found their doom. Together they were strong, and alone they were nothing more than mewling curs waiting in line for the abattoir. So long as you stand together, nothing can ever tear you down. The depths await.

THE HOST'S SEND-OFF

Halaster telepathically communicates this to the party as they descend to Level 3 of Undermountain:

A voice blooms from deep within your skulls:

"And so, our contestants persevere in the face of their countless shortcomings, saying goodbye to the Arcane Chambers and hello to the dwarven ruins of Stromkuhldur—but, we wonder, can they weather the storm of spiders and venom that is House Auvryndar? Can they escape the wretched drow? Or shall they too become pregnant with the demon goddess's foul children?"

"Find out this and more next time on *Dungeon of the Mad Mage!*"

Halaster gleefully names House Auvryndar, as he hopes to eradicate the drow from his dungeon. By warning the adventurers, he hedges his bet that they can strike a crippling blow against the elves.

LEVEL III: THE SARGAUTH LEVEL

"Oh, weepy Sargauth... Deliver us from ourselves." – Halaster Blackcloak

QUICK NOTES

- House Auvryndar controls Area 4-7 and 18-20, while the Legion of Azrok holds Areas 17, 21-22, the exit to L4, and a land-route to Skullport.
- The Legion of Azrok is designed to buck the goblinoid stereotype; while its soldiers are suspicious and guarded, they *do not* attack the adventurers until provoked.
- The party can move onto Skullport rather than immediately pushing on to L4, the Twisted Caverns. There they can rest and resupply for a few days. It's worth the detour.
- L3 has two arcane gates, leading to L5 and L6. See Areas 15 and 21P, respectively.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- If Kelim the Weasel from L1 still accompanies the party, he should be killed off on this level. He'll make a great incubator for spider eggs.
- If you ran the *Azrok's Ambassador* special event on L2, the party may have a visa (a stone painted with a bloodied hand-print) they can use to gain safe passage through Legion territory. If they also followed the soldiers to L3, they start this level in Area 22 instead of 1.

THE CENTRAL CONFLICT

The Sargauth Level—better described as the Ruins of Stromkuhldur—is marked by a bitter war between the desperate Legion of Azrok and the capricious drow of House Auvryndar. The party is thrown straight into the conflict as the path from L3 leads them right into drow territory—right to the boss's lair.

There is a risk, however: by coming to blows with the drow, they're likely to meet T'rissa, the boss of this level—and defeat her prematurely. While introducing the villain early is great for narrative, T'rissa is far too weak to withstand the adventurers with the current guards she has unless the party is already wounded. Sometimes summarily executing a boss is a great story twist, but in this case it's anticlimactic. Imagine your adventurers meeting Warlord Azrok *after* killing T'rissa. Yawn. Thus, you want to split this level into three acts:

First Blows. The adventurers wander into drow territory, seeing the tell-tale signs of torture and spider webs. They venture too far, meet T'rissa, and are defeated, stabilized, and impregnated with spider eggs—a lethal birth, that'll be.

Escape the Drow. The clock's already ticking when the adventurers wake. They must break free from their silken bonds and escape these vile chambers.

Azrok's Day. The adventurers explore the Sargauth level until they meet the hobgoblins of Azrok's Legion. They're compelled to meet the warlord, who asks for their assistance in defeating the drow. Azrok provide them with soldiers to storm the drow.

HALASTER'S GAME

The Mad Mage intends to insert the adventurers into the conflict for the sake of ratings. He issues a challenge to the party—the "highlight" of tonight's episode.



As the adventurers begin to explore the level, the Mad Mage arrests their progress and hurls them into a pocket dimension. Ideally, this happens after they've visited A3 or while they're in A18, but before they reach Areas 4 or 5. Essentially, have this event occur early in the level, before they ever face House Auvryndar's forces.

Once you're ready to issue this quest, read:

The cavern doesn't shift, but utterly disappears without a single sound. Without flash or bang—no commotion at all. Where there was once cold stone now stands a boundless dimension wreathed in mist and fire-cast shadow. Reality has not even *melted* but been completely replaced without any fanfare whatsoever.

Freestanding bookcases flank a roaring fireplace, and sitting beside it, in a high-backed chair, is Halaster Blackcloak himself. He lowers his book—*Greaves of Brass* by Walt Whitdwarf—and hails you: "Contestants! Triumph! Glory! Inevitable death! These await you, but come, stay awhile and listen."

Before you can even consider fleeing, a force plucks you, placing you before the hearth, before Halaster. He shuts his tome and smiles.

"You've descended to the ruins of Stromkuhldur, bastion of the ancient Melairkyn dwarves. Here they eked out their small, little lives. Bright lives in the darkness... Before the darkness swallowed them whole. To this day the veterans of that ancient war lay siege to these ruins. The vile drow of House Auvryndar war against the Legion of Azrok for control of these ruins so that they may seize Skullport, perhaps even Waterdeep itself. It's up to you to strike at the drow—or leave them to their devices. History has shown them to be a stubborn, sadistic lot, so I'm sure it'll all work out."

THE LEGION NEEDS YOU!

Throughout the Sargauth Level, the adventurers can find moldy recruiting pamphlets made by the Legion of Azrok, written in Goblin, Orcish, and Common. The pamphlets describe Azrok's Hold as a haven for the downtrodden and mistreated who would otherwise face persecution on the surface. It advises these pariahs to join the legion and promises safe harbor to all who dedicate themselves to creating out a lasting kingdom for goblinoids.

The pamphlets were requisitioned in Skullport, at the *Poisoned Quill*, and are marked as such.

Halaster provides no other information other than that a legion of hobgoblins has claimed this land as theirs but were forced to give it up with nary a fight; as well that the drow are voracious and led by a priestess named Trissa Auvryndar, who has orders to secure this level for her noble house. He does not disclose their locations either.

Time seemingly stands still while the adventurers are in this pocket dimension. However, if they ask Halaster, he informs them that their *perception* of time has been so rapidly increased that, after they leave, only four seconds will have passed. He remarks, "You're all standing there, slack-jawed and vulnerable. Just like any other day, eh?"

The Game and its Prize. Halaster's quest is simple: kill Trissa Auvryndar (see A6) and rout her forces in what Halaster calls "Drow Town" (A20). They must then cast Trissa's holy symbol of Lolth into the River Sargauth. He promises a reward of "great power" if they succeed. Should they, Halaster appears on the ferry described in A13. Read the following:

You cast the holy symbol of the Spider Queen into the river—good riddance. You look about: the Mad Mage promised to meet you, if you held up your end of the bargain. And so, you wait. You wait, and wait, and wait, until, when it's come time to finally quit this place, you catch sight of a black gondola poling from upstream.

A black-robed figure with a horned, skeletal face poles the gondola along the current... and standing there, grinning ear to ear, is the Mad Mage. His claps are like thunder as he shouts, "Well done, well done! I never believed in you, and you made it through anyway! Well done, indeed!"

When it comes time to pay them their reward, Halaster visibly draws out a handful of dice and casts them into the air where they roll and stop naturally. On an even result, he rewards them with a *Quaal's feather token* (*swan boat*). On an odd result, he tells them, "Self-respect is the greatest power of all" and winks out of existence.

AREAS OF NOTE

The following areas are of note:

1. CATACOMBS

A chill haunts these catacombs. The walls themselves are carved with the imagery of mountains, marbled with the veins of glittering minerals, and inscribed with Dwarvish script. The tombs—testaments to the bitter end of the Melairkyn clan—line the walls like shelves, each bearing a symbol: a mountain with a gem at its heart.

A character that reads Dwarvish can translate the script: "To ancestors past, we salute. To sons and daughters, we beg." Characters that succeed on a DC 13 Intelligence (Religion) check recognize the religious symbols as that of Dumathoin, a dwarven patron god of mining and exploration and the protector of the dwarven dead.

2. DEAD EXPLORER

Rotting in a corner of the cavern is a human's corpse. What's left of his face is twisted into a silent scream.

Once a character succeeds on their DC 13 Wisdom (Medicine) check, also read:

Grisly wounds mar the corpse: bites, dried blood, viscera. On his neck, the skin has peeled outward—perhaps something emerged from within. You shudder.

Additional Loot. Characters that loot the corpse find a coil of rope, 30 feet long; a small coinpurse containing 3 gp and 12 sp; a dagger with a dried substance coating it (spider blood); and a small golden locket with an inlaid portrait depicting an elven man (worth 15 gp). A frequent patron of the Yawning Portal of Waterdeep will recognize the elf as a one Auron Silverleaf, a former adventurer. He would be grateful for the return of the locket and the news of his lover's ultimate fate.

3. GRICK AMBUSH

Rubble is strewn through the chamber, granting the **gricks** advantage on Stealth checks. The predators wait until the party is halfway through the chamber before attacking.

5. HOUSE AUVRYNDAR

The drow have claimed these areas as their own. Your goal is to use this area to foreshadow the conflict between the goblinoids and drow that the adventurers are now embroiled in.

5A. WELCOMING COMMITTEE

Remember that quaggoths have a climbing speed and a +5 to Athletics. If they've been alerted to intruders, have them cling to broken bits of the chamber, or support themselves in corners in the room, ready to leap down on intruders.

5C. PRISON

The hall reeks of filth and excrement. It's lined with prison cells and infested with savage men that terrorize prisoners by raking clubs against the rusted bars.

The following characters can be found in the prison:

Geldax. The human **commoner** has been reduced to a mewling cur and is desperate to see the sun again. If freed, he becomes a liability and would never survive through Levels 1 and 2. His only hope is to reach Skullport and eke out a meager life in that subterranean town.

Lurrash. The hobgoblin is stoic in the face of his coming torture and inevitable death. Duty has prevailed over self-preservation. He tells the adventurers, "If you cannot save me from this cell, save my people from these vile elves. Seek out Azrok's Hold, the bastion of our people—find Warlord Azrok. He will grant you safe passage should you assist our people in this desperate hour."

Drow. The famished, wounded elves are trying to one-up each other. When they first see the adventurers, one whispers, "Hey! You! Outsiders! C'mere!" If a character approaches, roll initiative. The first **drow** stabs at a character (+4 to hit, 1d4+2 piercing damage) and then dances back. The next two drow fire their hand crossbows, but not before saying, "Well, I can do better than that," and "T'rissa's love shall be mine, fool. Watch this."

5D. SUN ELF

A stunning elven maiden lies in chains and tattered robes. Bloody lashes mar her back, and she looks to you with a tangle of suspicion and hope.

Marta provides the following tall-tale, so as to inspire the sympathy of these fools: captured on the high seas by pirates, Marta was taken to Skullport, where she was auctioned off as a handmaid for Skull Island, the fortress that dominates the city. However, she was abducted by the drow and brought here to be tortured.

A successful DC 20 Wisdom (Insight) check is enough for a character to doubt her story, and a DC 16 Intelligence (History) check allows a character to recall that the pirates of Skullport had been wiped out long ago, replaced by duergar and bugbears.

Marta's Gambit. If freed, Marta still hopes to prove her worth to House Auvryndar. She betrays the adventurers at the most opportune moment: in combat, opening up with a *fireball* spell on the party or *counterspelling* a character's crucial healing spell.

6. TEMPLE OF DUMATHOIN

The temple is choked by cobwebs across which skitter giant arachnids. Corpses hang in cocoons like festering holiday decorations. Atop a dais at the far end of the hall, a drow priestess, dressed in flowing, ebony robes, presides over four other elves—leading them in prayer to their demon goddess, Lolth, no doubt. A foul wind brushes through the hall, delivering the sounds of struggle, fear, and pain—for lo' and behold, a figure writhes in his web, perhaps a sacrifice to be made to Lolth. If the adventurers turn here when they should've instead retreated, they'll encounter, and likely defeat, this level's true boss well before the story is ever rounded out. As a storyteller, your goal is to, well, tell a climactic story. Since T'rissa will stabilize fallen characters to act as spider egg incubators, you can afford to overwhelm the adventurers now by adding more forces to this room. See "Additional Forces" below for details.

If the adventurers flee, the drow give chase. See the "Chimaera Drift" special event below.

Tactics. The elves follow these tactics in combat. Even if they are surprised, the drow—veterans all of them—can rally into a defensible position and mount a fierce counterattack.

- On her first turn, T'rissa, a **drow priestess of Lolth**, casts *conjure animals*, adding two **giant spiders** to the mix. Once they are slain or her concentration ends, she resorts to a *web* or *insect plague* spell. As her forces fall, she begins to cast *mass cure wounds*. If she is near death, she uses her Summon Demon action to conjure a **yochlol**.
- The four **drow** protect T'rissa at all costs and arrange themselves in a defensible formation. The two males, inferior as they are in drow culture, hold the line against the party while the two female drow stay at range. The females cast *faerie fire* spells on their foes. When the giant spiders arrive, one drops a *darkness* on the party, since the spiders have blindsight. Afterwards, they resort to their hand crossbows.
- If present, the **drow mage** enters the chamber on the third round of combat. If T'rissa is wounded, he casts *greater invisibility* on her so that she may escape. If not, he himself enters the fray under the same spell and unleashes a *lightning bolt* spell on the party. *Misty step* spells allow him to close the gap to T'rissa or stay out of harm's way.
- If present, Marta, the elven **mage**, *counterspells* the first spell she perceives cast by an adventurer. If they're unwounded, and the spell won't hit any drow, she casts *fireball*; otherwise, she casts *ray of frost*.
- One **giant spider** unleashes a Web ability while the other two drop from the ceiling to attack the adventurers.
- T'rissa stabilizes the fallen adventurers to use as incubators. See *Wives of the Spider Queen* below.

Additional Forces. If your goal is to overwhelm the party, then on the second round of combat, 1d4+2 **drow** enter the room from Area 5, having heard the sounds of combat. On the fourth turn, a **drow elite warrior** arrives as well.

WIVES OF THE SPIDER QUEEN

If the adventurers are overwhelmed, T'rissa stabilizes them. They awaken 1d4 hours later suspended 10 feet above the floor, as described in *DotMM*. No drow are in the temple. Read:

The world slowly comes back into being. You hang about ten feet above the stone floor, wrapped in the arachnid embrace of a cocoon. You struggle feebly, hopelessly. Your body pulses with pain. There's poison raging in your veins. You can feel it there, howling, quivering, *yearning* to begin its life by ending yours.

The truth, you soon realize, is far more horrifying. As your eyes adjust to the darkness, you make out foul shapes attached to your body: sacs. Sacs in which things squirm. Things with far too many legs. You look about the webbed prison and see the corpses of past victims, dangling and ruptured from past births.

Halaster Blackcloak can telepathically communicate with the party, adding either of the following:

- "Ah, and our contestants finally awaken, newly wedded to the Spider Queen. Are they doomed to die during childbirth? Or shall they escape?"
- "Your first mistake was losing. Your last will be not finding a cleric before tomorrow to rid you of this disease."

10. CAVES OF THE RIVER COVEN

The coven isn't in the business of subtlety and toys with their guests by emerging from their pools. Once the adventurers enter Area 10C, read:

The dank cave reeks of brine and seaweed while geysers erupt in the distance. The walls are slick with algae and decorated with seashells. Shallow pools pit the uneven floor like cancerous sores and as you tiptoe through the cavern, you can't help but wonder what lies beneath those darkened waters.

Gazing long at a pool, you blink with recognition: your eyes meet something below the surface. Two bright eyes shine from below. Almost frozen, you begin to steel yourself—and that's when a voice floats from the pool directly behind you: "Welcome dear. Welcome to our home. Our sweet, little home."

You whirl about: a crone festooned with barnacles and warts smiles at you, her head poking above the surface of that foul pool. Immediately she dives back below. Your eyes fall to a rotting trout. Foul magic must animate its lips indeed for it croaks, "Make yourself at home."

The hags are loath to come to violence and quickly introduce themselves. As they're in league with Halaster, they want to pit the adventurers against the drow. The adventurers are sure to guess they're hags and will distrust them immediately. No matter—this isn't the coven's first rodeo.

The coven has concocted a tale for visitors: that they were cursed into these wretched forms by a sea hag matron now long lost to the waves. They insist that they want nothing but peace. The coven consists of:

Caldra Cuttlefingers. Not the youngest nor the oldest, Caldra acts as the diplomat. She assures the adventurers that they'll face no harm in these caves so long as they join them for a supper of oysters and raw fish. She claims to be a fierce adherent of the oath of hospitality and guest right.

Coral Black. Coral Black is chiefly psychotic and handsy. Her touch leaves a thin film of slime on any surface, and nothing cheers her up more than to stroke a character's "lovely" hair. If any adventurer has long hair, Coral incessantly offers to braid it.

Gurgle Brine. Gurgle Brine is ancient and lost her voice to a bargain made long ago. She speaks through the decaying lips of rotted fish within 30 feet of her. She is quick to anger and tends to slap others with a trout when making overzealous points, even with her own sisters.

10D. WATER GEYSERS

You can expand on this area by incorporating these elements:

Geysers. In the gloom, it can be difficult to discern a geyser's mouth. Roll initiative thrice, each one representing a cluster of geysers. On its turn, it subjects a character standing on it or within 5 feet of it to a DC 14 Dexterity saving throw. If a character was standing on it, they are jettisoned 10 feet into the air and crash to the ground prone, taking 1d6 bludgeoning damage. A character standing within 5 feet of one that fails its saving throw must make a DC 10 Constitution saving throw if it was concentrating on a spell; its concentration is broken on a failure.

Grimlocks. You can add 2d4+2 **grimlocks** to this cave. They fight only in self-defense and warn the party in Undercommon that the "croncs provide... but also take." That is, to say, fish and safe harbor in return for sacrifices the grimlocks must make. The coven has tossed around the idea of pitting the grimlocks against House Auvryndar, but know the savages are no match for the drow. In the meantime, having simple servants to collect food and warn of intruders is enough.

10G. LARDER

You hear a storm of whispering chains and wracking sobs drifting out from the darkness:

"Then," a rough voice grumbles in broken Common, "then I's gonna snap off yer fingers, grind 'em, eat 'em, feed 'em to you. You like that? Make you... into stew."

"Let me go," sobs a young boy. "Let me go!"

Delvin, the 13-year-old human boy, believes the **goblin**, Lerk, is his jailor and scared witless.

Freeing Delvin. The sea hags don't take kindly to the theft of their "cattle" but aren't about to take to arms to prevent it. If confronted, the hags merely shrug and say, "He was the river's bounty—ours to collect" as if that alone excuses everything. They know that there shall be more prey to come, long after the adventurers have gone.

Returning Delvin. If the adventurers promise to return him to Skullport, Delvin carries their gear, and will act as a guide once in town. He provides the following information:

- Skullport is under the heel of the Xanathar Guild. From the fortress of Skull Island rules a paranoid half-ogre fond of violence. Residents of Skullport shudder at his very name: Sundeth.
- An old archmage by the name of Tasselgryn Velldarn runs *The Poisoned Quill* and can teleport individuals out of Undermountain—for a price.
- Pockets of resistance to the Xanathar Guild are holding out in Skullport, desperate for aid.

10H. HAGS' HOARD

This hoard's a graveyard. A mountain of wrecked rowboats, twenty feet high, are needled by barnacle-encrusted masts. Countless captain's wheels have been pounded into the walls, accompanied by skulls—some bleached white, some yet still rotting, but all ghastly, all stolen from the depths... hopefully.

Jutting from the mountain of wreckage like some ominous tower is a crow's nest watched by a ship's wailing banshee figurehead.

Additional Loot. You can add a *candle of the deep* and a *hat of wizardry* to the treasure, as well as 1d4+1 *potions of healing* and one *potion of poison*.

VARIANT: THE BOY-WONDER

If you'd like to steer the adventurers into conflict with the coven and improve upon Delvin's importance, consider making him a nascent sorcerer (treat him as an **apprentice wizard** except with a 14 in Charisma and an 11 in Intelligence; whenever he casts a 1st-level or higher spell, you can roll on the Wild Magic table found in the Sorcerer class section of the *PHB*).

The hags recognized his innate power and sought to groom him into their tool through some foul ritual learned from below the waves—and then ship him off to Halaster Blackcloak to be taught in Dweomercore (the Mad Mage's academy found on Level 9 of Undermountain).

In this variant, the coven will come to blows with the party if they attempt to take Delvin. They first send the 2d4+2 **grimlocks** in A10D to attack the party and then ambush them as they leave Area 10. If wounded, they dive into the River Sargauth to lick their wounds; they can try to reclaim their prize another day, such as when the boy is back in Skullport.

12. BOO-TY HUNTERS

The spirits clamor loudly to each other and exude shimmering lights that dance upon the shore and river. When the adventurers approach, they hear this conversation:

"Thar be nothin' here, Slurtongue," some ethereal voice echoes from afar.

"Just 'curz yer blind ass can't see don't be mean nothin' worth somethin' ain't here," answers a barbed voice.

"I'll cut ye down, boy, say that again."

"Ye can't cut me down," Slurtongue mocks.

"I can try!" shouts the first voice.

"Try then, you transparent cur!"

You hear the rasp of ghostly steel and a shuddering sigh from a third mouth.

The pirates are initially unhostile to the adventurers. If questioned, they explain that they were once sailors of *The Lady's Slipper*. They don't know how long it's been since they died in these caverns, only that they met their grisly ends at the hands of the "Ladies of the River" (the sea hag coven of A10).

The spirits habitually complain about the afterlife and pine for the days when they could still taste the salt on the wind—often saying, "Yahar, aye, them were the days," which is echoed by the other two spirits. They know they can't stray more than a hundred feet from the River Sargauth.

14. STONECARVERS' HALL

14C. HALL OF STONE

At the far end of the hall slumbers an abomination: a three-armed, three-legged creature whose very flesh is stone. A single, closed eye adorns its torso like a pendant, and where a neck would be is instead a fanged maw.

If you want to skip the rigamarole of an Arcana check to determine what the hell kind of creature this is, the Mad Mage himself can telepathically lecture them on this **xorn** and its nature. Read the following:

A voice blooms from within your skull: the voice of the Mad Mage.

"It's called a xorn," the Mad Mage lectures. "A creature of Elemental Earth, gluttonous and insatiable. Glides through earth as if it were a fish—a fish that *becomes* water. Pioneers used to ride these babies for miles. This one's all bloated on gems and coins. I call him... Stephen. After my uncle."

17. DANGEROUS PATHS

17A. CONTESTED CAVERNS

A hoarse voice thunders from the darkness as spears shriek and the gears of crossbows click:

"Halt! Come no further, strangers, lest you be met with ash and steel. Identify yourselves before the Legion of Azrok or die as the drow did: alone and afraid."

A platoon of armored men stands behind barricades and outcroppings, their weapons of war at the ready. Behind them, the cavern narrows into a steep decline that sinks towards the bowels of the earth.

The voice belongs to Kliyuse the Skull Cleaver, a **hobgoblin captain**. His soldiers guard the junction of these caverns, as well as the entrance to Level 4 of Undermountain, a secret he keeps close to his chest.

Once the adventurers identify themselves, read:

The captain barks, "There's nothing beyond here for you, strangers. The elves lie in wait in the tunnels yonder. Turn back, for my lord and commander, Warlord Azrok, has demanded that all visitors present themselves to his hall. You are to report to Azrok's Hold; you will be met with peace and lodgings. My men shall ensure your safe passage. Do not disappoint."

17E. OTYUGH

The cavern grows rank with decay. Corpses lie in abundance: elves, quaggoths, men, and goblinoids. You hear a whisper on the absent wind, a whisper sung from the corpse pile: "Save me... please."

The **otyugh** that lairs here uses its Limited Telepathy feature to try and urge a character towards the garbage pile where it attacks from. The otyugh has advantage on Dexterity (Stealth) checks to remain hidden during this time. If the adventurers are being escorted by the hobgoblins, the otyugh doesn't try to lure creatures towards it, but will attack if they root through its garbage pile on their own accord.

20. DROW TOWN

Few changes or additions are necessary for Area 20.

20B. T'RISSA'S QUARTERS

The priestess's bed is filled with spiderwebs, just like her black heart. A chest carved in the likeness of a spider sits in an alcove, watched over by the stuffed heads of bugbears, goblins, and hobgoblins.

Additional Loot. The adventurers find a diamond worth 300 gp and a pearl worth 100 gp with T'rissa's other treasures, allowing them one use of a *revivify* spell and the component needed for the *identify* spell, which they'll sorely need.

20D. DEMON MIRROR

When the adventurers examine the mirror, read:

An oval mirror dominates the hovel, its stone frame carved into eerily realistic spiders that seem to twitch and crawl with every glance. Spare no doubt: the ancient dwarves did not make this foul thing.

If a creature in the likeness of T'rissa approaches the mirror, read the following:

The mirror's reflection swirls, yawns, and darkens into smoke from behind which a spider clicks its mandibles and offers a greeting in Elvish.

If a creature not in the likeness of Trissa approaches the mirror, read the following:

The mirror's reflection twists and churns like the high-tossed sea. Blackness thins to smoke as the sounds of rage echo out from the glassy surface. A creature made solely of foul, yellow wax glares at you with a single red eye and snarls something in a language better left unknown by the men of this world.

21. AZROK'S HOLD

The dwarven ruins lie in filth. The narrow streets are strewn with trash while banners hang without wind, each bearing a bloody handprint inside a red triangle. Hobgoblin squads patrol the streets, their greaves loud against the stone.

If the adventurers are unaccompanied by hobgoblins sent by Kliyuse the Skull Cleaver (see Area 17A), then two bugbears halt the party at the gates. Otherwise, they salute the platoon and have a short conversation in Goblin detailing the registration process for visitors.

21A. "KREK"

If pressed as to why a bugbear just left a baby on its shelf, and its forced to reveal its nature, the **oni** merely smiles and says, "A deal's a deal." Krek is unintimidated by the adventurers and wagers that it'd receive institutional support from Azrok's forces if attacked.

Some other phrases that Krek can use are detailed below; adapt accordingly:

- "Don't make this any harder than it has to be for these people. Mind your business and not mine, no?"
- "Would you rather I take up residence in Skullport? Waterdeep? Where so many children frolic about, lost in the ignorance of youth? Would you rather this nightmare be upon them?"
- "Leave me to my devices, knave, for every beast has to eat—and worse is the one that's desperate and starved."

21G. XANATHAR'S AMBASSADOR

You have the opportunity to intimidate your adventurers with a **mind flayer** and a game of dragonchess. When the adventurers arrive, Ulquess politely, but firmly, invites them to play a match with it. Read the following:

The aberration smiles, sweeping a hand towards a three-tiered dragonchess set. "Do indulge me, wouldn't you? This thoroughfare—" The creature gestures to the air, towards all of Azrok's Hold. "—is so utterly unamusing. I relish a fresh challenge from a keen and curious mind."

The adventurer playing against Ulquess must contest its Intelligence check using a (dragonchess) gaming set with the mind flayer's (which has a +7 bonus). Nothing is anted except pride and satisfaction.

Misdirection. The mind flayer cannot tolerate new visitors to Skullport. If the party seems intent on going to the town, not only does Ulquess reveal an Undermountain secret, it also provides exact directions to Level 4. It phrases it in a manner similar to, "Why would you waste your time there when the next descent is so close?"

Confrontation. If the adventurers confront the mind flayer over its insidious plot to seize control of the Legion by replacing Azrok and Lurkana's minds with intellect devourers, read the following:

The aberration gives you another smile, this one far too smug for your liking. "Go on then. Tell the fool. Tell Azrok what you've learned. What can be a peaceful transition will instead be red. So very, *very* red. I'll start with the children. Turn them into a murderous horde. Let them soak up the arrows as I glide into that hall and rip the hobgoblin's brain from his skull. See that I won't."

21M. PREETA KREEPA

Arcane flames paint this cave in flickering lights as rats scurry in and out like a river. A woman standing before a stone hovel has her back to you. She plucks moss from the wall and handfeeds it to her rats. When she turns to you, you have to swallow your disgust—for where her eyes ought to be are two eyestalks that blink milky tears.

"Only the desperate or blind come here," the old woman says, cuddling a rat. "Which, I wonder, are you?"

Preeta is cordial, but cautious. She's a veteran of these caverns, having fled from the wrath of her former master, the lich Arcturia, one of Halaster's apprentices. Much has changed in those years, however, and her knowledge is dated. She can at least describe the next level, the Twisted Caverns, as "a watery realm of fishfolk and moldering fungi."

Additional Loot. Preeta has carved several shelves into the wall through a *stone shape* spell. They're stocked with various alchemical ingredients and moldy tomes. Amongst them are 2d4+2 *potions of healing* that Preeta has been brewing to better assist the hobgoblins. She can be persuaded (DC 14) to part with up to three for the adventurers.

Free Alussiarr. As described in *DotMM*, Preeta suggests the party free Alussiarr on Level 14. Read the following:

Preeta draws closer. Her eyestalks shed milky tears. "Listen," she whispers. "Down in the depths, on the fourteenth formal level lies Arcturiadoom—the domain of my former master, a lich by the name of Arcturia. It was she who cursed me to this hideous form.

"Amongst her many victims is the prisoner Alussiarr, a man whose very blood is magic. She draws upon it like a well, using it for her foul magics. Free him, I implore you. If not for his sake, then for the sake of all Undermountain. All the world."

So afraid of her former master is Preeta, she avoids using Arcturia's name more than twice in one hour, lest the lich somehow hear it and fixate her arcane eye on Preeta. She will, however, share the following about the lich:

- "She" is an apprentice of the Mad Mage, and like him, took many apprentices of her own. Those that vexed or failed her were met with death or disfigurement—like Preeta.

- "She" is a creature of habit and spent much of her time in Halaster's domain on the lowest level of Undermountain, only returning to Arcturiadom to terrorize her students. Preeta suspects this is true even to this day.
- Unbeknownst to Halaster, "she" forged a weapon capable of cleansing her lair of intruders and "vagrants": a "weapon of mass disintegration." To activate the weapon requires six mithral keys which are inserted into a machine.
- "She" has always envied and loathed two other apprentices of Halaster: Trobriand the Metal Mage and Muiral the Misshapen. Preeta knows little of them but has heard her master disparage them countless times.

21N. AZROK'S HALL

What was once a dwarven smithy has been since renovated into the warlord's great hall. Ancient ash still stains the stone walls and rusted weapons and tools line them. A crimson basin once used to quench metal now clearly quenches a different thirst. Worgs gnaw on bones while goblinoids stand at attention, spears at the ready.

"Welcome honored guests," says a hobgoblin woman dressed for war. She stands at the far end of the hall, a hand on the hilt of her longsword. A hobgoblin male sits atop a throne of bleached skulls, a foot resting on the ancient anvil that once sang in this hall. His hand rests on a greatsword's pommel and a helm covers much of his face, darkening his eyes.

"Stand and be recognized," the warlord grumbles. "Humble yourself in this hall and be exalted. Exalt yourselves and you shall be humbled."

Azrok is proud but desperate for aid. His people are slowly losing the war with the drow. He promises the adventurers riches, safe passage, and favor if they accompany a force into Area 20, Drow Town, or if they bring him the head of T'rissa, the leader of the elves here.

If the adventurers refuse, Azrok is disappointed but offers no violence. His forces are spread too thin to deny the adventurers passage to Level 4, Skullport, or even out of his domain, lest more of his soldiers be cut down in the adventurers' escape. He does, however, expect tribute.

Lurkana's Quest. After the adventurers finish with Azrok, Lurkana asks for their aid, as described in *DotMM*.

SPECIAL EVENT

You can use the following event on Level 3:

CHIMERA DRIFT

As the adventurers traverse the banks of the River Sargauth, or ply its waters by boat, a **drow elite warrior** astride T'rissa's **chimaera** descends upon them. Meanwhile, two rowboats with 1d3+1 **drow** apiece come forward to capture the party.

Tactics. The drow employ these tactics in combat:

- The chimaera strafes the adventurers with its Fire Breath while the elite warrior plinks at the party with its hand crossbow. The beast never lands to attack the party and flees at a quarter of its hit points.
- To row a boat, one drow must take the Use an Object action. When the drow catch up on the third round of combat, they attempt to incapacitate the party with drow poison and manacles so they can be returned to T'rissa.

EPILOGUE

Once the adventurers have cleared this level, they should ascend to 8th level.

Choose one of the narrations below to end your session, adapting them to fit the events that transpired:

THE STANDARD SEND-OFF

Undermountain has shown you once again the stupid, stubborn crusade of life. No matter how dismal things may be, no matter how barren the land, life continues to eke out a pitiful existence despite all odds. The dwarves once called this place home, and over their graves war both goblins and drow. You cannot help but yearn for the light of the sun, for the wind on your skin, of a world as vast as the sky—but instead, you turn your hopes downward, knowing that there's more darkness ahead.

THE HOST'S SEND OFF

Once again that voice blooms in your skull as tenaciously as flowers after a harsh winter:

"And so, our contestants have floundered through the ruins of Stromkuhldur, the grave of the Melairkyn dwarves—gods rest their screaming souls, for only the dead and divine know what horrors they found so deep below the earth. Three levels down, twenty to go. Shall our beloved fools prevail, or will this place be their tomb like so many others? Find out next time on *Dungeon of the Mad Mage!*"

WHAT'S NEXT?

The Mad Mage's voice springs from the stones:

"Ah... A fork in the road. Dare you diverge to the Port of Shadow or delve into the nightmare realm below?"

The adventurers can choose a brief respite in Skullport or descend to L4, the Twisted Caverns. Use the Mad Mage to spur the debate, using the narrations below:

SKULLPORT

The Mad Mage's tone is pitched with grief:

"Ah, Skullport. Dearest Skullport! Jewel of the Netherese magi, the only shard of civilization in Undermountain. Alas, the beholder's iron regime has stolen this place as well and its people cry out for freedom! Will our contestants be the gears that drives the machine of revolution? Or will they simply pass on by like the other would-be heroes of history?"

THE TWISTED CAVERNS

The Mad Mage sneers, "Only a fool would venture forth. Only fools and madmen, for in the twisted caverns below Stromkuhldur, the dwarves did find something, oh yes. Something that should not be. Something that hungers, but not for blood. The elves know of this horror. So, will our contestants carry on? Or will they turn to Skullport, tails between their legs, and save such horrors for another day?"

SKULLPORT

"I wonder if that mind flayer is still running amok," – Halaster Blackcloak

THE PORT OF SHADOWS

Skullport is an entirely optional portion of the adventure. However, the *Companion* holds that it is vital to visit the port. It's the closest thing to civilization in Undermountain, a place where a traveler can expect to wake without a knife pressed against his or her throat—provided they locked their door, of course.

Skullport has quite the storied past. It was once an enclave of the ancient Netherese magi. Over the eons, as these magi moved on, thirteen wizards volunteered to serve as Skullport's eternal guardians (and rulers) by becoming flameskulls—sentient, fiery undead beholden to no master. Under their tough-but-fair rule, Skullport flourished into a center of seedy commerce and intrigue. Alas, not even the Thirteen could escape the ravages of time and over the eons, they've lost their minds—and so too their grip on the Port of Shadows.

The Missing Narrative. Skullport feels like an afterthought of *DotMM*. Its authors made little use of it and provided no story or narrative for the adventurers to partake in. It almost seems as if they wrote it to be so empty and of little consequence just to appease those demanding Skullport finally be represented in a 5th Edition campaign—but without having to put actual effort into it. As it is, the town is nothing short of a disappointment. This chapter of the *Companion* fleshes out the Port of Shadows—namely by providing an actual questline for the adventurers to complete. See *Return of the Thirteen*.

QUICK NOTES

- The Xanathar Guild rules Skullport. They're at war with the Zhentarim due to the events of *Waterdeep: Dragon Heist*. In short, while negotiating a merger, a precious bauble of Xanathar's was stolen; the paranoid beholder accused the Zhents of stealing it, sparking a gang war. Zhentarim characters, and even Harpers, might be imprisoned for their affiliation with these factions.
- Tasselgryn Velldarn can teleport characters to Waterdeep for 50 gp a head. It's a one-way trip that ends in the attic of an orphanage in the Dock Ward. See A27.
- There's no general store in town and goods are sold at five times their normal price. Skullport's in dire need of fresh food and other necessities offered only on the surface.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- Delvin (see L3, A10), a young boy that hails from Skullport, was snatched up by the sea hags lairing upstream. Distraught, his poor mother roamed the town for half a week before Delvin's friend, Kal, told her the truth. If the adventurers return him to his mother Selnathia, she provides them with a warm meal and lodgings in their humble cabin.
- An Undermountain quest, *Pay a Harper Debt*, is concluded in Skullport. The character must deliver a pouch of gemstones to Ca'al, the keeper of *The Flagon and Dragon* tavern (A19).



RETURN OF THE THIRTEEN

The *Companion* grants the adventurers the chance to throw off the shackles of the Xanathar Guild and return Skullport to its former glory by restoring one of the Thirteen to its sanity. Once one flameskull is restored, it works tirelessly to redeem its brethren and reinstate their rule. Should they succeed in this endeavor, the Xanathar Guild will crumble—for while the Thirteen are outnumbered, they *cannot die* unless their remains are sprinkled with holy water—which Skullport has a distinct lack of. Over the course of days or weeks, the Thirteen can turn Skull Island into a screaming oven.

Restoration. To scour a flameskull's dementia, the party bring it to the last of the Netherese's legacy: an underwater grotto where the Thirteen first surrendered themselves to undeath. Danger abounds: not only do they need to transport the skull underwater, but they must also contend with two forces opposed to the Thirteen's fiery return:

- The Xanathar Guild, who grows wary if they see the party communicating with a flameskull. A lieutenant at first tries to scare them off. Failing that, the lieutenant informs Sundeth of their antics, who orders their immediate arrest.
- The sea hag coven of L3 learns of the adventurers' plot through Anderian Dusk (see A30). The coven feels threatened by the very prospect of a Skullport under the thumb of the Thirteen. They later ambush the party in the Grotto of the Netherese.

The *Return of the Thirteen* questline follows five acts:

I. A REVOLUTION OF FLAMES

Return of the Thirteen begins with one of three quest givers. These possible quest givers are:

- Bosskyn Gorr, a blind tiefling Zhentarim **spy**, that's found himself embroiled in the Xanathar-Zhentarim feud. Without his sight, he stands no chance of escaping Skullport. If his affiliation is revealed, he would certainly hang from the gallows or rot in the Tower of Seven Woes. His only hope is to topple the Xanathar Guild from within. See A26 for details.
- Felrax, a dragonborn Harper **mage** chasing a fantasy of turning Skullport into a shining, egalitarian city. Felrax has already researched the ritual that may restore the Thirteen's sanity. See A31 for details.
- Ulvira Snowveins, a Harper **spy** wracked with guilt. The last adventurers she propositioned for this quest disappeared, but never left town; she's absolutely certain they were murdered. Unbeknownst to her, the sea hag coven (see above) learned of the adventurers' plot and drowned them. Their bones lie just offshore, already picked clean by fish. See A15 or A23 for details on Ulvira.

Once the party agrees to take the quest, they must lure a flameskull into captivity. For its part, the flameskull doesn't put up a fight (unless outright attacked) but it tries to escape with the harmless perseverance of sand falling through one's fingers. Let your players come up with whatever antics they may.

II. NIGHTSHADE'S SIMPLE REQUEST

The adventurers are sent by their quest giver to Nightshade, the withered crone that runs the poison shop (see A34). Ancient, she has weathered and witnessed countless years in Skullport, and has forgotten more forbidden alchemy than most scholars will ever learn. She is aware of the ritual that can restore the Thirteen to their former glory, as well as the most important component: Netherese blood mixed with arachnid venom.

To acquire this concoction, Nightshade dispatches the party to the Tanor'thal Refuge (A36) to rescue Gonderth Nethran, the last living descendent of the Netherese still in Skullport. She does not, however, reveal the importance of his blood until he is firmly in her grasp.

III. REACHING THE GROTTO

Armed with Nightshade's tincture, the party must transport a flameskull to the underwater Grotto of the Netherese. For the sake of the adventure, assume that a flameskull completely submerged in running water is reduced to 0 hit points until its Rejuvenation feature kicks in 24 hours later (if it is no longer underwater). The adventurers must find a way to transport the skull without extinguishing its flames. Suggestions include:

- Trapping oxygen in a rowboat by flipping it, and then taking it underwater.
- Dousing a flameskull in a *potion of water breathing* or casting *water breathing* on it.
- Wrapping a flameskull in a *cloak of the manta ray*, provided by the kuo-toa in Area 10.

Regardless of their method, the adventurers are still sent to A10, as their quest giver suspects the old kuo-toa living there knows the location of the grotto, as its lair is nearby. The kuo-toa will act as a guide in return for food, communicating that desire through hand gestures. See A10 for details on the journey to the Grotto of the Netherese.

IV. LEGACY OF THE SARGAUTH

Once the adventurers enter the Grotto of the Netherese, read:

You surface from the cold depths and behold a black sky adorned with stars—gemstones, measureless in both beauty and number. The cavern is alight with blue-and-white flames emitted by floating torches.

Standing grand on a small island are three statues, each carved from marble and decorated with ancient runes. All three are magi; two wield staves while the middle one looks to the distant horizon, a hand on her brow and a smirk on her lips.

This grotto was found by the ancient Netherese and was long considered sacred before the Thirteen volunteered for eternal servitude. Here, before the statue, they gave these newly risen guardians their one and only instruction: "Rise, ye spirit, as guardian and counselor. Now and forever."

Any flameskull brought here is awed. Its eyes never leave the statue as the flood of memories press against that gate of senility. If the tincture is poured on the skull's scalp and those words are uttered in ancient Netherese (a bastardization of modern Common) or by someone under a spell of *tongues*, the flameskull's sanity is restored after 1 minute.

The Coven. If they were not previously killed on L3, the sea hags enter the grotto and attack. While all three are alive, they benefit from the Shared Spellcasting trait, as described in their statistics in App. B.

When the coven surfaces, read the following:

A foul song echoes off the stones, coming from the deeps. It rings far and long, sinuous and suspect. The waters lap... until the first creature emerges: a dog-faced crone draped in seaweed. She breaks out in a yellow, fanged grin. In an abrasive voice she calls, "The Netherese drowned eons ago and so shall their legacy remain below the waves. Today, you join them."

As you prepare yourself for battle, the first of the hag's forces surface—gray, grotesque creatures with lidded eyes wielding cudgels and chortling in pain or madness. Two more crones rise from the depths, straddling giant crabs with bloodied pincers.

The sea hags are joined by eight **grimlocks** (each granted gills to breathe underwater) and three **giant crabs**.

Tactics. The hags and their minions follow these tactics:

- The sea hags hang in the rear, making good use of their spellcasting and Death Glare actions. They care not if their crabs or grimlocks are also caught in a *lightning bolt*.
- If each hag is reduced to half her hit points or fewer, or if one hag dies, the coven flees into the depths to fight another day.
- The giant crabs act as both defenders and grapplers, locking the adventurers into place with a Claw attack so that the hags or grimlocks can ravage them.
- The grimlocks, driven mad by the same magic that granted them gills—the hags' handiwork—fight fearlessly, even if their masters flee.

V. RETURN TO SKULLPORT

Once restored, the flameskull cackles and hovers to the cavern's ceiling, taking a small tunnel that can only fit a Tiny-sized creature. The light of its emerald flames soon disappears and its cackling fades away as it floats higher and higher.

When the party returns to Skullport, they find the Xanathar Guild waiting to arrest them. The force consists of six **duergar**, four human **thugs**, two **bugbears**, and a human **veteran**. On the third round, Sundeth himself (a half-ogre **champion**) arrives on his **wyvern** mount.

On initiative count 10 (winning initiative ties), the restored **flameskull** drifts into view and unleashes a *fireball* spell aimed at as many Xanathar combatants as possible. It takes care not to include the adventurers—whom it recognizes as its saviors—in the blast. Once the flameskull arrives, read:

Emerald lights dance upon the carnage—and the air itself crackles as some foul thing cackles, "Ancient days have come again! We shall *never* die!"

The crackling grows louder as a horse-sized fireball consumes the battlefield, baking warriors into ash and turning their screams into a ghastly choir.

On his turn, Sundeth flees atop his wyvern, making a break for the Tower of the Seven Woes (A9). If the adventurers give chase, the flameskull shouts, "Leave him! He is mine. He shall be the last to die in that screaming oven, after watching his men burn, feeling the flames of his reckoning growing ever warmer." The undead thanks the adventurers and then leaves to rally its brethren from their desert of dementia.

Rewards. For restoring the Thirteen, the party is awarded four *potions of healing*, 100 gp, eighteen days' worth of rations, and safe harbor in Skullport. Additionally, Zhentarim or Harper agents gain 2 renown with their respective faction.

AFTERMATH

The flameskull works tirelessly to lead its brethren to sanity—a task that takes six days. Once all are sane, they lay siege to Skull Island, being reborn every day after each defeat until all the Guild's agents have been reduced to smoldering ash. Unless the adventurers help speed things along, this siege takes two weeks to win. Only the gargoyles perched upon Skull Island give the undead trouble—but even they are doomed to dust.

Once victorious, the Thirteen reestablish their harsh-but-fair regime. They force the citizens of Skullport to work together in repairing the hoist that lifts seafaring vessels over the retaining wall. After two weeks of grueling work, the hoist is repaired and Skullport regains its trade route to the outside world. In time, hundreds flock to Skullport, many of them wanted or desperate men. This legendary hive of villainy shakes itself awake to sneer once again in the face of the world.

As for Halaster Blackcloak, he grins to himself as the spectacle unfolds, ever eager for new and brave souls to wash up in Skullport just to be forced to play in his games.

AREAS OF NOTE

The following areas are of note. Additionally, to reach Skullport is an ordeal all its own.

APPROACHING SKULLPORT

To reach Skullport is to weather the creeping horrors of Undermountain. Two means of travel are possible:

- Visitors can arrive by foot via twisting passages rife with danger. From Areas 17 or 23 on L3, it takes two days to reach Skullport.
- By plying the River Sargauth, visitors can reach Skullport in six hours.

Random Encounters. Using a d20, roll for a random encounter every four hours while on foot. Roll every two hours while traveling by boat. On a roll of 18-20, a random encounter occurs. Consult the appropriate table above:

CLOAKED IN RED

As the party plies the River Sargauth, they hear a distant, unsettling moan from upstream. Out from the darkness swoop four cloaklers (one true **cloakler** and three illusory duplicates created by its Phantasms ability). On its first turn, it uses a Moan action while within 60 feet of the boat. On its second turn, it swoops down to engulf one victim with its Bite, defending itself on subsequent turns with its Tail attack until it's time to flee.

Treasure. Cloaker carcasses are invaluable. Their hide makes for wind- and water-resistant leather and some consider its meat a delicacy—certainly a step up from the carrion being served in Skullport right now. The adventurers can sell the carcass in Area 20, the Dark Harvest Market, for 75 gp.

CRANIUM RATS!

Undermountain is plagued by rats in all but the most barren of places but the passages to Skullport are haunted by **swarms of cranium rats** (described in *VGM*) that spy on travelers for the mind flayer that preys upon the Port of Shadow.

Adventurers can notice the curious and eerily intelligent rats following them with a passive Perception score of 14 or higher. The rats enjoy toying with humanoids, using their telepathy to appear as disembodied voices. They flee if attacked.

RANDOM CAVERN ENCOUNTERS

d6	Encounter
1	Quaggoth Warband
2	Gone Fishing
3	Legion Platoon
4	Duergar Hunters
5	Death from Above
6	Cranium Rats!

RANDOM RIVER ENCOUNTERS

d4	Encounter
1	Scrawled Omen
2	Gone Fishing
3	Cloaked in Red
4	River Wolves

DEATH FROM ABOVE

The adventurers enter the territory of 1d6+2 **piercers** and one **roper**, all packed into a passage approximately 20 ft. wide, 30 ft. long, and 40 ft. high. Because they are indistinguishable from stalactites while remaining motionless, the adventurers will be surprised at the start of the encounter.

Tactics. The monstrosities follow these tactics:

- The roper is adhered to the ceiling, 40 ft. up, at the center of the passage. A creature grappled by its Tendrils (which have a range of 50 ft!) falls up to 30 ft. if freed, taking up to 3d6 bludgeoning damage from the fall.
- The piercers take the Ready action when they first detect the adventurers so that they may use their Drop attack the very moment a creature passes underneath. As the ceiling is 40 ft. high, each Drop attack deals 4d6 piercing damage on a hit. If this attack doesn't kill its prey, the piercer slowly squirms back up the cavern wall and out of harm's way.

Treasure. If the roper is slain, it crashes to the ground. Creatures that spend a minute rooting through its gizzards can find 2d4 rubies and 1d3 sapphires (worth 50 gp and 25 gp, respectively).

DUERGAR HUNTERS

The adventurers cross paths with a party of 2d4+2 **duergar** out hunting cave fishers, giant spiders, and other beasts. The passage the party comes through is strewn with old bones and gravel, which disadvantages any Stealth checks within this area. Fearing conflict or predators, the duergar become invisible if they detect the adventurers.

If discovered and the party looks threatening (such as if they aren't wounded), make a collective DC 12 Wisdom saving throw with advantage for the duergar. On a failure, they're frightened and cow before the adventurers. They can provide instructions to quickly get to Skullport, reducing travel time by 2d4 hours.

If the adventurers look weak, there's a 25% chance that the duergar leader, a greedy murderer by the name of Klarn, orders an ambush.

GONE FISHING

This encounter can occur on foot or by boat. Three **cave fishers** (see *VGM*) have strung up a cavern's mouth with adhesive filaments. They lurk upside down nearby, sixty feet from the river surface or ground, and have advantage on any Dexterity (Stealth) checks to remain hidden.

Establish a marching order or the adventurers' position on their boat. The first character becomes adhered to the filament; if the characters were marching two abreast or more (or were in the same location on a boat), then both become adhered and are grappled (escape DC 13). Roll initiative; on the cave fishers' first turn, they use their Filament action to reel in their prey. Ever competitive, the predators swarm the first creature to be reeled in. A character that is freed falls 60 feet and takes 6d6 bludgeoning damage; or half that, if they fall into the river.

Treasure. Cave fisher blood is alcoholic and used in several dwarven spirits. Over the course of 10 minutes, a character that succeeds on a DC 15 Intelligence (Nature) check can harvest 1d4+1 vials of cave fisher blood. Gyudd (see A16) happily buys the blood to brew.

LEGION PLATOON

The party encounters a Legion of Azrok platoon consisting of 2d6+2 **goblins**, two **bugbears**, 5d4+3 **hobgoblins**, and a **hobgoblin captain**. Unless the adventurers consist mainly of drow, the platoon isn't hostile. The platoon is returning from Skullport with supplies, borne by the goblins, which march in the heart of the platoon, far from predators that would ravage the flanks. The platoon has already dispatched a pair of scouts to check the passages ahead for danger.

Five minutes before the adventurers encounter the platoon, they cross paths with the two **hobgoblin** scouts, who are hiding behind stalagmites. These scouts wear leather armor (AC 12) and left behind their shields, so as to not be so easy to detect. The scouts are 60 ft. away from the party when they first creep away to go inform the platoon, which is half a mile away.

If the scouts successfully slip away, they inform their captain of the adventurers. The captain may order its platoon to hunker down and await their arrival. If it meets the party, the captain requests the party visit Azrok's Hold on L3 to help fight "the vile drow that would see us all in chains."

QUAGGOTH WAR BAND

A quaggoth warband in loose affiliation with House Auvryndar regularly ambushes travelers on their way to Skullport. They consist of 2d4+3 **quaggoths** and a **quaggoth thonot**.

Tactics. The quaggoths employ these tactics:

- The quaggoths are perched on ledges or gripping handholds. When the adventurers pass through, they drop down into the party's ranks.
- The thonot starts perched upon a ledge with a commanding view of the passage, 10 ft. up. It opens up with a *heat metal* spell on an armored character. On its second turn, it casts *mirror image*. On its third turn, it wades into the fray.
- If the thonot's concentration on *heat metal* ends or is otherwise thwarted, it casts *enlarge/reduce* on itself, choosing Enlarge if it intends to fight or Reduce if it intends to flee.

SCRAWLED OMEN

While plying the River Sargauth, the adventurers pass by a kuo-toa corpse sprawled on the riverbank, just high enough to avoid being pulled in. Blood and bile stain its lips and ragged clothes. A message in Undercommon has been scrawled upon the wall, reading "Drink not the lake."

This kuo-toa fled from the horrors of the Twisted Caverns (see L4) but succumbed to the poison swimming in its guts—the same sickness spread by the aboleth Illuun. Much like the rest of its kin, the kuo-toa drank the waters without realizing what sort of sickness raged within.

RIVER WOLVES

While the adventurers ply the River Sargauth, they encounter rough waters and rock outcroppings. The character piloting the boat must make a DC 15 Intelligence (vehicles (water)) check to right the boat before it slams against the outcroppings. On a failure, a gaping hole is torn into the hull. Additionally, two characters that are on the edge of the boat must each make a DC 14 Dexterity saving throw or fall overboard.

Every round, water pours into the boat; it slows and begins to sink. Characters with pails or similar containers can use an action to bucket water out. If three rounds go by without water being bailed out, the boat sinks. If the adventurers have wood or tar, they can attempt to seal off the hole, making a DC 12 Intelligence check with carpenter's tools.

Just to add to the adventurers' misfortune, 1d6+2 freshwater **hunter sharks** investigate the disturbance, attacking characters on the side of the boat or in the water.

ENTERING SKULLPORT

When the adventurers finally reach Skullport, there are two points that must be made immediately: the Xanathar Guild rules with an iron fist; and the town is haunted by the harmless, senile flameskulls.

Flickering, emerald torchlight greets the adventurers as they enter Skullport, shed by a roaming **flameskull**. The undead drifts past a contingent of Guild agents that guard the passage or the docks. The guards, as the party notices, cringe when the flameskull nears, despite it paying them no heed. Through this, you establish that the flameskulls are a normal, but dreaded, occurrence in Skullport.

When the adventurers arrive, read:

An armed contingent greets you with unsheathed steel. A sergeant shouts, "Halt! The Eye sees all, and all who enter Skullport must identify themselves to the Xanathar Guild! Stand and be recognized or taste steel!"

As the men approach you, emerald light consumes the area, glimmering on the stones and distant water. Unease muddies the men's faces. They tense, they hesitate... And out floats a skull wreathed in emerald fire, babbling like a beloved, senile grandfather. It pays you no heed. It pays nothing any heed and merely wanders on, shedding its light in the darkness.

9. TOWER OF THE SEVEN WOES

Once this wretched tower teemed with prisoners, but now only a few languish in its cells, for Sundeth prefers an execution to feeding extra mouths. Those imprisoned here have either vexed the half-ogre or are kept alive by orders of his superiors. Some even predate his command and he saw no reason to free them. The two notable prisoners are:

Dalanoth. This high elf marine's merchant vessel lays at the bottom of the River Sargauth, his crewmates butchered long ago by a gang that would later be known as the Mandible. Dalanoth has languished in his cell for well over a century. The Tower of the Seven Woes has changed many hands since then and no occupant ever saw fit to release him. Sundeth is curious as to how solitary confinement will take its toll on such a long-lived being, even if the half-ogre knows it will move on from Skullport long before the experiment is finished.

Jesheen. An accused Zhentarim spy, this human has been tortured relentlessly for weeks. With the lack of other enemies, Sundeth is certain Jesheen is the spy he's long awaited, one that will lead him to "all the others." To no fault of her own, the woman has been driven into giving false confessions, leading to the arrests of several other citizens.

10. KUO-TOA LAIR

The kuo-toa that haunts this place has seen better days. While it wonders why none of its relatives from the Twisted Caverns (see L4) have visited, it is otherwise unaware of the desperate war being fought between the kuo-toa and the aboleth Illuun.

RETURN OF THE THIRTEEN

When the party is ready to bring a flameskull to the Grotto of the Netherese, their quest giver advises them to treat with the old kuo-toa that lairs just off Skull Island, suspecting it knows just where the grotto is.

The kuo-toa is visibly nervous in the presence of a flameskull but holds steady. It's hungry and will act as a guide in return for food. If no character can speak Undercommon, the kuo-toa communicates this deal through gestures: it rubs its belly while frowning; pantomimes swimming; and flashes the adventurers a thumbs up.

Once its demands have been met, the kuo-toa dives into the water and returns with a *cloak of the manta ray*. It then beckons the adventurers to follow it below the River Sargauth. The journey is dark and unlit, and the grotto is easily lost between the gloom and stalagmites. The dive takes three minutes if the adventurers follow the kuo-toa.

Suffocating. A character can hold its breath for a number of minutes equal to 1 + its Constitution modifier (a minimum of 30 seconds), after which it runs out of breath and survives for a number of rounds equal to its Constitution modifier (a minimum of 1 round). At the start of its next turn, it drops to 0 hit points and is dying.

Once the adventurers arrive to the grotto, see *Legacy of the Sargauth* above for more the next part of the quest.

12. DEAD MAN'S CORNER

Amongst the many corpses animated by Olive may be a few individuals the adventurers are acquainted with, such as old adventuring rivals or humanoids slain in the levels above—such as the Undertaker bandits from L1 or goblins from L2 or 3.

15. THE BLACK TANKARD

When the adventurers approach this area, read the following:

A drunk erupts from the tavern doors, tossed out onto the cobbles by a minotaur dressed in torn leather. The beast shouts a word in a ghastly language, but its meaning is universal: "...and stay the hell out!"

The drunk meekly raises a fist and shouts a tangled word of protest before vomiting on the street.

The drunk is actually Ulvira Snowveins, a Harper **spy** that has turned to drowning her guilt in ale. Several adventurers she turned to for aid three weeks ago wound up dead; she's certain they were murdered for helping her restore the Thirteen to their former glory (see *Return of the Thirteen* above).

Ulvira mumbles incoherently about graves under the River Sargauth before going catatonically silent. Afterwards, she drifts off into troubled sleep. The characters can take her home (learning the location by carousing with other patrons) or check her into a room at *The Guts & Garters*.

RETURN OF THE THIRTEEN

If the adventurers were introduced to Ulvira in this manner, and are still in town when she sobers up, she approaches them the next day and asks them for aid. See A23 for details.

16. GYUDD'S DISTILLERY

Gyudd is one crestfallen dwarf. A lover of his craft disappointed by inferior ingredients, Gyudd wants only to live up to his ancestors' brewing legacy. He offers payment if the characters can bring him any of the following:

- Cave fisher blood, which is alcoholic and used in several dwarven spirits. Gyudd happily pays 5 gp per vial of blood. A single fisher corpse can provide 1d4+1 vials. **Cave fishers** can be found in the caverns outside Skullport.
- Wheat, barley, or rye—just about anything he can brew an ale with—is bought by Gyudd for 3 cp a pound (thrice its normal price on the surface).

19. THE FLAGON AND THE DRAGON

Ca'al Claddani runs the best tavern in Skullport and is a wealth of gossip and intrigue. With a successful DC 13 Charisma (Persuasion) check, or after spending 10 gp or more at her establishment, Ca'al can tell a character any of the following:

- "We had a pair of tiefling sisters here for a long while. Magi, they were. Pirates too, once. Heard they left for the Mad Mage's academy, buried far below the earth. Dweomercore, they call it." See Level 9 for more information.
- "The strangest thing happened the other day. These... slim, olive-skinned fellows stormed through Skullport. Seems like they were looking for something. Or someone." (Ca'al is referring to githyanki knights searching for mind flayers, namely the one that haunts Skullport; she doesn't know what a githyanki is.) See Level 16 for details.

- "Been gettin' plenty of Shar-worshippers in these parts. Say they're on a pilgrimage to 'Vanrakdoom,' whatever the hell that is." See Level 18 for more information.
- "Folks are so bloody scared of this 'Mad Mage' but I've seen my fair share of rowdy, old men in my day. Fella walks in here, I'll put a smile on his face." Ca'al then motions to a single bottle of malt liquor on the high shelf, which she saves for important occasions.
- "The Xans' run these parts ever since the Thirteen Skulls lost their god-hatin' minds. Plenty of folks are pining for the good old days when those undead ruled Skullport. 'Harsh, but fair,' they said the regime was."
- "Without the hoist, Skullport's as good as dead. Vessels of repute can't make port. Economy's in shambles. Folks are in shambles. Shame people can't put aside their suspicions long enough to repair it—but that's the way the Guild likes it. They want us divided and isolated from the outside world."
- "An outcast drow from some 'House Freth' washed up here. Apparently, there's a war between Houses Auvryndar and Freth—survived some great battle, he did, and made it here without a copper to his name. Still made sure to spit on me for being 'only' half a drow." See Levels 10-12 for details.

Pay a Harper Debt. The characters may have the quest from Threestrings at the Yawning Portal in Waterdeep to deliver a payment to Ca'al. If they do so, the half-drow shows her appreciation by treating the party to a round of Goat's Head Ale. Word finds its way to Boskyn Gorb (the Zhent spy), Ulvira Snowveins, and Felrax, that Harpers (or at least sympathizers) are in town—if Ca'al doesn't already send them that way.

21. THE SWORD AND SEXTANT

Oleander and Will are eager to procure accurate maps of Undermountain. Unfortunately, few individuals make their way to Skullport that can provide accurate descriptions of Halaster's mad arcade.

If the adventurers visit, the halflings' maps disappoint. They do, however, proposition the adventurers to help draft maps of L1-3. If a character accepts, the process takes one hour. To accurately recall the areas they traveled through requires a DC 18 Wisdom (Insight) check. On a failure, the character cannot clearly recall the dungeon and the halflings lose confidence. They pay the character 1 gp for their time. On a success, they pay 5 gp and invite the character back for more drafting. Regardless, they cross-reference their maps with ones already at their disposal.

If four characters are detailing the same dungeon level and succeed on this ability check, the halflings produce a mostly accurate map of that level. As a thank you, they gift one copy of the map to the final character.

This process can be repeated for any dungeon level, but there is no guarantee Halaster won't do any more "redecorating" as he did after the Spellplague.

22. THE GUTS & GARTERS

Business has been bad for such a long time for the inn that Quietude is surprised to find guests at his counter. He only keeps the inn afloat by spying for Xanathar. When the adventurers arrive, there are no other guests, the last one having checked out two days ago.

A WORD OF ADVICE

Unless your players also played *Waterdeep: Dragon Heist*, it's suggested you omit the secret door that leads to Xanathar's lair since it has no bearing on this adventure and your players are likely to mistake it for something significant. Suddenly you're digging through a second campaign book for a dungeon you have no earthly business running.

Assuming you don't omit it, depict the tunnel as the source of the Guild's reinforcements. The trek takes the better part of two days to reach Xanathar's lair. When the door's discovered, the party can hear voices muffled by the march of boots. In four minutes, a force of 2d4+2 **bugbears** and three **bandits** arrive from Waterdeep.

The adventurers can collapse the tunnel to seal off the Guild's reinforcements by means of an explosion, such as a *shatter* spell cast as at 4th-level.

23. THE FEATHERED RAT

The most frequent customers of *The Feathered Rat* aren't pet enthusiasts but the desperate and hungry—a disappointing truth Ulvira has had to live with.

RETURN OF THE THIRTEEN

Already has Ulvira, a Harper **spy**, turned to outsiders to help overthrow the Xanathar Guild—and those poor bastards are certainly dead. Guilt has ravaged Ulvira; she knows it in her heart that those adventurers died because of her.

Unbeknownst to Ulvira, it was a sea hag coven lairing along the River Sargauth that ambushed her hired adventurers. They now remain vigilant to any future attempts to find the Grotto of the Netherese and any hint that the embers of revolution glow once again in Skullport.

Dreams of a brighter, freer tomorrow get the better of Ulvira. Once again, she turns to outsiders for aid, but she is forthright about what happened to the last adventurers she hired. If they accept, she sends the adventurers to Felrax at Dalagor's Fortress (A31). As they leave she tells them, "Watch yourself out there. It's not only in the Xanathar Guild's interests to keep Skullport in chains."

25. THE BAT'S ROOST

This fighting den boasts several combatants, none of whom are named in *DotMM*. Use the statistics of **gladiators** with varying races and weaponry.

All duels are one-on-one and last until someone first yields. So long as those words, "I yield," aren't uttered, fighters have *carte blanche* to kill their opponent.

The Xanathar Guild has turned a blind eye to these fights, so long as they get a cut of the gambling profits. Magic is legal, but poison and potions are not. Any outside interference ends the fight immediately, cancels all bets, and guarantees a lifetime ban from *The Bat's Roost*—and maybe a walloping too.

Sheathe. One notable warrior wears scarred plate armor and fights without regard for his own life. Everyone knows he was once a paladin of an adventuring party who fell from grace by tolerating his comrades' atrocities. Broken, this **blackguard** abandoned his old name for a new one, "Sheathe," insisting that his only task left on this earth is to die to the blade of a worthy and righteous challenger. He warns all opponents he will give no quarter and expects none himself. Blackguards (fallen paladins) are detailed in *Volo's Guide to Monsters*.

26. THE KEEL HALL

Any citizen of the Forgotten Realms knows that a "festhall" in the common parlance is just a politer term for "brothel."

RETURN OF THE THIRTEEN

Bosskyn, a veteran of Skullport, hungers to topple the Xanathar Guild and turn the Port of Shadows into a base of operations for the Zhenetarim. However, his faction is at war with the Xanathar Guild, thanks to the events of *Waterdeep: Dragon Heist*. If that conflict is already resolved, Bosskyn still risks a noose if the Guild learns of his affiliation. Thus, his propositioning the party to restore the Thirteen is a quest of self-perseverance.

However, Bosskyn only trusts proven Zhenetarim members enough to enlist them. Unlike his Harper colleagues, Bosskyn has no egalitarian ideals. He doesn't dream of a day when Skullport is just or right. His plans stop only at handing the Thirteen the reins, trusting that their regime will be better for him and his brethren. He makes these facts known without even a hint of shame. "Even when you're blind," he says, "you don't lose sight of what's important."

27. THE POISONED QUILL

Tasselgryn "Tas" Velldarn has the following traits:

Ideal. "Life's a ride you can be kicked off of at any time, so spend your golden years however the hell you want."

Bond. "I can't leave Undermountain—who else would keep Halaster company?"

Flaw. "Madness is precipitated by genius."

ADDITIONAL SERVICES

In addition to teleporting customers to Waterdeep, Tas can provide any of the following magical services:

- For 10 gp, Tas will cast *identify* on a magical item the party provides. In case such an object is cursed, she's already inscribed a *glyph of warding* underneath her counter that contains a *remove curse* spell. If that item is indeed cursed, she charges an additional 100 gp—a clause she negotiates well before ever touching the object.
- For 150 gp, Tas casts *mind blank* on a character. "The better to protect you from the Mad Mage," she says.
- For 5 gp, Tas casts *sending*, contacting an associate of hers in Waterdeep that can scribe a letter addressed to whoever the customer names, provided they have the right contact details. For 25 gp, she can also provide the customer a *spell scroll of sending* so they can "cut out the middle mage." Her most popular item, Tas always has 2d4+2 scrolls available.

Unbeknownst to customers, Tas often casts *detect thoughts* when going into the back of her shop, so that she can glean insight into someone and share their thoughts with Halaster the next time he visits for tea.

31. DALAGOR'S FORTRESS

The evil exploits of Dalagor are openly shared by Skullport's citizenry. "He's like a local celebrity," Ca'al at *The Flagon and the Dragon* is fond of saying. A character can also recall his vile crimes with a successful DC 18 Intelligence (History) check.

If the adventurers break into the stone mansion while Felrax is present, the dragonborn **mage** casts *greater invisibility* on himself and silently gauges the intruders. If he concludes that they pose no threat or can be trusted, he speaks to them until it's opportune to dismiss the spell.

RETURN OF THE THIRTEEN

The dragonborn heaves a heavy sigh. "I have no dreams, only a fantasy. As a Harper, I'm sworn to fight tyranny everywhere, no matter how futile such a fight might be. Even here in Skullport, so far from the sun and the light of civilization. So now, in my hour of need, I turn to you, my new friends. Will you join me in sedition?"

Felrax aims to turn Skullport into a shining city under the mountain—but first he has to settle with restoring the Thirteen and let them do the heavy lifting against the Xanathar Guild. Afterwards, Felrax intends to spirit other Harpers and citizens of good repute to Skullport to gradually change "the very soul" of this place. If his fantasy is fulfilled, Skullport will become a just, egalitarian society. He is, however, aware that such goals are a long shot at best.

Felrax, ever the astute wizard, has been researching just how to mend the flameskulls' sanity for months now. He now needs a tincture that, when poured on a flameskull "humbled in the sanctum they first swore their oath," will cure it of its dementia. Only Nightshade (see A34) would know how to brew such a concoction. He promptly sends the party to treat with the crone.

The Ritual. The ritual Felrax describes to the party involves taking a flameskull to the last shard of the Sargauth Enclave, a place that, to these undead, would be akin to an altar. Once there, the flameskull must "behold the legacy of the Netherese" and hear the words that bore it into undeath so long ago ("Rise, ye spirit, as guardian and counselor. Now and forever) in the ancient Netherese tongue. "It sounds cheesy," Felrax says, "but trust me, it'll work. It has to."

Should Felrax be unable to accompany the adventurers, he gives them a *spell scroll of tongues* so they can "speak" in the ancient Netherese tongue.

Legacy of the Sargauth. The flameskull must be brought to the Grotto of the Netherese, Felrax tells them. That sanctum, however, is somewhere underwater. The only creature he can think of that might know its whereabouts is the old kuo-toa that lairs offshore of the Tower of the Seven Woes (A10). He insists the adventurers turn to the kuo-toa for guidance.

33. THE OVERFLOWING URN

"Garryth's" dastardly secret is of little consequence to just about anyone. The doppelganger has been posing as him for so long that no one would suspect a thing, and the Xanathar Guild is unlikely to care about his murder. The Guild may, however, sentence the doppelganger to death, as it isn't worth the headache of wondering if your agents are who they really say they are. In that respect, the doppelganger is a threat to the entire community. How can you trust anyone when they might be an imposter wearing their flesh?

Still, the adventurers—and no one for that matter—would even suspect that Garryth is secretly a doppelganger. If you'd like to present this to your players, choose one of the following methods:

The Widow. Garryth's wife, Allie, which we've invented for this quest, recently began to suspect that her husband has fallen to dementia. How else could he have forgotten such important details of their lives together, like their wedding or the death of their son Jeremiah? Allie can be heard lamenting in *The Flagon and the Dragon*; or Cal'al gossips with the adventurers about her situation.

The Old Friend Seen. The doppelganger is engaged in some illicit activity outlawed by the Xanathar Guild. To cover its tracks, it uses the forms of other individuals while traveling. As the adventurers are passing through the streets, one spots an old friend that has no earthly business in Undermountain. As the party gives chase, the doppelganger shifts again around the corner. This process repeats every day the adventurers are in town until they finally catch the doppelganger in that form again. How it knew the adventurer's acquaintance is up to you, be it the character's murder or as a co-conspirator.

Framed! Acting on a grudge, the doppelganger took the form of Ulvira Snowveins and publicly called for sedition. The Xanathar Guild arrests her and is sentenced to be hanged the next day—even though her alibi is ironclad, and the party knows that fact themselves.

DEATH OF THE DECEIVER

When the **doppelganger** dies or escapes, it randomly shifts into several people, one of whom is someone that an adventurer knew from Waterdeep, until it finally settles into its natural, alien-like form. The doppelganger's presence incites a rash of suspicion and paranoia amongst the citizenry and even the Xanathar Guild, as no one knows who can be trusted.

34. NIGHTSHADE'S CARESS

The crone that runs this wretched shop is as ancient as she is unpredictable. Her only true motive is that the winds of change are always blowing and that it's her pleasure to influence them. To that end, she brews poisons to otherwise cheat lives of their full potential. Nightshade has no particular love or dislike for the Xanathar Guild, but if approached for aid, she delights at the opportunity to sew chaos.

Additional Wares. Nightshade is not in the business to relieve ailments but cause them. On her shelves are a number of harmful concoctions described in the sidebar.

RETURN OF THE THIRTEEN

Nightshade is instrumental in restoring the Thirteen's sanity. When the party comes to her for knowledge, read the following:

The withered crone gives you a yellow smile. "Ah... You seek to restore the Thirteen's rule—but how can they ever be whole again if their purpose lies forgotten? There are... means, of course. Means that are less savory than what the world above would prefer. But I've my ways. I've always had my ways and they are charted in blood.

"You've no doubt seen the spider carved from stone that towers over Skullport. It was carved by the drow of House Tanor'thal and now teems with arachnids. For this ritual I require the blood of a victim not yet dead, cloudy with spider venom. Go forth and go fast, for those beasts have little patience."

NIGHTSHADE'S WARES

Nightshade sells the following poisons:

ASSASSIN'S BLOOD (150 GP, 1 IN STOCK)

A creature that ingests this poison must make a DC 10 Constitution saving throw. On a failed save, it takes 6 (1d12) poison damage and is poisoned for 24 hours. On a successful save, the creature takes half damage and isn't poisoned.

CARRION CRAWLER MUCUS (200 GP, 3 IN STOCK)

A creature that comes into contact with this poison must succeed on a DC 13 Constitution saving throw or be poisoned for 1 minute. The poisoned creature is paralyzed. The creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

DROW POISON (200 GP, 2 IN STOCK)

A creature injured by a weapon coated in this poison 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 creature is also unconscious while poisoned in this way. The creature wakes up if it takes damage or if another creature takes an action to shake it awake.

PURPLE WORM POISON (2000 GP, 1 IN STOCK)

This poison must be harvested from a dead or incapacitated purple worm. A creature injured by a weapon coated with this poison must make a DC 19 Constitution saving throw, taking 42 (12d6) poison damage on a failed save, or half as much damage on a success.

Nightshade sends the party to the Tanor'thal Refuge (A36). Once they return with Gonderth Nethran (or his blood), the last living descendant of the Netherese line, Nightshade reveals the importance of the man's heritage. If Gonderth died, she smiles at the news, delighting at the erasure of his bloodline. If he lives, she insists that he be left in her care "until the poison has been bled from his veins."

After Nightshade has the blood, it takes her four hours to brew the tincture. Afterwards, read the following:

The crone hands you a stoppered tincture. Her rotted breath assails you like the winds of a thunderstorm as she says, "To restore the Thirteen, you must remind the flameskulls of their purpose, of their creators—but the Netherese magi are all dead, their kin reduced to bone and dust. All but one. And his blood is now yours to use."

See "III. Reaching the Grotto" above for the next part of the *Return of the Thirteen* quest.

36. TANOR'THAL REFUGE

This abandoned stronghold teems with 2d4+2 **giant spiders** spread out across three chambers. Three **ettercaps** watch over the arachnids like shepherds. Occasionally, these monstrosities creep down to Skullport, snatching up unsuspecting individuals and hauling them back to the Refuge as food. The arachnids will assault any intruders, but while the ettercaps fight to the death, the giant spiders retreat to guard their eggs if reduced to half their hit points.

A creature that succeeds on a DC 16 Intelligence (History) check can recall that House Tanor'thal dominated Skullport's slave trade long ago. Drow characters succeed on this check automatically.

Head. A small chamber reserved for the highest ranked member of House Tanor'thal and her consort, this room twitches with cocooned victims, many of which are feeble from venom and lost blood.

Thorax. The thorax has several small living rooms carved into the stone, each sporting cold stone slabs upon which rotten straw mattresses have moldered.

Abdomen. The entrance to the refuge, the abdomen is the largest chamber. It's ovoid in shape, 50 feet in length and 30 feet wide at its widest point. Once an audience chamber, it's now choked by webs and spider eggs.

Treasure. The drow were sure to clear everything out before they fled Skullport, but a few trinkets were left behind. In each room, underneath cobwebs, 1d4 silvered emblems bearing House Tanor'thal's spidery symbol (25 gp) can be found.

RETURN OF THE THIRTEEN

Nightshade (see A34) sends the adventurers here to gather the necessary ingredient for the ritual tincture.

The party must drain the blood of a humanoid riddled with ettercap venom, someone on the verge of death, someone whose heart yet pumps. Cocooned victims can be found in the head of the Refuge. When the adventurers arrive, the only living victim is a human by the name of Gonderth Nethran. It so happens that Gonderth is the last of his line—a long line that stretches back to Skullport's heyday when the Netherese magi still lived here in the bowels of Undermountain.

Gonderth, a **commoner** that can cast the *light* cantrip (Charisma is his spellcasting ability), is stable at 0 hit points. He's poisoned for the next 8 hours unless a spell of *lesser restoration* or the like is cast upon him. He's been without food or water for three days now. Even while unconscious, his latent magic manifests: his body and cocoon glow as if by a *light* spell.

SPECIAL EVENTS

You can run these events while in Skullport:

A MIND FLAYER AMOK

As briefly mentioned in *DotMM*, a **mind flayer** is rumored to be at large, ever since it ripped out Tor Grayfell's brain (see A18). Using its **cranium rat** spies, it keeps eyes on Skullport; the rats report whenever newcomers come into town. The mind flayer prefers ambushing outsiders with little connection to Skullport's citizenry, lest the residents band together. Although the mind flayer is unaffiliated with the Seadeeps colony on L17, it is aware of its presence.

The mind flayer invariably ambushes the party, although it prefers to attack them in *The Guts & Garters* as they sleep. It telekinetically manipulates the lock on the door, opening it from outside. It then approaches a sleeping character. If you'd like to give the adventurer a fighting chance before the mind flayer attacks, it steps on a creaky floorboard, waking the character. Otherwise, they awaken when hit by a Tentacle attack.

Once its victim awakens, the mind flayer telepathically whispers, "Poor little lamb... Walked straight into the abattoir. My abattoir."

If reduced to half its hit points, the mind flayer uses its Mind Blast attack and flees from the window.

If the adventurers report this attack to the Xanathar Guild, Sundeth instead tries to find and treat with the mind flayer to induct it into the Guild as an ambassador. There's a 10% chance that, the next night, the illithid instead just rips Sundeth's skull apart and snaps up the half-ogre's disappointingly small brain. Skullport then falls into anarchy.

THE MAD MAGE PAYS A VISIT

You can surprise your adventurers with this event and bring them face to face with the Mad Mage in the most anticlimactic way possible.

As described in *DotMM*, Tasselgryn "Tas" Velldarn and the Mad Mage are old friends. Halaster visits about once a month. When together, the two act like an old married couple. Use this event after the adventurers have already met Tas but before they leave town—or if they ever return. The adventurers are walking through the gloomy streets when they catch sight of Tas with a stranger. Read the following:

As you make your way through these squalid streets, a blue light dances in the yet-intact windows of nearby stores. You hear a woman unleash a throaty laugh—Tasselgryn Velldarn. As you round the corner, you see the mage walking arm-in-arm with an old loon whose staff is orbited by an azure wisp of light, an old man whose riot of a beard is no match for the madness of his eyes. Eyes that lock onto yours.

"Well," echoes the familiar voice of the Mad Mage, "it seems you've caught me on a brief whimsy."

Halaster is enjoying his monthly visit with Tas and she hardly tolerates his antics. So, unless something dire occurs, the Mad Mage holds back on any pranks or violence; he won't, however, tolerate anyone that upsets or threatens Tas.

While roleplaying the Mad Mage in this moment, dial back on the crazy. He doesn't threaten the adventurers at all, but instead congratulates them for making it this far and wishes them luck. If asked for assistance or information, he remarks that that would be "cheating."

The true point of this event is to demonstrate that Halaster is still human; that he still has attachments; and that he's still sane enough to appreciate friendship.

Halaster's Remarks. While he's here, Halaster can mention any of the following:

- As he gestures to the town, Halaster remarks, "Ah, Skullport. Dearest home of the desperate and lost. Yet without the Thirteen, Skullport's but a shadow of its former glory. The people do not cry out for revolution, but whimper for it into their cups and pillows."
- "This place has really gone to hell since the Hoist broke. See, folks are like a stew; if you don't stir it enough, it spoils. And this place sure is spoiled."
- "I wonder if that mind flayer is still running amok."
- "Skullport's wonderful for blowing off steam—so I banned my students from ever visiting it. Poly'd one into a rooster once, tossed him into the river... Turns out though that roosters can't swim." Halaster then whispers, "Oh, dearest Delanco... How I miss him."
- "You're stars, baby! Season eighty-four's goin' grand. You're a hit on all the planes—especially the Nine Hells. Devils galore are pining for your souls. Ratings could be better elsewhere, like the City of Doors, but just wait 'til the mid-season finale—it'll knock the multiverse's socks right off!" Halaster does not shed light on what this "mid-season finale" will entail for the party.

XANATHAR SENDS ITS LOVE

The Xanathar Guild finds a spy in its midst and promptly arrests the accused individual, which may be Bosskyn Gorrb, the Zhentarim spy, or Ulvira Snowveins, the Harper spy. If it's the latter, the doppelganger in A33 set her up by taking her form and publicly challenging the Guild's right to rule.

A force of four **duergar** led by a human **veteran** come to arrest the individual and spirits them to the Tower of the Seven Woes if unchallenged. The prisoner is paraded through the streets before the eyes of all.

If the adventurers intervene, Sundeth sends more forces to solve the situation. The half-ogre can't afford to lose his grip on the situation or Skullport; death is the sole price of failure for agents of the Guild. Should word get back to Xanathar, it will no doubt send an assassin after Sundeth.

EPILOGUE

Unlike other installments of the *Companion*, Skullport doesn't necessitate a send-off unless the *Return of the Thirteen* quest is completed. Therefore, the two written below assume that it has.

STANDARD SEND-OFF

And so, you've swept away the darkness from yet another corner of Undermountain. You've made this place brighter—brighter with the emerald flames of cackling undead that history has shown are better rulers than distant tyrants. But can you truly say that this was for the betterment of anyone? Do the downtrodden truly merit an uplifting if it means that the wolves that rule above are elevated too? Perhaps you'll find out before the world itself does—when Skullport opens its harbor to the outside world yet again.

THE HOST'S SEND-OFF

The Mad Mage's voice sets your skin crawling:

"Ah, Skullport. The hive of thieves has been kicked back to life and the hornets will sneer in the face of the world once again while the desperate and downtrodden make their way to this Port of Shadows. I welcome them, these desperate fools, for one day soon they too shall play a part in my game. They too shall star on *Dungeon of the Mad Mage*, long after you're dead and buried."

LEVEL IV: THE TWISTED CAVERNS

"My love will crash over you, body and soul," – Illuun, the Lover in the Dark

QUICK NOTES

- The Twisted Caverns is a place of madness, desperation, and hopelessness, making it into a wonderful horror story. Utilize these themes to torment your adventurers as they trek through a sunken realm in which foul things lurk just below the waterline and sweet nothings are whispered to their very minds.
- Per the rules of horror, Illuun should be heard, not seen, as the fear of the unknown is fuels dread. Per the *Companion*, none of this level's denizens truly know what Illuun is, for those that have seen the horror are now slaves to its will.
- An aboleth gleans a creature's greatest desire by its Probing Telepathy ability. You should know your party's greatest desires before running this level so that Illuun can promise them to a character that "joins" it in the realm below.
- Narratively, the optimal path for this level is: A1, to present the dead drow added by the *Companion*; then A12, to meet the drow there who, in exchange for their lives, lead the party to A11 where they can treat with Melith Auvryndar. Afterwards, Areas 20 and 21 are to be visited, with the level culminating in the Grotto of Madness (A16).
- Rafts are found in A14; the party can use them to skip this level for the next by sailing downstream. Illuun can thwart them with the *Ambushed!* special event.
- The party will encounter their first navigable gate (A11C), which links to L2, A5. Per *Halaster's Game*, the gate is shut down so as to strand the drow.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- Consider the adventurers' relations with House Auvryndar, up to this point. However, it's highly unlikely that the forces on this level would know of the adventurers.
- On L3, the adventurers may have received a *Quaal's feather token (swan)* for completing Halaster's quest.

ILLUUN: THE LOVER IN THE DARK

So seldom do we get to play with aboleths that you need to make the most of Illuun. Use it to its full potential. Make this place hell. Make it a den of madness from which the adventurers may never escape.

Per *DotMM*, Illuun has a healthy fear of adventurers and will allow them to pass through its demesne unmolested—and that is anticlimactic, to say the least. The *Companion* instead paints as a tyrant that has grown obsessed with its own flawed concept of love. It yearns to add all creatures to its "harem." So many times has the aboleth been thwarted by mortals, it has begun to explain their success by that very concept: love. Love is a force unto itself, Illuun believes, and it now equates tyranny to love; obedience to love; and worship to love. It seeks to unite all creatures under its command ("love") and, armed with that devotion, overthrow the gods themselves one day.

Illuun has the following traits:

Ideal. "All will know my love. All will love me."

Bond. "Together we will be invincible."

Flaw. "No god may rival me."

WHISPERS FROM THE DARK

The *Companion* adds one more Regional Effect to Illuun's arsenal: it can whisper into the mind of any sentient creature in the Twisted Caverns, even if it is unaware of their presence. These whispers, if undirected towards a particular creature, roam the dark, as if they were tangible entities, until they find a sentient creature. Whispers are most often heard when next to the River of the Depths or any tributary thereof.

At your table, you can secretly give these messages to your players via index cards or instant messaging. A few examples of Illuun's whispers are below:

- "You... will be... *mine*."
- "Together... we will be invincible."
- "They will all betray you in the end. But not I... Never, I."
- "I will be your sun, your stars. I will be your everything."
- "All will love me. One day. One day soon."
- "My love will crash over you, body and soul."
- "This place is His prison. I will free him. I will make it mine. All will be mine." (Illuun is referring to Halaster Blackcloak.)
- "I was old when the gods were young."
- "The end... is cold. Yours will be warm with love. My love."

HALASTER'S GAME

For once, it's not the adventurers playing in Halaster's Game but the kuo-toa and drow within the Twisted Caverns. The variant described in this section can be run whether or not you utilize the *Companion's* game show element.

This variant affects this module in two major ways:

- Halaster has shut off the arcane gate in A11C, stranding the drow here, which they previously relied on to enter and leave the Twisted Caverns.
- The kuo-toa do not worship a petrified otyugh as their god, but Halaster himself, who created the tribe's ancestors with an accidental *wish* spell spoken as, "I wish these fish could talk. Maybe walk too. That'd be neat."



THE KUO-TOA: SERVANTS OF HALNGALOOON

His devoted servants, the kuo-toa worship the Mad Mage as "Halngaloon the Mad God." As the kuo-toa possess the ability to create their own gods, the tribe's collective faith empowers Halaster. However, Illuun's conquest has shattered their faith and dwindled the number of worshippers. Halaster, for his part, doesn't need nor care about the extra power granted to him by the tribe's faith, but their worship amuses him, nonetheless.

Creation Myth. If asked of their god, the kuo-toa can describe "the Ascension." Once but mundane fish Halngaloon tore them from the River of the Depths and imbued them with sentience and altered their forms.

Promised Salvation. "Halngaloon" still whispers to the kuo-toa's archpriest, Noogalooop. He has promised salvation for his people if they can complete but one simple task: bring an effigy of the Mad God to the Grotto of Madness (A16) and perform a sacred ritual there. This ritual, of course, is nothing more than a debasing dance without a hint of magic whatsoever. Noogalooop is oblivious to this fact.

Changes to DotMM. *Halaster's Game* changes the following details regarding the kuo-toa of this level:

- The petrified otuygh statue of A16 is instead a perfect statue of Halaster, albeit with some strange deformities that better represent Halngaloon, the Mad God.
- Noogalooop is instead creating an effigy of Halaster in Area 21. The kuo-toa *does not* decide on a whim that an adventurer's head must adorn the effigy. Instead, it expects the adventurers to escort him and his warriors to the Grotto of Madness.

HOUSE AUVRYNDAR: THIS ISN'T FUNNY ANYMORE

Our familiar heels have come 'round again: the drow of House Auvryndar. Commanded by Melith, they watched the conflict between the kuo-toa and the aboleth—at least they did until Illuun began adding their soldiers to its "harem." To make matters much, much worse, their sole means of egress, the arcane gate in A11C, has stopped working—the handiwork of Halaster Blackcloak, no doubt.

Although the drow aren't certain what exactly "The Lover in the Dark" is, they understand its presence tainted the river—a fact that dawned on them far too late. Dozens have succumbed to the sickness; many have died. With their water supply gone, and their sole means of egress stolen, the drow are going mad with fright—and the whispers that hound them have done little to preserve their frayed sanity. Melith has had no other choice but to bunker down, ration the dwindling supplies, and await a means of escaping this hell or putting down its devil.

Changes to DotMM. *Halaster's Game* changes the following details regarding the drow of this level:

- The arcane gate of A11C has been shut off.
- Magical communication fails to leave the Twisted Caverns. Spells of *sending* and the like can only be transmitted to creatures within Level 4. Therefore, the drow cannot contact House Auvryndar for aid.
- Several deserters abandoned the outpost but only made it as far as Area 1 before succumbing to sickness. Survivors have already fled to the Sargauth Level above and were cut down by the hobgoblins guarding the pass.

AREAS OF NOTE

The following areas are of note:

THE RIVER OF THE DEPTHS

The river—the mythic River of the Depths—sings in the darkness, sparsely lit by iridescent fungi. In the eerie pallor you can make out dead fish that cloud the river and a thin sheen of slime that coats the surface, leaving a greasy film on the shores. The current is too slow to pose a threat—and yet some distant part of your mind shudders at the sight of that water.

Assume that a portion of the river is as deep as it is wide. Areas adjacent to the river may be at water level or tower above as ledges a few feet up.

Special Event. The aboleth's forces slither beneath the waters and can ambush creatures plying the river. See *Ambushed!* in *Special Events* below.

1. FUNGUS FOREST

There's but one way to go and it's forward. The passage spirals down into the bowels of the earth, terminating at a forest of fungi. Zurkhwood mushrooms tower over mossy paths that meander through patches of trillimac fungi. A river's song roars in the distance, echoing throughout the caverns.

HALASTER'S GAME

The first area of the Twisted Caverns must be wholly devoted to building suspense. Dead elves litter the forest, most clutching at their bellies or drowned in both bile and blood. A foul stench clings to their corpses. No wounds can be found. Before the elves knew of the aboleth, many drank from the River of the Depths and were poisoned by its influence. Others succumbed to the aboleth's foul touch: their skin is translucent and slimy and corroded. These elves literally dried to death, for without moisture their skin could only burn. See the "Tentacle" action in the aboleth statblock for details on this foul disease.

As the adventurers explore more of the Fungus Forest, read:

The forest is littered with dead elves, all drow, all clutching at their bellies or drowned in a soup of bile and blood. Those that did not succumb to this... this sickness instead fell to something far worse. Their flesh, you see, is translucent, slick with slime, and mottled with burn marks. What a helluvah way to die.

One drow yet lives, but she's doomed to succumb to the aboleth's drying disease. Sarka's her name and she sputters out, "It whispers from the dark," before fatally convulsing. Only a *heal* spell or the like of 6th-level or higher can save the elf—and while she'll show her gratitude, once returned to her kin in A11, any loyalty she has to these outsiders dissolves.

2. JIBBER-JABBER

Sometimes true beauty is found only within; Jibber-Jabber is proof of that. While most ettins are foul-mannered, murderous giants, this one is what few folk ever are: content. That being said, Jibber-Jabber has but one desire and it's treasure to ogle. The ettin is friendly and curious, as it rarely gets visitors.

Roleplaying the Ettin. Each of an ettin's two heads has its own personality and mind, so utilize that for Jibber-Jabber. Jibber is quiet and clever (for an ettin) and Jabber is loud and gregarious. If you're capable of accents or voices, assign one to each head.

Special Event. Jibber-Jabber doesn't know what danger lurks below the tide. After the adventurers leave, the ettin approaches the river one too many times and Illuun enslaves Jibber-Jabber. See the *Jabbering Madness* below for more information.

HALASTER'S GAME

Dead drow are here as well. Jibber-Jabber, ever sympathetic, did his best to save the elves but was powerless. Their deaths have reduced the giant into a blubbling mess and, when the party arrives, he demands their help, even though it's too late to save the two survivors who are in the grips of a fatal seizure.

Jibber-Jabber does not understand how or why they're dying but mentions the "many little people from the river." He suggests they speak to the Alchemist in Area 4.

3. DEATH FROM ABOVE

The passage is fanged with stalactites. As you crane your neck to view them, a bit of water drips from above, landing on your face. It's thick and cloudy and reeks like a barracks—spittle. It's not water, but spittle! The stones rattle above as something squirms—a stalactite comes crashing down and a single eye opens up on its side!

C'mon, you're gonna let only *one* piercer drop? You want an action montage of the party rushing through a passage that's crashing down upon them. Roll initiative for two groups of piercers, four apiece, so that one bad initiative roll doesn't render all the piercers impotent.

Tactics. The piercers have already taken the Ready action, preparing to use their Drop attack for when a creature passes underneath.

4. THE ALCHEMIST

A stone block sits at the center of the cavern, stocked with vials, bottles, alembics, distillers, and other alchemical equipment. Out from a small, makeshift hut comes a robed young man cradling wooden gourds that rattle against his chest. His surprise breaks into a warm smile. "Well, hello there!"

Players are quick to distrust those they meet, and nothing is more suspicious than a friendly young man living peacefully in Undermountain. Fortunately, these aren't the first adventurers to happen across the Alchemist, and it's more than equipped to quash their suspicions.

Hut. Halaster was kind enough to give the slaad a hut to lend credence to its disguise. If scrutinized under a spell of *detect magic*, it reeks of conjuration magic, as Halaster stole the entire thing from a halfling village. Likewise, it has all the dimensions of a halfling-sized abode, with the small furnishings to match.

Lost in Translation. The Alchemist only speaks slaad, but it cannot use its telepathy without blowing its cover, hence why it brews *potions of comprehension*. When the adventurers first arrive, the slaad gives them a wave, and returns to his hut (see above) to drink a potion. The *comprehend languages* spell only allows a creature to understand the literal meanings of words it hears. If the party uses any slang or parlance, the Alchemist expresses confusion.

If the party ever returns unannounced, the slaad will not have drunk a potion, trapping it in a precarious situation.

11. DROW OUTPOST

Not a single elf could ever truly imagine what sort of hell they had signed up for. Not even Melith or Thirza know for certain what lurks beneath the water, but they hope like hell it isn't an aboleth.

Sick Drow. You can keep the number of forces described in *DotMM* and still add dozens of other drow, all too sick to fight. Poisoned by the river or afflicted by Illuun's touch, they rant and rave as death approaches. The drow have some supplies to treat their sick, but Melith has already written them off. She only attempts to treat female warriors, prioritizing them over servants and male soldiers. On sweat-drenched bedrolls the elves writhe while the survivors watch with grim resignation.

MELITH AUVRYNDAR

Melith commands an air of confidence and strides out to meet the adventurers at the gate. Thirza is at her side, clinging close enough to suggest the two's intimacy. The other drow look to these two with a tangle of hope and resentment. She suspects that "the Lover in the Dark" is waiting for the drow to take to the river to escape.

Melith can mention any of the following:

- "Something lurks out there. Something that hungers not for flesh but... obedience. Those of mine that have already succumbed to its tyranny call it 'Illuun.' Even more called it, 'the Lover in the Dark.'"
- "Listen to me, and listen to me well, adventurers: we're both trapped here. You're a fool if you don't think that *thing* is waiting out there for us, even now. Once you feel its touch, that's it. You won't be dead, but you *will* be done. So, if you want to escape this wretched place, we're your only hope."
- "I've turned to Lolth, but my goddess demands independence. That I prove myself worthy of her love. My sorceress here has turned to our brethren, but the Mad Mage has silenced all magical communication. I've turned to lore and found only the barest hints on what this 'Lover' might be, and I hope like hell it isn't an aboleth."

THIRZA: LOVER AND BETRAYER

Thirza is feared by all. She alone can whisper into Melith's ear, thwarting those that would oppose her and crushing those that try to usurp or surpass her. Though she loves Melith, there's a darkness in her heart that her lover would never suspect.

Halaster's Game. Using this variant, Thirza can't contact creatures outside L4 with a *sending* spell. Thus, she cannot inform House Auvryndar's matriarch, Vlonwelv, of the party or the aboleth until after the Mad Mage grows bored and lifts his ban on outside magical communication.

Ancient Lore. Thirza has spent more of her life studying lore than deploying magic on a battlefield, but even she cannot be certain what Illuun is. All signs point toward an aboleth, but gods know that there are other horrors from the depths, many unknown to both drow or man. She can describe an aboleth in the following ways, provided Melith allows her to.

- Aboleths are tentacled horrors of the depths that predate even the gods arrival to this earth. They enslave other creatures' minds with just a glance.
- The presence of an aboleth poisons natural bodies of water, killing off fish and sickening those that drink from the tainted sources.
- An aboleth's touch begets a foul disease that proves fatal if the individual doesn't remain submerged in water.

11C. ARCH GATE TO LEVEL 2

Per the *Companion*, this gate is inactive until Illuun is dead, after which Halaster grows bored of his prank.

Should the adventurers gain access to the gate, it leads to L2, A5, right outside the Goblin Bazaar. Refresh yourself on their exploits to determine how the goblins react to their return.

12. BAT CAVE

The drow here are apparently dumb enough to give up their ranged advantage just to hone their melee skills with strangers. Feel free to ignore that bit of lunacy. You can elevate this encounter into a more tactical fight by utilizing the bridge, the ledges, and the crevasse.

Tactics. The eight **quaggoths** and two **drow elite warriors** employ these tactics:

- The drow wait for the adventurers to be split across the bridge. They then signal for the quaggoths to attack. They pepper the party with crossbow bolts. Rylid is on a ledge 10 ft. high and Llauzdrar is 30 ft. up.
- The quaggoths boil out of the darkness. Four mount the bridge, two at each end, while another two cling to the underside and pull at the adventurers' ankles (making grappling checks). Two more cinematically hurl themselves over the bridge, clawing from the air as they soar above the adventurers (and provoking opportunity attacks in the process). Rule of Cool is prevalent here.
- The drow surrender when reduced to a quarter of their hit points or fewer, offering to take them to "Priestess Melith" in exchange for their lives.

Falling. If a creature falls into the crevasse, they take 4d6 bludgeoning damage. Any remaining **quaggoths** might leap down from above to maul that hapless hero.

13. ZURKHWOOD GROVE

DotMM wastes an excellent roleplay opportunity by denying the awakened trees the ability to speak Gnomish—so axe that. The trees, dim but faithful to their creator, share the following messages in Gnomish:

- "The water has been fouled and the fish suffer under a dirge. Our father has fled, his work unfinished. The End Times have certainly come."
- "The dwarf came armed for murder, and so we indulged him."
- "The Maiden calls us to Wyllowwood. Alas, we cannot reach it... and she yet beckons." This refers to Wyllow of L5.
- "In the river's forgotten womb lurks a tyrant that covets all living beings."

15. SLIPPERY SLOPE

Illuun is aware of the adventurers and projects an image of itself to intimidate them. However, keeping with the "heard, not seen" rule of horror, it's suggested that Illuun merely whispers to a character rather than project itself. Ultimately, there are three options at your disposal, described below. These descriptions are written to be in line with the "Lover in the Dark" portrayal of Illuun.

Seen. The projection crawls out from the water and confronts them. Read the following:

Water crashes upon the shore and out from the brine crawls a three-eyed horror with flesh as pale as moonlight. Its fanged maw seems to smile as a voice blooms in your skulls: "Our love will be a beacon that rivals even the brightest stars. Come. The grotto awaits. I await."

Glimpsed. The projection plays out so that the adventurers only catch a glimpse of a tail as the aboleth dives below the waves. Read the following:

Wet flesh slithers against stone—and as you cast your eyes down the flooded tunnel, you glimpse a finned tail that dips below the waterline.

Heard. Illuun projects itself close enough to telepathically whisper to the adventurers, gleaning their greatest desires. It keeps the projection below the water, hidden below the surface. Read the following:

The waters lap gently against the shore... and out from it drifts a whisper so sweet it makes you shudder with a tangle of fear and need: "Embrace me and live forever."

16. GROTTO OF MADNESS

Silence is your only welcome in this lightless grotto, softened only by the gentle lapping of water against the shores of some far-off little island at the heart of this darkness. All is quiet. All but the water is still. Dread chokes your heart and your mind... your mind shudders beneath some looming shadow—a psychic presence you can't shake, a gaze you can't escape.

Out from the darkness slithers that velvet voice again, slipping up your spine and into your very mind:
"We will be one."

The adventurers have come to Illuun's waiting arms at long last, and together, with the **aboleth's** three **chuuls**, Illuun shall usher in a new age, a golden age.

Halaster's Game. The island's otyugh statue instead depicts the Mad Mage, with a few strange additions from the kuo-toa.

TACTICS

You owe it to yourself and your players to make this fight as vicious as possible. Hold nothing back.

Illuun's Tactics. With an 18 Intelligence, the aboleth has devised an excellent strategy, which plays out in the following tactics. "LA" refers to its Legendary Actions.

- Despite coveting the adventurers as its newest disciples, Illuun is ready to kill those necessary and enslave any survivors once they're weakened.
- Illuun, as well as its minions, prefer to fight in the water. It will attack long before the party reaches the island, knowing it is disadvantaged there. Should any of them land, it can use a Lair Action to pull them back into the lake.

- Illuun's attacks have a reach of 10 ft., forcing it to come close to the water's surface and to beach itself if the party is on the heart of the island. Thus, it's imperative that Illuun uses his Enslave ability early to split the adventurers.
- With a reach of 10 ft., +5 to Strength (Athletics) checks and three Tentacle attacks, Illuun should always be grappling weak creatures, pulling them underwater.
- If an enslaved creature is about to be freed or killed, Illuun targets it with a Psychic Drain LA to regain hit points.
- Illuun *wants* a character to touch or attack it while in melee range underwater, so they're exposed to its Mucous Cloud trait. If infected, that character can only breathe underwater—thus limiting them to Illuun's home turf.
- Using a Lair Action, Illuun casts *phantasmal force*, creating illusory boats or islands that the adventurers might make for. A creature under that spell always rationalizes why things don't pan out and will still consider the illusion real.

Chuuls' Tactics. The **chuuls** are in sync with their master's stratagem and follow these tactics:

- The chuuls attack the weakest targets (already determined by Illuun), hauling grappled characters into the water and paralyzing them with a Tentacles attack.
- Invisible characters, as well as those holding magic items, can't hide from a chuul, per its Sense Magic feature.
- The two chuuls from Area 17, if alive, reach the Grotto of Madness on the fourth round of combat.

Additional Forces. If you find that the adventurers are wiping the floor with Illuun and its chuuls, add 1d4 creatures randomly composed of **drow**, **kuo-toa**, or **trogodytes** (all enslaved with a DC 14 Wisdom saving throw on taking damage to break free).

HALASTER'S GAME

If you use the variant described in this supplement, Noogaloo, the **kuo-toa archpriest**, a **kuo-toa whip**, and three **kuo-toa** tag along with the party. They're effectively noncombatants, for their entire turns are consumed by performing a ritual to regain their god's favor. Noogaloo leads the three kuo-toa in the ritual while the whip stands guard. Noogaloo must perform the ritual for three consecutive rounds; if he becomes incapacitated, the ritual is interrupted and must be started anew. To participate in the ritual requires an action; if the participant isn't a kuo-toa, it must succeed on a DC 13 Charisma (Performance) check to follow the ritual dance.

The Ritual. The ritual is completely mundane and requires no magic at all, but Noogaloo adds his own flair anyway. A character that observes the kuo-toa realize that this dance is just an abasement: the fishfolk debase themselves before their god with gestures that would otherwise be mistaken as jests.

Salvation. If Noogaloo successfully performs his ritual, the Mad Mage's theme song plays: the kuo-toa has "won" Halaster's Game. Read the following:

Music thunders throughout the cavern; Illuun's conscious, a constant presence you can sense like a looming shadow, shudders and dwindles as the Mad Mage's voice booms:

"Well done! *Well done, Noogaloo!* My man, my *star!* You've gone and won my game! Never shall your great people forget your name, for paradise is theirs at last! Your faith has been rewarded, your devotion rewarded, your foolishness—rewarded!"

A wind ripples throughout the cavern, a violet tempest that encircles the kuo-toa, spiriting them into the air. With the crash of thunder, a rift materializes above: you catch sight of some angelic grotto lit by a swollen moon. That violet tempest hurls the kuo-toa through the rift and into that watery paradise yonder—and just as quickly as it came, the portal snaps shut and winks out of existence. The music comes to a shuddering halt and the Mad Mage's presence disappears.

Halaster teleports Noogaloo and any other kuo-toa out of the Grotto of Madness to a pocket dimension. If the adventurers return to Area 20, they find all the kuo-toa gone, also spirited away to that watery promised land.

17. PICK AND CHUULS

Assuming the adventurers approach this area by raft or boat and have a light source, read the following:

A thin film of slime on the surface gleams in your lamplight as you make your way through the flooded passage. Stalagmites jut out like fangs and a rusty miner's pick lies buried in the wall, just above the water line.

The two **chuuls** lurking here have advantage on Dexterity (Stealth) checks to remain undetected. When they attack, read the following:

A whisper crawls up your spine and into your mind:

"They love me. So shall you."

The waters ripple, churn—and some foul crustacean bursts from the depths, its pincers reaching out for prey all while its tentacled maw clacks amusedly!

ILLUUN'S PROJECTION

Once the chuuls are slain, Illuun projects itself into the passage. However, unlike in *DotMM*, Illuun, as the archetypal loving tyrant, instead *invites* them further on into its lair. Read the following:

Just as the last monster crashes into the depths, the waters are consumed by a viscous ichor. An eye gleams just above the waterline, followed by two more as this *thing* rises above the surface. Rows of fangs line its gaping maw and its tentacles gently caress your vessel. Its voice blooms deep within your skulls, a velvet whisper timed perfectly with your heartbeat:

"Come. Deeper on, I await. We'll be together at last—and never will we part."

Having seen the adventurers, the aboleth gleams their greatest desires and uses it to its advantage. This can take the form of additional dialogue, visions implanted in a character's mind, or a sudden urge or yearning that chips away at the heart. Go nuts.

20. KUO-TOA REFUGE

The cavern reeks with sickness and shines with slime, that ubiquitous slime coating every surface. Caltrops made of sharpened bones litter the beachhead while the few kuo-toa fighters left sway like drunkards after a hard night. There's a chorus here, a chuffing chorus. Fishfolk breathe in ragged breaths, their gills swollen and red, languishing on wooden pallets.

You can inflate the number of kuo-toa here (from thirty-two) to impress your players. Additional kuo-toa are too sick to fight and are effectively noncombatants.

21. ARCHPRIEST'S CHAMBERS

Chanting echoes across the cave as a corpse-stench assails your senses. Rotting in piles are the mutilated remains of monsters: troglodytes, darkmantles, a bugbear, hook horrors, and carrion crawlers swarming with maggots. At the center of this morgue is a robed kuo-toa working on a macabre effigy fashioned from viscera.

Noogaloop, the **kuo-toa archpriest**, labors over his effigy. He can explain any of the following to the adventurers:

- The "tyrant of the deeps" came from upstream a few weeks ago. It started out slow and cautious, only whispering to a few kuo-toa and picking off lone stragglers. Once these few were enslaved, it sent them to "proselytize [it's] heresy" to the tribe.
- After its initial messengers were imprisoned or banished, the "tyrant" began to whisper directly to Noogaloop and other prominent members of the tribe, promising its "love." Some obliged. Some were kidnapped by its thralls and thrown into its arms.
- The drow arrived three weeks ago. After an initial assault against the kuo-toa, the "tyrant" arrived, ushering in an unofficial armistice.
- Noogaloop's dreams are haunted by the tyrant. It can be described as a three-eyed horror with moonlit flesh and poisonous tentacles.

HALASTER'S GAME

The kuo-toa instead worship Halaster Blackcloak himself. This "god" has told Noogaloop that, if an effigy of him is brought to the Grotto of Madness, and a ritual is performed, the Mad Mage will deliver the fishfolk from this hell.

If you use this variant, the following changes have been made to this area:

God Statue. The statue is made of zurkhwood planks glued to a bugbear's spine with the limbs of a troglodyte. A beard of moss hangs below the rusty lantern, in which the slaad control gem rattles.

Sacrifice. Unlike what's written in *DotMM*, the archpriest doesn't seek to decapitate one of the adventurers to replace the effigy's head. He instead fully expects the adventurers to escort him to the Grotto of Madness to perform the ritual.

Once the adventurers see the makeshift effigy, or the archpriest explains the situation, the Mad Mage telepathically contacts the adventurers. Read the following:

That voice again. The voice of the Mad Mage, this time... with a hint of embarrassment:

"See, this is the part of the story where I experimented with religion. Namely, creating one. Alas, somewhere between worship and ritual sacrifice, my disciples got it wrong. I said, 'love thy labors,' not 'love thy neighbor.' And they welcomed that new neighbor with open arms—right up until it shattered their minds and enslaved them."

22. HOOK HORROR HOMESTEAD

Claws scrape against stone and strange clicking noises echo off the cavern's walls, blending together into some eerie concert to which you're the only invitees.

While the seven **hook horrors** know better than to attack large groups of individuals, if the party is wounded, the beasts might abandon caution.

SPECIAL EVENTS

You can run any of these events for Level 4:

AMBUSHED!

From nowhere but the blackened depths of your mind comes a whisper:

"You would leave me? You would rebuke my love?"

If your party prematurely attempts to leave L4—or whenever they're on the water—you can ambush them, ensuring the destruction of their raft. While Illuun is written in *DotMM* to prefer the adventurers leaving its domain, that wouldn't be in line with the loving tyrant it has been overhauled into.

First come the aboleth's whispers then its forces. Inevitably a force of six enslaved **kuo-toa**, an enslaved **kuo-toa whip**, and a **chuul** ambush the adventurers. They make good use of their spears to punch through the vessel's hull and their nets to haul characters into the water. Every time an enslaved kuo-toa takes damage, it makes a DC 14 Wisdom saving throw, breaking free from Illuun's control on a success. They swim towards Area 20.

If their vessel is mundane, the creatures first breach the hull. If the vessel is magic, the chuul snatches at its keel with its pincer and smashes the vessel into a rock outcropping, arresting its movement. Creatures aboard must make a DC 14 Strength saving throw or fall into the water.

Poisoned Waters. Characters that swallow the river water must succeed on a DC 12 Constitution saving throw or be poisoned for 10 minutes. This sudden illness is followed by vomiting after six minutes.

JABBERING MADNESS

Jibber-Jabber roamed near the river one too many times and has now paid for that mistake with its will—but only Jabber's mind has been enslaved. Jibber, the timid head that always took a backseat in sharing the same body, now must witness Jabber's blooming madness. The **ettin** now rampages through the Twisted Caverns, smashing or capturing itinerant drow all while searching for the party—whom Illuun wants brought to the Grotto of Madness.

This event occurs at least eight hours after the party first arrives to the Twisted Caverns. Should they leave and return, it becomes inevitable. It can also occur in several areas, the most cinematic one being A12, where Jibber-Jabber leaps across the entire crevasse and brings his morningstar down on the closest creature. Additional areas include his lair (A2); the Mad Wizard's Retreat (A7) wherein he attempts to capture Darribeth Meltimer the **mage**; and the Crossroads (A8).

Freeing Jibber-Jabber. Every time the ettin takes damage, it can repeat a DC 14 Wisdom saving throw to shake off the aboleth's chains. Otherwise a spell that removes the charmed condition such as *greater restoration* also frees Jibber-Jabber.

TAINTED LOVE

Rarely do players encounter actual disease and the one inflicted by an aboleth are too juicy to pass up. While the adventurers are near or on the River of the Depths, Illuun passes unseen in the dark waters below. It makes a few tentacle attacks from below the surface. It aims not to kill or maim, but only infect its targets with its debilitating disease (see its "Tentacle" attack), so negate any bludgeoning damage on a hit.

This event can be repeated multiple times.

EPILOGUE

Once the adventurers have cleared this level, they should progress halfway to 9th-level.

Use the narration below to cap-off your final session in the Twisted Caverns, before the party moves onto Wyllowwood. Unlike in other "episodes" of *Dungeon of the Mad Mage*, Halaster has no send-off for the adventurers, for it was not them playing his game but the kuo-toa instead.

THE STANDARD SEND-OFF

This send-off assumes *Halaster's Game* was run and the kuo-toa were encountered.

Despite all attempts to steel yourselves, the Mad Mage has once again crept up to your shoulder and surprised you with yet another twisted secret of his. To think those fools would worship him. To think that he would abandon them to such an insatiable tyrant.

Did it amuse him? you wonder. It had to. Of course, it did. All of Undermountain is a series of bad jokes and failed experiments made only to entertain the Mad Mage. You're just the latest one.

LEVEL V: WYLLOWOOD

"Behold Wyllow's Wood. Harm not, lest ye be harm'd."

QUICK NOTES

- This chapter is narrative in nature, not exploratory. The adventurers are meant to interact heavily with Wyllow and slowly realize that this paragon of Nature is capable of vast, unforgiving wrath. Therefore, this level is an exercise of restraint and tact on the part of the party.
- It's autumn when the party arrives. Day is darkening into dusk and a full moon is due.
- While your adventurers are likely to take a long rest early, you want them to first meet Wyllow (see Act II below), as many events occur at night.
- Tunnels connect to both Levels 6 & 7 (see A8 & 10). To prevent the party from taking these tunnels, you can require they secure Wyllow's permission first—as entering her domain is easy but leaving is forbidden. She only grants permission if the adventurers wipe out the werebat colony.
- Three arcane gates are on this level: one to L2 (see A3B), L3 (see A6I) and L6 (see A9). The latter is too high of a level for the party to open.
- Cloakers lair in A4. They can speak both Deep Speech and Undercommon, so prepare extra dialogue if the adventurers can speak either language.
- Halaster takes a backseat for this level, only appearing to share the secrets of Wyllow's past. See *Halaster's Visit* in *Special Events*.
- Prepare for your adventurers to contract or even *request* werebat lycanthropy. See *Other Considerations* below.

WYLLOW: A HIDDEN EVIL

Wyllow makes for a fantastic antagonist for several reasons, but the most promising is this: no one ever suspects druids of being evil—and make no mistake, Wyllow has *great* evil in her. Her alignment may officially be chaotic neutral, but there is nothing good, or even neutral, about murdering campers that dare start a fire to stay warm; promising genocide to a species that has no choice but to suck blood; and eradicating a cult—dedicated to a *god of hunting*—for the mistake of hunting too many boars. Alas, Wyllow *believes* herself to be just and right—and that's what makes her truly evil.

Roleplaying Wyllow. The archdruid is a creature of unending compassion—for wildlife. People, however, stoke the coals of her paranoia and remind her of all she's lost. Wyllow nurses two fears that dominate her entire personality: growing attached to another person, and admitting that the awakened sycophants she's surrounded herself with aren't enough to satisfy her—she can frolic with beasts all she likes, but they can never be human.

Wyllow is also adamant with her prejudices and opinions:

- Wyllow considers the dragon a valued member of the forest and demands visitors show "Tearulai" respect.
- Wyllow considers and describes the werebats as insatiable vermin infesting her realm. They have no "natural place" in her woods, nor the circle of life itself. She tolerated such pitiable creatures until recently when the gluttony of one werebat convinced her that they're nothing more than parasites. She wants them gone from her realm immediately and no means are too red.



- In Wyllow's mind, she can do no wrong—and any wrong is, of course, justified. She *had* to kill Crissann; his mind was bent by Halaster. Slaughtering the Cult of Malar was nothing short of justice for the wildlife *they* slaughtered. And all the adventurers that have passed through this forest? They all had it coming. When confronted with her crimes, Wyllow doesn't lie or cover up her deeds, but instead owns them with pride. Only the death of her late husband, Yinark, haunts her—and there is no way for her to justify her actions.
- Despite her vow to never again let a mortal touch her heart, Wyllow still yearns for companionship. The trouble, she rationalized, was being with men of the blade or the Arcane. If a druid, ranger, nature cleric, or other person with a strong bond to Nature entered her domain, she might consider taking them as a consort.

A WEB OF DREAD

Wyllow is the central character of this level; all roads lead back to her. Long before the adventurers realize her evil, they'll have wandered into her web. This intrigue can be cultivated through these points:

- Play upon the druid's stereotype and adventurers' assumptions. All druids are just peace-loving hippies, right?
- Paint an innocent faction as evil—the werebats.
- Present Wyllow as a good or tragic hero that the adventurers will be inclined to side with. If they begin to accuse *others* of *her* crimes, you've done your job.
- Inevitably, the adventurers will incur Wyllow's wrath and the fly will realize it's been in the spider's web all this time.

Consider the entirety of Wyllowwood as one story, which is divided into the following acts:

I. ARRIVAL TO WYLLOWWOOD

The adventurers reach the splendor of Wyllowwood. The shock of its beauty will be thawed soon enough when they realize this isn't the idyllic wonderland it's painted as. They first find Wyllow's sign in Area 2, then the discarded objects in Area 5. This is necessary foreshadowing of Wyllow's evil—but to foil it, Tearulai, the **young green dragon**, is seen soaring above the canopy to his platform (Area 9).

II. AUDIENCE WITH THE WOODLAND QUEEN

The adventurers find themselves face-to-face with Wyllow in any of the following ways:

- The party sights the tower (A6) and may press on towards it. Or, a sparrow under the effect of an *animal messenger* spell invites them to visit. Sky's the limit, right?
- While traveling along the river or through the woods, they find Wyllow bathing. Ever confident, she emerges from the water to greet the party, inviting them to her tower for a "more formal audience." She takes her leave by shapeshifting into a raven and making for Area 6.
- The adventurers come across a glade in the woods. Napping at its center or in the boughs of a tree is Wyllow. If woken, she smiles and greets the adventurers, inviting them to her tower. She takes her leave by shapeshifting into a raven.

Once the party meets Wyllow at her tower, she introduces herself and explains just how a forest has thrived so deep underground. So long as the adventurers don't harm the forest or its wildlife, she guarantees them safe harbor.

Leaving Wyllowwood. While normally, visitors are free to enter and leave Wyllowwood, the *Companion* has twisted that. Entering is easy; leaving requires the druid's permission, which she only grants if the adventurers wipe out the werebat colony (A12-16). Wyllow describes them as parasites and criminals that disobey her laws.

All werebats, Wyllow insists, must be put to the sword—and little do the adventurers know that that includes the children too. If the adventurers refuse to cut down the babes and return to her, they incur Wyllow's wrath. See *Wyllow's Hunt* below. See A6A below for dialogue and details.

III. OMENS AT SECOND LIGHT

After meeting with Wyllow and accepting her quest, the remaining omens must be broadcast to the adventurers. They serve to sow doubt in the players' minds and to push them into questioning Wyllow's morality—or instead siding with their biases about druids. See, every time they're confronted by the evidence of Wyllow's dark deeds, they should wonder: was it the druidess or the dragon or some other outside force? Surely sweet little Wyllow couldn't be capable of this.

The following omens should be presented to the party:

- The skeletal remains of the Malar cult in A7. No weapon or burn marks mar the remains, suggesting these sixty humans all died to something toxic—and didn't the party already catch a glimpse of a green dragon?
- Malar's Haven, the abandoned complex (A18-20), which should have the adventurers wonder what catastrophe befell the inhabitants—after all, the possessions all lie untouched. It's as if they never knew what hit them.
- Having seen visitors enter Wyllowwood, Vool the Outcast approaches the adventurers. As a nocturnal creature, the most opportune moment would be at night while the party rests. However, the werebat is desperate enough to approach during the day. See *A Desperate Vool* in *Special Events* below.

IV. VALDEMAR'S LAST-DITCH EFFORT

Sensing visitors to this realm, Valdemar, the **young green dragon**, uses the last of its will to send secret messages to the adventurers by reshaping twigs and leaves or by leaving whispers on the wind. All say, "Free me. Please." Pepper them in as you see fit. Gentle winds blow towards Area 9.

Should they free Valdemar by pulling Tearulai from its skull, the dragon promises its wrath if the party confronts Wyllow. This is a lie—unless the battle turns overwhelmingly in the party's favor. With Wyllow dead, the dragon will rule this land.

If Wyllow learns that the adventurers have freed Valdemar, she sets out to destroy them.

V. WYLLOW'S WRATH

At last, the climax of this level. The adventurers incur Wyllow's wrath—or confront her over her many crimes—and must face a guerrilla fighter served by the forest itself. See *Wyllow's Hunt* for the play-by-play of how this battle turns out.

WYLLOW'S HUNT

When the adventurers incur Wyllow's wrath, her "justice" is swift and brutal. A sadist deluded by her own lies, this predator hunts down the party in a myriad of ways. Facing her is a lesson in guerrilla warfare, for this one-woman army is a nightmare to behold. Never will they face her in a stuffy room or enclosed environment and *never* will she offer them a fair fight.

Wyllow stages a series of ambushes, mainly determined by location or your own whimsy. The adventurers will lack for an easy battle, for the druidess strikes surgically from afar, armed with potent magic, loyal servants, and a terrain she knows better than anyone. This confrontation is not so much a battle but a desperate escape from her wrath, punctuated by motes of fire and fanged beasts.

Calendar Stone. When Wyllow begins her hunt, she visits her tower (Area 6) and sets the Calendar Stone to night, so that she can ambush her prey under the cover of darkness. She also forces winter upon Willowwood, making it an environment of extreme cold (see the sidebar above for its effects).

Tactics. Wyllow is a seasoned veteran with countless years of experience to draw upon. She follows these tactics in battle:

- Before ever fighting, Wyllow casts *foresight* on herself and collects the crystal bulb from Area 6G that conjures Halaster. If she has an hour to kill before attacking the party, she also attunes to the *hide armor of lightning resistance* in 6B.
- If near death, Wyllow plants the bulb that summons Halaster Blackcloak, begging him to save her.
- Wyllow never fights fairly. She utilizes her darkened demesne and sends her loyal beasts to fight in melee range for her.
- Wyllow can cast spells while in her Wild Shape!
- Druids are masters of guerrilla warfare. Wyllow hits and runs—constantly. If things turn south, she retreats, knowing she will outlast and outsmart her foes.
- Armed with shapeshifting, Wyllow has three separate pools of hit points—more than any boss would have.

Wild Shape. Wyllow employs the following tactics regarding her Change Shape ability, which she can use twice a day. The forms cited below have their statistics included in Appendix B.

- Wyllow can assume the form of an **earth elemental**, using its Earth Glide trait to hide within the ground and ambush the party.
- To launch an attack from above, Wyllow assumes the form of a **giant eagle**. She prefers to grapple weak targets, then fly to the ceiling (100 ft. up) and then end the grapple, dropping the target, who will take 1d6 bludgeoning damage for every 10 ft. they fall.
- Should her foes attempt to cross the River of the Depths, Wyllow assumes the form of a **giant shark**. She first destroys their vessel, and, once they're overboard, ravages them.
- To chase after prey, Wyllow takes the form of a white panther (using the statistics of an **allosaurus**). Her faithful **displacer beast** is at her side, along with a pack of 1d4+2 **blink dogs**.
- If she's cornered, Wyllow assumes the form of a massive white stag (using the statistics of a **triceratops**, but with a size of Large, not Huge).

EXTREME COLD

Every hour a creature exposed to the cold must succeed on a DC 10 Constitution saving throw or take one level of exhaustion. Creatures with resistance or immunity to cold damage automatically succeed on the saving throw, as do creatures wearing cold weather gear (thick coats, gloves, and the like) and creatures naturally adapted to cold climates, such as the beasts and plants of Willowwood.

AMBUSHES

Wyllow prefers to stage a series of ambushes against the party, rather than face them in a single titanic fight. Whenever an ambush turns south, Wyllow retreats only to attack a few minutes later.

By Fire Be Purged! Wyllow entraps the adventurers with a *wall of fire* spell, cast from 120 feet away: 50 feet up in a tree, 100 feet away. Creatures that enter the ring take no fire damage, and so, Wyllow sends four awakened **brown bears** and an awakened **elk** through the wall to attack the adventurers. On her second turn, she unleashes a *firestorm* spell, sparing local plant life, per the spell. Future turns are spent casting *produce flame* and maintaining concentration on *wall of fire*.

Ride of the Valkyries. While in the form of a **giant eagle**, Wyllow is accompanied by eight **giant bats**. She swoops down and attempts to grapple the weakest character, then flies up to 100 feet up and drops her prey. Just for added flavor, Halaster chooses this moment to drown Willowwood under *Ride of the Valkyries*. Play the song at your tabletop during this encounter.

She's in the Trees! Using the *tree stride* spell, Wyllow rains hell on the adventurers from afar while a pack of five **blink dogs** strafe the party. Every round of combat, Wyllow teleports to a new tree, appearing 50 feet up amongst the boughs and branches, hurling *produce flame* cantrips at the adventurers.

The Trees Have Eyes—and Fists. The adventurers enter a grove secretly composed of eight **awakened shrubs** and three **awakened trees**. Wyllow appears, using her actions on a *sunbeam* spell.

OTHER CONSIDERATIONS

Level 5 can have two great ramifications on your campaign:

WEREBAT LYCANTHROPY

If they face the werebat colony, one or more of the adventurers may become cursed with lycanthropy. It is, however, your game—just because a werebat lands a bite doesn't mean a character has to or gets to roll to become cursed. If you do call for it, do so sparingly as nothing causes a game to jump the rails more than giving immunity to nonsilvered, nonmagical attacks to a player character. If, however, an adventurer is cursed, you can play with it in several ways:

Willow's Wrath. Sour over their past behavior, Willow will not tolerate any more lycanthropes in her domain. She demands the cursed character submit to a cleansing ritual (in the form of a *remove curse* spell) or be banished from her demesne.

An Excuse for Bloodshed! Hey, if one character is virtually immune to most attacks, that just means you can amp up combat from here on out, right? Halaster telepathically tells them, "Now that you're cursed, I have no excuse to hold back. Enjoy!" You, as the DM, now have *carte blanche* to add all sorts of baddies to future encounters.

Halaster's Prank. Halaster can cause a ray of sunlight to always shine above the lycanthrope, disadvantaging it per the Sunlight Sensitivity trait.

TEARULAI: THE EMERALD BLADE

Your campaign might be drastically altered if the adventurers take Tearulai (see A9). Not only is it an incredibly powerful weapon, it also has the will and drive to return to the place of its creation—with its wielder forced to come along for the ride.

If the adventurers claim this sword, you must be prepared for the campaign to take a sudden detour as Tearulai attempts to return to Myth Drannor by means of its wielder—or just scrap that entirely. It would be far less disruptive to your game to give Tearulai patience, but then there's no danger or drawback to using the sword.

Assuming you keep this danger in play, if its wielder's goals run counter to its own, Tearulai attempts to take control of its wielder (subjecting it to a DC 17 Charisma saving throw). On a failure, the wielder is charmed for 1d12 hours, during which Tearulai attempts to reach the surface. The blade is cunning enough to wait until the adventurers encounter a quick means to the surface, such as one of Halaster's arcane gates. The most opportune gate is on Level 10, which links to Level 1. Tearulai would take that very moment to strike.

Personality. Tearulai admires great beauty, music, fine art, and poetry. Vain, the weapon strives to improve its appearance. It craves gemstones and seeks out better ones with which to adorn itself. Most of all, it longs to return to the forests around Myth Drannor, where it was created.

Expanding on the Blade. If Tearulai is acquired, you can use it as a new character for the adventurers. Use the sword as a mouthpiece for Undermountain, granting it vast knowledge of the dungeon—never enough to ruin a surprise, but able to reveal background information that you're struggling to convey to your players. The blade may even consider answering these questions as a *quid pro quo*, stacking up a debt—which can take the form as a cumulative -1 penalty to a character's Charisma saving throw to avoid being charmed by Tearulai.

AREAS OF NOTE

The following areas are of note:

1. THE RIVER OF THE DEPTHS

The River of the Depths twists below the mountain, sometimes lit by iridescent fungi but more often cloaked in darkness. The farther on you go, the quicker it grows until the waters swell into rapids and its roar into thunder.

SKILL CHALLENGE.

If the party arrives to Willowwood by means of a boat, you can kick off this level with a skill challenge. The river hits nasty rough water before spilling out into this idyllic wonderland. The party must navigate the rapids.

What's This Then? Skill challenges are a relic of 4th Edition that recently made an unofficial comeback in 5E. Rather than fight, players must navigate a danger through their skills (making ability checks). Think of it as a montage.

Rules. The party must succeed on four ability checks before failing three. Once a character has used a specific skill, they personally can't use it again for the remainder of the challenge. This is to spur creativity and prevent the rogue from repeatedly use his +9 Acrobatics skill. Players suggest skills to overcome obstacles, such as Perception to sight the stalactites ahead before hitting them. At your discretion, a player can only use a skill they're proficient with, so as to lend importance to it.

Conducting the Challenge. The challenge is divided into obstacles, described below. Roll initiative simply to have an order for the players to go in. They don't need to adhere to the order, but it does help critical thinking. On their turn, each player suggests a skill or tool to overcome an obstacle. Not coming up with a solution carries no penalty, unless *no one* can, in which case the party accumulates one failure—the price of indecision.

Failure. Failing an ability check merely means the vessel takes damage. On the third failure, the vessel is destroyed, and the characters are overcome by the rapids. Eventually, they spill out into Willowwood after suffering 4d8 bludgeoning damage.

SUGGESTED OBSTACLES.

The following obstacles have been written for you; replace them as you see fit. The DCs of all ability checks are also left up to you, though they ought to be high considering the party is 8th level and this river is a treacherous one.

1. Rough Water. The party encounters rough waters that soon swell into rapids. Suggestions include vehicle (water) checks or Survival to navigate the channel without crashing into rocks.

2. Grimlocks! A band of **grimlocks** are spearing fish along the river. Suggestions include Stealth to remain undetected (as grimlocks are blind); Performance to sound like a predator; Perception to detect them long before they can; or Sleight of Hand to toss an object so as to distract them. On a failure, the grimlocks hurl four spears (+5 to hit, 1d6+3 piercing damage) at the characters or their boat.

3. Breached! The hull is breached by stones below the surface and water fills the vessel. With a successful Sleight of Hand check, one could be quick enough to bail water, while carpenter's tools could patch up the hole, provided there's adequate material such as pitch or tar.

4. **Stalactites!** Stalactites hang from the ceiling and are avoided—but where there are stalactites so too are there stalagmites, likely under the waterline. Characters proficient in Nature or Survival are likely to know that, and you can call a check for it, rather than the players suggesting it.

5. **Capsized!** The river takes a sudden turn and the vessel crashes into rocks—not enough to arrest their movement but to overturn the boat. Suggestions include Athletics to overpower the momentum or snatch a falling comrade; or Insight to predict this fate as the vessel rushes towards the rocks.

6. **Illusory Hydra.** Halaster manifests an illusion of a hydra, whose many heads rise up from the waters. The beast opens its maws and acid boils up from its legion throats—but true hydras don't spit acid, and a discerning character can make an Arcana or Nature check to know that; or an Investigation check to see through the Illusion (DC 16). All these checks can be called for by you, rather than be suggested by the players. If characters bail from the boat or attack the hydra, they accumulate a failure—for it was all a ruse to distract them from a waterfall that Halaster has cloaked and silenced under an illusion—a waterfall that was otherwise easily navigable given time and effort.

2. FOREST

The river spills out into a vast cavern—no, not a cavern but a valley green with life: trees dyed in the autumnal shades of yellow and orange, and brush as thick as a vagrant's hair. You hear birds singing on the wind—yes, that's right, actual *wind*.

You cast your eyes skyward, and lo' and behold there shines the sun. The actual sun. A breeze kisses your clammy skin and promises well-needed respite. Can this be real?

As if it to answer your question, there on the pebbled banks of the river stands a wooden sign upon which a warning has been written in three languages:

BEHOLD WYLLLOW'S WOOD. HARM NOT, LEST YE BE HARM'D.

Once your players express their skepticism about this place, on whether it's real, add this in for atmosphere:

Your surprise is immutable, the splendor of this place titanic. Your very heart shudders. Is this paradise? A pocket of paradise shelved between the oppressive shadows of Undermountain? Surely it must be a trick. Surely. And yet it still draws a tear to your eye to see even a shadow of the world above you left behind.

2A. RIVERSIDE FOREST

The pebbled beaches rise from the River of the Depths to towering pines and great oaks whose tangled canopies block out the sun. Down the river, bears fish in the shallows while the birds above sing together.

While the adventurers are here, they glimpse the dragon flying out from the west, until finally settling on the platform of Area 9 to the south.

2B. ETTERCAP FOREST

Deeper through the woods you delve until all around you are webs. Webs as thick as a mother's love. Webs festooned with desiccated beasts cocooned in silk.

Fighting the **giant spiders** is a Catch-22, for Willow "considers these creatures to be part of Willowwood's natural ecosystem," as written in *DotMM*. It can be assumed that that means killing even one provokes Willow's wrath. It's up to you to enforce that, however.

2C. MOANING FOREST

Wind ripples through these woods, and on it rides an odd sound—a moan. An incessant and eerie moan that drifts far from the northwest. Curious and cautious, you continue through the brush.

There it is again ... But as you scan the woods, your eyes fall west where a stone tower stands before the setting sun. Stony boughs made to resemble branches protrude from its walls and darkened figures hang from these crumbling limbs like ornaments. Bats? Birds?

2D. OLD GRAVE

Thin rays of light penetrate this ancient grove. The trees above are bearded with moss but those closer to the ground are burned and long-since dead. Between them lies a gravestone carved in the likeness of a rose. It reads: "HERE LIES CRISSANN, HUMAN FRIEND & COMPANION."

Your adventurers might find this place naturally or be led by the **will-o'-wisp** that haunts it. See *Special Events* below for more details.

Roleplaying the Wisp. Remember that these malevolent spirits are intelligent undead and speak the languages they knew in life. This one, however, is obsessed with revenge, not suffering. It has a shard of Crissann's personality and is not one for lengthy conversation. Rather than attack the party for refusing to kill Willow, it's recommended that it instead turns invisible and continues to rant and rave about how "the elven witch" must be put down.

2E. WESTERN FOREST

The forest gives way to silence. Your feet crunch beneath twigs and autumnal leaves. Amidst the brush you find an elk carved from stone. Its hind leg is missing, and the years have worn down much of its antlers, but other than that, the detail is remarkable.

The **basilisk** lies buried nearby under mud and leaves, with all but its eyes and snout uncovered. It can only be detected by characters with passive Perception scores of 20 or higher (although noticing its eyes leaves one vulnerable to its petrifying gaze, as they might find).

The basilisk doesn't just jump out at the adventurers. In fact, it never moves or betrays its location until harmed. It just matches eyes with a character and uses its Petrifying Gaze to force the character to roll a DC 12 Constitution saving throw. *Do not* tell your players anything, just force the roll. On a failure, read the following:

Your body seizes, tightens. You try to flex your fingers and find them stiff instead. You hear... a sort of crackling. Your eyes dart down to your hands and with mounting horror you realize your body is turning to stone.

If a character falls prey to the basilisk's petrification and the party lacks the *greater restoration* spell, they can turn to Wyllow for aid. Alas, this favor is anything but free and the druidess has the party agree to wiping out the werebat colony in Areas 12-14 first before casting *greater restoration* on the petrified character. As added insurance, she leaves a portion of the character's body as stone, such as an arm or hand until their "debt" is paid—to the tee.

AUDIENCE WITH THE WOODLAND QUEEN

While the adventurers are traveling through the woods, they may come face-to-face with Wyllow. Choose either of the two options written below.

Nymphic Meeting. The party finds Wyllow as she bathes in a nearby spring. Once seen, she confidently introduces herself and invites the party to her tower to the west for "a more formal audience." Read the following:

As you comb through the woods you hear a seraphic voice humming on the wind. You break through the brush and find a spring dazzling under the sunlight. Bathing in its waters is an elven maiden of such unimaginable beauty you find yourself thinking it *must* be a glamour. The water itself bends to her will, snaking up to wash the dirt from her pale flesh and sweep through her raven-black hair.

A Brief Respite. The party finds Wyllow napping in an idyllic glade. She invites them to her tower after a brief introduction. Read the following:

The woods give way to a glade serenaded by two blue jays. Their duet, however, falls short once you emerge from the brush. The silence swells, interrupted only by the snoring of a young elven lass laying amongst the branches of a great oak.

3. GUARDHOUSES

On higher ground squat two stone guardhouses braided with moss and vines. Marble walkways at least twenty feet from the forest floor converge on this knoll, snaking out in all cardinal directions. To where they go, you don't yet know but clearly someone, or many someones, have brought a shred of civilization to these strange woods.

4. CLOAKER DEN

As written in *DotMM*, Wyllow may ask the party to eradicate the **cloakers** that dwell here.

Cloakers, however, are intelligent creatures capable of Deep Speech and Undercommon. Don't waste the opportunity for these creatures to communicate with the party if any characters are fluent in those languages. The cloakers have rasping voices that undulate with moans and can say any of the following, although some are lies:

- "We're but humble folk and refugees of war, eking out our meager existence in these woods."
- "These lands are ours! Always, ours! The elf has slaughtered our kin and stolen our home. Not even our dead are honored. She's cursed with madness and must be put down for the good of these woods."
- "The elf has sold her body and soul to the dragon; she is but a puppet of its will and wrath."

5. INNER FOREST

You break from the brush and onto a glade, but there can be no serenity found here. At the glade's center are piled rusty weapons, burnt torch stubs, greasy glass bottles, armor of all shades and material, and other paraphernalia left behind by adventurers.

Your players will express suspicion and curiosity. Then they'll ask you if they notice anything suspicious or curious, as they're wont to do. That's why you tie the druidic totems Wyllow's made to passive Perception—to give your players a sense of achievement that they found a "secret."

Read the following to the character with the highest passive Perception score, no matter how low it is:

You scan the trees and find no danger—but amongst the branches you notice them: totems. Totems fashioned from twigs, feathers, tattered cloth... and, crudely, always crudely, they resemble dolls. You look about and find dozens of them. Dozens, all peering at you with their sightless eyes.

6. WYLLOW'S TOWER

Amidst the splendor of Wyllowwood stands this tower, squat and stone and carved in the likeness of a tree. Its twisted boughs reach from its walls for the sky and massive bats hang from these limbs like holiday ornaments. At the tower's base is a twelve-foot-high arch framing stone double doors. A rope hangs by the door, just begging to be tugged.

If the adventurers ring the bell, add:

A bell echoes across the tower, across the woods. After a brief moment of uncertainty, the doors open. A tree whose trunk is carved suspiciously in the likeness of the Mad Mage greets you: "Ah, visitors! My fair lady will be pleased to receive you. In! In, I beg ye, in!"

6A. WYLLOW'S THRONE ROOM

Stone pillars carved into trees frame an audience hall at the heart of which sits a crystal throne. There she sits, an elven maiden with emerald eyes and jet-black hair. At her side is a tentacled panther, purring at her touch, one eye closed in ecstasy, the other staring warily at you.

The elf smiles. Already you've seen the sun today and not even it can compare to her smile. "Welcome to my domain. You may call me Wyllow. Of Wyllow's Woods. Harm not these lands, lest you too be harmed."

Unless the adventurers have already pissed her off, Wyllow is kind and open, relaying any information about her domain except Yinark's and Crissann's fates. She does not offer the party rest in her tower but invites them to enjoy camping in Wyllowwood—and assures them that tonight's full moon will be all the light they need.

The Rule of Law. Wyllow wastes no time outlining her laws: logging, firestarting, killing an animal, or any similar act of destruction will not be tolerated. She pats her throne and insists that so long as she sits upon it, she'll catch wind of their crimes (in truth, she has animal spies that will watch the party).

Combat. If attacked, Halastree and Crissann cover Wyllow's retreat. She transforms into a bird (or earth elemental) and flees from the tower. She then prepares a series of ambushes for these insolent intruders (see *Wyllow's Hunt* above).

Crime and Punishment. Wyllow offers the adventurers her permission to leave and the knowledge on how if they complete a quest: slaughtering the werebat colony in Areas 12-16. Read the following text:

The elf straightens. Her voice sharpens into a blade all its own. "Vermin infest my demesne, threatening the delicate balance of these woods. Goblins cursed with lycanthropy. They wield the Curse of the Bat as a cudgel with which they decide who amongst my children die. They've worn out their welcome, and though it pains me to order this, they must be put to the sword. All of them. Let none live to spread their foul disease."

Wyllow provides directions to the werebat colony but not the tunnels to Levels 6 or 7, nor Halaster's gates, until they complete her quest. If the adventurers return and inform her of their success, she relies on the crystal throne to help determine if they're lying.

6J. OSSUARY

Bones line the walls of this ghastly chamber, some gnawed, others scorched black, many yellowed with age, but all sick testimonies to the druidess's crimes. To count even half the skulls would take you the better part of the hour. And never mind the elf's artful arrangements of the bones.

A character that casts *speaking with dead* on a skull will be told in the plainest terms possible that Wyllow fell upon them with all the mercy of a storm at sea.

6K. CALENDAR STONE

A mechanism dominates this chamber. Two concentric rings of stone are decorated with carven images. The stone at the mechanism's heart is engraved with Wyllow's smiling image as birds and beasts celebrate her presence. The inner ring is carved with plants and animals all weathering the change of seasons. The outer ring depicts the sun at varying heights and the moon in all its phases.

Beneath the din, you can hear the mechanism at work. The outer ring turns ever so slightly as day darkens into night. A small arrowhead on the outer edge points to dusk, a full moon, and autumn.

Clearly, manually changing the calendar stone's setting would alert Wyllow. However, if this change is swiftly corrected, it's sure to provoke nothing more than admonishment, if the party has done nothing else to anger the druidess.

7. ALCOVES OF THE DEAD

As you traipse through this woodland realm you cross an alcove roughly-hewn into a cavern wall—and in the din you catch sight of it, them. Your heart lurches. Skeletons. All picked clean, all unceremoniously dumped into this alcove and left to let the wind of this place wear bone into dust—however long that might take.

The skeletons here are picked clean and so ancient that no Medicine check can discern the cause of death, only an absence of symptoms: no broken bones, save what scavengers may have broken off; no burn marks, et cetera.

Speaking with the Dead. If a character casts *speaking with dead* on any of the corpses and asks what befell them, read:

Bones begin to move beneath your gaze. Jaws test themselves out, measuring themselves against their ancient purpose and summarily decide one last act is in order:

"The mist... Emerald. Ephemeral. The winds pounded under the drake's wings. The sword sang and its chorus was but one word: 'justice.' But what crimes were we guilty of but devotion to our lord? Bildrath shot the boar. That gods-damned boar. The boar that would spell our doom. She wrought our doom. Ordered it. Forged it. Brought it. Rejoiced in it."

The skeleton's eyeless sockets regards you, and for a moment, you can see the ghost of its pupils, peering out from its empty sockets. Its jaw flex one last time, and its spectral voice whispers, "It's the right of the strong to cull the weak. We were strong. Or so we thought."

8. UMBER HULK TUNNEL

A tunnel gapes before you, spiraling down into the depths of the earth. You don't need to be a mason or a dwarf to know that it was made fairly recently—and without a steady hand or any craftsmanship whatsoever. No, a creature made this tunnel, a hulking creature capable of burrowing through earth and stone with ease.

Should the adventurers press on, they'll descend hundreds of feet to Level 6, the Lost Level: a complex devoted to the dwarven god Dumathoin, the Keeper of Secrets. Duergar raiders have scoured the complex in search of riches.

Retrieve Azrok's Dagger. The quest offered by Lurkana on L3, to retrieve her husband's magical dagger can be completed on this level.

BLOCKING THE PATH

If you don't want your players skipping Level 5, you can stymie their progress through one of the following contrivances:

- Wyllow has placed a ward here that triggers a cave-in or a *wall of thorns* spell (save DC 17) when a creature other than her approaches without saying a command word that she only gives to those with permission to leave Wyllowwood—which can only be earned by wiping out the werebats.
- As the party delves deeper, the tunnel collapses, imposing a DC 10 Dexterity save. On a failure, a creature is pelted by debris, taking 3d10 bludgeoning damage. On a success, it takes half damage. Armed with shovels, four characters could clear the path over twelve hours.
- An **umber hulk** stumbles upon the party in its eternal quest for food, bursting from the wall in a shower of earth and dust. Creatures within 10 feet of the blast must make a DC 14 Dexterity save or be pelted by debris, taking 2d6 bludgeoning damage. Creatures within 5 feet must also make a DC 14 Constitution save or be blinded by the sudden dust until the end of their next turn. The ceiling groans and collapses in two rounds, conveniently blocking the path forward.

9. DRAGON'S PLATFORM

Two marble walkways terminate at a stone platform upon which a tower stands with a commanding view of the river. The battlements are crumbling, and a dragon's snores dominate the sour air.

Behind the platform spans a bridge across the River of the Depths, leading to a yawning cave's mouth.

VALDEMAR'S LAST-DITCH EFFORT

You catch a whisper on the wind pleading, "Free me. Pull the sword from my skull, for its evil cannot be contained much longer..."

Whenever the dragon sleeps, Tearulai goes dormant—allowing a shadow of Valdemar to emerge and subtly affect the world around it. When the adventurers approach Area 9, they hear a whisper on the wind, pleading them to remove Tearulai from its skull. The dragon is, of course, lying when it describes the sword as a source of evil.

Freeing Valdemar. To pry Tearulai from Valdemar's skull requires a DC 13 Strength check, using an action, while the dragon is incapacitated. The characters only get one chance to do it while the dragon is asleep, otherwise Tearulai awakens and attacks. Willow comes to the dragon's aid, hearing its inaugural roar—however, it will take at least two minutes for her to arrive from Area 6. By then Valdemar may be in control of itself again. If so, when Willow arrives, it unleashes a Poison Breath on her. Shocked, the archdruid *immediately* retreats and follows the events and tactics laid out in *Willow's Hunt*.

Aftermath. The dragon is grateful to those that restore its freedom and promises its wrath against Willow "when the time comes." Truthfully, it intends to use the adventurers to soften up the archdruid. If their fight goes badly, Valdemar hangs back and bides its time. If the adventurers win, with or without Valdemar's aid, the drake turns on the adventurers, attacking while they're weakened. It seeks not only to add their loot (and Tearulai) to its hoard but to also claim Willowwood as its lair.

10. MOSSY STONE BRIDGE

A rough-hewn tunnel gapes before you, promising only darkness. You cast a glance to the sky above. Real or not, you're loath to give up this sunlight so easily, to surrender the breeze caressing your skin and the warmth of vibrant life singing so vivaciously all around you.

The tunnel spirals deep down into the earth until arriving at L7, Maddgoth's Castle. There the party will find a family of stone giants tormented by amnesia and one jackass of a faerie dragon.

BLOCKING THE PATH

If you don't want your players skipping Level 5, you can stymie their progress with the same methods described in Area 8.

11. WE ALL FLOAT DOWN HERE

If any of your players have seen or read Stephen King's *It*, you'll be loath to pass this opportunity up. Throw it at your players just when they arrive to Willowwood, especially if their vessel was destroyed in the Skill Challenge described in Area 1.

The disguised **mimic** untethers itself once a character boards it, making a break down the river. After drifting 15 ft. away, courtesy of the river current, it sprouts a tangle of pseudopods. *That's* when you roll initiative. With its False Appearance trait, the mimic inherently surprises the party.

It Speaks. Mimics, by default, can't speak but this one can; it whispers to its prey, "We all float down here. You'll float too."

14. WEREBAT BOSS

Precious little light touches this rank cave. A grotesque creature hangs from the ceiling, using a knife to whittle wood. The shavings fall like autumnal leaves. Its left eye is milky with an untreated cataract, and a shock of white hair contrasts his piss-yellow fur.

Mobar is smitten with Willow and worries that merely banishing Vool was not enough. To prove his love to her, he wants the werebat killed and presented to her as a trophy—an overture he himself will personally conduct, if given Vool's body. Even if the adventurers agree to and complete this task, Mobar doesn't act in good faith. He tries to rob and strand them so as to take complete credit for the kill.

16. WEREBAT CAVES

16B. WEREBAT IN GOBLIN FORM

This area serves as a contrast to Willow's murderous desires: the werebat raconteur spins a tale of triumphant negotiations with the archdruid, none the wiser that she's sent the adventurers to kill them all.

When the party approaches, read the following:

The cave echoes under a storyteller's powerful voice. It's bombastic, it's intriguing, it's honed to perfection, all to the harsh tunes of Goblin.

If any characters can understand Goblin, go on ahead and read the following:

The storyteller's moving voice continues:

"And so, faced with destruction, we cast out that glutton, the Fool-named-Vool. Hardly the first pariah to be exiled for the greater good!"

The goblins in attendance echo, "The greater good."

"And with the Fool-named-Vool gone, peace has been assured. The archdruid welcomes us again with open arms, promises us sanctuary—and believe me, brothers, sisters, this *is* sanctuary. This is as good as it'll get. The dragon is tamed, the druid appeased, and all will be well so long as our people continue to act in the greater good."

Once again, the goblins echo, "The greater good."

16C. WEREBAT NURSERY

The cave lies in dank quiet. Two goblins rest in a corner under heaps of moldering blankets. By happenstance, a stone finds the audacity to stand before your foot and careens across the floor—and that's when the first goblin babe begins to cry from under the blankets, birthing a thunder of fetal wails.

It was naptime. The matrons here cradled the young under their blankets and also fell asleep. They scream with terror when they wake, if the adventurers seem threatening (which, let's be honest, they likely will).

If Wyllow tasked the party with eradicating the werebats (as described in Act II of *A Web of Dread*), read the following:

With a shudder, you look about at the babes all while Wyllow's words come back to haunt you: "They must be put to the sword. All of them. Let none live to spread their foul disease."

17. VOOL'S REFUGE

If the adventurers find themselves in Vool's Refuge, the werebat takes the opportunity to try and turn them to his cause: overthrowing Wyllow. However, it's unlikely that the party actually ventures to this secluded spot. It's more likely that Vool seeks *them* out. See *Special Events* below for this occurrence and borrow the dialogue and details written there if the party instead comes to this area.

SPECIAL EVENTS

You can run any of the following events, ideally in this order:

A LIGHT BETWEEN THE TREES

As described in A2D, the **will-o'-wisp** attempts to lead the party to his grave. It's assumed that dusk has fallen, before the adventurers have made camp.

As day darkens into dusk, you catch a whisper on the wind, but its message is lost. Alert now, you scan the tree line—and flitting between the trees is a wisp of ivory light. It seems to dance amongst the brush and that wordless whisper once again hounds your ear, imploring you to follow it.

The wisp leads the party to Area 2D. Run the area as written in *DotMM*, with the exception of one detail: the spirit doesn't attack them for refusing to destroy Wyllow—these are hardly the first visitors to Wyllowwood the spirit has turned to.

A DESPERATE VOOL

Vool, the **werebat** pariah, seeks out the adventurers and warns them of Wyllow's "evil." This event preferably occurs at night, but he can also approach under the cover of a thick canopy.

Vool knows he cannot return to his people so long as the threat of Wyllow hangs over their heads. For his part, he earnestly believes her to be a tyrant that must be deposed. Never mind that his own people would feed unchecked if given half the chance. Desperate to return to the fold, and nursing fantasies of leadership, Vool turns to the adventurers for aid. When he arrives, read the following:

"Psst. Hey!" calls a voice in broken Common. You look about and find nothing on the forest floor and search the trees instead. Perched upon a branch is a grotesque, goblin-esque creature with the wings of a bat and needlelike fangs.

"You're fools to brave these woods," the creature tells you. "Alas, so am I. Let us palaver."

Once the party strikes up a rapport, Vool cuts to the chase. Read the following:

Vool preens his wings and when he shows his teeth again, they're messy with squashed grubs.

"The Woodland Queen is a tyrant," Vool tells you. "She offers nothing but death for those that don't live happily under her draconian laws—and my people cannot survive much longer. We need the scarlet. We need blood. My people are no gluttons, but she's condemned us already. We cannot run and we cannot hide. We cannot pick up and leave nor can we stand and fight. My people need a hero. Many heroes. We need you."

If the adventurers refuse to overthrow Wyllow, Vool takes his leave. If he senses that they need something more than the satisfaction of saving a colony from genocide, he offers the curse of lycanthropy as a reward to one character—but without describing the insatiable need to feed. If that's not enough, his last-ditch effort is offering a "magic boot" of his (one of the two **boots of elvenkind**, which is useless without its pair).

HALASTER'S VISIT

While the adventurers are resting, Halaster pays them a visit to share the backstory of Wyllow and her late husband Yinark. The most cinematic experience would be at nighttime as the adventurers are camped out for the night with only the faux stars above as light. When Halaster's ready to spin his yarn, read:

"Gather round, fools, and listen to an old man's tale," says the Mad Mage. With a wave of a hand, he conjures a highbacked leather chair and a pipe full of tobacco. As he reclines and gathers his thoughts, the pipe blazes.

"Wyllow... Sweet Wyllow. I tried to make her happy, you know. Tried so very, very hard. All this. This entire forest—my work. I willed the trees to grow, I birthed the sun- and starlight that fills this domain, I stocked it with birds and beasts galore, all to make my dear Wyllow happy, for you see, there was a time when she wasn't.

"After her and Yinark, her husband—her *late* husband, mind you—came to live and work with me two centuries ago, Wyllow fell to blue clutches. After living her life in the woods, Undermountain could feel like nothing more than a prison. So, I shaped this place to her liking. And she liked it for a time—but even this wasn't enough for my dearest Wyllow. Her husband, that damned fool, forbade her to return to the surface—*forbade*, can you believe it? And she *obeyed*!

"Well, time sours all things and their marriage fell apart. Violence was the only solution our dearest Wyllow could grasp, like all prisoners. Alas, she was a druidess and Yinark a wizard. Should've seen the destruction, *phew*. *Miles* long. At the deepest crater lay Yinark's shattered body, and at his side, his wife, her fury abated, and her heart broken. She's remained here ever since, a prisoner of her own guilt."

The Mad Mage shares the look of a bewildered father that's tried everything but talk to his daughter. "I've tried *everything*," he tells you, "but I'm afraid Wyllow's too far-gone. Walk lightly, my friends—for Wyllowwood is not part of my game but *hers*."

Halaster neglects to mention that Wyllow later fell in love with a mercenary by the name of Crissann, whose mind Halaster bent against Wyllow. He has the barest recollection of the event and avoids taking responsibility for it whenever it's brought up.

After spinning this yarn, Halaster winks out of existence without any fanfare. One moment he's there in his chair, another he's gone. Given a few days, the werabats pinch the chair.

MAD INTERVENTION

As noted in her tactics under *Wyllow's Hunt* the druid collects the crystal bulb from Area 6G that, when planted in soil, summons Halaster Blackcloak. She resorts to this if she's at the brink of death with no possible escape. Read the following:

Bloodied and desperate, the druidess pulls from her robes a small crystalline bulb, leaving red smears across its glass. A figure dances within the orb, animated by some strange magic. With her free hand, the elf digs a small hole in the ground and goes to plant the orb—it slips from her hand! Wyllow cries out in panic—and the wind itself twists to deliver the orb back to her!

"Halaster!" the elf screams as she scoops dirt over the planted orb. "Halaster!"

At your discretion, have the closest character to Wyllow reroll their initiative in a contest with hers. If they succeed, they can take one turn before the druid plants the orb to summon the Mad Mage. If they kill her, Halaster is never summoned.

If the character in question loses this initiative contest, or fails to strike Wyllow down then and there, read the following:

Before you can deliver that deathblow, time itself halts. Your blood stops. A sparrow above is frozen in mid-flight. Only the orb moves. Only the orb maintains its temporal autonomy as it spins and cracks and shatters—and the tiny figure that danced inside grows into a form you're well acquainted with: the Mad Mage.

Halaster Blackcloak, arriving not in a storm of fire but in a chill, throws his arms around the druid. You catch his words just before a rift opens beneath his feet:

"Shh. Shh, it's all right. They can't hurt you anymore. Halaster's here. Halaster will *always* be here."

The rift widens below the Mad Mage's feet, consuming both the two. In a single flash, they're gone. Time thaws. Only the shattered orb remains, a testament to your sanity. Halaster teleports Wyllow to his lair on Level 23 where she remains in critical condition for a 1d4 weeks. See *Aftermath* below for more details.

EPILOGUE

Once the adventurers have cleared this level, they should ascend to 9th-level. Beware: this is a major power spike for spellcasters as they acquire 5th-level spells.

If the adventurers defeated Wyllow only for her to be saved by Halaster (see *Mad Intervention* above) then then you should award them the experience they would've earned by killing her.

AFTERMATH

The aftermath of the adventures' conflict with Wyllow, if they have one at all, depends on whether they felled the archdruid, if she escaped, or if Halaster saved her.

WYLLOW SURVIVES

After saving Wyllow, Halaster returns her to Wyllowood 1d4 weeks later. Her pride bruised, and her fear stoked, she readies herself for vengeance on the party if they ever cross into her domain again. To avoid her, they'll have to carefully navigate Halaster's gates.

While she's resting in Halaster's Lair, treat Wyllowood to the same fate detailed in "Aftermath" of Level 5 of *DotMM*.

WYLLOW FALLS

If Wyllow dies, the spirit of Wyllowood itself rushes to save her corpse. Vines sprout immediately to protect her body while a horde of awakened beasts and plants emerge from the brush. They guard Wyllow's corpse at all costs.

After the elf's death, Wyllowood suffers under the events described in *DotMM*'s "Aftermath" of Level 5.

TEARULAI ON THE MOVE

Finding Tearulai is the culmination of one of Undermountain's secrets (see *The Emerald Blade* in Appendix C, *DotMM*). If the adventurers take the sword as their own, however, prepare for the campaign to take a sharp turn. Either the sword is cowed into submission (temporarily, always temporarily), or it seizes control of its wielder and makes for the forests of Myth Drannor to return whence it came.

THE SEND-OFF

Cap off your session with one of the following send-offs:

THE STANDARD SEND-OFF

With great disappointment, you turn once again from the sun—faux as this one may be—to the blackened depths of Undermountain. Certainly, you've learned that not all that glitters is gold, and though life might thrive, it is no less cruel than the darkest of dungeons. You only hope that where next you go, light truly shines with all the radiance and hope of a wintry dawn.

THE HOST'S SEND-OFF

Halaster telepathically communicates a message to the party. It assumes they learned of Wyllow's tragic history. It can be adapted for whether she died, escaped, or was rescued by the Mad Mage (see *Mad Intervention* above). Read the following:

The Mad Mage's voice worms its way into your mind:

"'Never look a gift horse in the mouth,' they say. Sometimes though... You ought to. I carved this place. Grew every tree. Furnished these woods with river and rock, beast and bird. I made this place for my dearest Wyllow. But it was no gift. Only a prison. Do not pity her, though, my contestants, do not indeed—for, truly, if the druid *wanted* to leave, she would have found the will to defy mine.

"But you? You have that will, that drive, that foolishness. That's why she'll spend her life frolicking in these gloomy woods and you'll rest amongst the graves of failed champions. The worst, I promise you, has yet to come."

LEVEL VI: THE LOST LEVEL

"I always felt this level lacked... pizzazz. But after a few conjurations, I'm sure it will impress," – The Mad Mage on the Lost Level

QUICK NOTES

- The Lost Level is lifeless and dull. To make it worthwhile, it must be turned into a horror (via *Halaster's Game*, which populates it with invisible stalkers).
- The Lost Level is humongous—and empty. Sixteen of its *forty-eight* rooms have no content whatsoever and that's fine, so long as you don't let your game grind to a halt as the adventurers comb through each room. See *Areas of Note* for a list of which rooms have actual content.
- This level should have a special meaning to dwarves; the exploits of King Melair and his kin are the stuff of legends. Additionally, the Heart of the Mountain is an excellent roleplay opportunity for such characters. See Area 16 for further details.
- Given how nonlinear this level is, you may be tempted to screw with the map, at least in the beginning—the mere possibility of the party taking a right in Area 1, instead of a left, dramatically changes their path, making it difficult for you to plan ahead.
- There is no central villain on this level. There's actually no villain—unless you run *Halaster's Game*. Thus, the Mad Mage himself indirectly antagonizes the adventurers.
- Cloakers are allied with duergar on this level. Don't forget that they can speak Deep Speech and Under-common!
- The Lost Level is decorated in hidden doors, each requiring a successful DC 20 Wisdom (Perception) check to spot.
- A whopping *ten* of the Mad Mage's gates are on this level. The adventurers are high enough level to open four:
 - A24, leading to L2, A20C
 - A36C, leading to L3, 21P
 - A27, leading to L4, A10
 - A10, leading to L5, A9

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- The quest *Retrieve Azrok's Dagger*, offered by Lurkana on L3, reaches its conclusion here. Skella Ironeye considers it her property by conquest—stolen fair and square—but she's more than willing to trade it for the party's assistance in opening the Heart of the Mountain.



HALASTER'S GAME

Per the *Companion*, the Mad Mage has been rewritten into a deranged game show host. The Lost Level is just another part of his game. However, if your campaign does not make use of this element, you can still run the contents of this section at your table to redeem the waste that is the Lost Level.

The Lost Level has become a nightmare: **invisible stalkers** hunt the living who are in a desperate race to open the famed Heart of the Mountain. Only then, the Mad Mage promises, will the stalkers cease their bloody pursuit. However, to open the Heart requires the hand of a dwarven king, forcing the duergar (and adventurers) to find Melair's hidden tomb.

Contestants. The adventurers are the late arrivals to the Mad Mage's twisted game; the duergar have already been suffering under it for two days now. All are counted as contestants in the game and beholden to the same rules. If one side manages to open the Heart of the Mountain, both are liberated from the stalkers' reign of terror.

Changes to DotMM. Halaster has reworked the Lost Level in two major ways:

- All exits from this level have been sealed, per Halaster's Lair Action. After the adventurers arrive, the tunnel that lead them here is likewise sealed. These new walls are impervious to both damage and magic. Halaster's arcane gates have also been shut down.
- Darkvision, as a racial trait, no longer works for humanoids on this level, per a devious spell cast by Halaster. Other creatures, such as monsters, are unaffected and continue to see normally. Lamps and oil have become quite the hot commodity. If the adventurers have no other light sources, Halaster is kind enough to leave them a single hooded lantern with 1d6 hours' worth of lamp oil. The many quartz pillars described in *DotMM* continue to shed light as normal.

INVISIBLE STALKERS.

These malicious entities summoned by Halaster have been cutting down duergar left and right—unlike in *DotMM* wherein they remain indefinitely in Area 47. Rather than attacking indiscriminately, they each select a specific target to hunt down. After a successful kill, the stalkers retreat and pick a new target; they innately know of every humanoid on this level, courtesy of the Mad Mage. A duergar might just simply drop dead amidst its fellows, hurling the survivors in a mad dash to escape an unseen threat, lest they be next. The dwarves, in short, are terrified and desperately searching for Melair's tomb so as to win the Game before it's too late.

You, My Darling. It's inevitable that the stalkers target the adventurers. Use them at your discretion to constantly hound the party. Although only two lurk on this level, you can include as many as you want, but they only ever attack one at a time and retreat when wounded. Combat should be lightning-fast—a single round, or even only a few turns before the stalker turns to retreat. If it comes down to it, have only the stalker and its target roll initiative unless it's been detected by other characters.

AREAS OF ACTUAL CONTENT

Area	Contents	Area	Contents
1	Entrance to Level 6	26	Umber Hulks
5	Treasure (450 gp)	27	Gate to L4
7	Duergar, Cloaker	28	Story/Secret Door
8	Gate to L9	29	Story/Treasure/NPCs
9	Trap	31	Rest Area
10	Gate to L5	32	Gray Slaad
11	Story/Treasure	33	Undead Bulette
12	Duergar, Xorn	34	Gate to L8/NPCs
13	Treasure (<i>spell scroll</i>)	35	Halaster Regional Eff.
14	Secret Door	36	Gate to L3
15	Story/ Duergar	37	Fire Elemental
16	Story/Gate to L10	39	Treasure (Jade Staff)
18	Helmed Horrors	40	Gate to L11
20	Treasure (600 gp)	41	Gray Slaad
22	Xorn	42	Trap
24	Gate to L2	43	Way to Level 7
25	Key to Area 10	47	Gate to L13 & 18/ NPC

It Follows. Patient and sadistic, the stalkers walk after prey; if the entire party spends its turns running away, they can easily outrun the spirit—but if they ever pause, the stalker will catch up. When it first attacks a target, the stalker whispers in Auran, "You, my darling." Don't expect or stage a straight-up fight with the party; use hit-and-run tactics or just an unstoppable force that will follow its prey. If you've ever seen the film *It Follows*, it should be reminiscent of that.

AREAS OF NOTE

The following areas are of note:

AN ABUNDANCE OF EMPTINESS

With nearly fifty rooms to this level, you can't be expected to remember which have actual content in them. A third of this level's areas are empty or otherwise uninteresting. Rooms of actual note are listed above, their contents described.

You, My Darling. So, how do we liven up these otherwise empty rooms? We can't be expected to flesh out every single one of them, nor do we want to. So, instead we throw in the **invisible stalkers** described in *Halaster's Game*. Your goal is to have the adventurers rush through rooms chased down by this malicious, invisible entity. As the party crosses paths with the duergar, the stalker pauses to cut them down..

HALASTER'S GAME: THE IMPENETRABLE DARK

Read the following to creatures with darkvision when they first arrive to the Lost Level:

The air here is stale... but clean. Something's amiss, though. Something's strange. You blink about and find nothing but darkness. An impenetrable darkness. Have... Have you gone blind? With a start, you realize that your eyes cannot pierce this night. You feel... naked. Like a singer without their voice or a warrior without his arms.

1. UMBER HULK TUNNEL

The air is cloudy with darkness and dust. Beneath your boots crunch rubble and debris left by whatever creature dug this tunnel. For so very, *very* long all you hear is the sound of your own footfalls until finally the tunnel evens out and breaks through the smooth-stone walls of what might be a tomb or stronghold.

HALASTER'S GAME

When Halaster lays out the terms of his demented game, read the following:

You look behind you and—without any noise or flash, without any fanfare at all—a sheer wall has replaced the tunnel from which you arrived. A voice slips into your brain: the ragged voice of Halaster Blackcloak:

"Behold: the Lost Level. The tomb of Melair, king of the ancient dwarves of this mountain. Never has his tomb been found—and so, none have ever escaped this place alive. See, I've always felt this level lacked... pizazz. But after a few conjurations, I'm confident that it will impress.

"At the heart of this ancient place lies the Temple of Dumathoin—and behind its black basalt doors, a place of power. The Heart of the Mountain. Behold it and you may leave this place. Fail and this too shall be your tomb.

"Ah... but opening the Heart is no easy task. Only a king's hand may open those doors and air out the secrets therein. And beware: others lurk on this level. Others hunt for the tomb. And others hunt the hunters."

The wall, the adventurers find, is impenetrable and impervious to damage. Any time a character attacks a wall or attempts to circumvent it, they hear Halaster chiding them for cheating.

5. LOOTED RELIQUARY

The reliquary lies in ruin. Shadows teem amongst the wreckage and the smell of blood is fresh on the air.

HALASTER'S GAME

Before the adventurers reach this room, they hear a crash and a scream: a **duergar** has just been slain by an **invisible stalker** in the most horrific way possible. When they enter, read the following:

A dwarf lies dead amongst the wreckage: a duergar wearing his torn-out esophagus as a bloody tie.

The invisible stalker reached deep inside the screaming dwarf and pulled *hard*. It yet remains in the room and makes no attempt to hide as it leaves, its amorphous shape outlined by the disturbed dust.

7. LIBRARY & SCRIPTORIUM

Rarely do dwarves commit words to paper—and so now, as you walk in upon this library, you cannot help but gawk. To gaze. To wonder what secrets could lurk on these countless shelves. So high do those shelves climb, sliding iron ladders are necessary to reach them. Several stand scattered about the room. And so do duergar.

HALASTER'S GAME

Assuming the adventurers approach from Area 8 to the west, you can use this variant: the duergar here don't attack the adventurers but try to help them. Loose an **invisible stalker** behind the party and motivate them into flight. When they rush towards this area, the duergar shout, "Hurry! Hurry, before it cuts you down!" They then slam the door shut, denying the invisible stalker entry—hopefully. How, after all, can they tell?

The duergar here are in a frenzied search for "the tomb of King Melair." Going off a hunch that a secret mechanism that unlocks the tomb is hidden behind the scrolls on the shelves, they're wantonly sweeping off the texts. They only recently arrived and have quite a bit of area to sweep, considering the shelves are up to 15 feet tall and require a ladder to reach.

The duergar hurriedly share any of the information below as they desperately comb through the library in search for this believed-mechanism.

- The Mad Mage has trapped them in "some infernal game" and only if they open the Heart of the Mountain will "the unseen stalkers" disappear. Over a dozen Ironeye duergar have been bludgeoned, strangled, or eviscerated by these spirits.
- The Ironeye leader, Skella, can be found in the Temple of Dumathoin (Area 15). They can provide directions. Skella's a "woman of her word," they promise, and trust her to offer the party peace.
- Melair was the king of the mythic Melairkyn dwarves of Undermountain. They found great veins of mithral here and carved out an entire kingdom—until the ancient duergar (these duergars' probable ancestors) laid waste to the kingdom.
- Relics and treasure of unimaginable worth can surely be found in King Melair's tomb.
- While here earlier, a fifth duergar was bludgeoned to death by an invisible stalker. His skull is caved in and his brain matter is smeared across the floor.

10. ROYAL ARMORY

Dwarf-sized mannequins are awash in an ivory light emitted by glowing quartz pillars. Battleaxes and war picks, strangely without rust, are mounted on the walls... and set into the back of a deep alcove is one of the Mad Mage's infamous gates, engraved with the image of dancing dwarves.

ARCH GATE TO LEVEL 5

This gate leads to Area 9 on Level 5, Wyllowood. The safety of using this gate relies heavily on the party's history on Level 5, for not only does this gate open upon the lair of the green dragon Valdemar (perhaps freed from Tearulai's dominance), Wyllow's realm is stocked with spies. Whether the druid is alive or dead, her awakened beasts are sure to avenge her.

11. KING'S WALK

The following descriptions are written assuming the party goes through Areas 11A-11E sequentially. To dwarven characters, these chambers should hold great value—if not for them, then for their people.

11A. TRAINING YEARS

Frescoes on the wall chronicle the birth of a dwarven lord. Beside his crib are gathered weatherworn parents and unimpressed visitors—but below the earth a divine figure watches with great interest. As the years progress, the dwarf enters into a great struggle: first as a brewer, then as a metalsmith, and last as a stonecarver.

The Dwarvish reads, "The Birth of Melair. Neither Time nor Gods can turn his glory into dust."

11B. PROSPECTING YEARS

The frescoes here continue to chronicle this mighty dwarf's life. In one image he works to build a bridge over raging waters. In another, he and a sun elf share tea and mead together. Others show him prospecting for ore and gems in the hills and hiding from rampaging orcs. The last shows him locked in a deadly battle with a wyvern, his war pick about to pierce the beast's skull.

11C. CORONATION

The frescoes here depict the same dwarf discovering veins of mithral beneath the mountain—and in droves other dwarves flock to these underhalls to crown him king. There in that hall they offered him gifts and praise.

The Dwarvish reads, "With mithral found, Melair called for kith and kin to share this wealth, to come to these halls, to Melairbode. They called him 'King' and he called them 'family.'"

11D. CRADLE AND CROWN

Here the frescoes show the dwarven lord with his lady wife and children—and their children's children, all with the blood of a king.

The Dwarvish reads, "Might they carry the torch with pride, long after Great King Melair has become one with the Mountain."

11E. LIFE IN UNDERMOUNTAIN

Alas, the frescoes now depict what may not be glory but regret. The dwarven lord seems to chase mithral through the depths, obsessed and determined to purge all infestations from Undermountain: drow, duergar, beholders. His end, curiously enough, is not depicted.

15. TEMPLE OF DUMATHOIN

What this place is can only be described as a temple to the gods—to one god, in particular. Quartz pillars shed their queer, ivory light. Duergar lean against these pillars, nursing their wounds while one dwarfess, notably tanner than her brethren, paces about the room. Her Dwarvish cussing floats out like sheet music.

The nave of this temple leads to a dais of golden marble. Behind it stand black basalt doors, flanked by glowing pillars of ivory light. Its lintel bears a bas-relief carving of a mountain with a gem at its heart.

For all its beauty, death is still here. The stench of blood and brain matter stains the very air... and you can make out four corpses on the dais, beaten to bloody pulps.

It's been about two days since the Ironeye Raiders came to this place, and it shows—many are shell-shocked and broken. All are desperate. Well over a dozen of their dear comrades have been murdered by those invisible entities.

Skella, for her part, feels emboldened, for during that doomed foray towards the dais, she quickly read the Dwarvish inscriptions upon the basalt doors. Armed with the knowledge that she needs the hand of a dwarf king, she's sent her agents scouring the Lost Level for King Melair's tomb. She wastes no time enlisting the adventurers in this search, promising peace even after the Heart of the Mountain is opened.

Roleplaying Skella. Other half-duergar may feel the need to prove themselves to their kin, but not Skella. While she's as dour as most, she doesn't hide her obsession for artistry and beauty. Despite the onslaught facing her men, she's done a remarkable job of holding them, and herself, together. Being lawful, she's a woman of her word and keeps up her end of all bargains.

HALASTER'S GAME

Shortly after the adventurers arrive to this area, an **invisible stalker** murders a duergar. Read:

A dwarf's shriek pierces the quiet—but it's soon cut short as its esophagus is ripped out through its mouth by an invisible hand. The duergar takes two steps before falling dead, vomiting up blood and entrails. His brethren swear, cuss, scream, and loudly appeal to the gods for mercy. One dwarf, you notice, even rocks in a fetal position, quietly crying to himself.

Fear. Fear does awful things to a man.

OTHER DWARVES

Only the hand of a dwarven king can open these basalt doors—and thus, you can reveal this secret lineage to a dwarf player character when they touch it. Perhaps they are the last in a long line; if they were a prince or princess, perhaps their mother or father has passed away since they delved into Undermountain and, coronated or not, the title has passed down to them.

16. HEART OF THE MOUNTAIN

The basalt doors open upon a carved chamber veined with glittering mithral. A tapestry depicting a dwarven kingdom under a mountain hangs from the ceiling. This very place is suffused with power, almost tangible to the hand and sharp to the soul, a power best described not as oppressive but glorious.

HALASTER'S GAME

Reaching this sacred place represents the crux of Skella's desperate mission—but there's one last twist, imposed by the Mad Mage. Read the following:

The Mad Mage's voice thunders across the temple, shaking every stone:

"Secrets lost have been found again and here at the heart of Undermountain, you have but one last trial. Attune to the Heart, Ironeye. Attune and ask of your people's future in this realm—my realm."

Skella instinctively knows she can cast *divination* in this room; attunement, however, takes an hour, and during that time, **invisible stalkers** and a **gray slaad** attack the duergar, pitting the dwarves into a desperate last stand until Skella can divine this answer.

The players can lend their strength to the last stand—this is especially preferable if none of the adventurers are dwarves. If they don't and leave the area, then off-camera, Skella succeeds but at the cost of nearly three quarters of her men.

If the adventurers do stick around, then a total of three waves assail these forces over the course of an hour: two **invisible stalkers** at a time with a **gray slaad** at the rear (using *fireball* and *fear* spells). The stalkers fight without concern for their survival, but the slaad retreats whenever it takes half its hit points. It relies on its Regeneration feature to heal. In between waves, an invisible stalker picks off a duergar here or there before vanishing.

The **gray slaad** is the one described in A32 and appears in the form of the Mad Mage. If it was already slain, use either of the two gray slaadi from A36C.

A Vision of the Future. The question Skella asks upon casting *divination* is, "What fate awaits my people?" What Skella sees is up to you, but suggestions include: the party's betrayal, forcing her to attack them; or Halaster slaughtering Clan Ironeye as punishment for not killing the adventurers. If the party has been exceptionally loyal or kind to her and her men, and she made a deal with them, she warns them to go *now* before she changes her mind.

OTHER DWARVES

The Heart of the Mountain is an excellent opportunity for both roleplaying and character development. If another dwarf attunes to the Heart and casts *divination*, you can broaden it to include the past. A dwarf character could finally learn the truth of his brother's death, his father's infidelity, or any other great personal mysteries of their lives. If any of the player characters are dwarves, you'll want to refresh yourself on their history, or encourage the player to expand on it.

17. HEMISPHERE OF HORRORS

The **helmed horrors** here understand Dwarvish but can't speak—but let's just change that, shall we? When they attack, one shouts in a hollow, ringing voice, "You dare seek the secrets of Dumathoin? *Then take them!*" in Dwarvish. Reward the player that recognizes this allusion to *World of Warcraft* with Inspiration.

27. ARCH GATE TO LEVEL 4

The adventurers may be loath to return to the Twisted Caverns if Illuun, the aboleth, yet lives. This gate in particular delivers travelers to the webbed drider lair (Area 10) on L4.

Opening the Gate. Skella holds the elf figurine necessary to open this gate and is loath to part with it—but will use it as leverage in a possible deal.

Aftermath. The Twisted Caverns may be in an even worst state than when the adventurers first arrived. If Illuun emerged victorious, House Auvryndar is sure to fall prey to its influence. Even if the kuo-toa won, they stand little chance against the drow—and House Auvryndar's agents will control the most vital passages. Any deals made between them and the party back then are sure to be null and void by now.

28. FALSE TOMB

The tomb is lit with the light of heaven itself—and filled with the rusted trophies of conquered foes, all glaring in the light emitted by those quiet, quartz pillars. Helms, shields, armor fragments, weapons—all lie before a shattered stone sarcophagus.

HALASTER'S GAME

When the party investigates the room, add:

You've done it. Hunted by unseen entities, you found the tomb of Melair. The ancient king and lord of Undermountain... Now what?

Halaster is strangely quiet when the adventurers arrive. Shouldn't he announce some... culmination of his game? His silence should confound the party.

Helmed Horrors. You can add two **helmed horrors** that knit themselves together from the rusted arms and armor on the floor. They hurl themselves at the adventurers, dwarves or not, and shout in Dwarvish, "You seek the secrets of King Melair? *Then take them!*" This is the only thing they can say.

29. KING MELAIR'S LOST TOMB

Halaster's game is nearly at an end, so long as the party or duergar can brave Melair's tomb and commit themselves to desecrating the corpse of a good king.

29D. GODS AND DEMONS

Four imperious stone dwarves keep an eternal vigil over this chamber. On the far side hangs a great tapestry depicting King Melair, his war pick bloodied and gleaming as he leads his men against a gargantuan purple worm whose mandibles have torn the very stone to shreds.

The **glabrezu** makes telepathic contact with the adventurers as they enter the room. It poses as "Ghorn," one of King Melair's elite bodyguards who volunteered to keep eternal vigil over this place. In the eons since, Ghorn has come to regret his decision and wishes to be free. He pleads with the party. Dwarven characters know that "Ghorn" is a typical shield dwarf name.

True to its nature, the demon is sly and cunning. It can mimic a dwarven accent and has a +7 to any Charisma (Deception) checks it makes. It does not, however, know anything but the basics of dwarven history. It can relate superficial knowledge of the Melairkyn dwarves, but outside that, it knows nothing special that might convince wary characters.

When the demon reaches out, read the following:

A voice slithers into your mind—and for once, it isn't the Mad Mage of Undermountain. No, this voice is... weak. Haggard. Desperate.

"Please," the voice pleads, "Our king is with the gods. There is no need to watch over this tomb any longer. Our spirits languish under the duty we swore to so long ago."

After being freed, the **glabrezu** casts *dispel magic* on the tapestry, granting access to Areas 29E and 29F. While the adventurers desecrate the tomb of Melair, the demon frees its brethren from the statues. The sounds of shattering stone can be easily heard, but the **barlgura** casts *invisibility* on itself.

Tactics. On its very first turn, the **glabrezu** attempts to free its brethren if they aren't free already: using its Multiattack, it casts *confusion* on the party, and makes two pincer attacks against nearby statues. If a single statue takes 10 or more damage, it releases its occupant demon—who should already have its initiative rolled. The demons focus on freeing their remaining their brethren. If you need a visual, imagine the **barlgura** leaping across the room to smash a statue.

29F. TRUE TOMB

This quiet place is painted not in ivory light but sheer darkness. A stone dais supports the dwarven lord's sarcophagus—a perfectly cut slab of white marble, etched with silvered, Dwarvish lettering. No treasure glitters here. No glory is sung on fresco or tapestry. Just as his beginnings were humble, so too it seems was Melair's end. Fitting.

Clasped around Melair's waist is a *belt of dwarvenkind* added by the *Companion*. Taking it incurs the enmity of Dumathoin, the dwarven god of secrets. This character must make a DC 14 Charisma saving throw or be cursed with the following flaw, "I can't keep a secret, no matter how trivial or dire." A spell of *remove curse* or the like rids the character of the flaw. Every day at dawn, there is a 50% chance that the character wearing the belt must repeat the saving throw or be cursed again with the same flaw. Only characters with the blood of Melair himself running through their veins avoids this curse.

31. REST AREA

This chamber lies empty—and for once it feels that that's an invitation, not a trap.

HALASTER'S GAME

Despite what's in *DotMM*, do not let this place be an area of rest. If the adventurers try, an **invisible stalker** picks one of them as its quarry and attacks, interrupting the rest. If wounded, the stalker retreats to attack an hour later—repeat ad nauseum.

33. GHOHLBRORN'S GRAVE

Perhaps it's a printing error in *DotMM*, but the module mentions, "Once all four exits are blocked by the statues, the undead bulette erupts from the floor and attacks all creatures in the room," without ever mentioning that the statues move.

Assume that an enchantment on the room triggers when the first half of the party enters the room, the statues dissolve into mud and then instantly reform to block each exit (with the eastern one appearing right behind Area 33B, the hidden spiked pit. That's when the undead **bulette** attacks.

The statues have an AC of 15, 50 hit points, immunity to poison and psychic damage and resistance to piercing or slashing damage. The adventurers will have to bust them down to get in or out of the chamber.

36C. ARCH GATE TO LEVEL 3

This gate is the most convenient means to complete the *Retrieve Azrok's Dagger* quest, as it deposits them right in the heart of Azrok's Hold (Area 21P).

43. UMBER HULK TUNNELS

Peerless dwarven masonry has once again been smashed into rubble. A roughhewn tunnel leads to darkness, twisting down towards the bowels of the earth.

This tunnel leads down to Level 7, Maddgoth's Castle, wherein the adventurers will find a family of stone giants cursed with amnesia and tormented by one jackass of a faerie dragon.

HALASTER'S GAME

Halaster has sealed off the tunnel leading down to Level 7. Only after opening the Heart of the Mountain are they able to progress. When the adventurers approach, read the following:

Bricks and broken stone clutter this area. You find another roughhewn tunnel of an identical nature to the one that delivered you to this level of Undermountain originally... And as you approach that yawning dark, reality shimmers. A sheer wall materializes before you, accompanied by the Mad Mage's grating voice:

"Indeed, the depths await you—but not yet. My game is not yet won, fools."

47. HALLS OF THE FAITHFUL

As mentioned in *Halaster's Game*, the **invisible stalkers** that were stationed here by the Mad Mage are now hunting down mortals throughout the entire level. They can still attack when the adventurers enter this chamber, however.

SPECIAL EVENTS

You can run these events regardless of the adventurers' current location. It's preferable that *It Follows* precedes *A Single Glimpse* so as to take advantage of desperate characters.

A SINGLE GLIMPSE

Under this special event, the **glabrezu** trapped in Area 29 is endowed with greater omniscience and telepathy—a boon from Halaster. While the adventurers search for the tomb of Melair, the demon psychically reaches out to one character, offering them the location and its secrets in return for "one glimpse through your eyes."

The demon masquerades as a trapped guardian spirit—one of Melair's elite bodyguards who volunteered to watch over their beloved king's tomb for all eternity. Alas, in the millennia since that oath, "Ghorn" has come to regret his choice and dreams of seeing the real world one more time—for his world is nothing but darkness.

If the character declines the offer, the demon backs off, and instead reaches out to another other character.

If the character accepts, they feel a presence invade their mind. Then or later, the demon attempts to possess the character, subjecting them to a DC 17 Charisma saving throw. On a success, the character shunts out the demon. On a failure, they are charmed by it for 1d6 hours and the glabrezu can see through their eyes and cast the *suggestion* spell on the character at will, no matter the range. Pass or fail, the character is unaware of this outside influence.

The glabrezu's immediate goal is to have its statue destroyed in Area 29. It will pursue this goal through its host at all costs but is coy enough to not arouse suspicion in others.

IT FOLLOWS

As described countless times already, **invisible stalkers** have been loosed as part of Halaster's game. They can be thrown at the party at any time or place. This special event can occur multiple times. When in doubt, rely on this event. Aim for it to occur at least twice in the level. Suggestions include:

- A stalker fills the corpse of a duergar, causing it to shamble towards other living creatures.
- A stalker is already waiting when they enter the room and wraps its intangible arms around a character.
- A stalker tries to force glass or rubble down a character's throat, making a Slam attack but with slashing damage.
- A stalker enters the fray mid-combat with other monsters, attacking a single target.
- As the party flees from one stalker, they see it clearly in the dust. Upon entering the next room, a new stalker attacks. Halaster telepathically whispers, "No escape. No hope. No chance," to the party.
- A duergar sprints down the hall, screaming—but crashes to his knees. The closest character can make a DC 12 Dexterity saving throw to snatch his hand before the stalker hauls him off into the darkness to have his neck snapped. Loudly.

RAMPAGE!

Throughout their time in the Lost Level, the adventurers can hear **umber hulks** busting through walls or breaking down stone doors far, far in the distance. Thus, when it grows quiet, they should find cause for alarm. As the party explores, remark time and again about that distant thunder and then, eventually, seed in a few comments on how "it's quiet." Then, at your leisure, an **umber hulk** attacks by bursting through a wall or by charging down a hallway.

EPILOGUE

Once the adventurers finish this level, they should be half-way to 10th level, even if they worked with the duergar instead of killing them.

Cap off your session with one of the narrations below:

THE STANDARD SEND-OFF

No good king rules forever, much to the lament of the Melairkyn dwarves. Their king, their hero, father, leader... He too, despite being larger than life, could only hope to lead one for so long. Could they ever predict their fall? you wonder. Could they have ever foreseen Halaster Blackcloak laying claim to this mountain and turning what was once a beloved nation into a trove of monstrosities?

THE HOST'S SEND-OFF

The Mad Mage whispers to you, his voice slick with sadism:

"Fear does awful things to a man, and the worst venom of all is the fear of the unknown. More's to come. More of my games—but you know that. Half the multiverse knows that. To them, I say 'tune in next week to see *The Castle of Maddgoth*,' but to you, all I say is 'good luck.'"

LEVEL VII: MADDGOTH'S CASTLE

"...I found out guests are overrated. Whatever vagrants huddling here now have my blessing," – The Mad Mage

QUICK NOTES

- Without running *Maddgoth's Dance*, this level isn't worth your time; it's an otherwise lifeless detour and waste of ink. To give it life, draw upon the themes of tragedy and dread, the former related to the stone giants' plight and the latter related to Maddgoth's return—and all that follows.
- Unless contrived otherwise, the castle has little bearing on the adventurers' advancement; it exists only as an optional detour. If you'd like to force your party's hand, Otto the faerie dragon has hidden the tunnel to Level 8 with illusion magic, forcing them to enter the castle.
- The stone giants have nothing to do with the castle and vice versa. The *Companion* slightly links them together: *spell scrolls of mind blank* can be found in the castle, which will free the family from its perpetual amnesia.
- No inhabitants on this level can speak Common, except for Maddgoth.
- Stone giants value artistry and graceful athleticism over violence and treasure, which should be reflected in this family's behavior.
- If you have a wizard in your party, Maddgoth's castle is a necessary detour; wizards *need* to find other spellbooks to copy, and Area 25 is a veritable hoard of spellbooks.
- A character that falls from Maddgoth's castle takes 20d6 bludgeoning damage!



MADDGOTH'S DANCE

Without the infamous serial killer, Level 7 is just a disjointed level of amnesiac giants and one jackass of a faerie dragon. Where's the pop? The excitement? To liven up this level, the *Companion* has written in Maddgoth's ominous return, which occurs half-way through the adventurers' exploration of the castle—instead of long after they've left, as it's written in the "Aftermath" section of *DotMM*.

When Maddgoth arrives (as an NE **archmage**), it's with a human **mage** named Khodnar in tow. Little does Khodnar know that Maddgoth will teach him the lesson of death rather than the secrets of lichdom. The party's presence confounds Maddgoth, who, despite his great intellect and greater power, is incredibly fixated in his methodology. He isn't used to bystanders and is now struggling to go through his usual song-and-dance. To merely fireball the adventurers lacks tact and so Maddgoth resorts to the role of a gracious host—and plans to eliminate each of his guests, preferably in one sweeping stroke.

Maddgoth's first order of business is to reclaim his helm from the magic mirror in Area 25B, rendering him impervious to damage while in the castle. If another character already possesses the helm, the archmage stops at nothing to reclaim it: first trying subtlety, then relying on the nycaloths of Area 44.

Areas denoted with *Maddgoth's Dance* are written as variants you can use at your discretion. Otherwise ignore them.

ROLEPLAYING MADDGOTH

Serial killers fall into one of two categories: disorganized and organized. Maddgoth absolutely belongs to the archetypal charming, cunning organized killer. He plans to such detail it can well be considered a fault; if he has the slightest inkling something is wrong, he abandons his current plot. Maddgoth tempers his ambition and bloodlust with a healthy degree of caution, always falling back and falling back until the game is one swift play from being won.

You'll want to play Maddgoth off as charming, if not a little strange. His gaze lingers just a little too long. His curiosity seems a little too piqued. If there's one feeling the adventurers should get, it's "eerie."

On the Mad Mage. If asked, Maddgoth claims to have great respect for Halaster Blackcloak. This is a lie; not only does he despise Halaster, Maddgoth intends to one day grow powerful enough to kill the Mad Mage. Repeatedly—for Maddgoth knows that Halaster cannot die but will be reborn again and again. To kill the greatest mage of this world over and over again—that is Maddgoth's sweetest dream.

On the Players. Maddgoth is less upset by the adventurers' intrusion and giddier at the prospect of having more victims. He takes sick interest in any arcane spellcasters; he may have even assembled a dossier on one of these characters, having already been made aware of their exploits (see A36).

On Khodnar. Maddgoth claims to be an admirer of Khodnar's work. If he suspects that the party won't attack him over it, he'll reveal that he and Khodnar plan to research the secrets of lichdom together. This is, of course, a lie. Khodnar's soul is due for the Nine Hells by first light.

On Undermountain. "This place is as good as any," Maddgoth will admit, with a shrug. He readily tells anyone who asks that he commandeered this castle years ago (many, many years ago). He considers the Mad Mage's silence consent to his presence, though the two have never crossed paths. Perhaps the party will wonder, "why?"

MADDGOTH'S TACTICS

Wizards aren't into direct combat; the best battle for a wizard is one where he's two miles away with a vial of his target's blood. With intruders already in his castle, Maddgoth must make do without preparation—giving the adventurers a fighting chance. However, facing an archmage is still no trivial matter.

From the get-go, Maddgoth follows these tactics:

- Maddgoth's first priority is to retrieve his helm from Area 25B, which renders him immune to all damage. While Maddgoth is grappled, a creature can attempt to take off the helm—an otherwise mundane task exacerbated by Maddgoth's rage, iron will and ego—via a DC 16 Strength saving throw. If he is incapacitated, it can be taken off, no saving throw required.
- Maddgoth never goes anywhere without backup, namely his **homunculus**. If in need of further minions, he releases the **gray slaad** from A33 or the **nycaloths** from A44. These minions remain invisible and at a distance until Maddgoth orders them to attack.
- Long before entering combat, Maddgoth casts *mage armor* and *mind blank* upon himself.
- If combat erupts, Maddgoth casts *time stop* on his first turn. He casts the following spells, if given enough rounds, in the following order of priority: *mirror image*, *fire shield*, *mage armor*, *stoneskin* and, finally, a *cone of cold* spell.
- Maddgoth is fond of *detect thoughts* spells to glean insight into his foes' plans.
- When faced with a powerful, single target, Maddgoth casts *banishment*. Thanks to his *horned ring*, he can bypass Undermountain's restrictions on magic, defenestrating a foe's dumb ass from this plane of existence.
- Provided he still has his *horned ring*, Maddgoth *teleports* to safety when he's at 40 hit points or fewer. If he is warded with spells of *stoneskin* and *mirror image*, he delays fleeing until he's at 20 hit points or fewer, if his turn is soon.
- With infinite *disguise self* and *invisibility* spells at his disposal, Maddgoth makes for a slippery foe.

ROLEPLAYING KHODNAR

Khodnar, a LN **mage**, is surprisingly friendly. He's in a good mood, since Maddgoth has promised to research the secrets of lichdom with him. He never suspects Maddgoth's true intention until it's too late. Once the **mage** realizes that his host intends to murder the guests, Khodnar sides with the party and does his best to escape with them. He isn't prepared to give up his life for strangers, however, and can be deluded by Maddgoth into believing he'll be safe—that it was only these "trespassers" that are to be "punished."

MIDNIGHT TEARS

A creature that ingests this poison suffers no effect until the stroke of midnight. If the poison has not been neutralized before then, the creature must succeed on a DC 17 Constitution saving throw, taking 9d6 poison damage on a failed save, or half as much damage on a successful one.

THE DANCE

Maddgoth's Dance unfolds across three acts:

I. MASTER'S HOME

Maddgoth returns to his castle to find intruders therein. Ideally, this occurs after the adventurers have discovered the spellbooks in A25, and A31 and A46. A meeting with the homunculus and a romp with Otto is also preferable.

When Maddgoth arrives, with Khodnar in tow, read:

The castle shudders with an unseen force. Soft thunder echoes out from the heart of the courtyard and a pale brilliance lights up the halls for just a moment. Someone's come to the castle. Its master, perhaps?

Maddgoth's return instantly turns on all the interior lights in the castle (if they aren't on already) as if the middle lever of the Console (see A37) was pulled. The homunculus cracks a grin and literally jumps with joy; Otto cowers in fear like a child whose mother is about to discover the mess he made.

The magi arrive in the courtyard (A23), loudly discussing their evening plans. If Maddgoth sees signs of intrusion, he at first casts *mage armor* and *mind blank* on himself, but otherwise doesn't let his surprise show. His ego already at critical mass, he acts with an air of confidence.

Even if the adventurers hide from Maddgoth, the homunculus betrays their presence with telepathy. When he encounters his uninvited guests, he greets them with a smile. If Otto is still alive, it immediately flees from Maddgoth—but the wizard skewers it with a *magic missile* spell straight through its eyeball. "That pest has been squatting here for months. Try as I might, it never did listen to me," he says.

II. THE GRACIOUS HOST

Having met the adventurers, Maddgoth insists they stay for dinner—and he refuses to take no for an answer. Dinner quickly becomes staying the night as the killer's ego gets the better of him. This, Maddgoth is convinced, is his *magnum opus*. By midnight, he'll have slain all his victims. As insurance, he poisons tonight's wine with Midnight Tears poison (see above). He has five doses of antidote and is unconcerned if he also ingests the poison.

Before the Meal. Maddgoth gives the party an hour to freshen up—but this is just to cover his antics. First, he frees the **gray slaad** from A33 and retrieves the poison from A45. Thereafter, he can be found in the kitchen, A27B, guiding his **living unseen servants** as they prepare tonight's meal. If uninterrupted, he poisons the wine through an intricate conjuration spell (see A27 for details) which costs him a 2nd-level spell slot. It's advised you have at least one adventurer run into him in the kitchen to foreshadow this.

Dinner is Served. Maddgoth sends his homunculus to gather his guests and bring them to A27A. If he couldn't poison their wine earlier, Maddgoth may cast *time stop* to do so now with the same spell he would've used earlier. During dinner, he plays with his food, and asks the adventurers probing questions or suggests feats of daring and high-stakes wagers.

After-Dinner Entertainment. Assuming his guests consume the poison, Maddgoth suggests watching an "operatic illusion." It's the highlights reel of his scarlet career. See Area 46.

III. ETERNAL SLEEP

Maddgoth insists the guests stay the night and has his living unseen servants prepare the guest rooms (A29-32). If the party refuses to stay, he pretends to not be bothered. He soon excuses himself to A37 and locks down the castle (see A37, "Button 4" for details).

If the adventurers agree to stay, Maddgoth bides his time until 10 minutes before midnight when he launches his attack. The serial killer would much rather murder any spellcasters in a duel and leave the mundane guests to die to poison. He'll even go as far as waking any sleeping spellcasters. He stations his minions (the **gray slaad** and two **nycaloths**) outside other rooms while his **homunculus** roams the hall, lending its strength wherever necessary. See A29-32 for details.

If this ploy goes poorly, Maddgoth has but one contingency plan: a living unseen servant in A37 that presses the button to teleport all inhabitants to the castle's rooftop, A47. It's here that Maddgoth makes his last stand before dying or fleeing.

THE STONE GIANTS

This level's factions suffer from a disconnect. What occurs in Maddgoth's Castle has nothing to do with the stone giants and vice versa. Assuming the adventurers don't murder the giants on sight, their only contribution to the campaign is to once again demonstrate how screwed up Halaster is. Without any tie-in to the castle, their only value to the players are as passerby—and *that* assumes that the adventurers actually speak Giant.

The Language Barrier. It truly is astounding that none of this level's inhabitants speak Common. If you want to hand-wave this language barrier, then Halaster has enchanted these caverns with a *comprehend languages* spell, allowing all creatures to understand each other. This magic does not extend to Maddgoth's castle, however.

MEET THE FAMILY

The stone giants number six in all, but the *Companion* adds a seventh (see below) to better liven up the narrative. They are:

- Graviglok, the suspicious patriarch. His first instinct is to treat small folk as vermin and intruders. See A6A.
- Speleosa, the unforgiving matriarch that tolerates no intruders and offers only violence as a solution. See A13B.
- Rhodos, a curious and friendly giant. See A13A.
- Qurrok, a boisterous and devoted athlete that trains in A15 when he isn't searching A16 for baubles.
- Obsidia, who, like her brother Rhodos, is friendly to outsiders. See A13A.
- Xorta, a timid youngling that longs to explore Undermountain, but has been forbidden to by her parents. Music is her only solace in these depths. See A10.

THE SHADOW OF GHNORSH

The *Companion* adds a third son to the family: Ghnorsh, who died to an adventuring party about a month ago. His family can't remember his existence, but their hearts cry out in inexplicable pain. With their memories being wiped every eight hours, the giants are trapped in cyclical grief, unable to ever achieve acceptance—to escape the shadow of Ghnorsh.

Ghnorsh's rotting corpse can be found in a caved-in cavern between Areas 9 and 13. Beside him are the crushed corpses of two adventurers. The cave-in has made it impossible for the giants to enter and they've forgotten why they had to clear such rubble. If proof of Ghnorsh's demise is shown to Speleosa, she breaks free of Halaster's amnesia, only to despairingly confront the death of her son and the cruel fate forced upon her family.

Despite Halaster's magic, fragmented memories of Ghnorsh still haunt the family. This shadow persists through every memory wipe, and influences the giants in the following ways:

- Graviglok searches each day for a handheld mosaic carved by Ghnorsh when he was young. Instead of chiseling the ceiling in A6, Graviglok is overturning every stone in search of the mosaic.
- Speleosa is haunted by images of Ghnorsh or memories of all five of her children—one more than the four here.
- Ghnorsh's signature, chiseled into A13A's ceiling, haunts Rhodos, who cannot make sense of it. Who's Ghnorsh? he wonders. Its very presence is nauseating. He's convinced that to erase or deface it would invite doom upon his family.
- Qurrok doesn't remember Ghnorsh, but his shadow allows him to retain a memory of "the pale man" (Maddgoth) and "the teeny castle above." He believes this pale man is the key to curing his family's amnesia. Additionally, Qurrok's bears still remember Ghnorsh, as they were *his* pets originally.
- Obsidia wakes every day from a dream of her childhood, which was spent with a younger brother that doesn't exist. She never remembers the dream, but it guides her chisel. A13 is decorated with dozens of carvings of this strange giant, often standing on mountain peaks or deep below the earth.
- Someone taught Xorta how to play her first chords, and it was Ghnorsh. Though she doesn't understand why, Xorta weeps whenever she plays her flute.

BREAKING THE AMNESIA

After discovering the giants' amnesia, a character that succeeds on a DC 16 Intelligence (Arcana) check can ascertain a magical solution: a spell of *mind blank*. This spell, however, belongs to the mythic "eighth circle of magic," accessible only to powerful spellcasters. Perhaps the strange castle holds another solution?

Spell scrolls of mind blank have been added to this level so that the adventurers might be able to cure the giants of their amnesia. Otto has stowed these scrolls in A43. Although they aren't 15th-level, a bard or wizard can still cast the spell if they succeed on a DC 18 check using their spellcasting ability.

Even if the adventurers succeed against these stark odds, their efforts are for naught; Halaster Blackcloak arrives an hour later to curse the giants again. They come across him on foot and he makes his intentions known. If they plead or give him a beat down, he acquiesces, allowing the giants to remain at peace.

AREAS OF NOTE

The following areas are of note:

1. UMBER SHELLS

The air grows thick here, so far below the earth. There's a sour taste to it. The cave floor is littered with molted carapaces, some larger than a suit of plate armor.

In the distance, you hear the dull crash of thunder, echoing throughout the caverns... And even more dimly is the sound of upbeat, jubilant music.

The "thunder" is the distant comings-and-goings of the stone giants. Foreshadowing!

MADDGOTH'S DANCE

When the party arrives, Halaster Blackcloak sends a cryptic, telepathic message. He's divined several possible futures; many feature Maddgoth's attempt to poison them with Midnight Tears, a poison that claims its victims at the stroke of midnight.

Read the following:

That loathsome voice squirms its way into your mind, the voice of the Mad Mage:

"Do you hear it? The distant thunder? The footfalls? And that music... Slow, insidious. Venom wrapped in velvet. Go to it, my contestants. Go, and quickly, for night falls even here below the earth and when midnight tolls... it tolls for thee."

The music Halaster refers to is the *wand of conducting* in Area 8 (which, per this supplement, is playing on its own). It's an intentional red herring that Halaster throws at the party.

3. STONE THRONE

From a large jutting of jagged rock, a throne has been carved. Blue quartz crystals glitter from its sides. It's utterly massive. Just the idea of sitting upon that throne brings back old memories of you trying on your father's clothes as a young child.

Upon the throne lies a tablet bearing a mosaic of a mountain split in twain beneath a blue sky.

The mosaic lying on the throne was carved by Ghnorsh (see *The Shadow of Ghnorsh*) long ago for Greatfather's Day, a giant holiday honoring one's father. It's a size of Small, weighs 50 lbs. and is worth 250 gp. A giant can hold it in its palm. Graviglok is grateful to any creature that brings him the mosaic or points out its location to him.

Otto's Game. Whenever he gets the chance, the **faerie dragon** often hides the mosaic under illusion magic to screw with Graviglok.

4. SILT PIT

You know, we just don't get enough environmental hazards in our dungeon delving these days. See the sidebar for quicksand.

QUICKSAND

When a creature enters the area, it sinks 1d4+1 feet into the quicksand and becomes restrained. At the start of each of the creature's turns, it sinks another 1d4 feet. As long as the creature isn't completely submerged in quicksand, it can escape by using its action and succeeding on a Strength check. The DC is 10 plus the number of feet the creature has sunk into the quicksand. A creature that is completely submerged in quicksand can't breathe (see the suffocation rules in the *Player's Handbook*).

A creature can pull another creature within its reach out of a quicksand pit by using its action and succeeding on a Strength check. The DC is 5 plus the number of feet the target creature has sunk into the quicksand.

6. CRAFT HALL

Unfinished carvings, all abstract and all hauntingly beautiful, litter the cavern walls. The rap-rap-rap of a chisel echoes from deeper in the dark.

If you're using *The Shadow of Ghnorsh* variant described above, replace the chiseling with the heavy footfalls of Graviglok and the occasional clattering of stone. The giant is searching every nook and cranny for Ghnorsh's mosaic (see Area 3). He leaves, *literally*, no stone unturned.

Roleplaying Graviglok. The giant's revulsion to small folk is blunted by his desperate search for "the mosaic." He's grateful to any creature that helps him find it, even vouching for them to the rest of the family, and thus allowing them safe transit through this realm... for now. In less than eight hours, he'll forget both the mosaic's location and his gratitude, making for a nasty surprise if the party takes a long rest here.

7. SILT PIT

See the *Quicksand* sidebar. If a giant is nearby, they might rescue a sinking character out of pity, much like how a human might save a dog from traffic.

8. STRANGE ROCK FORMATION

The *wand of conducting's* cool. It's just cool. Have it already playing orchestral music—*In the Hall of the Mountain King*—when the adventurers arrive to Level 7. Until it's removed from the petrified basilisk, it continues on a loop. Your song of choice could be the theme song, if any, for *Dungeon of the Mad Mage*, Halaster's extraplanar program apparently broadcasted across the multiverse for millions to enjoy. Choose whatever fits your campaign.

Once removed, the music halts but the same song can be replicated. Halaster can also remotely activate it whenever he wishes, often using it to play music at the most inopportune of moments, namely if the party is attempting to hide from a foe.

10. XORTA'S FLUTE

Halting music haunts the caverns, sometimes talented, but more often produced by an obvious novice.

As you approach, you see bats the size of dogs squirm up above. Guano occasionally falls like disparate rain. Lairing here is a giantess wielding a massive flute carved from stone.

A character with a passive Perception of 14 or higher can hear sobbing just under the din of the music.

Roleplaying Xorta. When the small folk arrive, Xorta wipes the tears from her eyes and treats them as a welcome distraction from her weeping. On any given day, she would be delighted to meet outsiders, for her heart yearns to explore Undermountain. While she would vouch for the party if her siblings confronted them, she's too timid to stand alone against her parents.

The Shadow of Ghnorsh. While Xorta believes she wishes to explore Undermountain, truly her heart wishes to leave *this* place, to escape the shadow of Ghnorsh's death. Ghnorsh taught Xorta how to play music (though those lessons fell short with his untimely death). Her mind cannot remember Ghnorsh, but her heart does, and playing the flute only gets her weeping.

11. DISPOSAL CAVE

The air is rank with filth and rot and death.

11A. FACES OF HALASTER

The likeness of the Mad Mage is carved across the cavern walls. To count would be a waste of your time: they're *innumerable*. Is this just another manifestation of Halaster's ego, the blind devotion of a sycophant, or something... Something new?

You're reminded of the old tales. Of primitive men that would put a face to their gods.

11B. SILT PIT

See the *Quicksand* sidebar. If a character falls in, Xorta is likely to investigate their screams and pluck them out.

13. GIANTS' LIVING QUARTERS

Here the adventurers meet the family's matriarch.

13A. OBSIDIA AND RHODOS

You come across a most curious sight: two giants together, one standing on the other's shoulder. The giantess wields a chisel and is carving an abstract design into the ceiling. As you look about, you find dozens just like it, all across the cave.

When the giants notice their visitors, they loudly ponder their existence together. Assuming the adventurers can understand Giant, read the following:

The giantess regards you with a puzzled look. "What by Stonebones' beard are these... tiny things?"

The male giant, still bearing the other on his shoulders, says, "Why I've read about these creatures—"

"You don't read," the giantess interrupts.

"I read sometimes."

"With what? We've no books."

"I've... I've my means."

"You mean you've got means to lie. Look at that fat tongue o' yours, bloated and all." The giantess squints at you again. "You there! Small folk! Doesn't my brother—Rhodos, stick out your tongue—doesn't my brother have a liar's tongue? Is it not bloated and silvery and all?"

If the adventurers don't understand or reply in Giant, the giants consider them to be of the same intelligence a human would assign to a dog. They then act accordingly, treating the adventurers as innocent animals to protect—until ordered by their parents to dispose of the "little mongrels."

Roleplaying Obsidia. The shadow of Ghnorsh darkens Obsidia's dreams. Her mornings are spent absentmindedly carving images of this mysterious giant amongst her other designs in the area. They're often unfinished and overlooked by Rhodos. If confronted over it, she mumbles confusedly as the dreams come back to her. Tears then follow as she almost comprehends who and what the giant is.

Roleplaying Rhodos. Each day, Rhodos looks over his previous work and finds "Ghnorsh" carved into the wall by his own hand. The name confuses him but seems familiar. He swishes it around his mouth like a piece of hard candy, often muttering it aloud as if it will one day become clear.

13B. GIANTS' HOME

This cavern is furnished with the furs of slain beasts. Shallow pools of water are fed by the disparate rain filtered through the limestone above. A giantess sits cross-legged at the center of the cavern, polishing gemstones with a patch of bat fur.

This is where violence should be most expected. Speleosa will tolerate no intruders in her home. Any giant but Xorta is willing to defy her orders, however, possibly protecting the adventurers from harm—especially if the giants view them as pets.

Roleplaying Speleosa. Somber and distant since the death of her son Ghnorsh, Speleosa has found herself in an inexplicable depression. Memories float out from the darkness, memories of better days she can't quite wholly grasp. Always is there a feeling of longing. When a particularly sharp memory thrusts itself into the foreground, she sometimes mumbles to herself things like "Put down the boulder!" and "No, no, mother's here." Sometimes Speleosa even hums lullabies. Whenever their memories reset, the other giants find themselves avoiding Speleosa, fearing that she may have gone mad.

Otto's Game. Once the faerie dragon arrives to create mischief, read the following:

A soft gust of wind flows throughout the cavern bringing with it the scent of freshly cut grass and lilacs—and on it rides a mischievous giggle. A few short words in a barbed language are then uttered, and where there was once stone, a forest now flourishes.

The "barbed language" is Draconic, Otto's chosen language for verbal components of spells. The giants panic under the sudden change. Speleosa blames the adventurers and demands blood, whereas Obsidia or Rhodos may warn the characters to flee.

13. TREASURE ALCOVE

The *elemental gem of air* found here summons an **air elemental**. See Appendix B for its statistics.

14. CAVE BEAR DEN

The air is foul with the sharp odor of scat and rotting flesh. In the distance something heavy and pawed makes its way across the cavern floor.

If *Speak with animals* is cast, the bears here explain that a seventh giant, Ghnorsh, was slain some time ago (without a moon to guide them, the bears have no frame of reference for the passing of time). The "small men" came with iron and fire and cut him down, they say. They've since gravitated to Qurrok as their new master.

16. CENTRAL CAVERN

The cavern spans far into the dark, far beyond what even the sharpest eye can see, or the brightest torch can reveal. Ledges hug the walls, giving way to a bowl-shaped canyon. Heavy steps fall like thunder in the distance.

When the party arrives, Qurrok is doing sprints and push-ups.

Roleplaying Qurrok. A memory of Maddgoth haunts Qurrok. As the giant searches the cavern floor for valuables, he finds himself sometimes muttering about the "pale man" (such as "Come out, come out pale man" and the like). His muttering echoes across the cavern. When he meets the party, he asks if they've met the pale man, and, if they say yes, Qurrok asks if he's brought back "the cure to this madness."

Like every foray here, Qurrok has tried to scale the mithral spindle at the center of the cavern and been repulsed. Hoping the party knows anything about it, he quickly brings it up. He then spits in the spindle's general direction, condemning it.

REACHING THE CASTLE

As written, the front door to the castle (Area 17) is 80 feet off the ground. There's no ledge or step outside the door; it opens upon the empty air. Given the mithral spindle's repulsion field, flight is ostensibly necessary to reach the castle. Conventional methods like scaling, erecting a ladder, or throwing down a rope doesn't work—though it would be comedic to watch the adventurers try. Other methods may include:

- Teleportation spells, such as *dimension door*. A creature only shrinks when it *enters* or is inside the spindle's field of magic, so the distance of a teleportation spell remains unaffected.
- Having Qurrok hurl them upwards. Though the character will shrink as they enter the field of magic, their momentum will remain relative, allowing them to reach the door, where they can make a DC 14 Dexterity saving throw to catch the door's handle. On a failure, they hurtle back down to the cavern floor. Qurrok can make a DC 10 Dexterity saving throw to catch them.
- Appealing loudly and debasingly to Halaster, who, of course, is always listening. His *arcane eye* can even be seen floating around the cavern. If they use the magic word—"please"—Halaster spirits them to A17.

17. MAIN ENTRANCE

The entrance to this castle hangs on empty air. No stoop or ledge is there for a visitor to step foot upon. Nay, the fool that rushes out through this door will surely fall to his doom. What, you can't help but wonder, happens to the fool that rushes *in*?

After a character opens the door, which is unlocked, an *alarm* spell is triggered; it's audible and sounds like a rung handbell. It lasts for 10 seconds and alerts both Otto and the homunculus that visitors are here.

Read the following once the spell is triggered:

You turn the knob, finding it unlocked. It opens upon a darkened hall made of—an alarm rings! A shrill bell rings throughout the halls—an alarm set off by your intrusion! Yet as it fades, and you crane your ear, you hear nothing. No movement, no guards. Nothing and no one at all...

Once the adventurers enter the castle, Halaster Blackcloak speaks telepathically to them, shedding some light on the history of this castle:

The voice of the Mad Mage worms its way into your mind, paying no heed to whatever barriers you've tried to erect against his various intrusions since the last one.

"A while back, I crafted this castle for guests. Spared no expense, either. Stained glass, adamantine hinges—the works. Then... Then I found out guests are overrated. Whatever vagrants huddling here now have my blessing."

23. COURTYARD

The courtyard yawns to the distant cavern ceiling above, furnished with gardens of glittering crystal. Commanding the center is a statue of a wizard wearing a helm with blade-like fins. His spellbook lies open, the arcane sigils engraved into stone. The plaque reads: MADDGOTH.

25. MADDGOTH'S STUDY

Maddgoth's study represents, perhaps, the greatest source of wealth for a wizard. If that wizard can harvest the tomes here, expect a trip to Skullport or the surface to purchase enough materials to copy over the spells found in these spellbooks.

This location is also important to find before Maddgoth's return, for it evokes a sense of dread that will be capitalized on in *Maddgoth's Dance*.

25A. HOMUNCULUS LAIR

It's as if a disgruntled cat was let loose upon this library. The floor is ankle-deep with rubbish, smashed furniture, and shreds of paper. Said cat—a hulking, winged, hairless creature—stands there amongst the wreckage, giving you an impatient glare.

Roleplaying the Homunculus. Roleplaying a character that can't speak can be challenging for your table, especially if you don't play in person. You'll need to rely on hand gestures, crude drawings, body language, and narration ("the homunculus gives you a pensive stare") and the like. The homunculus is a ticking time bomb full of pent-up rage; rage that seeps into every interaction it has, every gesture, every glare.

25B. MADDGOTH'S STUDY

The walls are decorated in hard-won trophies: wands, staves, rods carved in arcane runes and orbs that undoubtedly once held tremendous power. A lacquered desk sits nearby, and on closer inspection, you can see that it's made entirely of books engraved with sigils and other symbols of arcane study: spellbooks.

This... This monument, for it can be called nothing else, radiates an air of malice. Of ego. Pride, and obsession. The trophies are beyond number and the magi that once owned them unknowable. Unknowable, except for by the scorch marks and acid burns and blood stains.

Twelve spellbooks can be salvaged from the desk and chair. Their contents have been randomly determined for your convenience. Many have a theme, such as conjuration or necromancy, while others have little rhyme or reason to its spells, suggesting that the wizard was either scatterbrained or encountered many spells it could copy. Several spells are found not in the *Player's Handbook* but *Xanathar's Guide to Everything*; these spells have been marked with "XGE".

These spellbooks are:

- *A Guide to Amateur Illusions*, written by a retired adventurer who mass-copied it, selling it to gullible apprentices.
- A conjurer's tome, owned by an up-and-coming wizard fond of traversing the planes. His ego and extraplanar travels got him on Halaster's bad side; petty, the Mad Mage put him on Maddgoth's radar.
- *The Diplomat's Best Friend*, written by a half-elf by the name of Theodren, who belonged to Silverymoon's diplomatic corps. Fancying himself a rising star, he etched that title into his spellbook. Poor bastard had great ambition.
- Flintrinser's, a deep gnome, tome. Tragically, he was never an intended target of Maddgoth's. They crossed paths in Skullport; the serial killer shrugged and decided not to look a gift horse in the mouth.
- *How to Charm Folks & Influence Foes*, an incomplete guide started by Felix Brittle. The first half of the spellbook actually includes tips on influencing others without magic, using body language and other "tricks."
- Jalen's "spare spellbook," as the title page reads. This worn tome has traveled the world, passed from individual to individual. At one point, it was used to block a crossbow bolt, leaving a gaping hole through the first third of the book. By incredible serendipity, it eventually made its way back to Jalen (who wrote as much in the margins) just in time for Maddgoth to pay him a visit.
- The memoir of an apparent diviner, owned by a court wizard that caught Maddgoth's attention. The serial killer wrote into his tome, "He never saw me coming, the poor bastard."
- A standard-issued mage college notebook, whose first page reads, "If found, please teleport to..." Careful analysis of the following sigils and a successful DC 18 Intelligence (Arcana) check identifies the address as a Waterdhavian college.
- A collection of scorched novices' notes, which belonged to Maddgoth's earliest victim: an elven maiden named Salandre. Maddgoth lectured at her university long, long ago and, after months of careful planning and rehearsal, he finally made his inaugural kill.
- *Pages of Anguish*, the title of which was chosen by an edgy tiefling named Anguish. He truly earned that name in the end, after hours with Maddgoth. The pages are water-stained, suggesting Maddgoth froze him in ice.
- A tome fashioned from flesh, authored by a necromancer by the name of Andal the Sideswept. It details his ambitions for lichdom and the names of his victims (many of whom were raised into undeath).
- A vistana's spell tome, one of the travelers that frequent the mythic, misty land of Barovia (of the Ravenloft setting). The tome is nicked, and its cover is slashed, rendering the first third of the tome illegible; the vistana fell prey to Maddgoth's *cloud of daggers* spell.

A GUIDE TO AMATEUR ILLUSIONS

Level	Spells
1st	<i>detect magic, disguise self, illusory script, magic missile</i>

CONJURER'S TOME

Level	Spells
1st	<i>find familiar, fog cloud, mage armor, shield</i>
2nd	<i>cloud of daggers, dust devil^{XGE}, misty step, web</i>
3rd	<i>gaseous form, glyph of warding, summon lesser demons^{XGE}, tidal wave</i>
4th	<i>banishment, conjure minor elementals, dimension door, Leomund's secret chest</i>
5th	<i>dominate person, infernal calling^{XGE}, planar binding, teleportation circle</i>
6th	<i>arcane gate, Drawmij's instant summons, scatter^{XGE}, wall of ice</i>

THE DIPLOMAT'S BEST FRIEND

Level	Spells
1st	<i>comprehend languages, disguise self, grease, shield</i>
2nd	<i>gentle repose, invisibility, misty step, Nystul's magic aura</i>

FLINTRINSER'S TOME

Level	Spells
1st	<i>catapult^{XGE}, color spray, feather fall, ice knife^{XGE}</i>
2nd	<i>gust of wind, knock, see invisibility, shatter</i>

"HOW TO CHARM FOLKS AND INFLUENCE FOES"

Level	Spells
1st	<i>charm person, expeditious retreat, thunderwave, unseen servant</i>
2nd	<i>crown of madness, hold person, magic mouth, mirror image</i>
3rd	<i>clairvoyance, counterspell, dispel magic, slow</i>
4th	<i>charm monster, confusion, fire shield, phantasmal killer</i>
5th	<i>geas, hold monster, mislead, scrying</i>
6th	<i>flesh to stone, mass suggestion, move earth, programmed illusion</i>

JALEN'S SPARE SPELLBOOK

Level	Spells
1st	<i>identify, sleep, shield, thunderwave</i>
2nd	<i>alter self, darkvision, detect thoughts, knock</i>
3rd	<i>flame arrows^{XGE}, major image, nondetection, sending</i>
4th	<i>confusion, control water, ice storm, polymorph</i>

"IF FOUND PLEASE TELEPORT TO..."

Level	Spells
1st	<i>burning hands, mage armor, snare^{XGE}, Tenser's floating disk</i>
2nd	<i>enlarge/reduce, flaming sphere, hold person, levitate</i>

MEMOIR OF THE APPARENT DIVINER

Level	Spells
1st	<i>detect magic, identify, magic missile, sleep</i>
2nd	<i>blur, detect thoughts, locate object, mind spike^{XGE}</i>
3rd	<i>clairvoyance, dispel magic, fly, tongues</i>
4th	<i>arcane eye, locate creature, polymorph, wall of fire</i>

NOVICES NOTES

Level	Spells
1st	<i>mage armor, sleep, silent image, ray of sickness</i>

PAGES OF ANGUISH

Level	Spells
1st	<i>color spray, false life, find familiar, fog cloud</i>
2nd	<i>misty step, rope trick, ray of enfeeblement, skywrite^{XGE}</i>
3rd	<i>gaseous form, remove curse, sending, tongues</i>
4th	<i>Evard's black tentacles, fabricate, Mordenkainen's faithful hound, polymorph</i>
5th	<i>control winds, dream, geas, hold monster</i>

TOME OF FLESH

Level	Spells
1st	<i>false life, protection from evil and good, ray of sickness, witch bolt</i>
2nd	<i>arcane lock, blindness/deafness, hold person, magic mouth</i>
3rd	<i>animate dead, fear, feign death, hypnotic pattern</i>
4th	<i>arcane eye, blight, locate creature, stone shape</i>
5th	<i>cloudkill, danse macabre^{XGE}, modify memory, scrying</i>
6th	<i>create undead, circle of death, eyebite, guards and wards</i>

VISTANA'S SPELL TOME

Level	Spells
1st	<i>disguise self, jump, mage armor, protection from evil and good</i>
2nd	<i>darkness, gust of wind, invisibility, see invisibility</i>
3rd	<i>bestow curse, dispel magic, protection from energy, remove curse</i>
4th	<i>charm monster, control water, hallucinatory terrain, stoneskin</i>

27. DINING ROOM AND KITCHEN

This area represents Act II of *Maddgoth's Dance*.

MADDGOTH'S DANCE: BEFORE THE MEAL

After retrieving the poison from A45, Maddgoth comes to the kitchen, where his living unseen servants prepare dinner: roast pork with lemon gremolata, paired with a wine brewed from cave fisher blood (which is highly alcoholic and used in several dwarven spirits; a DC 14 Intelligence (History) check reveals as much; dwarves know this automatically).

In A27B, Maddgoth poisons the wine in an unconventional method. Rather than uncorking the wine and mixing the poison in, he instead teleports the poison inside (this spell costs him a 2nd-level spell slot). Thereafter, the bottle reeks of conjuration magic, if scrutinized under a *detect magic* spell. During dinner, Maddgoth makes a big show of uncorking the wine in front of his guests.

If an adventurer visits the kitchen while Maddgoth's there, he holds back from poisoning the wine. A character that succeeds on an Insight check contested by his Deception check senses that the wizard is frustrated.

MADDGOTH'S DANCE: DINNER IS SERVED

With his guests gathered for dinner, Maddgoth begins to play with his food. Despite his calm demeanor, he is reveling inside. Never before has he had such a delicious challenge laid out for him—and with a priggish air, he's stepping up to the plate. He wants to wine and dine his guests and see what makes them tick. During dinner, he asks probing questions or suggests feats of daring and high-stakes wagers.

With **living unseen servants** acting as waiters, Maddgoth stations his **homunculus** in the room as a precaution. If the **gray slaad** from Area 33 is still alive, it's here either invisible or in the form of Zartem, the old man. If Maddgoth does not have his magical helm (see A25B), he also stations the two **nycaloths** from Area 44 in the kitchen. The fiends remain invisible until a conflict breaks out, but the adventurers might detect their presence before that.

A Toast! As described above, Maddgoth has attempted to poison the wine by teleporting the Midnight Tears poison *into* it. He makes a big show of uncorking the wine so as to quash any suspicion. After all glasses are filled, he proposes a toast ("To the serendipity of our crossing! Might this night bloom into eternal friendship forevermore!"). Any creature that drinks their wine ingests the poison. The poison is tasteless; creatures that ingest it notice no immediate effects. See the *Midnight Tears* sidebar for its effects. Maddgoth relies on an antidote to avoid dying later tonight.

Plan B. If Maddgoth couldn't poison the wine earlier, he may, as a last-ditch effort, leave the room, cast *time stop*, then rush inside to drip Midnight Tears into characters' food or drink. Whether the party is poisoned or not, he proceeds with his later plans (as described in Act III of *Maddgoth's Dance*).

29-32. GUEST ROOMS

Each room's bed can comfortably fit two guests.

Ship in a Bottle. Found in Area 30, this knick-knack was once a fully manned longship. Halaster, determined to furnish the castle, answered the prayers of the crew when they were lost at sea. He offered to "bottle" them up and bring them "home." They never could've guessed what the Mad Mage actually meant. A *legend lore* spell cast on the bottle reveals this. A DC 20 Wisdom (Perception) check is necessary for a character to realize that there are tiny bones littering the ship; the crew starved to death.

Charred Victim. If a spell of *speak with dead* is cast upon the charred skeleton found in Area 31, he reveals himself to be a mage and poet by the name of Robert Hellfrost. He too was invited to dine here with Maddgoth, who promised to take him on as an apprentice, mighty as Robert already was. He awoke to Maddgoth splashing oil on him and his bed, and then setting it aflame with a *burning hands* spell.

Brass Hookah. The brass hookah found in A32 is treasured by Maddgoth; he likes to smoke with a guest the night before he murders them. He often then sleeps in the bed they were going to take, bringing the hookah there. Sufficient pipeweed can be found in a case next to the hookah. A DC 14 Intelligence (Investigation) check reveals that the spots on the brass are scorch marks.

MADDGOTH'S DANCE

If the adventurers stay the night, they find themselves split across the four guest rooms (Area 31's corpse has been removed by then and the room cleaned). Fearing that his first victim will be a screamer or alert their fellows by magic, Maddgoth stations his minions outside the other rooms (the **gray slaad** and the two **nycaloths**). His **homunculus** roams around the hall, ready to lend its strength where necessary. It can communicate with Maddgoth via its Telepathic Bond feature. Once all forces are ready, he attacks. Maddgoth has the antidote on his person.

33. SLAAD IN THE OCTOBASS

A massive octobass dominates this chamber—and in it squirms something. A small hole has been made in the instrument, and from it peers the face of an old man.

"You there! Help me, for the love of all gods, help me!" the old man shouts, "Free me, before Maddgoth wakes!"

MADDGOTH'S DANCE

You have a few options on how to run this encounter. It would be more beneficial to *Maddgoth's Dance* if "Zartem" didn't attack the adventurers, thus preserving his life until the slaad is needed as extra muscle for the archmage. Alternatively, it attacks the adventurers and flees when wounded, relying on its Regeneration trait to heal its wounds. The slaad hits-and-runs until Maddgoth arrives.

Civility. If "Zartem" holds back, it instead tries to score sympathy with the adventurers. It's forbidden to leave the castle by Maddgoth (who has its control gem). It'll make a show of reaching the main entrance of the castle and casting *fly* on itself and leaving the party's field of view before going to the roof.

Another Guest. If "Zartem" doesn't leave the castle, Maddgoth returns in time to invite the adventurers to stay for dinner. Zartem then becomes yet another guest but is ready to aid Maddgoth in a moment's notice. When the slaad makes its first attack, it sheds its disguise, revealing its true appearance and nature. The adventurers will learn again why they ought not trust anyone.

Adjust *Maddgoth's Dance* accordingly to account for this additional guest. However, as the creature lacks immunity or even resistance to poison damage, it's loathe to drink the poisoned wine (see Area 27). Unfortunately, it must obey Maddgoth's command and roll the dice later. Characters can notice that "Zartem" is troubled or upset with a successful DC 14 Wisdom (Insight) check after the wine is poured and during Maddgoth's toast.

34. MADDGOTH'S SUITE

From behind this door, emblazoned with a stained glass "M," floats heavy snoring. Perhaps the lord of this castle?

34A. MASTER BEDROOM

No dust can be found in this room. Not on the massive dragonchess set nearby. Not on any of the six portraits of a portly, smiling wizard. Not on the four-poster bed—the one in which a hefty figure lies snoring.

Statistics for the **flying swords** have been prepared (see "**flying wands of magic missile**" in Appendix B). If they're activated, read the following:

The portraits suddenly change: smiles turn to scowls as the wands clutched by that wizard spring into existence, floating through the bedchamber. With a flick of its wrist, each portrait causes the wands to unleash a barrage of magic missiles!

36. RECORDS

If you have any arcane spellcasters in your party, or your players have retired any from previous campaigns, you can take the time to flatter them by having a detailed dossier, written by Maddgoth, marking that spellcaster as a "promising" target.

37. CONSOLE

This otherwise unremarkable chamber sports a strange console. Three brass levers protrude from its side, the outer two in the up-position, and the middle lies down. Five brass buttons set into the dash just beg to be pushed.

MADDGOTH'S DANCE

The console can be utilized in various ways:

- If the adventurers accept Maddgoth's dinner proposal, he turns on the interior lights and plays orchestral music.
- If the adventurers attempt to escape the castle or decline his offer to stay for dinner (or the night), Maddgoth locks the castle down, floods it with fog, and, if necessary, teleports all creatures to A47.
- Once Maddgoth turns on the lights, Qurrok notices the castle and gathers his family. Repulsed by the mithral spindle, he resorts to a traditional stone giant solution: hurling rocks. He assails the castle with boulders, which shrink but keep their relative momentum. The castle is impervious to damage but those on its rooftop are not. See A47 for details.

43. OTTO'S DEN

BREAKING THE AMNESIA

As described in *The Stone Giants*, *spells scrolls of mind blank* have been added to this area. Five scrolls are here—meaning that one giant must be chosen to live forever more with amnesia.

44. WIZARD'S ARMORY

A window to this chamber has been made: one of the door's glass panes have been punched through, allowing you a peek inside. Two bats flutter about in the gloom. A framed scroll sits behind a pane of glass, the plaque of which reads "Break glass in case of emergency."

If released, these fiends can turn the castle into a nightmare. Nycaloths are infamous for striking from the shadows then teleporting away before their foes have a chance to retaliate. A pair can wreak havoc on the party, engaging in hit-and-runs.

Roleplaying the Nycaloths. Nycaloths are the most loyal of their kind, and these two are no different. Yzig and Gorzog not only respect Maddgoth, but enjoy his employment. They especially enjoy his operatic illusions whenever he visits, each detailing his newest kill. As ageless creatures, the nycaloths have an overabundance of patience and can weather the monotony of this room for eons to come.

MADGGOTH'S DANCE

Should an adventurer possess *Maddgoth's helm*, he has his pet nycaloths rip off a character's head, then teleport away.

45. ALCHEMIST'S LABORATORY

The laboratory is a scattered mess. Alchemical equipment teeters atop their tables, threatening to crash and fall. The slightest wind could turn this place into a glass orchestra.

MADGGOTH'S DANCE: BEFORE THE MEAL

Amongst the cluttered equipment, a small, velvet-lined wooden case holds a vial of Midnight Tears, a powerful poison whose effects are described in the sidebar above. Five doses of antidote are included. Maddgoth intends to poison his guests during dinner. He uses *locate object* to find the case.

A character that spends ten minutes searching through the cluttered laboratory can make a DC 18 Wisdom (Perception) check to notice the box, which is underneath the refuse strewn across the floor. With a successful DC 20 Intelligence check using alchemist's tools, a character can identify the poison as Midnight Tears and the accompanying vials as the appropriate antidote.

Plan B. If the poison is gone, Maddgoth's plan continues without the assurance of an easy kill at midnight.

46. MADGGOTH'S THRONE

A monstrous throne of iron and stained glass commands this chamber, its clawed armrests groping out for some unseen prize. Laid before that throne is a rug—fifteen feet in diameter—bearing the image of a large gaping maw.

MADGGOTH'S DANCE: AFTER DINNER

The killer wants his cake and to eat it too. It's not enough to just strike at midnight; Maddgoth wants to send his guests off to bed drenched in dread. So, after dinner is served, Maddgoth invites his guests here for some after-dinner entertainment. Khodnar, exhausted from travel, conveniently retires for the evening, thus sparing him from the knowledge that his host is a serial killer.

Assuming the party joins him, Maddgoth sits atop his throne and weaves an operatic illusion—a highlights reel of his career as a serial killer of magi. After every image fades, Halaster Blackcloak's visage flashes across the illusion, so fast to be almost imperceptible, suggesting that Halaster is Maddgoth's ultimate target.

Maddgoth's Backup. Maddgoth enters the room with his **homunculus** in-tow. The **gray slaad** stands invisibly in a corner, ready to defend its master. If attacked without his helm on, Maddgoth casts *misty step* to escape while his minions guard his retreat. He then goes to Area 44 to free the **nycaloths**.

Confrontation. If Maddgoth is confronted over his crimes, he assures his detractors that all his victims had it coming—he paints *himself* as the victim faced with countless adversaries. Read the following:

Smiling from his throne, Maddgoth tells you, "Power, you see, is a ladder. Every rung can only be climbed over the corpse of a rival. I never sought out conflict. Conflict sought *me* out. My rivals and I... came to an impasse. They grew without my consent. And like a gardener encountering weeds, I laid my shears to the green and..."

Maddgoth makes a cutting gesture.

If they remain passive, Maddgoth finishes his operatic illusion and invites the party to stay the night. If they refuse, he acquiesces—but secretly goes to Area 37 to shut down the castle (see the Console sidebar).

47. ROOF AND BATTLEMENTS

The cavern ceiling yawns above, an impenetrable darkness that, seemingly, stretches on forever—like the ocean on a cloudy night.

MADGGOTH'S DANCE

If necessary, Maddgoth himself or a minion presses the button on the Console (see Area 37) to teleport all creatures to the roof. This includes his minions. Maddgoth makes this the stage of his last attempt to kill his guests.

The Stone Giants. As described in A37, turning the castle's interior lights on allows the giants to see it. Qurrok hurls boulders, some of which land on the rooftop. The boulders are still shrunk by magic, but their momentum is preserved, and the attack deals its normal damage (using the **stone giant's** Rock attack). Pick a random area for the boulder to land, subjecting one creature in that space to its effects. If Maddgoth is struck and fails his saving throw, but is wearing his helmet, he is instead pinned beneath the boulder until the start of his next turn, giving his foes a chance to rip off his helmet or snatch the antidote.

SPECIAL EVENT

You can run the following event for this level:

THE GENTLEMEN BASTARDS PASS THROUGH

The Gentlemen Bastards, an adventuring party described in the *Halaster's Game* chapter, pass through these caverns in search of L8, where they feature heavily.

The Bastards are a LN adventuring party composed of four members:

- Grel Momesk, a LN human **champion**
- Jocelyn of Daggerford, a NE human **warlock of the archfey**
- Perlos, a NE halfling **assassin** (who has a speed of 25 ft., and a size of Small; he can pass through the spaces of creatures larger than him; he has advantage on saving throws against being frightened; and whenever he rolls a 1 on an attack roll, saving throw, or ability check, he can reroll the die, but must use the new roll)
- Ilinar, an elven **war priest** (who has darkvision with a range of 60 ft., and has advantage on saving throws against being charmed; magic also cannot put him to sleep)

The Bastards have braved many strange and perilous corners of Undermountain. They have no interest in exploring the castle or taking on additional members (out of a well-earned fear of theft or treachery). They likewise have no interest in fighting the stone giants, lest they be flattened. Their only goal is to reach Slitherswamp, the next layer of Undermountain.

Despite their best efforts, the Bastards run afoul of the giants, which can occur in Areas 1-16. If the players don't intervene, the Bastards are forced to fight one giant of your choice. The Bastards then look for the exit to L8; they cordially decline shacking up with the player characters; they've been burned before and won't take any chances.

EPILOGUE

Once the adventurers finish this level, they should ascend to 10th-level, gods help your campaign. Choose a send-off below to cap-off your session.

Maddgoth's Dance. If you ran *Maddgoth's Dance* and the archmage survived, he finds himself not filled with rage or slighted by the adventurers' audacity but instead curious. More curious than he's ever been—especially if one of the surviving characters was an arcane spellcaster. Once the intruders leave his castle, Maddgoth returns to his records room (A36) to write or update the dossier detailing this up-and-coming spellcaster. The serial killer resolves to keep a close eye on his new target, determined to meet them again one day without the protection of their peers.

STANDARD SEND-OFF

Truth can be stranger than fiction and the tale you could tell would be regarded as fantasy. A castle well-below the earth, cocooned in shrinking magic. A hefty wizard who has stalked and slain countless magi. Giants cursed with amnesia and tortured by one jackass of a faerie dragon. Gods above, there's no tavern on this earth you can tell this tale in and still earn a coin. No bard would ever share this tale, and no listener would ever believe it.

All in all, it's just another day in the dungeon of the Mad Mage.

THE HOST'S SEND-OFF

The Mad Mage again, his voice dancing inside your heads. You can hear the sneer on his lips:

"Guests, as I said, are overrated. Only a fool deigns to play host, just as only a fool dares to enter a lord's sanctum of power. Our contestants tonight were hardly the first to find themselves facing Maddgoth. Maddgoth, whose kills are innumerable, whose hunger can never be satisfied. They were hardly the first but are surely one of the first to leave this castle alive. How often now have they danced away from the brink of death? How many more times can they prevail in the face of adversity?"

"Find out next week on *Dungeon of the Mad Mage* as these poor fools plod through the squalor and muck and brine of Slitherswamp."

HALASTER CONFIDES

After your chosen send-off, Halaster telepathically confides to the adventurers that he too is one of Maddgoth's targets. Read:

The Mad Mage's voice comes to you again: "Yeah, that guy's been trying to get me into that castle for years. Thinks I don't know what he does with other wizards. Sheesh. Some folks, right?"

LEVEL VIII: SLITHERSWAMP

"Together, we will conquer as slaadi are meant to do. I will teach the legacy of my people... your people," – Kuketh

QUICK NOTES

- Slitherswamp's northern half is bullywug territory, the west lies unclaimed, and the Ssethian Scourges rule the south.
- Something's amiss with the *rod of rulership*. If it can only be used each dawn and its effects are magically increased to 12 hours (up from 8) when in the hands of the nagas, then the only possible explanation is that *both* must be alive to increase the duration to 24 hours. Thus, if one is slain, the remaining naga struggles to hold onto its thralls at least until its brother is reborn 1d6 days later.
- A gate back to L6 can be found in A3. This is noteworthy because the party can take a gate on L6 to L2 and quickly get out of the dungeon—giving them a fighting chance of curing their chaos phage if infected in *The Blacktongue Breakout* storyline.
- Kuketh's seat of power is Area 19, the Yuan-ti Temple. He can be placed there or his private sanctum of Area 21.
- You can run both *The Blacktongue Breakout* and *Out from Under the Rod* simply by changing gears. If the party is captured by bullywugs while charmed by the *rod of rulership*, the enchantment wears off in Act II of *BB*. If the party completes *BB*, they might still be captured and enthralled by the nagas.
- Don't be afraid to let Kuketh's pet hydra roam the swamp!



THE GENTLEMEN BASTARDS

Slitherswamp is an exploratory level with immense narrative potential; to fulfill that potential requires the inclusion of another adventuring party: the Gentlemen Bastards.

The Gentlemen Bastards, initially described in *Halaster's Game*, are a LN adventuring party that the player characters may already be familiar with. Perhaps they met them at the Yawning Portal. Perhaps they ran into them on the previous level of Undermountain (see *Special Event* on L7). Through the Bastards, we can carve out two storylines that can color the muck that is Slitherswamp:

Out from Under the Rod involves party falling prey to the Ssethian Scourge's *rod of rulership*. This storyline features Grel Momesk of the Bastards. Should even a fraction of the party fall prey to the *rod*, you can run this storyline.

The Blacktongue Breakout revolves around the party being captured by the bullywugs. Kuketh, their slaad overlord, has at its side a **blue slaad** that infects prisoners with chaos phage—which can turn victims into red slaadi. Kuketh hopes to use its newfound brethren to defeat the Ssethian Scourges. Jocelyn, Perlos, and Ilinar of the Bastards have already been captured.

THE BASTARDS

The Gentlemen Bastards are cautious opportunists who only enter fights they're sure they'll win. While Grel and Ilinar are alive, the Bastards lean towards NG but generally are tempered into a Lawful Neutral alignment. Without Grel, Jocelyn takes over and pushes the Bastards towards evil.

As described in other chapters, the Bastards consist of:

Grel Momesk, a LN human champion. Grel seeks the riches necessary to lift his family out of poverty. The Bastards tolerate his occasional mistakes and fragile temperament.

Jocelyn of Daggerford, a NE human **warlock of the archfey** in service to the Queen of Air and Darkness. Hers is a quest to discover the secrets of Undermountain, namely the Knot in the Weave. She was once a member of the Fine Fellows of Daggerford (see L2) but was kicked out for being too "unsettling." She's fond of using enchantment magic to get what she wants or to diffuse a situation.

Perlos, a NE halfling **assassin**. Although the name attached to his many crimes varies, he's wanted in Waterdeep, Baldur's Gate, and Neverwinter. He joined the Bastards to escape his life of contract killing; he hopes to retire to the countryside a rich man. At night, he's haunted by those he's murdered for coin. As a halfling, Perlos has the following additional traits:

- He has a speed of 25 ft. He is a size of Small and can move through the space of any creature larger than his size.
- He has advantage on saving throws against being frightened.
- Whenever he rolls a 1 on an attack roll, saving throw, or ability check, he can reroll the die; he must use the new roll.

Ilinar, a NG moon elf **war priest** devoted to the elven god of war, Shevarash. He is a veteran, former mercenary, and even served in the Waterdeep City Guard. He's crass and impatient. His holy symbol is a broken arrow over a teardrop. As an elf, Ilinar has the following additional traits:

- He has darkvision with a range of 60 ft.
- He has advantage on saving throws against being charmed and magic cannot put him to sleep.

OUT FROM UNDER THE ROD

Out from Under the Rod (hereafter "*OUR*") sets the adventurers up to be enslaved by the Ssethian Scourges. The deceitful serpents lure the party to their lair when—surprise, surprise—the *rod of rulership* recharges. In one fell swoop, the nagas refresh the duration of their spell on existing thralls and attempt to loop in these adventurers as well. The Ssethian Scourges inevitably sic the adventurers and their forces on the bullywugs.

Here's the kicker, though: each player must roll their DC 15 Wisdom saving throw in secret. They're not meant to know which of their comrades fell prey to the *rod's* influence. Do not let them reveal out-of-character the result of their roll, nor whether they failed or succeeded. Three outcomes are possible:

- All adventurers fail their Wisdom saving throw, in which case you can inform them of that fact and direct them to roleplay their characters accordingly
- The most desirable outcome, the party is split between being charmed by the nagas. Those that succeeded must pretend to also be enthralled, lest they be imprisoned or attacked by the nagas' thralls—and their very own allies.
- All adventurers succeed on their saving throw but realize that fact themselves—and then still pretend to be charmed until they can find an opportune moment to escape or fight.

THE PASSAGE OF TIME

OUR can last days, even *weeks*, if the adventurers continue to be charmed by the *rod of rulership*. You don't need to spend too much time at the table devoted to this. Simply describe the day's task, give characters that aren't charmed a chance to escape or force their allies to abandon their post, and then skip to the next dawn where all thralls are subjected to the *rod* once again. There is immense roleplay opportunity here as characters watch their comrades fall prey to the *rod's* influence.

The characters are fed while in the nagas' grip. Their rations (along with any other useful gear) however, are taken and added to the collective supplies. Thus, even if they escape, they'll have to recover their stolen possessions or find replacements.

ACT I: KNEEL OR DIE

Each thrall has orders to bring newcomers to the nagas' lair in A15. Therefore, if the thralls discover the party, such as in A11, they first attempt diplomacy—a warm invitation to escape the muck and squalor—and then resort to force if refused. What better way to lure unsuspecting prey than simply *inviting* them inside? If the adventurers agree, a thrall escorts them through the south towards A15.

Foreshadowing. The party can discover hints of the nagas' tyranny by scrutinizing a thrall with a *detect magic* spell, as they radiate enchantment magic; or by visiting A13, where they find the drow Xirk Dezepti'il in chains. He's more than willing to shed light on what's going on in return for his freedom.

Fool Me Once... Characters that ostensibly resist the *rod of rulership* are imprisoned in A13 alongside Xirk Dezepti'il until the next dawn, when the nagas try again to influence them with the *rod*.

1. STAND AND BE RECOGNIZED

The adventurers encounter thralls, who offer refuge in "the homestead." They can be encountered at Area 11, otherwise it's a patrol that the party finds. This patrol consists of two **drw elite warriors**, a **duergar** named Spraignen, and the human **champion** named Grel Momesk.

You catch more flies with honey—and so, the thralls aren't hostile. They use a variation of the following greeting: "Halt! If you understand this tongue, then declare yourselves! Our lords offer safe harbor to men of peace—and death to all others!"

Additionally, they describe their masters' lair as a "homestead" where travelers are safe from the "frogfolk aggressors."

Grel Momesk. The Bastards' leader has fallen prey to the *rod of rulership*. He might recognize the adventurers from the upper levels of Undermountain or perhaps from days in *The Yawning Portal of Waterdeep*.

Grel assuages any concerns the adventurers might have. If asked about his compatriots, he informs them they've been captured by the Blacktongue bullywug tribe. "We're working tirelessly to save them," Grel assures the adventurers. "Our lords are devising a plan to save them from Blacktongue Isle. We must simply be patient and hold fast."

2. FROGFOK NOT WANTED

Along the way to Area 15, the party and their escort are attacked by a force of 2d4+2 **bullywugs**; two are astride **giant toads**. The escort, if they survive, explains the dire war between the bullywugs and the Ssethian Scourges, perhaps convincing the party that they're on the side of righteousness.

The escort uses a variation of this language: "Damned frogs. Their overlord has launched a crusade to claim these caverns—caverns our masters already freed from the yuan-ti! 'The frogs call him 'the Lord of Fetid Obliteration.' 'Yurk Y'blorkflug' in their savage tongue. Our lords are determined to hold out against these raiders. Quickly! Let us get to the homestead before more of the frogfolk descend upon us!"

3. PRESENT THYSELVES IN THIS GILDED HALL

The adventurers are brought to Area 15 either by invitation or by force. By happenstance, there's less than a minute until dawn—when the *rod of rulership* is ready again. The nagas run out the clock until then. As the adventurers converse with (or battle) the serpents, the remaining thralls all enter the cavern—the nagas' then immediately use the *rod*, subjecting all creatures to a DC 15 Wisdom saving throw.

See A15 in *Areas of Note* for details on this event. Proceed to Act II if the party falls prey to the *rod of rulership*.

ACT II: UNDER THE ROD

Under the Rod should be filled with vignettes of roleplaying, tasks, and skirmishes with the bullywugs (which can just be narrated to save time at your table). Like other thralls, the party is assigned various tasks for the day, which you can determine with the table below. Their first task, however, is to apprehend a Dweomercore mage (see below).

During this act, adhere to these guidelines:

- After their first task, the nagas split up the party, knowing they are stronger together—and some may have resisted the *rod*.
- If you speed through this act, remember to keep each players' Wisdom saving throw against the *rod* secret.
- The adventurers have orders to send newcomers to the nagas to also be dominated.

UNDER THE ROD: DAILY ASSIGNMENTS

d6	Task
1	Watch duty in A11 (25% chance newcomers arrive)
2	Fishing in A12 (25% chance of a crocodile attack)
3	Wrest A9 back from 3d4+2 bullywugs
4	Scrub the bone naga of A16
5	Gardening in A14
6	Patrol A17 (25% chance of a skirmish with 2d4+3 bullywugs ; 10% chance of also facing Kuketh's hydra)

1. OH, SWEET, SWEET KARSTIS

Shortly before the adventurers arrived, the nagas became aware of a Dweomercore **mage** present in Slitherswamp. Now, with the adventurers in tow, the nagas send them, along with Grel Momesk, to apprehend Karstis in A8. The Ssethian Scourges want him alive and in one piece, so as to add his firepower to theirs. See Area 8 for details.

If Karstis is slain or escapes, the nagas have a thrall flog the adventurers as punishment (three lashes, each dealing 1d4+2 slashing damage; the hits automatically succeed). This corporal punishment does not end the adventurers' charmed condition, however—as they "deserve" it.

2. GREL BREAKS FREE

Grel Momesk resists the *rod of rulership*. Now equipped with his full faculties, he knows it's now-or-never to escape. Unfortunately, he knows he cannot hope to save his comrades from the Blacktongue tribe without reinforcements. He tries in vain to snap any of the adventurers out of their condition.

The time and place of this confrontation is up to you, but can be determined by the party members' assigned tasks for the day. It's random whether Grel is placed with a charmed character or a character masquerading as a thrall. Any charmed adventurer finds themselves compelled to report Grel's newfound free will to his or her ophidian overlords.

ACT III: THY LORDS' WILL BE DONE

Believing now is the most opportune moment to wipe out the bullywugs, the nagas send a host of thralls to assault A20. This force includes the adventurers, 2d8+2 **drow**, three **drow elite warriors**, and Grel Momesk, the human **champion**, if he is still under the Ssethian Scourges' heel. The nagas have capitalized on Grel's overwhelming need to rescue his comrades.

Now is an ample opportunity for the adventurers to slip away and abandon Slitherswamp, or return to attack the nagas, if any are free from the *rod's* influence. If they do return, assume that the nagas are guarded by two **trolls** and 1d4+3 **duergar**.

It isn't enough to slaughter the bullywugs' fighters or murder their king. Nay, the Ssethian Scourges demand that the hovels be torched, the young slain—the tadpoles, even the unhatched eggs—and Kuketh's head be brought back. Unbeknownst to the nagas, Kuketh has a **hydra** that obeys its beck and call.

Handle this attack with your choice of Mass Combat rules or just simply focus on skirmishes involving the adventurers while other combatants fight in the background.

Once the mission is accomplished, the adventurers are still beholden to the Ssethian Scourges until at last they can free themselves from the *rod of rulership*. When that day comes, they'll have to fight through the nagas' thralls.

THE BLACKTONGUE BREAKOUT

The Blacktongue Breakout (hereafter "*BB*") spans two days, if not more. It involves Kuketh, the **death slaad** overlord, taking the adventurers hostage and, its **blue slaad** servant added by the *Companion*, infect them by chaos phage—a foul disease that transforms the infected into slaadi.

ACT I. AMBUSHED!

The adventurers are ambushed by a staggering force of bullywugs, likely while taking a long rest in Area 5 or triggering a trap (which can be placed anywhere; see A17 in *Areas of Note* for details on these traps). A force of 1d8+4 **bullywugs** quickly appear to surround the adventurers, relying on carrion crawler mucus to incapacitate captives. Once captured, the bullywugs take the party to A19, leaving them in the temple apse, under the careful gaze of Torbit, the bullywug **assassin**.

The adventurers may be surprised to learn that three other adventurers were captured as well: Jocelyn, Perlos, and Ilinar of the Gentlemen Bastards. Each has two levels of exhaustion. They have limited knowledge of Slitherswamp and explain that two days ago, they too were ambushed by bullywugs—but that Grel Momesk ("that titan of a man," Ilinar says fondly) resisted the poison, burst from his bonds, and swore to rescue them. Both Perlos and Ilinar have faith that Grel will return, but not Jocelyn; she's fallen to poisonous doubt.

ACT II. KUKETH'S GAMBIT

Act II oversees the adventurers' imprisonment in A19 and their eventual escape. Given that they're 10th-level characters, some drastic measures are necessary to actually detain them, which is justified by the bullywugs' healthy fear of their prowess. Act II is divided into the scenes below; during a scene, characters can attempt to break free from their bonds and escape. Justify hand-waving away hours and days through exhaustion and poison; after all, you don't want a character attempting a Strength check to break their manacles every *six* seconds for hours on end. Give them, of course, opportunity to speak with each other and their fellow captives.

The bullywugs employ these measures to detain captives:

- The captives are force-fed carrion crawler mucus, paralyzing them. During a scene, a successful DC 13 Constitution saving throw is necessary to overcome this poison.
- The captives are in manacles, scoured from A13. To break free from or slip out of manacles requires a DC 20 Strength or Dexterity check, respectively. To unlock them requires a DC 15 Dexterity check using thieves' tools. Manacles have 15 hit points, and immunity to psychic and poison damage.
- The bullywugs gag spellcasters with grimy rags, muddy flora, and even dead frogs, to prevent them from casting spells.
- The adventurers have been stripped of their arms and armor, which is in A19C, hidden behind statues.

For the sake of narrative—which requires buy-in by your players—only allow checks and escape attempts during scenes, which are described below. You can add other scenes as well, such as the characters being fed.

CHAOS PHAGE

A humanoid hit by a blue slaad's Claw attack must succeed on a DC 15 Constitution save or become infected with chaos phage. While diseased, the humanoid can't regain hit points and its hit point maximum is reduced by 10 (3d6) every 24 hours. If the disease reduces the target's hit point maximum to 0, the target instantly transforms into a red slaad, or, if it has the ability to cast 3rd-level or higher spells, a green slaad. Only a *wish* spell can reverse the transformation.

1. AN AUDIENCE WITH THE KING

After the adventurers are captured by the bullywugs, Kuketh, the **death slaad** overlord arrives to Area 19 with Hyin, its **blue slaad** servant (who has shapechanged into a blue bullywug). Once alone, the slaadi drop their guises and speak telepathically to the prisoners to inform them of what's to come.

When the slaadi first enter the temple, read:

There's a commotion outside—you can hear the frogfolk chattering. They sound worried, frightened. What, you wonder, could throw them into such a frenzy?

The moments pass slowly, lapsing into silence—until all at once, a dozen creatures shout, "Yurk Y'blorkflug! Y'borkflug! Y'borkflug!"

Two bullywugs flanked by guards enter, one mottled in grey spots, the other dark blue. You can quickly ascertain that this grey bullywug is respected, or feared, by its disciples. Perhaps it's their chieftain.

Kuketh, with Hyin in tow, have come to inspect the newest prisoners and speaks to them telepathically. Read:

A voice slithers into your mind—not the Mad Mage, for once, but something much fouler, something reeking with savagery, something wet with rage:

"You will be mine. My sons, my daughters, my kith and kin. Pain first, centuries-worth of pain, but at the end... Liberation. Transcendence. Together we shall conquer as slaadi are meant to; I will teach you the legacy of my people... your people."

The grey bullywug grins, its face stretching impossibly far. With a hand, it dismisses its guards—and as soon as they're gone, the illusion disguising it shimmers away to reveal its true form: a batrachian abomination whose black, slimy flesh is mottled with a rash of bony spikes.

The prisoners may attempt to escape then and there, following the same guidelines as above. Kuketh, however, can quickly subdue the prisoners with a *fear* spell (or, failing that, using its greatsword). The slaad values its life well over its plan to create more slaadi and isn't afraid of murdering this batch of prisoners and starting over. It's confident that it can hold out until more men are captured by the bullywugs.

Infection. While chained, Hyin scratches the prisoners; each must succeed on a DC 15 Constitution saving throw or be infected with chaos phage. Don't inform them of the DC and have them roll in secret to preserve the suspense—you don't even want them knowing if chaos phage is a curse or a disease. The slaadi, for their part, have no idea whether a character resisted infection. They leave satisfied.

Aftermath. Kuketh and Hyin leave the temple under Torbit's vigil, the bullywug **assassin** described in A19. The prisoners are free to plot their escape or theorize what creatures they're dealing with. A successful DC 16 Intelligence (Arcana) check identifies them as slaadi; a result of 20 or higher recalls their various means of reproduction.

2. ESCAPE FROM THE TEMPLE OF SSETH

This event begins the next day, giving characters the chance to finish a long rest—though those infected with chaos phage can't regain hit points. By now, an infected character can sense the disease raging within them.

Kuketh prepares a grand parade of sorts that it hopes will galvanize the tribe. In anticipation of its arrival, A19 is staffed by dozens of bullywugs. The most opportune moment to escape is during a changing of the guard. The adventurers, alongside the Gentlemen Bastards, must survive wave assaults and fight their way out of the temple. Ultimately, however, Kuketh and its **hydra** arrive, serving as the final encounter. See A19 in *Areas of Note* for details on this event.

This event can be a deadly encounter. It features four waves of combatants, including several bullywugs, a **blue slaad**, an **assassin**, and finally facing Kuketh and its **hydra**. It is vital that the Gentlemen Bastards are not forgotten in combat, as their firepower is necessary to survive. Additionally, characters must seek a cure to their chaos phage immediately, lest healing magic fail to aid them.

ACT III. BETRAYAL!

After winning their freedom from the Blacktongue bullywugs, the Gentlemen Bastards are pushed into turning on the adventurers for one of the reasons outlined below.

RISE OF JOCELYN

If Jocelyn lived through this ordeal and Grel Momesk is absent or dead, she quickly seizes control of the Bastards and shows her true colors. Out of a greasy tangle of paranoia and greed, Jocelyn orders her comrades to attack the party; her brethren, long since intimidated by this warlock, obey without question.

TONIGHT'S SPECIAL

Halaster's disembodied voice delivers an ultimatum: one group must die for the other to live. The Bastards—survivors to the core—hold nothing back and immediately attack.

INFECTION

If the anyone was infected with chaos phage, their only hope is either a spell of *lesser-* or *greater restoration*. Unfortunately, they may be low on spell slots, as is Ilinar of the Bastards. It quickly becomes clear that not everyone can be cured—and no one knows for sure how soon until the disease will take them.

Violence. If the adventurers have the means to cure the disease, the Bastards demand it, be it a spell or an item. They *will* resort to violence if refused, especially if Jocelyn is still alive. The Bastards spare any character they suspect can cure them and attack the others, hoping to either trade the players' freedom and lives in return for the cure. There is no line they aren't willing to cross to be cured.

Peace. The situation can be diffused through these methods:

- A spell of *calm emotions* or a similar enchantment spell is cast upon the Bastards.

- The adventurers can provide quick transport to the surface. They might know the location of any of Halaster's gates (such as the one in A3, which leads to L6, which in turn has a gate to L2). The Bastards will require proof and the first gate to be opened before them, otherwise they resort to violence.

AFTERMATH: SLAAD LIFE

So, what if the adventurers fail to free themselves, or can't find a means to cure their disease? Much like when a character is cursed with lycanthropy, their alignment changes and the DM has the right to seize control of that character, effectively killing it. This is a valid option, but you may want to consider allowing your players to continue playing as slaad, at least for a little while—since, as we'll see, the effects need not be permanent.

You have two options for implementing this system:

ABERRANT MODEL

Under this model, the character becomes a slaad wholesale. It loses its racial bonuses, class features, including spellcasting, and any other abilities not granted to it by feats or magic items. Their character sheet is effectively replaced with a **red slaad's** or **green slaad's** statblock.

Chaos phage has wiped away all but the character's personality and memories, replacing their Ability Scores and other proficiencies. They find themselves in a new, alien body.

The player might wish to play this slaad for a time but—if the transformation is not reversed by Halaster or a *wish* spell—Limbo's chaotic influence inevitably consumes them, causing the character to become a creature permanently under your control. If you need to specify a time limit, assume that this process takes seven days. As the days drag on, the character finds themselves becoming more and more unhinged.

RACE MODEL

This model is "slaad lite." It omits three traits you don't want in the hands of a player: damage resistances, the Regeneration trait, and the ability to produce more slaad.

Under this model, the character's racial traits (with exception to their Ability Score Increase trait) are replaced with the ones below. Those that can cast 3rd-level spells or higher become green slaads instead of red. See the *Green Slaad* sidebar.

Ability Score. Your Strength score becomes 16 if it's not already higher.

Alignment. Your alignment becomes chaotic neutral.

Size. Your size is Large.

Darkvision. You have superior vision in dark and dim conditions. You can see in dim light within 60 feet of you as if it were bright light, and in darkness as if it were dim light. You can't discern color in darkness, only shades of gray.

Perceptive. You have proficiency in the Perception skill.

Magic Resistance. You have advantage on saving throws against spells and other magical effects.

Natural Weapons. Your teeth and nails are natural weapons with which you can make unarmed strikes. On a hit with your claws, you deal 1d6 + your Strength modifier as slashing damage. On a hit with your bite, you deal 1d6 + your Strength modifier as piercing damage.

Languages. You learn to speak Slaad, a guttural and rolling language without rhyme or reason. Additionally, you gain telepathy out to a range of 60 feet; the contacted creature does not need to share a language with you to understand you, but it must already understand at least one language.

GREEN SLAAD

Characters that can cast spells of 3rd-level or higher that are infected with chaos phage become green slaad instead of red. They gain the following racial traits, in addition to other slaad traits:

Innate Spellcasting. You can innately cast several spells, using your Charisma as your spellcasting ability modifier. These spells are:

At will: *detect magic*, *detect thoughts*, *mage hand*

2/day each: *fear*, *invisibility* (self only)

1/day: *fireball*

Hurl Flame. You gain a special ranged spell attack using your Charisma as your spellcasting ability. It has a range of 60 ft., & deals 3d6 fire damage on a hit. The fire ignites flammable objects that aren't being worn or carried.

HALASTER'S GAME

The Mad Mage would be delighted if an adventurer fell prey to chaos phage. Thereafter, Halaster would offer a deal: complete a certain task, while in the slaad form, in return for a *wish* spell cast to reverse their transformation.

The Mad Mage offers a *wish* in return for completing any of the following challenges; only one character can complete one.

- Winning a kiss from either of the Horned Sisters of L9.
- Slay the **bone devil** in Area 47 of L9.
- Strike a foul deal with Wormriddle the **night hag** of L9.
- Slay Vlonwelv Auvryndar of Muiral's Gauntlet, L10. Halaster has long since sought her death.
- Force Muiral the Misshapen of L10 to look at himself in a mirror.
- Be swallowed by the **behir** of L11, after which the character will pass through the creature's digestive system alive and emerge in their original form. Halaster remarks it will be a "transformative experience, to say the least."
- Venture to Skullport and topple the Xanathar Guild (if it hasn't already fallen) and oversee the reconstruction of the retaining wall's hoist so as to restore Skullport's trade route to the outside world. The Mad Mage hungers for more fools to pluck and plant into his foul games.

AREAS OF NOTE

The following areas are of note:

1. PRECIPICE

The air grows humid, thick. Sweat clings to you like a desperate child. Insects buzz in the distance, growing louder by the second. Finally, the tunnel ends at a precipice overlooking an entire marsh.

You're not even surprised at this point.

When characters clamber down the mucus ladder, secretly roll their Constitution save for them, so as to keep the surprise intact. When a character fails its DC 13 Constitution saving throw, read:

Some sort of noxious mucus coats the rope. Your stomach turns and your fingers freeze. All your nerves fire off in one great cataclysm before falling silent. You go crashing into the muck below!

4. DANGEROUS SHRUBBERY

The cavern narrows into a twisting tunnel dimly lit by luminescent ferns. A ledge about twenty feet up overlooks the area. The muck's thicker here and it's at your ankles. Your boots squelch loudly as mosquitos dive-bomb for your supple flesh.

The ledge's wall, you notice, is stained red—and directly below that stain, a severed leg sticks out from the muck. Finders keepers, right?

Alternatively, replace "Finders keepers, right?" with Halaster telepathically whispering, "Hey, free leg."

4A. FINAL REST OF THUBID DUSKAXE

You clamber up onto the ledge to an old, ashen campsite. A duergar's corpse lies sprawled across a bloodied bedroll, his leg ending in a jagged stump. A leather satchel is draped across his chest.

Add a compass to Thubid's corpse, since his journal mentions cardinal directions. Halaster can screw with it whenever he so desires—Undermountain's magnetism is under his control.

Out from Under the Rod. This area can foreshadow the nagas' true intentions through Thubid's journal.

4B. SHAMBLING MOUNDS

When the **shambling mounds** attack, it's with a spray of mud. Characters within a 5-foot cone in front of two of the mounds must make a DC 12 Constitution saving throw or be blinded until the start of their next turn.

Read the following text when the attack occurs; only include the first sentence for characters that succeed on a DC 12 Wisdom (Perception) check.

The ferns, those luminescent, glowing ferns, continue to wave, to twitch... but there is no breeze in this cavern.

The mud swells—bursts!—as a mound of twisting vines erupts from the muck, crowing like an angered beast!

5. DRY CAVE

THE BLACKTONGUE BREAKOUT

If the adventurers never caught the bullywug sentries of Area 1 and they take a rest here, the bullywugs raid the cavern two hours later. The frogfolk rely on ordinary toads to scout the cave (utilizing their Speak with Frogs and Toads trait). With a successful DC 16 Wisdom (Perception) check, a character on watch notices a handful of toads hop into the cavern. The toads meander about for a bit until all but one leaves.

Over the next hour, 2d4+2 **bullywugs** with two **giant frogs** prepare their attack. The toad left inside the cavern begins to croak to signal that the adventurers are still there and how many are sleeping. The raiders seek to enslave the characters, not kill them. They take any incapacitated characters to A19.

6. REFLECTIONS

Finally, a speck of dry land in this sea of muck and brine. Ruins dot the island, a temple perhaps, judging by the cracked dome and the lone statue left behind.

As you squint at the island, scanning for danger, a blue light passes through the ruins, casting an eerie glow across the shattered stone.

NIGHTMARES

Dendar's cursed nightmares are also prophetic. Use the text below to describe the first nightmare a creature receives. It is reminiscent of Area 10A, the Venom Pool:

The world itself is an endless black vista. Days pass in this void as you wander about, calling out feebly for aid, for water. The desert in your throat cannot be quenched; it grows only drier, scratched sharper by every swallow. You lick your cracked lips, desperate... and as the shadows part, you find yourself before a verdant pool of sweet water.

Like an animal, you hurl yourself before the pool, mindless in your need to drink, and drink, and drink... But your veins—they bulge, they screech as venom rages throughout your body. Your nerves sizzle, they freeze, but alas, you do not die. You can never die, only twitch in this agony as the paralysis leaves you as a vegetable until the End Times. Death is a mercy you can only pray for now.

7. WARDED CAVERN

In addition to the *glyph of warding (cloudkill)* spell present, the tunnel leading to Level 9s is hidden by an illusory wall. A character must succeed on a DC 16 Intelligence (Investigation) check to see through the illusion; otherwise, it looks as if the cavern naturally ends there.

The bullywugs know the truth, however: a frog once hopped through the wall, suffered a mental breakdown, and an itinerant bullywug gleaned enough from the incident to investigate himself. He succumbed to the *cloudkill* poison later on, but not before revealing to his companions that something lies beyond the cavern.

8. DWEOMERCORE HIDEOUT

ROLEPLAYING KARSTIS

Karstis gapes with insecurities. He hears a slight in every sentence and sees threats to his status no matter where he goes. Regarding his current assignment, the mage cannot help but wonder—fear—if this is a test of his abilities or the headmaster writing him off as a failure. He therefore simultaneously resents his lot and is zealously devoted to it. He's terrified of anything that could jeopardize his success.

If threatened but denied retreat, Karstis offers information in return for his life. He can say any of the following:

- “I was sent here from Dweomercore, the Mad Mage's wizardly academy! Spare me and spare yourself the wrath of Halaster Blackcloak!”
- “The king of the bullywugs—those wretched frogfolk—is under a guise. It's actually a slaad summoned by the Mad Mage to rule over the scum. Only if it defeats the nagas' will it be free to return to Limbo.”
- “Before the bullywugs came, Slitherswamp was inhabited by yuan-ti—until they were annihilated by the nagas. Alas, those Sseth-loving bastards took one to the grave with them: a naga by the name of Hexacali. Its animated bones yet hunt these caverns with no other outlet for the pain of undeath but to kill and maim.”
- “Dweomercore lies beneath this earth—spare my life and I will take you there! Halaster Blackcloak himself presides over our academy as the headmaster!”

OUT FROM UNDER THE ROD

During Act II, the Ssethian Scourges order the adventurers to apprehend Karstis. The nagas slobber at the very thought of adding an experienced mage to their stable of thralls.

The party is joined by another thrall: either Grel Momesk (human **champion**), Dirzanna Freth (**drow elite warrior**) or Kirk Dezpeti'il (male **drow elite warrior**), if he's fallen prey to the *rod of rulership*. This additional thrall was sent not for firepower, but to keep an eye on the adventurers, in case some are secretly free from the *rod's* control.

9. TEMPLE OF THE GREAT SNAKE

Black ruins dominate this place—a temple of sort. Its doors have long since been cast down to the muck and mud. Emerald light flickers across the waters, bounces off the stones. You hear a low humming—a woman's voice. The hymn she sings you cannot tell, but her ethereal voice is haunting.

Roleplaying Yoastal. Death has done wonders for Yoastal's already keen mind and quick tongue. If she intuits that the adventures are motivated by greed instead of altruism, she insists that the nagas have treasure galore in their lair. She also promises a boon from “Mask,” her deity—alas, this is a lie that can only be detected by magic or a DC 22 Wisdom (Insight) check; the yuan-ti is ever cunning.

Draw on the following sample dialogue:

- “Mine is a curse. So long as the Ssethian Scourges remain, I can never find peace. If you have a heart, destroy these wretched serpents.”
- “For refusing to bow down, the Scourges slaughtered my people and made a mockery of our deity. The sorest of tyrants they are: that which they cannot take must be destroyed.”

- “Beware the serpents' bewitching tongues. Already they've tricked countless fools.”
- “Once the serpents numbered three: but during our last stand, my people cursed the worst of the nagas to a fate worse than death. Hexacali was its name, may it wallow in undeath for all eternity.”

10. RAINFALL CAVERNS

10B. HISSING STONE

The cavern is abuzz with an ophidian hiss—it's as if there are snakes lounging in your head. Disoriented, your eyes narrow upon the cause: from a pool of water juts a twisted stone whose waterworn patterns resembles a swarm of snakes. The stone—*it's hissing.*

When a character touches the hissing stone, read:

A sibilant whisper slithers into your mind, caressing your spine with a lover's touch. “*Speak for truth and truth shall be delivered. Speak for favor and find only ruin.*”

OUT FROM UNDER THE ROD

If the adventurers are in Act II of *OUR*, they may be sent here to recover some thralls that resisted the *rod of rulership* and escaped Area 15. Unless they were slain, these characters are Agorra Duskaxe and Dirzanna Freth, a **duergar & drow elite warrior** respectively. The party's orders are to return these two alive and intact.

Dirzanna. Paralyzed by a tripwire trap coated with carrion crawler mucus, Dirzanna lies sprawled before the Venom Pool. She hungers to return to her house on the twelfth level of Undermountain. In this state, she has been humbled, but still her fiery spirit lurks beneath this trembling demeanor.

Agorra. While making their escape, Agorra and Dirzanna blundered through Hexacali's lair (see A16). The **bone naga** ripped a chunk of flesh from her arm; she's since bandaged the wound but its prone to infection. Dirzanna has promised her safe harbor with House Freth if the two make it to their stronghold. With no other option, the morose dwarf has agreed.

When the adventurers arrive, Agorra is the only character capable of speaking; she begs for mercy (“or a quick death—anything but a life in chains”). She'll fight to the death rather than go willingly back to the nagas.

11. WATCH POST

Even the dumbest of fools know that you catch more flies with honey. The drow stationed here *do not* attack first. Whether you run *OUR* or not, they would instead send characters towards the spirit nagas' lair. What use are corpses or wounded characters to the Ssethian Scourges? Using this, read the following:

“Halt! If you can understand this tongue, then go no further! Beyond is the lair of our lords! If you wish for peace come hither! If you come for war... You'll find it here in abundance.”

If you're running *OUR*, it is imperative that the drow try to lure the adventurers towards the lair, even if it requires one leaving their post. As noted in Act I, Grel Momesk of the Gentlemen Bastards can be found here.

12. FISHERY

The adventurers might be assigned to fish here during Act II of *OUR*. They make hourly Wisdom, Intelligence, or Dexterity checks to fish (representing the three pillars of fishing). Go nuts. There's a 10% chance each hour that 1d6+1 **bullywugs** attack. If defeated, the attacks cease for at least four days.

13. DETENTION CAVE

Never let it be said that even the deepest caves beneath the earth can't be home to mirth and music—for here you hear a man singing in Elvish to the tune of rattling chains.

Xirk Dezpeti'il, a **drow elite warrior**, is passing time until near-dawn. His wrists ache, his throat is parched, but still he sings, knowing that soon enough the thralls will come to take him off to "Sibilant Mass" as he calls it, when the nagas will subject him to their "lordly instrument."

Xirk has a passive Perception of 14; once he hears the characters approach, or if they enter his line of sight, he calls out to them. Read:

"You there!" the man calls. "Have you your own will or have the serpents robbed you as well? If you don't... I, uhh, I too love our dearest serpentine lords! I have seen the light! Heard the music! Come forth, o' brothers, free me so that we may please our ophidian overlords! Come, bastards, so we might not waste yet another minute!"

Xirk is a playful, mischievous knife of a man. On the surface, he would do well as a swashbuckler or conman, but here in the depths, he's resigned to this fate. He technically serves under House Freth's banner (see L12) but holds no particular loyalty to them. He'd rather strike out on his own or escape Undermountain altogether.

Xirk's true worth is his knowledge of Slitherswamp, which he promises the adventurers if freed. Use the following sample dialogue:

- "Slitherswamp is infested with frogmen whipped by a tyrant, and thralls—mostly my own people—enslaved to the will of nagas through some sort of artifact—a lordly instrument that bends the very mind."
- "Every day—at dawn, I assume—the serpents gather the thralls to quickly subjugate them with the artifact. Those that resist, like myself, are chained or slain. Fortunately, I'm too pretty to die, and they know it."

15. LAIR OF THE SPIRIT NAGAS

If the adventurers are escorted by the nagas' thralls, they're not met with any hostility. If the party instead had to cut their way through, the nagas still attempt to parley with them, if only to wait until the *rod of rulership* is ready to enthrall these curs.

15A. ARENA

When the adventurers first arrive to this area, two thralls are fighting (to the death, as it will become apparent). Both thralls are **drow**. Read the following:

The clash of steel echoes across the marsh. Water splashes as two drow battle with broken blades: parry, dodge, parry, strike—the steel bites deep, drawing red. The wounded drow cries out but before the next blow can be his last, the elf trips his foe.

One drow inevitably triumphs over the other, as the adventurers will see if they linger until the battle's conclusion. The victor explains that the other deserted their duty to the Ssethian Scourges and faced trial by combat as punishment.

Out from Under the Rod. The adventurers may be forced to fight in the nagas' arena. Often this is a punishment reserved for disobedient thralls. The adventurers may end up as the punished or the punishers.

15B. NAGA THRONES

After initially meeting the nagas in A15C, future interactions often occur here instead. The Ssethian Scourges prefer the aristocratic air of their thrones.

OUT FROM UNDER THE ROD

The adventurers are welcomed if they arrive with an escort. Word reaches the nagas and the serpents move from Area 15C to 15B, preferring to welcome the party from their thrones. By happenstance, the *rod of rulership* is nearly recharged, and the Ssethian Scourges will delay the visitors' arrival (and departure) until it's ready.

Roleplaying the Nagas. Normally haughty when dealing with "lesser" creatures, the nagas keep their egos in check and remain civil. After welcoming the party, the nagas extend every courtesy, even inviting them to feed, rest, and bathe in the nagas' demesne. They paint their conflict with the bullywugs as one of necessity, claiming that the last evils of the vanquished yuan-ti still influence the frogfolk, and that their cruel overlord ("the so-called Lord of Fetid Obliteration") is pushing them to greater depravity.

The Rod Recharges. The nagas successfully run out the clock and can sense that the *rod* is about to recharge. Their thralls immediately arrive, having been conditioned to report to this area every day. This throng consists of two **trolls**, two **drow elite warriors**, 2d6+1 **drow**, 1d4+3 **duergar**, and the human **champion** Grel Momesk. The thralls block all exits and will repel any who try to escape. When they arrive, emphasize to your players that these servants show no aggression; if asked, the nagas say it's time for "the orders of the day." Let the dialogue continue a little while longer—then roll initiative.

This gives the adventurers one chance to push through the throng of servants if their initiative is higher than the nagas'. You want to capitalize on the players' confusion and take them unawares—after all, no signs of aggression were shown before this, no? Only if a character succeeds on a Wisdom (Insight) check contested by the nagas' Charisma (Deception) checks should they even have a clue that something is amiss.

On their turn, Excrutha uses the *rod* while Serakath unleashes *hold person* or any other spell necessary to keep the adventurers from fleeing. The adventurers must make a DC 15 Wisdom saving throw. All players must roll in secret; you don't want them to know who amongst them aren't charmed.

Assume that all preexisting thralls fail their saving throw, except for Xirk Dezepti'il, if he's present (see A13 for details). He attempts to escape but is quickly tackled, handcuffed, and led off to Area 13, the Detention Cave.

Resistance. If the adventurers resist the *rod*, the nagas' order their thralls to overpower and imprison them. They themselves can cast *hold person* as 5th-level spells to paralyze the entire party. The thralls then bind those characters with rope (2 hit points, DC 17 Strength check to burst) and lead them off to Area 13 to be imprisoned until the next dawn.

First Order of Business. If the adventurers fall prey to the *rod*, their belongings are commandeered for the good of "the homestead." Rations, rope, and other useful tools are added to the homestead's supply while treasure is stored in the nagas' chest in Area 15C. Proceed to Act II of *OUR*.

16. LAIR OF THE BONE NAGA

As you wade through the otherwise still water, your stride rippling outward, you notice that just below the surface lie bones—enough bones to fill a graveyard.

Hexacali prefers to watch as its prey blunder through its lair, slithering amongst the bones beneath the surface. As noted in *DotMM*, when it attacks, creatures that fail a DC 15 Wisdom (Perception) check are surprised.

Tactics. In combat, Hexacali opens up with a *hold person* spell cast at 3rd level. Against fleeing foes, the naga uses the *command* spell (demanding they "kneel" or "approach"). If a group of hostile prey are clumped together, it uses *calm emotions*, rendering them indifferent to its presence, up until Hexacali can put itself in an advantageous position to attack.

Roleplaying Hexacali. Pride naturally sours into rage and Hexacali's ego could hardly be matched in life. Now laid low by the yuan-ti, the bone naga's only outlet is to destroy living creatures. During combat, it can shout any of the following:

- "All was mine and it shall be again!"
- "You know nothing of pain, of loss—yet!"
- "The serpent never spares the hare but lets it play 'til it's time again to feed. Come, hares. Come!"
- "This is my kingdom—and I will see it turned to ash before creatures so low as yourself take it!"

17. BATTLEFIELD CAVERN

As the warfront between the bullywugs and nagas, this cavern is strewn with traps and other hazards, making it a veritable No-Man's Land. Whenever the adventurers pass through here, they're liable to blundering through any of the following traps. As the traps are obscured by two feet of mud or murky water, the DC to notice a trap is 16.

Bear Trap. When a creature steps on the trap, it makes an attack roll (+8 to hit, 1d10 piercing damage on a hit). The trap is spiked into the ground and reduces the speed of the creature to 0. To open the trap requires a DC 15 Strength check.

Crossbow Trap. An enthralled drow rigged this trap on behalf of the nagas. When a creature crosses the tripwire, the crossbow fires from a nearby shrub (+6 to hit, 1d8 piercing damage). The bolt is coated in drow poison, subjecting the creature it hit to a DC 13 Constitution saving throw. On a failure, the creature is poisoned for 1 hour; if the save is failed by 5 or more, the creature is also unconscious while poisoned this way.

Pit Trap. The bullywugs dug a five-foot-wide, ten-foot-deep pit and stretched a net across its surface, weighing it down with stones. Its entrance yawns beneath the water. Characters that blunder into it crash through the water and are restrained by the weighted net until a creature uses an action to make a DC 14 Strength (Athletics) check to rip it apart.

THE BLACKTONGUE BREAKOUT: DONNING ARMOR

The adventurers may be tempted to immediately flee the Temple of Sseth, but what of armored fighters? They'll either have to abandon their gear, carry it, or spend precious time donning it. By opting for the latter, hold them to this time constraint; the final wave can be delayed just long enough for the characters to don their armor, but not so for the first three.

Light Armor: 1 minute

Shield: 1 action

Medium Armor: 5 minutes

Heavy Armor: 10 min.

17B. DEATH OF A NAGA

When the adventurers set foot on the island, read:

The past has come alive: spirits wage a desperate battle against some ethereal serpent on the island. Its scales shimmer with a ghastly light—a light that envelopes you! You will it away but to no avail!

The world flashes white and you find yourself in the spirits' place. Your arms are scaled, your tongue forked. The serpent—the naga Hexacali, your sworn foe—opens wide! Venom drips like rain as it lunges!

19. YUAN-TI TEMPLE

This temple is the seat of Kuketh's power, but the death slaad only visits during Act II of *BB*. If you aren't running *BB*, Jocelyn, Perlos, and Ilinar of the Gentlemen Bastards are in A21B instead of here.

THE BLACKTONGUE BREAKOUT

Act II plays out in this area. The latter encounter, *Escape from the Temple of Sseth* is described below.

Before the Breakout. By happenstance, Hyin, the **blue slaad**, is nearby when the prisoners make their escape. Kuketh and its pet **hydra** are likewise on their way. Their escape sparks a four-wave assault, culminating in Kuketh's arrival. The adventurers must hurry, for who knows how long until Kuketh returns—but to rush naked into Slitherswamp is suicide, so they must first find and recover their gear, which is hidden in A19C.

Waves. The prisoners start this encounter in A19D. As the guards change, or when Hyin approaches the chamber, have characters roll to overcome their bonds. The waves are at least 1d4 rounds apart and described below:

- Hyin (**blue slaad**) and two **bullywugs** are in A19C and can be surprised. The sound of combat alerts outside forces who immediately sound the alarm.
- Four **bullywugs** attack from A19B while Torbit (a **bullywug assassin**) drops in from a hole in the ceiling with two more **bullywugs** at his side.
- Five **bullywugs** in A19A attempt to hold back the prisoners by peppering them with arrows or otherwise blocking their escape. Their arrows are coated with carrion crawler mucus.
- Kuketh, a **death slaad**, and its **hydra** arrive just in time for to stop the characters from escaping or for prisoners to find and don their stolen armor. See A21 for Kuketh's tactics.

Aftermath. Once Kuketh and its hydra are slain, progress into Act III. The Gentlemen Bastards either attack immediately or bide their time—whichever you see fit. If infected with chaos phage, they're desperate.

20. BLACKTONGUE ISLE

Non-bullywugs will be hard-pressed to cross the deep waters surrounding Blacktongue Isle. While swimming, they're liable to attacks from **giant toads** which drag them into the depths

OUT FROM UNDER THE ROD

During Act III, the nagas send their thralls to wipe out the bullywugs. See Act III for details on these forces. Their orders are to wipe out the entire Blacktongue tribe, including the younglings and *especially* the unhatched eggs within the spawning pool.

Genocide. The drow, for the most part, can tackle the twenty-five bullywugs on the isle, sparing you and your players the time it would take at the table to fight through them. Only two groups consisting of four **bullywugs** and two **giant frogs** apiece assail the adventurers as they storm the island.

Infanticide. The adventurers find the younglings cowering in a hovel on the north side of the isle, defended by one **bullywug** matron armed with a spear. The eggs and tadpoles can be slain if the spawning pool is violently heated (such as if 50 points of fire damage is hurled at the pool) or the net strung across the opening is cut down, opening the pool to invasive fish that will devour the tadpoles and eggs if given time.

If the adventurers are of a Good alignment, they're sure to hate themselves after the *rod of rulership* no longer has them in their grasp.

21. LORD OF FETID OBLITERATION

Infused with the very essence of the Negative Plane, the **death slaad** is a terror on the battlefield. On the second round of combat, the **hydra's** heads surface behind the adventurers in Area 21A to block their retreat.

Tactics. Kuketh employs these tactics in battle:

- If Kuketh has heard the carnage outside and knows invaders are coming, the slaad shapechanges into that of a bullywug youngling or casts *invisibility* until it knows whether these visitors can be parleyed with.
- Kuketh opens with a spell of *fear* or, when faced with many melee combatants, casts *fly*.
- On its second turn, Kuketh unleashes a *fireball* against the invaders, even if it would include him in the blast; he has fire resistance, after all.
- Once it's out of *fireball* spells, Kuketh draws its greatsword and attacks, relying on the *fly* spell to reach weaker foes.
- Kuketh can move from 21B to 21A, but to do so would give the invaders the high ground. By remaining on the ledge, it traps them between it and the hydra.
- If the invaders find the secret door to 21C and barricade themselves therein, Kuketh casts *cloudkill* to smoke them out of their hidey hole.

OUT FROM UNDER THE ROD

With Kuketh slain, the thralls must return to the nagas' lair to await further orders. The adventurers may find themselves still trapped by the *rod of rulership*.

If you don't run *The Blacktongue Breakout*, the other Bastards are here rather than A19, bound and dazed. Kuketh has been torturing them for days. The sight of his battered comrades is enough to allow Grel Momesk to repeat his saving throw against the *rod*. If he fails, he brings his comrades back to his ophidian overlords, possibly trapping them in the same prison.

EPILOGUE

The adventurers progress half-way to 11th-level for finishing this level. Choose one of the send-offs below to cap-off your gaming session.

The Gentlemen Bastards. If the adventurers didn't become involved in *BB* or *OUR*, it's up to you as to whether the Bastards survive. Per the *Companion*, they can show up again later in the campaign: on L20, where they also attempt to steal the lich Ezzat's phylactery for the two genies on L19; and possibly even L23, where you can write into your campaign that they too are victims of Halaster (specifically as failed contestants on his transplanar game show, *Dungeon of the Mad Mage*).

THE STANDARD SEND-OFF

"Good riddance" is the only sentiment you can conjure as this wretched chapter comes to a close. What else has Halaster Blackcloak stuffed in the dim halls beneath the mountain? A desert? An ocean? The very sky? And for what other point but entertainment or sadism?

As the tunnels slope downward, once again you question your purpose in this blasted dungeon and long for the days when you could feel the wind on your skin.

THE HOST'S SEND-OFF

The Mad Mage's voice comes in the form of a light that shimmers off the murky waters, splashing straight into your mind:

"Nothing matters," Halaster whispers. "Nothing mattered, nothing will *ever* matter. Your efforts, your struggles—meaningless. The wheel yet turns and Slitherswamp will never truly be free, for that which cannot die shall only return more deranged than ever before. Those that return from the grave are less for it and instead *ravenous* for a true end. No creature's sanity can survive a sight so harrowing as what lies beyond this life."

Halaster strikes a jovial tone: "How much more can our contestants take? How soon until they crack? Friends, fiends: find out next time on *Dungeon of the Mad Mage!*"

LEVEL IX: DWEOMERCORE

"Death—or worse, expulsion—awaits those that refuse the call of the cold fire!" – the Headmaster

QUICK NOTES

- This level—essentially evil Hogwarts—is ostensibly a story-driven chapter, especially if the adventurers stay a few days, with the headmaster's permission.
- If an adventurer is admitted to Dweomercore as a student, even if only temporarily, then the vast majority of L9's inhabitants *do not* attack the party, unless provoked.
- *Many* special events have been written for this level, as it's a story-driven chapter. See *Areas of Note*.
- Karstis, the Dweomercore mage of Level 8, may have been encountered by the party. If he yet lives, he might return to the academy at your discretion. Add him to any of the events of this chapter if you so wish.
- There are scant few magic items in this magical academy. A few have been included. Additionally, seed it with as many common magic items (see *XGE*) as you wish.

INVOLVING MARTIAL CHARACTERS

This level could be a bore for martial characters if their resident spellcaster joins the academy for a few days. To involve them in the plot, consider the following methods:

- The warriors accompany the resident spellcaster as their bodyguard, like many of the other students here. Even Halaster himself kept a bodyguard (Muiral the Misshapen).
- The characters can skulk about; the wizards pay them so little notice, they're practically invisible.
- Dweomercore is always on the lookout for robust, tenacious test subjects the students can spar with or test out spells on. These characters can expect a nice sum for their trouble.
- The character can attend lore lectures, learning anything from arcane theory to xorns. They might learn about secrets or even whole levels of Undermountain.



THE ACADEMY REVAMPED

Dweomercore, which already brims with potential, has been overhauled. It is now much more than an academy with eight students and a few faculty members. The following changes have been made:

- The student body has been vastly expanded and organized into Houses that better fit their nature.
- The entrance exam is now to slay the bone devil.
- The student body knows there's more than meets the eye with Spite Harrowdale; they just don't know what exactly.
- The students, staff, and other intelligent creatures of the academy do not attack the adventurers on sight and instead assume they're invited guests. Why would brilliant wizards even attack when outnumbered?
- Murder is expressly forbidden in the academy—so long as the perpetrator doesn't get caught. All quarrels are to be resolved through fisticuffs, words or a spell duel (see the *Have at Thee, Cur!* special event.). Murderers face petrification, mutilation, death—or worse, expulsion.

THE ENTRANCE EXAM

The entrance exam presented in *DotMM* is underwhelming to say the least. Instead, since the academy is "at capacity," the headmaster informs any would-be students that they will only be admitted if they prove themselves against the **bone devil** of Area 47. An "extraordinary display of talent" is necessary.

By facing this hurdle now, it gives the adventurers a chance to shine and earn the ire of the upperclassmen, who, otherwise, would have demonstrated their might by tackling the devil. It also clears up the way to Level 10, allowing the party to move on quickly if they don't stay here for a while.

If the candidates kill the devil, they are placed into House Kestellharp by the Arbiter Cap (see below).

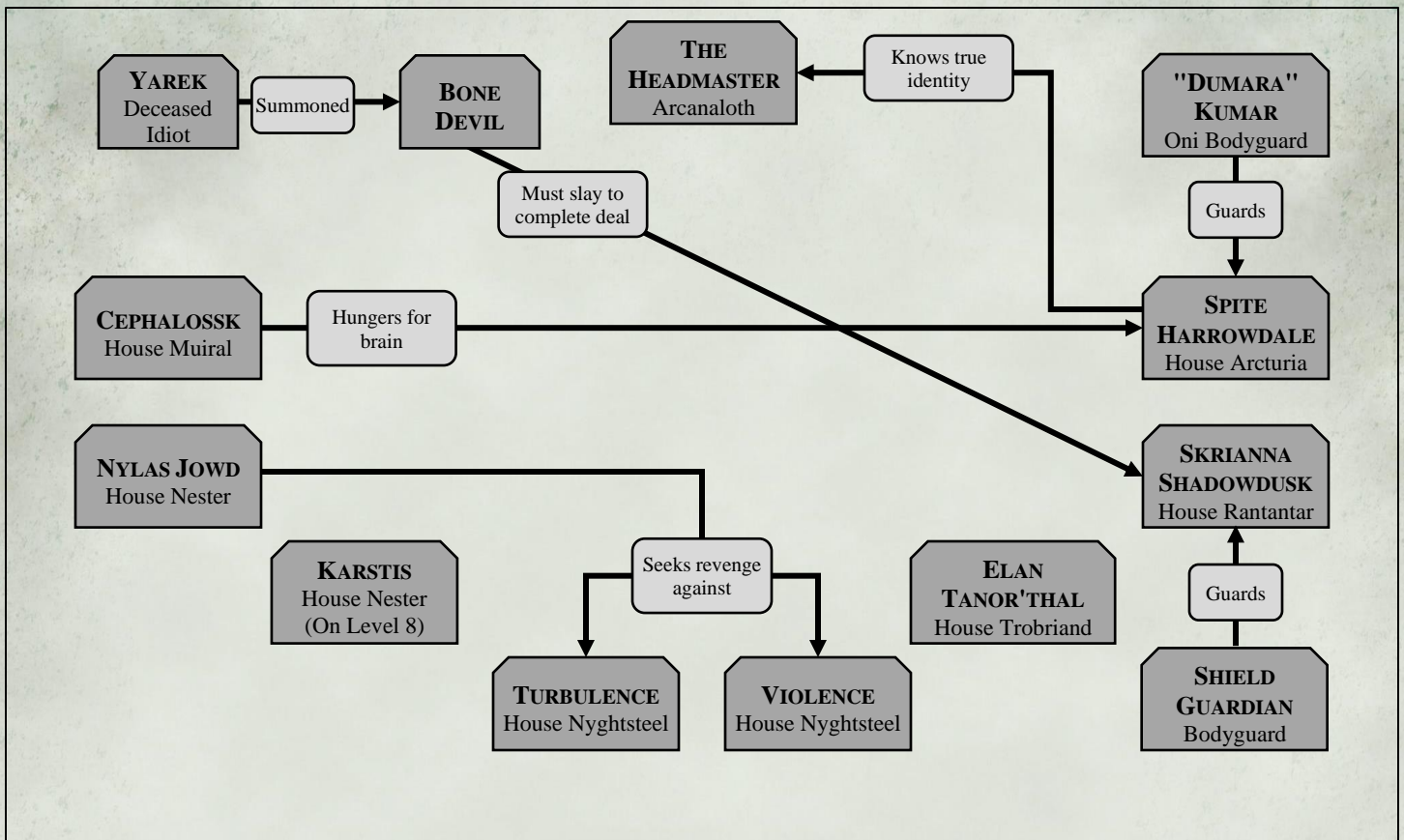
UNDERCLASSMEN

The student body has been expanded to include an additional 32 **mag**es and 63 **apprentice wizards** (whom are legacies: descendants of people Halaster owes a favor to) of varying race and prowess. These additional NPCs are merely fodder you can use for whatever fell purpose: filling out a lecture, passing through the halls, dying, applauding or jeering at spectacles—the works. In this fashion, you need not be bogged down by additional NPCs to manage, but can draw on them for whatever you need. These characters are effectively noncombatants.

The underclassmen dormitories exist in pocket dimensions and are divided by their respective houses (see below).

UPPERCLASSMEN

The eight students described in *DotMM* are now upperclassmen of Dweomercore, having proved themselves over the years. Their former classmates have all either died or disappeared. Make no mistake, these star pupils, are nothing more than emotionally-stunted prima donnas. Their catty relationships are described in the chart below.



Class Rankings. As the senior class of Dweomercore, the upperclassmen are continuously ranked by the headmaster. Their scores may rise or fall for seemingly arbitrary reasons. The truth is that the rankings don't matter, but the academy is steeped in the commonly held superstition that only the top three can graduate and all others are subject to the Mad Mage's torment for decades to come. Thus, the upperclassmen will do anything to improve their rank and foil their classmates'. They also cannot hide their dismay when the adventurers arrive, fearing new spellcasters may be thrown into the mix.

HOUSES

To honor the Seven (the Mad Mage's original apprentices that came with him to Undermountain) the student body is divided into seven houses that better fit their nature and talents—or so they're led to believe.

The Arbiter Cap. New students are welcomed in a fantastic celebration ending in a grueling session with the Arbiter Cap. The Cap is a loud-mouthed sentient magic item that, when worn, can analyze its wearer. It then often spews out that character's deepest insecurities and gaping flaws to all those that can hear—just utterly roasting the poor bastard. Thereafter, it designates the student's house, determined by their personality.

Dorms. The living quarters of each house is located in a pocket dimension. Only the upperclassmen enjoy their own earthly dormitories, described in Areas 8 and 11.

UPPERCLASSMEN

Rank	Character	Statistics	Area
1	Spite Harrowdale	NE Human archmage	6
2	Cephalosk	LE Mind flyer arcanist	7
3	Elan Tanor'thal	NE Drow mage	13
4	Violence	LE Tiedfling mage	14
5	Skrianna Shadowdusk	CE Human mage	38
6	Turbulence	LE Tiedfling mage	17
7	Nylas Jowd	NE Human mage	16
8	Karstis (see Level 8)	LE Human mage	L8

HOUSE ARCTURIA

Named after perhaps Halaster's most ambitious apprentice, House Arcturia is for those that aren't satisfied with their current status—whether it be physical, social, or magical. House Arcturia often dominates the school's politics, driving them into deep conflicts with Houses Nester and Nyghtsteel.

Symbol. A skeletal hand represents House Arcturia. Its forefinger has flesh; its middle finger is clawed; the ring finger has been bitten off; its pinky is a rusted key; and its thumb is a pristine wand.

Dorms. The entrance to House Arcturia's private quarters is located across the door to the Transmutation Classroom, Area 34. Throughout its years, Dweomercore has held transmutation classes in several locations; the doorway to House Arcturia's quarters always materializes without fail. To open it requires casting a transmutation spell while within 5 feet of it.

Star Pupil. Spite Harrowdale is the unequivocal champion of House Arcturia. All its members chafe under the shadow of this 12-year-old boy, though many suspect there's more than meets the eye.

HOUSE MUIRAL

"House Pariah," as it has been famously known, is named after Muiral the Misshapen, the former bodyguard of the Mad Mage that turned his godly-given form into a monstrous half-man, half-scorpion abomination. The Arbiter Cap places outcasts and insecure individuals into this house. Its members are disjointed and rarely interact with each other. Whenever Muiral guest lectures at the academy, House Muiral conveniently has the flu.

Symbol. House Muiral is represented by an eight-fingered fist, one of which is tipped with a ghastly claw. It's set upon a violet field.

Dorms. House Muiral's frigid quarters can be entered through a mirror in the hallway outside A7. Confronting their reflections is a daily challenge they must face to enter their quarters.

Star Pupil. Cephalosk the **mind flayer** is the head of House Muiral in all but name—though that amounts to little influence, given how reluctant its students are to even look each other in the eye.

HOUSE NESTER

Shame has befallen House Nester ever since its founder failed to achieve lichdom—a failure that hounds its members day and night. Nester himself yet remains in the academy, teaching the foul art of necromancy. He delights in embarrassing and tormenting House Nester students that don't meet his exacting standards. Sadists petrified of death and pain are often hurled into this house.

Symbol. House Nester's symbol is, unsurprisingly, a spectral skull floating above a tombstone.

Dorms. House Nester's abode can be found in Area 3, south of the medusa statue.

Star Pupils. Nylas Jowd is House Nester's most esteemed student with Karstis a close second.

HOUSE TROBRIAND

Devoted to innovation above all else, members of House Trobriand are derisively called "metal heads," after their founder, Trobriand the Metal Mage. The Arbiter Cap tends to place those mad or adventurous enough to experiment with magic in this house.

Symbol. House Trobriand is represented by a steel scorpion on a gray field.

Dorms. The entrance to House Trobriand's dorms is hidden in Area 32, the Steel-Sheathed Hall.

Star Pupil. Elan Tanor'thal leads House Trobriand, though he shelves most administrative work off to his deputies, preferring to focus solely on his studies. Members of his house obey his infrequent demands but never trust him to have their back.

HOUSE NYGHTSTEEL

Named after Marambra Nyghtsteel, this House symbolizes the cultivation of raw power. The Arbiter Cap places individuals that hunger to prove themselves to their peers, detractors, and even the world, into this house. Bullies and those that wield their arcane power as a cudgel are also placed here.

Symbol. House Nyghtsteel is represented by a violet flame within which lightning dances.

Dorms. All members of House Nyghtsteel carry a small trophy of theirs—anything that has been won over competitors, be it a medal, a seal of approval, a wolf's fang, or even a rock won in a schoolyard brawl of one's youth. To enter their dormitories, these members must place their trophy in the empty trophy case of Area 19, which then teleports them and it to their dorms.

Star Pupils. The Horned Sisters, Violence and Turbulence, are House Nyghtsteel's most esteemed students. Underclassmen listen to them less out of respect and more out of fear.

HOUSE RANTANTAR

Its founder devoted to trickery, House Rantantar is crowded by the pride and arrogance of its members. Theirs is a rigid hierarchy where subordinates are expected to obey—but scheme against—their superiors while exacting their frustration on someone beneath them. Every student here comes from nobility or privilege of a sort and chafe under the authority of another. No person in Dweomercore is more miserable or abused than the lowest person on House Rantantar's totem pole: a human **mage** by the name of Jacob Anderbrood.

Symbol. A gnarled wand in a cloud of miasma represents House Rantantar.

Dorms. To enter the house's dormitories, one must hurl themselves into the correct alcove in Area 41, sinking into the wall on a success. The alcove changes randomly throughout the day, explaining the chronic frustration and many concussions Rantantar students seem to develop.

Star Pupil. Skrianna Shadowdusk dominates the House with a debutante's vanity. All members are expected to treat her as the lady she is—enforced by her shield guardian. They would like nothing more than to see her dead, or better, expelled.

HOUSE KESTELLHARP

This house has lain barren ever since Jhesiyra Kestellharp "abandoned" Halaster so long ago. With the arrival of the adventurers, they are inexplicably thrown into this house.

Symbol. Historically, House Kestellharp's symbol has been a wisp in a moonlit wood. The only portrait bearing this has been shredded, found in the house's dormitories.

Dorms. After Jhesiyra's disappearance, Halaster did some remodeling of the House's dormitories to symbolize his anguish and disgust: its entrance is in the academy's garbage room, Area 9. Characters within there can spot a ladder dipping into the refuse pit. Halfway down is a precarious ledge set before a door that opens upon the House's pocket dimension-dormitories.

FACULTY

Like the student body, assume that the faculty's ranks have been expanded as well. The only instructors you and the party must concern themselves with are outlined below, with exception to Professors Figment and Bring (see Areas 33 & 37 respectively).

THE HEADMASTER

The arcanaloth knows this in its black heart: this is as good as it'll get. Eons of serving two-bit hedge wizards and guarding tombs have led to this duty: masquerading as the Mad Mage while teaching students the secrets of magic. The headmaster *loves* this post and will do anything to avoid being fired by Halaster—anything to avoid a "lesser" assignment.

The Headmaster's Secret. It's of little consequence if the adventurers learn that the headmaster is not the actual Halaster, but it will likely embolden them once they know he isn't here to smack them down. The arcanaloth, for its part, worries that if its secret is learned one too many times, Halaster will fire him.

You as the DM want to drop hints that this isn't Halaster, and you can do so with the following tips:

- Whenever possible, say "the headmaster" when you narrate or refer to "Halaster."
- The arcanaloth is unaware of Halaster's game show, *Dungeon of the Mad Mage*, so any references to it will go over its head.
- No matter what Spite Harrowdale gets up to, the headmaster refuses to punish him. Why? the adventurers must wonder.

WORMRIDDLE THE NIGHT HAG

Wormriddle is a cruel disciplinarian who takes the form of a cheery, old woman chronically dressed in pink. Her voice is so sweet, it's sickening.

NESTER

The *Companion* has changed Nester from a scatterbrained, shattered **archmage** to a wicked, sadistic **boneclaw** (see *MToF*) that serves Halaster. Necromancy classes have become macabre experiments in agony and death. Nester punishes insolent or failing students with the former, and captives with the latter.

THE HIGH WIZARD TOURNAMENT

Every graduating class of Dweomercore must face the High Wizard Tournament, the ultimate test of their courage, cunning, and wit. The Mad Mage has timed this class's tournament perfectly with the arrival of the adventurers, for he too wants them to compete in these foul games. The headmaster is under strict orders to invite the adventurers to partake, so long as any of them are arcane spellcasters.

The tournament is divided into three challenges, described below. Each take the contestants out of Dweomercore for some time. "Halaster" likes to boast that the "tourney" has an 85% mortality rate.

Inspiration. Any HP fan worth their salt will recognize these events to have been ripped out of *Harry Potter and the Goblet of Fire*.

OVERVIEW

The tournament has three challenges, each a week apart. The adventurers are expected to stay in the academy for up to three weeks if they opt in—and once they're in, they're forbidden to leave until they're dead, disgraced, or victorious.

Act I sends the competitors to the frozen north to pilfer an **adult white dragon's** eggs.

Act II takes place upon a sunken world. A loved one (or trinket) has been stolen from each competitor and is due to be sacrificed by the capricious sahuagin.

Act III hurls the competitors into a labyrinthine demiplane guarded by a **gynosphinx**. The **lich** Ezzat of Level 20 makes a cataclysmic appearance.

ANNOUNCING THE TOURNAMENT

Within a few days of the party's admittance to Dweomercore, the headmaster summons all students and faculty to Area 30, the Dining Hall. The upperclassmen have been even more broody these last few days, for they rightly suspect the High Wizard Tournament is about to be sprung upon them.

Once the academy has assembled in the hall, read:

All of Dweomercore has assembled, its students pregnant with worry. Whispers sweep throughout the hall. You catch rumors claiming that someone will be put to death—or worse, expelled. A clump of House Nester students shares a nervous glance, as if they've some dark secret that has been discovered. The upperclassmen stand at the heads of their tables, grim-faced and resolute, their eyes red from exhaustion.

Let the adventurers stew here for a bit. They might gossip with the upperclassmen or eavesdrop on other conversations. Once you're ready, the headmaster enters the chamber and announces the High Wizard Tournament. Read the following:

At last Halaster takes his place before the tapestry depicting the Seven. He motions for silence and when he's denied it, he polymorphs some loud-mouthed student into a sheep. The student body collectively shuts up.

"Now that I've got your attention," the Mad Mage smiles, "The time has come 'round once again: the dreaded crucible, that harrowing trial: the High Wizard Tournament. Only the greatest of magi shall survive and glory, power, and recognition shall be theirs to claim! Behold!"

The headmaster claps his hand and a goblet of cold fire thunders into existence. Eyes peer out from the flames. Eyes that hunger, that judge.

"To be considered for the tourney, one must cast their name into this cold fire! And any student may cast their name, but I remind our senior class that to graduate our most esteemed academy, they must survive this crucible. Challenges! Challenges three our beloved seniors face, lest they be cast aside as the trash I've always suspected them to be! Those among them too afraid to dive into the belly of the beast may postpone their trial by yet another year, shameful as that may be!

"Pray to your false gods, my dear students. Those that triumph shall live forever more as a graduate of Dweomercore. But beware, my pupils! What is given cannot be taken back! The fire is impartial! The fire is your judge, and I your executioner! Death—or worse, expulsion—awaits those that refuse the call of the cold fire!"

ENTERING THE TOURNAMENT

To enter the tournament, one's name must be written upon parchment and cast into the fire. With almost a mind of its own, the fire selects the competitors. To graduate from the academy, a student must survive the tournament. All upperclassmen must either commit now or postpone it for another year. The junior classes are free to cast their names in (and some do, often against their will) but the fire does not select these students.

Fire's Truth. Anyone with half a brain can figure that it's a good chance that the "fire" is just controlled by the Mad Mage. A *legend lore* spell confirms this.

The Adventurers. The party is free to compete in the tourney if any of them are admitted students. As they'll find out, however, Halaster has already orchestrated their involvement.

Mulling It Over. The upperclassmen are given only one night to decide their fates, for the names shall be drawn from the fire tomorrow morning. Only Skrianna Shadowdusk is arrogant enough to cast her name now before the masses. Ultimately, however, all the upperclassmen are entered and selected.

The student body is shortly dismissed after the headmaster's announcements. Several events occur that night:

- Under a spell of *invisibility*, Nylas Jowd casts his name along with both of the Horned Sisters', who weren't going to enter the tournament. He intends to kill both during the tourney.
- Elan Tanor'thal sends his spider familiar to drop in both his and Karstis' name into the fire, who intended to abstain—a fact Elan already knew.
- Cephalosk skulks into the chamber to drop his and Spite Harrowdale's names into the fire; the illithid hungers for that insolent boy's apparently-big brain.
- An old, raggedy janitor shambles in, clutching the adventurers' names. This is, of course, Halaster in disguise, and he *wants* to be discovered by the adventurers.

THE MORNING OF

At nine in the morning the next day, the headmaster summons the student body back to Area 30 to draw the names from the cold fire. Once a character's name is drawn, they stand beside the headmaster, sometimes provoking applause or jeers from their own house or a rival house.

The order goes: Skrianna, Nylas Jowd, Violence, Turbulence, Spite Harrowdale (which draws cheers from the crowd; many students have long-since wished for this arrogant child to die), Cephalosk (whose housemates watch coldly), Elan Tanor'thal, then Karstis, and finally any adventurers.

Karstis: Condemned. Karstis never intended to enter the tourney, preferring to get a few more years of study under his belt. When his name is drawn, he refuses to partake—and the arcanaloth defenestrates him with a *banishment* spell (already having Halaster's consent to bypass the restrictions on magic in Undermountain). Karstis goes screaming as he's sent to the Shadowfell. Read the following:

"Then begone, craven cur," the Mad Mage snarls, "you're no apprentice of mine." With an arcane word, shadowy hands appear, clawing at Karstis' body. The young mage begins to scream for mercy as his body is hurled into some dark nether whence there is no return.

Let this underscore how dire the situation is—and that no one can refuse the call of the cold fire.

POINTS SCORING

Place	The Arctic Egg	The Sunken Depths	Maze of the Spotless Mind
1st	25	50	100
2nd	22.5	45	90
3rd	20	40	80
4th	17.5	35	70
5th	15	30	60
6th	12.5	25	50
7th	10	20	40
8th	7.5	15	30
9th	5	10	20
10th	2.5	5	10
Forfeit	0	0	0

Refusing the Call. If the adventurers refuse to partake, this place becomes a bloodbath. The **arcanaloth** attacks them, along with the upperclassmen (except for Spite Harrowdale, who retreats with Dumara). The adventurers will have to fight through all these combatants to try and escape Dweomercore. The student body does not engage the party but instead flees to their dormitories. If the headmaster survives this encounter, it announces across the academy that the adventurers are to be killed on sight, turning all characters against the party.

RULES OF THE TOURNAMENT

When it comes down to it, the rules for the High Wizard Tournament are ironically simple: finish the task, no questions asked. Teamwork, treachery, and outright murder are all fine, so long as the rules below are followed:

- No competitor can back out of the tournament; one can self-forfeit a task (and thereby be awarded 0 points) but to quit the entire tournament is to incur Halaster's wrath.
- No competitor shall leave the academy except for the purposes of the tournament and they must return immediately after a challenge is complete.
- No competitor shall falsify their efforts or results.
- No competitor shall leave the region or plane of existence of that challenge of the tournament.
- No competitor shall turn to an otherworldly entity during a challenge, unless such a being is enslaved to the mage's will, such as through the *summon lesser demons* spell.
- After a leg of the tournament, all participants are given a week's rest, free from classes or chores. No competitor may interfere in the rest of another.

Punishment. The Mad Mage's punishment, as warned by the headmaster, for breaking the above rules is an eternity under the *imprisonment* spell, cast by the real Halaster.

SCORING OF THE TOURNAMENT

The competitors are awarded by how quickly they complete the current task of the tournament. Since the tourney only grows harder, the points increase. In the incredibly unlikely situation that there are more than ten competitors, assume that eleventh place and beyond awards zero points.

Posthumous Scoring. Just because a character dies doesn't mean their points are wiped away. Other competitors may still finish the tourney behind a dead man if they performed poorly. In such an event, the dead competitor retains their ranking.

REWARDS OF THE TOURNAMENT

Beyond just satisfying the graduation requirement, the following prizes are promised to the top three competitors: a *pearl of power* (3rd place), a *staff of defense* (2nd place) and an *ioun stone of intellect*. These are described in Appendix A.

Experience. The tournament is written with the expectation that the party will not fight their way through Dweomercore and will instead earn experience by completing the challenges of the tourney. Do not award them twice. No matter what, they should be leaving Dweomercore at 11th level.

POLITICS & GRUDGES

The upperclassmen—deceitful curs, as they are—will not abide being upstaged by the adventurers. While some challenges may necessitate cooperation with the party, they undoubtedly search for an opportune moment to betray them and come out ahead. The students also intend to fulfill their long-held vendettas outside Dweomercore, where murder is allowed. Cephalosk, for instance, hopes to ambush Spite Harrowdale and *finally* devour that brain of his.

I. THE ARCTIC EGG

"Courage! Daring! Bravado! Our opening salvo shall not disappoint: far to the frozen north, upon the roof of this blighted little world, slumbers the drake Serakrish, proud mother to a new clutch of eggs. I want those eggs, my dearest pupils, and I shall have them, or I shall have your heads. Dress warm, for the Stolid Glacier awaits!"

The High Wizard Tournament begins the next day, but the first challenge is described (using the script above) after all names are drawn from the cold fire—wizards are all about meticulous planning, after all.

As a test to their daring, the competitors must steal an egg from the frozen lair of an **adult white dragon**. Each competitor (including companions such as Spite's oni bodyguard and the other adventurers) are given a beacon that, when pressed via an action, teleports that character and up to six characters of their choice within 30 ft. back to Dweomercore. The beacon also does not function inside the drake's glacial lair, forcing them to escape its wrath, should it wake.

The Drake's Lair. Serakrish has claimed a glacier as her lair, which grants her Lair Actions. This "Stolid Glacier" is in an icy bay, far to the north of Toril—farther than most mortal men have ever ventured. The entire region is an area of extreme cold.

Time. This competition is a race, but you can't forget the other competitors. Roll a d20 for each competitor with the bonuses described below, determining the order in which competitors reach the Stolid Glacier and snatch their egg. The adventurers gain a bonus if they evade one or both encounters (see below) by succeeding on their Wisdom (Survival) checks while navigating the wastes (+2 and +4, respectively). If they stop to save Violence from Nylas Jowd, they receive a -2 penalty.

- Cephalosk: +3
- Elan Tanor'thal: +2
- Nylas Jowd: -2
- Skrianna Shadowdusk: -2
- Spite Harrowdale: +3 (+6 if **oni** is present)
- Turbulence: +5
- Violence: -2

1. INTO THE WASTES

The dragon lairs within a labyrinthine glacier surrounded by deep, frigid water. All participants are teleported into the frozen wastes, arranged around it in a ring. They've each a mile to travel before reaching it. In this manner, the adventurers are unlikely to meet any upperclassmen. The party itself is initially split in half, and each may face an encounter before reuniting.

Each encounter, described below, can be skipped if a group succeeds on at least two out of three DC 20 Wisdom (Survival) checks. Each group must appoint a "leader" to make this check. If one group fails, but the other succeeds, the successful group arrives three rounds into the encounter. These encounters are:

- The characters unknowingly trek through the territory of an **abominable yeti**. As they make their way through a frozen pass, it and two **yetis** attack. A strong wind (see App. C) blows through the pass.
- The adventurers trek over a frozen lake blanketed in snow. Beneath the surface, lying hidden, is a **remorhaz** that bursts through the ice on its first turn. The eruption is enough to weaken the ice, turning several patches into thin ice that can plunge characters into frigid water (see App. C for both).

Reaching the Glacier. The glacier surfaces above frigid water that is approximately 600 feet from the coast, requiring either flight, teleportation or boats to cross the water. The upperclassmen have prepared the *fly* spell for this very purpose.

Jowd's Revenge. When the party reaches the coast, they can clearly see the glacier—and Skrianna Shadowdusk flitting through the air, proving that this is their target. However, as they look to the south, they see sickly green light emanating from a nearby cave. They hear the crash of thunder, the roar of flames. If they investigate, they find Nylas Jowd and Violence (both **mag**s) in a duel to the death. Unless they intervene, Nylas kills Violence and animates her corpse.

2. THE STOLID GLACIER

Serakrish, the **adult white dragon**, has slumbered at the heart of her hollow glacier for months now, heating her eggs with her body. A kobold clan tends to her lair, chiseling out labyrinthine tunnels, cleaning and rotating the eggs, and standing guard.

Eggs. Beneath Serakrish lie 2d4+6 eggs that are due to hatch in a few days. Each egg has an AC of 10, a damage threshold of 5, and 16 hit points. It is a Small-sized object weighing 50 pounds. Each egg is worth 500 gp to an interested buyer.

Waking the Drake. While Serakrish slumbers, her passive Perception score (normally 21) is reduced to 16. She can only detect characters within 10 feet of her. She wakes if she takes any damage or detects invaders. Spells of *thunderclap*, *shatter*, and the like wake her if they're cast anywhere within the glacier. Her kobold servants are loathe to wake her, lest they incur her wrath; they only resort to that if they see an egg being stolen or it becomes apparent they cannot defend the glacier themselves. A kobold can wake Serakrish with an action, if it's within 5 ft. of the drake.

Tunnels. Tunnels wind all about the glacier, too dark and too blue to be seen through. **Kobolds** roam in packs of 1d8+5, busying themselves with tasks. Most tunnels can only fit a Small creature; the kobolds use these tunnels to harry invaders by shooting from holes or dropping rocks upon their heads. The ice separating the kobolds from the adventurers can be melted in 10-foot sections if it takes 10 or more fire damage in a single round.

Spite Harrowdale. While in the glacier, the adventurers come across Spite Harrowdale, the **archmage**, and his **oni** bodyguard. He offers them his aid or asks for theirs, if they still believe him to be a child. If they accept, he leads them to the glacier's heart, using *magic missile* to kill kobolds along the way.

Stolid Heart. The dragon's personal lair is a hollowed-out chamber at the glacier's heart. Ovoid in shape, it's 100 by 140 ft. at its widest point and its ceiling curves upward to a height of 120 ft. Serakrish at the center, resting atop her eggs. At any point there are 2d10+4 **kobolds** in the nearby tunnels.

3. BETRAYAL!

Spite Harrowdale intends to betray the party and wake the drake. Once they reach the heart of the glacier, he either traps the adventurers within a *wall of force* spell after Dumara has pilfered an egg; or he preemptively casts it on the party. He's prepared *dimension door* instead of *fire shield*, allowing him and Dumara to escape the *wall of force*. Adjust accordingly to fit the situation.

Once Spite has his egg, he and his oni flee to the tunnel. He casts *shatter* on the tunnel's entrance, caving it in behind him. The noise wakes Serakrish, who turns her wrath on the party. Thereafter, Spite and his oni escape the glacier and activate the beacon that teleports them back to Dweomercore.

Serakrish's Wrath. The brood mother is surprised by the *shatter* spell. Thereafter, she enrages. 2d10+4 **kobolds** act as her minions while she attacks the party. She accepts no quarter. The party must either kill Serakrish or escape with an egg. Another tunnel on the opposite end of the chamber provides a means of escape—but the dragon lies in their way.

AFTERMATH

The upperclassmen return triumphantly in the order of their Survival checks (see "Time" above). Award points accordingly.

Zombified. Unless Nylas was stopped earlier, he animated Violence's corpse and used her to retrieve an egg from the Stolid Glacier. He then reappears at Dweomercore in second to last place with his new undead thrall in tow. Turbulence demands justice for her sister, but Nylas claims that he *himself* did not murder her, only that he found her corpse and "decided to return Violence to her beloved sister." The headmaster does not punish Nylas, as whatever happened happened outside Dweomercore; he advises Turbulence to challenge Nylas to a duel, which he refuses. Turbulence later turns to the adventurers for aid or takes vengeance into her own hands.

II. THE SUNKEN DEPTHS

"Beneath the waves, the sahuagin plot to awaken their god, Sekolah the Sharklord. What you treasure most has been stolen from you, given freely to the sharks for use in their foul ritual. Dare not tarry, for there is but one hour to find the Temple of Sekolah and recover that which you hold most dear..."

The second challenge of the tourney tests the competitors' attachment to that which they love—or so it's said. Truly, it's just another way for Halaster to screw with his pupils.

Something near and dear to each competitor has been stolen and placed at the bottom of the sea. The competitors have only an hour to recover their beloved lest it be sacrificed to Sekolah.

Few competitors actually know what was taken from them before arriving to the Temple of Sekolah. For the adventurers, you must determine what this treasure is—and Halaster nabs it. He could kidnap family members or miniaturize their family home and put it in a snow globe—the sky's the limit. The other competitors' treasures are:

- Spite's Harrowdale's oni bodyguard, Dumara
- Turbulence's friend, Ca'al, barkeeper of *The Flagon & the Dragon* in Skullport
- Violence's old flame from her seafaring days, Marcus Turner
- Skrianna's token from Acamar, her invisible lover from the Far Realms—a glassy, eight-pupiled eye set in a pendant
- Elan's younger brother, Xirk Tanor'thal
- The jar containing the brain of Cephalosk's best friend (see A11D)
- Nylas' sweet but judgmental mother, Cecilia Jowd

Those Pesky Lungs. The upperclassmen have prepared the *water breathing* spell but refuse to include their classmates and the adventurers in the spell. If the adventurers cannot find a means to breathe underwater, the headmaster can scrounge up six *potions of water breathing* for them.

The Depths. The portal the competitors take leads not to any sea of Toril, nor a demiplane, but instead to a sunken world ruled by the sahuagin. The ruins of terrestrial civilization can still be found below the waves. Centuries have slipped by since the tides swallowed all but the tallest mountain peaks.

Returning. Unlike last time, the competitors aren't equipped with teleportation beacons. They must retrieve their beloveds and return to the portal that delivered them here.

1. ARRIVAL TO A SUNKEN WORLD

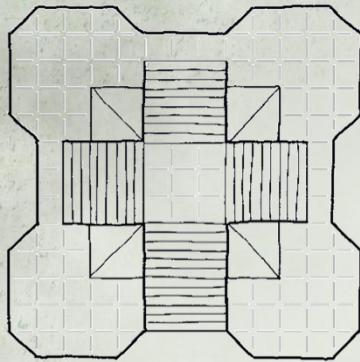
The headmaster opens a portal, with Halaster's consent, to that sunken world. Those that cross through to the other side emerge from a crumbling stone arch framing a violet portal. The distant sun dimly lights these sunken ruins, which are perched upon a ledge that drops into watery twilight. The ruins bear similarity to dwarven architecture and iconography.

The surface is two hundred feet above the ruins and Halaster telepathically informs the competitors that their goal ("the temple of Sekolah") is downward, past the trench and into the depths. These depths are dimly lit, as sunlight can hardly pierce the water. The upperclassmen quickly depart to devise their own means to find and infiltrate the temple.

Encounter. Along the way to the temple, the party is attacked by a sahuagin hunting party consisting of a **giant shark** and six **sahuagin**. The sahuagin use the shark as a mount of sorts: they've made a harness of twisted kelp and slung it around the shark. Holding tight, they can "ride" the shark as it takes the Dash action to swim swiftly through the water. Only one hand is necessary to hold onto the harness, allowing them to attack with spears.

2. THE TEMPLE OF SEKOLAH

A rough current and a telepathic message sent by Halaster points the way to the temple of Sekolah: a drowned ziggurat upon which the sahuagin perform their foul ritual to summon their god's avatar. What the competitors don't know is that this is about the seventieth time the sharkfolk have tried to summon their god to this world. At this point, it must surely be done for entertainment's sake alone, and instead of sea elves or merfolk, the sahuagin have had treasures and victims delivered to them by "the dried one" (Halaster).



**LESSER TEMPLE
OF THE HERETICS**
One Square = 10 ft.

Overhead

Refer to the map above, courtesy of Dyson Logos. The top platform is roofed, though four gaping holes provide a means of entry through the ceiling, which is 10 ft. high.

Three **sahuagin priestesses** are knee-deep in the ritual. The competitors' unliving treasure are placed equidistantly throughout the chamber, whereas living captives are at the heart, kept in iron chains. The ritual finishes in three rounds, after which 110 (20d10) necrotic damage is inflicted on the sacrifices. The ritual ceases if all three priestesses are slain. Guarding them are five **sahuagin**, a **sahuagin baron**, a **giant shark** and two more **sahuagin priestesses**. The shark swims above the ziggurat and the sahuagin (except for the baron, who remains in the chamber) are floating just off each of the staircases. Once the alarm is raised, 1d4 **sahuagin** reinforcements arrive from outside the ziggurat each round.

The adventurers may be posed with a moral issue: do they save the victims meant to be sacrificed by the sahuagin or leave them here? Rescuing and escorting them makes it possible that any of the other competitors can swoop in, steal their beloved, and make it back to the portal before the party does.

The Opportunist. If he survived the tourney's first challenge, Spite Harrowdale comes in half-way during the battle. He casts *time stop* to rescue Dumara; interacting with her causes the spell to fail, thus placing him in harm's way. On his next turn, he snatches Dumara's hand and casts *teleport* to take him back to the portal to Toril. Roll a d100 and consult the *teleport* spell. Since Spite has only seen the portal once, he only successfully reaches it on a roll of 74-100.

3. BETRAYAL (AGAIN)!

Their egos bruised, two upperclassmen ambush the adventurers at the portal to Toril. Nylas Jowd, a **mage**, attacks with a force of four **zombies** and an **ogre zombie**. The next round, Skrianna, a **mage**, and her **shield guardian** arrive. All these combatants are under a spell of *water breathing*. The mages flee to the portal when reduced to half their hit points.

AFTERMATH

If Skrianna and Nylas are slain, the headmaster pens a letter to their next of kin, detailing their demises. Except for his mother, no one cares if Nylas dies. Skrianna's family, the maddened Shadowdusks lairing on L22, take umbrage with the party.

Time. Like before, the results of this challenge are left up to chance. Swimming back to the portal is a measure of one's fortitude or quick thinking. Roll a d20 for each surviving competitor, adding the modifiers below to the results.

The adventurers can determine their own modifier by making either a DC 16 Intelligence (Investigation) check to recall the quickest route or a DC 18 Strength (Athletics) check to swim as quickly as possible. For the former, only one character needs to succeed on the check; for the latter, all must succeed on the check. They gain a +2 for one success and a +5 for two.

- Cephalosk: +4
- Elan Tanor'thal: +3
- Nylas Jowd: -2
- Skrianna Shadowdusk: -2
- Spite Harrowdale: +20 if *teleport* successfully delivered him to the portal; +2 if off-area; -4 if similar area; and -15 if the d100 resulted in a mishap.
- Turbulence: +4
- Violence: +2

III. MAZE OF THE SPOTLESS MIND

"And so, we come to our final challenge: the Maze of the Spotless Mind. Bit of a misnomer, as it's far from spotless. What horrors lurk therein? Well, I'll tell you: undead, traps galore, and one termagant of a sphinx. She, Mighty Aleria, guards a golden grail filled with sacred coins. Bring me a coin, competitors. Bring me a coin by cracking her riddle or braving her claws. The sphinx awaits ye."

The final challenge is to race through a labyrinthine demiplane, at the heart of which waits a **gynosphinx**. The competitors are each targeted with a *maze* spell, which they must willingly fail. This demiplane was once a sanctum of the lich Ezzat, Halaster's nemesis that lairs on L20. The demiplane houses Ezzat's spare phylactery; it's been so long since Ezzat visited, or was slain outside the Material Plane, that he's unaware of Halaster finding and seizing his demiplane for this game.

The Sphinx. Aleria, the sphinx, sits at the center of the maze, guarding Ezzat's phylactery, which is shaped as a golden grail filled with radiant coins. To claim a coin, one must brave the sphinx's claws or solve her riddle. Thereafter, a competitor must make a DC 20 Intelligence check as action to escape the maze—a trivial matter, if given time, but harrowing if that character is under attack by the sphinx. This demiplane *does not* count as the sphinx's lair.

The Maze. The maze was created through the *maze* spell and is enchanted. The corridors are 10-feet wide and its ceiling, floor, and walls are indestructible. Magic fails to change their shape, as do spells that would teleport a character through them. A foot of lead is embedded in the walls, foiling most divination magic.

1. INTO THE MAZE

The competitors appear at different points on the maze's outer layer. The adventurers are together, perhaps by happenstance. Along the way to the center, they must contend with various traps and enemies.

Navigating the Maze. Mazes, quite simply, suck in tabletop RPGs. There's nothing to solve; characters just need to brute force their way through or get lucky. So you, as the DM, aren't running a maze per se, but a series of events. All competitors reach the heart of the maze at approximately the same time—as the true randomness comes during the combat with Ezzat; see *Aftermath* for more details.

The events occur in the following order:

- Eight **minotaur skeletons** appear, four apiece at both ends of a straight corridor. If Nylas Jowd or Elan Tanor'thal are competing, they've commandeered these undead and attack from the rear, fleeing when their minions are dead or when they lose half their hit points or more.
- A 10-foot-wide, 50-foot-deep pit is obscured by an illusion, requiring a DC 16 Int. (Investigation) check to discern, made as an action. If no one does discern it, the first character to step into the pit falls, taking 5d6 bludgeoning damage. Six **zombies**, quieted by a *silence* spell, are pressed together at the pit's bottom. The pit's top is also obscured by a *darkness* spell, which can be dispelled with a *dispel magic* spell.
- A corridor is trapped with an *Evard's black tentacles* spell (save DC 14) cast earlier by another competitor; it subsides in 1d4+1 rounds.
- A *glyph of warding* is inscribed at the end of a 60-foot-long corridor; when a creature enters within 30 ft., it unleashes a *lightning bolt* spell (save DC 14, 9d6 lightning damage on a failure, or half as much on a success). It can be spotted with a successful DC 14 Intelligence (Investigation) check.
- Spite Harrowdale, if he's competing, has blocked off a section of the maze with a *wall of force* spell after he found the heart of the maze nearby. It will elapse in 4 minutes. If the party decides to backtrack, they must find an alternative route into the heart of the maze, which takes 1d10 minutes. They are attacked by a **minotaur** under the effects of a *mirror image* and *haste* spell in the meantime.

2. THE SPHINX AWAITS

The maze's heart is a four-sided chamber, 100 ft. on a side, with a ceiling of 40 ft. At the center is a raised platform, 10 ft. high up, bearing a glowing, heavenly altar. If he's competing, they find Spite Harrowdale already there but without his bodyguard, who died to a fireball trap earlier in the maze. Spite is busy trying to solve the sphinx's riddle.

Aleria, the **gynosphinx**, welcomes the adventurers when they arrive and invites them to solve her riddle or storm the altar.

The sphinx smiles at you. "Welcome to my lair, heroes. A riddle you must solve lest you never climb the altar nor claim a sacred coin from the golden grail to leave this place. You need only to hold the coin in your hand and wish to return home. One riddle is all it takes—but fail me, deceive me, defy me, and I shall fall upon you in a storm of fang and claw. Listen well:

"First think of the person who lives in disguise, who deals in secrets and tells naught but lies.

"Next, tell me what's always the last thing to mend, the middle of 'middle' and the end of 'end.'

"And last, give me the sound often heard during the search for a hard-to-find word.

"Now string them together, and answer me this: which creature would you be unwilling to kiss?"

This riddle was ripped straight out of *Harry Potter*; the answer is "spider." You want the players to solve the riddle, but a DC 20 Intelligence (Investigation) check can also be made to solve it. However, you must warn your players that if they rely on dice to solve the riddle and fail, the sphinx attacks. If they try it themselves, give them a few minutes at your table to figure it out. If the adventurers provide an incorrect answer, attempt to circumvent or beguile the sphinx, or defy her challenge in any manner, she attacks.

While the adventurers try to figure this out, the remaining competitors arrive to the heart of the maze. Some may hang back, especially if they know that even finishing first in this challenge is not enough to win first, second, or even third place. Those in this situation merely want to finish the tournament with their ego and bodies intact.

3. HE IS REBORN

As the competitors battle it out, fight the sphinx, or handle her riddle, Ezzat, a **lich**, is reborn here in this demiplane. Read:

As you climb the stairs to that altar, the air cracks with thunder. The stench of dust and death fills the chamber, a cloudy miasma that roils in an unseen wind. The dust collects itself into a figure that rapidly grows into a solid form. You hear... Bones. Bones snapping, fusing. Mold that sighs itself into flesh, which cling to a skeleton whose robes were borne of shadow, whose eyes glow with azure fire. A lich. You've just witnessed the rebirth of a *lich*.

"I live!" the lich screams. "I—who the hell are you?" The lich's fiery eyes *blink* at the assorted magi here, settling on the Dweomercore symbol on someone's robes.

"Halaster," the lich snarls. "Have at thee, dogs! I have spurned the Mad Mage once already! Twice will be quite the pleasure! Ezzat shall be the last name you ever learn!"

Realizing that Halaster has found and invaded his domain, Ezzat attacks the competitors. The sphinx slips into the maze; she was once Ezzat's guardian but was bought out by Halaster; she has no dog in this fight.

Several competitors flee into the maze when Ezzat appears; some, at your discretion, remain to fight against the lich.

Ezzat's Tactics. This demiplane does not count as Ezzat's lair; Halaster broke away his grip on the realm. "LA" refers to Ezzat's Legendary Actions. The **lich** employs these tactics:

- Preferring to blast first and ask questions later, Ezzat starts with a *power word kill* spell. Choose an upperclassman to die, provided there are any left.
- Ezzat follows up his first turn with a Frightening Gaze LA. After the next character's turn, he uses his remaining LA to cast *ray of frost*.
- On his second turn, Ezzat casts *finger of death*, hoping to raise a **zombie** (see App. B for stats).
- On his third turn, Ezzat looses a *power word stun* spell on an irksome character.
- When surrounded, Ezzat uses his Disrupt Life LA.

If Ezzat is slain, his spare phylactery is vulnerable. When he is reduced to 0 hit points, read the following:

The lich shouts, "Fools! I can *never* die! Undermountain shall be mine! The Mad Mage—mine! Your souls—mine and mine alone! May the Nine Hells have—"

With that killing blow, the lich crumbles into dust. The altar flares with violet light and the Mad Mage's voice booms across the maze:

"Quickly! Quickly, before the lich is reborn! Take his dreaded phylactery and spare the souls within! Quickly! Think of the points! *Think of the ratings!* Fifty points to whomever brings me that gods-damned phylactery!"

What the Mad Mage neglects to tell the competitors is that the phylactery is warded with a *symbol* spell.

The first character to touch the phylactery triggers its Death feature: each character within 60 feet of the phylactery must make a DC 20 Constitution saving throw or take 10d10 necrotic damage. A creature takes half damage on a success. Per the spell, creatures within the sphere incur this effect when it occurs, as well as when they enter into its area the first time, or if they end their turn there. This spell persists for 10 minutes.

Scrutinizing the phylactery under a spell of *detect magic* reveals staggering auras of both abjuration and necromancy, implying that the phylactery is trapped.

AFTERMATH

With Ezzat destroyed, there's but one thing left to do: race to the altar, snatch a coin, and attempt a DC 20 Intelligence check as an action to leave the maze. Competitors that fled quickly return. With all present, all it takes is a new initiative check made by every single character. Some magi take the Dash action, others might cast spells to arrest the party's movement or teleport to the altar.

Characters that know they need the extra 50 points promised for the phylactery might instead try to snatch that up too. Cunning characters might, alternatively, try to take all coins from it, preventing other characters from scoring.

AFTERMATH OF THE TOURNAMENT

The High Wizard Tournament ends with a maudlin ceremony honoring the survivors as graduates and dismisses the dead as disappointments. The headmaster doles out the awards to the top three competitors and furnishes the rest with diplomas.

The Dead. Even if a character dies, their place is retained in the rankings, meaning others can still finish below that score, receiving no prizes.

Continued Study. Alas, the upperclassmen are not free. With a sneer, the headmaster expects them to stay at the academy for their "advanced studies." It's with long faces that they accept this news. Some rightfully suspect that they'll never leave this gilded cage of theirs and begin to plot their escape.

The Adventurers. The adventurers that enrolled into the academy are lavished with an honorary diploma. The headmaster promptly tells the party to get the hell out of Dweomercore by dawn or else. Now that they've served their purpose and the headmaster has appeased Halaster, the arcanaloth no longer needs to play nice.

DWEOMERCORE SUMMARY

Area	Contents	Area	Contents
1	Entry	25	Treasure
2	Trap (Poison Arrow)	26	Cloaker
3	Trap (see above)	27	Kitchen, barbed devils
4	Mezzoloths	28	Trap (12.5% <i>PW: Kill</i>)
5	Trap (Madness)	29	Helmed horrors
6	Spite Harrowdale + oni	30	Cafeteria
7	Cephalosk	31	Nothic
8	Dorms	33	Class
9	Garbage	34	Class
10	Trap (Elder Rune)	35	Class, Nester
11	Dorms	36	Library
13	E. Tanor'Thal, Gate to L6	37	Class
14	Violence	38	Skrianna Shadowdusk
15	Headmaster's Office	40	Secret Door
16	Nylas Jowd	41	Shortcut to L10
17	Turbulence	42	Gate to L7
18	Illusion	44	Secret Door, NPCs
19	Regional Effect	45	Treasure
20	Slaad tadpole	46	Prisoners
22	Water weird	47	Bone devil
23	Wormriddle, night hag	48	Class
24	Trap (12.5% <i>PW: Kill</i>)	49	Gate to L14

AREAS OF NOTE

The following areas are of note. With its forty-nine areas, Dweomercore can be a nightmare to keep track of. Its areas are summarized above; areas omitted from the table have no actual content, such as A32.

1. ENTRY HALL

The tunnel opens upon the crumbling remains of a mansion's foyer—you're not even surprised that the Mad Mage has plucked and planted a villa in Undermountain.

Suspicious as ever, you eye the mansion's foyer: mosaics line the arched ceiling, depicting dueling wizards. Floating in the middle of the room is the severed forearm of a man. It turns to regard you with its eyeless gaze and holds up its palm in a "STOP" gesture.

You want the Left Hand of Manshoon to bruise the adventurers if they're well-rested. Softening them up now ensures they play nice with the academy's residents.

The Left Hand has readied its action to cast *fireball* as a 4th-level spell upon the tunnel's entrance once a character enters Dweomercore. It always hovers 25 feet off the ground to avoid melee combatants. On its first turn, it casts *time stop* and takes its subsequent turns during that spell to cast *mirror image*, *fire shield*, and finally *cone of cold* (in that order, assuming it has enough turns to do so before *time stop* elapses).

MEETING THE HEADMASTER

While the adventurers are busy fighting the hand of Manshoon, the headmaster makes its way to this area, arriving just as the limb is destroyed. The **arcanaloth** has its orders from the Mad Mage: to admit the arcane spellcasters into Dweomercore, while keeping up the charade that it's Halaster. Assuming the party has arcane spellcasters, read the following after the Left Hand of Manshoon is defeated:

As the sounds of chaos dim and that animated limb flops to the floor, you hear an old man cough nearby: the Mad Mage, here in the flesh.

"Well, it took you long enough," Halaster tells you, leaning on an oak staff engraved with runes. "Hurry, damn ye, hurry! You're late to your own entrance exam!"

If the adventurers inquire about what the hell Halaster means, the headmaster adds:

"The devil! It's loose! Slain poor Yarek already, the damned fool. Quickly! *Quickly!* The proctor has just about had it with your tardiness, and your full-ride scholarship hangs in the balance! If you wish to be admitted to the world's—nay, the multiverse's!—most prestigious wizard academy, you mustn't tarry!"

THE ENTRANCE EXAM: REVAMPED

If the candidates accept the challenge of slaying the **bone devil**, the headmaster does not teleport the party to Area 11C, but instead leads them through Areas 2, 3, 6, 38, 39 and 46, giving a hasty tour of the academy. He deactivates the trap via the *mage hand* cantrip while passing through Area 2.

Sample Dialogue. Along the way, the headmaster can say any of the following. It isn't aware of Halaster's hit gameshow, *Dungeon of the Mad Mage*, but is aware that he has a keen interest in the party.

- "Normally, our entrance exam would be a bit more academic, but we're currently at capacity—at least until Yarek, that gods-damned fool, summoned a devil. Now we've got a vacancy or two. If you can correct his mistake, you're in, kid."
- "Dweomercore is the finest wizard academy in the world. Except for those Silverymoon Uni bastards."
- "All but my first seven apprentices were trained in these halls. Some of them even survived! Far fewer graduated, however."
- "Tuition is negotiable. If you have the right financial aid package, we don't even need to put a lien on your soul."
- "Scholarships are available to outstanding students. It helps if you can play clarinet or open a rift to the Far Realms. Spelling bee champions are preferred."
- "Tryouts for the school's rugby team open next week."

3. MEDUSA JUNCTION

HOUSE NESTER DORMITORIES

South of the medusa statue is a bloodied wall: the entrance to House Nester's demiplane dormitories. Once a student has slit their palm and pressed it against the wall, they are admitted entrance to the dorms. They must repeat this once every day. Thus, the palms of all House Nester students are horribly scarred by the end of their tutelage in Dweomercore.

5. PORTRAIT OF A MAD MAGE

Ever curious—almost as if it were a whisper driving you to do it—you peel back the curtain to behold a ghastly portrait of the Mad Mage, to behold a scene of madness. Fields, actual *fields* of bloody mouths stretch to a red vista. Packs of women hunt down stragglers as cannibalistic orgies rage before a single, crumbling tower. The Mad Mage stands before this macabre scene, chillingly calm, the hint of a smirk splayed across his lips. The Long-Term Madness table has been included for your convenience. See Appendix C for details.

Hazing. Until recent times, House Nyghtsteel would haze its newest members by forcing them to behold the portrait. After a few too many psychotic breakdowns, the headmaster forbade that particular form of hazing.

6. READING NICHE

Assuming the party's being escorted by the headmaster, read:

You pass by a reading nook, its walls lined with dusty tomes. A young boy no older than thirteen looks up from a text entitled "Thaumaturgic Rites of the Netherese." He gives you a smile while a half-ogre at his side shares only a tusked scowl.

"Master Harrowdale," the headmaster croaks. "Should you not be polishing your wand technique?"

"I had hoped for some tips, headmaster, since you seem to be a master of handling wands."

The Mad Mage does not seem pleased by this retort, but doesn't miss a beat. "Back to your book, boy."

As a crass old man, Harrowdale lives for this humor, which might strike onlookers as inappropriate, given his false youth. The wand-techniques the arcanaloth refers to is actually a jab at Harrowdale's crippling arthritis. Ever since he's learned the truth about "Halaster" the two have been trading insults. Other students chalk it up Harrowdale becoming a rebellious teenager.

7. WORKROOM

Assuming the headmaster is escorting the party, read:

While the headmaster gives his hasty tour of the academy, a door down the corridor cracks open. A tentacled horror peers out, its voice slipping into your mind:

"Seek me out, visitors. Dweomercore is not all it seems. These halls teem with opportunity for parties... capable of putting aside their differences."

Cephalosk, the **mind flayer arcanist**, hungers for Spite Harrowdale's brain and will strike a deal with the adventurers. If they can incapacitate Dumara, Spite's **oni** bodyguard (whom Dweomercore's rules don't forbid killing) then the illithid will handle the rest.

HOUSE MUIRAL DORMITORIES

The entrance to House Muiral's pocket dimension lies behind a mirror set into the wall of the hallway outside Area 7. To open it, a character must stare their reflections in the eye for a solid ten seconds.

The dormitories are always frigid, no matter how many logs are burned in its fireplaces or how many spells are cast.

9. REFUSE PIT

This chamber reeks. Half a mountain of garbage lies at the bottom of a pit, sweltering in some unnatural heat.

HOUSE KESTELLHARP DORMITORIES

Distraught over Jhesiyra's disappearance, the Mad Mage remodeled this chamber into the refuse pit—all the better to "honor" House Kestellharp.

A ladder leads 20 ft. down the pit to a ledge, upon which a door is set. If knocked on twice, the door swings up and sucks in characters on the ledge along with a few pounds of garbage. The dormitories are barren and choked with dust. Its forty beds are busted, the sheets yellowed, stained, and tattered. Mold grows behind every corner, pulsating secretly out of view. No matter how many rats are killed, more show up.

11. STUDENT DORMITORIES

11D. CEPHALOSSK'S ROOM

Among the jars lies one brain that Cephalosk could never bring itself to devour: that of its best friend's. Before becoming a mind flayer, Cephalosk was a human—Tetvic Shai, an adventurer. He and his dear friend Brodrum were captured by illithids; Tetvic became an illithid and Brodrum cattle to be slaughtered later. Displaying an extraordinary degree of mental acuity, a sliver of Tetvic lived on in this "Cephalosk." Even as an illithid, it couldn't stomach killing its best friend; instead it took Brodrum's brain and preserved it in a jar.

11E. ELAN'S ROOM

See Appendix C for the Short-Term Madness table.

11F. NYLAS' ROOM

Amongst Nylas' belongings is his *Thayan razor*, a magical item that instantly shaves one's head when touched to their scalp.

12. COMMUNAL SHOWERS

The showers have been expanded to fifty to accommodate the larger student body. No accommodations are provided for different sexes—epitomized in an engraving on the entrance that reads "The world shall one day watch you. Spare nothing."

13. RECREATION ROOM

Whenever you need a social encounter to occur, it's advised you use the Rec Room.

13A. TAPROOM

Visitors to Dweomercore might be surprised to learn just how much the students treasure "mundane" games, like billiards or darts, that take them out from their high-magic, high-pressure world, even if for only a little while. Games include checkers, chess, cards, darts, and even Jenga—the popular halfling-invented game that consists of stacking wooden blocks.

Darts. The Rec Room includes a dartboard. Characters can play a simplified version of the game, merely trying to reduce their score from 300 to 0 or below before their opponents. Each turn, one character makes a ranged attack with a dart. The AC of various targets and their point values are summarized in the Dart Scoring table.

DARTS SCORING

Section	Name/Symbol	AC	Points
Inner Bullseye	Beholder	22	50
Outer Bullseye	Purple Worm	20	25
Triple Ring	Dragons	18	15
Double Ring	Glyphs	16	10
All Other Sections	"Fire" & "Frost"	14	5

ELAN TANOR'THAL

Assuming this is their first meeting with Elan, read:

A dark elf sits alone, busying himself with an arcane scroll and his spellbook. His eyes dart up at you. "Don't just stand there, help yourself to a drink. It's all on Halaster's copper." His quill rasps in sharp strokes against the parchment. "Since you're new," the elf says, "you should know that everyone here is utterly insane." He looks up with a smile. "But not I. Not yet. Elan Tanor'thal, rightful heir of Skullport and mage extraordinaire at your service."

14. DETENTION HALL

Your footsteps echo across the tiles as you reach a junction. Desks face the walls, occupied by disgruntled-looking students. A tiefling woman reading a scorched spellbook flags you down. "Psst! Outsiders!"

If the adventurers indulge Violence, read:

"Listen," Violence tells you. "I'm serving time for... Well, threatening a guest lecturer. My sister's likely dueling right now in the Spellcasting Hall. She has an earful for you. Seek her out." The tiefling points to a set of double doors, her eyes pregnant with expectation.

16. MAGIC CAULDRON

Stolid pillars line this chamber—and in the gloom a man sneers, "Got you now, you miserable son of a—oh..."

A bald man steps out from the gloom and clears his throat. "My apologies. I thought you were... you were someone else." The red-robed man offers his hand, "Nylas Jowd, Red Wizard of Thay. Pleased to meet you."

Per this supplement, the outright murder of others students is forbidden at Dweomercore. Therefore, Nylas Jowd is instead lurking here to cast *bestow curse* upon Turbulence. If she succumbs to the curse, Nylas flavors it to rob her of fine motor control, preventing her from tying knots or using somatic components in spellcasting.

17. SPELLCASTING HALL

Chaos! Lightning flashes, thunder beckons! Great goutts of fire light up the chamber! A tiefling battles three magi: a young Shou woman, her face half-devoured by acid; a masked woman who unleashes a lance of frost so cold that even from here, your skin ripples with goosebumps; and lastly Halaster Blackcloak himself, his wand alight with violet, swirling energies! A blast of pure force erupts from his wand, smashing into the tiefling! She careens across the floor and shouts, "Yield! I yield!"

The three archmagi pause and wordlessly approach nearby alcoves, rapidly becoming stone. The tiefling pants on the floor, nursing a broken arm. Her bright eyes regard you and she snarls, "The hell are you looking at?"

If Violence sent them, Turbulence wastes no time in promising them a favor if they can distract the headmaster long enough for her and Violence to escape the academy. Should they, she tells them to meet her at *The Flagon and the Dragon* in Skullport.

SPELL DUELS: ANTIMAGIC DOME

A thin dome of antimagic surrounds the southern half of the chamber. This is to protect Dweomercore from wanton destruction wrought during spell duels with the statues or other characters. Only Halaster and the headmaster have the means to "turn off" the dome.

Spell Duels. When two students seek to satisfy a grudge, they are sent to this area to end their squabbles. The rules for spell duels are described in the *Have at Thee, Cur!* special event.

19. GHOSTLY ADVENTURER

This hall has seen better days. Its mosaics are chipped, damaged beyond recognition or repair. An empty trophy case stands alone and at the end of the hall an apparition pats at the wall in search of secrets.

The students of Dweomercore named this spirit "Lucy Looky."

HOUSE NYGHTSTEEL DORMITORIES

The empty trophy case of this chamber is the key to entering House Nyghtsteel's demiplane dormitories. By placing a trophy—ranging from a medal, a wolf's fang, a stolen trinket, anything that was won over others—the owner and their trophy are teleported to the demiplane. So long as the trophy has sentimental value and was earned, not given, it counts as a key to these dorms.

Characters that inspect the trophy case and succeed on a DC 12 Wisdom (Perception) check notice that the dust on the shelves is skewed, suggesting objects are often placed there.

22. POTION BREWERY

When the adventurers first enter this room, a potions class is being taught by Wormriddle the **night hag** (disguised as a plump human woman wearing bright pink robes) unless she was just encountered in Area 23. The class is a tangle of House Nester and House Rantantar students. Wormriddle does not take kindly to any tardiness or interruptions. If combat breaks out here for any reason, most students flee but three **magics** side with Wormriddle, hoping to curry favor.

The Lesson. Today's lesson is on the brewing of *potions of poison*, which Wormriddle describes as a "nice shock after a white elephant party." The adventurers are free to stick around, if they don't cause too much of a ruckus. If so, they each make a DC 15 Intelligence check using alchemists' supplies after an hour of brewing. On a success, they each brew a *potion of poison*. On a failure, it's a toxic sludge that Wormriddle has them toss into the stone basin—which triggers an attack by the poison weird (**water weird**) described in *DotMM*. Nobody seems surprised at the attack and no one springs to the party's defense, treating the creature's existence as just a part of life.

23. WORMRIDDLE'S SANCTUM

Like other characters in this supplement, the **night hag** that lairs here does not *attack* intruders on sight but instead threatens detention. Failing that, Wormriddle holds nothing back, fearing for her life.

Alternatively, Wormriddle offers the adventurers arcane knowledge in return for various acts, such as by giving her a lock of their hair or tormenting an irksome student (such as Jacob Anderbrood of House Rantantar). She can provide *spell scrolls* of up to 5th level wizard spells that a wizard character can then use to copy into their spellbook, consuming it.

23B. WORMRIDDLE'S DEN

Amongst the doll collection, the adventurers may find the *black quill*, an unassuming magic item. The hag forces an irksome student to write lines with this quill during detention; it uses their own blood as ink and scratches the message into their hand. See Appendix B and *Special Events*.

Doll Collection. For every day that the adventurers stay at Dweomercore, there is a cumulative 10% chance she has gained a body part of one character and used it to create a doll. If a character is sentenced to detention with the *black quill*, she automatically succeeds in gaining their blood.

24. HALASTER SAYS WHAT?

If the adventurers are admitted to Dweomercore as students, you might hesitate to have the Halaster statues cast *power word kill*. If you'd still like to showcase it, have a student that was passing behind them fall prey to the spell right after the statues echo their banal message. Alternatively, the trap might only become active after curfew, if one is enforced.

If the adventurers don't become students and are instead rampaging through the academy, run this area as it's written.

28. MORE HALASTER STATUES

See Area 24 of this supplement for details.

29. OLD BOOKS

Books abound in this chamber: tomes so dusty, so ancient that to even open them might invite destruction. Frescoes otherwise line the chamber's walls: a wizard tower floating above a city pulverized by meteors; and another depicting the Mad Mage riding triumphantly on the back of a skeletal drake, his hair aflutter in the wind.

If the adventurers are admitted as students (or guests thereof) of Dweomercore, the **helmed horrors** instead act as enforcers of an arbitrary curfew. Any attacks they make are nonlethal.

30. DINING HALL

With the expansion of the student body from eight magi to over a hundred, the dining hall must be expanded. Its dimensions have been increased from 30 by 40 ft. to 60 by 100. Adjust accordingly if combat breaks out in this chamber.

Seven tables now line the hall, each 30 ft. in length, reserved for each individual house. They are arranged to line up with each house's founder's tapestry on the northern wall.

32. STEEL-SHEATHED HALL

Shields and weapons of war have been melted together to form the walls of this steel corridor.

HOUSE TROBRIAND'S DORMITORIES

Close inspection of the southeastern corner reveals that an iron scorpion rests between a melted-down shield and a twisted scabbard. Presenting one's palm to the scorpion causes it to animate; it stabs the character, dealing 1 piercing damage. The wall behind it then transforms into a doorway to a pocket dimension: House Trobriand's dorms.

At any time, 2d6+1 **apprentice wizards** and 1d4 **magics** are present inside the dormitories, studying, sleeping, or screwing around. The dorms also feature a small workshop for those that attempt to blend magic with metallurgy.

34. TRANSMUTATION CLASSROOM

Flames of shifting colors paint this chamber in a myriad of tones. An iron cage lies nearby, empty, its door ajar, rusted and forlorn. Inscribed upon the floor is a circle ringed in arcane runes... and in it is a golden statue of a young boy, his arms raised in victory.

If you run the *Arcturia's Lecture* special event, she delivers the practical parts of the lesson here.

HOUSE ARCTURIA DORMITORIES

To enter the dormitories, a character must cast a transmutation spell, after which a doorway forms in the wall. Most members of this house use the *gust* cantrip. Thus, the dust of this hall is always roiling when a member has entered the dormitories.

35. NECROMANCY CLASSROOM

There is no hiding it: this place reeks of man's most evil pursuit: necromancy. The walls and roof are plastered with skeletons: hundreds, if not *thousands*, of them, all arranged in a decorative but ghastly manner in a way that mocks the very essence of life itself.

Under this supplement, Nester's statistics have been replaced with a **boneclaw**, the wicked remains of a wizard that failed to achieve lichdom. Nester, sharp as he was in life, is a sadist above all else. Flagging students are used as experimental subjects in demonstrations of pain. Captives, such as goblins or unwelcome adventurers, are utilized for lessons of death.

The adventurers themselves may be compelled to suffer as Nester's playthings for accruing too many demerits or simply because he takes a liking to them—especially if they entered the room mid-lesson. Nester detests tardiness, after all. To refuse is to be attacked (nonlethally). Nester is often secretly impressed by characters that disobey or fight back. He *immensely* respects those that manage to kill it. If slain, the boneclaw rejuvenates in 1d10 days, returning to Dweomercore to continue lessons after its "brief sabbatical."

TORMENT 101

When the adventurers first enter this room, Nester is demonstrating the effects of a torturous spell he calls *Immolate Veins* on a student by the name of Jacob Anderbrood, a member of House Rantantar. Read:

Two dozen students—freshmen, clearly—watch with horror while this... this skeletal *thing* with claws longer than a man's arm lords over a student wracked with agony.

"So you see," the undead sneers, "The spell is nonfatal, though its victim has nothing but to pray for a quick death. Surely such a spell is out of you younglings' league—for now—but rest assured that those among you that fail as harshly as Master Anderbrood here will learn firsthand how *immolate veins* is implemented."

Nester then continues with its lecture on torture for another eight minutes while Anderbrood screeches and writhes in agony. Many freshmen look queasy. Some smirk with amusement, gods blast their wicked hearts. All, however, have a hint of fear in their eyes.

36. WIZARDS' LIBRARY

Like Area 29 of this supplement, four **helmed horrors** in the visage of Halaster are here. They act as particularly unforgiving librarians. Any attacks they make are nonlethal, and they only pursue characters from this area if a character has unpaid late fees or has taken a book without checking it out. If a character destroys a horror, the headmaster sentences them to 8 hours of detention.

37. PROFESSOR BRING

If the adventurers stay here during one of Professor Bring's lectures on Undermountain or xorns, you can read to them the *Dungeon History*, described in *DotMM*, or the xorn entry of the *Monster Manual*. No spoilers are there, save the *Knot in the Weave* section.

38. "I JUST MET A GIRL NAMED SKRIANNA"

If the adventurers are not escorted by the headmaster, Skrianna *does not* attack them, but still shows her true colors. Unbeknownst to the party, she casts *suggestion* on one character. Read the following:

A noblewoman saunters down the hall. Beside her lumbers a steel construct etched in arcane runes—and behind her a disgusting creature that appears to be a floating, tentacled brain with a bird's beak. "Who in the Nine Hells are you?" she demands.

Once the adventurers respond, add the following:

The woman glares, her hands balled into fists. "New or not, you better learn your place here and quick. *You should go to Professor Nester's classroom.*"

Skrianna uses this last sentence as the suggestion in her *suggestion* spell, knowing full well that Nester detests students that enter the classroom late—so much so that he will use them as subjects in his lessons on agony and necromancy. She points them in the direction of Area 35.

41. DROP TO LEVEL 10

Dominating the center of this otherwise bland chamber is a gaping hole carved into the floor. Peering down it, you see nothing but darkness and feel nothing but a shiver work its way up and down your spine.

The hole is under a permanent spell of *darkness* (save DC 17 to dispel) and is steeped in rumor. They've named it the "shrieking hole," for only a handful of students have ever descended to Level 10, wherein they were slain by the **banshees** below. The spirits' howls echo up the stone shaft, but they themselves do not ascend into Dweomercore.

HOUSE RANTANTAR DORMITORIES

The entrance to House Rantantar's demiplane dorms is in one of the alcoves of this chamber. The correct alcove changes randomly throughout the day. To enter the dorms, one must ram themselves into the wall. At any point, a bruised House Rantantar student can be seen angrily hurling himself into solid walls until finally finding the correct one.

When the adventurers first enter this room, the student is Jacob Anderbrood, a human **mage**. As the lowest ranked member of House Rantantar, his life is miserable. Jacob is nearing his breaking point as he's forced to hurl himself into wall after solid wall.

44. DWEOMERCORE'S BACK DOOR

When a creature approaches this area from Area 43, a glyph triggers, causing Halaster's voice to boom, "This area is forbidden to all students. Turn back now or face a thousand deaths." The sound alerts the yugoloths stationed here.

45. HALASTER'S SANCTUARY

45A. SPECTRAL SKULL

All about you, the air grows thick. You aren't meant to be here. Somehow, the lizard at the back of your brain knows that this place is so forbidden, it's funny.

As you round the bend, a dais comes into view. An arched double door carved with the faces of screaming devils promises great reward, if not for the spectral skull floating before it. Its eyes swing to you and it screams, "You're not me!"

A force grips you! Hauls you forward for punishment! You levitate above the floor before being *smashed* back down, leaving varicose cracks in the tile!

45B. HALASTER'S STUDY

Given that it takes *nine* separate *knock* spells to open the door to this chamber, Halaster has a spell lain here to announce the following to intruders:

The voice of the Mad Mage slips out from the stones, calm and... and a little impressed.

"Honestly," the voice says, "If you've made it this far, you've earned it. A spare spellbook of mine's in the desk. Go on! Take it! You've earned it, champ!"

The Mad Mage's spellbook is, of course, still warded with an Elder Rune.

Reaching this area represents Spite Harrowdale's foremost goal. He may appear behind the adventurers or come with them. Expect blood if they won't hand over the spellbook.

46. DETENTION AREA

When the adventurers first enter this area, a number of House Nester students are practicing torturous spells on the goblins here—nothing fatal, but nonetheless excruciating.

47. DEVIL ON THE LOOSE

47A. ALAS, POOR YAREK

The scent of death and sulfur hangs heavy in the air. Before a blood-splattered tapestry depicting devils and demons locked into eternal battle lies a corpse: a black-robed young man sprawled across the tiles. Red streaks lead to the wall to the north.

The devil can sense the presence of the adventurers as they approach this area, meaning they can't take it by surprise. Read the following:

A barbed voice invades your mind, scraping and scratching at the most sensitive bits of your brain.

"I sense you, mortals. Trust not what that charlatan has promised you. I alone can aid you. I alone can free you from this infernal dungeon. I alone have the means to fulfill your deepest desires. Think on this and know it to be true. I am your savior made manifest in flesh. I can rescue you from this crazed wizard's game and all I ask is my own freedom in exchange. Scratch the glyphs. Free me—and with me, yourself."

The **bone devil** lies just behind the illusory wall to the north. It's ready to soar through in an awesome display, so as to intimidate the adventurers. It then maneuvers itself to block the doorway to Area 46B, though it can do nothing if the adventurers enter Area 49 and escape via the secret door there.

Tactics. Once it becomes apparent that the adventurers won't treat with the devil, it attacks, relying on these tactics:

- The devil has a flying speed of 40 ft., and a reach of 10 ft., so it never needs to land—thus, it won't. Martial characters must find a way to overcome this disadvantage.
- Once a creature is hooked by its polearm, the devil rises to the ceiling to repeatedly sting its prey (assume the ceiling is 30 ft. in height). If its victim escapes the grapple, they take 3d6 bludgeoning damage from the fall.
- If deprived of its polearm, the devil resorts to its claws (1d8+4 slashing damage).

SPECIAL EVENTS

You can spice up Dweomercore with any of the events below; they assume that some adventurers are admitted as students, even if only temporarily.

A CRIME MOST FOUL

An adventurer that runs afoul of Spite Harrowdale becomes the suspect of a most heinous crime: unpaid library late fees. Spite conjures a library book from A36 and uses his **oni** bodyguard to plant it in the adventurers' quarters (the oni polymorphs into a maid, student, or one of the other adventurers and might be caught during the act). Spite then magically alters the library's records, checking out the book to that character and creating a false library fee of 412 gp. The four **helmed horrors** added to Area 36 then pursue the adventurer, determined to beat both the book and the fee out of them.

If Spite has his way, this raid will occur in the middle of the night, interrupting a character's long rest. Once the destroyed horrors are brought to light, the headmaster "investigates" but does not punish Spite once it learns the truth.

ARCTURIA'S LECTURE

You can foreshadow Arcturia, a **lich**, by having her deliver a guest lecture at Dweomercore.

Preeta Kreepa. If the adventurers encountered Preeta Kreepa in Azrok's Hold on L3, they'll recall she was once an apprentice of Arcturia, deformed for not meeting her master's exacting standards.

The Cheeky Pluckers. If you used the adventuring party described in the *Companion's Halaster's Game* chapter, the players will encounter the surviving members of that doomed band. Arcturia uses them as experimental subjects in her lecture. Adjust accordingly if they all died on L3 or before.

A Warm Welcome. The headmaster announces Arcturia's visit early in the day. She's honored in a welcome ceremony during dinner that night in Area 30, the Dining Hall. Read the following:

While the headmaster prattles on about this woman's numerous achievements, about her peerless experience in the Arcane, about her resolve to defy death through lichdom, you cannot help but gawk.

This is no lich—aye, the rumors confirmed that Arcturia, apprentice of the Mad Mage himself, resorted to it, but this is not the body of a lich. Her skin is azure, her fingers clawed. Gossamer wings spread from behind her back and her hair is like honey. Her sundress ripples under a constant breeze, but there is no wind in this chamber. Arcturia has altered her form so much she does not appear to be undead. She doesn't even appear to be human.

The next morning, juniors and seniors (including the adventurers) are expected to attend her guest lecture in Area 20. The lecture lasts 45 minutes and is an attack on "the 'immutable form,'" a theory pushed by philosophers that mortal forms are godly-given and to alter them is to reject divine design. Arcturia then takes the upperclassmen to Area 34, wherein she shows off the Cheeky Pluckers who have been melded with animals. She mentions their history as adventurers she recently "plucked" (she sneers when saying this) from the upper reaches of Undermountain. Breaking them was easy, she says.

Assuming that the Pluckers all lived, if they were featured in your campaign, they're alive and altered in the following ways. Adjust accordingly. No matter their previous statistics, they are now **commoners**. Their disfigurements cannot be undone by any magic except a *wish* spell.

- Fiona dé Vaun, a LG human, once the boisterous leader of the Pluckers now with the head of a moth.
- Four-Fingers, a N gnome, with the head of a shrew.
- Halberd, a LG dwarf, with the head of an aardvark.
- Sariel, a NE drow, with the head of a rabbit's. Her eyes are alight with fear.
- Danny Elfman, a NG half-elf bard, is now armless. Hands protrude from his temples. He plays a lyre in a macabre manner that isn't half-bad.

Arcturia showcases these deformed adventurers like trophies. "With the art of Transmutation all is possible," she says. "Reshape the body and the spirit shall follow. Once proud, arrogant, drunk on dreams of glory—now humble servants." The lich releases the Pluckers into the students' custody for the day, allowing them to use the Pluckers for practice with charms of transmutation.

The Pluckers remember who they were and can still speak, albeit in a horrific, screeching manner. They appeal to the adventurers to put them out of their misery—but doing so would surely incur Arcturia's wrath. Their one chance to do so is tonight, as Arcturia is set to depart tomorrow. They can be found in Area 42, the Guest Lecturer's Quarters. Thereafter, they can be found on L14 (and, later, L23).

HAVE AT THEE, CUR!

One of the upperclassmen has beef with an adventurer and challenges them to a duel, if the adventurer is a spellcaster. The duel occurs in Area 17, which has a dome of antimagic (as in a spell of *antimagic*) added to it. This precaution is necessary to prevent outside influence during a duel. Duels are sanctioned by the headmaster, but once a duelist shouts, "I yield!" the area is immediately subsumed with the antimagic field. Thus, duels to the death are possible (and accepted) but minor quarrels need not deprive the Mad Mage of an apprentice.

Rules. The rules of the duel are simple: only spells can be used; weapons, physical attacks, and items are forbidden. If any outside character interferes with the duel, or if the arcanaloth decides this debacle has gone on long enough, the duel is immediately ended by the headmaster. The headmaster alone can control the field of antimagic.

Combat. While the duel is in progress, only the adventurer in question and the duelist roll initiative. Turns at your tabletop must be lightning fast—a maximum of sixty, if not even thirty, seconds for both participants. This is to highlight how quick the duel is in real time. If a player cannot decide their turn in the time allotted, they either default to the Dodge action or *counterspell* spell (if they have it).

Spectators. Dueling is a favorite spectacle for the students, who gather in this area to hurl cheers and jeers. A duel between an adventurer and one of the upperclassmen draws a raucous crowd.

BLOOD-LINES OF THE BLACK QUILL

A character runs afoul of Wormriddle's temper and the hag sentences them to detention in Area 14. Their punishment is to write lines—sounds simple, if even cumbersome, right? Alas, the quill Wormriddle equips the adventurer with is a nefarious implement of torture: a *black quill* (see Appendix A). It siphons a character's blood as ink and scratches whatever text is written into their hand.

The quill has the added effect of spiriting a little bit of the wielder's blood to Wormriddle's den, so long as the quill is within 1 mile of her lair. She then uses this blood to fashion a doll (see Area 23B) attuned to that character. This process takes one hour, after which she can use the doll against the character. If a doll is fashioned after an adventurer, and an upperclassman discovers it, they're likely to slip into Wormriddle's sanctum to steal it for nefarious and sadistic purposes.

For every aggregate minute the character writes lines, their hit point maximum is reduced by 1. A spell of *greater restoration* can reverse this, as can finishing a long rest. As a first offense, Wormriddle prescribes 1d6 minutes' worth of lines. For future detentions, add another die for every offense, starting at 2d6 minutes' worth.

TROLL IN THE DUNGEONS!

The Mad Mage has loosed a **dire troll** in the academy and the beast is rampaging through the halls, slaughtering students. The headmaster turns to the upperclassmen (and adventurers) promising glory to the student that slays it—and that it shall surely affect the upperclassmen's class rankings.

While dinner is being served to the student body in Area 30, the troll enters Dweomercore from the western tunnel to the Expanded Dungeon, between Areas 7 and 34. It then makes its way to Area 32, becoming confused by the illusory villa of the Illusion Classroom. Professor Figment materializes to lecture on the disappointment that is the *silent image* spell, but the troll repeatedly attacks it.

When the adventurers reach the room, Professor Figment casts *phantasmal killer* on the troll. Alas, the troll is immune to being frightened, though it can still take psychic damage. Now with new targets to maul, the troll ignores Professor Figment.

Upperclassmen. Desperate to elevate himself, Nylas Jowd joins the fray with his **will-o'-wisps**. Skrianna Shadowdusk, for her part, sends in her **shield guardian** while Elan Tanor'thal, tries to steal the killing blow.

EPILOGUE

If the adventurers were welcomed into the academy, the source of their experience belongs to the High Wizard Tournament. They should thus ascend to 11th level after leaving this level.

Choose one of the narrations below to cap off your final session in Dweomercore. They're written with the assumption that the adventurers competed in all three challenges of the High Wizard Tournament and that Ezzat appeared as the climax.

THE STANDARD SEND-OFF

You can't say you're surprised. After everything you've seen, it cannot surprise you that these are the sort of folks the Mad Mage would take on as apprentices. Prima donnas, all of them. If only they could trust, then perhaps they could achieve, but alas, they know they themselves cannot be trusted and therefore they cannot trust others.

Those bastards would never make it as adventurers.

With another level of Undermountain beheld and bested, you look towards the earth knowing full well that the worst is yet to come.

THE HOST'S SEND-OFF

The Mad Mage's voice echoes across your addled brain:

"And so, our contestants have upstaged my finest pupils here in this factory of disappointment. They have what my students lack: gumption, and make no mistake, audience, I can appreciate some gumption. Gumption aplenty will be necessary to defeat Ezzat, that treacherous cur, He Who Spurned My Tutelage, the hypocrite too "pure" to study under my mountain but pursued lichdom anyway. Shall our contestants lay him low at long last? Find out next time on *Dungeon of the Mad Mage!*"

LEVEL X: MUIRAL'S GAUNTLET

"You will make for a fine corpse... and together, we shall dance in these dead halls forevermore," – Muiral the Misshapen

QUICK NOTES

- Ideally, the adventurers should first encounter Muiral, who escapes or sends them fleeing. Overhearing Vlonwelv on her pulpit, they're invited into drow territory. Vlonwelv tasks them with slaying Muiral. Xarann, the House Freth spy, attempts to assassinate Vlonwelv.
- This level is about handing tools to your players, allowing them to plot Vlonwelv's assassination through characters such as Sornnozz (A13), Xarann (A17D) and Gorzil (A22 or A30). They need not storm House Auvryndar.
- The adventurers can at last make it back to the surface, if they reach Area 8 and present a magic wand (which can be found in Area 2—convenient, right?).
- Review the *Vlonwelv's Pulpit* sidebar in *DotMM*; it's heavily utilized in this supplement. It's used to fill in the blanks (that the drow are against Muiral, that a House Freth spy is suspected among the drow) and just generally annoy the adventurers or provide ironic comedy.



THE AUVRYNDAR ARMAGEDDON

Halaster also hopes to see House Auvryndar toppled, but to sic the adventurers on them would be too easy. He's instead bestowed a *charm of tongues* on Gorzil, the troglodyte, which puts him under a *tongues* spell. The Mad Mage hopes to see Gorzil's natural cunning lead to a successful rebellion against the drow. To be felled by creatures so low would deeply humiliate the elves—and *that's* what Halaster wants. He wants Vlonwelv to go to her grave knowing that the vermin she chose not to stamp out got the better of her.

Likewise, Halaster is aware of House Freth's spy, Xarann A'Daragon. While he won't lift a finger to help the drow's plot to assassinate Vlonwelv, he trusts that the adventurers will naturally meddle. He doesn't need to *tell* or even challenge the party into toppling House Auvryndar, he just simply expects them to. And if they don't? Well, the show goes on.

MUIRAL'S MAD DASH

Muiral is the crux of this level—and the party must be pitted against him, either at the behest of the Mad Mage or Vlonwelv Auvryndar. They should first encounter Muiral's undead, then drow that can attest to the monstrosity.

While it's difficult to map everything out with player agency and so many available routes, try to set up this chain of events:

- The party reaches Area 1; Halaster conjures a handheld mirror to an adventurer's hand (if *Muiral's Ugly Mug* is run). After initial inspection of the area, Muiral's dead come crashing in from Area 7.
- The party is driven towards Area 5A, wherein they meet a drow patrol that invites them to an audience with Vlonwelv Auvryndar. The *Auvryndar Escort* special event occurs. Muiral overwhelms the party and forces them into Area 6.
- If the party instead goes to Area 7, Muiral lurks there but does not attack. The party encounter the same drow patrol just outside Area 9. On their way back to A6, Muiral ambushes them (see the same special event above). If they instead go through Area 11 to reach Area 30, Muiral attacks in Area 11.
- The party teleports from Area 6A to 6B and finds themselves in drow territory. The drow in Area 13 invite them to see Vlonwelv if they aren't already escorted. If combat breaks out, Sornnozz betrays his kin and informs them of Xarann's plot to rescue Tazirahc in Area 19 and assassinate Vlonwelv.
- The party either cuts their way through the drow or meets cordially with Vlonwelv, who tasks them with slaying Muiral. If they refuse, she has them killed. While here, they might encounter Gorzil the troglodyte, who can be incited into toppling House Auvryndar, thus aiding Xarann's plan.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- The adventurers surely already met House Auvryndar on L3 and L4. If those forces survived, they may have sent word to Vlonwelv. If they did not, Vlonwelv must surely wonder why her children have stopped answering her.
- The *Eye of the Spider* quest described in *DotMM's* Overview chapter. The objective can be found in Area 8. Even if the adventurers never returned to the surface or completed the quest's prerequisite, they might recall overhearing a discussion in the *Yawning Portal* about the "Eye of the Spider," a fist-sized emerald famously stolen by the dwarf adventurer Falkir Gravelfist.

HALASTER'S GAME

The Mad Mage has two goals to this level:

MUIRAL'S UGLY MUG

The Gauntlet is infested with mirror gates for but one reason: Muiral abhors his own reflection. The Mad Mage, who has long considered Muiral a disappointment, loves to torture the poor bastard in these tiny, incessant ways. As for Muiral, he could leave Undermountain (the Knot in the Weave notwithstanding) if he could only tolerate a glance of himself.

When the adventurers reach the Gauntlet, Halaster challenges them to force Muiral into looking at a mirror; he even conjures for them a handheld mirror. Muiral can only be forced to look into a mirror whilst incapacitated or restrained. Halaster warns the party that illusions won't count; Muiral has to take a good, long look at the real deal. He rewards them with a *spell scroll of hold monster* or teleports them to L12 (their choice).

- If the party chase after Muiral, they encounter him in either Area 7 or 11; he flees to the other when reduced to half his hit points or a few rounds after the handheld mirror comes out, in which case he grows even more desperate to escape.
- The adventurers either return to topple House Auvryndar or take the route to Level 11, which is shown to them by Xarann, Vlonwelv, or Gorzil.

ROLEPLAYING MUIRAL

Muiral is a spitting image of Halaster's horrid psyche. He's as much a victim as he's an accomplice in his own disfigurement—for was it not Halaster's choice to settle below Undermountain, so close to the Knot in the Weave? Was it not Halaster's endless torments and deprivations that lead to Muiral cutting away what he could of himself?

Voyeurism. Muiral is, first and foremost, a voyeur. He has set up arcane eyes throughout the Gauntlet that he can peer through. One floats in Area 12 to watch over the drow he's lobotomized and twisted into grotesque monstrosities. Under a spell of *greater invisibility*, he enjoys following visitors to the Gauntlet, judging whether or not they'd "make a pretty corpse" (as if it would stop him from adding them to his horde).

The Dancer. Once upon a time, long before Undermountain, before Halaster, Muiral was quite the dancer, quite the bachelor. Oh, how he loved to dance. He lives vicariously through his drow victims in A12 and his undead in general, who he has saunter and spin and waltz in these dead halls. Never are his minions idle; they're always in a dance of some sort, no matter how macabre a sight it may be.

If Muiral ever grapples a character, he clutches them as if they were his dance partner; when he moves, he waltzes.

Boogeyman. Muiral detests the Mad Mage—but, more than that, he's terrified of him. In the years since his isolation began, since his body changed, he has come to equate Halaster as a boogeyman. It doesn't help that Halaster blows off steam by tormenting Muiral with mirror gates, puddles, and elven fashion magazines (see Area 4). Muiral considers Halaster the source of all his misery, as a locust that's gone to town on the crop of his mind. His disfigurement? The fool actually considered it a *necessary* measure to thwart Halaster's "influence" over him.

Sample Dialogue. Use any of the following quips:

- "You'd make a pretty corpse."
- "You and I will dance together. Forever and ever."
- "The Mad Mage has no sway over me! The heart he touched has been cut away!"
- "Yes, just like that... Pirouette, jump, twist, smile, smirk, pirouette. You'll do nicely."
- "There is nothing but the Gauntlet. Welcome home. Welcome to the Sanitarium. Here you will be cleansed."
- "You will make for a fine corpse... and together, we shall dance in these dead halls forevermore."

A FRESH COAT OF PAINT

Like most of Undermountain's levels, the actual size of the Gauntlet is limited by the mapmaker. You can really capture the true feel of Muiral's lair by artificially inflating the Gauntlet's size. Passageways infested with traps and undead of indeterminate lengths lie between areas on the map. You don't need to devote any more time at your table by mapping these out or playing out any fake combat. Simply narrate that your adventurers tangle with undead and hidden traps, suffering cosmetic scratches and wounds throughout.

If you *do* need to add a bit of weight, start encounters *in media res*. Tell your Fighter, "As you tangle with the dead, a skeleton peppers you with arrows. One finds the chink in the armor; you take 1d6+2 piercing damage." Likewise, this damage is adjustable. It can be as low as 1 point of damage.

Muiral's Tactics. Muiral, a peerless warrior that attracted the patronage of Halaster himself, follows these tactics in battle. "LA" refers to his Legendary Actions.

- Muiral has *blindness/deafness* prepared instead of *fog cloud* so that he can enter the Temple of Lolth without concern for the banshees lairing there.
- Muiral, that voyeur, always lurks under a spell of *greater invisibility*.
- With 50 ft. of movement *and* legendary actions, Muiral can come out of nowhere. Combining a Dash action and the Retreating Strike LA gives him a total of 150 ft., albeit split across his turn and the next creature's turn.
- As noted in the module, Muiral uses *wall of force* to divide parties and engage an enemy in single combat. Muiral does relish the feel of a sword in his hands, doesn't he?
- When he needs to retreat, Muiral uses a LA to cast *shocking grasp* or use his Retreating Strike. The former is preferable when there's only one foe capable of hitting him with an opportunity attack; the latter when he is surrounded and needs a burst of speed.
- When Muiral is feeling especially vengeful, or when the handheld mirror comes out, he hits a foe with *finger of death*, adding another **zombie** to his harem. See App. B for statistics.

AREAS OF NOTE

The following areas are of note:

1. SHATTERED MIRRORS

Another day, another level. From Dweomercore, the corridor flattens out upon a chamber rank with the scent of rotting flesh. Shards of glass litter the floor—mirrors. Their empty frames line the walls. As you survey the chamber, you catch a glimpse among the glass: Halaster's smirking visage. His voice worms its way into your mind:

"Welcome to Muiral's Gauntlet, home of my maddest apprentice, that ugly bastard. The drow parasites have the gall to claim this lair as theirs—and look, just because your ancestors carved these chambers and erected these temples doesn't mean you've got any leg to stand on in court. Especially *my* court."

Muiral's Ugly Mug. If you intend to run this variant, Halaster adds the following:

"I've a request—nay, a challenge!—for you, my dearest contestants. Muiral, my poor apprentice, my poor bodyguard, cannot tolerate his own reflection. Shuns it. Shatters mirrors, stomps through puddles. Force Muiral to gaze at his own self and you shall be rewarded! Ah, but I know what you're thinking—I *always* know what you're thinking—and illusion magic will not count. This has to be wholesale! He must confront the real deal!"

Regardless of the party's decision, Halaster teleports a handheld mirror into one adventurer's hand.

Vlonwelv's Pulpit. Just as the adventurers are about to leave this area, Vlonwelv shouts across the Gauntlet, "House Auvryndar would like to cordially invite all guests of the Gauntlet to meet with High Priestess Vlonwelv. Guest right shall be sworn and abided by, praise Lolth! Please see the Star-Crossed Lovers statues just south of the Gauntlet's entrance. Muiral, you're not invited."

Muiral's Dead. A wave of undead crashes into the room from Area 7A before the adventurers can leave this area: 1d8+2 **zombies**, 2d4 **skeletons**, and three **ghouls**. These are the freshest of Muiral's creations. The zombies are clearly drow. They attack the party indiscriminately.

2. SECRET HALLWAY

The secret door to is protected by a *glyph of warding* inscribed by Muiral that activates its explosive runes effect whenever an elf touches it. All creatures within 20 ft. must make a DC 17 Dexterity saving throw or take 5d8 cold damage. To notice the *glyph* requires a DC 17 Intelligence (Investigation) check.

3. HAUNTED TEMPLE OF LOLT

If Muiral is fought here, he uses the **banshees** to his favor; once the party turns the tables on him, he casts *blindness/deafness* on himself, which he has prepared instead of *fog cloud*.

Unless a character uses their reaction to identify the spell (a DC 17 Intelligence (Arcana) check, per the rules in *Xanathar's Guide*), they won't know what he cast. Muiral then dashes into the temple, hopefully with the adventurers hot on his tail. Their presence pisses off the banshees who unleash their Wails, but Muiral, that now-deaf bugger, succeeds on the save.

4. LABORATORY

4A. DISEMBODIED VOICE

Per Vlonwelv's Pulpit, the drow announces in Elvish, "Gelgos Argonrae and Jevan Kron'tayne are to be commended for the capture of a House Freth spy. Rewards shall be paid to both their houses. Praise the Spider Queen!"

4B. LABORATORY

Since Muiral abhors his own reflection, he's thrown a tattered drape over the mirror gate here.

Likewise, in addition to Muiral's invitation as a guest lecturer to Dweomercore, Halaster has sent him a cornucopia of elven fashion and beauty magazines, just to dig at Muiral. These magazines are piled up near the pneumatic tube, some moldy, some fresh—in fact, the top-most is dated from last week. If the adventurers haven't returned to the surface in a long while, use this to subtly mention that they've been down in Undermountain *far* longer than they thought: it's been *weeks* since they last saw the sun. Perhaps the Knot in the Weave has plunged them into a fugue state or muddled their measure of time.

Additional Loot. An alchemist's laboratory is often a welcome surprise to exhausted adventurers. If the party spends 10 minutes searching the laboratory, they can make a DC 14 Intelligence (Investigation) check to find a faux tile in the wall that causes an 8-foot-section of the wall to recede, revealing a shelf of potions: 2d4+1 *potions of healing*, a *potion of lightning resistance*, a *potion of diminution*, and a *philter of love* Muiral's longing to use.

5. DILAPIDATED ROOMS

When the adventurers first enter this area, they hear the sounds of battle: shouts of alarm, orders issued in Elvish, and the howls of the hungry dead. A **drow elite warrior** and 2d4 **drow** are fighting a **ghoul** and 1d6+1 **zombies** in Area 5C. The elite warrior's name is Jevan Kron'tayne. See the special event, *Auvryndar Escort* for details on the aftermath, where he invites the adventurers to come to Auvryndar territory.

Vlonwelv's Pulpit. After the battle, Vlonwelv announces, "Patrol Six, your efforts are commended. Report to Captain Zress upon your return for immediate redeployment." This provokes groans from the surviving drow, who were looking forward to a break after this foray with the undead.

The drow also inform the party of the statue in Area 6A that can teleport them to Auvryndar territory.

6. TELEPORTATION STATUES

These statues are the easiest way for characters to move from Muiral's territory to the drow's. The only other path is to go through Area 11F down to Area 30, where a contingent of drow watch for invaders.

Muiral's Mad Dash. If Muiral turns the tables on the party, he pushes them into A5 with his undead hot on the adventurers' heels. The character with the highest passive Perception hears the Elvish whisper and a feeling that beckons them towards this secret room. The whisper says, "Touch my stony flesh to escape. Deliver a kiss to my star-crossed lover."

If the adventurers oblige, they teleport to the other statue in 6B, placing them firmly in drow territory. Dran'l's statue has his lips puckered, ready to receive the adventurers' kiss. Until they deliver, they cannot teleport again from this statue.

7. HALLS OF SELVETARM

Halaster's voice again; the Mad Mage must be bored today:

"Behold, Selvetarm, the Spider That Waits. A god of war, a god of blood. By the way, watch out: the fallen elves will wail away your soul!"

This last bit from Halaster is, of course, a lie, but also a hint at the banshees in Area 3.

7A. COBBLESKULLS

As you trudge through this chamber, you realize with a start that it is carpeted with skulls—*wallpapered* with skulls, all yellow and brittle with age. But can you truly say you're surprised?

7B. HALL OF THE SPIDER THAT WAITS

Halaster was right: here is the Spider That Waits. It clings to the ceiling of this darkened chapel, a massive, stone tarantula. Its eyes are eight massive rubies, all glittering in the torchlight. Below the spider stand eight drow statues, all carved with various looks of horror. Why, though, would drow fear their own god?

The rubies are worth 750 gp apiece and can be pried away with a crowbar or similar implement with a DC 15 Dexterity (Sleight of Hand) check. A failure chips the gem, diminishing its worth.

Auvryndar Escort. See the special event. If the party have yet to encounter the drow patrol, they're resting just outside 7B, north of Area 9A. Muiral waits until the adventurers and drow pass through this area again before attacking. Undead burst in from A9 when Muiral seems to be outmatched; they consist of 2d4+2 **zombies**, 1d6+1 **skeletons**, and two **ghouls**, as described in the special event. The drow call for a retreat to Area 6A.

Muiral's Mad Dash. When the adventurers set out again to hunt down Muiral, his last stand might be made here. Whether or not, he can use a legendary action to blast away at the stone tarantula's legs. He destroys two legs per legendary action spent. Those underneath it when five legs are destroyed must make a DC 15 Dexterity saving throw against 12d10 bludgeoning damage, or half as much on a success.

8. THE FATE OF FALKIR'S FIST

Within this chamber, harmless spirits reenact their final moments ad nauseum. These dwarves aren't hostile; they don't even acknowledge any passerby. Read the following:

Azure light paints the chamber. Well-used archery targets are pincushioned with arrows. A mirror whose frame is carved in arcane sigils stands against the wall—and before it lie four skeletal dwarves.

Once the adventurers enter the chamber wholesale, the ghosts appear. Add the following:

The azure light warbles and carves itself into four areas, separated by patches of darkness. Slowly, they form into four dwarves. "Ye left him!" one dwarf accuses another. "The scorpion had already got him, Falkir!" the dwarf hisses back. "I stood fast, but Loken was already dead!"

The other dwarf spits on the floor and turns his attention to the other two, who fumble with the mirror. "Have ye figured out how to turn on that damn thing?" he asks.

"Nay, and I fear—wait. Ye hear that?"

The room rumbles under the pitter patter of several feet—and a monstrosity bursts into the room, half-man, half-scorpion, but wholly unnatural! The dwarves reach for their weapons but it's too late! Falkir has already been speared by that massive stinger and another dwarf has had his flesh boiled off by a blast of lightning! The creature makes quick work of the third and whispers to the last dwarf, "You'll make a pretty corpse."

With a terrible wail, the spirits disappear. The azure light winks out. Halaster's voice worms its way into your mind: "Front row seats to a play you didn't pay for. Lucky you."

9. GOD-WATCHED GATES

Regardless of where the party enters this area from, read:

Halaster's whisper slips into your mind once again, scornful and irreverent: "Behold the darkened deities of the vile drow. Theirs is a pantheon born by blood and treachery. My kind of gods."

9A. THE ELDER EYE

Darkness has swallowed all light here, no matter the source. Something... Something juts out of the darkness. Something that wheezes, bleeds, shedding a sound of ichor sliding across stone and the passage of foul water through a sewer system.

If the adventurers dispel the magical darkness, read the following when the statue is first seen:

As you tear apart the darkness, you see it: an effigy, a carved pillar of ooze. It has no eyes, but too many faces. It's wet. It bleeds a translucent fluid that can only be seen by its sheen under the torchlight. Its many tentacles beckon you forward—and as your gaze falls upon it, its eyeless gaze falls upon you.

The statue bleeds a translucent fluid. Creatures that ingest this fluid (likely by standing below the statue with open mouths) regain 1d4+8 hit points. These characters cannot gain this benefit from the statue more than once a month. The character must also make a DC 16 Constitution saving throw. If they fail, an oozeling begins to grow within their stomach. In 1d4 days, the character begins to take 7 (2d6) acid damage each day. Finally, 1d4 days later, the ooze, which has the statistics of a **black pudding**, eats its way out of their stomach, dealing 45 (10d8) acid damage. The ooze bubbles out of their every orifice, recollecting itself within 5 ft. of that character. The character should count themselves lucky—this is the greatest sacrament of the Church of Ghaunadaur. A spell of *greater restoration* prematurely cures the character of this deadly illness.

Halaster's Game. If you run Halaster as the host of *Dungeon of the Mad Mage*, his hit transplanar gameshow, then read the following advertisement from the *Halaster's Game* chapter. The message comes from the statue of Ghaunadaur.

A voice thunders throughout the chamber, proudly shilling an advertisement: "This episode of *Dungeon of the Mad Mage* is brought to you by the Ghaunadaur ooze-clerics roosting below Undermountain: *fhinala-pekta-een-een-pa-pha! Paa-pha!* The Church of Ghaunadaur is not responsible for any caustic burns, mutations, or reduction to jelly matter that will *definitely* occur during or after baptism!"

9B. THE MASKED LORD

Shadows dance with a life of their own here. The doors at the hall's end are smeared red with old blood, and standing before them is a statue of an elven thief. A mask hides his eyes and his arm is twisted behind his back, hiding a blade of stone.

When a character approaches the statue, read:

The statue's lips curl into a cruel smirk, uttering a single word: "Fool." It strikes out at you with its shortsword—you twist, dodge, but to no avail. The stone sword bites deep. As you prepare yourself for battle, the statue settles once again.

9C. THE DARK MAIDEN

Moonlight shines upon an elven maiden frozen in a pirouette. She wears little; she is the very picture of beauty; her smirk sings a song all its own and her arms... Her arms are outstretched, her hands curled, as if to embrace the world—or some object.

10. QUEEN'S PARLOR

What was once an opulent parlor has been trashed in a fit of rage. Crystalware lies shattered. A divan has been cleaved in two by what could only have been a longsword. A footstool has fallen onto its side—the horror! Above, lanterns carved in spidery images glow with violet light, hanging from a latticework of spider silk.

Vlonwelv's Pulpit. When the adventurers enter this area, Vlonwelv announces, "We are coming for you, Muiral! Your days are numbered! The Temple of Lolth shall be ours as it was in ancient days past!"

12. BALLROOM

What may have once been a lavish ballroom is instead inhabited by ghastly horrors better left in fiction. Two deformed giants are locked in a grotesque waltz. Their limbs are utterly wrong and ill-proportioned. Their hateful eyes gleam. Worse yet, you cannot shake the sense that they were once drow.

The Mad Mage again! His voice whispers to you, "Muiral did love to dance in the days of old. Loved it only just less than watching others dance.... And now that voyeur has his pair."

When the deformed drow attack, it's in tandem. Truly it takes two to tango, for their morningstars come in a steel dance. They prefer to grapple targets and force them into a ghastly waltz. The giants are not graceful at all but seem to throw their all into the performance, lest they be scourged by Muiral later.

Vlonwelv's Pulpit. After the narration above, Lady Vlonwelv announces, "The Spider Queen watches over all her children. Praise Lolth!"

Muiral's Eye. An *arcane eye* similar to Halaster's floats within this room—a sensor crafted by Muiral to always watch his dancers. He cannot hear through the eye and must use his action to peer through it. Roll a d100. On a roll of 41 or below, he's watching now or peers through the eye mid-combat. If the giants are slain, Muiral resolves to find replacements. Next time he meets the adventurers, he brandishes the same elixirs he used to deform the drow and says, "The show must go on! Two will do. Two to tango, to tango from now until the End Times."

If Muiral can, he kidnaps an unconscious character and brings them to Area 4, wherein he experiments on that character to create another monstrous dancer. This process takes 1d6+2 hours to complete.

13. VESTIBULE

When the adventurers enter this chamber, the drow *do not* immediately attack—they have orders to bring any guests to Lady Vlonwelv. Read the following:

"Hold your fire!" shouts an elf, standing before his amassed kin with empty arms. "Outsiders! My fair lady, Vlonwelv of House Auvryndar, has invited all guests to the Gauntlet to meet with her at the Spider Throne. Swear before the gods to raise no blade nor offer any insult to our liege and we shall do the same!"

If the adventurers accept, or if they're being escorted by drow, they're led through to Area 15 and 17D, past Xarann A'Daragon, the House Freth spy. Once there, Sornnozz and Xarann may turn on their kin, unless they choose to speak to the party in A14 during a rest.

If the party refuses the offer of peace, the drow attack. When Sornnozz betrays his kin, read the following, focusing on one martial character. This narration is purely for drama; the character in question isn't hit, damaged, or knocked prone.

Steel sings! The drow hurls his insults in Elvish! You parry his first blow, but his leg sweeps you off your feet! You crash to the floor shoulder-first, pain blooming like springtime flowers. Just as the drow is about to finish the job, his eyes go wide—a dagger has impaled itself into his ear.

As the corpse slumps to the floor, another elf offers his hand. "We're on the same side, you know: against these Auvryndar curs. Listen well, for we've little time left."

Sornnozz hastily explains to the adventurers his role as Xarann's confidant. Use the following dialogue:

- "There's little time to explain—I, my new friends, am a spy! Or rather, a spy for a House Freth spy! My master has infiltrated House Auvryndar and plots their downfall! Shall you join us?"
- "I have been abused all my life for the accident of my birth. I would sooner languish under Lady Freth than Vlonwelv Auvryndar."
- "Xarann plots to empower the troglodytes and engineer a rebellion. Little that'll do—but while Vlonwelv's distracted, that's when the dagger's slipped into her sides."
- "Xarann keeps a tight ship. Others serve him, yet our identities are kept secret, lest we be tortured."

GREEN SLIME, ABRIDGED

A creature within underneath the slime must make a DC 10 Dexterity save, otherwise the slime falls on it. The creature takes 5 (1d10) acid damage and then again at the start of its turns until the slime is scraped off or destroyed. Any nonmagical wooden or metal object used to scrape it off is effectively destroyed. Sunlight, any effect that cures disease, and any effect that deals cold, fire, or radiant damage, destroys the patch of slime.

14. GUEST APARTMENT

If the adventurers meet with Vlonwelv and accept her mission, they might persuade her into allowing them a short or long rest. If so, they can sleep here. Drow, however, spy on them: Kereth Ichorza, the **drow mage** found in Area 19, uses *invisibility* and *detect thoughts* to great avail. Likewise, Xarann A'Daragon might slip into the apartments to invite the party to join his assassination plot.

Vlonwelv's Pulpit. Whilst here, Vlonwelv announces, "The Spider Queen blesses House Auvryndar! The battle to break House Freth's hold on the passages below brings victory after victory. We have seized key positions formerly held by our enemy. The defeat of House Freth is inevitable. Praise Lolth!"

If the adventurers rest here, they're awoken by a second announcement: "Pay no heed to false reports of an attack on our stronghold above. Our forces under the command of T'rissa Auvryndar have taken the ruins of Stromkuhdur. Skullport and Undermountain shall quickly follow. Praise Lolth!"

17. THE DARK SELDARINE

Vlonwelv's Pulpit. When the adventurers enter this area, Vlonwelv announces, "The Seldarine favor the faithful! The Spider Queen hears all praise and all doubt, praise be hers!"

Thereafter, the Mad Mage whispers to the party; if there's a drow among them, they feel Halaster's full attention on them like the warmth of a hot sun. Read:

Halaster's decrepit voice is full of mirth when it blooms in your skull—like weeds in spring:

"The drow would like to believe that their gods watch over them, that these temples guarantee favor or protection. Little do they know—but fear all the same—their gods have no power here. I am the closest thing to a god in Undermountain and no amount of prayers can scrub away my taste for suffering."

17A. TEMPLE OF GHAUNADAUR

The walls of this wretched place are wallpapered in green slime that shivers, bleeds and huffs. Within a glistening glass altar, veins of silver and black glitter. Every surface is wet with the stuff.

When the **gray oozes** within the altar attack, add a special action to these psychic creatures: as an action, they can psionically move a patch of green slime (see the sidebar) up to 40 ft., dropping it onto a character. The oozes do this on turns when they can't use their Psychic Crush ability.

If the adventurers never entered Area 9A, the Mad Mage shares the same Transplanar Advertisement from the Church of Ghaunadaur (see Area 9A).

17B. TEMPLE OF KIARANSALEE

There is nothing in this blighted temple but the reek of death and decay. Nothing beyond an altar fashioned from shinbones and plastered in broken knuckles.

When the **ghost** possesses a character, having offered a prayer to Kiaransalee, read the following:

You shiver under a sudden, foul wind that ripples through this hall, and on it rides a whisper: "Kiaransalee." A presence fills you, starting at your extremities before seizing your heart and using your body as a vehicle. You fight it, a rabbit flinching from its master's hand, unable to escape the pen. You fight it to no avail, and watch with horror as your body moves forward to lay a hand on the doors, wondering what horrors lie beyond.

17C. TEMPLE OF SELVETARM

This temple is painted with a crimson mural: smeared blood shaped into web-like patterns. A wrought iron altar bears a red indentation in the shape of a hand—and above it floats a shortsword, its bloodstained blade pointed downward.

At your discretion, the character that presses their cut hand to the altar must make a DC 12 Constitution saving throw or gain an infection that incubates over 1d4 days. On the final day, they become poisoned for 1d4+3 days or until a spell of *lesser restoration* is cast upon them. It's the little things that remind such mighty heroes that they're still frail mortals, right?

17D. TEMPLE OF VHAERAUN

Whispered prayers bounce off the stones of this place. A drow kneels before an altar of crimson stone. Black curtains hang from the wall on long-rusted hooks.

As you creep forward, the drow's prayers fall silent. He whips around, drawing a dagger—and pauses.

"My prayers," he breathes, "have been answered."

Xarann A'Daragon presents a layer of intrigue to this level, and is therefore instrumental to its plot. Use him to great avail; he explains himself as a House Freth spy and describes the plight of Tazirahc, his friend and co-conspirator that took the fall when House Auvryndar discovered their plot.

The Mask. Xarann's Charisma (Deception) bonus is bumped up to +6, not +3, to better reflect his aptitude for deception and intrigue. When he rolls an 8 or lower on a Deception check, he treats it as an 8.

Roleplaying Xarann. Unlike most dark elves, Xarann is trustworthy—or at least that's the veneer he presents. His respect is hard-earned, but he knows that no mere adventurers can just turn up in Muiral's Gauntlet; thus, he already considers the party worth their salt. He is unyieldingly loyal to his two lackeys, Sornnozz and Tazirahc. The only thing he fears more than failing his mission to assassinate Vlonwelv is to have those two go to the grave thinking Xarann forsook them. Thus, he prioritizes rescuing them over killing Vlonwelv.

Alas, Xarann is a servant to House Freth first, and a friend second. Unless he forms a special bond with the party, he reluctantly kills them after they're no longer useful. If they've impressed him, he warns them to leave this place before House Freth arrives, as his superiors will show them little mercy. He might provide the party his insignia, an obsidian scarab, and a letter, so they may ingratiate themselves with House Freth.

Lean on the following dialogue:

- “No doubt you’ve encountered House Auvryndar on your way to these depths. Those heels dominate the upper levels of Undermountain. House Freth, my lieges, are all that keep them in check—but they’re beating us back. I’ve my orders: slip a dagger into Vlonwelv Auvryndar’s gut, but my partner, my *friend*, Tazirahc, has taken the fall for me. He’s being tortured as we speak—and that is something I cannot abide. Stand with me, and I will get you down out of the Gauntlet and through Freth territory. Likewise, Vlonwelv’s trinkets are yours for the taking.”
- “One does not simply assassinate Vlonwelv Auvryndar. Her adopted daughter, Zress, is with her day and night. Captain Zress Orlezziir: absolutely peerless with a blade. I won’t face her alone—even the dumbest fools know better.”
- “My plot to topple these heels involves the troglodytes they’ve pressed into service. Gorzil, that fat bastard has no love for elves. Spare any troglodyte you can, I beg you, for they are the meatshields to my warfront.”

17E. TEMPLE OF EILISTRAEE

Cherubic hymns echo throughout the chamber, a stark contrast to the gloom and doom of Muiral’s Gauntlet. An altar lies at the center, bearing a stone-carved harp engraved with the imagery of a carefree elven maiden full of light, life, and mirth.

What, you wonder, is the catch?

18. FIRST BLOOD

18A. VOICES

A raucous crowd jeers nearby! Yells, cheers, groans, shouts shouted in Elvish! You’ve been to a bar; you’ve seen a brawl. There’s a fight going on, but you instinctively know not to talk about it.

Vlonwelv’s Pulpit. Vlonwelv announces, “We train for glory! For conquest! For the Spider Queen!”

If Xarann is with the party, read the following:

“All right,” Xarann tells you, “The ‘interrogation’ chamber is just a little ways away. Hang back and watch this.”

The drow stands up straight, puffs out his chest, and marches down the corridor with an air of arrogance.

18B. FIGHT CLUB

Drow are packed together, watching as a warrior fails to best a drow maiden in fisticuffs. Blow after blow is dodged. The reek of sweat and worry is overwhelming. Just as the drow lunges forward with a feint, the maiden calls his bluff, blocks the hit, and smashes her fist into his temple! The drow goes down, eliciting a titanic, “Oof!” from the spectators.

“Who’s next?” the maiden shouts, brandishing her fists. “Who amongst you curs can pass muster?”

If Xarann is with the party, read the following:

Xarann approaches the fighters and shouts, “I can! Have at thee, Auvryndar! Today your aunt learns how to ice a black eye!”

19. INTERROGATION ROOM

The following exchange, in Elvish, is between Kereth Ichorzza, Vlonwelv’s consort, and Tazirahc:

“Tell me!” snarls an elf. “Tell me, lest I strip the flesh from your very bone! Who are your co-conspirators!”

“I work alone!” cries another elf. “I work alone! Alone, I told you, I bloody work alone!”

“Tell me, milquetoast!” The drow mutters an arcane word; the air grows colder for a moment—and the other elf sucks in a breath before letting out a bloodied scream.

Once the adventurers enter the chamber, read:

You burst into the chamber: a drow sits bound to an iron chair, tied in spider silk. Two drow warriors lean against the wall, arms crossed, watching as a drow mage tortures their prisoner. A pygmy demon chitters happily at every scream loosed.

If you ran the *Auvryndar Escort* special event, Jevan Kron’tayne is not here; another **drow elite warrior** is present.

22. TROGLODYTE TURF

22B. TROGLODYTE DEN

It’s the stench that hits you first—a putrid odor that snakes up your nose and gets your eyes watering. Almost like an airborne sickness, it twists your stomach and sends vomit up your throat.

There are bones and refuse everywhere—whatever these foul engineers did not need for the throne of garbage that dominates this chamber. Around that throne are heaps of mud-caked treasure.

Gorzil is here if the party has yet to encounter him. However, he isn’t looking for a fight. Gorzil hungers to see the drow undone, just as the Mad Mage does and the adventurers might. Much to their surprise, Gorzil can speak Common. In fact, he can speak any language, for the Mad Mage has placed upon him a *charm of tongues* (with the same effects as a *tongues* spell).

With Gorzil is a male **drow** liaison named Helnin. Helnin’s reorganizing the watch and patrol shifts with Gorzil. When the adventurers enter this chamber, the trog speaks plainly about his plot to overthrow the elves—right in front of Helnin. When the drow protests, Gorzil shrugs as if that’s all there is to say and motions for his troglodytes to tear the drow limb from limb. Gorzil’s clever enough to label Helnin as a spy or deserter if any of the drow ask about his fate.

Roleplaying Gorzil. The portly troglodyte always gnashes on some sort of foul meat, be it a raw giant lizard’s leg or the bloody arm of a drow, pilfered from Area 24C, the morgue. While his brethren slaver and howl, he takes to diplomacy with a surprising amount of grace. Gorzil refers to himself in third person and his tribe as “the collective.”

Utilize the following dialogue:

- “Gorzil will rule these warrens or see them burnt to ash around him. Just wait. Just watch.”
- “Might makes right—and Gorzil is mighty indeed.”
- “The elves spit on us, turn away their noses. Good for us, Gorzil says. Good for when we bloody their noses.”
- “They think us simple, weak, gullible. Call us rats. *We are* rats. Rats scurry. Rats bring doom with but a nasty bite. We are rats and rats survive. Vlonwelv shall be bit soon enough.”

23. DISTANT MUSIC

Out from the gloom comes the most welcome, albeit confusing, surprise: jazz music.

If Sornnozz or Xarann A'Daragon are with the party, they explain the music's source:

"Hear that?" the drow asks, pausing. "That music? It's the Sing-Alongs. We kidnapped some halflings on the surface, outside Daggerford. Lady Vlonwelv keeps them as entertainment."

The song playing is *Sing, Sing, Sing* by Benny Goodman. Use it at your discretion. A character can make an Intelligence (Performance) or (History) check to recall the Sing-Alongs. The world has since wondered where they went. One character may have even seen them live or know a bandmate personally.

25. AUVRYNDAR HALL

No doubt this is the heart of House Auvryndar's operations in Undermountain, the very seat of their power. You count no less than fifteen drow here, armed to the teeth, clearly itching for an excuse to draw blade and blood. The ceiling is draped in cobwebs and a fountain carved with the ghastly gods of the drow dominates the chamber.

There is mirth here in the form of the music you heard earlier: a halfling quintet serenades the elves with sweet, sweet jazz. The soldiers bounce their feet with the beat while a queen watches from her spidery throne: Lady Vlonwelv Auvryndar, no doubt.

If the adventurers accept an escort by the drow, and that escort isn't slaughtered by Sornnozz or Xarann, then they send a runner to inform Vlonwelv of her newest guests. Therefore, she's in this area, sat upon the Spider Throne, accompanied by Zress and her **yochlol** adviser.

When the party is brought before Vlonwelv, she treats them as a smug host and offers respite—if they're willing to later hunt down Muiral. If they accept, but are wounded, she might allow them to stay in the guest apartments (see Area 14). She has her elves spy on them, if so.

Previously On... If the party ever visited Area 20D on Level 3 (Drow Town), they may have seen or spoken to Vlonwelv's **yochlol** adviser. If so, they can make a DC 14 Wisdom (Insight) check to realize that the female drow next to Vlonwelv is none other than that demon.

Roleplaying Vlonwelv. Vlonwelv loves to play the part of the gracious—but arrogant—host. She offers silky, backhanded compliments at every turn and considers the party as potential tools just above the troglodytes.

It's likely that the adventurers mention the son and daughters of Vlonwelv's they've already put to the sword: T'rissa on Level 3 and Melinth on Level 4. Any mention of her dead children cuts at the priestess, but she still manages to keep a veneer of indifference—what's done is done, is it not? She still has Muiral to worry about and can get revenge on the party later.

Tactics. If a fight breaks out, the drow employ these tactics:

- Zress, a **drow house captain**, puts herself between Vlonwelv and the party, never allowing them to approach her.
- The **yochlol** opens up with a *dominate person* spell (DC 14) on a character; otherwise it becomes a spider.
- Vlonwelv casts *conjure animals* on her first turn to summon two **giant spiders**. On her next turn, she casts *freedom of movement* on Zress; once her forces are wounded, she heals them with a spell of *mass cure wounds*.
- The two **drow** already present at the throne use their innate magic to great avail: one shrouds the Spider Throne under a *darkness* spell whilst the other casts *faerie fire* on a foe.
- Sitting on the Spider Throne, Vlonwelv uses a bonus action on her turn to broadcast to the Gauntlet that House Auvryndar is under attack and all forces must return to this area to defend her from the adventurers.
- Answering Vlonwelv's call, two **drow elite warriors** and a flying **giant spider** arrive from Area 30C via Area 25C in 1d4 rounds; during the chaos, Gorzil (if he's not elsewhere), kills Nhilisstra Argonrae, the **drow mage**.
- The fifteen **drow** in Area 25A pepper the party with arrows, aiming for unarmored targets or those closest to Vlonwelv. Two drow mount the **giant lizards** and run interference.

26. SPIDER QUEEN'S TEMPLE

Like so much of the drow's demesne, this temple has fallen. Only now has it been remembered and work has begun to repair its damage. A curtain of cobwebs hangs from the narthex's ceiling, blocking your sight. You can, however, hear groans in Elvish from beyond the curtain.

Vlonwelv should be first encountered in Area 25B, not here. However, if the party rests in Auvryndar's territory, they can find her here before they leave. It provides another chance to roleplay with a drow priestess—which, let's face it, rarely happens without blades already drawn.

Roleplaying Vlonwelv. The priestess knows she's at a disadvantage here; any conversations had with the party are cordial and dismissive; she's eager to send them off to hunt down Muiral or at least take the conversation over to Area 25, where more of her guards can intervene in a conflict.

Tactics. See Area 25 for Vlonwelv's basic tactics, including her **yochlol's** and Zress'. Otherwise, consider these differences:

- The **drow** masons are unarmed and use the spiders as mounts to circumvent the adventurers; once past the party, several masons drop down and run to Area 25A, screaming for help. In two rounds, six **drow** (two of which are mounted on **giant lizards**) bust into the temple. The remaining nine **drow** arrive in 1d4 rounds. One stops to sit upon the Spider Throne to broadcast a warning across the Gauntlet that the adventurers have attacked Vlonwelv and that they're kill-on-sight.
- Whilst the masons go for aid, the **giant spiders** body-block for them; four of the seven descend while the remaining three spit Web attacks at the adventurers.

27. VLONWELV'S APARTMENTS

When the adventurers enter this area, it ought only be to slip a dagger into Vlonwelv's side. The priestess would never invite untrusted guests here. Xarann's plot involves attacking in the dead of "night" whilst Vlonwelv is resting.

Reinforcements. Given that elves don't sleep, only rest in a trance-like state, Zress Orlezziir keeps a vigil for Vlonwelv; she's aware of her surroundings and may detect the adventurers if they enter the chamber.

Roleplaying Vlonwelv. Even here, Vlonwelv does not lose her cool. She gracefully slips out of her bed to pour herself wine while chiding the adventurers for breaking guest right. She promises Lolth's wrath for breaking that oath. Any mention of her children, however, is enough to finally spark an inferno of out-rage from Vlonwelv; now, it's time for blood.

Tactics. Vlonwelv is at her most dangerous when backed into a corner. See Area 25 for her default tactics, along with her **yochlol's** and Zress'.

- Zress uses her Battle Command feature to allow Vlonwelv to take the Dodge action, buying her time.
- Vlonwelv shouts out for the **giant spiders** in Area 27C, which arrive in two rounds.
- Vlonwelv uses her Summon Demon action on her first turn.
- Vlonwelv surrounds herself with a *darkness* spell to buy time until reinforcements can arrive. She otherwise casts *faerie fire* on the adventurers to grant advantage on Zress' attacks.

30. NATURAL CAVERN

Should the adventurers arrive here from Area 11F, they're treated to a rare sight: a doomed offensive by House Freth. The drow have been routed; the dead and dying litter the cavern floor as drow pepper the survivors with crossbow bolts.

The party might capitalize on this foray, but none of the Auvryndar drow here suffer anything but cosmetic wounds. The troglodytes have dominated the battlefield and Gorzil can smell the party. He locks eyes with one character and brings a finger to his lips—a very civilized gesture he's picked up from studying the drow. His eyes then shift towards Area 25C, as if to guide the adventurers there. If things turn ugly, Gorzil hurls Nhilisstra to her death and offers the party an olive branch.

SPECIAL EVENT

Use this special event, regardless of the party's path through the Gauntlet.

AUVRYNDAR ESCORT

If the adventurers encounter the drow before leaving Muiral's territory, they're extended an invitation to House Auvryndar. The patrol sergeant tells them in Common, "You there! Muiral's dead will be upon us again in no time! Lady Vlonwelv has promised guest right to all those that come to our territory! Come or not—it makes little difference to me!" The sergeant then tells his soldiers, "Gather your arms and your dead, men! We're moving out!"

If accepted, the drow escort them to Area 6A, wherein they teleport to 6B. These drow can be encountered in Areas 4, 5, or just north of Area 9A. They consist of 2d4 **drow** led by a male **drow elite warrior** named Jevan Kron'tayne, one of the drow earlier commended by Vlonwelv for apprehending a House Freth "spy."

The escort, however, is ambushed by Muiral and his dead. Ideally, this occurs in Area 5, as the drow and adventurers are on their way to the teleporter. The undead consist of 2d4+2 **zombies**, 1d6+1 **skeletons**, and two **ghouls**. On the third round of combat, Muiral skitters into the chamber, opening up with a *lightning bolt* attack that consumes most drow and hopefully two adventurers. The drow sergeant's dying words are, "Run! He can't access the teleporter!"

EPILOGUE

For surviving the Gauntlet, the party should ascend halfway to 12th level.

Other levels of Undermountain matter little once the party has passed through, but L10 can have sweeping consequences. Consider the following:

- Your adventurers may return to the Gauntlet to topple House Auvryndar, so do not discard your notes and consider what will change on this level in their absence.
- If Vlonwelv was murdered, but her house remains relatively intact, then Drinrith (see A18B) inherits command. If she too died, along with Vlonwelv's four children on L3 and Melinth on L4, Zress Orlezziir seizes command of House Auvryndar and goes on the warpath to avenge her adopted mother.
- Daughters, even honorary ones, rule before sons. If Ranaghax, Vlonwelv's son, survives, Zress takes him as her consort to legitimize her reign. Still, allies and vassals are tempted to join House Freth.
- Muiral may utilize the chaos to invade Auvryndar territory with a swarm of undead.

THE SEND-OFF

This chapter has one send-off for the adventurers:

The Mad Mage has been especially gregarious today, but now his voice is stained with nostalgia:

"Muiral... My greatest hope, my greatest disappointment. He came to me not as a mage, but as a warrior eager to learn the secrets of magic. Alas, he couldn't cut it and so instead he cut away that which made him human. Who could imagine such an ugly sin? Who could be so careless as to let the forces of magic wear away your own sanity?"

If you're running the *Companion's* game show element, add:

The Mad Mage clears his throat. "Our contestants have triumphed where so many fell before. They have ran the Gauntlet and survived a long look at Muiral the Misshapen's ugly mug. More lies just beyond the horizon: uglier things, madder things. Just wait 'til they meet the Shadowdusks, am I right?"

"Guts, glory, gore and more—tune in next time to *Dungeon of the Mad Mage!*"

LEVEL XI: THE TROGLODYTE WARRENS

"Every boy needs a dog... He needs a faithful companion that will give unto him all the love he'll surely miss out in life," - Halaster

QUICK NOTES

- This level should be cleared within a single session.
- If you utilize the balhannoth added by the supplement, you need to determine what your adventurers' greatest desires are, regarding a location, such as a safe place to rest, a wellspring, a temple, etc. The balhannoth's illusions reflect this desire, as does its telepathy.
- The balhannoth added in this supplement has telepathy out to a range of one *mile*!
- The House Auvryndar commander, Shindreer Argonrae, hungers to depose Vlonwelv—and if she's already dead, then she might pull her forces back to Level 10 once word reaches her of Vlonwelv's demise.
- With its three arcane gates, which the adventurers are all of a level to use now, L11 is a travel hub. They can return to Waterdeep to resupply and turn in quests. These gates lead to L6, L7, and L8 (which has a gate to L2).

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Consider the following:

- It goes without saying that you must consider the adventurers' past interactions with House Auvryndar. Vlonwelv may have given the party some insignia to gain them safe passage, if they agreed to topple House Freth for her.
- Xarann D'Aragon of L10 may have given the adventurers an insignia and letter he guaranteed they could use to pass into Freth territory unmolested.
- *Potions of lightning resistance* were added to L10 to help the adventurers deal with this level's behir.
- If the adventurers return to L6 via a gate, the Lost Level is full of **invisible stalkers**.
- If the adventurers return to L7, and *Maddgoth's Dance* was run, Maddgoth has hired eight **mezzoloths** and is plotting his revenge. Otherwise, he has returned to the castle—and you can run the events of *Maddgoth's Dance* if you didn't already.
- If the adventurers return to L8, the Ssethian Scourges may have emerged triumphant over the bullywugs. If *Out from Under the Rod* wasn't run, you have the opportunity to do so on the adventurers' return trip. The nagas would station a host of thralls outside the arcane gate (1d4+1 **drow** and a **troll**).

BETWEEN A BALHANNOTH & A BEHIR

Without any narrative to speak of, the Troglodyte Warrens are a barren level featuring two armies engaged in a futile struggle. Lean into this—make it into a harrowing ordeal. However, with its drow and troglodytes this level hardly makes for a challenge worthy of 11th-level adventurers.

Horror and panic are emotions necessary to fleshing out the Warrens and making it worth your time. The *Companion* adds a **balhannoth** (a telepathic, reality-warping predator of the Shadowfell described in *Mordenkainen's Tome of Foes*). It, along with the **behir**, terrorizes this level and competes with its fellow apex predator for dominance over the Warrens. The war between elves—who are unknowingly sandwiched between these two predators—will be of little consequence once the adventurers stir these beasts.



THE BALHANNOTH

House Auvryndar, in their war with House Freth, exploited a rift to the Shadowfell (created by the Mad Mage) to lure a balhannoth into Undermountain. The fools thought they could control it—that it would serve. They intended for it to choke off a passage House Freth could use to flank their forces.

They were wrong. The balhannoth has no loyalty to anything but itself and made the passage its own (see Area 7). Now both House Freth and Auvryndar must contend with the beast; too many have strayed into its cavern only to never return. The beast has grown bolder in recent days and is now exploring deeper parts of the warrens and preying upon the drow.

Roleplaying the Beast. The balhannoth possesses a dim, but alien, mind. It has an Intelligence score of 6 but also telepathy out to a *mile*. So, when the balhannoth makes telepathic contact, it doesn't exactly *say* anything, but instead... audibly slavers and pants. This is an uncomfortable experience. Its attention is hot, like the sun, but uninviting. They can feel its desperate want, like a stray dog hungering for the scraps in your hand. It has no eyes, but its gaze is no less piercing. The beast is perpetually moist and telepathic interactions with it leave someone feeling greasy and unclean. They should come away feeling as if they're the meat on display in a deli.

Use these glowing descriptions for whenever the beast telepathically contacts an adventurer. You don't need words to creep your players out. Frequent contact with the balhannoth is sure to drive a man mad—which is what happened to Orl in A8.

Tactics. The balhannoth is an otherworldly, apex predator. Area 7 counts as its lair, granting it Lair Actions. "LA" refers to its Legendary Actions. It uses the following tactics in and out of combat:

- Like the behir, hurl the balhannoth directly at the party twice before it retreats to its lair; it can still prey on the drow and troglodytes in the meantime.

ALTERNATIVE: THE RETURN OF ILLUUN

If the party never slew Illuun the aboleth (Hell, even if they did) on Level 4, you could replace the balhannoth featured in this supplement with Illuun. Adjust accordingly, flooding the same caverns that the balhannoth lairs in. Illuun has enslaved most trolls and many troglodytes to its will. It also has 1d4+3 chuuls under its sway.

- Once the party enters the warrens, the balhannoth probes their minds to determine their greatest desire involving a place; it then reshapes its lair to fit these criteria. See its Lair actions for details.
- The balhannoth has blindsight out to a radius of *five hundred feet*—it can detect *anything*, that eyeless freak.
- When faced with the entire party, the balhannoth knows to strike hard and fast: it teleports above the party while invisible; it utilizes the advantage on its first attack by targeting the most armored adventurer; thereafter, it makes another three tentacle attacks. It uses a LA to bite the most vulnerable character.
- When prey escape its grasp, the balhannoth uses its Vanish LA to flee and set up another ambush. Likewise, it runs down prey with its Teleport LA.
- As a predator, the balhannoth cares only to snatch up one character and escape with its meal, utilizing its Teleport LA to do so. It can easily outpace most characters. Gaining altitude is more important than gaining lateral distance so that any pursuers must fly, and any prey are faced with a steep drop if they untangle themselves from the balhannoth.
- As its lair actions aren't especially useful in combat, the balhannoth is willing to stray from its lair once the party has shattered its illusion; it prefers to go to Area 5 so that it can grapple a character and teleport to above the sinkhole (which is a 60-foot drop from the ceiling).

THE BEHIR

The **behir** is still a factor in Level 11. It lairs in Area 17 and storms throughout the warrens; unlike in *DotMM*, it should be encountered *before* the party reaches Area 17; hurl the behir at them once or twice and have it flee when reduced by a quarter of its hit points each time.

Use the behir to disrupt the party's plans and keep them moving. There shall be no respite in these dirty warrens so long as it and the balhannoth live.

Tactics. In combat, the behir employs these tactics:

- The behir is an ambusher, especially with the runes that Halaster has engraved upon it. It casts *invisibility* as it approaches its prey and then *misty step* to close the gap, if necessary (ending the *invisibility* spell).
- Whether its target is alone or with allies, the behir casts *sleep*; it has advantage on its next attack roll, which is a critical hit if the behir attacks from within 5 ft. It might also bake the target with its Lightning Breath, whose Dexterity saving throw they automatically fail while unconscious.
- Targets that aren't put asleep are then blinded by a *color spray* spell; the behir then gains advantage on attack rolls against these targets.
- Once the behir has constricted and swallowed a target, it flees, using its legendary actions to inhibit the party and escape. If it has its way, it finds a winding crevasse 40 feet up in the cavern and goes 70 feet deep. Creatures that dare clamber into the crevasse are punished with a Lightning Breath.

AREAS OF NOTE

The following areas are of note:

1. AUVRYNDAR WATCH POST

The minutes swell into hours as you clamber down from Muiral's Gauntlet. Every loose stone you've disturbed has kicked up a whisper, "The warrens." You've heard that damned whisper a thousand times by now: the warrens, the warrens, the bloody warrens.

It takes 1d3 hours for the adventurers to descend from Level 10; the path is treacherous. When they arrive, it's moments before the **balhannoth** attacks. It's necessary to showcase the creature this early in the level to set the tone and warn the party that it can teleport and prefers to ambush lone prey.

The drow are too blitzed by a recent attack by the creature to attack the party. Instead, the party overhears this conversation in Elvish:

Overheard Elvish alerts you to the drow; they aren't trying to hide, clearly. Their voices are swollen with terror:

"—I saw it, I *swear* I saw it."

"Impossible," replies a woman, "it's never strayed this far from its lair. It must have been a troll that got X'erek."

"I know what I bloody saw, Ventríd and it's—"

You wince at the ring of a metal gauntlet striking flesh. The male cries out in pain.

"You'll do well," this Ventríd says, "to address your betters with respect, you mewling cur. The balhannoth is ours and ours alone. Return to your post—all of you!"

Regardless of what the party does here—fight, talk, sneak on by—the **balhannoth** teleports into the cave to snatch up one lone drow. Its grapple automatically succeeds and it teleports out via a legendary action. The character with the highest passive Perception score notices its form.

Read the following when the creature attacks:

A high-pitched shrill screams in your ears as reality itself seems to shudder! A darkened mass clings to the ceiling, at a corner that was previously empty—and its barbed tentacles unfurl to snatch up a drow, who goes kicking and screaming to his end. The creature has no eyes, but far too many teeth and welcomes its prey with a smile—and with another screaming shrill, it's gone. It's just gone. After the balhannoth attacks, any surviving drow flee to Area 2 to regroup with their brethren.

2. CAPTURED TROGLODYTES

After the balhannoth's attack in A1, the elves here are alert and worried. They've their orders, however: round up troglodytes and send them off to Level 10.

2A. TROGLODYTE CHAIN GANG

The trogs are aware of the balhannoth and are, quite frankly, freaking out. They're utterly desperate to escape their chains before the beast returns to gobble up these hapless wretches. Their terror is dialed up to eleven; react accordingly.

2C. AMORAL DILEMMA

By when the party arrives the drow are caught in an argument of duty versus survival. They overhear this conversation in Elvish, led by Tsabdrar Do'ett, who's petrified of failure.

Over the mewling of troglodytes, you overhear a tense conversation in Elvish:

"—you heard them! The beast has come! It's time to go!" an elf shouts.

A drow with a reedy voice shoots back, "Our duty is to hold these caverns—"

"Forget duty, Tsabdrar! I'll gladly take the lash and live than stay another second in these warrens. We're going with or without you."

There comes silence. The drow with the reedy voice replies, "Very well. Send a runner to Lady Argonrae. Tell her that we either crush House Freth or withdraw to hunt down the beast. Perhaps they'll agree to an armistice."

"You really believe they'll agree to that?"

"I have to hope."

Tsabdrar's men are itching to flee and he's ever more likely to kill the troglodyte young. The arrival of the party provokes him into quitting these warrens altogether. He informs them of both the behir and balhannoth and warns them to get out of Dodge before it's too late.

3. HUNGRY GNOME

It's the stench that warns you first that here thar be dead. You hear the quiet ravening of some creature, perhaps a ghoul—and as you draw your weapons and approach, you see it: a deep gnome gnawing on the arm of a corpse. Drow. All eight of the corpses are drow, splayed across the cavern floor.

The **deep gnome** is a troll cursed to this diminutive form. His name is Hrektar, but the adventurers are likely to call him "Bones" after he waves around a skeletal arm and points at himself. In Giant, he says "This is my handiwork—fear me!"

Roleplaying Hrektar. The troll makes for a fun and interesting sidekick: an extraordinarily brave and savage gnome—a stark contrast to the reclusive nature shared by most deep gnomes. He shies from no battle but *will* side with any of his troll brethren if need be. Cursed to this tiny form, Hrektar has fallen far down on the trolls' totem pole. He was once the warrens' alpha and smarts under the authority of his brethren. He wishes to be restored to both his brutish form and authority by visiting Area 11. He believes that the secret to his restoration lies there.

4. LOATHSOME LIMBS

Stone fangs fill this cavern, jutting out from the floor and ceiling. The stench of rot chokes your throat—you find severed limbs, all covered in warts that weep a stinking, white pus.

If Hrektar is with the party, he weeps over the torn limbs—but then rejoices as they animate. Several limbs shamble forward to lovingly caress Hrektar. One smacks him across the face. Hrektar also picks up the severed troll's head and does a rendition of *Hamlet*, reciting the famed soliloquy:

*To be, or not to be, that is the question:
Whether 'tis nobler in the mind to suffer
The slings and arrows of outrageous fortune,
Or to take Arms against a Sea of troubles,
And by opposing end them: to die*

In Giant (bastardized Danish), this sounds like:

*At være, eller ikke være, det er spørgsmålet:
Hvorvidt er det mere i tankerne at lide
Slør og pile af uhyrlig formue,
Eller at tage våben mod et hav af problemer,
Og ved modsætningen slutter dem: at dø*

Troll's Head. The severed troll's head belongs to Krenchin, who abused Hrektar after his fall-from-might. In 1d6+2 days, the troll will regenerate its entire body. After his soliloquy, Hrektar punts the head like a football.

5. TROLLING THE TROGLODYTES

You come upon a pitched battle: six trogs fight futilely with a five-armed troll; its every wound heals instantly.

If Hrektar is here, he aids the troll in battle.

Balhannoth. If it yet lives, the balhannoth attacks the party directly here. Once it's grappled its prey, it teleports to the ceiling above the pit. Characters that untangle themselves fall 60 feet into the pit, taking 6d6 bludgeoning damage. Once it loses a quarter of its hit points, it uses its Vanish legendary action to escape. It's cunning enough to use this tactic to drive potential prey into Area 7, its lair.

6. PIERCER CAVERN

Piercers are wonderful. When looking at Level 11 as a gauntlet to traverse, this cavern becomes essential. Riddle your party with piercers—absolutely *rinse* them. Make them regret ever trusting stalactites.

In addition to a **piercer** dropping onto a character when they end their turn in this cavern, there's also a 50% chance that a piercer drops *during* their movement. The piercers begin to fall once the party's already in the cavern, not when they dip their toes in. This prevents them from robbing you of your sadistic pleasures.

7. TROGLODYTE LAIR

The **balhannoth** added in this supplement has taken over the troglodyte's ancestral lair.

The simple truth is that the amassed troglodytes here don't matter—not to 11th-level adventurers. Only if you run the alternative with Illuun's return (see the sidebar above) are the troglodytes still here. Otherwise, they've simply been deleted, long-since devoured. Its other features remain, such as the mud sculpture of Laogzed and the *dagger of venom*.

Unlike other predators, the balhannoth *welcomes* intruders to its lair, as it's most powerful here, and, unlike the behir, does not covet any sort of wealth. It will even do its best to drive prey here.

False Paradise. The balhannoth has had time to sense these newcomers' greatest desires and reshape its lair into a scene befitting that desire. If you haven't sussed out what those desires are, then the beast has painted this place as an underground temple to a sun deity, such as Amaunator. Any devotee of that god, or anyone that succeeds on a DC 12 Intelligence (Religion) check can identify the imagery as such. This is no illusion: the balhannoth's power allows it to warp reality itself. The stones are real, the altars are solid, and everything holds up to inspection. Greater details, however, are lost: the pages of tomes are blank and inscriptions look legitimate from afar but are just meaningless symbols.

If you use this temple as the beast's lair, read the following description:

You stumble into that which you least suspected to find in these wretched warrens: a temple devoted not to the vile drow gods, not to the troglodytes' deities, but to a god of light. Imagery of the rising sun can be found everywhere. Pews line a central chapel and cold sconces seem to beg for fresh fire. You feel at peace here—as if at last you've found respite after such a harsh and bitter journey.

Under this scene, the balhannoth clings to the vaulted ceilings and can traverse between rafters. The ceiling stands up to 50 feet in height, just like Area 7's original dimensions.

8. ILLUSORY FRONT LINE

The illusory front line's purpose was still to keep the hardy troglodytes in check, but the balhannoth has changed that. Now the drow are stationed here to keep an eye on the beast. Keep everything the same, including the troglodyte **zombies**, with exception to Orl Telenna. The drow is shell-shocked and nearly mad after such frequent telepathic contact with the balhannoth.

Balhannoth. So close to its lair, it shouldn't come as a surprise that the balhannoth can attack here. If it hasn't accosted the party twice already, it ambushes the party. Orl Telenna can sense it coming; he's become sensitive to its presence after such frequent telepathic contact. When it approaches, he screams and casts *rope trick*. An adventurer can use their reaction to make a DC 13 Dexterity saving throw to clamber up the rope after Orl, finding sanctuary in his pocket dimension. Those that fail are too slow; Orl pulls the rope in before the others can climb up. He struggles against those that would reopen the entrance to outsiders, fearing that the balhannoth can slip inside (it can't). The beast flees if it loses a quarter of its hit points.

9. CONTESTED CAVES

The drow have always wondered why the balhannoth never approaches this area, despite being so close to its lair. They've a working theory that the beast detests the presence of their **shadow demons**. The drow are right, and if these demons are slain or removed, the balhannoth quickly adds these caves to its territory.

Balhannoth. Without the demons, the adventurers are liable to an attack by the beast. It tries to push them towards Area 10, wherein it grapples its prey and teleports to above the sinkhole, so that any that manage to untangle themselves are punished with a 60-foot fall (taking 6d6 bludgeoning damage).

11. FOREST OF STONE

Neither the behir nor the balhannoth can tolerate this place so long as the strange runes exist. Trolls are already tough enough prey when not altered by weird magic. They won't follow the party here.

11B. TROLLWARP CAVERN

Glowing runes light this fanged cavern whose stalagmites resemble the Mad Mage himself, as if they were lazily carved statues. His carved robe is covered in lidless eyes; he's screaming at some distant horror thankfully invisible to you. Those forlorn runes float above every stalagmite. You absolutely must have the magic gate mentioned in *DotMM* spring into existence whilst the party is here. Read the following when it does:

The runes begin to glow, spin—the stalagmites of the Mad Mage begin to howl with fear and madness. A wind! A wind surges through the cavern, sucked into a yawning rift that glows violet and pink! As you steel yourselves for the horrors surely to come, that rift reshapes itself into an arcane gate and the first thing you hear from its strange and unwelcome depths are—roosters?

Half a dozen roosters spill out from the rift, squawking madly. You scratch your head, once again disappointed in whatever life choices led you to Undermountain—

A roar interrupts your lamentations! Out from the gate stumble at least three trolls, their hunger plain to see!

12. DROW BATTLE

The sounds of war remind you of the world above—the futility of clashing armies, the crash of ideology, of steel, of men. Cries and curses are shouted in Elvish, shouted above the din of drow and demons. The cavern is painted under the strobing lights of *faerie fire* spells; crossbow bolts fly and demons battle: a toadlike demon is fighting off two mosquito-like abominations while drow fire at each other from their dug-in trenches.

With the behir in the southwest and the balhannoth in the northeast, this cavern has become the focal point of the drow's war. Amp it up as a veritable No Man's Land, replete with trenches, mud, and corpses. Drastically inflate the number of **drow** here, adding them to the trenches. If the adventurers involve themselves in the battle, these extra drow are not included in the fight. Likewise, they're too focused on their foes to do anything but fire crossbow bolts if they pass through the middle portion of the cavern.

The battle the party happens upon was expected to be another fruitless, indecisive standstill. House Auvryndar, however, comes out ahead, barring any intervention by the party. The armies are unaware that both the balhannoth and the behir are pressing in on them, gobbling up elves and claiming territory. The drow are too consumed with their petty war to realize that they're doomed.

Trenches. Six-foot-deep trenches have been dug on both ends of the caverns. Drow pepper each other with crossbow bolts from the relative safety of their hidey holes. These trenches face north-south. There are seven rows to each side, each won and lost count-less times.

Mud and Blood. The narrower passage between each larger cavern of Area 12 is filled with mud and corpses. It counts as difficult terrain.

Skirting By. If the adventurers choose neither side and aim only to skirt by, they're hit as collateral damage from stray spells and happened upon by enemies. Choose any of the following encounters:

- A stray *fireball* (DC 14) cast by Spirreth Dalambra, the House Freth leader; a well-aimed arrow found his shoulder, causing his spell to go awry.
- A stray crossbow bolt (+4 to hit, with advantage, 1d6+2 piercing damage, and a DC 13 Constitution saving throw from drow poison (see the **drow** statblock for details)).
- A squad of 1d4+2 **drow** led by a **drow elite warrior** that mistake the party as mercenaries hired by their enemies.
- A freshly summoned **chasme** off to reinforce the front-line or flank its summoners' enemies.
- A pair of **giant spiders** that descend from the ceiling to dine on hapless fools.

13. FRETH REFUGE

This cavern is jungled with spidery webs within which squawk and chirp captured bats and lizards and stirges—those flying rat/mosquito abominations. Instinctively, you ready yourself for giant arachnids and cocooned victims.

Whilst here, the party hears the thunderous comings-and-goings of the behir in distant caverns. At your discretion, it can enter this area via a winding passage 25 feet from the cavern's floor. It scrambles down the walls under a spell of *invisibility*, attacking the adventurers. It flees when it's lost a quarter of its maximum hit points. Likewise, if it can swallow a character, it retreats through that same passage, which empties out in A17D.

14. AUVRYNDAR WATCH POST

The drow here have been spared the psychological torment of being so close to the balhannoth. Their only concern has been the behir, which has yet to visit their cavern—which is about to change.

Behir. The behir's thunderous approach betrays its presence while the party is here. It cannot surprise them; however it comes under a spell of *invisibility*, granting it advantage on its first attack. Likewise, the cavern's acoustics are so indulgent that its thunder actually *masks* where it specifically is, negating any advantage the party might have at locating the behir. When the behir attacks, the drow instinctively flee, leaving the adventurers to deal with the beast.

17. BEHIR LAIR

Unlike the balhannoth, the behir doesn't tolerate any intruders to its lair. It fights with wild abandon and will pursue prey that flee from this area unless it's severely wounded. No changes are necessary.

To Level 12. When the party first finds the pathway to Level 12, the behir either comes storming out from the path—driving them back into Level 11 proper—or forces them downward. Dealer's choice.

SPECIAL EVENT

You can run this special event for Level 11—or rather your players can orchestrate it:

CLASH OF THE TITANS

The adventurers can engineer a conflict between the behir and the balhannoth by luring both to the same cavern, such as Area 6, the heart of the warrens. The two apex predators immediately duke it out, pausing only to strike back at bystanders that attack them. Once this conflict begins, a legion of *arcane eyes* appear in the cavern to film the event. The Mad Mage himself appears to shoutcast the fight. He quickly applauds the adventurers for engineering the fight, which he features on his hit, transplanar gameshow, *Dungeon of the Mad Mage*.

While here, Halaster prevents the party from interfering in the fight through his spells; they'll quickly find themselves fighting Halaster if they don't heed his warnings to "let this play out."

Ultimately, the behir wins out against its opponent. The balhannoth tries to flee, but the behir runs it down with constant *misty step* spells and its greater movement speed. Likewise, the behir blasts at the balhannoth from behind with its Lightning Breath. When the balhannoth dies, Halaster approaches the behir and strokes it lovingly, as if it were a dog—which it is to him. Looking into the *arcane eyes*, he declares tonight a true "clash of the titans" and promises another match one day soon.

EPILOGUE

With another level under their belt, the party should level up to 12th level—an invitation to hurl even greater and more obscene monsters at them.

Cap off your session with the send-off below, which assumes the adventurers killed the behir. Adjust accordingly it.

THE SEND-OFF

The Mad Mage's voice is warm and smug when it enters your skull:

"You know, I've always been fascinated with dogs, even as a young boy. *Especially* as a young boy. Big dogs, small dogs, rabid dogs. My mother was petrified of dogs. My father, that profligate, wouldn't allow me the luxury of a dog—and a boy needs a dog, my dearest adventurers. He needs a faithful companion that will give unto him all the love he'll surely miss out in life.

"That beast was my dog. It was my faithful hound—and you have deprived me of it. Everything before now was just theater, just for the show, but now? Now it's personal. Now your misery matters to me."

If you're running the *Companion's* game show element, add:

You feel Halaster's attention turn towards some unseen and far away legion. He adopts his gameshow host voice:

"Our contestants have plumbed the Troglodyte Warrens and emerged victorious—but at what cost? Next lies the Maze, and in it, the capricious House Freth, whose armies lie dead and dying in the depths of my mountain. See them struggle and adapt in next week's episode of *Dungeon of the Mad Mage!* Halaster out!"

LEVEL XII: THE MAZE LEVEL

"You wanted this! You wanted to marry into madness, well here it is in all its ungainly horror!" Halaster, to his new bride

QUICK NOTES

- Much of this level is dependent on events that occurred on Levels 10-11, and even 3-4. Has Vlonwelv Auvryndar been slain? Did the party strike a deal with the House Freth spy, Xarann A'Daragon? Is the party seen by House Freth as foes or convenient tools? Answer these questions first.
- Two of the four arcane gates on this level are accessible to the players, leading to Levels 6 and 10. See Areas 9D and 6B, respectively.
- Per the *Companion's* changes, the goristro that Drivvin Freth so eagerly wishes to summon is brought in early. See *Wedding Present* in *Special Event* under *Areas of Note*.
- Minotaurs are hardly a challenge to 12th-level adventurers. Scores of them must swarm the party; don't forget to use their Reckless Attack trait.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

House Freth has stood behind the curtain for a while now, often only mentioned. You need only remind yourself of these events:

- On Level 10, the party may have met Xarann A'Daragon, a House Freth spy plotting to assassinate Vlonwelv and escape with Sornnozz and Tazirahc, his co-conspirators and friends. In the *Companion*, for their aid, Xarann offers his House Freth insignia, hoping it will get them safely through Freth territory; this insignia will protect a character from the **goristro** that gets summoned.
- On Level 11, the party may have met Spirreth Dalambra, who would have traded his freedom for safe passage to Level 12; he would hope to pass the party off as the murderers of Beranica, Erelal's daughter, who fell in battle—a fate he failed to prevent.

THE FRETH FAMILY TREE

Erelal Freth has *many* family members, all scattered about the level. She has seven daughters and three sons, with another child on the way. Not all children are listed in this supplement, leaving us to wonder where they are or where they went. They're likely dead—so it goes. These family members are:

- Hatchrin Alet'taz, Erelal's consort, **drow**, Area 19J
- Drivvin, brother, **drow archmage**, Area 19K
- Rilna, sister, **drow elite warrior**, roams the fortress
- Llaxdorl, male cousin, **drow mage**, Area 18A
- Illanlue, third daughter, **drow elite warrior**, Area 19A
- Sabatrin, fifth daughter, **drow elite warrior**, Area 19A
- Talabsyn, youngest daughter, **drow**, Area 12D
- Tanimar, second son, **drow elite warrior**, Area 12A
- Xaphtal, youngest son, **drow elite warrior**, Area 12A

HALASTER* GETS HITCHED

Comedy is sorely needed this far in the campaign, and that need has inspired this chapter's headliner: Erelal Freth has kidnapped the Mad Mage himself and is forcing him into a marriage—or rather, she's kidnapped a simulacrum of Halaster.

Sim. Hereafter, Halaster's simulacrum, created by the *simulacrum* spell, is referred to as "Sim." Sim shares Halaster's personality and is aware that he's a clone (though he dares not share this fact, lest it be destroyed by the drow). He's a shadow of the true Mad Mage both in terms of power and insanity, and must abide by the restrictions to magic in Undermountain.

Having good reason to believe that Halaster is more than mortal, Erelal Freth once struck a bargain with him. In return for a favor long already cashed in, she could force him to agree to one request of her choosing. She's thus engineered this wedding to ensure that that agreement is to be her subservient husband and lend both legitimacy and power to her claim over Undermountain.

Erelal's wrong. Very wrong. Halaster is no fey or fiend bound by cosmic law and deals past rendered. Were this to be even the true Halaster, he could simply renege. Alas, she hasn't even got that part right and has captured the Mad Mage's simulacrum.



SIM: SIMULACRUM OF THE MAD MAGE

Sim was created by Halaster to entertain guests or fulfill commitments he himself couldn't be bothered with. He's forgotten Sim's very existence and would surely destroy him if he remembered. Sim, who frankly enjoys existing, does his best to sneak under the Mad Mage's radar. See Appendix B for Sim's statistics, under "Halaster's Simulacrum."

Sim shares much of Halaster's personality, but little of his power or insanity. His power is capped, per the *simulacrum* spell, and his attachment to the Knot in the Weave is virtually nonexistent. He's thus much less powerful than the true Mad Mage. Since Erelal Freth is sure to destroy him if she learns the truth, he only shares that truth with would-be rescuers.

Only Hope. If you're running the *Companion's* game show element, Sim is aware of the show. He's caught up with all but the latest episodes of the current season (i.e., the party's antics up until L10). Even if you don't utilize this element, Sim still recognizes the adventurers as his potential saviors.

Simulacrum. As a simulacrum, Sim is severely handicapped, explaining his capture and meekness: he cannot regain hit points except in an alchemical laboratory, forcing him to avoid confrontations; he can't ever regain expended spell slots, many of which he's wasted over the years, effectively reducing him to a 7th-level spellcaster; and he lacks the capacity to learn, meaning he will never increase in power. All in all, this creates a meek, feeble, and terrified version of the infamous Mad Mage.

Wedding Invitations. Sim has pestered Erelal into inviting the party to the wedding; one is due to be his best man. These invitations can be found floating throughout the level. Once an invitation is touched, an illusion springs forth showing their image and Sim's voice shouts, "Adventurers! You are cordially invited to my wedding! The drow shall not harm you so long as you bear this invitation! Come forth to Spiderwatch Keep! The nuptials shall be fierce!"

A character can make a DC 12 Intelligence check after hearing this message to pick out the faint words, "Save me! I don't want to get hitched!"

ERELAL: BRIDE-TO-BE

The matriarch of House Freth, Erelal is deeply pregnant with her eleventh child, courtesy of Hatchrin, her recently discarded consort. Many of her children have died in her war with House Auvryndar. Their every death haunts Erelal. She'll find no peace until her rivals are eradicated.

Roleplaying Erelal. Erelal's temper is infamously short so deep into her pregnancy. She hardly sleeps these days and her ankles are routinely swollen. She's restless and her nausea has made a thunderous return. Every member of House Freth is bending over backwards to appease this termagant in the final days before the newest Freth whelp is spat out.

Erelal enforces high standards for all her vassals and servants, and delights in scourging those that fail. She spends most of her days in Area 19J, leaving only to address her troops, scourge a disappointment, or host a sermon devoted to Lolth.

Sim. Erelal truly believes she's ensnared Halaster through a clever twist of their old bargain. She is not kind to her fiancé, keeping him locked up in Area 19K. She takes sick pleasure in berating, humiliating, and lording over him. She shows him off as a trophy, proudly saying she's captured "the infamous Mad Mage." Together, she promises, they'll have plenty of half-elf children, whom she glowingly refers to as future demi-gods—for she believes Halaster to be more than mortal.

DRIVVIN: BROTHER OF THE BRIDE

Drivvin Freth, the drow **archmage**, is still a factor in this supplement, but his importance is diminished. He adores his sister and wants to do right by his house, so he of course wants to successfully summon a goristro. Under the *Companion* he successfully does summon one but fails to bind it to his will. See *The Wedding Present* special event.

Drivvin's role in the wedding is to ensure Erelal and "Halaster" get hitched without a hitch. Since the Shadowdusks have already made the Mad Mage's offer of apprenticeship, he understands that Sim is not who he claims to be—but rather than suspecting him to be a simulacrum, he thinks Halaster is just playing some strange game. He also thinks that this marriage is a means to sweeten Halaster's deal. He understands he's out of his depth, for what mortal can truly scrutinize Halaster Blackcloak's madness?

Thus, use Drivvin as an enforcer and background character. The arrival of the adventurers arouses even further suspicion from him, and so he keeps a close eye on them and Sim. When in doubt, use him as the character that's babysitting Sim.

Roleplaying Drivvin. Drivvin is wholly dedicated to his house and sister, but he's grown desperate. He knows he's in over his head with the goristro, but his sister expects results, not failure. Unlike other drow males, he does not dream of escaping this harsh life for greener pastures. He is surprisingly forthright about most of his opinions and shortcomings, but not to his sister. When he's anxious, he runs his hand through his hair or bites his lip.

THE SHADOWDUSKS

When they first arrived to recruit Drivvin, Tendra and Maleen were perplexed—for here was Halaster himself, being whipped by Erelal Freth. Did they not just see him yonder week? The emissaries nearly blew Sim's cover. They've since sussed out that this is a simulacrum of Halaster, and are content to let things play out. They've grievances of their own to vent on this touchable version of the Mad Mage. When Erelal's had her fill, the emissaries often pick up with the lash where she left off. They've bought Sim's silence by threatening to reveal the truth. They're staying for the wedding as guests.

Despite this supplement's changes, the emissaries' task is unchanged: they must recruit Drivvin Freth as an apprentice of the Mad Mage.

WEDDING BELLS

The wedding is split into three acts, detailed below, which begin once the adventurers are welcomed into Spiderwatch Keep. The ceremony is scheduled for the night after the adventurers arrive, giving them at most thirty-six hours to spring Sim or move on.

Invite on Sight. Sim has drilled into all the drow the names and appearances of "the contestants." They know to stand down when they arrive and bring them into Spiderwatch Keep. The drow use the Mad Mage's name to goad the party into submission. They only fight in self-defense.

I. THE BACHELOR PARTY

The first act begins with the party's arrival to Spiderwatch Keep. It involves booze, blood and a "run with the bulls."

Meeting the Happy Couple. Once the party's in the keep, they're brought before Erelal and the manacled Sim. Pegs and wool are stuffed between his fingers, inhibiting spells that require somatic components. She shows him no more affection than one would show to a brass trophy and is fond of saying, "Soon Undermountain will be mine. All mine. Just like *him*."

Always watched over by drow, Sim's only opportunity to speak quietly to the adventurers is at his bachelor's party; he quickly extends an invitation.

Entourage. The party is scheduled for 1d8+2 hours after the adventurers arrive to the keep. Sim's bachelor party consists of:

- Hatchrin Alet'taz, Erelal's consort (**drow**) who is none too pleased that his relationship has been upended by Sim.
- Llaxdorl, cousin of Erelal, who's surprisingly supportive of the arranged marriage. He's a **drow mage**.
- Tanimar, Erelal's second son (**drow elite warrior**), who hopes this new father figure will be everything Hatchrin wasn't. He smarts under any mention of his missing eye.
- Xaphtal, youngest son, (**drow elite warrior**), who hopes to use the bachelor party to eliminate Tanimar.

Shots, Shots, Shots. For Sim to have a chance to escape, he needs the drow liquored up. He's the liquor reserves and cast a *Tenser's floating disk* spell to act as a mobile table. He insists everyone, except the adventurers, "get real familiar with those bottles." It follows the party throughout this event.

Run with the Bulls. After drinks and cigars (wrapped in spider silk), Sim and the party leave Spiderwatch Keep and head to minotaur territory (Areas 7 and 8) for the "run with the bulls" event. The goal is to run back to the keep with all your bones intact. See Areas 7 and 8 for details.

The Great Escape. During the run, Sim attempts to flee but gets lost. He ends up in Area 15, having taken the trapdoor in A14. The drow—Erelal's daughters, most of which are **drow elite warriors**—organize a search and implant themselves with the adventurers, whom they don't trust. They inevitably find and wrangle Sim, taking him back to Spiderwatch Keep. Drivvin Freth also partakes in the search but goes off on his lonesome.

The Truth. If the party finds Sim first and the drow are out of earshot, Sim finally reveals his true nature: "I'm not even real! I'm not even Halaster! I'm just a simulacrum! A shadow, a fake, a fraud, a puppet without strings and without power! Erelal though—she believes me to be the true Mad Mage, and I'm as good as dead if she learns otherwise. You gotta get me outta here!"

If the party do not relent, or if they fail to get Sim out now, proceed with Act II, the Wedding.

II. THE WEDDING

The wedding is scheduled for the next night. All of House Freth is in attendance, with exception to a skeletal crew that mans the towers. The ceremony is to be held in Area 18, which has been decorated with strobes of flashing light, ticker tape, and other gaudy things conjured by Drivvin. Sim is kept in Area 19C. Both sides of the door are held shut with an *arcane lock* spell. Meanwhile, Erelal is getting dolled up in Area 19J.

Seating. There are no seats for the ceremony; all attendants are to stand. Area 18 is stocked with the following characters:

- Erelal a **drow priestess of Lolth** (AC 12)
- Drivvin, a drow **archmage**
- Maleen Shadowdusk (**mage**) and Tendra (**assassin**)
- 1d8+1 unarmed **drow**, including Hatchrin the consort
- Erelal's assorted sons and daughters: five unarmored **drow elite warriors** (with an AC of 14)

Ceremony. It's Rilna, Erelal's sister, that leads the ceremony, constantly praising Lolth for this "boon of a husband" and the glorious days to come with all of Undermountain under House Freth's heel. During the ceremony, Sim is still manacled and grows ever more nervous, casting his eyes out among the crowd to look for saviors or potential hitmen from Halaster. When he's asked if he'll take Erelal as his wife, he licks his lips and says, "It wouldn't be the first time Halaster Blackcloak married a pregnant woman out of wedlock."

Speak Now. The adventurers have the opportunity to speak out against this marriage once Rilna utters the cliché phrase, "If anyone has an objection to this union, speak now or forever hold thy tongue." If any character does speak out, they wind up on Erelal's hit list and she, along with other drow, promptly ignore any objections raised.

III. WILL THE REAL MAD MAGE PLEASE STAND UP

Wed, the unhappy couple rush into Spiderwatch Keep. An hour later, the reception begins. Keep the same characters described in the wedding but add in several drow noncombatants to pad the numbers. Wine and hors d'oeuvres are served; a wedding cake has been baked from fungi and wheat. There's a band. It's all very picturesque and good cheer is in the air.

As the music swells and the unhappy couple dance, the crowd claps and cheers—and of them, one elf pulls away his face, *literally*, revealing himself as the true Mad Mage. Halaster has watched this debacle since its inception and is *pleased* by it.

Read the following:

As Erelal and her new husband take to their first dance like a prisoner being led to solitary, the crowd moans with good cheer. They watch, they clap, the music swells, and all are having a good time. One elf in particular is having a *great* time, laughing so hysterically that Erelal ceases her awkward dance to snarl, "Quit your squawking lest you lose that fat tongue."

But does the elf cease? No, no he does not. He jeers so much that spittle flies—and when he wipes his mouth, he wipes away his entire face and there stands Halaster Blackcloak himself.

The elves go wild.

Once Halaster makes his grand reveal, he waves a hand, causing Sim to become as transparent as ice. He cackles and calls out Erelal as a fool—and as her rage mounts, strange magic takes hold in Spiderwatch Keep: eyes sprout along the walls, the towers; fireworks rocket into the air; the goblins and troglodytes held prisoner in Areas 18G and 18H are teleported to the courtyard, with their chains attached to a festive maypole upon whose head sits a miniature Halaster. The drow watchmen come screaming out of their towers or falling over from the rooftops with tentacled appendages sprouting from their foreheads and armpits. A faux sun even rises above Spiderwatch Keep, nearly blinding all the drow.

As this all unfolds, read the following:

The deeply pregnant Erelal snarls, "Cease your antics, wizard! Our bargain was struck long ago and simulacrum or not, you are my husband—so stick to your vows and obey me!"

Halaster throws back his head and laughs. "You wanted this, my lady! You wanted to marry into madness—well here it is! Here it is in all its ungainly horror! You're in the thick of it now, my beloved lady-wife, and all your kin shall pay the price.

"This mountain is mine. This fortress, mine! This house, mine! I welcome you all into my leper's family—and I welcome you as pawns in my newest game."

The Mad Mage leans forward, fresh with a grin—and Erelal crumbles to her knees. Her wedding dress has grown wet and her face contorts with pain. "You asked me to marry you, my dear," Halaster says, "and remember: it's 'til death do we part."

As Erelal goes into magically induced, premature labor, Halaster pulls out a dagger and goes to gut Sim (+11 to hit, 1d4+4 piercing damage). If he reduces Sim to 0 hit points, the simulacrum melts as snow. The adventurers might defend Sim; if they can hold off Halaster for two rounds, he leaves.

Missing Mother. Whenever Halaster leaves, it's with Erelal. One moment she's there, the next she's gone. A scrap of paper floats where she once stood and reads, "Best accept that offer now." This refers to Drivvin's offer of apprenticeship under the Mad Mage. With his sister (and her baby) held hostage, the elf has no choice but to accept. The remaining elves' spirits are too broken by the abduction of their matriarch to offer any violence to the adventurers, who are free to go.

AREAS OF NOTE

The following areas are of note:

1. INTO THE MAZE

When the party enters Level 12, Halaster, of course, has something to say. Read the following:

The stench of the Warrens has made its home in your clothes, bringing with it scents of excrement and carrion—and it's more of the same here in these new depths. The stench of rot and death is everywhere, brought in a roiling fog that kills visibility. You can hardly see more than an arm's reach.

"Welcome," the Mad Mage declares from within your skull, "to the Maze Level: where minotaurs offer futile prayers to their mute lord, Baphomet. Where the drow of House Freth dare to plot their war to take over my demesne. Where few men have ever delved and fewer still returned. I invite you to take in the sights, the scent, and enjoy your time here. This is your last vacation before my true game begins."

Before the adventurers leave Area 1, they hear the bore worm in Area 13 as it comes up from Level 13.

1A. RUSTY HEAD

Amidst the fog looms the rusted remains of some construct. Much of its body has been stolen away, but some parts remain like the discarded metal guts of a corpse. Its head is like an empty helm left behind on a red battlefield. After close inspection, you find an inscription in Elvish.

The destroyed shield guardian was a gift from Erelal Freth to her brother Drivvin. The inscription reads, in Elvish, "To dearest Drivvin, may this guardian protect your virtue. From your concerned sister, Erelal." A *legend lore* spell cast on the rusty head reveals that Drivvin Freth is... to say, a permanent bachelor, despite his best efforts.

2. LIGHT OF THE DEAD

2A. WILL-O'-WISP

Amidst the roiling fog, you spot lantern light—and out comes a woman's voice, thick with an elven accent: "Hurry! The others are dead! They're about to butcher her!"

If the **will-o'-wisp** successfully lures the party into Area 7, the spirit shouts, "Meet your end, buffalos! Your reckoning has come!"

2B. BROKEN LUTE

You can add some weight to the lute found here. If you're aware of any adventurers' acquaintances that might have been kidnapped by Houses Auvryndar or Freth and brought to Undermountain, like the Sing-Alongs, the nabbed halfling quintet on Level 10, then attach a different name to the lute. Otherwise, this Korynn was a well-known musician in Waterdeep, whose acquaintance was earned by one of the party members (such as bards, or characters of the Entertainer backgrounds). Award inspiration if the player really bites into it, roleplaying their sorrow. Alternatively, they may have met him in Skullport. If they return with news of his death, his widow, Gloria, awards them 10 gp.

If any adventurer came to Undermountain to seek out an old friend, change this "Korynn" to fit that, if possible. They've found no corpse yet, so it's still possible he lives; perhaps he's a prisoner of the drow?

3. DEAD END

Dead ends are important to the Exploration pillar of D&D to remind the party just how futile life is.

Halaster's Game. The Mad Mage has trapped this passage with one of his favorite antics: a Large steel, half-sentient steel boulder. Once characters reach the dead end, the trap animates. It's an improved version of Halaster's Crushing Eye from Level 2. Halaster has emblazoned a confusing image on the boulder; while it's rolling, characters notice that it forms a moving picture of Halaster cackling.

Halaster, of course, is a kind and benevolent tyrant that will forewarn passerby of this trap. When characters enter the dead-end passageway, his voice echoes off the stones to say: "Turn back! Begone or be dead!" When the boulder is released, it comes *through* the stone wall as if it were under a *meld into stone* spell or similar magic.

Once the boulder is released, all present characters roll initiative, including the boulder, with a +8 bonus to its initiative roll. The boulder has a speed of 60 ft. and doesn't rely on gravity to take it forward. Thanks to its magical nature, it can make turns when needed. On its turn it moves forward; it can move through other creatures' spaces. When it enters a creature's space or a creature enters its space while its rolling, that creature must succeed on a DC 15 Dexterity save or take 55 (10d10) bludgeoning damage and also be knocked prone.

A creature within 5 feet of the boulder can attempt to slow it down by using an action to make a DC 20 Strength check. On a successful check, the boulder's speed is reduced by 15 feet. If the boulder's speed drops to 0, it stops moving and is no longer a threat until the start of its next turn—but any bludgeoning damage it inflicts that turn is reduced to 17 (3d10). It reaches its full speed at the start of its next turn after that, provided no character reduces its speed again.

Once all creatures vacate the dead-end, the boulder reverses direction and returns to its space behind the stone wall. Halaster's voice shouts, "I told you so!"

4. FACES IN THE FOG

Use the fog to your advantage: remind the party of those other adventurers they've passed or slain. The faces might even whisper or shout at the adventurers, demanding justice or charging them with murder. Suggestions include:

- Any of the Fine Fellows of Daggerford: Copper Stormforge, the dwarven thief, Midna Tauberth, human priestess of Shar, or Rex the Hammer, human warrior.
- Any slain Gentleman Bastards (see the *Companion* Ch. 7 & 8)
- Wyllow, archdruidess of Level 5
- Any friend or rival of an adventurer, whose fate is unknown

5. DEMON'S TRIANGLE

You weren't meant to see this—no one was. No mortal at least, not any sane individual. Three pillars of stone hold the ceiling, each painted in blood. The fog roils here, turning crimson as it passes through the pillars. You feel... not the attention of some distant being, but its callous disregard instead.

7. MINOTAUR CAVES

As the party stumbles through these caverns, your goal is to set up a classic scene: misty minotaurs form in the fog, but as they advance, one turns out to be real, already waiting for them. If you're within arm's reach of a player at your table, snatch at their arm when the first minotaur attacks.

Tactics. Minotaurs are classic monsters that lack Multiattack. Make sure to Reckless Attack each turn and rush forward with a gore attack. Minotaurs only resort to their greataxe when they can't afford to provoke opportunity by leaving a creature's reach. They always start combat with such an attack; when they spot another weak target, their bloodlust drives them to charge that new foe down.

Wedding Invitations. One of Sim's wedding invitations floats about this cavern. It urges the party to come to the drow keep.

MAKU: WARLOCK OF THE FIEND

Maku is reimagined as a warlock; as written in DotMM, Baphomet does not answer prayers, nor does he have any interest in Maku's tribe—but Demogorgon, the Prince of Demons, does. Masquerading as Baphomet, Demogorgon has granted Maku his patronage. Maku thus has the following trait, a Charisma score of 18, and is a CR 7 creature:

Spellcasting. Maku is a 17th-level spellcaster. His spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). He regains his expended spell slots when he finishes a short or long rest. He knows the following warlock spells:

Cantrips (at will): *eldritch blast, fire bolt, mage hand, minor illusion, shocking grasp*

1st-5th level (four 5th-level slots): *banishment, burning hands, flame strike, hellish rebuke, magic circle, scorching ray, scrying, stinking cloud, suggestion, wall of fire*

Bachelor Party. Sim leads the drow down here for his "Run with the Bulls" event for his party. Really, it's just an attempt to escape his marriage. If Maku and his minotaurs were already dispatched, then they encounter 1d6+1 **minotaurs** that charge after them. The goal of the game is to make it back to Area 17D alive where, apparently, "bodacious vixens" are waiting to "lovingly" tend to the males' wounds. Any character familiar with drow gender relations can hazard a guess that there won't be any tender-loving-care waiting for them back at Spiderwatch Keep. The male drow here, however, are deluded enough to think "Halaster" has enough clout to warrant this TLC.

The run is supposed to begin in Area 8A.

8. SHRINE OF THE HORNED KING

As the adventurers near this area, read the following:

Chanting echoes throughout the caverns, accompanied by stomping thunder. You can tell that such a blasphemous, barbed tongue is not of this world.

The chanting goes, in Abyssal, "Hail the Horn. Praise the Horn. Love the Horn. Be the Horn. Baphomet, we look to you, our king. Hear us, oh please, hear us and heed," and so on.

8A. KEEP CALM AND CARRION

It's a grisly, desperate scene: minotaurs stomp and dance before an offal pile kept from an avalanche by a low stone barrier. You can't even imagine the number of corpses needed to make it. A minotaur priest leads its kin in some fell ritual from behind an altar made of thick bones and thicker fur. Two minotaur skulls crown poles that jut from the altar.

The air here is thick with power, born from cannibalistic cabals and ritual sacrifice. That grisly power overwhelms you, a tangible, suffocating force that fills your lungs.

As described in the sidebar above, Maku has been armed with pact magic, courtesy of his pact with the Prince of Demons, Demogorgon. Statistics for the **berserkers** Maku summons with his *horn of the endless maze* can be found in Appendix B.

Tactics. With Maku reimagined as a fiendish warlock, his tactics are as follows:

- Maku opens up with his *horn of the endless maze* to pad the minotaurs' numbers.
- He has only four spell slots but combat likely won't last any longer than four rounds.
- When he's first struck, Maku casts *hellish rebuke*.

- On his second turn, Maku splits the party with a *wall of fire*, forcing some adventurers to cross the flames. It's angled so that characters that rush outward aren't harmed by the fire.
- With his concentration devoted to *wall of fire*, Maku casts *flame strike* on his third turn, capturing as many foes in the blast as possible.
- To pick off unarmored foes, Maku relies on *scorching ray*.

Bachelor Party. As described in A7, Sim leads the bachelor party down here to "run with the bulls." Ideally, this begins in Area 8A. In the confusion, Sim tries to slip away but he's wrangled by Llaxdorl, Erelal's cousin; the fool thinks Sim just got lost.

9. FOGGY CAVES

This area is the most straight forward way to usher the party into Spiderwatch Keep.

Wedding Invitations. The adventurers find one of Sim's magical wedding invitations floating through these caverns, urging them to come to Spiderwatch Keep for the wedding.

9A. AMBUSH POINT

As you bumble through the fog, beautiful elves step up from their cover, hand crossbows at the ready. "Not another move, punks!" shouts one scantily clad elf, whose chiseled jaw could kill a man.

Per *Halaster* Gets Hitched*, the elves are on orders to bring these adventurers to Spiderwatch Keep. If you aren't running this variant, then ignore this text block and have them attack indiscriminately.

Roleplaying the Incubi. Of anything on this level, the most interesting are these two incubi. They are instruments of vengeance; use them to harry the adventurers from now until the end of their stay in Undermountain. They always turn up as a pair. Thought dead by the drow, the incubi are free to explore the Material Plane without Drivvin on their backs. Business, however, always comes before pleasure and before they can entertain themselves with the mortal world, they're compelled to eliminate the adventurers.

9B. SHAPES IN THE FOG

Through the caverns you go, your feet sending bones and gravel crying across the floor, rousing the spirits of the dead that take their once-earthly forms: minotaurs made of vapor whose greataxes radiate wintry wrath.

9C. UNPLEASANT DESCENT

Don't pull your punch with the pit. Only if the fog has been cleared can someone spot it. This is a rare opportunity to have high-level adventurers fall prey to a mundane trap.

12. GUARDED CAVES

For once, the tunnels are without fog.

Wedding Invitations. The adventurers find one of Sim's magical wedding invitations floating through these caverns, urging them to come to Spiderwatch Keep for the wedding.

12A. STANDING GATE TO LEVEL 14

The drow are under orders to bring the adventurers safely to Spiderwatch Keep. The **minotaur skeletons** here attack before the drow can recognize the party but can be called off with the Elvish word for "heel," which was taught to them by Drivvin Freth, or whatever mage created these undead. Afterwards, Tanimar Freth calls for both sides to stand down, apologizes for the "hounds" and ushers the party into the keep, explaining the coming nuptials. The drow care little if a skeleton is destroyed: "No harm, no foul," Tanimar says.

Xaphtal's Treachery. Xaphtal holds off on trying to kill Tanimar if his brother can call a ceasefire. Otherwise, as the battle turns south, he puts a crossbow bolt his brother's back.

12B. IRON SPIDER

A steel monstrosity in the shape of a spider stands in this cave, attended to by four male drow.

Because of the iron spider's importance, the drow raise the alarm immediately, regardless of their orders to bring the party in for the wedding. As the reinforcements are on their way, one of the drow recognizes the party and appeals to them.

12C. QUAGGOths

Unlike the drow, the quaggoths, hungry for fresh meat, care not for Erelal's wedding and attack the party indiscriminately. Give the quaggoths advantage on both Dexterity (Stealth) checks to remain hidden and on their first attack roll whenever they drop from the cables to attack from above.

Tactics. The quaggoths prefer to keep the high ground; against small targets like gnomes, they make a grapple check then climb up the cables King Kong-style with their prey.

13. ROUNDABOUT

When the adventurers first reach this tunnel, the bore worm is busy down in Level 13. It's only if they descend that it roils up the roundabout.

Foreword. In the next chapter of the *Companion*, Level 13 is reimagined as a desolate Mad Max-esque hellscape that stretches for *miles*.

14. DEAD END?

If the adventurers are on the run from the drow, seed in a patrol of one **drow elite warrior** and 1d4+1 **drow** while the party's here, which arrive after they've found the trapdoor.

Bachelor Party. If Sim's presented with the opportunity, he hides here after escaping his bachelor party. Due to his magical nature, a *detect magic* spell betrays his presence through the trapdoor. His feet are blue with frost.

Key to Paradise. A character that touches the key receives a vision of a palace made of sheet-metal sitting in a desolate hellscape. The sun scorches the sands, but it feels wrong, even shallow. The vision brings this character towards and through the palace's doors to show a rock gnome tinkering on some contraption with two spike-spoked wheels (a motorcycle). The gnome pauses, then stares straight at the character, grinning wickedly. "The key to paradise is yours. Use it. Find the Graveyard." This gnome is Zox from Level 13, which has been reimagined as a Mad Max-esque hellscape.

18. DROW FORTRESS

Since the drow keep no light sources in Spiderwatch Keep (all hail ubiquitous darkvision and screw the few player races that don't have it), the narration for this ignores the presence of light on the party's end. Adapt accordingly when you read the following:

The ceaseless fog pushes against stolid, solid walls of a fortress—an actual fortress found in the depths. The cavern ceiling is fanged with stalactites that hang over a carven spidery castle. Towers keep their vigil from on high; the walls are both spiked and draped with cobwebs.

ARRIVAL TO SPIDERWATCH KEEP

When the adventurers are brought through the gates, they see that the courtyard is half-decorated in gaudy, shoddily-made wedding decorations. Goblin slaves are busy setting up tables. Llaxdorl Freth, the **drow mage**, watches over the gate and demands their business; any drow escorts explain that "the Mad Mage's guests" have finally arrived.

Rilna Freth, the castellan of Spiderwatch Keep is notified by Llaxdorl's **quasit** minion; she promptly meets the party in the courtyard. Read the following:

Out from the spider-shaped keep strides a harridan without any sense of mirth in her weathered face. At her side are several guards, each uneasy and brandishing either blade or crossbow.

The harridan stops before you, her hand on the pommel of her blade. "I am Rilna Freth, castellan of Spiderwatch Keep," she says, "and speak on behalf of Lady Erelal Freth who has offered guest right under the laws of hospitality. Swear to draw no blade or offer no insult and you will find respite here. Decline and be cast out to the devil fog."

Rilna outlines the terms of the party's stay: offer no violence, receive no violence. Once the adventurers swear to the oath of hospitality, read:

Rilna Freth runs a hand through her greasy hair. "Your stay," she spits, "has been requested by the Mad Mage. Calls you the guests of honor. He wishes to speak to you—as does my Lady Freth. You may leave your effects with my stewards. You'll be held up in the barracks, which have been cleared for your privacy."

Rilna assigns a detail of 1d4+1 **drow** under the command of Sabatrin (a **drow elite warrior** and fifth daughter of Erelal) to watch over the party. They can convince Rilna to let them first visit the southern barracks (Area 18E) with a successful DC 16 Charisma (Persuasion) check. Otherwise, she insists that they immediately enter Spiderwatch Keep, under Rilna's vigil, to meet with Erelal Freth in Area 19K.

19. SPIDERWATCH KEEP

Carved as a crouching arachnid with all of the same menace, this fortress, this Spiderwatch Keep, bustles with busy drow. You shiver with anticipation. You've come at long last to House Freth's seat of power in these depths, the seat from which they wage war with your dear pals, House Auvryndar. Somewhere in there, apparently, grumbles the Mad Mage. You can't even imagine what tricks he has up his sleeve.

Keep in mind that all outer doors are held shut with *arcane lock* spells that can only be circumvented by drow *wearing* an insignia of House Freth. This works both entering and leaving the fortress. The party may have taken an insignia from a dead drow or from the spy Xarann A'Daragon of Level 10.

19E. HALL OF SPIDERS

As the adventurers are led through this hall, the door to 19F, the guest bedroom, opens. Tendra Nightblade smirks at the party, lingering to watch them go before leaving the room for Area 18. Read the following:

Your steps echo down the hall; it's draped in cobwebs. Spiders crawl across the walls and around your feet. A door to your right opens: a human woman wearing leathern bracers gives you a coy smile. She offers only silence, lingering at the threshold to watch you go.

You overhear one of your armed guards grumble in Elvish to another; the words drip with disgust.

One of the male **drow** grumbles, "Freak" in Elvish. Many of House Freth are unsettled by the presence of the Shadowdusk emissaries; House Shadowdusk is steeped in rumors that have spread throughout all of Undermountain. Rumors that speak of forbidden rituals scorned even by the most crazed of magi; rituals that would dare make contact with the Far Realm, that tentacled demesne.

19K. MOTHER AND BROTHER

When the adventurers come here for the first time, Sim is here, bound and manacled. It's assumed that Rilna Freth escorted them here. Erelal and Drivvin are both present (a **drow priestess of Lolth** and drow **archmage**, respectively). Read the following:

Rilna and her guards come to a halt; the castellan approaches an iron door. Her knocks echo throughout the cold fortress. "My lady?" she calls. "The Mad Mage's *guests* have arrived. Are you decent?"

A voice pregnant with scorn shouts, "Bring them in; it's time I meet my fiancé's esteemed *guests*."

Rilna sucks in a breath and cracks open the door before letting it swing wide open. She gives you a worried glance and gestures you forward.

Once the adventurers enter the chamber, read:

It's the deeply pregnant drowess wielding a scourge that you notice first. Her swollen belly is cloaked in black-and-silver satin and her whip is red with fresh blood. Behind her, a shrine to the demon goddess Lolth stands in all its gory, spidery glory.

A drow mage pauses to regard you, his weatherworn face stretched taught with stress. His black robes caress the floor.

Lady Erelal Freth sits on a divan—and beside her sits the Mad Mage himself, his wrists manacled. Wooden pegs have been driven between his fingers to inhibit spells, no doubt. With a sheepish grin, Halaster Blackcloak croaks, "My groomsmen, my *friends*, have arrived at last." He turns to Erelal Freth. "Isn't this wonderful, h-honey?"

Erelal is in no mood for entertaining; now that she's delivered on her promise to bring Sim's guests here, she expects him to cease his prattling. As described above, Erelal is unaware that this isn't the true Mad Mage, but a simulacrum. Alerting her to the fact would guarantee Sim's death.

Sim. Sim is manacled here, with pegs in between his fingers to inhibit spellcasting. He's visibly distressed and is clearly trying to play it cool—he'll break once he has a moment alone with the adventurers, one of whom he names best man, despite having no intention of going through with the wedding. He explains the situation through this sample dialogue:

- "Erelal, that witty fox, has outsmarted me! Yep! Twisted a bargain struck long, long ago, *ages* ago. I'm to be her awfully-wedded husband that will, of course, love, honor, and—most importantly—obey her 'til the End Times."
- "Our nuptials will be fierce. Sealed in ancient magic. We will be serving chicken, fish, or deep rothé, so take your pick!"
- "I would be honored if you would serve as my groomsmen, even my best man. What say you, contestants?"
- "The bachelor party's tonight—even my Lady Erelal's cuckold is joining! I must insist you join as well!"

After Sim is finished with all this prattle, Erelal dismisses the party. She warns them that she expects nothing but peace, frivolity, and strict obedience to the laws of guest right. She's fond of saying, "I'd have your guts for garters were it not for my dearest Hal. Play nice, lest I have cause to cut you down."

Bachelor's Party. Sim insists the party comes to the bachelor party, which is due to occur in 1d8+2 hours. See Act I of *Wedding Bells* above.

Tactics. If a conflict occurs here, Sim takes no part except to make a break for his freedom. The party must contend with both an archmage and priestess of Lolth, whose tactics are expertly detailed in *DotMM*. In addition, Rilna Freth (**drow elite warrior**) and her 1d4+1 **drow** are present or, at the very least, outside the chamber. They're immediately alerted by combat and bust in to defend her.

SPECIAL EVENT

You can run the following event for Level 12:

THE WEDDING PRESENT

Desperate to appease her sister, Drivvin attempts to summon a **goristro**—and succeeds! However, he fails to bind the demon to his will. The demon rages through the fortress. It's first summoned in Drivvin's study, Area 19I; it then crashes into Area 19C, where it widens the hole in the ceiling and escapes.

The adventurers might be called upon to contain the demon with Drivvin. If they're not explicitly elsewhere, the party is having a tense tea session with Erelal in Area 19K. As the beast rages through the keep, Sim might try to escape, or the party might take this chance to eliminate Erelal. There's no wrong answer. Ultimately, the alarm is raised but the demon can't be brought down by arrows and spells alone. Unless attacked by the party, it escapes Area 18 with half its hit points and having slain 2d6 **drow** and one of Erelal's daughters (ideally Illanlue).

Aftermath. The goristro doesn't make it far through Undermountain before Halaster finds and binds it to his will. Thereafter, he can unleash the goristro on the party at any point in the adventure. L13 is an ideal time to set it upon them.

EPILOGUE

If the adventurers defeat Maku and suffer through the wedding, they earn enough experience to advance half-way to 13th-level.

Cap off your session with one of the send-offs below:

THE STANDARD SEND-OFF

At long last, the saga of Houses Freth and Auvryndar's war draws to its bloody close—or doesn't. Your part has finished, and good riddance to these bickering children. They've seen nothing of Undermountain, been privy to none of the horrors offered by the Mad Mage. They are children of summer blind to a long and harsh winter waiting outside their walls.

The depths await in the form of a steep tunnel that corkscrews through the earth. As you eye the descent, you pray that there are no more drow left to harry your adventure through the dungeon of the Mad Mage.

THE HOST'S SEND-OFF

This send-off assumes that you run *Halaster* Gets Hitched* and that the Mad Mage kills Sim.

The Mad Mage has found a nice nook in your mind to sip his whisky and bother you with his incessant prattling:

"Never," the Mad Mage whispers, "meet your creator, for whatever god dreamed you up will surely be disappointed. And just as they created once, so too can they again—and this time they will patch up your holes, your flaws. They will try again to create perfection, to create in their image, despite that image being flawed. It is the right of a deity to try again with a new slate. Just don't be on the slate when they wipe it."

LEVEL XIII: TROBRIAND'S GRAVEYARD

"I am your redeemer! It is by my hand that you will rise from the ashes of this world!" – Yargoth the Breaker

QUICK NOTES

- This chapter of the *Companion* seeks to infuse an utterly dead level (albeit one with potential) into a mad clash of hobgoblin bikers.
- The hobgoblins here belong to the Death's Head Phalanx on L14, who serve fire giants that want to reshape the world into a grand, new order. Per the *Companion*, they're instead exiles that can only buy amnesty with materials scavenged from the Graveyard.
- There's but one arcane gate on this level, which links to L6. It's housed within Zox Clammersham's palace, Area 7, which can only be accessed by his key found on L12, A7.
- As described below, the map for this level becomes just a reference document for the Graveyard, whose size has been vastly expanded. One square is equal to 1 mile when outdoors, whereas interiors remain at the same scale.
- Per the *Companion*, Zox Clammersham, the gnomish archmage, is found in A3, not A7, where he's dying of thirst.
- Per the *Companion*, all of the Graveyard is an environment of Extreme Heat (see App. C for effects) during the day.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

This level is slightly related to these two levels:

- The hobgoblin raiders serve under the banner of the estranged son of Warlord Azrok from Level 3, Doomcrown. Many can share tales of their falling out.
- Level 12: the key to Zox Clammersham's palace (see Area 7) is found on this level in Area 14.



MAD MAGE: FURY ROAD

Trobriand's Graveyard is reimagined as a desolate, *Mad Max*-esque hellscape replete with shoddy motorcycles and death jeeps operated by a hobgoblin biker gang. The Graveyard stretches for miles; virtually no other regions exist at this depth of Undermountain. In summary, these changes are:

- Every square on the map, with exception to the inside of Zox Clammersham's palace (Area 7), is 1 mile. Adjacent areas lie 2d12+4 miles from one another. The tunnels/trenches made by the bore worm are 40 feet in width and 20 feet deep.
- All ceilings on this level are 600 feet in height. An illusion invoked by Halaster's *wish* spell paints the ceiling as a sky with a scorching sun that sheds real heat. Thus, during the day, all of the Graveyard is lit with bright light.
- Cavern floors are dusty hardpan that bake under the faux sun's heat and are pocked by piles of scrap metal.
- Walls appear as insurmountable mountains, but invisibly connect with the ceiling. Creatures that fly over these ranges crash into the wall.
- All of the Graveyard is under the effects of Extreme Heat (see Appendix C).
- Oases can be found throughout the wastes, often with 2d6+2 **hobgoblins** or 1d4 **scaladar** guarding it. Additionally, the wastes are populated by cacti (*wished* into existence by Halaster). Unlike real cacti, these ones can hold up to 1 gallon of freshwater—but drinking it subjects one to a DC 14 Constitution saving throw against poison, with 7 (2d6) poison damage on a failure. The Mad Mage delights in this gamble.
- The Graveyard is dominated by poisonous, shoddily-made wheeled machines that spit out smog and eat diesel—the early inventions of Trobriand now utilized by the hobgoblins.

HALASTER'S GAME: ZOX HUNT

This level focuses on Yargoth the Breaker and her desperate hunt for Zox Clammersham. In *DotMM*, the hobgoblins serve under Doomcrown's banner, the warlord of the Death's Head Phalanx (see Level 14). In the *Companion*, however, Yargoth and her men are insane exiles whose exoneration can only be bought with scrap metal. They've roamed this hellscape for eight months—eight months of torment by the harsh elements, the scaladar, and the schemes of Halaster Blackcloak. They are, in a word, insane.

The party is on a collision course with Zox Clammersham, who's found in Area 3, not 7. He's been roughing it in the wastes for weeks now, hiding from the hobgoblins. The Mad Mage charges the party with returning Zox to Area 7, so that he may resume his work. This journey will take weeks on foot and days by vehicle, given how vast the Graveyard now is. Halaster has personally promised Yargoth and her men redemption if they can capture the gnome before this—and so, the fanatics have launched yet another crusade, pitting them against the party.

THE BROKEN

Hereafter, Yargoth and her hobgoblins are referred to as "the Broken." These insane raiders have since utilized Trobriand's early diesel engine vehicles (described below).

Acheron Awaits! The Broken are obsessed with Acheron, the domain of Maglubiyet, the hobgoblin god of conquest. To die riding towards Acheron is the greatest honor the raiders can hope for—and a common rallying cry is "Acheron awaits!" Yargoth, for her part, has stoked the coals of her men's blind fanaticism, cementing her reign as a cult leader.

Grease and Blood. The Broken are also obsessed with their vehicles ("deathcycles" and "death jeeps") which they use to cross the Graveyard and haul back their loot on. An engine is an extension of one's own body and steering wheels are akin to religious icons of Maglubiyet.

Roleplaying the Broken. Mad beyond measure and obsessed with a glorious death, the hobgoblins are fond of the following phrases:

- "You'll be worm food!"
- "I shall ride eternal, shiny and chrome!"
- "I live, I die, I live again!"
- "What a lovely day!"

Roleplaying Yargoth. Despite her cult following, despite carving out power and freedom in the ashes of her exile, Yargoth is unsatisfied with her lot and hounded by doubt. Doubt poisons every decision and every hope. Insanity has bloomed from within her skull, but that wild stallion has been tamed—for now. As insanity rages in its paddock, she cannot help but wonder if her true title is no longer "the Breaker" but instead "the Broken." Such fear has made her brittle.

Yargoth's plans are in similar disarray: she knows that she *must* find Zox Clammersham and steal his ring to seize control of the scaladar, but she has yet to decide whether to use the constructs to satisfy her estranged liege, Doomcrown, or usurp him. Finding the gnome has become her sole mission and the only floodgate holding back true hopelessness.

ZOX CLAMMERSHAM: RUIN TO RICHES

Under the *Companion*, Zox's erratic goals remain the same: to create a vast machine capable of duplicating whatever goes through it. His quest has drawn the Mad Mage's attention, who is evaluating Zox as a potential apprentice, calling him "the successor" to Trobriand. Zox has evaded the hobgoblins for almost three weeks now and is malnourished, dehydrated, and desperate. The quest to deliver him to Area 7 is divided into five optional parts that take the party throughout the level.

1. Finding Zox. Unlike in *DotMM*, Zox isn't in Area 7; he needs to return there. The party encounters Zox in Area 3, hiding amongst the junkyard from the Broken's patrols. He's malnourished and dehydrated, which has earned him two levels of exhaustion. The mage is nearly out of spell slots. It's here that Halaster telepathically offers his quest.

2. The Ring! Halaster has plucked Zox's scaladar control ring and hidden it in Area 4, with the massive Shockerstomper. To get there from Area 3 takes a day by foot or three hours by vehicle.

3. No Good Deed. With his ring back, Zox asks the party to take him to Area 12, to check on the myconid colony that sheltered him from the hobgoblin raiders. Last he saw of it, the flames were leaping higher and higher. Consumed by guilt, he strikes off for the area with or without the adventurers. This journey from Area 4 takes three days by foot or the better half of a day by vehicle. Reaching this area requires passing by Yargoth's camp (Area 11), provoking a conflict.

4. Rex Reborn. When the hobgoblins broke down the doors to his palace, Zox's shield guardian held the line—until Yargoth the Breaker cleaved off its head. Zox insists they visit Area 9 to collect enough steel and then visit Area 8 to have the azers there smelt him a body for Rex.

5. Palace of the Lost. With his ring and guardian restored, Zox is ready to return to his palace. However, by now Yargoth (following Halaster's whispers) has gathered her host and is ready to knock down the palace's walls—this time with Shockerstomper in tow, if the machine wasn't destroyed. She herself drives a **hellfire engine** stolen from the Nine Hells by Halaster (see Appendix B).

Aftermath. If Zox survives, Halaster teleports the party from the level. If they fail to protect him, they find the tunnel to Level 14 after 2d4+3 days of wandering the Graveyard or until a player thinks to follow the bore worm's trail—risking a conflict with the great machine.

DIESEL VEHICLES

This hellscape is dominated by vehicles held together only by hope and duct tape. These vehicles are early inventions of Trobriand, before Halaster warned him to knock it off. They run off of diesel fuel, which can be harvested from a third pool in Area 9 and found in caches throughout the wastes. They've since been salvaged by the hobgoblins, who don't know how to gain more fuel; only Zox has figured that out.

Statistics. Simplicity's the norm for these vehicles. Vehicles are made of two parts: the body and the wheels, each with an AC and hit point maximum. Bodies also come with a damage threshold ("DT"); if the body takes less damage in one instance than its damage threshold, the damage is reduced to zero.

Driving. The vehicle's driver must use their action to pilot the vehicle, making Intelligence or Dexterity (vehicle (land)) checks to keep control of it during a serious development, such as losing a wheel or making a sharp turn. All hobgoblin raiders on this level make this check with a +5 bonus.

Crashing. When a vehicle crashes, it takes 3d6 bludgeoning damage plus an additional 1d6 for every 10 feet of movement it was traveling. For example, a death jeep with a broken wheel moves at 60 feet per round; if it crashes, the vehicle and its occupants all take 9d6 bludgeoning damage.

A crash's impact can be lessened by a DC 18 Intelligence or Dexterity (vehicle (land)) check. On a success, the occupants and vehicle take half damage from the crash.

Fixing. With the necessary materials, a vehicle can be repaired over 1d4 hours with a DC 20 Intelligence check using tinker's tools.

Fuel. It would be tedious to track a vehicles' fuel; for every 10 miles traveled, there's an aggregate 10% chance the vehicle runs out of fuel; see the *Out of Gas* special event. Gas can be made in Area 9.

DEATHCYCLE

A deathcycle is a sleek two-wheeled vehicle capable of supporting two riders (or three, if a sidecar is attached). It is useless without even one of its wheels. Its statistics are:

- Size: Medium
- Body: AC 18, 50 hit points, DT 5
- Wheels (2): AC 15, 10 hit points
- Speed: 90 feet per round (-90 per damaged wheel), 10 mph

DEATH JEEP

A death jeep is a four-wheeled, windowed car with a flat rooftop. Handles are built into the vehicle's sides and rooftop to give better grip to passengers. Hobgoblins are fond of clinging to the sides to make melee attacks against strafed targets. When a creature clinging to the jeep's side takes 10 points of damage or more, they must make a DC 10 Strength saving throw to keep their grip, otherwise they fall off and take 1d6 bludgeoning damage.

- Size: Large
- Body: AC 16, 75 hit points, DT of 10
- Wheels (4): AC 14, 10 hit points
- Speed: 80 feet per round (-20 feet per damaged wheel), 9 mph

AREAS OF NOTE

The following areas are of note:

1. TUNNELS AND TRENCHES

The tunnels that have brought you down from the Maze are too smooth, too perfect to be natural. Inspecting the walls, you can see they have been smoothed from repeated passage—but what masons could exist in these depths? There are no steps, no inscriptions. This passage is entirely utilitarian—and its *size!* Unless magic excavated this place, only a gargantuan creature or a team of bored dwarves could have carved these tunnels—dwarves with one-track minds, unnatural precision, or clockwork machinery. You can tell that fallible hands did not dig these tunnels, which stretch for miles on. More than once you and your companions have had to take a breather, for though the ground is without gravel, its steep descent is still harsh on your joints.

It takes 1d4+2 hours to trek from Level 13; once the adventurers reach the Graveyard, they encounter a hobgoblin biker gang:

- Six **hobgoblins** ride deathcycles, two apiece. Drivers must use their action to drive; they swerve towards the party in a way that allows their passenger's attacks to benefit from the Martial Advantage trait.
- Five **hobgoblins** are riding a death jeep. The driver must use its action to drive. Two warriors cling on the left-hand side of the jeep (making attacks that benefit from their Martial Advantage trait) while the two on the roof hurl javelins or pepper the party with arrows.

Scale. Every square in this area (which winds around the map) is one mile in *length*, but not width. The trenches and tunnels made by the bore worm are 40 feet in width and 20 feet deep. Remember, the map is a reference at best on this level.

Witness Me! Once the first hobgoblin passenger, of either vehicle, takes damage, they shout, “Witness me!” and leap from the vehicle to drive their longsword into an adventurer, making a longsword attack with advantage. His brethren shout back, “Witnessed!”

There and Gone. The hobgoblins stick around for but one round, licking their wounds on the road. They return 1d6+2 minutes later, having circled around farther up the trench. When they return, it's once again for but a single round of combat. They leave behind any wounded. Interrogated individuals prove to be irredeemably insane.

Salvaging Vehicles. If the adventurers manage to apprehend a vehicle, they can travel quickly through the Graveyard. If a vehicle crashes and wasn't outright destroyed, a DC 16 Intelligence check with tinkers' tools can fix most damage to a vehicle. These tools are kept in a compartment under the seat of any deathcycle or inside a death jeep's trunk.

On/Off-Ramps. The hobgoblins often construct ramps of sheet metal to get in and out of the trench; the bore worm destroys those ramps every day when it passes through the trench. With tinker's tools, the ramp can be reconstructed with 10 minutes of labor. Even at their best, the ramps are crude and designed only to angle a fast-moving vehicle; parking on a ramp causes it to collapse.

2. VAST CAVERN

From A1, it's another six miles to the heart of the Graveyard. The Simulacrum towers above the arid wastes, casting a much-needed shadow.

Scale. With exception to Area 2A, every square in this area is one mile in length.

2A. SIMULACRUX

Under a swollen, vengeful sun stands a vast construct whose shadow you welcome. Creatures made of steel work to finish its archway. As you squint against the daylight, you make out steel scorpions that haul scrap metal. With stingers arcing with lightning, they fuse such metal to the machine, casting bright, blue sparks that hurt your eyes even from here. In the skies above fly even more steel creatures: massive, winged crossbows.

What, you must wonder, is the purpose of this machine? Is it a portal to some lofty—or terrible—realm? The entire scene is bizarre... but what else can you expect in the dungeon of the Mad Mage?

As the adventurers near this place, the arbalests fire off warning shots from afar.

2B. HOBGOBLIN VANGUARD

Three miles from A2A, this oasis has been fortified by the Broken, who use it as a forward-operating-base with a full view of the Simulacrum. Should its sentries spot strangers, it sends out a posse of 1d4+2 **hobgoblins** (split between a death jeep and deathcycle). The raiders seek to bring the party to the camp for questioning. The party can evade detection with a collective DC 22 Dexterity (Stealth) check and by moving slowly across the scattered dunes; riding vehicles, however, betrays their presence immediately.

When the party looks south from Area 2A, towards the camp, read the following:

The heat broils. Mirages dance across the dunes and hardpan, promising you paradise without measure. In the distance, you spot another oasis, this one sporting withered trees and black obelisks that seem to move on their own accord.

The "black obelisks" are distant vehicles, tents, and scrap metal barricades. The hobgoblins' numbers have increased from seven to eighteen (subtract the 1d4+2 raiders that are sent from the oasis). Additionally, three **ogres** serve Kurlog.

Roleplaying Kurlog. Unlike some of his peers, the **hobgoblin captain** is not obsessed with proving himself in battle, for he already has Yargoth's favor, whom he is in awe of. If the party is brought here, Kurlog expects them to be humble or be humbled. His men are in sore need of entertainment, and he's fond of forcing passerby to fight each other to the death while the hobgoblins cheer, jeer, and bet on the outcome. Kurlog is an especially chatty man and can't ever keep a secret. He lets it spill that they're on the lookout for that "mad gnome," Zox Clammersham.

A conflict is inevitable with Kurlog, for though he personally has no desire to join honored Maglubiyet in Acheron, he and his men are still sadists obsessed with violence. No matter the smile he wears, he has no intention of letting the adventurers leave the camp alive—except as battered trophies strapped to the hood of his death jeeps.

Vehicles. Four death jeeps and three deathcycles are parked in the camp; 1d3 **hobgoblins** tinker with the engines or sharpen iron spikes that they intend to weld to the jeeps' sides.

3. JUNKYARD

This corner of the wasteland is pocked with piles of scrap metal, arranged as an archipelago in a clay sea. You wipe away the grime from your eyes and behold a veritable mountain of scrap far in the distance. Steel wasps flutter about as if they were tending to this iron garden.

When the adventurers near the center of this area, a sequence of events lead to encountering Zox: as the metal **giant wasps** accost the adventurers, one flutters too close to a pile of metal, provoking a **rust monster** into leaping onto the wasp. The wasp freaks out and collides with a cliff of scrap metal, revealing a small lair dug out by Zox, the gnome **archmage**. Zox is malnourished and dehydrated; he has two levels of exhaustion. He has no spell slots left except for a 5th level slot and three 1st level slots. He wields the *dodecahedron of doom* with a tangle of worry and ill-founded confidence.

When Zox is revealed, read the following:

And as another of those steel wasps bears down on you in its cruel crusade, a massive cockroach-like creature leaps from the scrap pile and onto the wasp's back! A high-pitched droning rings throughout your head as it panics! It spins in circles before crashing into a cliff of scrap metal and down it all goes!

As the iron avalanche subsides and the thunderous din leaves your ears, you see a malnourished gnome in soiled robes. He winces at the very sunlight pouring into his hidey hole—and in his hands is a twelve-sided die.

"Stay back!" the gnome croaks, "lest I loose upon you the infamous *dodecahedron of doom!*" He shakes the twelve-sided die in his hand menacingly.

Zox calms down once he's convinced the adventurers aren't here to sell him out to the hobgoblins. He falteringly explains that he fled from the "torching" of the myconid colony that sheltered him—that was "too compassionate for their own good." He also explains that "Yargoth's riders" have been hounding him for three weeks. Once his yarn has been spun, he collapses from heat exhaustion. If he isn't given a gallon of water by the end of the day, he suffers another level of exhaustion.

Control Ring. In the chaos, Zox lost the ring that controls the scaladar (in reality, Halaster plucked it and hid it in Area 4). When Zox wakes up, he insists that they search for the ring; he casts an advanced *locate object* spell and determines that the ring is to the north, in Area 4.

Rex's Helm. Zox also has the head of his broken shield guardian, Rex. He speaks to it as a confidant and combative friend, as if he were a cast-away on a remote isle with only a volleyball for a companion. It was beheaded by Yargoth the Breaker when she and her men stormed Zox's palace. He hopes to gather enough steel to craft Rex a new body by visiting "the molten pools" (see Area 9).

HALASTER'S GAME

Now that Zox has been met, Halaster telepathically contacts the party and issues them the quest to return Zox to his palace on the other side of the Wastes, to protect him for three days and three nights. Should they succeed, he promises to deliver them from this harsh and desolate wasteland.

Getting Home. Zox's magic is failing him, though he does not know why. He doesn't suspect the Mad Mage of foul play, but that's precisely the cause. All divination spells not aimed at finding his control ring (see above) fails. The only directions to his palace he can offer is to follow the sun west. With a vehicle, the journey to Clammersham Palace will take six days.

Read the following when Halaster offers the quest:

The all-too-familiar voice of the Mad Mage worms its way into your brain:

"Ah, you found him. Poor little fool shielded himself with a *nondetection* spell a few days back. Behold him, in all his glory: Zox Clammersham, archmage and possible successor to my own apprentice, Trobriand, whose workshop you're tromping around in. The hobgoblins see in my little Zox their own redemption, their own chance to leave these wastes. Of course, they never can. No one can. These wastes will be the grave of all those foolish enough to find themselves in it.

"Alas, I am a forgiving landlord. Spirit this foolish gnome back to his workshop on the other side of the wastes; protect him for three days and three nights, and salvation shall be yours. You alone may leave these wastes behind.

"Ah, but beware, for the raiders are coming. Even now, they're coming—for I have led them to you. Whispered in the right ears, greased the right engines, given diesel where it was lacking. Welcome to the newest chapter of my game."

As the Mad Mage's voice fades away, the thunder of distant engines ring out from the dust. Halaster's final words are, "Better run."

After this conversation, 1d6+2 **scaladar** scramble out from the eastern dust clouds (from the Expanded Dungeon tunnel on the map). Without his control ring, Zox is powerless against these machines. To make matters worse, 2d4+3 **hobgoblins** come from the west, arriving in 1d4 rounds. They're mounted on two deathcycles and a death jeep.

4. PRETTY BIG HATE MACHINE

This fire-scarred canyon is littered with steel oases of charred wreckage.

The party is likely to be led here by Zox in Area 3, who uses divination magic to determine that his control ring lies somewhere in this area. From Area 3, this journey is either a day-long hike or three-hour drive by vehicle.

Scale. This area is reshaped into a canyon, with a scale of 1 mile per square. Unlike in *DotMM*, Shockerstomper *can* leave this area, but it doesn't. The pass is wide enough, but it's programmed not to pursue characters unless a code is shouted at it (which Halaster later gives Yargoth the Breaker for her to lure the machine to Area 7). If Shockerstomper is not destroyed, it comes in as the grand finale of this level; see A7 for details.

Per the *Companion*, Shockerstomper is not standing when the adventurers arrive to this area. Its legs are instead retracted, and it lies amongst the dust and dirt like a saucer. During the day, sunlight bounces off the patches of metal surface not covered in dirt; the glare is blinding. Once a creature enters within 60 ft., Shockerstomper activates. Read the following:

Your only warning is a great steel groan as the sand riles up. A massive steel disk rises from the ground, its seven gangly legs veined by wires that pulse with electricity. You watch with awe as it gets higher and higher, finally reaching sixty feet in height! A voice thunders throughout the canyon: "EXTERMINATE!"

Halaster hid Zox's control ring inside Shockerstomper's control module. A creature that tries to pluck it out must make a DC 23 Dexterity (Sleight of Hand) check. On a failure, they're shocked for 22 (4d10) lightning damage. This prompts a DC 15 Constitution saving throw; on a success, the creature still plucks the ring. On a failure, they must try again. If Shockerstomper is shut down, the electrical current dissipates after 1 minute, making it safe to take the ring without the risk of electrocution.

5. SCRAP METAL WARREN

The warrens broil with heat. The sun bakes this steel mountain from above, turning its tunnels into an oven. As you round yet another bend, you find four corpses smoldering in the heat: hobgoblins whose flesh has been rent by claw and fang.

If Zox is still with the party, he might suggest going through the warren, since the lava children consider him a trusted friend. Their presence, however, is no less eerie—even he is creeped out by these otherworldly kids.

Scale. This entire cavern retains its original scaling (10 feet per square). It can be considered a valley sandwiched between mountains. Passes lead to Areas 6 and 7, but stretch on for 2d12+4 miles each, snaking between forbidding cliffs.

Lava Children. When the lava children emerge to accost the adventurers, read the following:

Through the steel warren you go, clambering over debris, your steps echoing outward. You cringe and wince at every scrape and scratch by metal you fail to avoid in these tight, winding passageways. You can't help but think—

A child giggles from nearby; the very sound sends a chill up your spine. You twist about, looking left, then right, even up and down but cannot find the source of the laughter. This invites even further giggling; as the tension grips your shoulders, you see it: the pale face of a ginger-headed child poking out from a wall of sheet metal as if that surface was water.

The child steps out from the metal as if it were never there. It looks more like a clown than a human, with its bulbous eyes and hooked nose. You're sure it's a boy. The little boy gives you a crooked smile and beckons you forward.

That's when you see them: a legion of eyes, noses, faces all poking out from the metal walls. A legion of wicked children all watching, smiling—and giggling together like a chorus.

Why on earth did you ever come to Undermountain?

Roleplaying Lava Children. These wretched little gremlins are a strange breed. Roleplay them with selective mutism, otherwise you might find yourself hard-pressed to know what to say. They're always smiling—a kind, misleading smile that warns of nefarious purposes. If Zox is with the party, they ask him to stay with them—forever. Zox is... less than inclined to take them up on this offer and suggests fleeing, rather than fighting.

Scrapfall. If you want to divert the party to Area 6, then, as they near the southern exit, a sudden avalanche of metal falls. The ceiling rumbles ominously, provoking a high-speed dash towards the northern exit.

6. BACK TUNNEL

The adventurers are only likely to wind up here if you contrive an obstacle in A5 (see *Scrapfall*). This is the long way to A7, taking three days by foot and a day and a half by vehicle. Whilst camping here, the party is liable to attack by hobgoblin raiders.

Scale. This tunnel is instead painted as a forbidding mountain pass, with every square being a mile.

Encounters. Along the way, three **scaladar** scramble down the cliffs. They pose no threat if Zox has his control ring and is with the party; he sends them eastward to stymie any hobgoblin raiders that might be following them. Otherwise, they attack.

While passing through this area, the party is also attacked by 2d6+1 **hobgoblins**, an **ogre** and a **hobgoblin captain**. Stranded, their chief concern is food, water, and vehicles. They care little for Zox if they can't meet these needs first. They were ambushed by scaladar and the Mad Mage himself. They either attack while the adventurers are camping out at night or they loose a rockfall whilst the party is traveling through the pass. Creatures at the front of the column must make a DC 16 Dexterity saving check to avoid the rocks that are pushed over by the hobgoblins. On a failure, a creature (or vehicle) takes 6d10 bludgeoning damage, or half as much on a success. Half the hobgoblins remain on the cliffs, 40 feet up, hurling javelins or loosing arrows.

These hobgoblins are even more insane than their kin, for they've been tormented with ghastly mirages and picked off by scaladar, all courtesy of Halaster.

7. CLAMMERSHAM PALACE

A mirage dances in the distance: a crude palace built with sheets of scrap metal. It stands upon a steel plateau, promising respite from this wretched heat.

As you cover the distance towards this refuge, the sun itself seems to seethe with scorn, driving its red fangs deep into your frail and mortal bodies, desperate to drive you into the dust like the wretches you truly are.

Closer you come: the palace is scorched; iron doors have been torn or blasted from their hinges. Corpses not yet taken by hyenas bake in the heat: hobgoblins marred by acid or charred from fire.

Coming to this location marks the climax of the quest to keep Zox Clammersham safe.

Scale. The map retains its original scale of 10 feet per square; however, the eastern, northern, and southern walls are 1d4 miles away from the palace, giving enough room for any large-scale battles. Use your best judgment or operate within the theater of the mind when outside the palace.

PALACE OF THE LOST

Yargoth and her men, led telepathically by Halaster, are hot on Zox's tail when the party brings him home. They arrive in 1d6+4 hours, possibly giving the party a chance to finish a long rest. If the adventurers instead strike out for Areas 8 and 9 to restore Zox's shield guardian, Yargoth's war convoy arrives 1d4+2 hours after they return to the palace for good.

Shockerstomper. If the machine was not destroyed before, it is led here by Yargoth. Halaster has fed her the command words necessary to override its basic programming, thus allowing it to leave Area 4. It obeys her commands to the best of its ability.

Reinforcements. Yargoth comes with the same forces described in the *Historic on the Fury Road* special event: **death dogs, hobgoblins, and ogre bolt launchers.**

Aftermath. This explosive finale marks the end of the party's time in the Graveyard. If they emerge victorious, the Mad Mage makes good on his promise to teleport them to A1 of Level 14.

8. SMITHY

Between stolid cliffs sits a tangled pile of scrap metal—and carved into the cliffs' sides are massive forges spitting out black smoke and heat. Figures with fiery beards and manes stand proudly at each forge, working metal into desired forms.

It's ironic that Zox has convinced the azers here that he's the apprentice to Trobriand when Halaster is actually considering him for that role.

Scale. This area is a crevasse sandwiched between two cliffs, with a scale of 10 feet per square.

Roleplaying Azers. The azers are proud craftsmen frustrated with Trobriand's "new" scatterbrained apprentice. They show Zox little respect, sighing at the slightest request or comment. Any guests of Zox are treated the same, as if they too are hare-brained fools. Any mention of Trobriand's name provokes nostalgic, yearning sighs for better days. All the azers know Common, having spent so long working with Trobriand. The azers are led by their most talented blacksmith, Grendiziel, who treats Zox as if he were a child and yearns for Trobriand's return, when it expects that "real work" will resume.

Blacksmiths for Hire. If for some odd reason, your resident paladin or fighter has yet to acquire plate armor, now's the time to give it to them.

Rex Reborn. While here, Zox orders the azers to craft a new body for his beheaded shield guardian. The azers shout, "We have not enough steel, boy! Collect it yourself!" and gesture to the south, to Area 9, which lies 2d12+4 miles away. Once Zox returns with a cube of steel, they begin their work on Rex's body (but not without a litany of complaints, like "More work?" or "Focus for once, 'apprentice'"). It takes the azers four hours to smelt, quench, and forge a new body and another three hours for Zox to complete a ritual to enchant the body into a **shield guardian.**

9. METAL POOLS

The mountains lie in a haze far in the distance, sketched across the sky by a lazy angel's hand. In the wastes leading up to those insurmountable hills lie three pools whose surfaces are blinding in the sunlight. The eastern pool is the color of steel, whereas the western pool is streaked with crimson. The southern pool reeks of waste and its surface bubbles in the heat.

Zox is likely to lead the party here to recover enough steel to smelt a new body for his shattered shield guardian, Rex.

Scale. The pools retain their original size, as seen on the *DotMM* map. The cavern, however, stretches on for miles before meeting the "mountains."

Diesel Pool. A third pool contains diesel fuel. Characters that start or end their turn within 20 feet of the pool must make a DC 12 Constitution saving throw or be poisoned for 1 minute. Drinking a mouthful of diesel deals 1d6 poison damage; for every liter drank, add 3d6 poison damage; creatures that ingest any diesel must make a DC 16 Constitution saving throw or be poisoned for 24 hours.

Like the other two pools, speaking the words in Terran forms a 1-inch cube of diesel. Popping this cube into a vehicle's fuel tank gives it enough fuel for 50 miles. Crafting a cube is magically tiring and imposes one level of exhaustion on its creator.

Halaster's Game. Halaster left behind a steel hydra in the eastern metal pool. It attacks the first creatures to approach the pool's banks. This construct has the statistics of a **hydra** with these changes:

- The hydra is a construct and does not need to eat, sleep, drink or breathe.
- It has immunity to poison and psychic damage, as well as the exhaustion, charmed, frightened, paralyzed and poisoned conditions.
- It cannot grow back one of its five heads once one is destroyed.

10. RESTING CAVE

A natural spring runs through this cave, making it a popular resting stop for the hobgoblins. If the party rests here, a posse of 2d6+3 **hobgoblins** interrupt it, having arrived to shelter from the heat and collect water from the spring. They too are insane and treat this as a great trial from Maglubiyet. They come with three death jeeps and one deathcycle and attack the party without reservation.

The adventurers might also be driven here by the *Death Valley* special event and will likely witness the passing of the **bore worm**.

11. HOBGOBLIN BASE CAMP

The adventurers are quickly discovered if they pass through this area, especially if they're on their way to Area 12 with Zox Clammersham. Within minutes, Yargoth's men scramble onto their vehicles to give chase. See the *Historic on the Fury Road* special event for details; this is a prime opportunity to run it.

Scale. Every square in this area is 1 mile in length, including Yargoth's camp (Area 11B).

11A. STALACTITES AND STALAGMITES

Crude huts smolder underneath the swollen sun. Little green men meander about, tanning leather, hauling water, or performing other mundane labors—goblins.

The Broken are served by eighty **goblins** who are too weak or frail to ride on the Fury Road or even fight in combat. They are, effectively, unarmed villagers carving out a meager life. Also among them are 2d8 shunned, crippled **hobgoblins** that failed to find a good death in battle. These villagers see Yargoth as their redeemer and believe she will deliver them Acheron.

11B. FIRE AND RUST

A fortress forged from scrap metal stands against red cliffs, separated from the wastes by that awesome trench. A single stone bridge spans the gap, guarded by cannons. When the Broken were exiled to the Graveyard, the fortress they found here was already partially built. Like Area 8, it was meant as a forge for the azers brought by Trobriand from the Plane of Fire. Yargoth has since enslaved them, putting them to work on building fortifications. The fortress can house up to thirty hobgoblins comfortably.

Freshwater. Pipes within the fortress bring fresh, cold water from the bowels of the earth. A command word fed to Yargoth by Halaster ("Flentrish") pumps up water. She uses this source of water to ensure her rule over the Broken and the goblin populace. What Yargoth has neglected to tell even her most trusted confidants is that there is a finite supply of this water, a secret told to her by "the whispers" (Halaster).

Reinforcements. Twelve **hobgoblins** guard the fortress, up from four. Likewise, the number of flame cannons is increased from two to four.

The Redeemer Speaks. If she isn't out in the wastes, the party might arrive to this area in time to hear Yargoth's latest speech (in Goblin), given to her gathered followers, who crowd at the edge of the trench. Read the following:

The masses gather at the edge of the trench, desperate to hear the words of a solid hobgoblin flanked by guards decorated with blood and black armor. Her voice is like gravel but thunders like an avalanche:

"Believers! The time has come once again to quench our great thirst—but beware! Water is addicting, and when it leaves your sight, your body will ache for it once more! In the heavens of Acheron, with honored Maglubiyet, there is water for all, and it does not scorn those blessed to drink it!"

The warlord puts her hand on a steel contraption and shouts, "I am your redeemer! It is by my hand you will rise from the ashes of this world!" Her lips move in a word unheard so far away—and there comes a great rumbling from beneath the earth. From holes in the cliffside comes a flood of water that spills outward into the trenches below. The goblins go wild.

This speech, of course, is straight from *Mad Max: Fury Road*.

GARDEN OF THE DAMNED

In a network of caverns behind 11B, the Broken keep surviving 3d4+8 **myconid adults** from Area 12 as sources of food. These fanatics keep the fungi-folk alive *just to carve off limbs* as food. They are cattle left alive in the abattoir—cattle that can regrow entire limbs, given enough time.

12. PARADISE LOST

You escape from the scorching sun through a vast cavern that once housed a vibrant forest now reduced to cinders. The very air tastes of ash and the zurkhwood stalks that once stood so proudly are now little more than charred stubs. Corpses are everywhere: humanoid fungi lie charred or butchered amidst the detritus.

The party is likely to be led here by Zox, who's consumed by guilt. When he came here, desperate for shelter, the myconids all too willingly welcomed him in, never knowing that this generosity would be their doom.

Scale. This cavern retains its original dimensions from *DotMM*. Unlike other areas of Level 13, this place is still a subterranean forest in a vast cavern hidden from the scorching sun. Every square is 10 feet in length.

The Sovereign. The last Zox saw of Chanterella, the myconid sovereign, was at the feast thrown in his honor on the night of the hobgoblin's attack. Now the mortally wounded creature can flat-out tell Zox that admitting him here was a mistake he'd never make again, if given the chance. Chanterella tells the party that those that weren't butchered were dragged off to the hobgoblins' camp to the west, presumably to be fed on as self-regenerating crops. Were Zox a braver man, this news would kindle his guilt into fury... but he isn't, and he still seeks to hide in his workshop, rather than secure justice for the butchered and burned. See *Garden of the Damned*, Area 11, for details on these myconid captives, for whom Chanterella yearns to be free.

SPECIAL EVENTS

You can run the following events for Level 13:

DEATH VALLEY

An arcane storm of fire, dust, and lightning sweeps across the Graveyard—and the party is caught in it. The storm can be seen on the horizon, getting closer by the minute. During a chase by hobgoblin raiders, the party might decide to plunge into the storm to try and lose their pursuers.

The storm spans 1d4+1 miles in length and dissipates after 1d4 hours. For every minute spent in the storm, one of these effects occur:

- Green lightning strikes a point within the storm. All objects and creatures within 10 ft. of the blast must make a DC 16 Dexterity saving throw or take 44 (8d10) lightning damage. They take half as much damage on a success.
- Creatures and Large or smaller objects within 10 ft. of a point within the storm are sucked up into a cyclone (a 10-foot-radius, 30-foot-high cylinder). A target must make a DC 16 Dexterity saving throw the first time on a turn that it enters the cyclone or when the cyclone enters its space. A creature takes 35 (10d6) bludgeoning damage on a failure, or half as much on a success. In addition, on a failure, the target must also make a DC 16 Strength saving throw or be restrained by the cyclone for up to 1 minute. When a target starts its turn restrained in the cyclone, the target is pulled 5 feet higher inside it, unless it's at the top. A restrained creature moves with the cyclone and falls after 1 minute. A restrained creature can use an action to make a DC 16 Strength or Dexterity check to end the restrained condition. If successful, it is also hurled 3d6 x 10 feet away from the cyclone in a random direction.
- The storm spits out a lash of fire that whips around in a line up to 30 feet long, 10 feet tall, and 5 feet wide. Each target in the area must make a DC 16 Dexterity saving throw or take 18 (4d8) fire damage. Any flammable objects, including those being worn or carried, are ignited if they are struck.

HISTORIC ON THE FURY ROAD

While traveling through the wastes, the party runs afoul of Yargoth's war convoy, which she launches from A11 (possibly after the adventurers have passed through that area to Area 12).

You can run this event multiple times; each time, Yargoth is guided to the party by "the whispers" (Halaster, from afar). Exercise caution, however: if Yargoth dies in this encounter, you're likely robbed of the finale, *Palace of the Lost* (see A7).

Yargoth's war convoy consists of five death jeeps and three deathcycles. Each deathcycle comes with three **hobgoblins** (one driver, one rider, and one in a sidecar). Two topless jeeps are occupied with two **hobgoblins** and an **ogre bolt launcher**. The other three death jeeps have five **hobgoblins** apiece. One of these jeeps also contains Yargoth herself, a **hob-goblin warlord**. With her are three **death dogs** that leap at the adventurers from her jeep.

Maglubiyet's Blessing. The god of conquest surely smiles on Yargoth, for she has been blessed with a great and semi-autonomous war machine: a **hellfire engine**. The Mad Mage plucked this fiendish machine from the Nine Hells just for her. The machine obeys her commands. A **hobgoblin** is tethered to the machine, playing a strange steel lyre whose music thunders out from speakers strapped to the machine (play the *Mad Max* soundtrack, starting with the *Blood Bag* song).

OUT OF GAS

As the adventurers ride their shoddy vehicles across the wastes, they suffer an aggregate 10% chance every ten miles to run out of gas. Once they do, any of the following encounters can occur:

Another Man's Trash. The party finds a derelict vehicle in the waste with enough diesel to get them another 3d12+10 miles. However, the fuel must be siphoned from the vehicle's gas tank with a hose (which can be found in the vehicle). A character that siphons the gas must make a DC 14 Constitution saving throw. On a failure, they accidentally swallow diesel fuel and are poisoned for one hour. Spells of *shape water* fail to move the fuel, for it isn't water.

Raiders! The party is seen by **hobgoblin** raiders, totaling 2d4+8 in all, coming in just enough vehicles to carry them. There's enough fuel to get the party going through the wastes, starting this cycle anew. If the raiders are victorious, they slaughter those that catch their eye and bring any survivors to either Area 2D or 11, whichever is closer.

Winged Harridans. As the adventurers wander the wastes, a trio of **harpies** happen across them. These shrews roost on massive stalagmites, 60-120 ft. tall. The harpies hunger for fresh flesh but are also drawn towards shiny objects, such as gems or coins. The harpies line their nests with such treasure.

Halaster's Offer. If the party grows desperate, they might appeal to Halaster, who is always watching. If you've long sought to rid the party of a troublesome magic item or reveal a divisive secret, the Mad Mage might give them enough fuel to get going. Though the Halaster that appears is a mirage, it is no less capable of satisfying their wishes... for a cost.

TREMORS

While the party is traipsing through the Graveyard, they feel the earth shiver—and out from below comes the **bore worm**, now driven haywire by the Mad Mage. The tunnel it made to get here leads back to Area 1, at a specific location of your choosing; however, the pit it makes drops down 40 feet before becoming horizontal. If they follow the tunnel (for a number of miles equal to the number of squares on the map until they reach the point of Area 1 of your choosing) they arrive in Area 1.

EPILOGUE

Rejoice, for with Level 13 done and gone, your campaign is about to have a breath of fresh air. While the past few levels have been lackluster, every single one going forward is bold and exciting. This marks the half-way point of your campaign, it's all uphill from here.

Choose one of the send-offs below, each written with the assumption that the Graveyard has been reimagined as a desert. They also assume that the adventurers protected Zox and took Halaster's offer to teleport them from the Graveyard.

THE STANDARD SEND-OFF

A snap thunders out across the wastes—Halaster's frail fingers. Your world becomes black, cold. At long last, that swollen sun is long gone and you find yourselves in chilly darkness. Never before did you think you could welcome the dark. Never did you suspect that, even after so long in Undermountain, that the Mad Mage could make you resent the sun.

Greener pastures are yours for the taking. Enjoy.

THE HOST'S SEND-OFF

"Well," the Mad Mage telepathically remarks, "You held up your end. Off you go to Arcturiadoom."

Arcturiadoom? As you gawk at your companions, that suffix looms large in your mind: are "dooms" not the lairs of liches? Before you can react, Halaster's invisible fingers snap—and all the Graveyard quakes under that thunder.

You come to in the darkened depths of Undermountain. It's cold here, bitter. Water drips from the stalactites above. A cavern; you're in a cavern. Stalagmites flank an iron door whose lintel is carved to resemble a skeletal hand. An arcane flame burns eternal in that hand, welcoming you to this "Arcturiadoom."

Halaster's voice echoes, "And at last, we come to our mid-season finale, folks. Our dear contestants are at long, *long* last in the lair of my dear apprentice, Arcturia. May they dig her digs and enjoy their time here—for however long that may last.

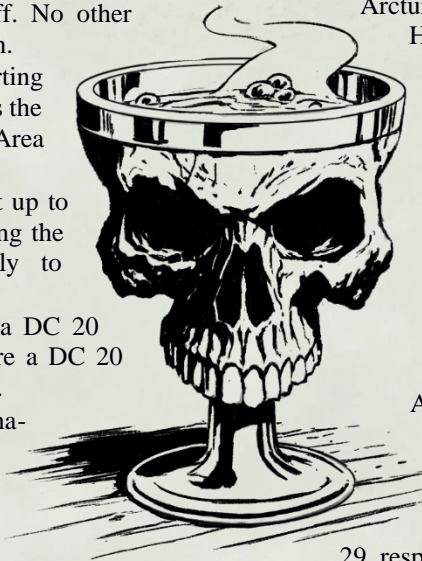
"Guts, glory, gore, and more on *Dungeon of the Mad Mage!* Those that fail to tune in next week will be brought in for re-education. My eyes are watching. Halaster: out!"

LEVEL XIV: ARCTURIADOOM

"Weapon of Mass Disintegration: armed. Launching in T-Minus..."

QUICK NOTES

- The *Companion* has Halaster activate the Weapon of Mass Disintegration when the adventurers enter Arcturiadoom, giving them 10 minutes to shut it off. No other denizens are aware that it's ticking down.
- The WMD can only be shut off by inserting six mithral keys that are scattered across the level: Areas 7, 10, 13B, 21 (previously Area 7) 29 (previously Area 27) and 39A.
- The adventurers are very likely to split up to cover as much ground as possible during the WMD's countdown. Plan accordingly to oversee simultaneous journeys.
- Polymorph traps can be spotted with a DC 20 Wisdom (Perception) check and require a DC 20 Wisdom saving throw to resist the spell.
- Major areas of intrigue are A15 (Mecha-Halaster) and A39 (Alussiarr, the **rakshasa**). Everything else is stocked with your run-of-the-mill hobgoblins or giants.
- If you're running Halaster as our archetypal mad gameshow host, be aware that, in the *Companion*, the Mad Mage will hurl the party into a demiplane as a "reward" for shutting off the WMD on this level. They languish there for three months while *Dungeon of the Mad Mage* is on break; see this chapter's *Epilogue* for more details.



PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following as you run this level:

- Doomcrown is the estranged son of Warlord Azrok, who the party may have met on Level 3.
- Preeta Kreepa, a former apprentice of Arcturia, may have tasked the adventurers with the *Free Alussiarr* quest. She never learned his true identity but knows his magical blood is used in Arcturia's twisted experimentations—like the one Preeta suffers from.
- The Cheeky Pluckers, an adventuring party added by the *Companion* in *Halaster's Game*, have been added to Area 4, if they survived the *Arcturia's Lecture* event on Level 9.

ADDITIONAL LOOT

For the lair of a lich, there's a surprising absence of magic items on this level. The only item to be found is a *spell scroll of polymorph*. At your discretion, you can add the following loot to Arcturiadoom:

- 2d4+3 +2 arrows, Area 9B, in Darkshine's sarcophagus
- *Instrument of the Bards*, *Fochlucan Bandore*, Area 39C, zealously guarded by the blue dragons
- *Quiver of Ehlonna*, Area 15, in the pit
- *Ring of Jumping*, Area 30, in the guts of the carrion ogre
- *Trident of Fish Command*, Area 31, in the brine pool
- *Wand of Web*, Area 40B on a bookshelf

HALASTER'S GAME: THE MID-SEASON FINALE

Arcturiadoom is the site of the mid-season finale for Halaster's hit game show, *Dungeon of the Mad Mage*—and it's *live*. The clock is ticking: upon entering the lich's lair, Halaster activates the Weapon of Mass Disintegration. With only ten minutes left, and all exits magically sealed by Halaster, the adventurers' only hope is to find its six hidden mithral keys and shut it down.

You can continue with this variant even if you don't utilize the *Companion's* game show element. Adjust narration text accordingly, which references the show.

Changes to DotMM. By default, the WMD (see A37) is off-line when the party arrives to L14. Not so in the *Companion*, in which it becomes the focal point of the level. The locations of the keys remain the same, with exception for the U and V keys, which have been placed in Areas 21 and 29, respectively.

Ticking Timebomb. In Halaster's mind, this display of wrath is far more important than finishing Mecha-Halaster. To hell with the hobgoblins, the fire giants, and all their hard work, the Mad Mage thinks. He can outsource the work to azers later. The adventurers, for their part, cannot afford to fight every foe, rest, or perform rituals. This is a race for their very lives.

Cheating the Blast. Halaster prevents the party from leaving Arcturiadoom by sealing the exits with a *wish* spell. However, the weapon cannot affect creatures in zones of antimagic (such as Areas 4 and 32) or those that get to Area 37. If the party chooses to follow through with this plan, *let them*. Halaster does nothing to prevent this, but he does chew them out for "ruining the live mid-season finale."

The Game Begins. It's once the adventurers enter Area 3 that Halaster lays this challenge at the feet of the party. An alarm blares throughout the level, but only the contestants can hear it; all other creatures are *completely unaware* of their impending doom. Every minute, Arcturia's recorded voice reminds them of how much time they have left with a monotone, "Weapon of Mass Disintegration: armed. Launching in T-Minus..." See Area 3 under *Areas of Note* for the script.

No Escape. Once Halaster's game begins, all exits from Arcturiadoom are sealed and all arcane gates are shut down. If the adventurers *somehow* manage to escape the level, Halaster pauses the countdown until they return. He will not be deprived his mid-season finale.

TRACKING TIME

For once, time is of the essence and the adventurers might find themselves dusted if they take too long searching for keys or fighting foes. Without making it a chore, track time with these principles:

- Timekeeping must be as straight forward and transparent as possible. Use ten tokens, notes, or some other visual aid such as a clock to show your players approximately how much time has passed since the WMD was armed.
- Approximate the length of any conversations the party has with NPCs; there's little time for full negotiations.
- Position and movement are crucial in the last minute of the countdown. Don't pull your punches; if anyone isn't in a safe zone when the WMD goes off, that's it—that's all she wrote.

Additionally, choose one of these methods to track time, if you haven't already devised one of your own:

Real-Time Approximation. You can approximate ten minutes of game time for one minute spent in-game. This gives the players one hour and forty minutes to find all the keys. If you're lenient, or your players are notorious dawdlers, extend it to three hours; you know your players best.

The disadvantage to this method is that you need to adjust real-world time for instantaneous events in-game. For example, if the adventurers were to spend thirty precious seconds picking a lock or searching a room, that can be resolved instantly at the table; they wouldn't lose any time unless you subtract that from the hour-forty or three hours (real-time) they have to shut off the WMD. Thus, consider these:

- Under the hour-forty model, subtract five minutes from their time for every thirty seconds in-game.
- Under the three-hour model, subtract nine minutes from their time for every thirty seconds in-game.
- Attempting to break down a door, pick a lock, search a room or the like on this level takes 30 seconds, without regard to how well or how poorly they rolled. The time it takes for these tasks is often handwaved, but on this level it *must* be accounted for.

Map-Based Tracking. It is *highly* recommended that you *don't* track time by movement and initiative. It will grind your game down to a halt. If you do go this way, you masochist, then assume the adventurers are always sprinting—and only use one token to represent the party (or subgroups, if they split up). The irritation of this method is lessened on a virtual tabletop, since distance can be measured quickly. Don't bother asking each player for their turn; they move as a group until presented with anything that would provoke a change, such as investigating a statue or searching a room. Again, this method will be painful—but precise.

Round Approximation. Under this method, you're just counting down from 100 and measuring by the number of areas they travel to. When the party moves to an adjacent, nearby area, subtract 1. When moving to a distant area, such as from Area 3 to Area 15, roll a d4 and subtract the result. For the particularly long areas, like A6, or the long route through Area 14, this die increases to d6 with a minimum roll of 3.

FINDING THE MITHRAL KEYS

After Halaster's spiel is over in Area 3, where he lays down the challenge and activates Arcturia's WMD, he leaves a handful of notes with an adventurer that describes how to find the mithral keys. They're all written in a lunatic's script.

- The F key is hidden in Area 7; Halaster's notes for this key read: "Find me and you find the key! Look longingly into my eyes, as a lover would—then squish 'em. Really poke 'em out like I owe you money. Ah, but beware, for my eyes have seen much, too much, and you too shall see what I have seen—and it ain't pretty, what I've seen. It ain't pretty at all. The sight might just drive you completely mad!"
- The H key is hidden in Area 10; Halaster's notes for this key read: "It is in the dwarf maiden that you will find redemption! Her smile promises salvation, her gift guarantees it! To find her, you must follow the chanting! Follow the liturgy! Listen well to that sermon—praise the dread god, Maglubiyet, mighty o' is he—and turn left. It's the door on your left."
- The J key is hidden in Area 13; Halaster's notes for this key read: "Sandwiched between the maiden and the Timekeeper, between forges and chalkboards, between work and study. Look not at the eyed tapestry, but to the crystal door!"
- The U key was originally hidden in Area 27 but was found by Vanar Freth and is with him in Area 29; Halaster's notes for this key read: "A drow has infiltrated Arcturia and has found a key—wouldn't Erelal Freth be proud. He'll be mucking around in the laboratory in about... two minutes. Better hurry, for he's hard to see and harder to find. It's by your right hand you'll find the laboratory."
- The V key was hidden in Area 7 with the H key, but it's since been moved to Area 21; Halaster's notes for this key read: "So far below the earth, we wonder of the world above. Is it day? Is it night? Does the sun's warmth fall upon the plains, or does night reign instead? Time waits for no man—well, except for me—but it can be defied. Defy the Timekeepers to claim your precious key. Defy the day and let night rule supreme."
- The Y key is possessed by Alussiarr in Area 39A; Halaster's notes for this key read: "Look right from the start for the Seal of the Skeletal Hand, beyond which slumbers a bachelor in his boudoir. But beware, beware for whilst man is like to wear the tiger's hide, this tiger hides in a man's flesh. Unleash that beast and you will have the key—and the scorn of Arcturia herself."

OCCUPANTS OF ARCTURIADOOM

While there's a story to be told with Emberosa's fire giants and Doomcrown's hobgoblin legion, forget all that—your players won't care. Maybe they'll awe or sigh at the sight of Mecha-Halaster, but with the WMD armed, none of that matters. The occupants are just obstacles that will detract precious time to disarm the weapon—and there's irony in this as well. These pawns work towards appeasing Halaster just for him to so casually condemn them to death.

Giants. With 162 hit points apiece, Emberosa's ilk will (barely) survive the WMD, though being nearly disintegrated will surely have lasting psychological damage. After the blast, any unwounded **fire giants** are reduced to 12 hit points and shelter in A15 where they petition Emberosa for guidance that she cannot provide.

Hobgoblins. The Death's Head Phalanx will be wiped out—with exception to the thirty sleeping in Area 32—and every clash with them drips with irony: by opposing the adventurers, they're only expediting their own destruction. The legion likewise refuses to believe whatever the adventurers tell them, for why would Halaster write them off when they're *so necessary* for the construction of Mecha-Halaster?

Guests. Alussiarr, the **rakshasa**, and the two **young blue dragons** in Area 39 will weather the blast (although barely). For the fiend, we can posit that the WMD is a 6th-level spell (per the actual *disintegrate* spell), and Alussiarr will thereby be unharmed, due to its Limited Spell Immunity trait.

AREAS OF NOTE

The following areas are of note:

AREAS IN SUMMARY

This nonlinear level can be a nightmare to keep track of, especially if your party splinters to search for the mithral keys. Refer to the table below. Unlisted areas are unnoteworthy, or do not beg your attention until visited.

1. ENTRANCE TO ARCTURIADOOM

It's bitter cold in these damp caves. Water drips from above. Stalagmites rise like fangs from the floor, flanking an iron door whose lintel is carved to resemble a skeletal hand. An arcane flame burns eternal in that hand, and it welcomes you to this place—a place named on the lintel as "Arcturiadoom."

Characters that succeed on a DC 14 Intelligence (Arcana) check can recall that the suffix -doom was often used to denote a lich's lair in days of old.

The Drow. Halaster seals the doors once he arms the WMD. At your discretion, the drow magi here slip inside just in time. Otherwise, they might as well not even exist for this level.

2. NATURAL CAVES

This area's purpose is to foreshadow the disgusting experiments Arcturia performs on her subjects. The duergar here shouts Arcturia's name—that's all it can say now, so deep in its insanity. It howls her name, curses her name, hallows her as a merciful goddess that might reverse its disfigurement, whispers her name in despair—and so on.

AREAS IN SUMMARY

Area	Contents	Area	Contents
1	Entrance to L14	20	Hobgoblins
3	Giants, Hobs, Halaster	21	Mithral Key
4	Prison (see A4)	22	Polymorph Trap
5	Polymorph Trap	23	Various
6	Polymorph Trap	25	Hobgoblins, Gate to L9
7	Mithral key	28	Hook horror
8	Polymorph Trap	29	Drow mage, mithral key
9	Hobgoblins	32	Hobgoblins (30+)
10	Mithral key	33	Warlord Doomcrown
11	Fire giant	34	Gas spore
12	Giants, hell hounds	36	Hobgoblins
13	Mithral key	37	WMD
15	Mecha-Halaster	38	Trap
16	Hobgoblins	39	Rakshasa, mithral key
18	Hobgoblins	40	Phylactery
19	Material components	41	Exit to L15

3. FOYER

Just as the adventurers enter Arcturiadoom, alerting the giants and hobgoblins, Halaster freezes time. The adventurers are conscious but otherwise paralyzed while he gives his spiel.

As you enter Arcturiadoom, time itself halts. Giants and hobgoblins stand bewildered and frozen, leaning over the piles of scrap metal they were sorting through. You can hardly move; you feel numb... except for an ill-wind that blows up and down your spine.

You hear the Mad Mage before you see him, before he teleports into this chamber. He brandishes a scepter, speaking into it: "This is Halaster Blackcloak comin' at you live on the multiverse's premiere gameshow, *Dungeon of the Mad Mage!* Tonight is a special night, folks, for we're airing this episode *live! Live, I tell you, Live!* Our contestants have made it to Arcturiadoom—the site of our mid-season finale. Let's see how our contestants are doing tonight." Halaster then reappears near you, brandishing that scepter.

Let the players respond; they're on live TV. They are, however, powerless to do anything to Halaster. After he's had his fun, read the following:

Halaster stares beyond you, as if there was an audience watching from afar. "Now folks, the ground rules for tonight's challenge: my dear apprentice, Arcturia, has crafted a weapon of mass disintegration! That's right! A WMD! I've never been prouder! It's due to go off in about... ten minutes after I shut up, and when it does, all living creatures in this lair will get their asses dusted, *unless* the contestants here can find its six mithral keys and shut the weapon off before it's too late!"

Halaster turns his attention to you: "The keys! The keys, my contestants, the *keys!* Six of 'em, all scattered across Arcturiadoom! Behold! Clues!"

Within your hands appears a collection of notes written in a janky script. Riddles, directions. Halaster looks beyond you once again: "The challenge has been laid, the stakes raised! Can our dear contestants shut down the WMD or shall they be dusted? Can we get some love and support?"

The cheers, jeers, and roars of an audience thunder in your ears. Countless languages, thousands of words, some dripping with contempt, some with adoration, but all thick with sadistic amusement. "Dust! Dust! Dust!" they cry.

The Mad Mage flashes you a smile and says, "Ya got ten minutes! Go!"

Time unfreezes. A siren blares in your ears: a woman's reedy voice that says, "WMD Activated. Launching in T-Minus ten minutes."

The giants are undisturbed; they shout, "Arcturiadom is ours!" while their hobgoblin pawns barrel towards you, weapons drawn and clearly deaf to the alarm ringing in your ears.

Great. Just great.

The doors of Arcturiadom are now sealed by a *wish* spell. No other characters can hear the alarm but the adventurers, and convincing others of it is a Herculean task.

Halaster's notes describe how to find the keys. Also, each adventurer becomes magically aware of Area 37, courtesy of Halaster. They don't know the precise distance to it, but are always aware of the direction it lies in. This sense doesn't, however, account for walls or hallways.

4. PRISON

You can recognize a prison when you smell one. Corpses have been left to rot and waste to ferment in buckets. The rusty cells are streaked with bile and grease. It's a lever bolted to the floor that promises freedom to those trapped here. Within two cells are crammed a handful of abominations: men and women with the heads of animals—and one whose hands protrude from his temples.

"How do you do?" asks the head-hand creature. "I'm Danny Elfman. Think you can crank that lever?"

Here languish the surviving Cheeky Pluckers, an adventuring party added by the *Companion* and detailed in *Halaster's Game*. They may have been met previously by the party, whether it be in Undermountain or Waterdeep, perhaps even on L9 during the *Arcturia's Lecture* special event (added in the *Companion*).

The Pluckers were, ironically, plucked by Arcturia during a visit to the upper reaches of Undermountain. She's transformed them into abominations. No matter their previous statistics, they now have the statistics of **commoners**. Their disfigurements cannot be undone except by a *wish* spell. Assuming none have died previously in your campaign, the following members are present:

- Fiona dé Vaun, a LG human, once the boisterous leader of the Pluckers now with the head of a moth.
- Four-Fingers, a N gnome, with the head of a shrew.
- Halberd, a LG dwarf, with the head of an aardvark.
- Sariel, a NE drow, with the head of a rabbit's. Her eyes are alight with fear.
- Danny Elfman, a NG half-elf bard, is now armless. Hands protrude from his temples. He plays a lyre in a macabre manner that isn't half-bad.

The Pluckers know little of Arcturiadom. They live in everlasting fear that Arcturia will return to inflict worse experiments on them. Most, except for Elfman, yearn for a merciful death. They can guide the adventurers through much of the level's eastern wing; they're familiar with Areas 13 and 28-31. They've never visited any other chambers.

Antimagic Zone. When spellcasters enter the area, they feel their connection to the Weave severed. Do not, however, just flat-out tell them it's anti-magic. Describe it as if they were out in the cold and suddenly their shawl was ripped away. They feel... naked, exposed, defenseless. In this manner, they can still guess the nature of the antimagic zone and posit that they might be able to weather the WMD here.

6. STATUE OF ARCTURIA

What could this abstract abomination be? A statue of a woman, skeletally thin, with butterfly wings and bone spurs jutting from her forearms. Its plague reads: LONG MAY SHE REIGN. Could this be your host, the dread-lich Arcturia, Halaster's apprentice?

The statue points a stone wand to the opposite alcove of the hall—a clue perhaps?

7. STATUE OF HALASTER

Look and behold, for it is Halaster Blackcloak, not in the flesh, but carved from stone. His face features a look of wild abandon and he brandishes his staff menacingly. Crazed, lidless eyes are engraved all along his robes.

Mithral Key (F). Halaster has left an insidious trap to protect this key; when scrutinized under a spell of *detect magic*, the statue radiates enchantment magic. When a creature within 5 feet looks at the statue, it must make a DC 15 Intelligence saving throw as all eyes animate and gaze at that creature. On a failure, they succumb to a form of short-term madness (see App C) for a duration of 1d10 minutes. A *calm emotions* spell can suppress the effects of madness, while a *lesser restoration* spell can rid a character of their short-term madness.

If multiple creatures are within 5 feet and looking at the statue, the eyes target only one creature, chosen randomly. Once the eyes impose this saving throw, they cannot again for another 24 hours.

To find the key, a creature must still succeed on the DC 15 Wisdom (Perception) check to find the button that releases the key. The V key has been removed to Area 21.

9. DEATH'S HEAD WATCH POST

As the adventurers approach this area, they overhear a resounding sermon in Goblin. Assuming they can understand that language, read the following:

A sermon sung in a guttural tongue: Goblin. You bend your ear to translate:

"—and we must be ever ready," shouts a woman, "to march into the fire, the flames, spears forward, eyes forward, hearts—forward! It is towards Acheron we march, to Maglubiyet himself, might the dread god welcome us in his holy legion! It is to him we swear, and it is for him we fight—is that not right, my brothers and sisters?"

A dozen voices shout out their agreement, clanging what sounds like spears into a stone floor or banging their fists onto their breastplates.

Per the clue given by Halaster, the party should know to follow the chanting and take the door on the left. There is no slipping by the hobgoblins without the aid of a *pass without trace* spell or the like; expect a bloody, drawn-out fight as the hobgoblins prove themselves to Maglubiyet.

10. DWARVES' DEN

What was once a den of revelry has fallen into disrepair. An iron tankard—massive enough to fit four dwarves inside—has crashed from its moorings in the ceiling. It's cracked in two, lying amidst other debris and watched over by two statues: one decapitated, the other a dwarf maiden with a flagon held high.

Mithral Key (H). Reaching into the maiden's mug unleashes a trap left by Halaster. The room begins to flood—with ale! Two doors appear at the north and south exits, trapping the party. The locks can be picked, or doors broken over 30 seconds with a DC 16 Dexterity check with thieves' tools and DC 24 Strength (Athletics) check, respectively. The north door is positioned just north of the polymorph trap, making it likely that an adventurer falls prey to it.

The room floods rapidly, with three feet of ale per each round of combat. After ten rounds, the chamber is completely filled. Creatures that swallow the sour ale must make a DC 14 Constitution saving throw or be poisoned for one minute. Dwarves succeed on this saving throw automatically.

11. SMITHY

It's the music of a hammer and anvil that you hear as you ease open the iron doors. The room is dimly lit by massive beetles shedding scarlet light. It's by this beetle-light that a fire giant works to reshape malleable metals into worthy pieces. In the corner are pieces of sculpted iron: cogs, sheets, hinges and the like, all sized for a massive machine bigger than the giant itself. All the while, you hear this blacksmith grumble.

In Giant, Hrossk complains to himself about "unpaid overtime" and a lack of "representation" in "company dialogue." If the adventurers listen long enough, he grumbles, "Mecha-Mage ain't gonna conquer a thing without you. You're the real engine. You're the cog at the center of it all, Hrossk—and you deserve to be recognized. A place at the table."

Despite this dialogue that sheds light on how disgruntled Hrossk is, he's still hostile to the party and attacks. He wastes no time on words with smallfolk.

13. TRANSMUTORIUM

13A. WOVEN EYES

This area description assumes the party enters from the eastern entrance. Adjust accordingly.

As you enter the chamber, your mind squirms away from your eyes, instinctively looking away from something that should not be—and so you first focus on the other aspects of this chamber. There's a crystal door to your left. It's blue, transparent. Three pillars of black stone—basalt you notice, very nice, very nice indeed—sport a silver doorknob each. What could that be for, you must wonder—for to wonder about that tapestry of eyes, the one stretched across the wall, the one that gazes at you with burning jealousy, the one that menacingly flaps its living flesh, might just rend your sanity.

Touching any knobs on the pillars represents a *huge* setback for the adventurers, unless they needed to teleport back to the lair's entrance. Even still, they're liable to the polymorph trap in A5.

Brass Panels. It makes no sense that the panels are *inside* the Alteration Chamber, so they're placed here in Area 13A instead.

Roleplaying Xebekal. The ruined beholder is just bored. It's mad with boredom and will give anything for entertainment—alas, it has nothing to give but its own company, and who would want that? Xebekal doesn't want to die, but instead be restored to its "glorious" form. During a telepathic conversation, it "gifts" participants with visions of its old self disintegrating drow and goblins, carving great chasms with its eye rays, and generally lording over "lesser" creatures.

13B. ALTERATION CHAMBER

Like any sane delver, you look through the glass before entering this strange chamber. The ceiling sports a crystal lamp that sheds a pale light—and at the chamber's heart, you spot a key.

As described above, the brass panels are in Area 13A and not 13B. However, there are buttons inside the chamber that can open or close the crystal door.

Mithral Key (J). The mithral key is unprotected—although Xebekal, who sorely needs entertainment, can make mischief. It can occasionally summon enough willpower to press the buttons in 13B telekinetically. It does so now, when adventurers are in the chamber. Roll initiative; Xebekal has a +2 bonus to its roll. On its first turn, it closes the door; on the next, it presses the left button, shrinking characters inside. It's then satisfied and ceases its tomfoolery, *unless* the characters reverse the shrinking. Cue a tug-of-war between Xebekal and the adventurers, as it repeatedly shrinks them or shuts the door. As written in *DotMM*, every time the left or right buttons are pressed, roll a d6 to see if the chamber malfunctions, damaging all creatures in the chamber. Throughout all this, the tapestry of eyes' eyes blink rapidly and it grunts with exertion.

15. MECHA-HALASTER

The doors open upon a *massive* hall, at least a hundred fifty feet in height, supported by towering stone pillars. A fire giantess paces the hall, grumbling to herself.

Smack-dab in the middle of the chamber is a giant construct of finely-forged steel, humanoid in shape, a hundred feet tall—and it's still missing a head. Its body is engraved with lid-less eyes and its fists are decorated in unpowered runes. Its open neck bulges with fitted cogs and gears.

Even without the head, you know what this is: an iron giant crafted in Halaster's image. A Mecha-Halaster. Are you even surprised? Is *this* the most absurd thing you've seen in Undermountain? Or is this just a normal day for you?

When Emberosa hears the doors open, she shouts in Giant, "I told you the inspection was not to be disturbed!" Roll initiative; the party has a chance to hide before she turns around. If discovered, she attacks them on sight, shouting "Halaster warned us that you might swing by!"

21. NIGHT AND DAY

This chamber is one massive timekeeper: wizard statues point towards an iron disk suspended above the chamber. A symbol of the sun decorates its underside, and by its hinges you can tell that it is meant to spin in its place.

By when the adventurers reach this place, it is daytime on the surface. The Timekeeper reflects this; the symbol of the sun hangs above the chamber.

Mithral Key (V). The key found here was moved from A7, its original placement. When the chamber is scrutinized under a spell of *detect magic*, conjuration magic can be sensed here, as well as the evocation and transmutation already described in *DotMM*. Halaster has squirreled away the key so as to force characters into defying the Timekeeper, triggering its lightning when a character manually flips the disc to show the moon (representing night). Afterwards, the mithral key is conjured from a pocket dimension and clatters at the center of the chamber. Halaster is quite the sadist indeed.

29. LABORATORY

Mithral Key (U). This key was originally found in Area 27, but Vanar Freth has since taken it. He's unaware of its purpose but knows it's mithral—and that alone makes it valuable. He's been trying the key on every lock he's since come across, but to no avail. Vanar will only part with the key to save his life, or if convinced of the WMD's countdown (which, given that the alarm is only heard by the adventurers, requires a successful DC 22 Charisma (Persuasion) check).

Vanar's first instinct upon encountering the party is to flee this room under a spell of *invisibility*. He takes the door to A30 (leaping over the polymorph trap, which he's already spotted) and unlocks the carrion **ogre** in that chamber using the *mage hand* cantrip and his own deft fingers. Afterwards, he makes for A31—and loops back to A29.

This rigamarole continues until he's cornered. He isn't above shouting for the hobgoblins in A32, if he can make it that far. Otherwise, he tries to escape via A14, taking the junction south to A3—only to find that, like the party, he too is sealed in Arcturiadom. Throughout this entire Benny Hill-esque chase, his **shadow demon** accosts the party.

Other tricks at his disposal are spells of *misty step*, *web* and *Evard's black tentacles*, which he uses to tie up the party while he makes a coward's run.

Roleplaying Vanar. Vanar is a trickster by heart, an absolute squirrel of an elf. He's clever and prone to half-baked plans that somehow work out in the end. When cornered, he runs his mouth until he spots another opportunity to escape.

Vanar is aware of the legends concerning Arcturia and has since discovered the fire giants' project, which he has correctly guessed will be used in some zany plot to conquer the surface just for the sake of it. Additionally, Vanar speaks Giant—and has listened to Emberosa's grumbling; he knows that Halaster promised them an ancient rune vital to upending the Ordning and the world. He's unconcerned.

30. HIDEOUS TRANSMUTATION

It's hideous, this *thing*—a creature chained to the floor, with the body of an ogre and the head of a carrion crawler. Mucus and spittle fly as it snarls and struggles in its chains, desperate to have at you. In the corners of this better-left-alone chamber are two corpses: an ogre's head and a carrion crawler's body.

When chased by the party from Area 29, Vanar Freth flees here and looses the **ogre** from its chains using his own deft fingers and a *mage hand* cantrip.

31. ILLITHID'S ASSISTANT

You can weather a guess at what sort of creature made this place into a home. The walls are decorated with sculpted tentacles capped with skulls. At the foot of a slime pool cloaked in reeking miasma sits a simpleton in a loincloth too busy sucking his thumb to notice you.

If the *feblemind* spell is reversed, Ellix can inform the party of the whereabouts of three mithral keys. Only a spell of *greater restoration*, *heal* or *wish* can end the spell.

If chased by the adventurers, Vanar Freth loops back to Area 29 by way of this area.

33. DOOMCROWN'S QUARTERS

With the WMD armed, Doomcrown is nothing more than a distraction and red herring. If the adventurers happen across this area, they overhear Doomcrown complain to Ernie, the flumph, "I'm not giving up the bloody key" in Common (or Goblin, if the party is versed in it; the point is to get them to chase after this red herring). Expect them to bust in, demanding the key and wasting precious time. The "key" he refers to is the one to the storeroom, Area 20, where there's apparently wine and ale galore. His captains have been hounding Doomcrown to expand the "booze ration" for the sake of morale.

Once the party enter the chamber, read:

It's like a kid with building blocks has been on a caverns kick. Seven-foot-tall stalagmite-shaped spires of blocks decorate this chamber. You've caught a hobgoblin in the act: he's busy on the seventh spire when you bust in; he's decorated with stained medals and wears his armor as if it were a second skin. Beside him floats a strange jellyfish-like creature whose flesh shifts from blue to bloody orange at your presence. All of you freeze, as if this was an intimate moment better left alone.

The hell's going on here?

No friendship is more precious than a boy and his flumph's.

Roleplaying Doomcrown. The warlord is a brute at heart with a gentleman's flair for the dramatic and the tactical wit of a military genius. He has no idea what the mithral keys are but has happened across the WMD's chamber before—although he has no idea what its purpose is. "Magic," Doomcrown's fond of saying, "is better left to greybeards and shamans."

Doomcrown is hopelessly evil, despite Ernie's best efforts to convert him. He'd rather fight the party and die in glorious combat than risk dying as a mewling cur kept in chains. If he shouts loud enough, he can alert the **hobgoblin captains** in Area 32C, who rush to investigate the disturbance.

Roleplaying the Flumph. The flumph has no name except the one given to it by Doomcrown: Ernie, after his cousin who died from drinking still water, a story Doomcrown has shared and that Ernie now shares with others. As a flumph, its mood is reflected in the color of its membranes. Ernie is particularly sensitive to the moods of nearby creatures; thus, when it sees the party, it turns dark orange to reflect their immense stress.

Ernie is also hopelessly nihilistic, despite yearning to return home. If informed of the WMD, Ernie does not despair, but instead revels in its impending death. Ernie does not, however, oppose the party in their goal to shut off the WMD. It knows not where any of the mithral keys lie. It can be coaxed to join the party if they promise it safety—"Why not?" says Ernie, telepathically, "We are all doomed to dust one day."

37. WEAPON OF MASS DISINTEGRATION

Plates line the walls of this domed chamber—shining with the unmistakable sheen of mithral. Seven narrow alcoves bite into the walls, just wide enough to squeeze into.

If you're worried that your party will just hide in the alcoves here, you can change it that the six mithral keys *unlock* the chamber and the WMD is controlled instead by a big, red button and other mechanisms. Obviously, you'll have to contrive this barrier before they get into the chamber.

Magic Mouth. With the WMD armed, a *magic mouth* spell counts down in Arcturia's reedy voice. The room is also lit in scarlet while the WMD is armed, not the yellow light of the crystal dome.

39. ARCTURIA'S BOUDOIRS

Hanging above the lintel of these double doors is a disk of black basalt, engraved with that same symbol—the skeletal hand of Arcturia herself. What else than the lich's personal chambers lie beyond these doors? The air is thick with menace.

39A. GOLD AND BLACK BOUDOIR

The opulence at display here is fit for kings. Lavishly furnished, this boudoir sports wall-to-wall carpeting, gold silk cushions, and black basalt braziers that smolder with melting incense. Two hammocks are strung between chiseled pillars, and in one naps an Adonis of a man wearing nothing but a golden silk skirt and fine sandals. Track marks march up and down his forearms.

Alussiarr is in the throes of a dream that's about to end. If you'd like to strike a comical tone, he's pawing at an invisible ball of yarn. The track marks described above are evidence of the blood drawn by Arcturia, using a fine alchemical tool called a proboscis (a.k.a., a needle).

Roleplaying Alussiarr. The fiend is cunning and presents itself as the ultimate paramour, a peerless lover. Its accent is thick and intriguing, but fake. It takes great advantage over its innate *disguise self* spell and, if its true nature is discovered, promises it can be whatever a potential "suitor" wants. The fiend is a hedonist of the deepest debaucheries.

Alussiarr only hides behind its mortal façade until it knows that such a disguise can serve it no more. At first, before it drops it, it claims that it is kept as Arcturia's slave and that any "right and moral man" would set it free by breaking the seal of binding that keeps it here. If this argument doesn't work, it drops all pretense and lets the party guess at its otherworldly nature. It promises secrets, loot, and "the key to prevent your demise." As the party learns, the fiend is aware of the armed WMD—but it does not need to worry, for its Limited Spell Immunity trait will protect it from the blast.

Once Alussiarr asks the party to free him, Halaster chimes in. Read the following:

A voice echoes throughout the chamber: Halaster. "Now," says the mage, "if you loose him, he'll work all manner of evil in Waterdeep, really muck up the place. Isn't that right, Alussiarr?"

The man flinches at the sudden voice. "I asked you not to use that name, mage."

"Answer the question."

"I don't wanna."

"I compel you."

Alussiarr makes a rude gesture. "Yeah? Compel this."

A sudden shock surges through the man, illuminating a form hiding beneath that flesh: a tiger-like humanoid with backward palms. The creature looses a sharp scream and sucks in a heavy breath. "Fine, mage! Fine!" he shouts, before turning to you. "It is true that I intend to work all manner of evil in the city above. Plots, schemes, tomfoolery and vengeance. Stiffing waiters and taxis and the like." His lips curl into a smile. "Now, how about breaking that seal?"

Freeing Alussiarr also has the risk of alerting the dragons in Area 39B, who (in the *Companion*) are tasked with keeping the rakshasa here. They bust in when they hear a conversation and demand that the fiend quells its tongue. They assume their true forms and attack the party if they move to undo the seal of binding outside Area 39A.

Mithral Key (Y). Alussiarr has the key hidden in a lit brazier. He reveals its location if freed, otherwise they must find it. Characters aware that the key is hidden in this room can make a DC 17 Intelligence (Investigation) check to deduce that it would be safest in a burning brazier. It's buried amongst the coals. Because it's mithral, it cannot melt, but it is white hot. When a creature touches the key or starts their turn holding it, they take 9 (2d8) fire damage and must make a DC 14 Constitution saving throw or drop the key. After five minutes away from the fire, the key cools down enough. If quenched in water, it cools down after 30 seconds.

Tying in Alussiarr. By itself, loosing a rakshasa should be a trying ethical quandary that the party has no time to explore. They need the key and either they fight the creature or free him. What's to say that the fiend does not escape to wreak havoc on the world? Whenever they return to Waterdeep, the newspapers hold a litany of tales concerning heists, murders, and sightings of a "weretiger." If the rakshasa is captured by the authorities (likely Force Grey, the highest caliber defense agency the city has to offer), it can be compelled into giving up the identities of its liberators, implicating the adventurers.

39B. SKULL AND BONE BOUDOIR

As described in *Halaster's Game*, this gate is shut off until the WMD is no longer armed.

39C. CRYSTALIGHT BOUDOIR

Wonderful music fills the hall, wrought by invisible hands that pluck at a harpsichord. Two dancers, a man and a woman quite clearly in love, waltz about the chamber. Oh, how it makes your heart soar for better days, bright days in the world above, for days without danger or worry. Your heart swells, cries out for that gift, cries out like a neglected child denied its supper.

The dragons are named Tenragos and Mylegosa and, under the *Companion*, they earn their keep by keeping Alussiarr both contained and entertained. To fail at the hands of mortals would mortally wound their otherwise immense pride. They attack the party if the rakshasa is about to be freed.

If two characters enter the chamber unmenacingly, the couple swaps partners, sweeping up a character in their waltz. They do not take "no" for an answer and introduce themselves. The dancers might ask the adventurers who they are and their purpose here, unaware that the WMD is armed.

Roleplaying the Dragons. The drakes play the part of vapid nobles on vacation. They've summered here for so long that they've now embraced the lie and they condemn even reverting to their true forms as a violation of their due rest-and-relaxation. Once they do, they take out that frustration on those that forced them to give up their human forms.

41. WATCHFUL PILLARS

As you throw your weight against the doors, Arcturia's recorded, emotionless voice echoes through your skull: "Lockdown in progress. Exits have been sealed until launch countdown has been completed. Please enjoy your stay in Arcturiadom."

The doors are sealed until the WMD is launched or disarmed. They cannot be damaged or reshaped, per a *wish* spell cast by Halaster Blackcloak.

EPILOGUE

Shutting off or surviving the WMD is enough to get the party to 14th level, even if they don't slaughter enough hobgoblins.

The Cheeky Pluckers. Even if sprung from prison, the Pluckers still can't catch a break. Arcturia finds them again and subjects them to further experiments on L23, A17.

R&R. If the adventurers shut off the WMD, Halaster rewards them with some well-deserved rest and relaxation—by hurling them into a demiplane where they'll languish for three months. Meanwhile, *Dungeon of the Mad Mage* goes on its mid-season break and Mecha-Halaster is finished.

The adventurers' reward for completing L15 will be to return to Waterdeep just as Mecha-Halaster is unleashed upon the city. See the next chapter of the *Companion* for details on the demiplane and Mecha-Halaster's march on Waterdeep.

Alternatively, if you'd prefer to keep the party on the Material Plane, the Mad Mage confines them to Maddgoth's Castle on Level 7; he uses a number of tricks to keep them there for a few months, such as wards, yugoloth guards, and the like.

THE HOST'S SEND-OFF

Unlike other chapters, this one has no standard send-off, for it is so tightly wrapped around Halaster's game show.

"Weapon of Mass Disintegration," squeaks that woman's voice, "disarmed. Lockdown lifted."

With your hands trembling, you finally take a breath. It feels as if you haven't breathed all day. The Mad Mage's voice echoes from above and below: "My god..." he says, "you actually did it. They did it, folks! Our contestants have made history tonight. Let's hear it for 'em!"

Your ears are filled with thunder: hoops, hollers, cheers and groans. You can pick out your names in the ruckus.

"That concludes the first half of *Dungeon of the Mad Mage*," Halaster tells the audience. "With much love and sorrow, I must bid you adieu until the season resumes in three months. Until then, folks, until then!"

The Mad Mage snaps his fingers from afar—and your world is consumed by darkness. When you come to, you're in another realm, a flat demiplane whose distant horizons are cloaked in mist.

Checking out your new digs, you find that there are no walls. Rusty bathtubs and chamberpots lie in plain view. A well draws water from... somewhere. The pantry consists of wooden crates stocked with food—but the food is kept in strange, iron jars that require an even stranger tool to open. There are feather beds to sleep on, but not enough. It seems three of you will be sharing.

Worse yet, the entertainment room consists of a decimated bookshelf stocked with the Mad Mage's autobiographies and a few elven fashion magazines. There's also a lone table with a lone deck of cards—but after closer inspection, you find that a king and all aces are missing.

Halaster's voice echoes from above and below: "Enjoy your mid-season break, champs. You've really earned it. We're set to film again in... three months. I'll be back to collect you then. Try not to go as loony-toons as I did."

LEVEL XV: THE OBSTACLE COURSE

"Ye'll become like me—a traitor to all you once held dear... Only way to win the mage's game is not to play," – Thward Underbrew

QUICK NOTES

- This is the poster-child level of Undermountain, replete with traps, gags, goofs and deadly foes.
- You can't let your players dawdle. Whenever your patience crumbles, threaten the adventurers with a visit from this level's antagonist, Netherskull. Sometimes, however, these flybys are illusions crafted by Halaster.
- If you're hellbent on engineering a showdown with Nether-skull in Area 39, then remove the bone keys from Areas 19 and 30B, placing them on Netherskull's person. To leave this place, the party must defeat Netherskull or steal a key from its eye socket. With this variant, the doors to Area 39C are unlocked. See *Halaster's Game* for details.
- Teleport traps are invisible and cloaked from *detect magic* and other divination spells! No saving throw can be made to resist the teleportation!
- Covered pit traps are noticed with a passive Perception of 17 or higher, or a DC 17 Wisdom (Perception) check. 25 pounds or more cause it to open and a character takes 3 (1d6) bludgeoning damage per 10 feet fallen!
- There are few characters on this level to interact with, so you'll want to steer your party to them. These characters are Fidelio the ghost (A7), Lorlynn (A14), the Githzerai (A24), Zorak Lightdrinker, the dwarf vampire (A27) and Kavid the mage (A30). You also want to make Netherskull into an antagonist that attacks periodically.

HALASTER'S GAME

This level represents a new height of the Mad Mage's insanity: few intruders have ever made it this far, and fewer still were true contestants of *Dungeon of the Mad Mage*. Halaster is unhinged, ecstatic and, for the first time in a long time, on the edge of *his* seat.

Victory or Death. The *Companion* makes only one real change on this level: it's not enough for Halaster, or the audience, for the party to just make it to Area 37 and take the tunnel to Level 16. Nay, the fans demand blood, they demand entertainment, and so Halaster expects the party to best Netherskull, who was previously an optional boss. To facilitate this, a sealed, magical door separates Levels 15 and 16, which can only be opened by the bone keys that were previously found in Areas 19 and 30B. Now the keys are carried by Netherskull or left in Area 39C. With this change, the doors to Netherskull's lair must be open when the party has experienced enough of the Obstacle Course. This discretion is left to you and facilitated by Halaster. If the party reaches Area 39C too early, you can have the doors locked, if you so wish.



- Play-by-Play: Expanded.** In addition to the ravings listed in *DotMM*, consider these phrases for Halaster's play-by-play:
- When characters win a battle or clear a room:
 - "And another area cleared! Just thirty-nine to go!"
 - "At this rate, you might finish the campaign before New Year's—*gosh*, could you imagine?"
 - When characters dally or take too long:
 - (Out of combat): "Every moment you dawdle brings you closer to doom—to me."
 - (In combat): "Just kill something already!"
 - "Tick, tock, folks, I'm not paying you to sit around and eat oatmeal."
 - When a character goes unconscious or dies:
 - "Another one bites the dust!"
 - "Death ought to be an old friend by now."
 - "They shall be immortalized in the show's credits."
 - When a character cheats death:
 - "Confidence is a slow and insidious killer."
 - "Death: the most patient cuckold."
 - "There goes the life insurance payout."
 - "Man, how many more times can this guy go down without suffering brain damage?"
 - When you or Halaster are bored or feeling zany, or when he "forgets" that the mic is still on:
 - "Is this thing still on?"
 - "What, Wolfburger Lord again? Fine, get me the happy meal. Gods know I could sorely use some joy."
 - "Tell my wife I'll come back for her someday. And call Gary; he promised me that *sending* spells wouldn't work on that rock I left her on."
 - "Yeah, hey, pick up some medicine for me on the way back; I've been feeling... Well, the 'S' word, lately. What? No, not 'sick,' 'sterile.'"

NETHERSKULL: HAIL TO THE KING

The chief antagonist of this level can't be left to rot in Area 39. Nay, Netherskull must instead terrorize the party. The death tyrant is the headliner for this level and must be seen often. Consider these methods to showcase it to your party and spruce up this level:

- Have Netherskull attack thrice, using its Disintegration Ray if necessary to open a vantage point on the party. Nowhere is safe. After one round of combat, Netherskull retreats via tunnels in the ceiling or other routes that the party can't follow it through.
- Interrupt social encounters that take too long with an ambush by Netherskull; the party must be constantly on the move.
- Consider the entirety of the Obstacle Course as Netherskull's lair, for the purposes of using lair actions. Remotely hound the party with these minor attacks to spice up encounters.

Roleplaying Netherskull. Netherskull is consumed by fury, the coals of which are always stoked when it discovers intruders in its lair. It doesn't play with its prey once found, but ruthlessly eradicates them.

Since its telepathy is lost when a beholder becomes a death tyrant, give Netherskull the ability to speak Common, if the party lacks Deep Speech or Undercommon—however, it refuses to degrade itself by using such a "mongrel tongue." It considers Deep Speech as an imperial language spoken only by the most advanced beings.

Tactics. Follow these tactics for Netherskull. The death tyrant is formidable even when faced without minions—and it can create some mid-fight.

- Much of the experience of facing any beholder is the randomness of its eye rays. Don't skimp out on that, no matter how tempting it is.
- Netherskull floats, preferring an altitude of 30 feet, especially in its lair. It will not tolerate melee combatants!
- If any nonplayer characters are with the party, such as Lorlynn or the githzerai zerths, raise them as **zombies** via its Negative Energy Cone feature. Alternatively, divide and conquer with a Charm Ray.
- The Slowing Ray neutralizes martial characters and sorcerers that rely on Quickened metamagic.
- To cover any retreat, or to fortify its position, Netherskull uses its second lair action to grapple foes with spectral tentacles.
- Netherskull counters foes that hide behind cover with its third lair action or uses its Disintegration Ray to remove the cover entirely.

MECHA-HALASTER'S MARCH

As noted in the previous chapter of the *Companion*, Halaster hurls the adventurers into a demiplane for three months while work finishes on Mecha-Halaster (see Level 14). The party's "reward" for completing the Obstacle Course is to be teleported to Waterdeep to stop Mecha-Halaster's attack on the city, after which Halaster will conjure them back into Undermountain.

This event isn't designed to take up a full session; it's simply a final battle that, if won, gives the party up to a week of time on the surface before Halaster forces them back into his domain. When you run this event, take into consideration how weak your players are from confronting Netherskull and L15 at large. If they're flagging, you can add to their firepower with other characters (such as ones found in *Waterdeep: Dragon Heist*) or reduce the amount of forces that arrive with Mecha-Halaster.

Just A Gag. Halaster doesn't really expect to conquer Waterdeep. This is just one of many half-baked plots that have emerged from his addled mind. He won't be particularly upset if Mecha-Halaster falls—for the scene will make for great TV.

A City in Peril. It was without any preamble or showboating that the Mad Mage teleported Mecha-Halaster to the surface. The vision Halaster grants the party in the dungeon is carefully constructed—for the construct only appears outside the city moments after Netherskull is slain. The city is in a frenzy and its heroes, such as Force Grey, are still mobilizing. The city's garrison is in disarray, thanks to Halaster's earlier machinations and, having fed the city's brass false information, much of the garrison was stationed elsewhere today, leaving only a skeleton crew to defend the walls. The party is the first on the scene.

Statistics. Mecha-Halaster's statistics are found in Appendix B of this supplement.

Minions. Mecha-Halaster doesn't march alone: Halaster stole a flock of **quadrones** from the factories of Mechanus and reprogrammed them to serve him instead. Additionally, he has sent a contingent of Stonecloaks: the **stone golems** that he imbued with intelligence through fragments of the Runestone on Level 20. They are carved in his likeness and consider him their god. The golems are honored to serve him now on this "crusade" of his.

A Stonecloak has the statistics of a **stone golem** with Intelligence and Charisma scores of 9. It understands Abyssal, Celestial, Common, Draconic, Dwarvish, Elvish, Infernal and Undercommon, but can't speak. Stonecloaks communicate through a system of eye blinks.

SHOWTIME

First on the scene, the party appears on the city walls. Two **stone golems** and eight **quadrones** have just slaughtered the garrison defenders stationed here. Up and down the wall, similar skirmishes rage. Mecha-Halaster can be seen in the distance and will arrive in three rounds, giving the party some breathing room to first dispatch the constructs here.

At an initiative count of 20 (losing ties), Mecha-Halaster's steps send tremors throughout the land. Creatures on the wall must make a DC 14 Strength saving throw or fall prone. Flying creatures are unaffected, as are the stone golems. This effect ends once Mecha-Halaster reaches the city walls.

Iron Giant. Mecha-Halaster arrives on the fourth round of combat. Two **magic missile gatling guns** (see Appendix B) are mounted on his shoulders. These constructs are destroyed when Mecha-Halaster's hit points are reduced to 0, even if they still have any hit points remaining.

Roleplaying the Mech. Taking after its "father," Mecha-Halaster is just a big, obnoxious robot. Anything you would say as the Mad Mage can be said as Mecha-Halaster. It mirrors even his mannerisms mirror, such as scratching its nose. When it's reduced to 0 hit points, it explains that it was only a prototype—that one day, the true Mecha-Halaster will lay siege to this city and claim it for its "father."

Tactics. Mecha-Halaster's programming dictates its battle tactics—a patented system named WHOOP-ASS ("Waterdeep Head-On Onslaught Protocol/Assault System Strategy").

- Mecha-Halaster grounds flying characters with an *earthbind* spell, which it can cast thrice a day.
- If three adventurers are within 30 feet of one target, and it has half its hit points or fewer, Mecha-Halaster casts *chain lightning*.
- If Mecha-Halaster lands a hit on a heavily armored character, it grapples them.
- Lacking ranged attacks, Mecha-Halaster relies on the **magic missile gatling guns** to attack distant foes.
- If outnumbered, Mecha-Halaster can call forth another 2d4 **quadrones**, which arrive at initiative count 10 the following round. Likewise, 1d2 **stone golems** can arrive from further up the city walls, painted red in fresh blood and brain matter.

AFTERMATH

Waterdeep is sure to welcome the adventurers as the heroes they are for intervening in this battle. Days after the attack, the city honors its defenders, awarding them medals of heroism, posthumously if necessary. The adventurers receive such awards, and might even be rewarded with wealth, prestige, or property. Work with your players to establish how their characters would hope to be rewarded. At a minimum, they can each expect 1,000 gp apiece, straight from the city's treasury or its nobles' hoards. They may even receive an invitation to join the prestigious Force Grey, the city's most esteemed corps of defenders.

Halaster also visits the adventurers in the aftermath of the attack, promising them two weeks of rest. This is a lie; after a week, he conjures the party back into Undermountain to continue his wretched game. If you'd like to strike a comedic tone and deny your adventurers their day in the sun, Halaster does this the night before the party is honored before the masses. In the wake of their disappearance, rumors spread like wildfire, branding them as humble, masked heroes that did not need reward or recognition. By when the adventurers next return to Waterdeep, dozens of two-bit adventurers have tried (and failed) to claim the party's identities and exploits as their own. Thus, if the party tries to prove it was truly they that saved the city, no one believes them.

AREAS OF NOTE

The following areas are of note:

AREAS IN SUMMARY

With forty areas in this nonlinear dungeon, refer to the table below. "PT" refers to a covered pit trap and "TP" refers to a teleport trap. Unlisted areas are unnoteworthy.

1. ON YOUR MARK! GET SET! GO!

When the adventurers reach this level, hit them with this telepathic speech by Halaster. At this point, the Mad Mage is unhinged, for few folks ever reach the Obstacle Course.

If you use the variant in which Halaster hurled the party into a demiplane for three months so that the work of Mecha-Halaster could finish *and* you intend to send the party to Waterdeep after Level 15 to fight that metal monstrosity, begin Halaster's speech with the following excerpt. If not, skip down to below.

Weeks have bled into months since the Mad Mage trapped you in this dull demiplane and neither ingenuity nor magic has managed to free you from this prison. Beginning yet another bleak day, you notice a rift in the far distance—far, far, *far* in the gray, misty distance of this infinite realm. You drop your block of cheese and muster your allies and go sprinting towards the portal! Freedom at long last—unless this is yet another trick by the Mad Mage.

You near the portal: an invisible force sucks you all up, like a maelstrom at sea. The ground slips away from your feet as you hurl towards the portal, beyond which you see a dungeon chamber—screw it, you'll take it! Anything is better than this!

The portal vomits you out onto a cold, stone floor. Standing before you is Halaster himself—but before you can strike him down, you realize he's but an illusion, a projection. Halaster smirks and says, "Welcome back to the land of the living."

A vision crosses your minds: the city of Waterdeep. Panic has consumed the streets—for in the distance, a steel monstrosity, easily a century tall, looms above the city walls; its face is the face of Halaster himself.

"Right now," the Mad Mage tells you, "My creation, Mecha-Halaster, long may he stomp, marches upon Waterdeep itself! Should you clear this level in time, a sojourn to the surface is yours! Perhaps you may even save the city! Such shall be your reward, my dearest contestants, for tonight is the glorious return of *Dungeon of the Mad Mage!*"

AREAS IN SUMMARY

Area	Contents	Area	Contents
1	PT, TP	19	Ropers , TP
2	PT	22	TP, stone golem
4	Trap (Magic, DC 22 Int)	23	Stone golem , treasure
5	Portcullis, TP	24	Githzerai zerths , TP
6	TP	26	TP, Trap (DC 17 Dex)
7	Fidelio, LG ghost	27	Dwarf vampire
8	TP	28	TP, Trap (DC 15 Dex)
9	Trap (DC 22)	29	PT, champion
10	TP, Dragon statue	30	Mage , Gate to L18
11	TP	31	TP, Boon/Treasure
12	Trap Deactivator	33	Trap (+6 to hit x2)
13	PT, TP	35	TP, Trap (DC 14 Dex)
14	Skeletons, drow mage	36	TP
15	Gate to L20	38	Forty zombies
16	Trap (Fireball, DC 19)	39	Netherskull's lair
18	Treasure, 250 pp	40	Lava children, mephits

Give the party time to respond and interact with the Mad Mage. Thereafter, add the following:

Halaster's grin grows impossibly wide—clearly another trick of magic. "We come now to the Obstacle Course, the lair of my most esteemed tenant, Netherskull. Your goal is simple, dears, and it is to strike Netherskull down—and it knows! It knows, for I've told it! Twice it shall strike! Twice shall it try to send you to an early grave—but beware, for the dead shall find no rest here! No rest at all!

"Welcome to a game of cat-and-mouse—but where the mouse becomes the cat and the cat the mouse until, of course, in the eventuality that the mouse eats the cat, in which case—"

Halaster takes a breath to steady himself. "On your mark! Get set—don't disappoint me or the thousands watching—go!"

Halaster promised that Netherskull will attack twice; that's a lie meant to keep the adventurers on edge. Do what you will with such information.

Once Halaster has finished his spiel, the illusion fades from being. Run the area as normal thereafter.

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A10. Teleporting here animates the dragon statue trap: the character in its path must make a DC 15 Dexterity saving throw or be knocked prone and take 55 (10d10) bludgeoning damage.

A19. Three **ropers** lie in wait for prey!

A40C. The character falls from 30 feet into the lava and takes 55 (10d10) fire damage, in addition to the 3d6 bludgeoning damage they'd take from the fall.

2. CLACKING FLOOR

If a character falls into the pit, the Mad Mage announces, "This trap is brought to you by the Ghaunadaur ooze-clerics of Undermountain: *fhinala-pekta-een-een-pa-pha! Paa-pha!*"

3. STUFFED MONSTERS

You stumble upon an intimate chamber decorated with stuffed monsters arranged in lifelike poses. Frames line the walls, holding within them incredibly lifelike portraits.

With no other purpose, just utilize this room for light zaniness: framed photographs—yes, photographs—of Halaster in safari-gear with a rifle (etched with arcane runes) line the wall. Each photo depicts him shooting down his prey. The aarakocra photograph is particularly callous: the creature's kin can be seen in the background, terrified and aghast as Halaster is kneeling down and flashing a thumbs-up. A close inspection of a puddle in the photograph reveals that the cameraman is none other than Halaster himself—and its eyes follow those that look upon the photo.

5. ANTECHAMBER

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A19. Three **ropers** lie in wait for prey!

A28. The statue animates and takes a swing at the creature, who must make a DC 15 Dexterity saving throw or take 16 (2d12+5) slashing damage plus 11 (2d10) fire damage.

A40C. The character falls from 30 feet into the lava and takes 55 (10d10) fire damage, in addition to the 3d6 bludgeoning damage they'd take from the fall.

6. LOOTED CHEST

This chamber's scorched from the fires of bygone days. There's not a single surface that hasn't been blackened by fire or painted with soot. Scrawled in the soot on the back wall is a foreign word, likely of Dwarvish origin: XUNDERBROK!

At the chamber's heart sits a stone chest, open and empty, its treasures long since taken, and it too is black with soot.

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A13A. Traps galore, in particular a covered pit trap trapped with a *glyph of warding* (*cloudkill*, save DC 22, 36 (8d8) poison damage, half damage on a save).

A22B. Teleport traps galore, four in total.

A40C. The character falls from 30 feet into the lava and takes 55 (10d10) fire damage, in addition to the 3d6 bludgeoning damage they'd take from the fall.

7. FIDELIO'S FOLLY

Little more than rubble separates this room from a chasm whose lava sheds dim, crimson light. Sweltering heat spills forth and has peeled away the chamber's green paint job. As you enter the chamber, a wind stirs up an apparition from bygone days; it reeks of cheap cologne. "Well, well, well," the ghost says, "Look who came crawling back like a bird on its belly."

Fidelio initially mistakes the adventurers as a former party that spurned him some decades ago, hence his remarks on them coming crawling back.

Roleplaying Fidelio. Channel Zapp Brannigan of *Futurama* or other haughty characters. Fidelio's legacy is one of failing upwards—but he sees every rung of that ladder as a remarkable victory worthy of the history books. He's incorrigible, oblivious to his own gaping flaws, and terribly uneducated. He often remarks about his "tasteful" cologne—which he pronounces as "ka-log-ne." You can also draw on any of this sample dialogue:

- "When I'm in command, every mission's a suicide mission."
- "Let's sing—and you'll see why they call me the 'Velour Fog.'"
- "Amateur hour's over; I'm piloting this steakhouse now."
- "If we can hit that bullseye, the rest of the dominoes will fall like a house of cards—checkmate."

Striking the Beast. Fidelio is aware that he cannot rest until Netherskull is slain by his hand—and that has made him desperate. If he and the adventurers meet Netherskull in battle and the death tyrant's on the ropes, Fidelio might hurl himself in front of spells or attacks just to give himself more time to land the killing blow. Utilize that for comedy, if you will.

8. TELEPORT TRAP

This place makes for a great ambush by Netherskull. On the round before it blasts open a hole from the chasm (Area 40C), it uses a lair action to ensnare the party: the walls sprout spectral tentacles, subjecting characters within 10 feet to a DC 17 Dexterity saving throw. On a failure, they're grappled until they succeed on a DC 17 Strength (Athletics) or Dex. (Acrobatics) check. Netherskull departs after one round.

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A11. The characters find the spellbook of Elvilac, the brother of Lorlynn, the **drow mage** of Area 14B.

A26. The statue animates, taking a swing at the character teleported here. They must make a DC 17 Dexterity saving throw or take 40 (6d10+7) force damage—and, if reduced to 0 hit points, that target is disintegrated.

A31. Any magical items on a character teleported here are stolen and left at the bottom of the 50-foot-deep pit in this chamber.

9. HIDDEN RUNE

The dungeon gives way to a seeping chasm churning with lava. Spanning this molten hell is a hazy, spectral bridge that ends at a pair of stone doors. Even from here, you can see the "H" that's engraved into the stone.

10. ROLLER-DRAGON

There's nothing for you here but a stone statue of a drake. Its wings are folded in tight, mouth agape, its fangs bared. It has forty-seven fangs, this drake. You don't know if that matters, but your speedy counting is impressive nonetheless. Curious enough, the entire thing is balanced on two stone cylinders.

A character that succeeds on a DC 14 Intelligence (Arcana) check identifies the statue as a gold dragon in the first century of its life, judging by its iconic frills. Halaster telepathically golf-claps in their mind for solving this great mystery.

Play-By-Play. If a character succeeds on its saving throw to avoid the animated dragon statue, the Mad Mage remarks, "Bravo! Quicker than the last guy, that poor stain of a gnome!"

If they instead failed, Halaster remarks, "Oof! You never wanna see how sausage gets made, folks—but it's something like that."

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A13A. Traps galore, in particular a covered pit trap trapped with a *glyph of warding* (*cloudkill*, save DC 22, 36 (8d8) poison damage, half damage on a save).

A22B. Teleport traps galore, four in total.

A40C. The character falls from 30 feet into the lava and takes 55 (10d10) fire damage, in addition to the 3d6 bludgeoning damage they'd take from the fall.

11. DEAD END

Lying on a soiled bedroll is a dead drow, his face frozen in a silent scream—a scream of death. His flesh sags like a crone's and all his teeth, you notice, have grayed into brittle daggers. There's a foul energy here. The air is thick with it.

You flinch—Halaster's voice bounces off the wall. "He chose to rest—and he chose poorly! Another notch on Netherskull's belt!"

At your discretion, Halaster throws up a projection on the wall, depicting the elf's last moments. Read the following:

The dead end is painted with a vivid illusion, courtesy of the Mad Mage's magic. You know, since he bothered to include the phrase "COURTESY OF MY MAGIC" above it in floating letters.

In this operatic illusion, the dark elf lies snoring on his bed-roll when a spectral eyestalk materializes above him. It watches, weeping a milky liquid that falls from above onto the elf. It watches for a long while—until the elf suddenly rouses, alert now, warned by the lizard at the back of his brain. He mistakes the eyestalk's spit for a leak of water staining his tunic.

Dagger in hand, he searches for danger. Finding none, he lays back down to sleep—and that's when he sees the eyestalk.

It blinks. It weeps more of that ichor, a fat globule that lands in the elf's eye. He flinches, wipes it away—and only then does the eyestalk shudder with coursing, black energy. As the elf meets its gaze, the eyestalk vomits out a ray of pure necrotic energy, ending the elf without any further fanfare.

A caption appears above. It reads, "AND SO WAS THE END OF DEAR ELVILAC ZMIRTH—DOES HIS SISTER KNOW?"

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A6. No danger abounds!

A24A. The **githzerai zerths** lay low nearby.

A28. The statue animates and takes a swing at the creature, who must make a DC 15 Dexterity saving throw or take 16 (2d12+5) slashing damage plus 11 (2d10) fire damage.

12. WHEEL ROOM

No person has set foot here in some time, if the dust that coats this room's every surface is any indication. At the chamber's center, a rusty iron wheel protrudes from the floor, six feet in diameter. You notice there a harmless, invisible attendant. Its ephemeral, vaguely humanoid body is outlined by the dust cloud.

You want to showcase the **living unseen servant** but ensure that the adventurers don't find reason to harm it—that way, if the servant reactivates the traps later on, they'll kick themselves for leaving it alive. When the party turns off the level's traps, the Mad Mage loudly remarks, "Well, thanks for ruining the fun, you jerks." His voice bounces off the walls.

13. HIDDEN TRAPS

The pit yawns wide—and so does Halaster. At the bottom his image has been painted over the stones, open-mouthed, his grey cavities on display. Painted maggots squirm in his rotten gums. A piece of yellowed paper lies in the corner.

The paper is a memorandum penned by Halaster and addressed to all "Undermountain residents." It details the cutting of the "company dental plan." Halaster is unremorseful in the letter and recommends "a good pair of pliers" in the meantime. At your discretion, his memo bears the *glyph of warding* that unleashes the *cloudkill* spell.

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A19. Three **ropers** lie in wait for prey!

A22A. Teleporting there animates a dormant **stone golem** that begins to stalk the halls.

A40C. The character falls from 30 feet into the lava and takes 55 (10d10) fire damage, in addition to the 3d6 bludgeoning damage they'd take from the fall.

14. SEPULCHERS

14A. SOUTHERN CRYPT

A herd of leering dwarven skulls adorn this door. Runes decorate the lintel, carved in the notable Dwarvish script. You can add a fourth sarcophagus that holds what appears to be the remains of one of the adventurers. Shortly after being discovered, the corpse animates. Its voice is clearly Halaster doing his best impression of that character. Tailor the dialogue as you see fit; the whole jig's just a lampoon meant to mock that character.

14B. NORTHERN CRYPT

It's the creak of bones you hear first—joints and discs popping, locking, groaning, and moaning. As a dungeon veteran, you're no stranger to animate skeletons, and long has it been since one posed a threat to you. As you crack open the crypt's door, you see them milling about: dead dwarves. They make no effort to accost you, but from one of the crypt's sarcophagi you hear an elf groan. She sharply grumbles in her native tongue.

Lorlynn, mistaking the adventurers as her brother, grumbles in Elvish, "We had a deal, brother! You stick to your crypt, and I to mine! Can't a girl get four hours in a coffin around here?"

If Fidelio is with the party and you're playing him especially Zapp Brannigan-esque, he takes quite the shine to Lorlynn, who wants nothing to do with him.

Roleplaying Lorlynn. Lorlynn is a true stick in the mud. She wants no part in the party's "adventure" and refuses to come along. An attack by Netherskull, however, can convince her to join them, as can a successful DC 19 Charisma (Persuasion) check.

16. SPECTRAL BRIDGE

Spanning that chasm is an ethereal bridge, mortared with wisps of energy that wavers in the heat thrown forth from the lava below.

If your version of Halaster is merciful, or would like to test their ingenuity, he might warn the party about the bridge's interaction with magic items. He might even offer to "hold onto" those items for them—but instead keeps them on L23.

If a character plunges through the ephemeral bridge because of a magic item, they fall through an illusion of the minecart from Area 1. Halaster's voice loudly shouts, "I warned ye! I warned ye! Don't dare say I didn't warn ye!"

Ambush. An attack by Netherskull while the party is crossing the bridge would be ideal. After one round of combat, the **death tyrant** slips away. The seven **smoke mephits** in Area 40 might then fly up to harry them further.

19. GRABBY PILLARS

As described in *Halaster's Game*, the Mad Mage has set the party on a collision course with Netherskull. Under this variant, the bone key that would normally be here has been removed and its purpose changed. It instead unlocks a magical door to Level 16 and is carried by Netherskull (in his eye).

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A5B. Halaster's coin, which reverses an elder rune from a bane into a boon and vice versa.

A13A. Traps galore, in particular a covered pit trap trapped with a *glyph of warding* (*cloudkill*, save DC 22, 36 (8d8) poison damage, half damage on a save).

A26. The statue animates, taking a swing at the character teleported here. They must make a DC 17 Dexterity saving throw or take 40 (6d10+7) force damage—and, if reduced to 0 hit points, that target is disintegrated.

20. SEPARATED HALL

While normally this hall is a dead end, you might want to provide the adventurers a chance to progress to Area 36. Flight facilitated by magic, such as the *fly* spell, still causes creatures to plunge into the chasm (see Area 40 for details), forcing the party to confront this challenge without magic.

The gap between Areas 20 and 36 is twenty-two feet. What parts of the cliff aren't sheer are no less treacherous to pass. Characters can attempt to cross the gap with these methods:

- A character equipped with a climbing kit can scale the cliffside until reaching Area 36A. This takes two minutes.
- A grappling hook or looped rope can be thrown to snatch at a rock outcropping and swing across; for the former, make a ranged attack roll against the rock (AC 17). For the latter, a DC 15 Intelligence (Sleight of Hand) check determines if the knot the character makes can hold their weight; this check is made *as* a character is swinging across.
- A series of rock outcroppings and leftover pillars allow the characters to leap from one to another, if they succeed on two of three skill checks: Athletics (DC 16), Acrobatics (DC 18) and Insight or Intelligence (mason's tools) to understand that a pillar is about to topple (DC 20). Failing two of the three checks causes a character to fall 30 feet into the lava below, taking 10 (3d6) bludgeoning damage from the fall and 55 (10d10) fire damage from the lava.

22. TELEPORT TRAPS

AREA 22A. TELEPORT TRAP

These await those that fall prey to the teleport trap:

A26. The statue animates, taking a swing at the character teleported here. They must make a DC 17 Dexterity saving throw or take 40 (6d10+7) force damage—and, if reduced to 0 hit points, that target is disintegrated.

A28. The statue animates and takes a swing at the creature, who must make a DC 15 Dexterity saving throw or take 16 (2d12+5) slashing damage plus 11 (2d10) fire damage.

AREA 22B. TELEPORT TRAP

These await those that fall prey to the teleport trap:

A6. No danger abounds!

A8. No danger, except for the elder rune carved onto the doors leading to the spectral bridge (DC 22 *prismatic spray*).

24. GITHZERAI RETREAT

When the party first lays eyes on the githzerai, read:

As you creep towards this chamber, you lay your eyes on them: slim, olive-colored folk tattooed and freckled in black ink. They look like nothing that hails from this world—and your very eyes start to water as you continue to stare. It's as if your mind is shy to lay your eyes on them, as if a power gently—but firmly—suggests your mind look elsewhere. To ignore their presence.

The zerths' ambient, psionic power naturally causes others to point their attention elsewhere, making it a challenge to focus on them. You don't want to gate this interaction behind a *tongues* spell, so grant Yrlakka telepathy with a range of 30 feet.

Roleplaying Yrlakka. The old sage is patient and trusting, for, thanks to his psionic power, he can look deep into an individual and glean their alignment and nature. So insightful is he that the sage has already gleaned the adventurers' names. You can demonstrate his gifts through nonthreatening acts of telekinesis; he might offer water to the party by telekinetically drawing cups from the fountain in Area 24D or psychically lay out extra bedrolls as cushions for the party to sit on.

Next Time On... You can and should use the gith to preview Level 16. However, you don't want to ruin the surprise of them exiting a portal onto an *asteroid in outer space*. Thus, you must walk a tightrope when voicing the githzerai. They can share any of the following details, but avoid other topics:

- The gith are not of this world; theirs was lost to the mind-flayer empire of old. Over eons, they absorbed the illithids' psionic power and broke free. In the aftermath, however, their ancestors splintered: the githyanki sought war, and the githzerai solace. To this day, most of the gith remain on the Astral Plane, hunting mind flayers.
- Below, the githyanki have secured a foothold to wage war against a mind flayer colony on a deeper level of Undermountain. This foothold is named the Crystal Labyrinth.
- Yrlakka belongs to the Sha'sal Khou, a renegade faction that seeks to reunify the gith races. He and his pupils wait here in the Obstacle Course, ready to lend their aid to the githyanki.
- The githyanki tolerate no outsiders and are supremacists at heart. They are led by Al'chaia, a cruel and militant knight.
- Yrlakka's most headstrong pupil, Ezrial, has vanished, likely after rushing into the Crystal Labyrinth to probe the githyanki's defenses.
- The githzerai evade "the Mad One" through their psionic gifts. Yrlakka, however, suspects that that time is nearly at an end.

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A6. No danger abounds!

A8. As described in Area 8, this location serves as a prime ambush from Netherskull.

A26. The statue animates, taking a swing at the character teleported here. They must make a DC 17 Dexterity saving throw or take 40 (6d10+7) force damage—and, if reduced to 0 hit points, that target is disintegrated.

26. STATUE OF MORADIN

A dwarven-carved statue streaked with veins of mithral dominates this chamber. Its stone hammer glows faintly with dwarvish runes. It is Mighty Moradin, great god of the forge—any fool can tell!

When the statue animates, it shouts, "That which has been made shall be undone!" in Dwarvish.

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A1. Back to the entrance, where Halaster mocks, "Come crawling back now, huh? Well too bad! Once more unto the breach with you, cretin!"

A10. Teleporting here animates the dragon statue trap: the character in its path must make a DC 15 Dexterity saving throw or be knocked prone and take 55 (10d10) bludgeoning damage.

A35. The trap puts a character right before the scythe trap.

27. MARK OF DEATH

The corridor is split by a gaping pit, twenty-feet long. The air is pregnant with dread, with silence. With slow and heavy steps, you approach the pit's edge to peer down: its sheer sides are stained with blood. A sarcophagus lies below, carved from alabaster and chiseled into a bat with folded wings.

Floating above that sarcophagus is a magical rune that sheds an ill-colored light.

Like the incubi on Level 12, the party is faced with incurring the wrath of an obsessive stalker. However, this one is compelled not by a vendetta, but by magic. If he is not put down now, Zorak Lightdrinker will become quite the thorn in the party's side.

Roleplaying Zorak. As with all vampires, anything good within Zorak's heart has been twisted into a cruel parody. His gregariousness has soured into an obsession to collect sycophants and slaves. Whereas he was always quick to share a drink with a stranger, now he finds pleasure in drowning them with ale. Zorak is remarkably straight forward and openly admits he's only hunting a death-marked character because of Halaster's *geas* spell. He's like to point to them and say, "Now, now, let's get this business over with so I can sod off to my crypt. Ye got a death mark, ye got to die. Simple as that, lad."

If the adventurers prove to be too much for Zorak, he first offers to turn the death-marked character into a vampire spawn ("Now, now, it ain't got to be all too bad; I can give ye eternal life, don't ye know it? We can put this ugly business behind us and move on. Everybody, ye see, wins."). What he neglects to tell anyone is that, as one of his spawn, they'll be bound to his will and made into a slave. Still, Zorak hungers for a respectable companion and might one day turn them into a full vampire.

Tactics. A seasoned warrior further empowered by undeath, Zorak uses the following tactics:

- Zorak makes ample use of his Legendary Resistances. Don't forget them!
- Zorak does his best to hurl characters into the pit, as without magic or tools, they cannot climb its sheer walls. The easiest method of achieving this is grappling a foe with an unarmed strike, moving into the pit (via his Spider Climb trait) and then dropping them.
- On his first turn, Zorak calls 2d4 **swarms of bats**. He has one swarm take the Help action to give an attack of his advantage. The others are used to harry unarmored foes.
- He follows up turn with an unarmed strike Legendary Action, choosing to grapple on a hit. He then follows it up with a bite Legendary Action at the next opportunity.
- On his second turn, Zorak uses his Charm ability to divide the party, ordering the character to attack the death-marked foe.
- If Zorak can manage to push the party into the pit, he utilizes his *dwarven thrower* to strike at them from above.
- Once the death-marked target is slain, Zorak will retreat unless the odds are overwhelmingly in his favor.

BROWN MOLD

Brown mold feeds on warmth, drawing heat from anything around it. A patch of brown mold typically covers a 10-foot square, and the temperature within 30 feet of it is always frigid.

When a creature moves to within 5 feet of the mold for the first time on a turn or starts its turn there, it must make a DC 12 Constitution saving throw, taking 22 (4d10) cold damage on a failed save, or half as much damage on a successful one.

Brown mold is immune to fire, and any source of fire brought within 5 feet of a patch causes it to instantly spread outward in the direction of the fire, covering a 10-foot-square area (with the source of the fire at the center of that area). When a patch of brown mold is exposed to an effect that deals cold damage, it is instantly destroyed.

28. STATUE OF THARMEKHUL

When the statue animates, as part of a creature being teleported to this area, it shouts, "By fire, be purged!" in Dwarvish.

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A5B. Halaster's coin, which reverses an elder rune from a bane into a boon and vice versa.

A11. The characters find the spellbook of Elvilac, the brother of Lorlynn, the **drow mage** of Area 14B.

A40C. The character falls from 30 feet into the lava and takes 55 (10d10) fire damage, in addition to the 3d6 bludgeoning damage they'd take from the fall.

29. TRAPPED HALLS

29B. UNDERBREW IN CHAINS

You find the most curious portrait mounted on the chamber's wall: a scowling dwarf in black plate armor, shackled within a dreary dungeon cell—and it is a massive portrait, sized at three feet by seven feet.

When Underbrew is released, he shouts, "I am your end! Your reckoning! Know my work and despair!"

Roleplaying Underbrew. Deaf to reason, Thwad Underbrew wastes no time striking down members of the party. Since you don't have the luxury of roleplaying him outside of combat, use the following catch phrases:

- When Underbrew first attacks a target, he shouts, "Countless corpses in this dungeon, and they all died with Thwad Underbrew' on their lips! Well, not like *that* but—ye know what I'm getting' at!"
- When Underbrew first takes damage, he grunts, "Resist not! Do ye truly wish to live long enough to abandon yer beliefs? To become *like me*?"
- When Underbrew uses his Second Wind trait, he shouts, "Oh, was that the best ye could muster, you leaf-lily shrew?"
- When Underbrew first uses his Indomitable trait, he shouts, "I cannae be stopped! I cannae be quenched!" On the second use, he mutters, "Sheesh, that was a close one!"
- When mortally wounded or on Death's door, he whispers, "Give it time; ye'll end like me—a traitor to all you once held dear. Give it time... Give it... time. Be like... me. Promise ye... Only way to win the mage's game is not to play."

30. HALASTER'S HANDIWORK

30A. NETHERSKULL'S BIOGRAPHER

A dais dominates this room upon which sits a wretchedly pale mage in a dusty robe. His quill scratches madly into a yellowed journal. "I know, I know, I *know!*" the man snarls, looking over his shoulder to an archway—clearly one of Halaster's arcane gates. As you watch, the mage's head snaps to glare at a gong on the far side of the room. "And what would *you* know about biographies?" the man accuses. "You know how many of these I've written by now?"

By when the party reaches this place, Kavil is having a telepathic argument with the nycaloths, whose only relief from boredom is to taunt and torment the poor mage. Having this conversation before the players hints that there are invisible entities here—but also raises the possibility that poor Kavil is just insane and talking to himself.

Netherskull's Lair. To the south of this area lies a door to Netherskull's lair. If you feel that the party has not experienced enough of this level, then keep the door locked. Kavil can explain that it can be unlocked with a special key (see Areas 19 and 30B) although you might want to remove them. Kavil also explains that Netherskull can't use a key; when he leaves his lair, the door he exited through remains open until the death tyrant manipulates its locks from inside the lair with its telekinetic ray. However, if you're worried the adventurers will skip Netherskull when they find Area 37, you can repurpose the bone key to unlock a door to Level 16 in that area. You can then steer your party towards the other entrances to Area 39.

Roleplaying Kavil. Kavil's at the end of his rope. He's long since lost count of how long he's been here. He's malnourished, fed only the barest of essentials by Halaster, which are delivered by the magic gong. He refers to the nycaloths here as "Thing One" and "Thing Two," as they—his sole companions—refuse to give the man even their nicknames. You can use any of the sample dialogue below:

- "I want no part in any of this! I just want my spellbook! And my freedom!"
- "Netherskull has an open-door policy—in that, to leave its lair, it has to unlock and leave the door wide open."
- "The death tyrant has slain countless intruders—and still they remain here, humming and hollering and hungering."
- "Do you have any food? For the love of the gods, tell me you have some fresh food! Berries? Juice? Jerky? A tomato!?"
- "The children in the chasm... They are not children, I promise you. If you find yourself in their game of hide-and-seek, you better hide well."

Biography Ideas. Scattered across the dais are old notes and pages discarded by Kavil. Written on them, easily seen, are ideas and titles that the mage has abandoned. They include:

- "Netherskull: Lady Killer."
- "Death Could Not Take This One."
- "A Lesson in Narcissism."
- "Unclaimed Frequent Flyer Miles Galore."

30B. PLAY-BY-PLAY GENERATOR

Once you enter this chamber, Halaster's voice booms, "Took ye long enough, ye crocodile-teared pez dispenser! Ye really have garlic in yer soul, ye know that?"

This voice, the one that has hounded you throughout this dungeon, comes from a strange contraption equal parts metal and flesh. This thing has a face: the face of Halaster. It spews out more excrement as you gawk:

"Yer a tepid puddle of a man—and yer mother was one helluvah ogre, and yer *father*? He reeked of elderberries. I can smell it on you like cheap cologne! And speakin' of cheap—"

As described in *Halaster's Game*, the Mad Mage has set the party on a collision course with Netherskull. With this variant, the bone key that would normally be here has been removed and its purpose changed. It instead unlocks a magical door to Level 16 and is carried by Netherskull (in his eye socket).

Halastron's Reunion. If your players forged a special bond with Halastron, the **quadrone** of Area 25 on Level 2, then this is the identity of the quadrone in this area. The modron has been reassigned to be the Play-by-Play generator and turning it off kills Halastron. Once Halastron makes its appearance, the fleshy bits of the device evaporate.

As recommended in that chapter of the *Companion*, allow Halastron to speak Common. His vocabulary has improved greatly since then, but he's still fond of these phrases:

- "That's show business for ya."
- "Shut up, baby, I know it."
- "Rejoice—you are all gears in the machine."
- "Extinction is inevitable. Live it up while you can."
- "Neat."
- "0-1-1-0-1-0-0-0 0-1-1-0-1-0-0-1."
- "I can dig it." / "Can you dig it?"
- "Bite my shiny, extraplanar ass."

31. HALL OF EMBERS

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A26. The statue animates, taking a swing at the character teleported here. They must make a DC 17 Dexterity saving throw or take 40 (6d10+7) force damage—and, if reduced to 0 hit points, that target is disintegrated.

A36A. When teleported here, you can place the six **lava children** from Area 40C in Area 36D, who're getting ready to cannonball into the chasm.

34. CHASM'S EDGE

Netherskull might ambush the party here from A39—but not until after yelling at Kavil, his reluctant biographer. Read:

As you straddle the edge of that molten abyss, you overhear a good ol' fashioned verbal flogging:

"I care little for your plight, wizard! This interview is over!" shouts a voice of gravel and thunder.

A reedier voice cries out, "But my Lord Netherskull—" "Over!" shouts the creature. "Away with you, wizard! Pray I do not reduce you to ash next we meet!"

If the party fails a group Dexterity (Stealth) check, Netherskull comes to investigate this area, possibly finding them.

35. SCYTHE-SEEING

If foes pursue the party to this chamber, you can craft a tense scene. No ability check is required to identify the scythe trap as unstable and any attempt to cross it without first disarming or removing the dwarf is suicide. The party must pick their poison.

If circumstances permit, use one of these scenarios:

- The six **lava children** pursue the party from the chasm or from the eastern doorway.
- Netherskull comes from his lair to the north; the party hears it loudly opening up the locks to the door from the north.
- Netherskull bears down on the party from the chasm or passes nearby, forcing the party to hide or flee from it.

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A6. No danger abounds!

A10. Teleporting here animates the dragon statue trap: the character in its path must make a DC 15 Dexterity saving throw or be knocked prone and take 55 (10d10) bludgeoning damage.

A24A. The **githzerai zerths** lay low nearby.

36. LOOTED VAULTS

TELEPORT TRAP

These await those that fall prey to the teleport trap:

A1. Back to the entrance, where Halaster mocks, "Come crawling back now, huh? Well too bad! Once more unto the breach with you, cretin!"

A8. As described in Area 8, this location serves as a prime ambush from Netherskull.

37. HARMLESS HALASTER STATUE

If you want your players to confront Netherskull, you can reroute the zombie horde described in Area 38, having it instead stream out of the tunnel from below. This then corrals the party into Area 38, where—surprise, surprise—there are yet even *more* undead, forcing them into Area 39 where Netherskull awaits.

Halaster's Game. If you're using the *Victory or Death* variant, a magical door stands in the way of Level 16 and can only be unlocked with one of the Mad Mage's bone keys—which is being carried by Netherskull. If you're running the *Mecha-Halaster's March* event, then behind the door is a portal to Waterdeep. In the distance, they can see Mecha-Halaster closing in on the city walls.

38. ZOMBIE HORDE

The stench of rot is your closest companion in these depths as you venture further into the Obstacle Course. You hear... hums. You hear the stomp of feet, the clap of hands—wet claps, as wet flesh hits wet flesh, as if it were moist thunder. You then come upon them: a legion of undead, dozens of corpses under various states of decay.

And what are they doing? What are these animate corpses doing with their time? Humming a tune—the theme song to that show you know so well: *Dungeon of the Mad Mage*.

All as one, the horde turns to peer at you—and they break out into a toothy grin.

MOB ATTACKS

d20 Roll Needed	Attackers Needed for One to Hit
1-5	1
6-12	2
13-14	3
15-16	4
17-18	5
19-19	10
20-20	20

The mob rules in the *Dungeon Master's Guide* have been extrapolated and personalized to the **zombies**:

Mobs. When handling a crowded battlefield, you can speed up play by forgoing attack rolls in favor of approximating the average number of hits a large group of monsters can inflict on a target. Instead of rolling an attack roll, determine the minimum d20 roll a creature needs in order to hit a target by subtracting its attack bonus from the target's AC.

The zombies have a +3 to hit, so subtract that from a target's AC. For example, if they attack a fighter with an AC of 19, they need a roll of 16 or higher. According to the table above, for every four zombies, one hits, if all four attack the same target. With forty zombies in this area, ten would hit creatures with an AC of 19 each round, until their numbers dwindled.

Leftover zombies automatically miss; for example, if fourteen attacked the same target (with an AC of 19), then only three zombies would hit, as there are enough for three groups of four; the two remaining zombies fail to hit their target.

This attack resolution system ignores critical hits in favor of reducing the number of die rolls. As the number of combatants dwindles, switch back to using individual die rolls to avoid situations where one side can't possibly hit the other.

39. NETHERSKULL'S SANCTUM

If you're running the *Victory or Death* variant, then the party has no choice but to face Netherskull. This conflict kicks off the latter half of *Dungeon of the Mad Mage*—and so, Halaster is hellbent on making it as cinematic as possible. Through him, you can use any of the following gags:

- Rifts to other realms open up, revealing various audiences watching this live recording of *Dungeon of the Mad Mage*. These crowds consist of fiends, aberrations, angelic beings, oozes, and humanoids of countless races, many of which the party has never seen and can't make sense of.
- If one of your players is taking too long to decide their turn in combat, Halaster casts *time stop* to interview other characters, parodying classic reality TV show methods.
- If you're using the Points Game described in *Halaster's Game* of the *Companion*, the party might be able to redeem their points for healing potions, spells, or other rewards.
- As noted in *DotMM*, the play-by-play machine grows more and more unhinged throughout the fight.

Doors. As described above, the doors to the lair can be opened without a bone key. When the party has explored enough of the Obstacle Course, one door is open to allow them inside. Use your best judgment.

Terrain. Your adventurers are sure to make use of this chamber's terrain, namely the pillars supporting the ceiling. Netherskull itself can take advantage of the chasm here, flinging a character towards it with its telekinetic ray attack.

40. NETHERSKULL'S CHASM

It's important to remember that lava isn't so much a liquid, since it has the density of stone. Unlike usual portrayals in fiction, creatures do not sink in lava but instead flail helplessly on their surface as their skin boils off their very bones.

Because lava is so dense it's virtually solid, most creatures that crash into it also take bludgeoning damage as if it were a solid surface.

SPECIAL EVENT

You can use the following special event on this level:

I'M YOUR BIGGEST FAN

Whilst the party's traipsing through the dungeon, the Mad Mage opens up a rift—and out steps a strange creature that claims to be the party's biggest fan. This ideally occurs after an adventurer's been separated from the party via a teleport trap.

No matter this character's race, it has the statistics of a **commoner**. Alternatively, you can use a fiend or aberration—the more absurd, the better. This fan gushes and raves about how lucky they are to meet the party. He or she has a specific favorite member of the party, and might scorn others. The fan hopes for a harmless token, like an autograph or a lock of their hair. Hell, they might settle for getting a black eye from their favorite contestant.

When you spring this event on the party, read the following:

Amidst your high-stakes dungeon delve, a rift opens up before you, a portal of swirling violet and pink hues! Halaster's voice echoes out from this rift: "And now, having won our sweep-stakes, Mr. Giltr'ql can meet his favored contestant!"

From another realm comes applause and out steps a strange creature who says to you, in heavily accented Common, "My god, my good god! It's you, it's really, *really* you! I'm your biggest fan!"

Once the fan has been placated or spurned, the rift swells and throbs. An invisible force begins to draw the fan back in; the fan, for their part, resists and shouts, "No! Just five more minutes! Please, I beg of you, Halaster!" Alas, a massive crab pincer comes from the rift to gently grapple the fan and send them whence they came.

EPILOGUE

There's nowhere to go up from here—and to do that, the party must continue down. Having cleared this level, they should advance to 14th level, where many classes, such as wizards and warlocks, gain their subclass's capstone.

Send-Off. Cap off your session with one of the send-offs below. Both assume the party squared off against Netherskull and emerged victorious. If you run *Mecha-Halaster's March*, don't use a send-off for this chapter. Instead, Halaster congratulates the party and promises two weeks of leave on the surface. This is, of course, a lie. After one week, he summons them back into the bowels of Undermountain to continue this wretched game of his.

THE STANDARD SEND-OFF

It's getting to you: the misery of it all, the tedium. Like dogs let out from a musty house, you can't help but wonder what lies beyond the fence. Alas, for you, there is no freedom to be found, no distant horizon to which you can gaze and dream of. No, the depths are your sole pasture now, and for far too long has the Mad Mage made you graze upon its dead and dying weeds.

THE HOST'S SEND-OFF

Under this send-off, Halaster steps out of a portal to interview the party after their "stunning victory" in the Obstacle Course.

Bloodied, haggard, and fed-up, you leave behind Netherskull's corpse and make your way away from this wretched place—but before you get too far, a violet rift opens up and out steps the Mad Mage. Holding his scepter to his lips, he says, "And what a thrilling end to our first night back on *Dungeon of the Mad Mage!* Tell me, my contestants, how exactly are you feeling? Thrilled? Ecstatic? On the very brink of collapse? Do tell and tell well! Speak free and open, for the audience hopes to hear every single word!"

Once the party has been interviewed, Halaster looks past them to an invisible arcane eye. Read:

Still brandishing his scepter in that strange manner, the Mad Mage looks beyond you and cracks a smile. "It's been a helluvah run, folks, a helluvah run. Half-way done, half-way to go before our contestants can return to their nondescript lives on the world above. The future is bright and bloody, and to our contestants, we say, 'Have fun, don't die.' Remember, guts, gore, and more on *Dungeon of the Mad Mage!* Until next time!"

Before you can lay your weary hands on Halaster and wring his neck, a portal opens up beneath his feet, swallowing him whole and leaving you once again in the darkened depths of Undermountain.

LEVEL XVI: THE CRYSTAL LABYRINTH

"Gate access to Stardock from Level Sixteen only," – Undermountain Map Carving

QUICK NOTES

- You want to do everything in your power to preserve the surprise of walking out from a portal onto an *asteroid in outer space*. All dialogue must be carefully curtailed to avoid spoiling it!
- Areas 1-11 are in Undermountain; 12-32 are on the asteroid Stardock, outside of Halaster's restrictions on magic cast in Undermountain. The rods that open the portal can be found in Areas 3B, 8, 10, 22, and 29D.
- None of the characters on this level speak Common except for Urlon (Area 10), githyanki knights under a spell of *tongues* and the red dragons. Draconic is the shared tongue across this level's denizens.
- This level is less character-driven and more exploratory in nature. Urlon's plot to depose Al'chaia is the only true story here—but this level shines as an exploratory one.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- The party may have encountered the Map Room (L1, A37). Those that interacted with its interface may have heard, "Gate access to Stardock from Level Sixteen only." Once the party reaches Stardock, hit them with a flashback of that moment.
- The party may have encountered the githzerai zerths on L15, led by Yrlakka. They've lost one of their members: Ezria, the headstrong pupil that left to probe the githyanki's defenses. They may be willing to accompany the party to L16 to rescue him. Yrlakka belongs to the Sha'sal Khou, a rogue faction of gith that hope to unify their race.
- If you ran *Mecha-Halaster's March* after L15, the party got a week of rest in Waterdeep by Halaster (who promised two). He teleports them to A1 of L16 at the start of this session.

HALASTER'S GAME

Halaster has but one game on this level: to push the party into the portal to Stardock. When they return to Toril, that same portal deposits them into Waterdeep itself—but, alas, this is just an illusion crafted by the Matrix-esque machine on Level 17, the Seadeeps. Thus, Halaster's efforts on this level are devoted to setting up the next. To incentivize the party into entering the portal, you or Halaster can play upon the players' sympathies or their hunger for power:

- Playing on their sense of altruism, Halaster reminds the party of Ezria. Even if the party hasn't met the githzerai, he can still pluck at the heart strings through a vision showing Ezria being tortured by githyanki.
- Playing on their sense of duty, Halaster tells the party that the githyanki and their red dragon allies intend to roast Waterdeep—and it's their duty to put a stop to them. This is, of course, a lie.
- Playing on their greed or lust for power, Halaster informs them of the *manual of gainful exercise* and *tome of clear thought* possessed by Al'chaia, the githyanki commander. He will flat-out tell them that these magic items enhance one's strength and intelligence. If your version of the Mad Mage can break the fourth wall, then he even says "Intelligence score" and "Strength score."



ROLEPLAYING GITHYANKI

The *Companion* likes to relate characters to real pop-culture. To that end, it is suggested that you think of the gith in the lens of *Star Wars*. If the githzerai are jedi, then the githyanki are best described as the sith. Theirs is a militant, Machiavellian culture hellbent on avenging their ancestors by eradicating illithids—and anyone else in their path.

Mannerisms. Githyanki never reach for objects, no matter how close they are; instead, they rely on their psionic *mage hand* ability. Particularly lazy ones that aren't expecting a fight will use their psionic *misty step* ability to cross a room.

Language. When encountering creatures that lack Common, the *Companion* often advises handwaving it through telepathy or granting them the language anyway. Not so with the gith, who must keep their otherworldly tone. If you speak a language that your players don't, now is the time to shout it at them. Otherwise, we can draw from popular science fiction, like the protoss of *Starcraft*. The *Companion* suggests using Khalani, the protoss language. You can use any of the phrases below at the risk of incurring a cease-and-desist letter from Blizzard Entertainment:

- "*Ki nala atum!*" or "We are as one!"
- "*Khassar de templari!*" or "From order comes justice!"
- "*Khas il'adare*" or "May your spirit soar," often said in support of other warriors.
- "*Na vazeal!*" or "We destroy!"
- "*Uhn dara ma'nakai*" or "Our duty is unending."
- "*Uhn ore'ki atum*" or "Our minds are as one."
- "*Zerashk Guilda!*" or "Oblivion awaits!" The worship of gods is forbidden in githyanki society, so this serves as both as a rallying cry and one's dying words.

The githyanki here can speak also Draconic, allowing another means of communication with the party. **Githyanki knights** likewise can psionically cast *tongues* thrice a day.

ASHTYRRANTHOR'S HUNT

The dragon matriarch is the true boss of this level—but even if the adventurers don't fight her, she can be used as a source of tension. Periodically describe how the adventurers can hear her slithering across the asteroid's surface, smell the acrid smoke from her nostrils, and pick out her claws ringing against stone. Set up tense scenes where she's about to pass by a window and the adventurers must duck and hide to avoid being detected.

Wrath of the Red Drake. Should the adventurers incur her wrath, Ashtyrranthor comes after them across three phases of combat. This chain of events requires some creative liberties to be taken and so, it may not work at your table. This is also pained by the fact that you cannot exactly determine where her hunt begins, as she can be encountered in multiple areas. Nevertheless, once the adventurers face her, try to carve out the following phases for the sake of drama and narrative.

Tactics. Ashtyrranthor employs the typical tactics used by a dragon but with the benefit of spellcasting:

- Ashtyrranthor avoids harming githyanki and will allow prey to escape if it saves the life of some.
- Ashtyrranthor chases prey into the asteroid with a *passwall* or *gaseous form* spell.

1. THE BROOD MOTHER

When Ashtyrranthor first spots intruders, she looses an ear-shattering roar—using her Frightful Presence action. She first tests the adventurers' might through a few probing maneuvers; this lasts for no more than two rounds of combat. Thereafter, try to progress to the next phase. Ashtyrranthor is not above retreating from the adventurers. In her absence, a retinue of 1d4 +2 **githyanki warriors** flank the party from behind, driving them towards the outside of Stardock for the next phase.

2. TORIL BELOW AND DEATH ABOVE

The second phase of combat pits the party against the drake on the surface of the asteroid. This can happen naturally if the adventurers are in Area 12 or 20, but it can be forced through a twisted use of the *passwall* spell: she opens up a hole right beneath the party, who falls towards the asteroid's gravity plane and are then shunted to the opposite side. Alternatively, if most of the party fails against her Frightful Presence, cue a harmless montage in which the party tramples across the asteroid's surface in utter and abject fear.

Regardless of how it's conceived, Ashtyrranthor comes clambering across the surface from afar. Out here, she can attack without the worry of harming the githyanki. Likewise, she can fly unabated, at least to an altitude of 120 feet (after which, she'd leave the asteroid's air envelope and be subjected to the vacuum of space).

Stardock is not smooth; stalagmites point out from its surface like stone teeth. Every stalagmite gives either half or three-quarters cover, depending on its size. They also have 40 hit points; after being reduced to 0 hit points, they crumble.

Stardock is also not just stone; plant here and there windows made by the asteroid's previous tenants. They can be shattered easily, and the adventurers can drop down into any area of your choosing. If the party is on the bottom half of the asteroid, these windows propel them upwards into an area of your choosing. Area 23 is the best destination, as it puts the party close to the portal back to Stardock. Once Ashtyrranthor sees what the party is trying to do, she intercepts. If they escape, she chases after them with a *gaseous form* spell.

Tactics. Out on the asteroid, the drake's tactics change:

- Ashtyrranthor attacks without reservation, scorching the asteroid black with fire. When she makes a Claw attack at a character on the surface, so mighty is she that her talons leave 1-foot-deep trenches in her wake.
- If she grapples a character, she tries to deposit them just outside the air envelope. Likewise, if a character is flying above, she beats her wings (use the Wing Attack Legendary Action, but instead of being knocked prone, the character is knocked back 30 feet on a failure) to push them into space.

Once the adventurers are back inside the asteroid, move to the next phase.

3. RACE TO TORIL

It has been far too long since Ashtyrranthor met a challenge or been wounded. By the third phase, any pretense of playing with her food has vanished. She's out for blood.

This phase begins once the adventurers are back inside the asteroid and ought to begin in Area 23, if they used windows to escape back inside. Either they make a last stand there or race back to the portal. Ashtyrranthor chases after them in *gaseous form*, reverting to her true form once she's in a large enough chamber.

If necessary, 1d4 **githyanki warriors** arrive from elsewhere to assist the dragon. If the adventurers have wounded a **githyanki gish** earlier, you can replace a warrior with him or her—although one at full power is certain to destroy the party when they're already facing an **adult red dragon**.

Once the adventurers reach the portal, whether they are victorious or in flight, skip to the Epilogue below and read the send-off of your choice.

AREAS OF NOTE

The following areas are of note:

1. ENTRY HALL

The dungeon gleams with colored light: the walls, the ceiling, the very floor are streaked with luminous crystal. Forward you go, almost mesmerized by the glittering veins until the entire dungeon gives way to these crystalline surfaces. As you watch, the color shifts from red to blue, with motes of violet and topaz glittering here and there. An entire rainbow rests within these walls, shifting and quivering.

For the longest time, all you've seen in this wretched place is ruin and despair—and now... Now you have seen beauty unmentionable and light otherworldly.

What, you must wonder, is the catch?

It is trivial to skip this level; the entire dungeon spans but a few chambers. To get the most out of this level, you must steer the party towards Stardock, and you can use Halaster as your mouthpiece. Establish first how you intend to entice the party into venturing to Stardock, instead of heading straight to Level 17. Tailor Halaster's dialogue accordingly. You can draw upon the following sample dialogue:

- If Halaster relies on altruism, he references the githzerai zerths: "Poorest Ezria, that headstrong little twerp, rushed ahead. His screams echo across the 'yankis' inner sanctum—for they do not see him as kin, don't you understand? And we all know how the 'yanks treat even their own kin."
- If he instead plays upon their sense of duty, he references the red dragons and lies about the githyankis' intentions: "Red dragons! *Red! Dragons!* They slither about the 'yanks' most inner sanctum, hungering to unleash their fiery breath on the good people of Waterdeep, to tear down their kingdom and replace it with an inferno that can finally warm their frigid hearts! Hurry damn you, hurry!"
- If personal gain is the adventurers' chief motivation, Halaster references the magic items possessed by the githyanki commander, Al'chaia: "Should you wish to beat my game, you must first find power—and there is no shame in turning to *outside* enhancements to better aid you in this quest. The 'yank commander, Knight-Commander Al'chaia, possesses two magical tomes that, once studied, can enhance a man's strength and mind... something you clearly lack." If your version of Halaster is prone to breaking the fourth wall, he flat-out tells the party that studying the tomes increases their Intelligence- and Strength scores. He can also mention the red dragons' hoard, which he describes as "gadzookingly wealthy."

2. WESTERN CAVERN

The clash of steel and sparring alerts you to the presence of others. The light here is almost blinding, but you can pick out two pairs of fighters, sparring beside a pit wreathed in silvery mist. Above that pit hangs a crystalline stalactite with—with a *woman inside of it*. Her eyes fall upon you! She shuts her eyes and suddenly the fighters all turn to gawk at you.

These warriors drop their blunted weapons and motion for greatswords leaning against the wall—which are flung into their hands by an unseen force. One shouts, "*Ki nala atum!*" and springs into battle. "*Ki nala atum!*" the others shout, following her lead!

"*Ki nala atum!*" is Khalani (the Protoss language) for "We are as one!" Additionally, for the sake of drama, grant creatures encased in the crystal stalactites telepathy with a range of 60 feet.

Tactics. Young these **githyanki warriors** may be, but they've been drilled for battle since they were but babes. With a **githyanki gish** above, they employ the following tactics:

- The knight that shouted the battle cry casts *misty step* using her bonus action and follows it up with two greatsword attacks. She attacks head-on. On their other turns, her three fellow knights teleport beside or behind the party.
- Githyanki about to die cast *misty step* to reach or jump into the pit to escape to the Astral Plane.
- The gish in the stalactite can only cast spells. She opens up with a *telekinesis* spell (DC 15) to grip a character, moving them to the pit in the center of the chamber.
- The gish *counterspells* the first spell cast that she can perceive.
- On its second turn, the gish casts *sleep* as a 4th-level spell (roll 11d8) after she shouts in Gith for its allies to make room, so they don't get caught in the spell.
- If the entire party is incapacitated, the surviving knights take them to Urlon, the ranking officer outside of Stardock. He resides in Area 10.

3. MAIN CAVERN

3A. ARBEZ'S WATCH

The following text assumes that the party has already spotted the crystal stalactite in Area 2.

You spot yet another crystal stalactite hanging from the ceiling, and in it yet another man dressed in flowing robes. Below him lies another silvery-misted pit. Straw dummies in the rough form of mind flayers stand further on.

If Arbez, the **githyanki gish**, spots the party, he'll try to pass it off as if he didn't see them; he intends to attack them from behind. If they head to Area 4, he alerts his comrades in Area 3B. Otherwise, he throws a *fireball* at their backs as they venture elsewhere. A DC 14 Wisdom (Insight) check confirms he actually saw the party.

3B. SURLOCK'S WATCH

Your blood begins to boil, your heart hitches—for you smell it first: the acrid, volcanic odor of a red dragon. As you creep onward, you hear that sharp, barbaric tongue. Sure enough, yet another pit dots this chamber and above it hangs a stalactite containing yet another mage. Below him, a knight converses with her red dragon steed, whose very nostrils spit smoke.

The following text assumes that at least one party member can understand Draconic:

"How many more must be slain, Ashranthax?" complains the young knight to her draconic steed. "It's not like Undermountain is crawling with illithids.

"Not even Mother may influence Al'chaia—there are many among the brood that hunger for such power. Perhaps that is why she remains impartial, lest Infernex or Smoakcant seize the clutch from her."

"Shall the Knight-Commander even part with her tomes, I've begin to wonder," murmurs the knight. "Or is it a ploy?"

Tactics. The trio here are unprepared for battle, two being engaged in a heated discussion. They hastily employ the following tactics:

- The young red dragon opens up with a fire breath (DC 17 Dex save, 16d6 fire damage, half on a success) aimed at the target, even if it includes the gish in the stalactite, which has 80 hit points and shatters when reduced to 0 hit points.
- If the knight dismounts, it costs half her movement speed. If an effect moves her mount, she must make a DC 10 Dex. save or fall prone. On her first turn, she casts *misty step* to close the distance with the party and casts it again to return to her mount at the end of her next turn. She reserves her last use of *misty step* to escape if necessary.
- The gish *counterspells* the first spell he perceives and casts *telekinesis* (DC 15) to restrain a character as the red dragon advances forward with her hungry jaws.

5. PRISON CELL

By when the party acquires a *Stardock rod*, they will probably just stumble straight towards Area 11, and thereby skip this encounter. You can circumvent that by having Marquox telepathically contact characters in Areas 3, 6 or 7. If you do, read the following:

A wet voice slithers past your ears and into your mind, "You and I must converse, mortal. Bound I am by these githyanki termagants and fools. Come and let us speak long. I have seen the githzerai youngling, have watched the githyanki open the starry portal to their innermost sanctum. I am an asset to you and yours—for as little of a price as my freedom. The officers carry a curious, black crystal rod. That is the key to your goals. Bring it to my cell."

Once the adventurers open the cell with a *Stardock rod*, read the following. If they refuse to open the cell with the rod or stick to a telepathic conversation, they will not learn of Marquox's identity. In this case, skip down to *Roleplaying Marquox*.

The air is tight, pressurized as if by magic. Those among you with the Gift feel your veins throb as the wards cut you off from select avenues of magic. Floating in the center of this prison cell is a mind flayer. Its eyes open up to regard you and its wet voice squirms its way into your brain: "At last we meet."

Previously On... You can link Marquox to earlier chapters of *DotMM*. It could know or be the mind flayer from Level 3 (see Azrok's Hold, Area 21G) or be the mind flayer that terrorized Skullport (per the *Companion's Skullport* chapter; see *Special Events*).

Roleplaying Marquox. The illithid's desperation is betrayed by its telepathic voice, which quavers. It fears not death but torture by the githyanki. Already they've paraded it through their trophy room (A9) and promised it a slow and humiliating death. Unlike in *DotMM*, Marquox *does not* know that Stardock is an asteroid; it instead thinks that Créche K'liir is just a distant part of Undermountain.

Marquox also knows Ezria ("the youngling") was taken to "Créche K'liir." Even if the party refuses to free it, Marquox banks on them causing enough ruckus on Stardock to free its comrades, the mind flayers in Area 29C, who it then expects will rescue it in turn.

No Lie Detectors. The illithid offers protection through Seadeeps, but this is a lie. Since it's advised not to use the Insight skill as a lie-detector, if a character succeeds on the check, instead hint at the deceit with the phrase, "You can tell the creature's troubled—and desperate. In its current state, it would promise anything that could guarantee its escape."

6. EASTERN CAVERN

6A. MIRRK'S WATCH

Hushed tones echo from this corner of the dungeon, pregnant with discontent. You need not know the language to recognize brewing mutiny and indignation. As you peer around the corner, you see yet another person encased in a crystal stalactite. Below her, six young warriors are gripped in a heated discussion.

Again, grant the encased githyanki telepathy out to a range of 60 feet to communicate with her comrades. She alerts them when she sights the party.

The following text assumes that at least one party member can understand Gith:

The warriors are gripped in what appears as a debate—but clearly, they stand united in discontent:

"Al'chaia has gone too far," says an older woman. "Pushed too far, drilled us too long—and for what? *Books?* Like she would do anything to empower anyone but herself."

Another warrior nods fervently. "That termagant can't keep this up. I care not for her titles—Créche K'liir is our birthplace and it is *we* who shall govern!"

The others grumble their approval, arms crossed and brows furrowed. "No more!" they all agree.

Tactics. The githyanki here follow these tactics; you can also draw upon the tactics discussed in Area 2 for more information. The warriors here don't take prisoners, worrying that the intruders might have understood their discussion, for which they would be punished dearly by Al'chaia and her loyalists.

- The gish opens up with a *fireball* spell (DC 15) on the party, the sound of which alerts creatures in adjacent areas. On her second turn, she casts *haste* on the first knight (see below).
- The first knight to spring into battle shouts "*Na vazeal!*" ("We destroy!") after the *fireball* has been cast. She closes the gap with *misty step* cast as a bonus action. Four comrades follow suit, teleporting together into the heart of the party to fight as one unit while the sixth warrior teleports behind the party. Until three knights have fallen, they run down targets with *misty step* spells.

6B. SCRYING CHAMBER

This chamber is lit in soft, violet light that emanates from the far wall, which is carved with intricate runes that all hum with arcane power. Magic is clearly at work here.

To prevent the party from gleaning too much information, the scrying wall is doomed to be broken by the ulitharid's mental might. Consider it a sloppy use of the *scrying* spell, which Extremiton detects and psychically lashes out against.

If a character casts *scrying*, read the following:

Your mind bears a vision—black at first as it tumbles through dark waters and dark earth. Down, down, *down* you go until finally you see a six-tentacled illithid sat on a crystal throne. Its base is made of a black, alien metal veined with copper wires that snake down into the floor.

On the backwall stretches a sort of crystal window depicting the city of Waterdeep—specifically, a spectral image of the *Yawning Portal's* taproom, a place you know so well. Suddenly, the image moves, and a gruff voice shouts out, "No roughin' in the taproom!" You recognize the familiar voice of Durnan, the owner and propriety of the *Yawning Portal*.

The illithid leans forward to press at a pale, crystalline button. The image on the screen shifts, depicting Waterdeep's harbor. A ship is just about to dock—but before you can see more, the illithid looks up and its mind, *its very mind*, links with yours. In a slithering voice it shouts, "Begone, voyeur!" With a wave of its tentacled beard, the vision is severed—and suddenly deep cracks race throughout the scrying wall. Its magical hum groans and shudders to a stop, its magic lost.

See Area 12 of Level 17 for more details on the room scribed upon by the wall.

7. ANTI-ILLITHID DEFENSE

The adventurers are nearly blinded as they enter this chamber, encountering the bright, crystal golems for (presumably) the first time. Read the following:

You squint into the dazzling lights ahead, pain stabbing at your brain through your flimsy eyes. Two warriors stand tall, ready, and unarmed with nothing but their fists—but as you squint into the light, you realize they are golems fashioned from the very same crystal that makes up this dungeon's walls and floors.

The warriors turn to you and crack their knuckles—it sounds like shattering glass. As one, they advance.

Tactics. One golem opens up with its Slow action while the other advances to make Slam attacks. If not enough of the party fell prey to the Slow effect, then the other golem uses it at the start of its next turn or the one after that.

8. OFFICER QUARTERS

The following text assumes that at least one member of the party can understand Gith and have eyes on the githyanki:

"It shall be mine!" snarls a knight, beating upon his breast with a closed fist. His plated armor is set with twelve gems: six red spinels and six black jaspers, twinkling in the crystalline light.

"You are nothing," sneers a mage dressed in flowing robes. Arcane tattoos stretch across his neck. "Al'chaia's magic books are for better men than you—like me."

"You can hardly lift a sword and you would *dare* condescend to *me*, Theru? I would sooner see you bruised and broken before Al'chaia even shows you a single page of the tome!"

Tactics. If surprised, the githyanki follow these tactics:

- The gish opens up with a *thunderwave* spell (DC 15), cast at 4th level, to knock characters out of the room, following it up with a longsword attack as a bonus action, if any characters are left inside or resist the blast.
- The knight teleports behind the party with *misty step*. He first tries to knock a creature prone, using one of his attacks. If successful, he then follows up with a greatsword attack.
- The githyanki are still hot under the collar and that anger has made them careless. The gish casts *fireball* on his second turn and, if the knight is caught in the blast, then so be it.

9. TROPHY ROOM

Illithid heads decorate the walls of this trophy room, all pointed to gaze lifelessly at an immense, stuffed mind flayer with six tentacles instead of four. Its corpse has been erected into a humiliating posture. The scene is thick with scorn and triumph.

All illithid heads are pointed towards the ulitharid. A character that used the scrying wall (Area 6B) will recognize that, like the one in the vision, this one has six tentacles as well.

10. GOLEM LABORATORY

A chisel rings out in the empty halls, chased by the mutterings of a devoted carver. As you peer into this workshop, you spot an older man carving the crystalline skull of a golem.

Roleplaying Urlon. The weight of his people's fate is heavy on Urlon's shoulders. He knows his people cannot survive for long under Al'chaia's tyranny but she is the lawful commander of Crèche K'liir and he has no means of sacking her. Honor and law demand his obedience, and both would be broken should he seek her death. So, when the adventurers encounter him, a light flashes across his face, as if his prayers have now been answered. He's elated, relieved. Still, deceit and homicide are greasy tools he would rather not touch. Almost squeamish about it, he at first hints at his intentions until finally sucking in a breath and flat-out asking the adventurers to depose of Al'chaia. You can draw on this sample dialogue:

- "Al'chaia's tyranny must end for the good of the crèche, yet I am bound by law, honor and tradition to obey. If only there was some *other* method to depose her for the good of our people..."
- "Would if the gith could be reunited, made stronger together. Such a future can be forged once zealots like Al'chaia are long gone and silenced."

11. STARDOCK GATE

A stone archway is set into the far wall, dimly lit by glowing crimson crystals to its right. You know a portal when you see one, but this one is unlike the Mad Mage's usual design. Before it is a pedestal of similar crimson crystal, and in it, a socket made for a scepter or rod.

When the gate is opened, read the following:

The portal snaps open, unleashing a thunderous roar as if some foul beast laired behind it—but it is only the air being sucked into the void. Beyond the archway, a new chamber glitters with scales: red scales, dragon scales. An identical pedestal lies on the other side, likewise lit by crimson crystals embedded into the chamber's walls.

STARDOCK

Stardock is, perhaps, the greatest moment in *DotMM*. When players hash out their typical fantasies, they rarely include space beyond concepts like full moons or aligned stars. Now we get to spring this upon the party in what was advertised as a subterranean dungeon crawl.

Hints of the Starry Void. As soon as the party arrives to Stardock, you want to start hinting at the nature of this new lair without fully revealing that they're on an *asteroid in outer space*. Use any of the hints below, spacing them out accordingly until the party comes to a window.

- The gravity is just slightly lighter than Toril's, so read to a weary character, "The creak of your bones, the aches, have been muted, you notice. You've never known any stone that was pleasant and soft to walk upon, but perhaps this lair is enchanted to relieve one's burden?"
- "The air tastes stale... Almost recycled, even."
- "You instinctively pull out your compass only to find that its needle spins wildly."
- If a character is under the effects of *detect magic*, read to them: "The air is thick with transmutation magic. No matter where you look, you see its cloud, enveloping every void, coating every surface. No motes twinkle here or there; the cloud of magic is uniform and omnipresent, suggesting that this entire lair is under the same spell and the same intensity. Only truly powerful magi could affect such a vast dungeon with but a single spell."

Showing the Starry Void. When the adventurers first get a view of space, and the planet Toril below, read the following description. It's written for Area 12F but can be adjusted to fit just about anywhere.

It's the stars that get you at first, the stars you've seen all your life—but something's different. You creep forward, your lungs tight with worry, but why? What could be so amiss? How could the starlit sky feel so...so *wrong*? Your feet crunch on coins, but you can hardly hear it. It's as if you're in a trance.

You approach the cavemouth and the vastness of space lies out before you, that familiar black tapestry and its glittering diamonds—but below you stretches out a planet: Toril in all its beauty. You know it in your bones, your heart. In the distance, you see asteroids orbiting the planet below. The draft you feel? Just the force of an asteroid hurtling through outer space.

You feel sick to your stomach as the vertigo grips at your body and your mind grapples with your cosmic insignificance.

12. DRAGONS' DOMAIN

12A. ARCH GATE

Once the party enters this chamber properly, read the following:

Scales litter the floor, shed by crimson behemoths that plain folk shudder at the very thought of: dragons. You approach very slowly, timidly even, listening for the slither of scale against stone, but you find nothing, hear nothing, see nothing—yet.

Halaster remotely causes the gateway to snap close behind the party, giving them no chance to retreat. They find that any rods they brought with them to Stardock will not work on this side—more tomfoolery by Halaster. If they protest, he offers no whisper, no taunt—but he's watching very carefully.

12B. TIAMAT SHRINE

Still dreading signs of the leviathans, you creep into a mural-carved chamber. The floor depicts Tiamat, the evil goddess of dragons, her five chromatic heads each roaring gout of flame and frost and acid. The mural, a pristine work of art, must be at least fifteen feet in diameter.

Similar tapestries hang nearby: one depicts Tiamat battling no less than twelve storm giants atop a frozen peak. The other shows her locked into a duel with a bloodied old wizard about whose head circle seven golden canaries.

There is piety in these halls—and you can't help but pray that you never meet the devout.

12C. FALSE HATCHERY

Dragon eggs! Your heart leaps and inside you that miserly demon rubs its hands together. Within a molten pool fed by a falling curtain of lava sit six red-speckled dragon eggs, each more valuable than the richest kingdom's treasury.

12D. DRAGON HATCHERY

As if you could be fooled by false eggs—as if! Feeling warm and a little smug, you look about this hidden hatchery. There in a pool of lava rests one single red-speckled egg by its lonesome. Your mind conjures up many a dream: a mountain of gold or a race through the skies—or a kingdom turned to ash by that red leviathan. Greed, wonder, and dread mix together into a sour concoction that leaves you uneasy.

12E. FALSE HOARD

At last you come to the dragons' hoard. Your insides feel as if they're lined with grease. You cannot help but remember the tales of old, of the riches paid tribute to the great leviathans of ancient days. That much is here, piled up without care. Red scales litter the hall and in them sparkle the sheen shed by the piled gold.

Twin statues watch over this hoard, carved in a likeness you've never seen or heard of in tome or tale. They lack all familiar frills and horns iconic to the world's known dragons.

With a successful DC 16 Intelligence (Investigation) check, a character can determine that the hoard is an illusion.

Illusory Wall. As written, one could just look north from the hoard and see yet *another* hoard in the next chamber. Assume that the northern tunnel ends in an illusory wall (discerned with a DC 16 Intelligence (Investigation) check).

12F. DRAGONS' HOARD

Your feet crunch on the copper and gold coins that litter this chamber, all leading up to a massive hoard of treasure. Around the hall are scattered mounds of gold. The rough-hewn chamber leads both left and right; in the distance, to the left, you hear the soft strums of a lute.

If a character disturbs the hoard, they must succeed on an ability check or risk alerting the dragons. If they pluck at a particular object, such as a gem, they must succeed on a DC 18 Dexterity (Sleight of Hand) check or it causes the treasure above to tumble down. Likewise, a character standing on top of the treasure must make an Acrobatics check of the same DC. If the characters make noise or disturb the hoard, they must make a group Dexterity (Stealth) check against the dragons' passive Perception scores (18).

Scatter piles of treasure throughout the room; if the dragons are awoken, roll initiative. This gives party members the chance to hide behind treasure mounds. While behind a mound, a character has three-quarters cover. The dragons initially think Jerath, the old blind man in Area 13, may have walked into the hoard. Once, however, they hear his lute and catch a whiff of the party's scent, their suspicion mounts.

The Starry Void. A character must stand in the chamber's eastern wing to catch a sight of outer space, but they can also be guided by a draft flowing through the cavemouth. Once they see outward, read the description above (see *Showing the Starry Void*).

13. JERATH'S QUARTERS

A blind, old coot sits in a lonely chair, strumming at his lute. A silvered greatsword lies nearby; he wears no armor but save for a toothy grin, which he breaks out into at your approach.

Jerath is your chance to drop some comedy into this level. He's old, crass, and on pension. He's fond of long-winded tales and takes advantage of sympathy to keep listeners captive. Avoid, however, revealing to the party that they're on an asteroid if they haven't discovered that yet.

14. INFERNEXUS'S QUARTERS

When Infernexus awakens, it's with a smile. Adding his firepower to the party's is certain to tip the scales against Ashtyrranthor. If the party joins forces with him, Infernexus will come in during an encounter with his mother and betray her at the most opportune moment, preferably with a bite to the throat.

Roleplaying Infernexus. The drake is a brooding teenager choked with resentment. No other creature has earned more of his ire than Ashtyrranthor. You can draw upon the following sample dialogue:

- "No son should languish under his mother's yoke."
- "I am no guard dog. Whatever pact Mother has with the gith is hers and hers alone; I cannot be made a signatory by the accident of my blood."
- "By what fraternal love am I bound to this brood? Am I meant to sulk on this rock forevermore? Mine is a ripening destiny that I will not be denied."

16. NURSERY

Demonstrate the purpose of Crèche K'liir through the nursery. Being confronted by the babes of those that have been trying to kill you for the last hour should also show the adventurers that the githyanki aren't the bad guys in this situation—they're just defending their home and young.

16A. SLEEPING AREA

Crystal cradles float above the smooth-stone floor. Slumbering within them are olive-colored babes. Mobiles spin above each cradle, most decorated with stars and replica mind flayer heads.

Unlike in *DotMM*, if Ashtyrranthor finds the party here, she doesn't attack. Any combat here threatens the sleeping babes, so instead she tracks their movement to a nearby chamber, where she attacks.

16B. NURSERY GUARDIANS

The mission of Crèche K'liir is a vital one. It makes total sense that the two **githyanki knights** stationed here are armed and armored. If they encounter the adventurers, one shouts, "*Khas il'adare!*" ("May your spirit soar!") to her comrade as the two fight to defend the younglings.

18. LIBRARY

18C. READING ROOM

By when the adventurers arrive, a githyanki teacher is half-way through *Three Burly Gith Gruff*, a children's tale about three githyanki brothers that are terrorized by a mind flayer lurking below a bridge that connects the Astral Plane to the Material. She's reading the tale to about two dozen githyanki younglings, ages 4-7 years old.

20. DOCK

Docks thrust out into the vastness of space, decorated as if they were none other than maritime ports on the shores of the planet looming large below.

Particularly bookish characters may feel vindicated here as they gaze out at Toril, noticing that Faerûn's shape slightly defies the shores drawn by popular cartographers with whom said bookish characters have always had a beef with.

While out on the docks, or studying how sturdy it is, a character that succeeds on a DC 14 Intelligence (Investigation) check realizes that the dock is built along the asteroid's gravity plane—and so anyone can step out and stand on its underside.

Special Delivery. While here, the adventurers may see a githyanki astral ship spring into existence. Over the next several minutes, githyanki wheel out babes in floating, crystalline cradles. The infants raise quite the ruckus, drawing the attention of Ashtyrranthor. She does not notice the adventurers, and, if you'd like to strike a comedic tone, she begins to goo-and-gaw over the new babes, saying in Draconic, "Mama Ash won't let anyone hurt you, won't she? She'll devour and roast any fools that make it here alive." This goes on until a githyanki babe vomits on her. She then withdraws with a fanged smile and swipes off the filth before returning to her patrol.

22. AL'CHAIA'S QUARTERS

Such an apartment is fit for none other than the commanding officer of this stellar fortress. Mounted on the walls are thirteen mind flayer heads. Al'chaia herself pores over reports at her lavish desk, her dinner sat upon a silver tray nearby.

You immediately smell smoke and look to the corner where a red dragon lies curled up, resting. As your eyes sweep across the four-poster bed, you notice not the glittering onyx chest, but the bed's brand: you recognize it as Charbrel's Secondhand Furnishings from Waterdeep itself!

It is as the doomsayers all claimed: aliens do walk among us.

Choose one character as the one that recognizes the brand of Al'chaia's bed; they've frequented the store.

Roleplaying Al'chaia. Al'chaia's command over the crèche was won through underhanded politics. No officer in their right mind would have named her as commander if they knew how much of a tyrant she truly was. You can give her proficiency in Deception to reflect this (a +3 bonus). Her uncontested rule has left her lazy—but now, faced with real foes for the first time, she's razor sharp, falling back on instincts that have not been used for so long.

No Lie Detectors. As the Insight skill shouldn't be just a lie detector, if a DC 19 successful check is made, hint at Al'chaia's deception as, "Though she keeps her face straight, Al'chaia's eyes seem to focus on the weakest of you, needling at their defenses, as if she were already planning how best to strike you down if needed."

Tactics. Al'chaia and her dragon use these tactics:

- Al'chaia, on her first turn, uses a bonus action to psychically hurl her metal chest at a character. The target must make a DC 16 Dexterity saving throw or take 10 (3d6) bludgeoning damage and be knocked back 10 feet.
- Also on her first turn, Al'chaia throws open the secret trapdoor to Area 21B and drops in, alerting the ten **githyanki warriors** resting there. Half are asleep and instantly surprised, losing their first turn in combat. Three leap into battle, even casting *jump* if necessary to reach the adventurers. Two, however, lean back—they have suffered long under Al'chaia and take it upon themselves to either watch her die or betray her.
- Once Al'chaia is out of harm's way, the dragon unleashes her fire breath. If the adventurers chase Al'chaia into Area 21B, the dragon leans down from the trapdoor and spits fire from above.
- The freshly awoken warriors use their first turn to reach for their weapons and attack. Two push over a bunk bed on the adventurers. Those in its path must make a DC 13 Dexterity saving throw or be knocked prone. Alternatively, a character can make a DC 13 Strength saving throw to throw their strength against the bunk bed, halting it.

25. MEMORIAL HALL

The walls are carved with what can only be names—making this chamber a memorial hall. Inscriptions line both sides of the sole doorway.

The inscription on the northern side of the door reads "*Uhn dara ma'nakai*," which means "Our duty is unending." The other lintel reads, "*Uhn ore'ki atum*," which means, "Our minds are as one."

26. KITCHEN

Warriors these githyanki may be, but there's no way they have their arms or armor here in the kitchen. They have an AC of 12 and fight with improvised weapons, such as kitchen knives and rolling pins, which deal 1d4 damage of the appropriate type. If they spot intruders, the **githyanki warriors** run to alert those in Area 27 via *misty step* spells.

29. PRISON

29A. EMPTY CELL

Use any of the following graffiti for the prison cell:

- In Common, "For a good time, teleport to 4182 *Ghanishtalil*." This is followed by a teleportation sequence. If teleported to, the adventurers wind up at the ruins of an apartment complex in the City of Brass on the Elemental Plane of Fire.
- In Dwarvish, "Yer mother's a hamster, y'ken?"
- In Common, "Remember: licking doorknobs is illegal on other planets." Next to this is a frowny face with X's for eyes.
- In Orcish, "Bork was here. Bork did not enjoy his time. Bork must rate it 2/5 stars."
- In Deep Speech, "The end is nigh!"
- In Draconic, "We built this city on rocks and rocks."
- In a strange language comprehensible only via magic, "I AM LRRR, RULER OF THE PLANET OMICRON PERSEI 8! Your feeble rock shall crumble!"
- Six *thousand* tally marks, each presumably representing a day.

29B. EZRIA'S CELL

Meditating by his lonesome is another gith, but he feels... different. There is no cloud of militant hate hanging about him, but instead calm. His olive skin has been bruised purple and an eyepatch hardly covers an ancient scar marring his face.

29D. GUARD ROOM

The gish here aren't expecting intruders and consider any disturbance to be an unexpected visit from Al'chaia or one of her torturers. They investigate an opened cell with bored disinterest.

Tactics. This short battle follows these tactics:

- The gish won't fight inside the prison cells (Areas 29A-C), as each chamber is filled with an antimagic zone. They retreat to Area 29D or elsewhere to battle.
- On her first turn of combat, Aruut *fireballs* the party while Yangol casts *haste* on herself.
- After one round of combat, the githyanki flee to Area 30 via the southern door. Their intentions are easily divined, and a character can move to intercept. If their retreat is cut off, they exit to Area 29A instead.

32. GRADUATION CHAMBER

If the adventurers are overpowered but not killed out-right, then Al'chaia or Ashtyrranthor has them brought here to be executed. Each prisoner would be bound by manacles (15 hit points, DC 20 Dexterity check to escape, DC 20 Strength check to break, and picked with a successful DC 15 Dexterity check using thieves' tools).

EPILOGUE

With the Crystal Labyrinth firmly behind them, the party should advance half-way to 15th level.

Cap off your session with one of the send-offs below. Each assume the party entered and left Stardock via the portal and that you'll be running the Matrix event described below for the next chapter of *DotMM*. Both are devoted to selling Halaster's lie and fooling the party into believing they're actually in Waterdeep.

The Matrix. When the adventurers take the portal back to Toril, they seemingly arrive in Waterdeep—but they're actually now in the clutches of Extremiton, the ulitharid of L17. Halaster has orchestrated their capture with a *wish* spell, teleporting characters into the psipods in Areas 14 and 15, which instantly puts them to sleep and plunges them into Alterdeep. Halaster scrubs away any recollection of these events with spells of *modify memory*.

THE STANDARD SEND-OFF

With the sharp, curdled cries of the githyanki ringing out behind you, you throw yourselves into a fervor! The portal looms ahead and the rod in your hand begins to glow! You slam it into the pedestal, springing open the portal back to Toril. Knifelike daggers of psionic energy crash into the stone walls, hurled by the githyanki hot on your heels, their rage manifested into psychic power. You hurl yourself into the portal—and the last thing you hear is a dragon roaring its fury into the black void of space itself.

When you emerge, the world tilts at ninety degrees and you're hurled *upwards* through an old well, as if vomited out. You look about and find yourself in the familiar *Yawning Portal* taproom. Patrons stare at you in hushed amazement.

THE HOST'S SEND-OFF

Add the following to the Standard Send-Off above:

As the crowd stares at you blankly, grease dripping off turkey legs and flagons going unfinished, Halaster's voice slips into your minds. He sounds, for once, embarrassed: "Erm, interplanetary travel is a wonky thing, you see, a wonky thing indeed. It's got my whole system fried. I'll be back for you shortly, my contestants! Try not to enjoy the City of Splendors all too much before I return for you!"

LEVEL XVII: SEADEEPS

"You can take the blue potion and forget all this... Or you can take the red potion and usurp this psychic tyrant," - Yrlakka



QUICK NOTES

- This chapter of the *Companion* assumes you're running off the hook included in the previous chapter: Halaster put the party to sleep as they returned from Stardock and delivered them to Extremiton's clutches. Thus, they start this level already inside Alterdeep and their progression through the level is inverted, as they must break out of the mind flayers' compound after emerging from the simulation.
- Extremiton prefers to roleplay as Durnan, the owner and proprietor of the *Yawning Portal* tavern.
- If Extremiton ever leaves his crystal throne, the Alterdeep simulation ends immediately. However, subjects are still rendered unconscious by the psionic energy of the psipods.
- Creatures beside the underground river are deafened; those that fall in must make a DC 15 Strength save or be swept 60 feet downstream (or 30 on a success).
- Flumphs are telepathic, intelligent and wise collectors of lore, not just random psychic jellyfish!
- The githyanki on this level are deployed from Crèche K'liir and speak Draconic.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- Durnan may have tasked the adventurers with identifying the creature that has been telepathically contacting the citizens of Waterdeep. See *Uncover the Telepathic Spy* in *DotMM*.
- The adventurers may have glimpsed Extremiton using the scrying wall on L16, A6B.
- There may have been enough time for the githyanki to send word of the party to their forces on L17. If Urlon sent this message, the host here may instead be neutral.

EXTREMITON'S GAME

From its crystal throne, Extremiton revels in Alterdeep, the sum of its greatest fantasies. Courtesy of Halaster's *wish*, several worthy test subjects have been delivered into the simulation. Therefore, the adventurers start L17 already within Alterdeep.

Halaster's Game. If you're running the *Companion's* game show element, this is but another episode of *Dungeon of the Mad Mage*—and now that the entire Multiverse can see and appreciate Extremiton's genius, the ulitharid's fragile ego has swollen to an unfathomable girth.

Extremiton was already warned that it could not keep the party forever, only a fortnight or two. When the adventurers find a way to free themselves, Halaster doesn't lift a finger to put them back inside—although Extremiton can't help but try to hold onto what its been given.

Vignettes. Running Alterdeep is a challenge; not only do you need to deceive your players while also dropping hints that they're in a simulation, you must also run an "in-town" episode. Extremiton has no real end-goal for the adventurers, no grand plot besides keeping them in the simulation for as long as it can. Thus, run this simulation in vignettes: let the party trample across Waterdeep, resolving plotlines, taking care of personal errands, and hitting up shops. Seed into this laid-back session vignettes (see below) that can hint at the truth.

Dragon Heist. If your party also ran *Waterdeep: Dragon Heist*, you can throw in characters from that campaign that the party has a relation with. While Extremiton has learned some of these details, it can't get it perfect and the folk the party knows so well will always seem slightly off.

Other Subjects. As described in Area 14, there are nine other victims to Extremiton's game. You need only concern yourself with a handful of them. Some are detailed in the vignettes below. The party should run into a few of these characters, who understand that something's just not right about Waterdeep.

ROLEPLAYING EXTREMITON

Extremiton is absolutely *fascinated* by mortals. Sure, they're cattle to be fed upon, but aren't they so cute? Aren't they hilarious? While its Alterdeep simulation has the benefit of priming the people of Waterdeep for enslavement, the true purpose is that Extremiton just *wants* to pal around with regular humans and elves, to see for itself how they think and work, to understand their maudlin emotions. Alterdeep is its playground to fulfill the fantasies it's had since it was a tadpole

Goals. Extremiton's foremost goal, other than its and the colony's survival, is the Alterdeep experiment. No matter how juicy its new test subjects are, the experiment comes first, even at the cost of their lives and sanity. Knowing they are hardier than its usual cattle, Extremiton uses them as test dummies for more of its wilder experiments. It's also curious to test an illithid invasion to see how mighty adventurers like themselves will act amidst the carnage: if they'll flee, run, how they might best the mind flayers' and their thralls, and so on.

FLAWS OF THE SIMULATION

Extremiton's simulation isn't perfect. As described in *DotMM*, if confronted with a flaw, the ulitharid tries to correct it or draw attention away from it. The following list represents several of Alterdeep's flaws, which you can present to the party:

- Extremiton speaks Common, but not Dwarvish, Elvish, or Infernal. The party find few dwarves, elves, or tieflings in the city. Any character they know that frequently speaks to them in one of these languages instead speaks exclusively in Common—which should come as a surprise.
- Errors—"bugs" as Extremiton calls them, though its fellow illithids know not why—sometimes creep up in simulated characters. These bugged individuals may repeat the same lines, walk into walls or other obstacles, or appear catatonic. If you'd like to strike a comedic tone, actual insects appear when these errors occur (e.g., malfunctioning simulated characters become fixated on a nearby beetle).
- Every so often, the neothelid in Area 8 rages enough against its prison to send tremors throughout the caverns, loosening stalactites hanging over the underground river. When they fall, they smash into the dynamo's walls, slowing the water flow. This can cause a brief power outage before the illithids psionically destroy or remove the obstruction. During an outage, Alterdeep slows down; its sky darkens and details outside any subjects' immediate notice freeze (e.g., birds freeze in mid-flight until a subject looks at them). This outage does not wake any subjects. Nervous, Extremiton follows up with the subjects as various characters, brushing off the event with phrases like, "The weather's crazy these days!" or "City of Splendors, eh? More like City of Inconvenience!" or "Magic, am I right?"

HINTS & TIDBITS

While running Alterdeep, you need to drop subtle hints that things aren't as they seem. However, going into detail will blow the whole ruse. Instead, drop some of these unassuming lines into your narrations:

- "The weather has grown warm as of late," if the campaign is set during the colder months. Likewise, replace with "cool" if the current season is summer.
- While the party's navigating the streets or headed to a shop, "You take a familiar street, but as you make the bend, you notice that little bakery you fancied has closed down and been replaced with a cobbler's shop."
- "The wind is mighty curious today: you can hear it blowing through the streets, blowing straight past you, but you don't feel it against your skin, nor does it rifle any banners, flags, or tent flaps."
- If the party's suspicion is aroused after they interact with a familiar character that seems off, Extremiton panics and tries to paint that character as a doppelganger, instead of risking the entire simulation from being blown. Unfortunately, after the second "doppelganger," it's easy for an adventurer to see through this flimsy ruse.

INSIDE ALTERDEEP

The adventurers start in the *Yawning Portal*, vomited out from the eponymous pit that drops Undermountain. Read:

The world roars as you're vomited out from the sunken tower that gives the *Yawning Portal* its name. You spill out across the floor, shocking all patrons. A glass slips from someone's hand, shattering on the floor. A game master running *Krakens and Coves* in the corner pauses his sweeping oratory. All eyes are upon you—until Durnan, that familiar face, shouts, "It's just a bunch of adventurers gettin' spit outta Undermountain. Big whoop! Come off it!"

With that, the tavern resumes its busy cacophony. The Mad Mage's voice whispers into your minds, "Enjoy your time on the surface. I've, uh, teleportation networks to fix. I'll be back for you shortly, dearest contestants!"

The line from Halaster was specifically recorded for Extremiton by the Mad Mage himself to help sell the lie that the party's back in Waterdeep.

What's Next? The sky's the limit for Alterdeep; give the party as much time as they wish to dawdle, mingle, and run amok. While Extremiton plays as Durnan, the adventurers could play cards with other characters or update any of their past quest givers. If the party goes looking for a new quest for Undermountain, they find that all their usual suspects have to offer are rumors to chase throughout Waterdeep, not the dungeon.

Law and Order. Remind the party that the City of Splendors is a city of laws, not men. Even such mighty adventurers are expected to obey the law—and in Waterdeep, self-defense is not a valid defense in a court of law for violence or murder. Extremiton, for its part, cares not whether the party escapes the long-arm of the law, but will send the City Watch after them nonetheless. These forces consist of **veterans** and even **mag**es if need be, all created by the simulation. If you've ever wanted to see your party become wanted fugitives but not have to worry about cleaning up the legal fallout later, now's your chance.

Vignettes. After leaving the *Yawning Portal*, ask the party what they want to do now that they've found some "downtime" on the surface. Let them drive the narrative while you seed the session with vignettes until they realize something is amiss or until you're ready to bring them out of Alterdeep. Here are two sample vignettes:

MUGGED

While going about the streets, a NE **bandit** by the name of Silas Mark mugs an adventurer. "Gimme your money, punk," he demands, pulling a knife. Once he's received a firm beat-down, Silas is quick to say, "Gimme your clemency, punk."

If turned into the City Watch, an officer rewards the party 10 gp for apprehending the "Dock Ward Punk-Mugger."

"THAT FILTHY TONGUE"

The party encounters two dwarven subjects, Jarana Hammerstone and Daundarak Steelfist. The dwarves are confused: their kith and kin suddenly won't speak Dwarvish (a language that Extremiton doesn't know). No matter what, their associates only respond in Common. This is especially strange, they say, for an old friend, Melkari, vowed long ago never again to speak "that filthy tongue."

Should the party seek out Melkari, Extremiton gets worried, twisting him into a **doppelganger** to explain away his strange behavior—although that doesn't explain why the other dwarves still speak Common. Extremiton later removes Jarana and Daundarak from the simulation altogether.

ESCAPING ALTERDEEP

How the party escapes Alterdeep is left up to you: by default, only Extremiton or outside intervention can end the simulation. Choose from the following methods or run the storyline below:

- Once a character knows for certain that they're in a simulation, they can attempt a DC 23 Intelligence check to mentally free themselves from their shackles, waking up in their psipod.
- The githyanki of Area 7 may stage a raid on the compound, freeing the party from their psipods.

1. THE BLUE POTION OR THE RED POTION

When you've had your fill of Alterdeep, you can run this storyline to remove the adventurers from the simulation.

A group of githzerai, possibly led by Yrlakka from Level 15, remotely infiltrate the simulation to free the captives and end Extremiton's game. Through careful manipulation of their own thoughts, these four **githzerai zerths** can wade through Alterdeep undetected. They seek out the adventurers, taking on a variety of disguises to evade Extremiton's scrutiny, who can't sense them and initially writes them off as bugs in the system. The adventurers themselves might grow suspicious, for the githzerai run into the party multiple times but abort their plan, for they can feel Extremiton turning its attention from other subjects in the simulation back to them. Thus, the party might take note of these strange characters.

When contact is finally made with the adventurers, the githzerai manage to momentarily black out the simulation by overloading Extremiton with psychic feedback, blinding it. Knowing that the ulitharid will have the system back up and running soon, they shed their disguises and speak plainly about Alterdeep and how they can free the party. Read the following:

An elf opens its mouth but pauses to cast his eyes to the sky: dark clouds roll over the city of Waterdeep. Those around you slow down, fixing their attention to the skyline.

Gulping, the elf passes a hand over his face—and his sharp, elven features disappear, replaced by the olive skin of a gith. "We must speak quickly, adventurers, before Extremiton fixes its machine and discovers our sedition."

This **githzerai zerth** is Yrlakka, if he still lives. He witnessed the adventurers' capture (psionically remotely or in person if he accompanied them to L16). He and his zerths believe it their duty to end this foul game.

After a brief rebuttal, Yrlakka launches into a monologue lifted straight out of *The Matrix*. Read the following:

The gith swallows; beads of sweat run down his forehead. "Alterdeep is all around us. This world is wool pulled over your eyes; it is a prison that you've been pressed into, a prison that you cannot see, nor smell, nor touch—a prison for your mind."

The gith pulls out from its robes two potions, one red and one blue. "Alas, you cannot simply be *told* of Alterdeep to escape it; you must see it for yourself. Make your choice: you take the blue potion, and you forget all this. You can lead your lives here in Alterdeep, enjoying the rest you so well deserve, until a time when the illithid grows bored or is cut down by its enemies.

"Or, you can take the red potion and together we will usurp this psychic tyrant and free all those that are bound in its foul game. The choice is yours; we will not judge. You have earned your respite—but there is no turning back from here. The mind flayer will fix its machine soon and by then we will be just a shadow in your mind."

If the party takes the blue potion, the zerths withdraw from Alterdeep, leaving the party to their fate—for now. The party may find other ways of escaping the simulation in their own time—but their memory of this encounter will be wiped away.

If the adventurers take a sip from the red potion, they can see Alterdeep for the farce that it is. Read the following:

You take a sip of the red potion—and for a moment, nothing happens. Is this a trick? A scam? A con run by a grifter? Is the Mad Mage himself about to appear and shout, "Gotcha!"?

Then it hits you—the world shifts to the left by three feet and you can *see* it as the farce that it is. Everything lies in a haze, a half-translucent haze. Except for the gith and your companions; they alone are solid. They alone are real. Seams run through the world around you, strings of alien characters that make no sense to you, nor ever should.

The wool has been lifted from your eyes; this "Alterdeep" has been betrayed and you now are free to decide your own path once again.

After taking the red potion, Yrlakka explains the simulation's nature and machinery. He mentions specifically that its master enjoys masquerading as Durnan and is likely at the Yawning Portal right now, watching the other simulation subjects. He suggests that they take the fight directly there before Extremiton learns it's been made and foils their plot.

Unfortunately, the adventurers' newfound awareness ripples throughout Alterdeep, raising Extremiton's suspicion. Within the next 10 minutes, Extremiton returns from unclouding the zerths' psychic feedback. Every hour, each adventurer must make a DC 15 Intelligence (Stealth) check to fool Extremiton. Gith characters have advantage on this check. If even a single character fails, Extremiton senses their awareness and plants monsters throughout Alterdeep.

True vs. True. Once the party drinks the red potion, they can no longer be harmed by the simulation. Only beings like Extremiton and other creatures hooked up in the psipods, can harm characters that have been awoken.

2. THE BATTLE OF THE YAWNING PORTAL

Armed with the truth, the adventurers can ride out to confront Extremiton at the *Yawning Portal*. If they manage to defeat the **ulitharid**, the simulation falters and short-circuits; all creatures still in the simulation must make a DC 18 Intelligence saving throw or take 36 (8d8) psychic damage. A creature takes half as much damage on a success.

Reinforcements. If Extremiton learns that the subjects know the truth about Alterdeep, it orders its brethren to put minions into the simulation (as fake creatures can no longer harm them): up to six **orogs**, four **troglydites**, two **duergar**, and two **mind flayers**. These minions obey Extremiton's commands without question. They join it at the Yawning Portal; Extremiton alters their appearances so that they appear like regular patrons. A character can use an action to discern the illusion with a successful DC 15 Intelligence (Investigation) check.

3. AFTERMATH

If Extremiton is slain in Alterdeep, so too is it slain in reality, immediately ending the simulation. The adventurers and any other subjects awaken in their malfunctioning psipods (see Areas 14 & 15). With Extremiton went the head of the snake, leaving the mind flayers in disarray. Run the level as normal, but with an inverted progression path, as the party would start within the compound instead without.

The Neothelid. With the illithids in disarray, it's likely that the **neothelid** (see Area 8) is unleashed. Driven by the scent of other psionic beings, it attacks the githyanki stronghold (Area 7), battering down the Qualith-locked doors and squeezing itself through the halls. It's equally likely to attack the mind flayer compound via A16A. The adventurers are sure to cross paths with it, or at least hear the raw carnage it wreaks across Seadeeps.

AREAS OF NOTE

The following areas are of note:

1. TUNNEL PLEXUS

You come to a nexus of tunnels that snake through the damp earth like varicose veins in an elder's body.

As the party explores the tunnels, they encounter the flumph corpses. Read the following:

Through your damp trek, you come across a creature most strange: a massive jellyfish-like creature whose eyestalks lie closed and whose tendrils have been severed.

A DC 14 Intelligence (Arcana) check identifies the creature as a flumph; rare and confined to the Underdark they may be, but their strange existence is well-known as one of the many "wonders" of this world, much like the platypus is in ours.

3. HALASTER'S MAW

As an alternative to an instant infliction of damage, you can have the trap slowly press in, giving victims a chance to react. Roll initiative for the trap, which has a +3 bonus. On its turn, it snaps shut, dealing the 88 (16d10) bludgeoning damage to creatures that fail their DC 17 Dexterity saving throw and half that to those that succeed.

If you choose to give the character a chance, read:

A trap—you should've known! As you disturb the rubble, the walls groan to life and begin to press in! You can *hear* the force building up behind those animated walls! In but a moment, they are due to snap close, crushing you into a bloody pulp!

4. FLUMPH CLOISTER

The cavern is thick with a soft, warm energy that envelopes your mind as if it were a cloud of mist. A voice speaks from within your mind, as if it were at home, as if it was always there—but this is not the insidious Mad Mage, oh no. This voice speaks with an air of concern:

"Hey! Listen! Illithids lurk nearby, as do the githyanki. You should flee this place!"

If the adventurers exhibit no threatening behavior, the flumphs descend one by one from the ceiling to greet the party in person.

Roleplaying Flumphs. Flumphs are wise and benevolent creatures whose moods are reflected in the soft colors they glow. The flumphs here are sick with worry and thus glow a greyish-blue light. They would be delighted to meet good-hearted folk that contrast their evil neighbors.

Flumphs are telepathic and thus have full conversations with the adventurers; speak normally and stably to contrast their otherworldly physiology.

If the party rests in their cavern, they can expect lessons in philosophy and history as the flumphs gush over their guests. They can offer an Under-mountain secret (from Appendix B of *DotMM*) and shed light on any mysteries currently intriguing your players, such as Jhesiyra Kestellharp, Halaster's history, or creatures on other levels, such as Level 18's Vanrakdoom cultists. They can also sense the psionic energy reverberating from Shadowdusk Hold on Level 22; the aberrations being contacted or even brought in from the Far Realms leaves them queasy with dread.

Into the Stronghold. Through the secret door, the party can skip straight into Area 13, deep inside the mind flayers' compound. However, without a means to operate the Qualith door locks, they won't be able to progress any further.

5. GITHYANKI GRAVE

Rivulets of murky water seep in from the ceiling. As you sweep your gaze across the cavern, you spot an alcove—and the familiar shape of piled corpses.

Carved into the space above the alcove are the words "*Uhn dara ma'nakai*" in the otherworldly Gith script. It translates to "Our duty is unending." A character under a spell of *comprehend languages* learns this.

6. BATTLEGROUND

6A. CAVE OF CARNAGE

You come upon a scene of carnage, a graveyard of battles both old and recent. The floor is strewn with the corpses of ogres, orcs, duergar, trogs, githyanki—and yes, mind flayers. All eight have been decapitated.

6B. SEVERED HEADS

Seven illithid heads, each mounted on a pike, face a door held shut by an alien lock. Their tentacles hang limp and impotent—no doubt a rebuke to their alleged supremacy.

6C. ONE BRAVE FLUMPH

When the adventurers encounter the flumph, read:

Floating in an alcove is a strange jellyfish-like creature whose gentle voice reaches deep into your mind:

"Well met, I hope."

If the adventurers engage the flumph in conversation, add:

The creature whispers to you, "Harmless are our kind, yet the githyanki treat us as pests—and eradicate it them as your kind would rats. I mean no harm; we mean no harm and yet we are cut down solely for the accident of our birth."

The brave flumph decided to take up a lookout incase the githyanki leave their stronghold; whenever they do, it can sense the change in psychic currents and leaves about two minutes before they do. It then alerts its kin. The githyanki used severed mind flayer heads, animated by magic, to open the locks.

Qualith Lock. The flumph is more than willing to open the lock for them, using its tentacles. While the githyanki are less evil than the illithids, the illithids tolerate the flumphs' presence and don't bother to cut them down. To see the githyanki put down would ensure the flumph cloister's continued survival, even if the cloister would rather risk itself to see the mind flayers eradicated.

Patrol. While the adventurers are here, a patrol of two **githyanki warriors** and a **githyanki knight** are due to leave Area 7 to this area. The flumph warns the party beforehand, who can get the jump on them. If the patrol springs into battle, the knight shouts "*Zerashk Guilda!*" or "Oblivion awaits!" in Gith. The other githyanki echo the battle cry.

7. GITHYANKI STRONGHOLD

If the adventurers entered Alterdeep as soon as they left Stardock (see Level 16), by when they meet the githyanki, news of the Crystal Labyrinth's disarray should have reached the soldiers here. If not, then the party likely precedes it. How they acted on that level determines how the githyanki react: with fear, with an armistice, or with respect. Adjust accordingly.

Roleplaying Githyanki. As described in chapter 16 of the *Companion*, githyanki are, literally, aliens to Toril and must be roleplayed accordingly. As a psionic people, githyanki tend to never reach for objects, always relying on a psychic *mage hand*.

You can use any of these phrases, ripped from the fictional Khalani language of *Starcraft*, to simulate the Gith language:

- "*Ki nala atum!*" or "We are as one!"
- "*Khassar de templari!*" or "From order comes justice!"
- "*Khas il'adare*" or "May your spirit soar," often said in support of other warriors.
- "*Na vazeal!*" or "We destroy!"
- "*Uhn dara ma'nakai*" or "Our duty is unending."
- "*Uhn ore'ki atum*" or "Our minds are as one."
- "*Zerashk Guilda!*" or "Oblivion awaits!" The worship of gods is forbidden in githyanki society, so this serves as both as a rallying cry and one's dying words.

7A. ARCH GATE TO LEVEL 15

The githyanki guard this area zealously, for if it fell into the hands of the mind flayers, their thralls could easily circle around the Crystal Labyrinth and attack from both sides. To ensure that their enemies can't easily do so, the githyanki prohibit a six-fingered gauntlet from even being kept on this level.

The Zerths. The zerths lurk on the other side of the gate. If the party is embroiled in Alterdeep and Yrlakka intends to rescue them, the zerths enter Seadeeps from this gate, having procured a six-fingered gauntlet.

7C. KNIGHT'S QUARTERS

Lit by the light of a lantern, two githyanki knights argue quietly, their dissent like a hive of whispers.

When they spot the party, the knights leap to their feet and call their greatswords telekinetically. The blades are leaning against the wall; a character in the path of a sword can use their reaction to snatch at it, making a DC 14 Dexterity saving throw. On a success, they prevent the weapon from reaching its wielder. On a failure, the character takes 3 (1d6) slashing damage.

Rather than jumping straight into battle, the knights first try to parley. They'd be surprised if the mind flayers' thralls made it into their stronghold (although they've considered such a possibility before) and therefore assume the adventurers are not agents of their foes.

Roleplaying Yaveklar. An old soldier, Yaveklar is too familiar with casualties and loss—but there still lurks cunning in her heart. Draw upon the following sample dialogue:

- "We are the shield of Créche K'liir—we cannot afford to fall. *They cannot afford us to fall.*"
- "The odds are against us; without reinforcements, we can do nothing but ground the illithids in their compound."
- "We cannot throw lives into the red throat of that abattoir."

Roleplaying Lashiir. Eager to prove herself and advance, the headstrong Lashiir is quick to act, consequences be damned. Draw upon the following sample dialogue:

- "We are the tip of the spear and glory is ours."
- "The early roc gets the neothelid."
- "The illithids have let grown a neothelid, a feral behemoth that can melt bone and flesh but not brain matter. It must be killed for the good of the world. If we cannot take the fight to the mind flayers, we must slay their monster before it's loose."

8. OPERATION: EAT THEM ALL

The adventurers arrive just in time to see the **neothelid's** meal be hurled into the area. The chamber also glitters, shedding dim light upon the scene. Read the following:

As you creep throughout the dark, you hear the slamming of a stone door and the screams of a man: "No! No! Take me home! Take me home!"

Curious, you round the bend, catching sight of a human in a glittering cavern. Crystals shed dim light on the scene—but as you move forward, you slam into an invisible wall of force. You lay your hand upon it, much like a mime, and find that there's no further way forward, but still you watch the man as he roams around the dark... and a massive worm uncoils itself from the center! Its skin glistens with slime and it rears its eyeless head!

The human turns about and freezes, his mouth agape—just in time for the creature's head to split open like a flower and roar! Its roar shakes the very cavern and from its fanged maw uncoil barbed tongues that seize upon the man—screaming now, screaming as if that amount to anything.

As its victim struggles, the massive worm wretches out a bath of acid that reduces the human to slime—and leaving behind, you see, its intact brain. Carefully, the feral creature curls one of its tongues around the organ and swallows it whole.

This victim is Ishan Toru's City Watch partner. See A10.

9. GUARD POST

Gathered here are orcs, two ranks deep, each four strong, all babbling, their shields interlocked, their dignity tarnished and their minds rent asunder—and behind them pace those tentacled fiends, the mind flayers. Their telepathic orders bounce off your brain like water crashing on rocks. You make out one meaning from the babble—and realize with horror that the orcs are all murmuring it: "Serve! Serve well! Serve long! Serve! Serve!"

The **orogs** are highly intelligent orcs broken by the cruelty of the illithids. Rows of pikes line the north wall and each orog has one at its feet (+6 to hit, 1d10 +4 piercing damage) that it can pick up.

Next Time On... These orogs are likely crewmates from the *Scavenger*, the spelljamming vessel on L19. Alas, their minds are too broken to do anything but murmur the names "Rukha," "Captain N'ghathrod," and "*Scavenger*."

Tactics. Battle-hardened, the orogs employ the following tactics, backed up by the mind flayers:

- The orogs start 5 feet from the door to Area 6B. The front two warriors are armed with greataxes; the two behind them are armed with pikes, allowing all four to attack the same targets.
- The third and fourth ranks of **orogs** hurl javelins up until the front-line defenders fall; they then reach for their own greataxes and rush into the brink.
- Given their shortage of thralls, the mind flayers take care to preserve the orogs, even wading through the ranks to use a Mind Blast attack on invaders without hitting one. Moving through allies in combat counts as difficult terrain.
- Once the frontline falls, the mind flayers join the melee up until being reduced to half their hit points, whereupon they flee to an adjacent area, sealing the door with a Qualith lock.

10. DETENTION FACILITY

You know a prison when you see one. Cells that reek of filth and woe line this chamber, each door fitted with one of those strange, alien locks the illithids are so keen on. Of the ten cells here, only three are occupied: one by a troglodyte, one by a grimlock, and one by a human.

The human rouses immediately, brandishing a Waterdhavian City Watch badge. In a weakening but firm voice he growls, "Waterdeep C-W! Open this gods-damned door!"

As described in Area 8, there was a fourth prisoner until quite recently, a human named Landers Stao. He was taken to be fed to the neothelid.

Troglodyte. You can link the trog with the party's past escapades: perhaps it belongs to Gorzil's gang of troglodytes on Level 10, if it's not Gorzil himself. If the party has had any significant contact with a trog in Undermountain, just graft its identity over Glorz's.

Roleplaying Ishan. Ishan knows nothing about his alien jailors. Below his stoic façade quavers fear that he can only just silence with the promise of a dignified death.

Minutes ago, Ishan's City Watch partner, Landers Stao, was taken away by the illithids. Unbeknownst to Ishan, Landers has been fed to the neothelid. Loyal to the end, Ishan is determined to find Landers before returning to Waterdeep. He can track signs of the man's struggles throughout the compound, up to the door leading to Area 8, although the Qualith lock there blocks his progression.

"Ahpok." Within the grimlock's stolen body, an **intellect devourer** metaphorically rubs its hands together. It's in sore need of fresh entertainment and the party is a ripe opportunity. When it converses with them in Undercommon, read:

The grimlock cracks open its toothy maw to smile. "There is a way! A way out from this wretched place! Long before the tentacled-ones came, these caverns belonged to Ahpok's tribe, of which she is the sole survivor! Ahpok knows Undermountain by sound, smell, touch! Free Ahpok and Ahpok will serve! Ahpok will gladly serve! Ahpok is a guide, free and happy, oh yes!"

11. HALASTER IS GLOWING

You find yourself, of course, face to stony face with your wild patron, the Mad Mage himself, carved from marble. Motes of multicolored lights linger around the statue, which points a stony finger towards an arch gate—one of Halaster's many arcane gates littering Undermountain.

The gate here is a simple one to manipulate and so your players are likely to take it to safety, thereby triggering the trap. If you'd *really* like to mess with your players, have an adventuring party emerge from the gate just to die to *prismatic spray* in the most visceral manner.

12. DYNAMO

12C. CENTRAL HUB

When the party reaches this area, they can view the entire dynamo and sense its psionic energy. Read the following:

There is a wind in this place that howls not beside your ears but deep within your mind, one that you can hear above the river's roar—and its whispers pitch to a screech as you lay your eyes upon a vast and intricate machine, a turbine powered by the roaring river. It sheds power like a summer heat: omnipresent and humid. Your very mind reels!

12G. CONTROL ROOM

At the heart of this insidious dynamo sits a crystalline throne—and on it, a six-tentacled illithid dressed in flowing robes. The throne sits upon a base of black, alien metal veined with copper wires that snake into the floor, channeling power that hums and thrums. Your brain, your very brain, tickles.

Behind the illithid stretches a crystal screen that depicts the *Yawning Portal* of Waterdeep, a place you're well acquainted with. A clump of rowdy patrons toss a table, shattering their glasses, provoking a scolding from Durnan, the proprietor.

How the narration continues is determined by how the party enter this chamber for the first time; if they aren't in the simulation, but Extremiton is, "Durnan" is busy shouting at rowdy patrons in Alterdeep. The characters will notice that the illithid's mouth moves silently when Durnan shouts.

13. BACK DOOR

Expect a much shorter time on this level if the party enters the illithid compound via this route, rather than cut their way in from the front. You can draw some of the **orogs** from Area 9 to fill out this room.

Inverted Route. If the party starts this level inside Alterdeep, this path is the quickest way to escape the illithid compound.

14. PSIPOD NEXUS I

The following description makes no mention of the **mind flayers** normally found in this room; they can enter while the players are here, noisily coming from another chamber. To avoid detection, the party might slip inside the psipods—thus rendering themselves prone to Extremiton and its foul game.

You could have gone your life without seeing this mockery of life and science: coffin-sized bronze cylinders cradle sleeping men and women who shift restlessly, as if lost in a dream. Each coffin is coated in a thin residue, a slime that seems to undulate on its own.

If the party instead started the level in Alterdeep, or are emerging from it, read the following:

With a sudden jolt you awaken from the dream, bolting upright only to smack your forehead against a crystalline lid. It leaves a foul-smelling residue against your skin. All around you hums the psychic power of this machine, plucking at your mind as if it were a harp.

Blinking yourself back from that surreal experience, you study your surroundings: your coffin is a cylinder from which copper wires snake into the floor. There are others like you in stasis, trapped in other cylinders. Their eyes flit as they too wrestle with the dream of "Waterdeep."

What foul sorcery is this?

15. PSIPOD NEXUS II

Borrow from the description written for Area 14; the four **mind flayers** can enter this room afterwards, possibly provoking the adventurers into hiding inside a psipod, and thus trapping them in Alterdeep.

16. OLD DWARVEN HALLS

16A. NORTH GUARD POST

That these duergar have had their brains implanted into metal scorpions deserves to be appreciated fully. Lift the restriction on their ability to speak. Once alerted, they shout curses and insults in Dwarvish:

- "Yer mother's nothin' but an ogre and yer father stunk of elderberries, I tell ye!"
- "I din't know surface-folk could be s'thinned-skin!"
- "Me brain's in a jar, an' I can still score a lass quicker than ye, ye fallow, olive-lipped maypole!"
- (When it inflicts damage) "Oh, ya gon' cry now, are ya?"

16B. SOUTH GUARD POST

As described in *DotMM*, the **duergar** here have had their minds broken. They've lost all sense of personal identity and, when engaged in combat, all eight shout "For the colony!" at once.

16B. PSIONIC FORCE GENERATOR

You come upon a most sordid thing: two mind flayers gripping a crystalline pedestal above which floats a fist-sized diamond. Their eyes are shut in concentration and their bodies strain with the force of whatever it is they're channeling.

17. CRUMBLING BRIDGE

Over the roaring river spans a crumbling bridge of stone. With but a glance, you can see it for the death trap that it is.

EPILOGUE

With Seadeeps behind them, the party can only look forward to the last six levels of Undermountain.

Cap off your session with one of the send-offs below. Both are written to assume that the party started the level inside Alterdeep and emerged from the simulation—although how long has passed since they entered is up to you.

LI8. To mirror Wyllowwood, the path to Vanrakdoom has been rewritten. Instead of winding through caverns and winding up at the cult's sanctum, the way leads the party through a dead forest. As it will be described in the *Companion's* next chapter, the cultists are turning a subterranean forest made by Halaster into a section of the Shadowfell. Thus, their trek is through these Deadwoods.

THE STANDARD SEND-OFF

The mind is but a playground and never is it a pretty place, not when you dig too deep. What sort of monster trafficks in that surreal place? What sort of monster dares to hook up innocents to a shared dream? You've done well for the City of Waterdeep by putting down that illithid—for who knows how far such a scheme could reach, how large a machine it could make, how *many* could be trapped in its playground?

You've done well—for now. As you look to the bowels of the earth, you know there are worse horrors left by the Mad Mage.

THE HOST'S SEND-OFF

As you leave this surreal playground behind you, the Mad Mage shouts in your ear:

"It's for the best that you put Extremiton down before we incurred a cease-and-desist letter," the Mad Mage tells you. "Its machine strayed dangerously close to realms that no mortal can dare tackle, much less appeal to.

"Beyond this place, in the bowels of my mountain, lies your next challenge: Vanrakdoom. Were you not my favored play-things, I would insist—*beg*—you turn back, but alas, for you, my pretties, there is but one direction and it is *down*. Down you go, into the final chapters of our game."

Upon hearing "Vanrakdoom," the adventurers should have alarm bells ringing in their heads, for such a suffix marks the lair of a lich. If the party doesn't grasp this, call for a DC 14 Intelligence (Arcana) check and inform them of this fact.

LEVEL XVIII: VANRAKDOOM

"You were fools to come here! To leave the love you once had!" - Umbraxakar

QUICK NOTES

- Vanrakdoom is an especially lethal level. Winnowed by vampire bites, harangued by shadows, and opposed by a vampire cleric *and* a shadow dragon, the adventurers are likely to die here. The *Companion* holds that it's perfectly normal for the party to perish or retreat; in the case of the latter, retreating to L19 would be advisable, as it continues the campaign without the party slamming themselves head-first into a wall. The party can lick their wounds and return later to tackle Vanrakdoom again.
- Vampires and their spawn can instantly grapple a target hit by their Claw attack! It takes an *action* to break this grapple via a Strength (Athletics) check!
- The various trinkets of Umbraxakar's past that can be found across the dungeon are vital to redeeming him. They can be found in Areas 5, 8, 15, and 17.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- The *Save the Dragon* quest (see details below).
- Midna Tauberth of the Fine Fellows of Daggerford (see L2) was a priestess of Shar. If she is alive, you can add her here as a vampire spawn of Keresta's.

SAVE THE DRAGON

This level hinges on the history of Umbraxakar and his possible redemption. Alas, if the adventurers haven't had time to return to Waterdeep, they might never receive the *Save the Dragon* quest. It's better that the party enters Vanrakdoom knowing some of its history than not. Thus, the *Companion* suggests a simple fix: take Portia Dzuth, the prisoner in Area 25B, and move her into the Deadwood—an area added outside the lair by the *Companion*. See "Approaching Vanrakdoom" in *Areas of Note* for further details.

The Deadwood. Before Halaster created Wyllow-wood for his dearest companion, the Mad Mage first made this forest. Alas, neglect has allowed the cult of Shar poison it with the Shadowfell's taint. When the party reaches Level 18, they begin in the Dead-wood and are subjected to the Shadowfell's effects.

Portia Dzuth. The prisoner has been released from the dungeon by the mercy of Glyster—the last flicker of the dragon's old self. It's for this reason that Portia believes Umbraxakar can be redeemed. She acts as the party's quest giver, informing them of the dragon's and dungeon's history, which she learned from House Moonstar of Waterdeep when hired a month ago.

In this variant, Portia has not yet been charmed by Keresta, but is still poisoned by the Shadowfell's despair. As a later twist, you can still have her charmed; during battle Keresta commands her to betray her newfound allies. Already charmed, the warrior immediately turns on the party.

Additionally, Portia informs the party of the cult's looming attack on Waterdeep. Confronted with this information, the party must decide whether they will attack the Cult of Shar now, thwart their attack later, or leave them to their own devices. Without this vital information, there's little weight to their decision to invade such a deadly sanctum.



THE DRAGON'S VISIONS

The visions included on this level are an excellent method of storytelling. Rather than unloading a heap of exposition on your party, the players experience the past with their very eyes. However, they're likely to be experienced out of order—which is part of the fun, for what else is the purpose of exploration but to be rewarded with lore and loot?

Chronologically, the visions occur in this order:

1. *Best of Friends* (see Area 4)
2. *In the Black Jungles* (see Area 5). Add the ring from Area 5 to whichever area the party is currently in, if presented in order.
3. *The Calling Dark* (see Area 8). Add the *sunblade* from Area 8 to the area the party is currently in, if presented in order.
4. *Turn Back from this Dark Path!* (see Area 19)
5. *What They Deserve* (see Area 17)
6. *Drunk My Fill* (see Area 15)
7. *Redemption by Blade* (see Area 22)

In A10, cultists are busy tethering another of Umbraxakar's memories to the Shadowfell. If they succeed, another vision is forged, depicting Glyster's anguished transformation into a shadow dragon—a dark metamorphosis he willingly embraced for the sake of his dear friend Vanrak. In the chronological order, this one would occur between *Turn Back from this Dark Path* and *What They Deserve*.

AREAS OF NOTE

The following areas are of note:

AREAS IN SUMMARY

This nonlinear level can be a nightmare to keep track of. Refer to the table below. Unlisted areas are unnoteworthy, or do not beg your attention until visited. Areas 19-33 lie within the Shadowfell.

THROUGH THE DEADWOOD

The *Companion* adds a dead, subterranean forest to this level as a preamble to Vanrakdoom, created long ago as a test-run for Wyllowood by the Mad Mage. When Shar's cult pulled it into the Shadowfell, most beasts fled; those that didn't were corrupted. For his part, Halaster just shrugged and continued to watch on, intrigued with the cult's experiment.

The Deadwood serves a number of functions:

- It acts as a buffer between Seadeeps and Vanrakdoom.
- It gives the party time to lick their wounds and explore. If they retreat from Vanrakdoom, they can rest here.
- It exposes the party to Shadowfell Despair and demonstrates this level's nature and inhabitants.

The party ought to wander through the Deadwood for at least 36 hours. Its skeletal trees and choking mists fill winding caverns that stretch for miles. Like Wyllowood above, it is painted with a sun and sky that sheds real warmth—or would, if the Shadowfell had not turned it into a dismal, cold forest whose canopy of dead limbs blots out the overcast sky. It's choked by fog, making it easy to get turned around. Likewise, as the party will soon learn, this Deadwood is not without its own fauna—and all are touched by the Shadowfell, if not already natives of it.

DEADWOOD PROPERTIES

The Deadwood is always under the following effects:

- The forest is dimly lit where the canopy is thin and in darkness where it is not.
- Fog lightly obscures the forest. Occasionally, trains of thick fog roil in, heavily obscuring 1d4 30-foot-areas.
- Omnipresent dread can be felt as if it were humidity.
- Colors seem dimmed, if not outright muted.
- Characters can succumb to Shadowfell Despair.

Occasionally, these effects intensify, as the waves of the Shadowfell crash against the shores of the true Material Plane. This lasts for 1d4 x 1d10 minutes before abating.

RANDOM SHADOWFELL ENCOUNTERS

Random encounters haven't had a chance to shine since the upper reaches of Undermountain. Now's the time to add it back into your campaign, but drawing from some of the more esoteric monsters found only in the Shadowfell. Every 12 hours, roll a d20. On a roll of 18-20, the party is confronted with a random encounter, as determined by the table above.

Possible encounters are described below:

Dragon Shadow. Umbraxakar flies overhead, his wings like thunder in the oppressive silence. In two rounds, he passes above the party, on his way back to Vanrakdoom. If he detects them, he unleashes his shadow breath weapon upon them but continues to the lair.

AREAS IN SUMMARY

Area	Contents	Area	Contents
4	Dragon's Vision	17	Dragon's Vision
5	Dragon's Vision	18	Trap (DC 17 Con)
6	Gate to L6	19	Dragon's Vision
7	Vampire Spawn	22	Dragon's Vision
8	Dragon's Vision, <i>sun blade</i>	25	Vampire spawn , Portia
10	Shadow assassins	26	Keresta (Vampire)
11	To Level 19	28	Shadow assassins
12	Vampire spawn	30	Shortcut to Area 31
13	Vampire spawn	31	Keresta's Tomb
15	Dragon's Vision	32	Umbraxakar
16	Gate to L15	33	Treasure

RANDOM SHADOWFELL ENCOUNTERS

d10	Encounter
1	The Angry (<i>Sorrowsworn</i>)
2-4	<i>Shadar-kai</i>
5	The Lost (<i>Sorrowsworn</i>)
6	The Hungry (<i>Sorrowsworn</i>)
7-9	2d4+4 The Wretched (<i>Sorrowsworn</i>)
10	<i>Dragon Shadow</i>

Shadar-kai. These withered elves, minions of the mysterious Raven Queen, have found themselves lost in Undermountain. Led by the **gloom weaver**, Rinnrasiel, she and her 1d4 **shadow dancers** seek only answers as to where they are and how to return to the Shadowfell proper. Alternatively, the inscrutable Raven Queen has laid claim to one of the adventurers' souls, in which case they attack.

Sorrowsworn. Manifestations of the Shadowfell's deleterious nature, these abominations are detailed in *Mordenkainen's Tome of Foes*.

PRISONER OF DARKNESS

Under the *Companion*, Portia Dzuth, the prisoner in Area 25B, can be encountered in the Deadwood. In a moment of mercy, Umbraxakar released her from the dungeons of Vanrakdoom—and thus, she believes that the dragon can still be redeemed. She can act as a guide, quest giver, and ally to the party.

When the party encounters Portia, she's unarmed and unarmed, having been deposited by Umbraxakar deep in the Deadwood. She considers meeting the party a godsend. Read:

Out from the gray brush comes a weak cry, "Please... Drained, please help me." Your eyes fall upon the thin figure of a woman lingering behind a skeletal tree. Her robes are torn; thorns cling to the fabric. Her feet are red and muddy and most color has been drained from her face. She's far too thin and haggard.

"Please, shelter—and a sword, I beg you. They'll be after me soon; Keresta never lets a bauble out of her grasp."

Roleplaying Portia. Weakened by blood loss, the once-mighty adventurer is a shadow of herself. She never rolls up her sleeves, so as to keep the vampires' bite marks hidden from onlookers. Like in *DotMM*, she's succumbed to Shadowfell Despair and has been consumed by dread that manifests in the following flaw: "I'm convinced that I'm going to die in Vanrakdoom."

SHADOWFELL DESPAIR

A melancholic atmosphere pervades the Shadowfell. Forays to this plane can afflict characters with despair.

When you deem it appropriate, though usually not more than once a day, you can require a character not native to the Shadowfell to make a DC 10 Wisdom saving throw. On a failure, they're affected by despair. Roll a d6 to determine the effects from the results below.

If a character is already suffering a despair effect and fails another saving throw, the new effect overrides the old. After finishing a long rest, a character can attempt to overcome their despair with a DC 15 Wisdom saving throw. On a success, the despair effect ends. A spell of *calm emotions* removes the despair, as does any spell or magical effect that removes a curse.

1-3: Apathy. The character has disadvantage on death saves and initiative checks. They gain the flaw "I don't believe I can make a difference to anyone or anything."

4-5: Dread. The character suffers disadvantage on all saving throws. They gain the flaw "I am convinced that this place is going to kill me."

6: Madness. The character has disadvantage on ability checks and saving throws that use Int., Wis., or Charisma. They gain the flaw "I can't tell what's real anymore."

Portia is quick to relay the following information to the party and knows nothing more:

- She and her comrades were hired by Lady Wylynd Moonstar to find the dragon Glyster—now Umbraxakar—and restore him to his former self.
- Umbraxakar, an old friend to House Moonstar, has been corrupted into a shadow dragon by the Cult of Shar. She believes a fragment of good still lingers in his heart, evidenced by his mercy in releasing her from Vanrak-doom.
- This level of Undermountain is populated by the Cult of Shar, goddess of darkness and loss. They're performing "dark rituals" that have mired the dungeon with dread and bounding shadows. Its ranks consist of humans and vampire spawn, led by Keresta Delvingstone, a cleric who rewards her followers with vampirism.
- The cult is plotting an attack on Waterdeep's temples, but Portia knows not which ones or when.
- If given food, warmth, rest, and a sword, she will fight alongside the party to complete her quest.

CULTISTS!

Some time after the party has met Portia—just long enough to rest and restore her to health, but before they reach Vanrak-doom—cultists sent by Keresta find the party. The vampire is furious that Portia has slipped through her fingers.

They consist of 1d6 **cultists**, 1d4 **cult fanatics** and a **vampire spawn** by the name of Hraskal, a former adventurer. Hraskal fights to the death, but surviving cultists are quick to yield. They corroborate all of Portia's information if questioned and can provide brief descriptions of the dungeon's layout, as well as explain purpose of the cult's rituals: to anchor the dragon's memories to the Shadowfell and pull more of Vanrak-doom into that deleterious plane.

1. ENTRANCE

The description below assumes that the Deadwood is utilized at your table. Adjust accordingly. When the adventurers enter Vanrak-doom, read the following:

After far too long in those dead woods, you come upon doors carved from black marble. Out from each looms a chiseled, hooded maiden clutching a dagger. Upon the left door lies an inscription, recessed into the stone: "DARKNESS QUENCH THE SUN;" on the other, "DARKNESS SWALLOW THE MOON."

As you read, the stone itself shifts to bear one last phrase, this time etched in ivory: "WE ARE NOTHING BUT THE NIGHT."

With the world pregnant with silence and dread, you move to push the doors open—but your hand falls through, as if they were made of nothing but black air.

Characters that pass through the nonsolid door can see the rough-hewn tunnels that snake into Vanrak-doom proper.

2. DUSTY EMPTINESS

While in this chamber, the first Shadowfell shift (see *DotMM*) should occur, as the room is empty. If the first shift occurred in a room with décor, the adventurers will just instead suspect that the décor was responsible.

Silence—there's only silence here, heavy and omnipresent like the fog that clings to your waist. Not even your steps upon the stone are enough to pierce that mute canopy. It's almost as if the dungeon itself would rather slumber or wallow in the gloom.

Further you go, dread building up at the base of your spine—like a beast that can sense the coming earthquake. As you look about, you feel an invisible wave push past your ankles—and as it withdraws back into that unseen ocean, all the color in the room fades away, becoming only gray.

The shift lasts 1d4 minutes. A character can make a DC 18 Intelligence (Arcana) check to identify this as the phenomena of a shadow crossing—a leak from the Shadowfell.

3. STATUE OF SHAR

Amidst the fog stands a statue of black marble, carved in the likeness of a cloaked woman wielding twin daggers. Before her kneels a black-robed figure, supplicant and silent. At the figure's feet are the bones of skeletons, barely discernible in the fog that cloaks this place.

4. OLD FRIENDS

Fog and gloom choke the chamber whose walls were once lined with magnificent tapestries that have since been shredded. Tatters lie heaped in a corner, some depicting coastal scenes.

As you wade through the mist, a vision consumes your mind: your eyes fall upon a windy cliff overlooking the rough seas. A noble dressed in adventuring attire turns to you and murmurs, "I cannot mount this expedition without you, Glyster. The Black Jungles teem with horrors no man can face alone."

The noble lays a hand on your shoulder. In his eyes, you see yourself: a regal gentleman whose eyes are the color of freshly worked bronze and whose countenance is creased by frequent smiles. You offer a grin to the nobleman who asks, "We are the best of friends, Glyster, are we not?"

You, this "Glyster," nod. "Aye, Vanrak," comes his voice from your throat. "Aye. Until the end of our days, you and I. You and I against the world."

The nobleman shares his own smile. "May Selûne watch over us and this expedition. To Chult we go. Together, as always."

The scene fades away as your mind reels back into the gloom of this place, the contrast of friendship and darkness stark in your very heart.

5. UMBRAXAKAR'S GIFT

This chamber is decorated with bas-relief carvings of human skeletons—a macabre furnishing indeed. As you wade through that clinging mist, a vision grips your mind!

Your eyes fall upon a jungle steeped in shadow. At a campfire sit several men and women, their expeditionary gear heaped at their feet. Tents loom like leathern peaks over the barren jungle floor. You face a nobleman whose leather gear is wet with mud and bristling with captured thornbuds. Your hand creeps out from your coat as you hand him a polished coral ring.

"A token," you say. Your voice is solid but strange. "...of our friendship, Vanrak."

The nobleman cradles the ring and slips it on his finger. It glimmers with a rainbow of color. "I will treasure this gift forever," Vanrak says, his smile shining in the firelight.

With that, the vision ends. Your mind is hurled back to the gloom of this wretched place.

7. HALLS OF WORSHIP

7A. CRAWLING RATS

As the adventurers approach this chamber, they're sure to hear the cultists' chanting and the squealing rats. When they reach the area, read the following:

The scene is lit by violet flames that burn from black wax. Six cultists kneel together, chanting a single phrase: "Darkness quench the sun. Darkness swallow the moon. We are nothing but the night."

Amidst them is a man draped in rats. Dozens crawl across his flesh, roaming across his body as if it were a virgin countryside. His arms are outstretched, T-posed, his brow furrowed as he endures whatever macabre test of devotion this must surely be.

"Darkness..." he grunts over the squeal of rats, "quench the sun. Darkness swallow... the moon."

Shadowfell shifts should happen rapidly here, each lasting a few seconds.

8. SCINTILMORN'S REST

The fog envelopes you and drapes your mind in a misty wreath. You experience a vision!

The world is black with darkness. Neither stars nor moons hang over the sky. Your boots echo out across throne as your voice shouts, "This is madness, Vanrak! Madness!"

A nobleman looms out of the gloom, whirling to face you, his eyes brimming with madness. He levels at you a longsword whose blade is made of pure sunlight. His voice is like shattered glass: "What have we to gear from darkness, you and I, Glyster? Undermountain is where we belong! It calls to us—can you not hear it?"

Waving his luminous blade about like a lunatic, he continues, "Together we shall see the Moonstar name elevated to glorious heights my father couldn't dream of! Waterdeep will shudder at the very sound of it!"

The last you see is the waving sunlight shed from that sword as the mists sweep in to pull you back to the present.

9. SHADOW VIGIL

Hardly heard above the legion squeal of rats are cultish chants sang in a low intonation and judicious pronunciation, as if their tongues dare not leave any stone unturned: "Darkness quench the sun. Darkness swallow the moon. Darkness claim this dungeon and all that dwell within."

The dread is thick here, a miasmatic mist that kisses at your arms and cheeks, lapping against the shores of your mind as lazily but persistent as the tide.

Multiple Shadowfell shifts should occur here, hinting at the work being done in Area 10.

10. RITUAL CHAMBER

Unity is a powerful force indeed—for gathered here are both brothers and sisters, all petitioning the cosmos in a single, solid voice: "Darkness quench the sun. Darkness swallow the moon. Darkness claim this dungeon and all that dwell within."

Their ritual is about to bear foul fruit: a cloud of fog roils at the chamber's heart. Black lines arc through the ivory cloud like lightning—and in it dance images of a dragon, bronze and glorious, writhing in pain as cloaked figures darken its scales with foul magic. Its anguished cries echo out from the fog, out across the chamber, all while the cultists pray to the darkness they so desperately crave.

Tactics. Any combat here will be short and bloody; against such mighty adventurers, the **cult fanatics** can only hope to score lucky shots. They employ the following tactics in combat:

- Once a cult fanatic falls, becoming a **shadow assassin**, the remaining cult fanatics buff it with spells of *shield of faith* and the like.
- The first fanatic to act casts *hold person* on any target they perceive as weak-willed.
- The second fanatic casts *spiritual weapon*, preferring to attack a target that succumbed to *hold person*.
- The third fanatic casts *command* as a 2nd level spell, demanding that its two targets "flee" or "retreat."
- The fourth fanatic casts *inflict wounds* as a 2nd level spell, preferring a target that succumbed to *hold person*.

11. TUNNELS AND CAVERNS

For once, the *Companion* doesn't suggest contriving a barrier to the next level—for Vanrakdoom is as deadly as it comes. If the party wants to retreat to Level 19, let them.

Should the adventurers flee this place, it won't be they who pay the price but Waterdeep instead—specifically the temples of Selûne and Lathander's most devout. As described above, the cult's plot must be learned by the party by now, so as to add weight to their decision to thwart the cult now or let them be.

15. SHATTERED THRONE

As you gaze across the ruined chamber, a vision slips its way into your brain, rooting itself behind your eyes.

When you blink, the chamber is pristine, glorious. Not yet has that proud throne been reduced to rubble—and slumped within it is a skeletal lord with crimson pinpricks that burn in his empty eye sockets.

"Is this it?" the skeletal lord ponders. "Is this to be my legacy? The legacy of the 'great' Vanrak Moonstar? A shadow king damned to rule these moonless halls, fending off assassins, mad wizards, and ghosts of the ancient dead? Is this all that Lady Shar has to offer?"

Your voice calls out, "Do not lose yourself, Vanrak—"

The skeletal lord bats at the air, casting away the entire world. "No... I have drunk my fill of darkness and loss, old friend."

With that, the vision slips away from you.

17. LOST DWARVEN HORN

Out from the choking mists loom iron hooks set into the walls. Once decorated with portraits, they lie barren, forgotten, red with rust and neglect. Hanging from a hook is a golden war horn encrusted with rubies and sapphires.

As your eyes make out that gilded horn, your mind reels back with a vision of the past. Gone are you from this cramped chamber and instead in a great hall buttressed by six columns. Stone-hewn steps climb to a dais whose far wall is flanked with marble black statues, one carved in the likeness of a cloaked woman wielding a dagger—and the other in the visage of the Mad Mage himself. The two statues glare at one another as if they were mortal enemies.

You look about, noticing that your immense body is scaled and clawed. A hollow voice calls out from the dark, "Give these fools the death they deserve, Umbraxakar!"

You look out: bound to each column is a blindfolded prisoner, six in all, all weeping, all whimpering before their doom. Sucking in a breath, you unleash a blast of shadow that swallows the nearest prisoner—a dwarf. As his body withers away, a shadow rises from his corpse, bowing to the dark. With that bow comes the present, delivering you from the wretched past.

The character that experiences this vision can make a DC 17 Intelligence (Religion) check to identify the cloaked statue as a depiction of Shar. The party may wonder what sort of beef the Mad Mage apparently has with the goddess.

19. HALL OF DEATH

Beyond that shadowed curtain lies a gloomy hall decorated with the bones of the dead and gone. As you step over the threshold, a wave pushes past your body as if you just now dove into a black sea. The world drains away, colorless and forlorn, as dark and foreboding as the depths of the lightless earth.

Make no mistake: you've gone from your world to another, this one empty and wanting. A world without light, without warmth, and certainly without hope. It is hollow—and so too are you, as if your very being has been cheapened by crossing this planar threshold—as if there is a part of you you'll never get back. You know it deep in your bones this merciless truth: things will never be the same again.

DRAGON'S VISION

When a character experiences the vision of the past, read:

The world quivers as a vision swamps over your fragile mind! In it, you're locked in a vicious brawl against a warrior dressed in a mithral chain shirt. His fist slams against your jaw, but you repay him in kind, flattening him against the tiled floor.

"Vanrak!" you cry, disgusted by this violence and eager to see it resolved. "Cease this madness!"

The warrior stumbles to his feet and reaches for a bladeless hilt. With an arcane word whispered from his lips, a blade of pure sunlight bursts forward. "Remember this, drake? Your gift to me? Challenge me again, and I'll carve out that big heart of yours and eat it!"

Your body twists and enlarges, becoming draconic in nature. Your perspective elevates as you look down at Vanrak, your comrade, your brother. "Vanrak!" you cry again. "I'm your friend! Listen to me—*listen!* She's using the pain of your father's death to lead you down the darkest of all paths! For the love of Selûne, turn away from Shar!"

With that impassioned plea, shadows surge in to devour your world and return you to the present.

22. UNDER BLACK SHEETS

Figures loom out from the dark, draped in black sheets. As you pull away a sheet, your mind is gripped by a vision that hurls you back to the dark days of the past.

You stand before a knight draped in a mithral chain shirt, that legendary metal. In his gauntleted hand is the hilt of a bladeless sword. His voice is grave and deepened by sorrow. "This," he tells you, mournfully, "is not the fate either of us deserved. In darkness, we have lost our way."

With an uttered arcane word, sunlight springs forth from the sword's hilt, shedding its golden light across the chamber. The knight, you now see, is a corpse. His face is but bone and his eyes burn with a fire that sheds no light. Likewise, you now see your own form: draconic claws peel at the stone floor; your scales are the color of pregnant shadows.

"I will always love you, my friend," the death knight murmurs. "You and I against the world, remember? You and I... I'm sorry, Glyster."

Before you can act, the death knight drives the sunblade into his own throat, reducing him to dust. The blade snuffs out and clatters to the floor—provoking from your throat an anguished roar that shakes the very foundation of this wretched place and sends your mind back to the present.

25. PRISONER OF DARKNESS

As described in the preamble, Portia Dzuth has been removed from this area to the Deadwood to act as a quest giver for the party. See *Through the Deadwood* for more details.

26. VAMPIRE BOSS

At last you come upon the dark heart of the Cult of Shar: amidst two massive columns lies a wooden table carpeted with maps—and studying them is a pale woman tattooed with a colorless dragon. Behind her looms a furred behemoth, a yeti, imposing and abominable.

The woman gives you a colorless smile. "The Lady of Loss whispered of this day. Welcome, heroes! Welcome to your well-deserved end. All will fall before the Shadow!"

When the adventurers first enter this area, the nine **vampire spawn** laying beneath the fog must make Dexterity (Stealth) checks to remain hidden.

Roleplaying Keresta. As with all other vampires, undeath has scoured away anything good in Keresta's heart. Not even her devotion to Shar can bring her warmth, although it does fill her with pride—that can only be satisfied at the expense of others. Haughty and imperious, she expects to be obeyed by all; disrespect sends her flying into a rage. Only when mortally wounded does her pride abate long enough for her to flee. Draw on any of the following sample dialogue:

- "I was like you once, driven by thoughts of fame and fortune—but I have since found a higher calling."
- "The Lady of Loss has brought you here to become her greatest champions—*my* champions."
- "The Shadow will consume this world!"
- "Hope is a fool's errand."

THE YETI IN THE ROOM

Look, we don't *need* to question why Keresta has a yeti at her disposal—it's Undermountain, after all—but here are some contrived explanations:

- It is a creature with only the statistics of an **abominable yeti**, perhaps crafted from the flesh of exsanguinated victims or a creature from Shar's midnight realm.
- The yeti predates Vanrakdoom; long-lived and humble, it accepted Vanrak as the new master of the dungeon... or saw him as the latest tenant.
- The yeti hails from an entirely different world; it was to be sold by the crew of the spelljammer spaceship on Level 19. When they crashed into Undermountain, the yeti got free and made its way into Vanrakdoom.

DOOM OF A LENGTHY CAMPAIGN

Keresta is haughty indeed, but she's no fool—and so aren't you, the DM. With an **abominable yeti**, *nine vampire spawn*, and possibly a **champion** (Portia, if she's still charmed), this is the deadliest fight the party will have faced in Undermountain. The action economy alone will dwarf even a large party—which probably clocks in at six members at most.

Unless the party uses subterfuge and has a source of sunlight, they're likely to perish here and now. To have Halaster rescue them would be a cop-out, however, so the *Companion* offers some suggestions:

- Keresta offers vampirism to the adventurers willing to serve her. They must prove their devotion first by aiding the attack on the temples of Lathander and Selûne.
- Pit the party on a collision course to face Umbraxakar first—if they're already armed with the knowledge on how to redeem him. With him on their side, the odds will be evened out.

- Reduce the number of **vampire spawn** to four. If the party was accosted by packs of spawn in Area 12, just subtract the 1d4+2 from the nine here.

TACTICS

The party is facing quite the fight; streamline your side of combat with the following tactics.

Keresta. On her turns, Keresta uses the following tactics. She shows no mercy against invaders. "LA" refers to her Legendary Actions.

- As a vampire, Keresta is a glass cannon lacking ranged attacks. Until she's fully buffed (see below), she sticks to the walls or ceilings, out of reach of melee fighters. Thereafter, she wades into combat as an opportunist. She comes into melee on her turn but exits without provoking opportunity via her Move LA.
- Even when wounded, Keresta, in her pride, believes she has the upper hand—until her forces dwindle. It's only if the party ostensibly have a source of sunlight that she begins to fear for her life. If so, she retreats at half her hit points, turning into mist to retreat to A31 via A32. She stays there to regenerate hit points until she's ready to fight again. If her minions are defeated in the meantime, she flees, hiding in the most remote places of Vanrakdoom; she can rebuild her cult later.
- If wounded and stranded between melee foes, she casts *antilife shell* to hedge them out and avoid their melee weapons (reach weapons can bypass the barrier).
- Keresta can still dish out damage while using her turns' actions to cast spells. She makes frequent use of her Claw or Bite LA, but always keeps one charge for a Move LA, just in case.
- Keresta reserves her 4th level spell slots to deal with foes at range by dropping *blights* on them.
- On her first turn, Keresta keeps her distance and casts *death ward* on herself. If Portia Dzuth is present and already charmed, she orders the **champion** to betray the adventurers (no action required).
- On her second turn, Keresta casts *spiritual weapon* using a bonus action, sending it into the thick of the party. It takes the form of Shar's dagger. With her action, she uses her Children of the Night ability to summon 3d6 **giant centipedes**.
- On her third turn, Keresta wades into the melee and casts *spirit guardians* if she's not already concentrating on a spell. If she is, she casts *destructive wave* instead.

Allies. On their turns, Keresta's minions follow these tactics:

- The yeti charges forward, wading deep into the party to act as the frontliner. On its first turn, it tries to capture as many foes as possible in its Cold Breath. On its second turn, it uses its Chilling Gaze on a vulnerable target and follows up with its Claw attacks. Remember that it is a size of Huge.
- The giant centipedes surge forward against low-AC foes in an attempt to paralyze with their Bite attack. Otherwise, they take the Help action to give advantage to other creatures' attacks.
- The vampire spawn swarm the adventurers with wild abandon and block their path to Keresta. They make frequent use of their Spider Climb trait to go around the party and harry the flanks, if they don't just climb over the yeti itself.
- Portia Dzuth sides with Keresta if she's still charmed. On her first turn, she squares off with the party's most formidable warrior. She blows through all of her abilities as soon as possible, such as her Second Wind ability.

32. UMBRAXAKAR'S LAIR

Like Area 26, this encounter is hilariously deadly. Four CR 9 **shadow assassins** and *eleven shadows*, backed up by a shadow dragon? Without sunlight, the party is as good as dead; even with it, few can expect to survive the Strength-draining attacks of the shadows. Consider reducing the number of shadows here if your party lacks these tools.

When the party arrives, launch into the following speech:

You know in your very bones that this was a place no mortal ought to tread. The darkness here is smothering, tyrannical. It clings to your sides, snakes its way into your throat and lays primal dread in your very stomach. You really are nothing more than an up-jumped lizard scared witless by that which lurks in the dark.

And it slithers. In that inky blackness slithers a leviathan, its scales rasping against the stones. The courage in your heart has bled out on the floor and there is only terror left—you try to fight it, to cling to hope and steel, but this dark world has beaten such light out of you.

And it speaks, this darkness. Its voice is midnight hanging over dead woods. It speaks and you listen, the doomed prey lucky enough to hear its own inevitable doom:

"You know as well as I," the leviathan rasps, "that this place will be your grave. I have sensed you since you first stepped foot into my domain. Upon the shoulder of the Shadowfell, I lay in gloom..."

"Join me."

Umbraxakar punctuates those last two words without malice but misery; it is the defeated cry of one who can't ever feel whole, regardless of how many sycophants they manage to surround themselves with—for, in the end, those guests are just as hollow as him.

Roleplaying Umbraxakar. No dragon should go without lines, so draw on the following dialogue:

- "You were fools to come here! To leave the love you once had!"
- "Misery is the currency of our realm! May you die rich!"
- "If only you had turned back... If only."
- "I am the shadow on the moon! I am your end!"

THE DRAGON REDEEMED

If the party successfully redeems Glyster, read:

Moonlight ripples across the dragon's scales as you remind it of the life it once had, the friendship it enjoyed, the memories made and the victories won! You remind him of all that is good and right and worthwhile in the world—a different world than this deleterious plane!

Heaving a sigh of relief, the dragon claws at the stone, as if releasing every toxin left in its body. The darkness slips from his scales, evaporating as shadows that shriek and snarl with disappointment, curling up as smoke. By the gods, it's almost done—almost is Glyster redeemed! With his every shiver, color surges back into the world, banishing the Shadowfell's dismal taint to the pit whence it came!

The dragon shivers, wretches, vomiting out a blood-streaked curd of solid shadows across the stone floor. You watch with rapt horror as the mass *moves* on its own accord—a black placenta that slimes its way across the chamber.

"I..." the dragon sighs. "I... *feel* once again! By the grace of Selûne... I am forgiven—and at last I can forgive myself! It was by no fault of mine that my dearest Vanrak fell to darkness! It was by his own hand that he sought redemption—and so too do I! I am alive! Alive! Begone Shar, goddess of loss! Begone shadow-mine! Begone!"

With a mighty roar, Glyster lances the shadows with a gout of lightning! That mass shrieks and flails as if alive—but in mere moments, all that's left on the floors of Vanrakdoom is a scorch mark. "Come," says the drake, "let us purge this dungeon of the darkness and all who dwell within it!"

If Umbraxakar is redeemed, eliminate all remaining **shadows** and **shadow assassins** in Vanrakdoom.

EPILOGUE

Vanrakdoom is undoubtedly Undermountain's deadliest level. This very well could be the end of your campaign. Should the adventurers triumph, they should gain enough experience to advance half-way to 16th level.

Unlike previous levels, there is no send-off for Vanrakdoom, only silence by the narrator, be it you or Halaster. Let the gloom of the Shadowfell and its oppressive silence be the send-off to Vanrak-doom, which may have witnessed the retreat, doom, or success of the party.

Attacks on Waterdeep. If the party fails to cripple or vanquish the Cult of Shar, Keresta Delvingstone follows through on her plot to assassinate key priests of the temples of Lathander and Selûne in Waterdeep. If the adventurers return to the surface with this news, the right authorities can prepare themselves. If they don't, they learn of these ghastly terrorist attacks when next they visit Waterdeep.

LEVEL XIX: CAVERNS OF OOZE

The cosmos are vast indeed, its secrets and resources ours for the taking ... - Halaster

QUICK NOTES

- Nothing on this level is serious. The *Companion* intends to make it as ridiculous as possible.
- Nothing prohibits the party from quickly advancing to the next level of Undermountain; in fact, they're encouraged to do so by the genies on this level. Thus, they should be introduced to both genies their first time on this level, as well as random encounters. You should aim to leave this level by the end of one session.
- The genies cannot leave their respective areas even if the party gives its rival the phylactery. However, you can lift this restriction to facilitate vengeful attacks on the party. See *Special Events* under *Areas of Note* for details.
- Gargoyles, present in Area 9, cannot be harmed by non-magical attacks from non-adamantine weapons.
- It goes without saying that the genies on this level cannot grant wishes to the party. However, they're certain to imply to the adventurers that they can, in return for a certain lich's phylactery...
- Area 10 is deceptively deadly; if a creature falls prey to the culvert, they *will* drown in ooze as they're swept up in the ooze-river's current.
- If your party is lost and aimless on this level, direct Urm, the mud mephit in Area 4, to them. It can deliver them to both the genies, who give the party the quest to retrieve Ezzat's phylactery from Level 20.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- On L10, the party may have come across altars and statues dedicated to Ghaunadaur, the drow god of oozes and other slimy creatures.
- As described in *Halaster's Game* supplement, the Mad Mage is fond of announcing this episode's sponsor to the audience. The adventurers may have heard the following Transplanar Advertisement: "This episode of *Dungeon of the Mad Mage* is brought to you by the Ghaunadaur ooze-clerics of Undermountain: *fhinala-pekta-een-een-pa-pha! Paaa-pha!* The Church of Ghaunadaur is not responsible for any caustic burns, mutations, or reduction to jelly matter that will definitely occur during or after baptism."
- On L16, the adventurers may have been confronted with proof that there are spacefaring species living out across the cosmos; that there is life among the stars. If they encounter *Scavenger*, you cement this fact.
- The illithids of L17 have a host of orogs under their control; while it's never confirmed in *DotMM*, it's likely they were all survivors of the *Scavenger's* crash and Captain N'ghathrod's starved betrayal.



HALASTER'S GAME

As an immortal magus of great power, Halaster has found himself acting as other higher beings do. Sure, he could take the fight to the lich Ezzat himself, but such a task is beneath him. Like deities and feylords, Halaster has a game of cat-and-mouse to play. That's where the adventurers come in—and, if you play Halaster as the archetypal game show host of *Dungeon of the Mad Mage*, he knows it'll make great TV.

Level 19 excels as a short chapter sandwiched between two dangerous levels of Undermountain. After Vanrakdoom, the adventurers (and players) will need a breather. The party can run through this level passively, perhaps only facing the oozes and orogs scattered across the caverns.

The Chessmaster. The Mad Mage, for his part, is surprisingly silent on this level. He relies on Urm, the mud mephit in Area 4, to push his pawns to Level 20. He should, for once, keep his distance from the party as they entertain offers from the genies.

A Rock & A Hard Place. The party must pick their poison if they agree to the genies' terms. Of the two, Ichthyglug the marid is surely the gentler patron to spurn, for it lacks the minions that its rival has. In contrast, Jarûk is sadistic and cruel. It's backed up by minions that can go where it cannot.

MAXIMUM ABSURDITY

The Caverns of Ooze are already absurd, but it's time to dial that up to eleven. Since the genies already sing, we might as well play some... copyrighted songs throughout the level. Adjust the campaign to better fit a song, such as changing the name of the orog Rukha (see A2) to Gaston for the sake of the song. Otherwise, simply ignore any discrepancies the music may offer.

Several songs are suggested throughout the level with this variant, which can be found online. Play them at the terrible risk of summoning the ghost of Walt Disney.

Knot in the Weave. Spacefaring individuals (such as the pirates from *The Scavenger*) are especially vulnerable to the Knot in the Weave, the very force that drove Halaster insane. Continued exposure has planted seeds of madness in the crew, who now sing just as the genies on this floor do. Or that's how you can rationalize it, anyway.

AREAS OF NOTE

The following areas are of note:

"RANDOM" ENCOUNTERS

The Caverns of Ooze are large but empty. The party *should* face the encounters outlined in *DotMM*, but with added narrative.

HUGE GRAY OOZE

The ooze is best encountered in the tunnel to Level 18. It slides in from A13. Halaster telepathically announces, "This episode of *Dungeon of the Mad Mage* is brought to you by the Ghaunadaur ooze-clerics of Undermountain: *fhinala-pekta-eeen-eeen-pa-pha! Paaa-pha!* The Church of Ghaunadaur is not responsible for any caustic burns, mutations, or reduction to jelly matter that will definitely occur during or after baptism."

The ooze has swallowed 1d4+4 willing Ghaunadaur **cultists**, who are slowly being dissolved. These masochists, however, consider it a trial imposed by their deity. While in the ooze, they are considered restrained. Likewise, they're unarmed and unable to attack. They're simply along for the ride and shout insane gibberings held dear by the Church of Ghaunadaur:

- "Pekta-eeen... Pekta-eeeeen!"
- "Come on in; the water's *pekta-eeen*."
- "It's all *pekta-eeen* in here, my man."
- "Life has many doors, Ed-boy!"
- "Surf's always up with Ghaunadaur."
- "Join us! Free *baklenal* on Tuesdays!"
- "I am one with the ooze; the ooze is with me. One with the ooze, the ooze is with me." (When one cultist says this, the nearest cultist immediately adds, "He is one with the ooze; the ooze is with us. He is one with me; the ooze is with us.")

INTELLIGENT BLACK PUDDINGS

Make the most of the puddings, who can harangue the party throughout the caverns. They should attack at least twice, preferably as the adventurers leave a genie's territory and while near *The Scavenger*.

Maximum Absurdity. If the black puddings hope to return to their true forms, the song *Human Again* from *Beauty and the Beast* would be perfect. At your table, you may see fit to make that change to invoke this variant. Otherwise, the songs *Circle of Life* or *Hakuna Matata* from *Lion King* serve to express the oozes' jubilation. Per this variant, they can still speak, despite being turned into oozelings.

SPACE OROGS

The space orogs are best encountered along the banks of the ooze river, such as in Area 3B, 4, and 5A. They must take care to avoid provoking the genies' wrath and thus won't pursue prey into those territories.

Maximum Absurdity. Driven insane by hunger and the Knot in the Weave, the orogs sing as they fight. In particular, they sing *Can You Feel the Love Tonight* from *Lion King*.

1. THE RESPLENDENT GROTTO...

As the adventurers descend into L19, they should encounter the huge **gray ooze** described in *"Random" Encounters* above.

1C. ICHTHYGLUG'S CAVERN

The air is warm, humid. It clings to your flesh as the scent of the sea overwhelms your senses. Melodic music brings you back to better days, days on the beach and in the surf.

As you round the bend and approach the cavern's heart, an enchanting voice booms, "Welcome to my grotto!"

That's when you see it swimming in a pool of shimmering water: a piscine creature dressed in flowing robes whose cuffs are embroidered with illustrious pearls. You know what you're looking at; the legends have never failed you before. It's a genie, a genie here and in the flesh.

Continue with Ichthyglug's song once you finish with the text above.

Music. By ignoring *DotMM*'s specification that the music playing is harp music, you can use any of the following songs at your table:

- The opening to *Legend of Zelda: Ocarina of Time*
- Two Steps from Hell's *Colin Frake*
- Two Steps From Hell's *Legend of Velkee*
- Two Steps From Hell's *Nightwood* (seriously, the entire album is amazing).

Roleplaying Ichthyglug. The marid is as covetous as the rest of its kin; it's truly a shame that these new, marvelous baubles (the party) must be sent away to retrieve Ezzat's phylactery, as Ichthyglug would like nothing more than to keep them around as trophies and trinkets. Still, the marid is kind and full of mirth, and fond of tranquil music. Whether the party agrees to fetch Ezzat's phylactery, Ichthyglug allows them to rest in its cavern, offering the "freshest of refreshments" (which is water drawn from its native plane). Ichthyglug can also be fleshed out with the following sample dialogue:

- "You must take care, for the lich Ezzat is a master of magic. A handful of heroes like yourself have fallen prey to his dark spells and I have wept each and every time. Should you fall... I will weep for you as well."
- "No doubt the mephit will lead you to Jarûk, that ground-hugging dao, if its minions do not deliver you first to its sandy doorstep. Tread carefully, for the dao are greed-manifest. Trust not its offers, for a usurer never lends money it has no intention of reaping interest on."
- "...afterwards, you may join me in my coral palace in the depths of the Plane of Water. Together we can enjoy such lavish luxuries like olives, perfume, flayed eels, music, and the like. You can check out at any time, though you can't ever leave..."
- "The ooze that so superfluously fills these caverns comes from the Swamp of Oblivion: the border between the pristine Plane of Water and that muddy realm that is the Plane of Earth. It is a dismal place, an affront to the very senses! I mean, can you imagine it! Purest water tainted by soil and earth and conceit!"

Maximum Absurdity. If using this variant, play the song *Hawaiian Rollercoaster Ride* from the film *Lilo & Stitch* and use it to voice Ichthyglug's desire to return home. *Under the Sea* from *The Little Mermaid* is also a fitting song to describe the Plane of Water's mystical beauty.

Ichthyglug's Quest. When the genie propositions the adventurers to retrieve Ezzat's phylactery, he of course does it in song. Read the following, while keeping in mind that the author of the *Companion* is as tone-deaf as they come.

I've been pressed into service!

Can't you help me so?

Below here lairs a lich,

Did ya happen to know?

See the Mad Mage... he's got a grudge!

That lich has got to go!

Ezzat's his name, a real mean fella!

Oh, can't you help me so?

Venture there for me!

Return with his phylactery!

I'll reward you, I swear!

Loot beyond satisfactory!

So, what say you, pal?

You reap what you sow,

Riches can be yours!

Oh, won't you help me so?

2. SPACE OROGS

Unlike *DotMM*, the space orogs should be hostile but hesitant to attack the party. Rukha has more to gain by treating with the outsiders at first, namely in the form of rations. Meanwhile, her men circle around the party to attack if they prove less than generous.

Roleplaying Rukha. Rukha speaks Common—or rather, a strange dialect of it spoken by spacefarers. Her companions follow suit. When she first interacts with the party, it never even occurs to Rukha that they might not know of space travel and it would shock her to learn otherwise. Calm, civil, and level-headed, she may surprise adventurers with an unkind opinion of the average orc. You can draw upon any of the following sample dialogue to help shape the story she feeds the party:

- "We were laying low in the planet's orbit, far outside the eyes of Johnny Law, when a portal opened up before the ship. Our captain saw it as a boon—and fearing that the constables were on our tail, we took it. All readings suggested we'd end up on the edge of the solar system. Instead, we crashed in this dismal cavern."
- "Much of our crew hails from Wheeled H'catha, farthest orb from the sun. Nothing on this earth or the next will convince me to go back; I'd rather die a brigand than live under a beholder's lash."
- "Captain's an illithid. One of the good ones, I suppose. Or was, before he started to starve. When he ran out of pickled brains, he turned on us. Look, I know a rabid dog can't help but bite, but I don't have to just give it an arm. We high-tailed it outta there."

- "Without the spelljamming helm, our craft's dead in the water. When we crashed, some old-timer flashed into the Bridge, snatched it, and disappeared as fast as he came in. Saw it m'self, an' I'll remember his fearsome battle cry 'til the end of my days: 'Yoink!'"
- "You don't know what a spelljamming helm is? What are you, straight primitive? The helm is a high-backed ornate chair attuned to the very stars. A magus sat upon it can traverse a million miles in a matter of hours."

Maximum Absurdity. With this variant, the song *Gaston* from *Beauty and the Beast* should be played as the adventurers overhear a conversation between the orogs in which they praise Rukha (or "Gaston" if you see fit to change her name) prior to their arrival.

3. OOZE THERE?

3A. THE GREAT OOZE MARCH

The ooze meanders in a lazy river throughout these stinking caverns. As you tread upon its banks, the surface ripples! You instinctively ready for another peculiar confrontation—but the ooze has other plans. It coalesces into a conga line of strange, geometric beings: modrons.

These modrons, however, are not native to that distant plane of Mechanus. Forged from ooze, they clasp their hands upon each other's sharp-angled shoulders in brotherly love. They march onward, making little progress against the ooze-river's current, but still they sing in camaraderie:

"The modrons go marching one by one, huzzah, huzzah. The modrons go marching one by one, huzzah! Huzzah! The modrons go marching one by one! The little one stops to share a pun, and they all go marching on!"

"The modrons go marching two by two, huzzah, huzzah. The modrons go marching two by two, huzzah! Huzzah! The modrons go marching two by two! The simple ones stops to tune its axiomatic-mind lest it defy its basic programming—and they all go marching on!"

If left unchecked, this song reaches thirty-six before the ooze-modrons collapse back into goo.

4. THE WEEPING EYE

The ooze-river's tide is strongest here, and you can see why: the river begins not from deep underground, but from a floating orb of murky slime that weeps ooze into the cavern. It floats above the tide, two armlengths in diameter.

When the adventurers reach the "M" on the map, read:

You sweep your gaze across the fetid river, catching sight of ripples that originate from the bank. You squint, making out the shape of an imp made of mud. It's absentmindedly poking the surface of the ooze with a stick.

Urm is bored to tears; if it wasn't already compelled by a *geas* spell to see Halaster's quest fulfilled, it'd approach the party itself, flying above the river if not diving into its foul depths.

Roleplaying Urm. Urm belongs on a farm—which is what the Swamp of Oblivion is most like among the Inner Planes. It starts just about every sentence with "boy" or "lemme tell ya." It's an ungrateful being, prone to blaming others for its woes. You can draw on any of the sample dialogue to share its tale:

- "Boy, lemme tell ya a tale. There I was, minding my own business in the Swamp-'Blivion, when a sorta flood swept me out and into the Material Plane. Suddenly, I'm pressed into service by some old man by his gods-damned *geas* spell, forced t'be messenger and punchin' bag to two genies, both of 'em held up to some bargain with the same magus that bound me. Neither can hold a tune. I'm Urm, by the way."
- "Per my *geas*, I'm to act as messenger 'tween the genies bound here. Mostly I'm sent to spirit along insults."
- "The dao roosts in that direction. Name's Jarûk. Lives in a sandpit, tended to by living boulders and gargoyles. Cruel as the rest of its kin, no matter how civil a smile it wears."
- "Ichthyglug 'the Volum-nous' as it calls itself, is a marid lairin' in the grotto thatta-way. Loves flattery more than anything' else, but don't you dare enter its pool."
- "Neither Jarûk or Ichthyglug can leave their d'mains. They're bound there by the same magic of the magus as I am. 'Til they get some lich's phy-lak-to-ree, they can't return to the Elemental Planes. Way I see it, they's desperate."

6. CAVE WITH A VIEW

As you trudge through ankle-deep ooze in another otherwise nondescript cavern, you spot a gargantuan cuttlefish through a gap in the wall.

You're so distracted by this oddity that you trip and fall into the muck. But when you clear the ooze from your eyes, that fish is still there—an utterly *massive* cuttlefish stranded in Undermountain. As you peer through the gloom, agog and confused, you make out finer details: the oddity is actually an entire vessel carved to resemble a cuttlefish. Its eyes are portholes and iron rivets line its sides. There are no sails, no oars, but you're certain it's a ship of some kind—which begs the question: what sort of moron models a vessel after a *cuttlefish*?

7. STANDING GATE TO LEVEL 21

Floating before two crystalline menhirs is a beholder, silent and brooding and patient. The air is thick with strange spores that meander about in the sour air.

Maximum Absurdity. Honestly, at this point, even the demons ought to be singing. As they look like a mockery of apes and boars, they sing *I Wanna Be Like You* from *The Jungle Book*. Those that listen to the entire song and compliment the demons' singing are rewarded with the command word needed to open the arcane gate. Otherwise, they attack.

8. THANKS FOR THE MEMORIES

While the adventurers are in this area, they should experience every memory the **gas spores** can offer. These memories are described in Area 7. If you don't want to inundate your party with them now, just have them harmlessly inhale spores throughout the level without the danger of facing an actual gas spore.

9. HIGH GROUND

When the adventurers encounter the gargoyles, read:

Out from the dark comes the thunderous beating of wings on stale air and the scratch of stone on stone. They emerge from the gloom as a single flock: gargoyles brandishing outlandish grins on their stony faces.

Their leader lands before you and renders to you a deep bow. The gargoyle babbles in a language that sounds like stones getting it on. It bears an air of hospitality.

While this spectacle unfolds, you spot a sixth gargoyle flying away, towards the cavern's rear, but whether it's as a messenger or tattletale, you do not know.

The gargoyles, proud but amicable servants of Jarûk, treat the party as honored guests.

Gargoylic Insult. If the gargoyles deign the party as fools, one hurls an insult in Terran: "Your mother was a mephit and your father reeked of fireberries!"

10. CULVERT

As with all deadly traps, this one ought to be made apparent.

Maximum Absurdity. If a character falls prey to the culvert, the ooze itself sings *A Whole New World* from *Aladdin* as they're scraped against dagger-like stones and drowned.

11. THE GLITTERING CAVERNS...

11B. JARÛK'S CAVERN

This cavern is wall-papered in violet crystals that gleam with a rainbow of light, blazing brighter than the fiercest stars of the night sky—and without any darkness to diminish their light. It's as if you've walked into the stomach of a geode. At its heart is a pit of sand.

Music is everywhere, reverberating off of every stone and rock of this place, rolling through the cavern like an invisible force. As you listen, mesmerized by the drums, the sands stir. A voice booms, "Welcome to my cavern!"

Out from the sand pit looms a creature whose flesh is stone. Its features are humanoid, but its eyes are twin topazes that gleam with the fury of the sun. Dressed in a robe of soft-worked golden-scales, you recognize the creature from legend: a genie of the Plane of Earth... a dao in the "flesh."

Roleplaying Jarûk. Jarûk keeps to an imperious tone, as it's used to being obeyed. All dao are cruel by their very nature and Jarûk is no exception. It will only ever see "lesser" creatures as pawns to its own ambitions; the adventurers are just the latest stock of pieces to be moved across its chessboard. You can flesh out the dao with any of this sample dialogue:

- "When I am freed, I will return to the Plane of Earth. To my call will my vassals flock, their levies raised and armed. And I *will* return here to teach that impetuous mage the price of arrogance. He will taste the fury of the Earth—and when his broken body is lain at my feet, I will lean down to whisper the slur he first addressed me with long ago when I was ripped away from my palace: "Howdy."

- "Ezzat is a cunning foe, indeed. In undeath, he has found the strength and safety of the earth, burying himself in a stalagmite tower decorated in runes. These runes... they sing. I hear the song as I ponder the mysteries. The 'Runestone,' as the mage calls it, is a tremendous font of power. I often wonder from which dao-lord it was stolen from, for it is impossible for a mere mortal to create such an impressive crystal."
- "These caverns are filled with the blood and strength of the Plane of Earth. I speak, of course, of the ooze that clogs the subterranean arteries of Undermountain. It hails from the Swamp of Oblivion, a frontier blessed with charitable donations from my kin on the Plane of Earth. It is the duty of the strong to bolster the weak, is it not? And so, we give graciously to our neighbors in the Plane of Water, adding to their empty lives the soil and salt of the earth—to give them purpose and pride. Are we dao not generous as we are regal? Ah, but the short-sighted marid can only balk at a gift, much like an ape does when handed a hammer."

Maximum Absurdity. If you utilize this variant, play *Prince Ali* from *Aladdin* when the adventurers first meet Jarûk (changing its name, if necessary). It's heralded by a parade of gargoyles, galeb duhrs, medusas, earth elementals, and more.

Alternatively, you can play *I Just Can't Wait to be King* from *Lion King* to describe Jarûk's tragic history and ambitions on the Plane of Earth. If freed from Halaster, Jarûk will return to its kingdom to reclaim the throne of its sire from its rivals, which was stolen long ago.

Jarûk's Quest. When the genie tasks the party with retrieving Ezzat's phylactery, he of course does so in song. Read the following, while keeping in mind that the *Companion's* author is as tone-deaf as they come.

Listen! Listen well!
 This ain't my kind of town.
 This ain't where I get down, dig?
 That Mage's got me bound!
 Now I've a job to do!

Ezzat: lich! Liar!
 He lairs just below
 in a place that I can't go!
 So, believe me when I say,
 I've got a job for you!

I know not the Mage's grudge
 But 'til Ezzat's gone,
 I can't budge!
 So, handle this for me!
 Get me that phylactery!

Scour that tower
 for the lich's jewel,
 and my debt you'll accrue!
 I promise all in my power!
 If only this job you'll do!

Rock Music. Yeah, we're really leaning into the rock puns. Consider the following songs to play:

- Metallica's *Orion*
- Ozzy Osbourne's *I Don't Want to Stop*
- The Scorpion's *Rock You Like a Hurricane*
- Led Zeppelin's *Immigrant Song*
- Kiss's *Rock'n'Roll All Night*
- Twisted Sister's *I Wanna Rock*
- Deaf Election's *Never Get to Me*

12. GHAUNADAUR SHRINE

When the adventurers arrive here, they witness a new cleric being transformed into an ooze. In addition to the three intelligent **black puddings** are six **cultists** and a **cult fanatic**, gathered in prayer as a seventh cultist receives "Ghaunadaur's" blessing before the statue. The cultists are still human, but parts of their bodies have become amorphous. Some have ooze-tentacles for arms, others viscous pools of ooze for eyeballs. The cult fanatic is missing its nose, which has been replaced with a blue pit of ooze that ripples with every breath he takes. Read the following:

Just when you thought you were done with cultists, you hear a familiar chanting floating throughout the depths: "*Fhinala-pekta-een-eeen-pa-pha! Paaa-pha! Fhinala pekta-eeen!* One with the ooze, one with the earth! One with the ooze, one with the earth! Ghaunadaur swallow us *pekta-eeen* and make us whole!"

As you creep forward, hiding among stalagmites, you see them: assorted freaks dancing before a shrine in sputtering torchlight. One of their number kneels before a statue carved to resemble a lurching ooze-creature, its dozen clawed arms out-stretched to welcome this new supplicant.

These freaks are horrors unto themselves, half-dissolved into abominations. You make out a brute with an ooze-tentacle for an arm, a ragged young man whose eyes weep black ooze, and more. These fanatics have been forever marred by the ooze they so clearly worship.

As the party watches, the statue shivers and moves. It embraces the seventh cultist with its clawed arms and drenches him in opaque slime. In the sheen of it, one lucky adventurer can glimpse the grinning visage of Halaster Blackcloak himself. When the statue finishes vomiting, the cultist is missing—but from the ooze on the floor emerges a new **black pudding** (added to the three already here). The cultists go wild, cheering and hooping with calls of "*Pekta-eeen! Pekta-eeeen!*"

13. THE SCAVENGER

After their foray to the Crystal Labyrinth, the party should now know that there are spacefaring cultures out there—but *The Scavenger* truly cements the truth by proving that strange, steel ships can cross the stars—and that it is *the party* who are primitive beings.

When the adventurers near the ship, Halaster telepathically whispers to them. Read the following:

Words worm their way into your brain, drawing out the familiar rasp of Halaster Blackcloak:

"No one would have believed it if I told them that our world was being watched keenly and closely by intelligences greater than man's—but not mine—and yet as mortal as his own. If only they could see what I have seen, heard what I've heard, tasted what I've touched. The cosmos are vast indeed, its secrets and resources ours for the taking, if only we could put aside our petty differences and—"

A strange sound consumes your brain: the sound of metal rapidly striking brass. The ringing pounds across your head, drawing tears. The Mad Mage grunts, "Sorry, gotta take this—my regards to Captain Hook!"

Once the party get onto the ship, the four **gray slaadi** approach them under the guise of orogs. They have orders to bring guests to their captain in A13G. They won't take "no" for an answer—for they can't actually disobey N'ghathrod, who possesses their control gems.

Roleplaying N'ghathrod. Desperate to cut a deal, N'ghathrod can be cowed into submission. Alas, tigers can't change their stripes and still the mind flayer hungers. Like a pissy housecat or domesticated zombie, it extends its tentacles threateningly at an opportune moment in a vain attempt to devour a person's brain. Proverbially spraying N'ghathrod with water causes it to back down... for a time.

You can use any of the following sample dialogue:

- When it enters combat, N'ghathrod unsheathes its rapier and telepathically snarls, "Avast, ye rock-bound priss!"
- "We were cruising at a steady 45-million knots when the portal opened; I saw it as salvation... a fool I was. It spat us out on this primitive world, in the depths of the black earth. I know not by what magic we were brought here, but I know who stranded us: an old man by the initials of "H.B." He left them in the dust."
- "When the mage appeared, it was without flash nor fan-fare. One moment he was just there; and with a single arcane word, he worked terrible magic! I will remember it 'til the end of my days as I work to replicate it for myself. That spell... That *word*. It fills me with dread and wonder: "Yoink!"
- "You must recover the spelljamming helm! We cannot die on this rock! Come with me, and you will see worlds of pure imagination! We will cross the stars together!"

Maximum Absurdity. Under this variant, Captain N'ghathrod and its four **gray slaadi** sing *The Elegant Captain Hook* from *Peter Pan*. They begin when N'ghathrod offers the adventurers the chance to join his crew and traverse the stars—if they manage to find his spelljamming helm. Using divination spells, the arcanist knows that it's "hundreds of leagues" down, deeper in the earth, in a sanctum radiating with arcane magic. When it offers the party a ride across the stars, if they recover the helm, N'ghathrod sings *Pure Imagination* from *Willy Wonka*.

15. STANDING GATE TO LEVEL 17

When the adventurers arrive here, they find 1d4+3 space **orogs** scratching their heads at the Standing Gate. Read the following:

You hear the chatter of Cockney accents as you stroll through this corner of the caverns. Several orcs are gathered about, each scratching their head or voicing doubt. At last you see it rising from the muck: one of Halaster's arcane gates. Two pillars share a lintel upon which an arrow symbol has been carved.

"That's rubbish, Gregorel," an orc grumbles. "Sure as the turn of the worlds, there's no way we need a gods-damned arrow."

Another orc grimaces. "Y'know nothin,' you wain o' an orc. Shoot an arrow through, see what happens."

"Where are we even gonna get an arrow?"

"On *The Scavenger*."

"I ain't goin' back there," the orc grunts. He casts a look at his brethren. "Anyone else?"

The remaining orcs shake their heads, firm in their solidarity.

The orogs attack the party only if the party fails to provide the solution to the standing gate. Their "leader" is named Gregorel. They speak in a strange dialect of Common used by spacefarers.

16. TUNNEL TO LEVEL 20

Since the adventurers are expected to play ball with the genies, this tunnel is undefended. If the party has yet to meet either (or both) of the genies, either one can use their elemental magic to block the tunnel. Ichthyplug floods it with his water curtains, which turn solid when a creature tries to pass through. Jarûk prefers to collapse the tunnel.

The voice of whichever genie blocked the tunnel floats out, urging the party to meet them in their respective lairs for a "quest of a life-time."

Heads Up. Ezzat, the lich of L20, has trapped Area 1 with a *symbol* spell. It can't be discerned without a DC 20 Intelligence (Investigation) check. The first character to cross over it triggers the spell's death effect and must make a DC 20 Constitution saving throw or take 10d10 necrotic damage. On a success, a creature takes half damage.

SPECIAL EVENTS

You can run either of the following encounters on this level when the party returns with Ezzat's phylactery.

DAO-DADDY BEATDOWN

This event can only occur if you allow Jarûk to roam this level after Ezzat's phylactery is instead given to its rival, Ichthyplug. The dao can sense when its rival escapes to the Inner Planes or is informed by the party's decision by Halaster.

Forever condemned to this drag of a dungeon, Jarûk cuts the party off as they try to leave this level by gate or tunnel. Jarûk won't rest until they've been beaten into a bloody pulp for their insolence. Its cruelty and mastery over the earth certainly makes Jarûk the more dangerous of the two genies.

Wrath of Khan. Jarûk can sense whenever the party returns to this level. When the dao marshals its minions and moves to intercept the party, it chooses any of the following areas to stage its attack, utilizing the terrain to their advantage:

- Area 1: Jarûk collapses the tunnel leading to Level 18 and sends its six **galeb duhrs** rolling towards the party.
- Area 5B: Jarûk's six **gargoyles** boil out from the chasm to accost the party; they attempt to drop the adventurers into the 20-foot-deep pit, which may still be inhabited by intelligent **black puddings**.
- Area 7: Jarûk positions its two **medusas** in the cave's alcoves to petrify the party as they open the gate.
- Area 15: Jarûk seals the two tunnels to Area 13; its six **galeb duhrs** emerge from the water to attack.
- Area 16: Jarûk collapses the tunnel to Level 20, using the same tactics it would in Area 1.

Tactics. Jarûk employs these tactics:

- Jarûk travels and hides within the earth, courtesy of its Earth Glide feature. It uses this to surprise foes from below or aside and to move without provoking attacks of opportunity, save from any foes within 5-feet of its initial descent into the earth.
- Jarûk has several spells at its disposal, but nearly every one requires its concentration. Thus, it relies more on a good thwacking than magic.
- Before engaging its foes in combat, Jarûk casts *conjure elemental* from within the ground, summoning an **earth elemental**, which can also move through stone and soil thanks to its Earth Glide feature.
- To corner a foe, Jarûk can cast *wall of stone*, separating the party. It then takes a maul to that stranded foe.

MARID MELTDOWN

By default, Ichthyglug is bound to its cavern, even after Ezzat's phylactery is given to its rival. You can lift that restriction to facilitate this event. Now bound forever to Undermountain, Ichthyglug seeks revenge against the party for freeing Jarûk. It can sense when the dao leaves (or Halaster telepathically taunts the marid). Given the opportunity, Ichthyglug attacks the party when they return to this level.

Attack of the Cray King. This stony world isn't the marid's oyster, but it can still utilize the viscous ooze-river to attack the party. Only the arcane gate in Area 5B is inaccessible from the nearby river. While it can still attack on dry land, Ichthyglug prefers to utilize watery terrain. It lacks for reinforcements, as opposed to Jarûk's minions, who are vast and mobile.

Tactics. In battle, Ichthyglug employs these tactics:

- Ichthyglug prefers to stick to watery terrain, using the viscous ooze river to its advantage.
- Before combat, Ichthyglug summons a **water elemental** with *conjure elemental*.
- As a master of water, Ichthyglug can envelope the six **swarms of quippers** from A1 in floating spheres of water, allowing them to attack on dry land or from within the ooze.
- The ooze-river obeys Ichthyglug's call, allowing it to use *control water* on it. The ooze *does* come from the mesh of the Planes of Water and Earth, after all.

EPILOGUE

This level is intentionally short and sure to see the return of the party, unlike others. If the party didn't square off against any antagonists, they shouldn't level up to 16th level. Only if they deliver Ezzat's phylactery should they receive the experience. Alternatively, if they defeated N'ghathrod *and* slaughtered any oozes on the level, you may level them up.

Send-Off. You can cap off your session with the send-off below. Unlike other levels, the send-off is the same whether or not you're running the Halaster's Game variant presented in the *Companion*. The send-off likewise has little to do with Level 19 and more Level 20, as Halaster details his relationship with Ezzat—although, it's seeded with lies.

THE SEND-OFF

When the adventurers leave for Level 20, read the following:

The Mad Mage's grave voice pipes up within your mind, stained blue with regret. "Ezzat," he rumbles, as if to himself. "Ezzat... My dearest Ezzat. If only he had not spurned my offers. What a jewel Dweomercore could have been under his stewardship... What could have been..."

Your mind swims as a vision swamps your senses. In it, you see a human with sharp cheekbones—Ezzat; his name is heavy on your lips—frolicking through ghostly meadows, arm in arm with Halaster Blackcloak himself. Together the two unleashed goutts of fire and lances of lightning—but soon Halaster trips into a pit that falls deep into the earth. And when Halaster throws out his hand for Ezzat to catch him, the magus instead looks to the east, across the meadow to a priest whose silent lips seem to shout, "Turn back from this evil path!"

And when Ezzat looks again to Halaster, hanging there on the edge, does he reach out for Blackcloak? Does he brace himself against the earth to take the Mad Mage's weight? No, no he does not. And so, the mage falls deep into the darkness—into Undermountain, where he has fumed ever since.

Your vision rocks back to the present; your mind hazy. What you saw... Surely it was not literal, but how much of it was a lie?

LEVEL XX: RUNESTONE CAVERNS

"Join me, and together we can cleanse Undermountain of Halaster Blackcloak once and for all," - Ezzat

QUICK NOTES

- This level is a confluence of several factions, especially if you utilize every addition here made by the *Companion*:
 - The Shadowdusk Expedition (added to the tunnel leading to Level 21)
 - The Myconids (Area 4)
 - The Duergar Raiders (Area 7)
 - The Gentlemen Bastards (Area 3)
 - The Stonecloak golems as background
- The Stalagmite Tower *does* count as Ezzat's lair, raising his CR to 22. While the party would be wise to draw him out, he *should* be fought in his lair—and with an Intelligence score of 20, nothing will convince him otherwise, not even his dear pseudodragon familiar, Ipses.
- Ezzat's tower can only be accessed by the front door, which is trapped by a spell. Teleportation spells and spells similar to *passwall* fail to breach the tower, which is also immune to all damage.



HALASTER'S GAME

Imagine the life of an immortal, nearly omnipotent magus condemned to boredom and insanity. Such is the life of the Mad Mage, whose station is far above a mere mortal's. Such elevation comes with new rules and expectations obeyed by fey lords, deities, fiends, and other otherworldly entities.

The short of it is this: Halaster could take the fight to Ezzat, who has so audaciously set up shop in the heart of Halaster's demesne, but he cannot. That's just not how higher beings *do* things. And so, Halaster has a game of cat-and-mouse to play. He *must* use his pawns—adventuring parties—to dispatch Ezzat; his very pride and dignity as a higher being hinges on it.

Halaster's Enmity. We know nothing wounds the Mad Mage more than betrayal. Jhesiyra's disappearance, which Halaster likened to desertion, still haunts Halaster. That Ezzat spurned him before and even *returned* to usurp him cuts Halaster deeply. His very ego has been tattered—for isn't it *he* that is meant to use and throw away mortals?

The *Companion* dials up Halaster's attachment to Ezzat; he loved the man as if they were brothers—and no scorn is worse than that of a brother betrayed.

Conflicts & Distractions. There are a number of potential conflicts on this level to entertain your party with; stealing Ezzat's phylactery should overshadow these distractions. A cunning party ought to utilize some of these conflicts to draw out the lich from his lair. These conflicts are:

- The Stonecloaks vs. Ezzat (and everyone else).
- The duergar (unknowingly) vs. Gorka Tharn, the duergar mummy lord. The *Companion* also pits them against Halaster's precious snail in Area 8.
- The Shadowdusk Expedition, led by Akarrrh (contrived by the *Companion* to be opposed to the myconid colony in Area 4, as well as Ezzat).
- The Gentlemen Bastards vs. the party and Ezzat.

Dramatized Visions of the Past. You can seed this level with melodramatic visions that detail the spirit of the Mad Mage's and Ezzat's relationship. Each is an allusion to a famous movie from our world. Whenever the party enters a new area, you can roll a d8 and use one of the visions below. If you get the same result, Halaster telepathically grumbles, "Man, I hate reruns."

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following when running this level:

- The *Retrieve a Runestone Fragment* quest offered by Jalester Silvermane. For retrieving a fragment, Jalester promises his friendship—and the young captain has friends in high places.

Throwbacks. So late into the campaign, you want to remind the adventurers of their past exploits. It's recommended that you bring back the following characters if they've had any meaningful interaction with the party:

- On L6, the party met duergar of Clan Ironeye, led by the half-duergar Skella, during their raid on the Lost Level. You can include them here (see Area 7 for details).
- On Levels 7 & 8, the party may have met the Gentlemen Bastards, an adventuring party added to the campaign by the *Companion*. They fell prey to both the bullywugs and nagas of Slitherswamp but can reprise their roles here.
- As noted in the Epilogue, you can link this level to Level 7 by having Maddgoth make a return if the party clears Ezzat out of the Stalagmite Tower. By the time they return from L19, the **archmage** (or **lich**) may have already taken up residence in the tower.
- On L13, the party may have encountered a ruined myconid colony and its sovereign, Chanterella. The *Companion* added other survivors, which were taken as living cattle by the hobgoblins. You can include these survivors on this level or replace its sovereign with Chanterella. See Area 4 for details.

DRAMATIZED VISIONS OF THE PAST

d8 Vision	
1	Ezzat clings to a cliffside on Level 15, dangling above the molten chasm carved by Netherskull. "You were the chosen one!" Halaster shouts. "You were meant to bring balance to Undermountain! Not leave it in darkness! You were my brother, Ezzat! I loved you!" Ezzat then loses his grip and falls into the chasm.
2	Halaster is dangling upside down from a golden chain in Maddgoth's Castle on Level 7. He tells Ezzat, "You just couldn't let me go, could you? This is what happens when an unstoppable force meets an immovable object."
3	Ezzat unleashes a storm of <i>magic missiles</i> against Halaster on the rooftops of Alterdeep (the simulation of Level 17), who leans back, dodging each and every one at lightning speeds. From the adventurer's perspective, time slows down as the missiles sail past Halaster.
4	Halaster and a young Ezzat are on Level 13; Halaster has a strange contraption in his hands. On a horseless carriage made of iron sits a dog. Halaster tells Ezzat, "When this baby hits 88 miles an hour, you're gonna see some serious shit." As the chariot animates and races forward, Halaster prevents Ezzat from jumping out of the way. Just before collision, the chariot disappears, leaving tracks of fire. Halaster begins to dance and shout "88 miles an hour!"
5	Ezzat and Halaster are dueling with flaming swords on a rope-bridge spanning a gaping chasm. The Mad Mage gets the upper hand and severs Ezzat's sword hand. "There's no escape," Halaster warns. "Don't make me destroy you... Together, we can bring order to the world. You've never known the truth, have you? Ezzat... I am your father!" Ezzat then gives him an incredulous look and says, "No you're not!" Halaster shrugs, caught, and says, "Okay, I'm not, but you get my point. C'mon, let's wrap this up and get back to business." Ezzat then peers down the chasm and, after a moment's hesitation, lets go. As he hurtles into the abyss, Halaster cries out in faux-paternal pain.
6	A catatonic Halaster is wrapped in a spider silk cocoon. Ezzat cradles him, crying out, "Master Halaster! Don't go! Don't go where I can't follow you!"
7	Halaster brandishes a <i>wand of magic missiles</i> at Ezzat who bears one of his own. After a shootout, Halaster strides up to Ezzat and says, "I know what yer thinking: 'Did he fire two shots or only three?' Well, to tell ye the truth, in all this excitement, I forgot myself. Well, bein' this is a <i>wand of magic missiles</i> , the cheapest wand in the world, you better ask yourself, 'Do I feel lucky?' Well... do ya, punk?"
8	Halaster bursts into a hearth-lit room on a stormy night, waking up a young Ezzat in his bed. Trembling, Ezzat clutches at the blanket, his nightcap damp with sweat. Halaster breaks into a grin and shouts, "Yer a wizard, Ezzat!"

DEALING WITH EZZAT

The adventurers should start this level already knowing their objective: find Ezzat and steal his phylactery. Their best bet is to fight the lich outside his lair, but Ezzat is loathe to leave his sanctum. Drawing him out will surely require either holding Ipses, the pseudodragon, hostage or staging a distraction or pitting another faction against Ezzat, such as the Shadowdusk Expedition, duergar, or the Gentlemen Bastards (see below). You as the DM surely *do* want Ezzat to be fought in his lair.

Roleplaying Ezzat. Evil has corrupted Ezzat's soul, as it does any lich's, but still he believes his cause to be righteous. He pities Halaster, referring to him as "the Mad Dog of Undermountain." Putting down that rabid hound has become his sole mission. At the heart of this self-righteousness is a faint ember of love for Halaster that yet glows.

While Ezzat's time in Undermountain isn't exactly spelled out in *DotMM*, we can assume he's been here for at least half a century—for that's how long the two drow vampires have been trapped in his black sapphires (see Area 15), unless he's traveled with them in his pocket. Over the years, Ezzat has faced 2d6+7 adventuring parties, most of which were sent by Halaster. At this point, Ezzat finds no pleasure in entertaining them and considers them nuisances. He's quick to call adventuring parties rude—which, from his lips, is a grave insult.

Liches are inherently evil but portraying an evil character can be taxing or tiresome. Since the *Companion* dials up *DotMM*'s absurdity to eleven, consider roleplaying Ezzat as a posh, frustratingly polite individual full of "umm's" and "ah's." You can draw upon any of the sample dialogue below:

- When someone has truly irked him, Ezzat calls their behavior "unacceptable."
- Ezzat is quick to concede arguments with a sheepish "fair enough."
- When the adventurers seem intent on harming him, Ezzat calls such violence "quite unnecessary."
- "Leave me to my books and let yourselves out!"

Tactics. As a mighty spellcaster, Ezzat utilizes the following tactics in combat; his quick wit allows him to think clearly through any shock the party might give him. With a spell save DC of 20, his foes will be in for quite a challenge. "LA" refers to Ezzat's Legendary Actions.

- If Ezzat is expecting a fight, he begins with *mirror image* and *globe of invulnerability* already cast upon himself.
- If Ezzat is fought inside his lair, he tries to make his way to Area 22B (via *dimension door*, if necessary), where an enchanted statue in his likeness stands. Its antipathy effect (from the *antipathy/sympathy* spell already cast upon it) can frighten creatures, preventing them from reaching Ezzat (as frightened creatures cannot willingly move closer to the source of their fear). If they are still within 5 feet of Ezzat when they fall prey to this effect, he knocks them back with a *thunderwave* spell so that they can't come closer to him.
- Ezzat is *very* liberal with his *shield* spell, using it every turn if he can. Since he can regain spell slots every other round from his first Lair Action option—and *shield* can be upcasted, despite not having a higher-level-benefit—he has no reason not to. At a minimum, he regains a 1st level spell slot from the Lair Action, fueling another *shield* spell.

- If the adventurers demonstrate a preference for hard-hitting lightning or force spells, Ezzat makes his way to Area 20 (via *dimension door* if necessary) to drink a *potion of lightning resistance* or *-force resistance*, if not both. Doing so requires an action.
- While in his lair, if Ezzat expects a bruising, he resorts to his second Lair Action to link himself to his own attacker—or, worse, their healer.
- While in his lair, if Ezzat needs to punish a ranged target, Ezzat uses his third Lair Action.
- On his first turn, Ezzat opens up with *power word stun* to temporarily remove one adventurer from the fight.
- With his first LA, Ezzat uses Frightening Gaze on a non-spellcaster, disadvantaging their attacks. He then puts distance between him and that target, since the frightened target cannot willingly move closer to the source of its fear. Afterwards, Ezzat uses his last LA this turn to cast *ray of frost* against a melee combatant.
- On his second turn, Ezzat casts *mirror image* if he isn't already under its effects. He then wades into the melee and, at the next opportunity, follows it up with a Disrupt Life LA.
- On his third turn, Ezzat is likely to be wounded, but so too will his foes. He shocks a weakened target with a *finger of death* spell, adding a **zombie** to the mix if his foe is slain. See Appendix B for its statistics. If this does occur, he then follows up with a Paralyzing Touch LA; he then directs the zombie to attack that target; it will have advantage on its attacks and will automatically score a critical hit on a hit.
- Once Ezzat is mortally wounded, he unleashes a *power word kill*. Before then, he's loathe to expend his greatest spell slot against the party, fearing that greater foes—like Halaster—might be lurking in the shadows, waiting for an opportune moment to strike. Once near death, however, he knows he cannot afford to let the survivors rummage around so close to his phylactery.

THE GENTLEMEN BASTARDS

Added by the *Companion* in *Halaster's Game*, L7, and L8, the Bastards are an adventuring party that the players may already be familiar with. If the Bastards didn't die on L8, or were never met by the party at all, you can add them to this level. The Bastards too met the genies of L19 and hope to cash in the lich's phylactery before *finally* leaving the dungeon for good.

As Allies. If the Bastards were rescued by the party on L8, or never met at all, the Bastards greet the players with open arms. They're loathe to take on a lich by themselves and welcome any aid they can get. They're resting in Area 3.

As Enemies. So late into the adventure, it's very possible that the Bastards are already hostile to the party. Reasons abound:

- If Grel Momesk, their leader, is dead or gone, Jocelyn of Daggerford has seized command. Unless she believes the party can be duped into helping them, she sets up an ambush for when they leave Ezzat's lair.
- If the party spurned them, such as by leaving them to their fates on L8, the Bastards ambush them; their goal isn't to kill the adventurers, only steal the phylactery.
- If the party has attacked or betrayed them before, the Bastards are out for revenge and stage an ambush—the phylactery be damned. See *The Gentlemen's Hello* special event for more details.

THE BASTARDS

The Gentlemen Bastards are cautious opportunists who only enter fights they're sure they'll win. While Grel Momesk and Ilinar are alive, the Bastards tend to lean towards NG. However, without Grel, Jocelyn quickly pushes the remaining Bastards towards evil.

The Gentlemen Bastards consist of:

Grel Momesk, a LN human champion. Grel seeks the riches necessary to lift his family out of poverty. The Bastards tolerate his occasional mistakes and fragile temperament.

Jocelyn of Daggerford, a NE human **warlock of the archfey** in service to the Queen of Air and Darkness. Hers is a quest to discover the secrets of Undermountain, namely the Knot in the Weave. She was once a member of the Fine Fellows of Daggerford (see L2) but was kicked out for being too "unsettling." She's fond of using enchantment magic to get what she wants or to diffuse a situation.

Perlos, a NE halfling **assassin**. Although the name attached to his many crimes varies, he's wanted in Waterdeep, Baldur's Gate, and Neverwinter. He joined the Bastards to escape his life of contract killing; he hopes to retire to the countryside a rich man. At night, he's haunted by those he's murdered for coin. As a halfling, Perlos has the following additional traits:

- He has a speed of 25 ft. He is a size of Small and can move through the space of any creature larger than his size.
- He has advantage on saving throws against being frightened.
- Whenever he rolls a 1 on an attack roll, saving throw, or ability check, he can reroll the die; he must use the new roll.

Ilinar, a NG moon elf **war priest** devoted to the elven god of war, Shevarash. He is a veteran, former mercenary, and even served in the Waterdeep City Guard. He's crass and impatient. His holy symbol is a broken arrow over a teardrop. As an elf, Ilinar has the following additional traits:

- He has darkvision with a range of 60 ft.
- He has advantage on saving throws against being charmed and magic cannot put him to sleep.

THE SHADOWDUSK EXPEDITION

Only briefly mentioned in *DotMM*, the Shadowdusk Expedition is further fleshed out on this level and can be utilized by the party to breach Ezzat's tower or draw the lich from its lair. Since the penultimate level of *DotMM* features these lunatics, it's important that the party meet Akarrth now to gain further insight into his family and their dealings.

Servants. Along with his aberrations, Akarrth is attended to by 2d6+4 **cultists** and 1d6 **cult fanatics**. They're essentially cannon fodder. If they're interrogated by the adventurers, they can reveal any of the information below (any clause marked with an asterisk is something added by the *Companion*):

- The Shadowdusk family, who seek to "become one with the Void" are intentionally trying to burst into the Far Realms on L22. Last they heard, progress has been going "swimmingly."
- The Shadowdusks are cursed with both genius and insanity—"two sides of the same coin, really," laments the cultist.
- The Shadowdusks are allied with Halaster, who acts as a sort of patron to their escapades. Those that seek to elevate themselves through the family can cut through seniority and inheritance rights with his favor. To that end, it's logical that Akarrth would oppose Ezzat so as to curry favor with the Mad Mage.*

- Akarrth is in a loose partnership with a beholder named Gz'zarp. They're in heated arguments day and night but seem to have a grudging respect for each other—"well, as much respect can be possible between an eye tyrant and a mad tyrant," says the cultist. Their most feverish argument was on the correct amount of alfredo sauce for pasta when one person is hungry and the other is just "feeling peckish."* Since this, all expedition personnel have been forbidden from mentioning alfredo sauce or wood peckers.
- Akarrth intends to capture the myconids of Area 4 to use as test subjects on Level 22. He wonders what influence the Far Realms will have on sentient, fungal creatures.*

MEETING AKARRTH

The expedition is camped out in the tunnel that leads to Level 21. Their camp is quite literally a camp, with tents fashioned from strange, violet flesh dotted with still-blinking eyes the size of acorns and corncobs. The gazes of cob-sized eyeballs, in particular, follow nearby characters.

Roleplaying Akarrth. It can be cumbersome to roleplay a lunatic. Akarrth's madness manifests in the following flaws, which you can use to guide your portrayal of him:

- "I can't die; my story is not yet over."
- "Unseen enemies lie in every shadowed corner. They're after me. Always after me."
- "Ethics cannot stand in the way of science."

Halaster's Game. If you're running the *Companion's* game show element, then Akarrth is already familiar with the party, having caught a few episodes on his scrying orb. He's keen on shaking hands with these impressive individuals. Madness and ego have deluded him into thinking that they'll never harm *him*—after all, he's not a part of the show, right?

An Alliance of Convenience. If confronted by the party, Akarrth's first tactic is to dangle an alliance before them, claiming to know all about Halaster's "beef" with the nearby lich. He has no love for his pet aberrations and servants and is willing to hurl them at Ezzat's tower to save his own skin—or to accomplish his goal of kidnapping the myconids of Area 4. If Akarrth has it his way, the myconids will be delivered to his camp in chains before his forces march on the Stalagmite Tower. Only Gz'zarp refuses to attack the tower.

HOW THE TABLES TURN

If Akarrth is mortally wounded, the beholder Gz'zarp wastes no time in overthrowing his reign. It has long resented the Shadowdusk family and will take this opportunity to carve out its own demesne in Undermountain, seizing the expedition's forces as its inaugural class of underlings. These underlings obey it under the imminent threat of disintegration.

Gz'zarp cares not for mortals' "petty squabbles" and won't oppose Ezzat. "I've no nothic in this fight," the beholder is quick to say.

AREAS OF NOTE

The following areas are of note:

1. DESICCATING SYMBOL

When the party enters Level 20, read the following:

Down into the earth you venture, hounded by the shrill calls of the Mad Mage. But these shrill calls are not his usual shrill calls; for once he isn't trying to haggle with a cabbage vendor. Nay, now his shrill calls share a single name: "Ezzat!"

Sometimes he shouts the name, other times, he whispers or cries... but in the darkness, when your torchlight sputters out for just a moment, he whispers the name with longing. "Ezzat," he whispers. "Ezzat." You can taste each syllable: "Eh-Zat," but you feel in your heart a third syllable: silence. A silent syllable of loss that trails into the shadows.

Down into the earth you go, until at last the tunnels straighten out and deliver you to a cavern that weeps lazy water. In the distance, you hear the pounding of stone against stone. There is something here... an air of unease and wanting. Power, too.

The last sentence hints at the existence of the *symbol* spell. Remove it at your own discretion. Once the spell is triggered, read the following:

The air cracks like thunder! The stench of death wafts through the earth, bubbling out like an invisible miasma! Your very life force staggers in the presence of such power, and as you stumble to your knees, ghostly skulls float about you, howling, cackling! Each shares the same sunken face, and you know in your heart that this is the face of Halaster's dreaded foe, the lich Ezzat.

Halaster's voice crowds its way into your mind: "See? See? Do you not see his treachery everywhere like I? Do you not feel his spite in your very bones! Strike him down for the good of the world! For the good of man, for the good of good itself! Find him, find Ezzat, *find* him!"

2. MAD GOLEM'S LAIR

Thunderous blows echo across the otherwise empty caverns, stone pounding against stone. As you round the bend, you see a sight most curious: a mobile mass of jumbled torsos, limbs, and heads—all fashioned from stone—wailing on a golem carved in the likeness of the Mad Mage himself. Instinctively you know to call this golem a "Stonecloak," as if informed by magic.

The multi-armed, multi-headed behemoth beats down on the Stonecloak in mute fury. The Stonecloak tries to reason with it, speaking in a language of blinks, but the behemoth ignores its pleas! The Stonecloak throws up its hands in fealty, but the next thunderous blow sends it reeling! And when the Stonecloak tries to crawl away from its assailant, all negotiations at a stand-still, the behemoth snatches the golem's ankles! Its every head shakes simultaneously, silently pronouncing "Not today!"

The behemoth heaves! It ho's! It whips the Stonecloak into the wall! *Crack!* It reels back! *Crack! Crack!* You watch the stony face of Halaster lose its nose! A gash the size of your arm gapes across its chiseled cheek!

If the party intervenes for some reason, they can save the Stonecloak, earning its gratitude; it then serves as their guide and vouches for them to the other golems in the caverns. If the party doesn't intervene, read the following:

Crack! Crack! There goes an arm! *Crack! Crack!* The other arm! Good gods above, the carnage! Oh, the stone-
manity!

Heaving a silent sigh, the behemoth drops the Stonecloak to the floor and *pants* as if strained by this labor. Dazed, the golem sits there, cradling its battered head—but then... oh, but then the behemoth rallies, snatching at Halaster's stony lips. It pries them apart as the golem flails helplessly! You hear the crack of stone bones as the behemoth begins to tear apart the golem's head—and in that head shines a light, you see, an ivory light!

With a terminal groan, the behemoth snaps open the golem's head and reaches deep into its brain, plucking out a fragment of a gemstone that shines with luminous magic. Every head on that jumbled behemoth smiles as it swallows the gem. It shudders with ecstasy and begins to attach the severed limbs of its victim to its jumbled body, which quickly fasten on its form.

3. SUNKEN PARADISE

The cavern gapes with a gash that falls deep into the earth. Pebbles scatter and fall into the abyss as you near its edge to peer down into the depths. Soft violet hues color the otherwise tenebrous depths and crimson lights slowly meander across the dark, adding to the illumination. Fungi and fire beetles, you reckon. This soft light dances on the surface of a subterranean lake, the nearest bank of which you can see is dotted with huts and other empty structures.

Surely this must be a trick of the Mad Mage. There's no doubt that this sunken paradise is truly a trap waiting to be sprung.

THE GENTLEMEN BASTARDS

If you include the Gentlemen Bastards on this level, they're already resting here. How they react to the party depends on their past interactions. Because it's so late in the adventure, the *Companion* cannot anticipate who among them are even still alive. Refer to the descriptions above. If they're on good terms with the party, they offer to team up with the party to get Ezzat's phylactery. If not, they pretend as if they have no idea the lich even exists—and immediately begin plotting an ambush. See *The Gentleman's Hello* special event below for details.

4. MYCONID COLONY

4B. FRIENDLY SOVEREIGN

The sovereign can offer several quests to the party if they've the time or interest to help the colony.

Previously On... On Level 13, the hobgoblins had torched a myconid colony. Only its sovereign, Chanterella, survived. The *Companion* added survivors, who were taken as living cattle by the hobgoblins. You can replace Floot with Chanterella so as to show a familiar face to the party, provided they actually met Chanterella and helped it.

Enemies Without. The myconid colony is beset by both gargoyles from Areas 8 & 9, and the Shadowdusk Expedition. Akarrrh intends the kidnap the fungalfolk and bring them to L22 for further experimentation. The sovereign asks the adventurers to eliminate these cultists. When it does so, read the following:

The sovereign looks at you with its strange eyes. The air is thick with those special spores that grant you a rapport with the fungal creature. Its voice rings softly through your head: "There are others that have come here, not for the deathlord in the tower, nor the rock demons. They have come for us. There is an evil far below us now, a cancer in the earth—and it is they who have let it fester. I fear that this world and a stranger one are about to be wed and that we, if lucky, will merely be witnesses to it all. For us, for everyone, rid these caverns of those lunatics. Even now I can sense their budding madness..."

Opposing the Shadowdusk expedition, however, removes them as a potential ally in the fight against Ezzat. The party must decide whether to defend the defenseless or leverage those lunatics against the lich.

Sunken Paradise. If the adventurers have found Area 3 and inform the sovereign of its existence, it attempts an exodus from Area 4 to Area 3, believing that the colony will be safe there. The sovereign asks the party to escort its people there. Such a task will take over an hour, given how slow the myconids are. While in transit, they're attacked by the Shadowdusks, whose forces consist of Akarrrh, the **archmage**, two **cult fanatics**, 1d4 **cultists**, a **grell** and a **nothic**. If he's reduced to half his hit points, Akarrrh flees, leaving his minions behind if necessary.

5. GIGGLING CHASM

Look, by now we've had enough of Halaster's ghostly giggling and we can't waste an opportunity to detail Halaster and Ezzat's relationship. Instead of giggling, the chasm plays out one of the dramatized visions of the past, preferably #1 from the table.

6. LAIR OF THE MUMMY LORD

In case it wasn't clear, this entire area counts as the lair of Gorka Tharn, the duergar **mummy lord**.

6A. TOOTHY MAW

When the party reaches this area, they're filled with a sense of dread. Read the following:

There is no breeze here; the air smolders in monotony. The little lizard at the back of your brain seems to shiver, as if your most primal instincts can sense a danger your "advanced" brain cannot. The lizard sticks out its forked tongue, tasting the air of this place and deeming it too eerie to remain in. It withdraws back to its hidey hole at the base of your head.

You *want* to bait the party into casting spells here to awaken Gorka Tharn. Methods include:

- Ipses, Ezzat's **pseudodragon**, flies through, chasing after a lizard or rat.
- The Gentlemen Bastards are already hidden in the area. Contest their Dexterity (Stealth) checks against the party's passive Perception. An altercation here is likely to produce several spells.
- The **duergar** raiders from Area 7 are exploring the area.

Whenever a spell is cast, the spellcaster is filled with a sense of dread, and hairs on their arms stiffen.

6C. MUMMY LORD'S CRYPT

It isn't clear in *DotMM* where exactly Tharn's body is located, only his preserved organs. Assume he is sleeping beneath the piles of treasure.

Roleplaying Gorka Tharn. Gorka Tharn is a loud-mouthed, melodramatic, narcissist. The first thing he does when awoken is shout in Dwarvish, "*I liiiiiive!*" which echoes throughout Area 6. He never demeans himself by speaking anything but Dwarvish—and if others can't understand him, so be it. Other than when he announces that he's alive again, Gorka Tharn only ever refers to himself in third person. You can draw on the following sample dialogue (in Dwarvish):

- "Kneel before Tharn, first and last of his name!"
- "We all have masters—and Tharn is yours."
- "Death is the gift of the gods! Milk it for all its worth!"
- "And so you come to the lair of Tharn... May it be your last regret!"
- "You would defy Tharn so jubilantly?"
- "Tharn shall be your redeemer!"
- "Everything's coming up Tharn!"

Tactics. In combat, the **mummy lord** employs the following tactics. Even without his eight **mummies**, he's a considerable threat to the party. Many of his abilities can hamper them long after Tharn is dead. "LA" refers to his Legendary Actions.

- Tharn uses his first Lair Action on the third option, inhibiting spellcasters until the next round. He switches between that and the second option throughout combat unless the party tries to flee. As noted in his statblock, he can't use the same Lair Action two rounds in a row.
- Tharn *wants* to be in the thick of his foes, as so many of his spells and abilities are Areas-of-Effect. He stops at nothing to accomplish this, using his movement or his Whirlwind of Sand LA to get within 10 feet of several characters.
- On his first turn, Tharn snaps out a *harm* spell. He then follows up with a Channel Negative Energy LA. At the next opportunity, he follows up with Rotting Fist LA.
- On his second turn, Tharn casts *guardian of faith* and positions the spirit 5 feet away from him. At the next opportunity, if he's in melee range, he unleashes his Blasphemous Word LA, thus trapping his foes between a rock and a hard place. He follows this up with another Rotting Fist attack LA or a Blinding Dust if he's injured.
- On his third turn, Tharn casts *insect swarm* on a point that doesn't include him but does include his *guardian of faith*. He intends to have a trifecta of effects going on at once: these two spells and his LA's. Any creature within this area is gonna have a bad time. At the next opportunity, he uses his Channel Negative Energy LA. He follows it up with another Rotting Fist LA.
- When at Death's Door, Tharn casts *contagion* against the nearest, lowest-AC character as revenge.

Maximum Absurdity. If you'd like an absurd tone for your session, consider dressing Gorka Tharn in a bright red robe; when he and his eight mummies are together, he sings Michael Jackson's *Thriller*.

7. CRYPT RAIDERS

When the adventurers reach this area, the duergar are in a heated discussion. Assuming an adventurer speaks Dwarvish, read:

"Damnit, Klom! I've had enough of the snail! Cease prattlin' about it!" snarls a dwarf.

Wounded, another dwarf replies, "It's shell glitters gold! Ye can imagine, can't ye, the favor we'll earn with Fazrian!"

"Tell ye what I *can* imagine, Klom! Bein' reduced to bloody pulp by the 'goyles and golems 'tween us and the snail!"

PREVIOUSLY ON...

If your party ventured to Level 6, they'll have met the duergar raiders of Clan Ironeye, led by Skella, a half-duergar. It's suggested that you add her here; after getting lost in Undermountain, her raiders joined up with the duergar on L21.

This accomplishes two things: it links the current level with a past escapade of the party, and it gives them an "in" with Prince Valtagar on the Terminus level.

On L6, the duergar plundered a Melairkyn temple dedicated to Dumathoin, a god of secrets and miners. The *Companion* added **invisible stalkers** loosed by Halaster to torment the duergar, which the party may have tangled with. Additionally, Skella may have attuned to the Heart of the Mountain (a site in the temple), allowing her to cast *divination*. If so, she asked "What fate awaits my people?" What she saw was to be determined by you; however, it was suggested she foresaw the party's treachery, or the duergars' demise as a punishment by Halaster for not slaying the party.

Roleplaying Skella. If you add Skella to this level, follow these guidelines, altering them to reflect her past dealings with the party. Skella, unlike other half-duergar, feels no need to prove herself to her kin; she rose to her station through merit alone and has the confidence of her men. While she's as dour as most other duergar, she has an obsession with artistry and beauty—an obsession she doesn't bother hiding. As a lawful person, she's a woman of her word and keeps her end of all bargains.

How Skella treats the party is determined by both you and their past actions. If the party worked with Skella before and did not betray her, she greets them well. If they did, her men greet the party with drawn weapons; Skella demands they remove themselves from the area.

Having already been to the Terminus Level, she can provide any of the information the duergar here normally would, including the name of the exiled prince that the duergar serve: Valtagar Steelshadow, younger brother of Deepking Horgar Steelshadow V of the city of Gracklstugh. After a humiliating ransom, Valtagar attempted to foment war between the duergar and drow. To keep the peace, Valtagar was exiled by the Deepking. Now Valtagar hopes to buy his way back into his brother's good graces with Undermountain's mithril and wealth.

Skella's Statistics. On the Lost Level, so long ago, Skella was but a **duergar**. After surviving Undermountain's horrors, she has since risen to a **duergar warlord**. Her men, likewise battle-hardened, now have the Brave trait: they have advantage on saving throws against being frightened.

Skella's Motive. The raiders' goals remain unchanged, even with Skella and her men added to the level. The raiders want to plunder the shrine of Laduguer in Area 6C (ignorant of Gorka Tharn) and earn Fazrian's (the planetar of L21) favor. Skella and her men, however, intend to worm their ways into Valtagar's good graces. Despite his termagant of a wife, Skella intends to seduce Valtagar and harness his influence as her own. Like all duergar, she is unaware that Valtagar's wife, Stalagma, is secretly a steel dragon (**adult silver dragon**) in disguise.

8. MADE OF STONE

8D. GOLDEN HAUNGHARASSK

The *Companion* offers three humble changes to this otherwise unimportant snail: it has the statistics of a **flail snail**; the duergar raiders hope to steal it; and it's worshipped as a messiah by the Stonecloak golems.

Flail Snail. Haungharassk's new statistics can be found in Appendix B. Ignore the statistics described in *DotMM*.

Raiders. Having learned of the snail, the duergar hope to steal it away for the same reasons they hope to raid Area 6. If the adventurers clear Areas 8A-C of foes, the duergar creep in to snatch up the snail—although it's likely that they perish to it.

Golden Messiah. In times of trouble and political upheaval, the Stonecloaks make a pilgrimage to this area, bowing before Haungharassk and pleading for its divine guidance. These pleas are, of course, met with more silence, leaving the golems unsatisfied until someone insists it heard the snail speak and that those that could not hear its regal voice are fools and heretics that deserve to be purged. They defend Haungharassk with their lives.

11. WEIRD MAGIC

11A. HAMMER TIME

Look, it's the dungeon of the *Mad Mage*. You're more than welcome to play MC Hammer's *U Can't Touch This* as the party fights the golem. Just for good measure, have an apparition of Halaster dance nearby during the song. Characters that copy the dance (via a successful DC 15 Charisma (Performance) check avoid the golem's wrath.

13. RUNESTONE CAVERNS

13A. MAIN CAVERN

A sterile, blue-white light paints this cavern and its many stony teeth, as if a dentist has set up shop far below the earth. Its light sheens off every stalactite and stalagmite, every dripping drop of water that falls from the ceiling. That sterile light wipes away every shadow, reveals every nook and cranny; it banishes the secrets from this place, letting the truth rot for all to see.

At the heart of it all twists a massive stalagmite crowned with a glowing crystal within which floats a red rune—a pupil, almost. Caves lead off into the dark, but you pay them no mind. The floor is strewn with the broken remains of golems, which point towards that stalagmite, as if they threw themselves against a lethal force that extolled from them the ultimate price.

SURVEILLING THE TOWER

If the party decides to surveil the tower, the hours pass slowly before anything or anyone emerges. Structure this as a series of choices, after which they see the results of their surveillance:

1. When the party chooses to surveil the tower, an hour passes, granting them the benefit of a short rest. Nothing emerges from the tower.
2. Choosing to continue, two hours pass. At one point, a **stone golem** meanders into the cavern; contest the party's Stealth checks against its passive Perception score. If they go undetected, the golem approaches within 10 feet of the tower (as far as the wards placed by Ezzat allow) and rails silently at it, protesting against the lich. This lasts for about twenty minutes before the golem lumbers back into the dark, satisfied with its work.
3. Forty-five minutes later, Ezzat lets out Ipses, the **pseudo-dragon**, to feed. After fifteen minutes, Ipses returns to the tower and Ezzat shuts the door.
4. An hour after Ipses returns, 1d4 **cultists** and one **cult fanatic** from the Shadowdusk Expedition come to inspect the tower. This inspection lasts five minutes, after which the cultists hightail it back to the tunnel to Level 21, where Akarrth has set up camp.
5. Thirty minutes later, the Gentlemen Bastards arrive to scout out the tower. They creep around its base for two minutes and then hunker down in Area 13F to plot their next move.

14. THE RUNESTONE

The Runestone is comparable to the Eye of Sauron in *Lord of the Rings*. When they at last approach the tower, the Mad Mage peers through the Runestone but does not say a single word. Read the following:

You creep towards that Stalagmite Tower, bathed in the blue-white light of the Runestone above. You're tense: with dread, with anticipation. A showdown with a lich is no trivial matter. You push away the doubt, but it finds a way to crowd back into your mind, drowning out reason, drowning out hope, drowning out the dawn. The Runestone watches over you, its sterile light almost calming—until suddenly it twists crimson.

You flinch, a rat caught on the floorboards—surely it must be a spell of the lich Ezzat! The Runestone's light paints the cavern crimson, but before you decide to hide, flee, or gun it, you see in the Runestone's heart a familiar symbol: the personal, purple rune of Halaster Blackcloak himself. It gazes down upon you like an immense, fiery eye, perceiving all before it.

But no fire comes, no lightning. The rune... the rune *winks* at you—and you know that the master of Undermountain has wished you luck against dreaded Ezzat! Halaster has given you his blessing!

15. OUTER DOOR AND FOYER

In terminal silence, you approach the stalagmite tower. The air is thick, as if the caverns themselves have deigned to hold in a breath on your behalf.

There's only a single door to this lich's lair: a doorway carved with a bas-relief of a human skull, a black sapphire embedded in each eye socket. The skull is grinning a grin that stretches too far to be human. Your eyes flick up to a message carved into the lintel: "GO AWAY!" These words of unwelcome ring throughout your ears, repeated inside your mind with growing alarm.

If the adventurers trigger the trapped **vampires**, read:

As you push against the door, the twin sapphires begin to glitter! Without a sound, they unleash a flash of light—and when at last you blink away that blinding pain, the causeway to the tower is shrouded in mist—a sudden mist streaked with crimson veins.

The mist rapidly begins to condense, outlining two elven figures, gaunt and doubled over in apparent agony.

The vampires appear in unoccupied spaces within 10 feet of the outer door. Once they've reverted to their true forms on the second round of combat, read the following:

Throughout the mists beat twin heartbeats that quickly wither into silence. The elves' translucent forms solidify. What you notice first are the fangs—vampires!

The first elf stretches, cracking every vertebrae in its spine. "Half a century imprisoned in an opal!" he shouts!

"Sapphire," corrects his counterpart.

"What?"

"Sabatene, we were in sapphires, not opals."

This "Sabatene" gives his counterpart an incredulous look. "What difference does it make?"

"Well, geologically speaking—"

"You shouldn't speak with your mouth full, Tebran!"

"My mouth isn't full?" Tebran stammers.

"Then shut up and fill it!" The vampire bears its fangs and lunges at you!

16. ANIMATED STAFF

Amidst a cozy nook, sandwiched between a gameboard and the door, floats a staff carved from glacial ice.

The staff continues to float, seemingly inanimate, in the center of the room, hoping that a creature tries to touch it (and thus bewitching them). Otherwise, it attacks as they attempt to leave the room.

Statistics. See Appendix B for the **animated staff of frost's** statistics.

Roleplaying the Staff. The sentient staff can speak Common! It is a haughty creature that believes itself due for a great destiny, so long as it faithfully serves the lich Ezzat for a time, for however long it deigns, for it is free to leave of its own accord is it not—for it is an imperial creature, fully dressed in the regalia and authorities befitting a king! Or, at least, that's how the staff views itself. You can draw on any of the following dialogue:

- "It shall be a cold day in the Nine Hells before I submit to you—*cold*, get it? Ha! Don't you get it! You get it, right? You do? Great! Now die." (The staff is likely to cast *cone of cold* immediately after this.)
- When the staff casts *ice storm* or *wall of ice*, it says, "There's snowplace like home!" or "It's easy to become *ice-olated* in these depths..."
- "You don't like my genius puns? How *cold* of you."

17. LICH'S STUDY

Thanks to his *alarm* spell placed on the tower's door, Ezzat will already be aware of the party, unless they went to the pains of casting *dispel magic* on it. When the party arrives, treat it as a cutscene. Let Ezzat have his say then jump straight into combat. Read the following:

At last you see him, dreaded Ezzat, the lich that has rattled even the Mad Mage. His gaunt, skeletal form is hunched over a desk piled high with dusty tomes of ancient lore, reading by the light of candles made from the skulls of rats. His voice is like gravel:

"Yet another party of fools sent to their deaths by the Mad Dog of Undermountain." The lich heaves a heavy sigh and turns to face you. Twin spokes of blue fire blaze in his eyeless skull. "Can you not see the futility of your quest? Can you not hear that dog howling in the distance, cackling, chortling? I need not ask this more than once: turn back on your path. Cast off your shackles. Free yourselves from the Mad Mage."

Ezzat's next words fall with all the impact of hail on a grey day: "Join me, and together we can cleanse Undermountain of Halaster Blackcloak once and for all."

If the party declines Ezzat's invitation to conspiracy, he sighs and says, "So be it. Let's get this over with."

Tactics & Roleplaying. See the preamble for this chapter for Ezzat's tactics and roleplaying tips.

19. EZZAT'S SCRYING MIRROR

The scrying mirror here should always be fixated on the false-Halaster, otherwise the party will miss it. However, if the party fights Ezzat here, Halaster ends his trick and allows the mirror to view him directly. He sits on his purple marble throne within his tower on Level 23. Read the following:

Amidst the carnage, the nearby scrying mirror bubbles over with static. Gone is the image of Halaster sweeping and in its stead is the Mad Mage himself seated on a violet throne. His personal rune glows behind him, carved into the wall.

"Yesss," the Mad Mage purrs. He pushes himself to his feet, shouting, "Yes! Strike him down! Strike down the Betrayer! Strike him down and let this world *know* a brother's scorn!"

On every subsequent round, Halaster gets closer to the "camera" of the scrying mirror until his face is pressed up against it, every craterous pore and liver spot gaping on its surface. By then, Ezzat looses a blast of lightning at the mirror (no action required), destroying the mirror so that maddened voyeur can't watch his demise.

23. EZZAT'S PHYLACTERY

The stone lid groans, opening upon a cave—or, rather, a chamber meticulously carved by magic to resemble one. It glitters with a sky's worth of tiny stars, each a crystal fragment. Beneath this starry sky is an ornate silver box—and guarding it is a six-armed maiden whose torso ends at a serpent's body! Your mind reels against her shrill cry: "Years burdened, but no more! No more!"

SPECIAL EVENT

You can include the following special event:

THE GENTLEMAN'S HELLO

This event only occurs if the Gentlemen Bastards are added to this level and if they're opposed to the party for whatever reason. You can, however, replace them with another party.

Whether it's for revenge or to nab Ezzat's already-stolen phylactery, the Gentlemen Bastards stage an ambush they lovingly call "The Gentleman's Hello." Assuming that their adversaries will be returning the phylactery to the genies on Level 19, the Bastards hide in the tunnel leading to Area 2. Ultimately, their goal, once the attack begins, is to push the party back to the chasm in Area 3.

Variants. If your version of the Bastards are loathe to fight the party, they retreat to L19. Jocelyn casts *seeming*, disguising one Bastard as a genie and the others as medusas (if they suspect the party will turn in the phylactery to the dao) or as water genasi. To see through this illusion requires a DC 15 Int. (Investigation) check made as an action. If the ruse is blown, the Bastards either hightail it or fight.

Tactics. During the ambush, the Bastards employ these heavily-rehearsed tactics:

- For the purpose of this ambush, Jocelyn (**warlock of the archfey**) has the One with Shadows eldritch invocation. She can use an action to become invisible until moving or taking an action or reaction. Before the party arrives, she casts *silent image* (which she can cast without using a spell slot) to paint the tunnel to Level 19 as if it were blocked by a rockfall. She remains invisible nearby, concentrating on the spell. This, hopefully, gives the party pause. To discern her illusion requires a DC 15 Intelligence (Investigation) check made with an action.
- Perlos, an **assassin**, waits behind the rockfall illusion. He has already made an Investigation check to see through it. He is hidden behind the illusion. On his first turn, he fires off a poisoned light crossbow attack against the party, possibly surprising them. Once Grel Momesk or Ilinar have waded into the melee, Perlos joins in, making two shortsword attacks per turn and utilizing his Sneak Attack feature.
- On her first turn in combat, Jocelyn drops concentration on *silent image* and casts *conjure fey*, summoning a **yeth hound** (see App. B), loosing it on the party.
- On its first turn, the **yeth hound** uses its Baleful Baying ability. Since it's friendly to Jocelyn and her allies, the Bastards are unaffected. Creatures that fail the Wisdom save must run from the hound; the hound tries to force the party south towards A3 where Grel Momesk and Ilinar are waiting.
- Grel Momesk (**champion**) hides out of sight in the tunnel to Area 2. Once Perlos has kicked off combat, he storms into the area and flanks the party. If a character is at the edge of the chasm in Area 3, he takes the Shove action. Characters that fall into the chasm take 20d6 damage from the fall.
- Ilinar (elven **war priest**) hides with Grel; on his first turn in combat, he casts *crusader's mantle*. He stays within 30 feet of Grel, Perlos and the yeth hound. He blasts clumps of foes with a *flame strike* spell. Once the party has been routed to the chasm in Area 3, he casts *spirit guardians* and tries to block off any escape. For most of his turns, he pairs *healing word* with the Attack action.

EPILOGUE

Defeating a lich is no easy task; doing so advances the party half-way to 17th level. Soon enough, they'll have 9th level spells at their disposal.

Back to Level 19. If the party returns to Level 19 to turn in Ezzat's phylactery, the opposing genie attacks them. See the *Companion's* previous chapter for details on this attack.

Send-Off. You can cap off your session with one of the send-offs below; one is written for if the party failed or didn't bother to steal Ezzat's phylactery; the other assumes they completed the quest, in which case you should deliver it after the party turns in the phylactery to a genie on Level 19.

THE LICH ROBBED

With an air of victory all around you and the phylactery handed off to your benefactor, an image of Halaster steps out of the wall as if it were a door. His hands are greasy. So is his hair; it's all slicked back with a foul-smelling grease. His smile is just as greasy and he beams it at you like torchlight.

"Well, well, well, *well* done!" Halaster shouts, his voice thundering across the cavern. The image wavers with static. "My dearest contestants, my *friends*, my *stars*. Ezzat'll never live this down. In fact, he'll never live again!" Halaster throws back his head and cackles with delight. He doubles over and slaps his own knee. "No longer shall he plague my thoughts! No longer shall I weep at the memory of what once was and what could have been! No longer will I need to remember the brother I so loved and cherished. No longer..."

The image of Halaster rapidly begins to fade, first losing all color, then definition. "No longer... must I feel human. No longer must I feel at all..." The image sobers, giving you a blank look. His eyes go wide with the realization of it all. The Mad Mage blinks—once, twice—and by the third time, he's gone to lament the loss of one he loved so well.

After this, ideally at the start of your next session, the party should have to face the wrath of the genie they've just condemned to an eternity in Undermountain. See *DotMM 19* for details.

THE LICH UNTOUCHED

Your mind rings with heavy silence, as if you've fallen prey to a curse of tinnitus. The sounds of the world around you are hushed and colorless, distant and faint. You try to speak but can hardly hear your own voice. The ringing thunders against your ears to the tune of your own heartbeat; the very blood pulsing through your ears becomes a storm so fierce it drives you to your knees—and as you crash to the dirt in absolute agony, an image appears before you: a specter of Halaster Blackcloak. Grim is his countenance. Grim and disappointed.

When he speaks, his voice thrashes through your head: "You would spurn *me*? I, who gave you life? I, who gave you *purpose*? Suffer! Suffer as I have the grey silence! SUFFER!"

The party must all make a DC 18 Constitution saving throw or take 4d10 thunder damage. A character that is reduced to 0 hit points by this damage is not killed and is instead unconscious and stable. If the entire party falls unconscious, they awaken 1d4 hours later with 1 hit point each. No enemies attack them during this time, although you could have them dragged off to Level 21 by the duergar raiders from Area 7.

LEVEL XXI: THE TERMINUS LEVEL

"You have found cowardice a soap with which you absolve your faults & flaws & crimes... fear not; I will make you clean," - Fazrian

QUICK NOTES

- This level is almost entirely a social encounter that might erupt into a deadly duel with a fallen angel and its yugoloth minions. Once the party has met Fazrian and the duergar, most exploration through the level will halt, consumed by this encounter.
- Fazrian knows when he hears a lie thanks to his Divine Awareness trait!
- Valtagar Steelshadow, the duergar archmage, is married to Stalagma, a steel dragon (**adult silver dragon**) in disguise! You don't want to meet *his* in-laws!
- The passageway to L22 is found in A19A and is guarded by an ultroloth. Do not prevent the party from escaping this level, even if you're running the *Judged From on High* plotline; the players must always have the choice to fight, flee, or stand trial.
- Clearing this level puts the party at 17th level; wizards, sorcerers and bards that utilize their Magical Secrets feature will now have access to the *wish* spell. See the epilogue at the end of this chapter for advice on how to deal with the *wish* spell.
- Attempting to leave Level 21 provokes Fazrian's wrath.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following when running this level:

- The *Companion* added a simulacrum of Halaster to L12; Erelal Freth, matriarch of the drow house, mistook him for the true Halaster and sought to forcibly marry him to cement a claim over Undermountain. He has been brought back to serve as the prosecutor in the *Judged From on High* plotline.
- On Level 6, the party met duergar of Clan Ironeye, led by the half-duergar Skella, during their raid on the Lost Level. Just as they were added to L20 as a possible "in" with Valtagar, you can utilize them on L21 as well. Skella, not knowing how dangerous Valtagar's wife truly is, seeks to seduce the prince and use him to cultivate her own influence over the duergar. She can be added to the duergar patrols, Area 2, 6 or 15. She can also be called as a witness in the *Judged From on High* plotline, either endorsing or condemning the party.

REGIONAL EFFECTS: UNHOLY CHOIR

As described in Fazrian's regional effects, whenever combat breaks out, an unholy choir begins to sing. The following songs are suggested for this choir; it's important that you play the same song each time:

- Two Steps From Hell's *Unholy Requiem*
- *Mindhunter's* "Main Titles" by Choir
- *The Daughter of Darkness* by Peter Gundry
- *Bloodletting* from the game Darkest Dungeon's Crimson Court expansion



JUDGED FROM ON HIGH

The Terminus Level is well-designed—but you can ignore just about all of it. This level shouldn't be a dungeon crawl; it isn't a hack-and-slash. No, on this level, the party must talk their way out of being put to death by the planetar Fazrian. For once, it isn't a battlefield they must tackle, but a courtroom.

When adventurers (and players) gallivant across the world, rarely do they think of the consequences—and when confronted with consequence, they justify their actions, conveniently absolving themselves of blame. Level 21 is your chance to bring about their reckoning. Should they fail to convince the jury and/or Fazrian of their virtue, the angel orders their immediate execution. If the party doesn't just keel over and take it, the angel unsheathes its mighty sword and attacks, along with any minions it might have left.

CHARGES

The charges levied against the party must be tailored to fit their history. Even the most virtuous characters will be judged as corrupt by the corrupted Fazrian. You want to also confront the party with their past crimes. So, at the very least, Fazrian charges them with being corrupt; at the most, he tacks on specific crimes and injustices they've committed. How does Fazrian know these sins? Why, Halaster was kind enough to tell Fazrian's yugoloth servants, who shared it with the planetar.

JUDGE: FAZRIAN THE JUST

Unsurprisingly, Fazrian presides over this court. Thanks to his Divine Awareness trait, he can tell whenever a creature lies in his presence. He does, however, wait until a substantial amount of lies have been told to inform the jury in one fell swoop whose testimony is false. Perjury is then added to the party's list of crimes; other creatures might also be put on a quick trial during a recess—in which the jury finds them guilty and Fazrian orders the defendant's death.

Roleplaying Fazrian. In the fallen angel's mind, he can do no wrong. He's soft-spoken and smug; when he resorts to violence, he pretends to be disappointed, but he secretly revels in it. When he speaks to others, he refers to them as his "children." To cement his authority in an argument or decision, he admits that he's literally "holier-than-thou." When Fazrian speaks, he often pauses mid-sentence to sound profound.

JURY

The jury consists of five (or six) individuals, each with their own vices and biases. The jury must be unanimous to carry out a verdict; if they're hung, Fazrian decides the party's fate.

- The **arcanaloths** Aximus and Exekarus, who wish only to please Fazrian, unless bribed otherwise. They go in whatever direction they believe Fazrian would want them to. Thus, if Fazrian seems impressed with tales painting the party as heroes (such as testimony claiming that they defeated Ezzat or the Vanrakdoom cult), the fiends probably vote not-guilty.
- Valtagar Steelshadow, the duergar **archmage**. Unless he is the only outlier, he always votes guilty—hoping to provoke a conflict between Fazrian and the party. He privately tells the party that he has their "best interests at heart" and promises to vote not guilty.
- Malgorn, the **duergar** of Area 10B that hungers for the last card to complete his Three-Dragon Ante deck. If the party gives him the card (which, per the *Companion*, he knows is in Area 23C) he votes not guilty. However, slaying the **otyughs** in Area 23C will likely enrage Fazrian—if they're caught. Malgorn was chosen as a juror precisely for how insignificant and irrelevant he is. In this manner, he represents the Common Man, according to Fazrian.
- Thomas Clarke, a LG human **commoner** summoned straight from Waterdeep. He has no idea what is going on or why he's suddenly in Undermountain. Winning him over is simple.
- Trobriand (**iron golem** with an Int. of 20 and 18th-level spellcasting, found on L23). This apprentice of the Mad Mage is unaligned; the transference of his spirit into a metallic vessel has scrubbed away his morality. With him, sound reasoning and logic prevail. Add Trobriand only if you wish to introduce him to the party before they reach Level 23.

EXECUTIONER (AND BAILIFF)

The **nycaloth** Raxxus follows the planetar's orders without hesitation. It acts as the bailiff, and when it gets lucky, the executioner of the court. Fazrian does not assist Raxxus unless the fiend's life is in danger.

PROSECUTOR: SIM, HALASTER'S SIMULACRUM

The prosecution consists of Sim, a simulacrum of Halaster himself. He was first added to the campaign by the *Companion* on Level 12, wherein Erelal Freth mistook him for the true Mad Mage and sought to marry him, cementing her claim to all of Undermountain. Sim's statistics are included in Appendix B under **Halaster's simulacrum**. Sim was created by Halaster to entertain guests or fulfill commitments he himself couldn't be bothered with. He's forgotten Sim's very existence and would surely destroy him if he remembered. Sim, who frankly enjoys existing, does his best to sneak under the Mad Mage's radar.

Sim shares much of Halaster's personality, but little of his power or insanity. His power is capped, per the *simulacrum* spell, and his attachment to the Knot in the Weave is virtually nonexistent. He's thus much less powerful than the true Mad Mage. He must also abide by the alterations to magic in Undermountain, making it impossible for him to teleport. Now free from Erelal Freth, he reveals his identity to anyone who takes the time to listen.

Simulacrum. As a simulacrum, Sim is severely handicapped: he can't regain hit points except in an alchemical lab, forcing him to avoid confrontations; he can't ever regain expended spell slots, many of which he wasted over the years, effectively reducing him to a 7th-level spellcaster; and he lacks the capacity to learn, meaning he will never increase in power. All in all, this creates a meek, feeble, and terrified version of the infamous Mad Mage.

A Gig's A Gig. With no other purpose, Sim has found employment as Fazrian's prosecutor. He's still fresh on the job, however, and sort of bumbles his way through trials. This is much less a problem now that he doesn't represent defendants.

DEFENSE

The party receives no outside aid or counsel and must represent themselves. They are told before the trial begins that they can call upon at least five witnesses to testify on their behalf.

Ideally, the party should rely on a character proficient with History and Persuasion; the former relates to legal decorum and the latter is self-explanatory.

WITNESSES

The prosecution intends to call at least five witnesses to provide testimony against the party, proving themselves to be evil or corrupt. For every witness the prosecution calls, the defense is allowed to call another. Halaster remotely summons that character to Area 23B, whether they're even aware of the trial or not. Likewise, both the prosecution and defense can question a witness, regardless of who called them. You must tailor these witnesses to your party. Possible witnesses include:

- Yek (**goblin boss**, L2) or any other Rustbone goblin
- Rizzeryl (**drow mage**, L2) who opposed the Xanathar Guild.
- Azrok (**hobgoblin warlord**, L3), who may have been aided by the party by virtue of opposing House Auvryndar. He likely has an **intellect devourer** in his skull, implanted by the mind flayer on Level 3.
- Willow (**archdruid**, L5) who likely fought the party. If the party also killed or drove off Illuun (the **aboletth** of L4), she might begrudgingly call the party "neutral at heart" or even endorse them.
- Skella Ironeye (**duergar/duergar warlord** of L6, who may already be present on this level). If the party aided them in finding the Tomb of King Melair or fighting off invisible stalkers, she endorses them.
- The **stone giants** of L7 if the party somehow reversed their magical amnesia or otherwise brought happiness back into their lives.
- Chanterella (**myconid sovereign**, L13), who they may have aided. Likewise, Zox Clammersham, the gnome **archmage** of L13 might endorse the party if they saved him from the hobgoblins.
- The **githzerai zerths** of L15, who would endorse the party if they saved Ezria from L16
- The githyanki of L16, who are likely pissed that the party rampaged through their home.

- Characters that were stuck in the Alterdeep simulation of L17, if it was shut down by the party.
- Portia Dzuth (**champion**) from Vanrakdoom, if she was freed. If she testifies that the party ended the cult, it scores big in the eyes of Fazrian and Thomas Clarke.
- Any character of Skullport—if the adventurers overthrew the Xanathar Guild whilst there.

ACT I. WE THE VIRTUOUS...

Act I starts when the adventurers are first brought to Area 23, where they meet Fazrian. The planetar is already aware of the party's crimes, having been told by Halaster, whose letter is on the arm of Fazrian's throne. This brief part consists of Fazrian charging the party and laying down the rules of the trial. If the party tries to flee during his speech, all exits to Area 23 slam shut, requiring a DC 29 Strength (Athletics) check to pry open. A *knock* spell works as well.

When Fazrian begins his spiel, read the following; it assumes the party has already identified him as an angel and that they've already been introduced.

The angel lifts a letter whose envelope was once sealed with a violet, wax "H." "*Halaster*," you instantly think, knowing that this is a trap laid for you by the Mad Mage.

"I have been apprised of your crimes, of which there are many, my children. Courage. Good judgment. These are the ideals of my lord, Torm. Ideals that creatures both mortal and immaculate must live by. You... You have not lived bravely; you have not exercised restraint nor good judgment. You have found cowardice a soap with which you absolve your faults and flaws and crimes. But fear not, for now in the eyes of Torm, I myself will wash you. I will make you clean. I will make you whole at last."

The angel stands from his throne of bones, resting his greatsword against its side. "Justice shall be meted out in these halls. Justice is blind; it is fair. And so shall you stand trial before Torm... Before me. Tomorrow begins your trial. An unbiased jury shall be called to weigh in against the charges being levied against you. The prosecution shall call witnesses to bear sacred testimony to your crimes. I suggest you prepare a list of those that may exonerate you. The Mad Mage has offered his aid in summoning these individuals to these halls. I tell you this now: there are no half-measures in the Dogma of Torm. Should you be found guilty of corruption, death will be your just reward."

With a cherubic word, the greatsword animates, flying straight into Fazrian's hand. "But, my children, should you try to flee the Deep Mines, I myself will give pursuit—and know this: I have chased fiends and sinners across the sordid planes since before your world was even a pile of smoldering dust. There is no escaping the Long Arm of Torm."

With that, Fazrian grants the adventurers their leave, graciously allowing them to take up Area 10 as their temporary residence. However, before they leave, he has each of them swear the following oath, using his Divine Awareness trait to determine whether they will defy his rule: "I swear to remain here in the Deep Mines until the trial's conclusion; I swear to respect the verdict rendered unto us by the jury and to accept the sentence meted out, should guilt be found."

Fazrian focuses on which clause a character lies about. Even if they lie, he still wishes to go through the farce of a trial before executing them.

Witnesses. After being dismissed, the party must compile a list of witnesses (preferably five) that they can count on to provide favorable testimony, and deliver that list to Fazrian directly or indirectly via a minion. Remind your players that you yourself will be roleplaying these NPCs, so they *must* give you notice. Not calling witnesses all but dooms their defense. Also remind them that they are representing themselves, whereas, apparently, a prosecutor has been appointed.

Keeping the Party Weak. If the party is at full strength, they can likely prevail over Fazrian. He knows this; the Mad Mage knows this; and they, of course, suspect it. If you cannot afford for the party to achieve a long rest, have Halaster drop a **beholder zombie** on them whenever they try to finish one.

ACT II. COURT IS NOW IN SESSION

Act II begins the next day with an unannounced visit by the **nycaloth**, Raxxus, who escorts the party to Area 23. When they arrive, Fazrian is not yet there, but the jurors and prosecution are. As described in Area 23B, the prosecution stands before the crystal menhirs; the jurors (and witnesses) share the north wall. Meanwhile, the defense must stand with their backs against the open pit, just beyond the reach of the **otyughs** lairing there.

Jurors. Generally, the party is barred from speaking to the jury; Raxxus moves in if they try, insisting (with his axe drawn) that they take their places near the pit.

Prosecution. The *Companion* assumes the party is already familiar with Sim, having met him on L12. Adjust accordingly if you never included him or he died. When he first sees the party, read the following:

You look towards the prosecution—and it's Halaster himself. Halaster Blackcloak! Prosecuting you in a trial he has surely set up himself! With fury in your veins, you rush forward, but, when the mage turns around, you instead hear the mewling voice of Sim, the simulacrum:

"Oh, hey! It's you guys! What are you doing here?"

It takes Sim, who's a bit daft, to remember that it's the party that he's prosecuting this time. He explains that, after untangling himself from House Freth, he found his way to the Terminus Level. Since he is not truly alive, Fazrian could not judge him ("He just about short-circuited," Sim says) and thus decided to hire him for a "greater purpose." Initially, that was to counsel and represent defendants, but after proving himself to be a little too green, Fazrian relegated him to prosecution instead.

ALL RISE

When the trial is about to commence, Fazrian enters the chamber (from Area 24, if you don't mind betraying the location of the secret door; in which case he was cradling the headless corpse of the cleric Brythia, believing it will keep him "true" and "just"). Read the following:

Whilst the chamber bubbles with chatter, the fiend Raxxus raises his voice and greataxe, shouting "All rise for Fazrian the Just!"

With an eerie smile stretched taut across his face, the angel glides into the chamber to the tune of that unholy choir. He takes to his throne of bones and sighs dreamily. "Please be seated. Court," he says, fondling the hilt of his greatsword, "is now in session."

Tailor the proceeding dialogue to your party. If they have a group name use it. Otherwise, Fazrian calls on their true and full names. If a character has neglected to give their true name, or hid an embarrassing middle name, for example, Fazrian somehow knows it and declares it to the court. Likewise, he must name the charges being levied against them; by default, this is merely "corruption."

PROCEEDINGS

The trial is divided into three "rounds" interrupted by recesses. Both the prosecution and defense can call a recess which can last 10 minutes to an hour. Any further recesses require a party to succeed on a DC 18 Charisma (Persuasion) check against Fazrian. While they are forbidden from speaking to jurors during a recess, the party will find that that is their only chance to do so.

Calling Witnesses. The prosecution calls the first witness; the defendants, of course, have a chance to cross-examine that character. The defense can then call their witness. Each round should have two witnesses from both sides. The third round is reserved for the fifth and final witnesses, plus any surprise witnesses called by the party.

Objections. Whenever a party objects to how the opposition questions a witness, they must succeed on an Intelligence (History) check to convince Fazrian to sustain or overrule this behavior. Characters cannot, however, just shout "objection, your honor" without providing a valid reason rooted in legal decorum. Thus, Charisma (Persuasion) checks have no bearing on Fazrian's decision, but History checks do. Unfortunately for the party, Sim has a +15 to Intelligence (History) checks.

The following reasons are proper and valid for an objection to a question asked of a witness:

- Ambiguous, confusing, misleading, or vague questions
- The question makes an argument rather than actually asking a question
- The same question is continuously asked to a witness even after already receiving an answer
- Asking the jury to prejudge evidence, even if certain facts are proved thereafter that they claimed would sway their vote
- Assuming a fact as true without evidence
- Badgering or antagonizing a witness to provoke a response such as by mocking them or not giving them time to respond
- The question calls for conclusion (i.e., asking for an opinion rather than a fact)
- The question calls for speculation (i.e., asking for the witness to guess the answer rather than rely on the known facts)

- The question is a compound question with multiple questions strung together; Sim is always quick to call these out just to be annoying
- Hearsay (i.e., the witness doesn't personally know the answer but heard it from elsewhere)
- The witness is incompetent and not qualified to answer the question
- The question is irrelevant or inflammatory, intended to cause prejudice against another party
- The question is leading (i.e., suggestive of an answer to the witness). Leading questions can be sanctioned if the attorney asks Fazrian for permission to treat the witness as hostile

Convincing Jurors. Each of the jurors has a bias, vice, or sympathy. Whenever the prosecution and defense are in opposition to a point (such as whether one specific act was evil versus being justified), contest each side in a Persuasion check. When this check is related to compassion, use Charisma; when it's based on logic and facts, use Intelligence.

- Thomas Clark's simple world is black and white. He is swayed by evidence painting the adventurers as heroes or villains.
- Valtagar cares only to provoke a conflict between the party and Fazrian; if voting guilty precipitates this, he does not hesitate to.
- In a twisted way, virtuous acts sway Aximus and Exekarus, as they vote how they perceive Fazrian wants them to. So, if the planetar seems impressed or revolted by testimony and evidence, they follow suit.
- Without the last card of his Three-Dragon Ante firmly in his pocket, Malgorn is swayed solely by logic. Like other duergar, he is pragmatic and cruel; arguments painting their actions as necessary resonate well with him.
- Heartless, Trobriand is swayed only by logic. He cares not for the morality of one's actions, only if they were justified legally or naturally. He would not find a lion guilty for murder if its victim was an antelope; likewise, he would not find the party guilty of murder if sparing a foe would conflict with their goals. In Trobriand's mind, there is no need to seek other solutions when an acceptable one is already available.

ACT III. THE VERDICT

After all of the hullabaloo is finished, the jurors retire to A14 to deliberate on the party's fate, which takes 4d10+35 minutes. How they vote is determined by each juror's internal biases. In the meantime, Fazrian *does not* allow the party to leave Area 23B. Raxxus remains at his side and all other witnesses are dismissed and returned whence they came.

As the jury deliberates, the party may be tempted to flee or fight. Don't deprive them of their agency. If they attack Fazrian and its **nycaloth**, the **planetar** calls for aid. The **arcanaloths** in A14 hear and answer their master's call. See Area 23 for Fazrian and the yugoloths' tactics.

Once they're finished deliberating, the jury files back into Area 23B to render their verdict. If you do not want so many characters at the scene of the battle, then reduce their numbers. Trobriand would leave immediately, not returning to Area 23. If the verdict is guilty, Malgorn also decides to dip, knowing he'll likely wind up dead in the crossfire; Valtagar might send him to fetch his wife Stalagma (an **adult silver dragon**) and his **iron golem** from Area 15.

THE JURY HUNG

If the jury couldn't come to an agreement, Fazrian takes matters into his own hands. Read the following:

The jurors file back into Fazrian's court, stony-faced. It's the duergar prince, Valtagar, that delivers their verdict. "We the jury, pursuant to our oaths sworn, on the matter as to whether the defendants ought to be sentenced to death, cannot come to a unanimous agreement."

The silence is deafening. The jurors almost seem to cringe with the expectation of a scolding by Fazrian. The angel, however, looks only to you, gathered there before the pit into which you're dead-certain other defendants have been tossed. The angel frowns. Its greatsword flies into its hand as it stands and descends from its throne.

"With your peers splintered, it is up to... a higher being to decide your fate." He levels the sword at you. "There will be no amnesty, no mistrial. It pains me to do this, my children, but this is the fate you have earned. You've only yourselves to blame. Raxxus! Perform your duties, my child!"

THE VERDICT: GUILTY

If the jury declares the party guilty—a verdict likely engineered by Valtagar—read the following:

The jurors return to the quiet hall. You look to Valtagar; he tries to avoid your gaze and silently shakes his head. It's one of the duergar priests that declare to the court, "We the jury have found the defendants... guilty as all Hell, my lord Fazrian! Guilty! Rot is in their souls, my lord! A rot that has spread and will spread to others if they are not cut down now! Do so, my lord, we the jury do beg! Do so!"

The angel lifts a hand, silencing the mad priest. "Enough of these theatrics, Aximus. This court will not tolerate such buffoonery." The angel stands from his throne, descending reluctantly. "The jury has found you guilty—and so you are. The only punishment in the court of Torm for the failure to be pure... is death. Raxxus, perform your duties."

If Valtagar is confronted later over voting guilty along with the rest of the jurors, he lies, claiming that the arcanaloths assured him that Fazrian would see him, his wife, and his people dead if they "so clearly lacked the judgment to denounce these degenerates." He's a victim see? This, however, is a flat-out lie.

As described in *DotMM*, a character that willingly submits themselves to Fazrian's judgment is deemed innocent and can perhaps force the angel to confront its own folly.

THE VERDICT: NOT GUILTY

If the jury finds the party not guilty, Fazrian begrudgingly spares their lives—but also demands they swear an oath to serve him when he one day raises an army to purge Undermountain. Read the following:

The "not guilty" verdict rings throughout the court. The angel only thaws after a frozen moment when it begrudgingly says, "So are you judged innocent by your peers. Your lives are your own... to be spent in fulfillment of further righteous causes."

The angel stands and descends from its macabre throne, his greatsword in his hand. "But know this, my children: there shall come a day when I will raise an army to purge Undermountain of its degenerates, to bring light where it is dark, and good conduct to where it is needed. I expect you to swear an oath, here and now, before Torm himself, to serve me when the time comes. Together we shall make the world clean."

If a character swears the oath, Fazrian knights them with his greatsword, declaring them to now "rise as a servant of Torm."

Screw It. At your discretion, Fazrian is appalled at the jury's decision and decides to put the party to death anyway. Read:

The jurors stand as one, quiet but for Valtagar Steelshadow, who proclaims in a solid voice, "We the jury find the defendants not guilty."

Silence thunders across the hall. You look to the fallen angel. His lips are set in a flat line that, only after another moment, curls into a callous scowl.

"No," he whispers. Then a little louder: "No. This cannot be. It will not be. You are mistaken, my children. These 'heroes' are guilty of the most primitive deformity: corruption. Do not blame yourselves, though. I am... disappointed, but it was my mistake to trust the sheep to spot the wolves amongst them."

The angel opens its palm; its greatsword—forged in the fires of Heaven, no doubt—flies into its grasp. Fazrian levels the cruel blade at you and denounces you: "For the crime of unrepentant corruption, I, Fazrian, Hand of Torm, sentence you to death."

Fazrian can only be mollified by a character that submits themselves to his judgment, as described in *DotMM*.

REDEMPTION

If the party manages to force Fazrian into confronting his own fall from grace, read the following:

Your words echo out across the courtroom, silencing all others but the angel, who gapes at you. "I... *I* have fallen? I, who basked in the warmth of Torm? You would *dare* accuse me of cor—"

The angel's fury melts from its face as it confronts the truth. It looks to its own hands, stained as they are. Its eyes swing to the walls that weep blood. And then, just as chaos is about to erupt, the unthinkable occurs: the angel collapses to his knees and weeps. His sobs are like thunder! His remorse is like a flash of light that blinds you! You hear steel rasping against stone, and when you blink away that blinding light, you see Fazrian impale himself on his own sword.

"Forgive me, my lord Torm," the angel whispers as he slowly sinks onto the steel and moves no more.

No one else moves. No one dares. Then a pillar of golden light crashes in from the ceiling, illuminating Fazrian's corpse, and rapturing it to the heavens above! The weeping blood dries and evaporates and the tiles of this forsaken place begin to glow gold. Fazrian's corpse begins to float, disintegrating into golden motes of ash. When all is done, not even his sword is left, having melted into a puddle of molten steel.

AREAS OF NOTE

The following areas are of note:

1. ENTRANCE

When the party enters the Terminus Level, it's in minecarts led along a tour narrated by Halaster. Read the following:

You come upon a great well of darkness that slants deep into the earth, pierced only by a solitary minecart track. Four carts lay along the flat. As you creep forward, perpetually wary of traps, the world explodes into neon lights, loud music, and far too much confetti to be environmentally conscious.

Words burst into being above you: "THE TERMINUS TOUR! NARRATED BY HALASTER BLACKCLOAK (YES, THAT ONE)!" The disembodied voice of the Mad Mage himself bounces off the walls, commanding you to get in the minecart.

Assuming the party plays ball, read the following as their minecarts roll into Level 21:

Your minecart teeters on the edge, stopping with a rusty groan. You hear a spell muttered from all around you; suddenly near-translucent hands materialize behind your cart and give it a healthy shove. You go rolling through the dark, islands of light passing you by. Halaster's voice squeaks from above:

"Welcome to the Terminus level! Once upon a time, King Melair—yeah, that Melair, of the *Melairkyn* dwarves—sent his best and brightest to oversee his most impoverished people as they lifted mithril from these depths. If you look to your left, you can see where he first found mithril. On your right is where he first found his second deposit of mithril. Up ahead is where he considered penning his dear mother but, ultimately, decided he wasn't ready to open up *that* can of worms. 'Better not open *that* can of worms,' he muttered—and truer words were never spoken, I tell you. Last I spoke to my mother, she told me I ought to get some sunlight, supply her with more grandkids. It was all 'are you eating enough carrots? Did you try on that sweater I sent you?' and so on. We lost contact shortly after; I wonder if she's still alive. It's been... centuries.

"Up on the left is where Melair took a nap, by the way. The dwarves—they worshipped him, you know—called it King's Rest, pretentious buggers. Vast pilgrimages to it every year, but whenever I just sleep in a mine, all I get is a trespassing notice."

As your minecart speeds through the earth, you see it: a small, hollowed out cave with a gilded pillow and hammock strung up between two stalagmites. Halaster—you recognize his hand-writing—has put up a sign that says "King's Rest, 4 copper."

Still Halaster prattles on; you can't escape him. When you press your hands to your ears, you hear his voice switch to a frequency that seems to come from within your brain. You grit your teeth but that only makes the voice chuckle. You thump your fist against the cart and hear a snort. There's nowhere to go as Halaster rambles on and on and on. He tells you all about the Terminus Level, namely how he "honored King Melair" by using it as a dumping ground for monsters, failed experiments, and "tiresome grad students."

When at last the ride ceases, you glide gently to a stop in a cavern with four exits, two of which contain more mine tracks. Halaster shouts, "Thank you for partaking in our tour! Also, you're doomed! So doomed! *Dooooomed!*"

After that last bit, the mine tracks retract, rolling up like a carpet. Thereafter, the tunnel gets bricked up right before their eyes. A message then appears on the wall: "WE SINCERELY HOPE YOU ENJOY THE TERMINUS LEVEL!" After a minute, "WHILE YOU CAN" is added just below the first message.

2. ORE-FILLED CART

If the party has yet to encounter the **remorhaz** (see *Wandering Monsters* in *DotMM*), this is an ideal area for it to appear. Do include the duergar as well. If you do so, read the following:

Amidst your deadly tryst with this centipedal horror, you hear the thunder of steel on stone. Out from the dark storm dwarven warriors clad in bucket helms and armor dripping with the omnipresent blood that weeps from the walls. In Dwarvish, they shout a rallying cry: "For Steelshadow!" The first warrior draws twin axes and leaps onto the monster's tail, hacking and cackling with wild abandon!

Once the monster is dealt with, the duergar present themselves as vassals of Valtagar Steelshadow. If she wasn't slain on L6 or L20, this warrior is none other than Skella Ironeye, the **duergar warlord** (see *Previously On...* above). If not, the warrior is instead Rojkarn Ironhead (a **duergar** with 40 hit points who normally resides in A6). Once introductions have been made, draw on the sample dialogue below, tailoring it to fit the identity of the duergar speaking to the party:

- "If you're here... Fazrian already knows. Hurry! To the prince with you before the giant orders you to court."
- On Fazrian: "A cruel giant whose skin is the color of unpolished jade. I would mistake him for an angel if I hadn't seen his callousness firsthand."
- "Prince Valtagar Steelshadow, pretender to the throne of Gracklstugh, expects to meet all visitors to the Deep Mines—before it's too late. As his humble servant, I promise ye safety and guest right."
- "These mines were once full of mithril; now, only iron and monsters dumped here by the Mad Mage. Watch yourself; a rift may open at any time."
- "Our people cannae suffer anymore incursions by the Mad Mage. Somethin's got ta give! By when the iron dries up, I pray to Laduguer that our fortifications are finished or we're on our way back to Gracklstugh."

3. DEPLETED MINE

When the adventurers first visit this place, they are confronted with a memory from the past. Read:

These mines have seen livelier days; the picks and hammers of old no longer ring out here, instead lying in rusting silence. Yet as you pick your way through the tunnels, a warm wind blows in, and with it, a scene from the long-forgotten past:

Apparitions climb from the dirt and walls, armed with ghostly picks. They take to their work feverishly, watched over by armed guards who cast out wary glances towards the dark. You can tell that they're afraid, but of what?

The picks fall silent one by one as the dwarves haul the last of their metals to a cart: mithril, that legendary ore. As the last deposit is dropped off, a miner tells a foreman, "That's the last of it, boss."

The foreman swallows and addresses the miners and warriors alike: "Be quick; leave your tools where they are. There are worse things down here than dark elves and duergar. Say your last to the Deep Mines, boys. Say your last to Undermountain."

With that, the apparitions vanish.

4. DEEPER MINES

4A. INVISIBLE SPIES

If the three **duergar** don't detect the party, they are engaged in a conversation in Dwarvish by when the party arrives. Read the following, if a character in the party shares a language with the duergar:

In the dark float whispers shared between scared voyeurs, all in the proud Dwarven tongue:

"They look hungry, Hoitr," a dwarf whispers. His accent is acutely duergar. "Mayhaps we can enlist them."

"And where d'ye think we're supposed to get enough food to feed these brutes? We're hardly scrapin' by ourselves."

"Rojkarn—"

"Aye, aye, I heard the overseer's orders just the same as ye. You wanna be the first dwarf to walk up, biscuits in hand? Think you might like that? I say, we report back to Rojkarn with inconclusion! Let some other poor saps be the ones to make first contact with the giants!"

The duergar, all male, are named Hoitr, Heimyr, and Tawd. If the adventurers come into view, Heimyr quickly shushes his companions. When they see the adventurers, read:

As you search for those invisible spies, the silence stretches until at last it is broken by a casual "Hey" in Common.

"The name is Tawd," the whisper explains. "Servant of Prince Valtagar, Lord of the Mines. You're just what the prince has been looking for. Come, come, drop your weapons and let us speak plain! All visitors to the Deep Mines are extended guest right by the prince himself!"

4B. SOMETHING WICKED

The **fomorians** here are starving; an extraordinary display of conjuring sustenance could placate them, such as a spell of *create food and water* or *heroes' feast*. Whether sparing or slaying these monsters impresses or angers Fazrian is up to you.

6. DUERGAR OUTPOST

If the adventurers have not yet met Rojkarn in Area 2, plant him here as normal and rely on the dialogue presented earlier to steer them towards Valtagar.

7. CLERIC'S END

You enter amidst chaos: a spectral maiden clad in the livery of her deity swings wildly at an invisible foe. That foe catches her winged mace and tears it from her grasp, sending it flying—it fades away into the darkness. "No!" she cries, "You are the hand of Torm! Act like—"

Before she can finish her indictment, her head is separated from her shoulders by an invisible blade. It careens through the air, landing at your feet. For a moment, all is still; the maiden looks up at you with her still, dead eyes, as blue, spectral blood oozes out onto the floor—and all at once, blue blood begins to weep from the walls around you, as if her death sealed the fate of this dungeon. For a moment, everything is still. The memory has played out, paused. But as if you sneezed, they violently shatter into spectral glass and disappear.

9. MINERS' QUARTERS

When the adventurers first arrive to this area, they behold a strange but harmless phenomenon: Melairkyn ghosts yet sleep on the stone slabs. The apparitions are without sentience and instead closer to an illusion. Read the following:

Dust covers every surface of this forgotten chamber, lit by a soft but spectral blue light. On stone slabs, dwarven apparitions slumber, just as they so clearly did in life, some snoring, some stirring, some awake and mending boots or writing letters. Once you step foot into the room proper, they vanish, like a candlelight snuffed out with a strong blow.

While the trial is underway, Fazrian allows the party to take this area as their resting chambers. He has his pet **nycaloth**, Raxxus, keep an eye on the chamber. The yugoloth remains invisible thanks to its Innate Spellcasting trait.

10. COMMON AREAS

10B. DEN

If you're running *Judged From on High*, Malgorn is aware of the location of the last card of his Three-Dragon Ante set: Area 23C. Desperate to receive it, he tells the party that the pit is laired in by three otyughs ("living garbage disposers," he adds). He says, "Listen to me! Listen! I will do *anything* for that card, hear me? A favor for a favor. I swear it on the name of my father and on the name of Prince Valtagar Steelshadow himself."

13. GRAND VESTIBULE

You come upon a grand vestibule streaked with blood. The very walls weep with it, staining the murals that were once so painfully carved into the walls. Its vaulted ceiling is held up by old pillars, one of which is carved to resemble a scowling, muscular dwarf with sapphires for eyes—King Melair, perhaps?

A curtain of black dragon scales hang from a wall, brittle but unaffected by the perpetual blood that so eerily leaks from the walls. The curtain is opposite doors that sport a waterfall carving. Its mithril inlays paint the scene as one of flowing, molten metal. The craftsmanship here is appallingly thoughtful, ruined now by that omnipresent blood.

Suspended from the ceiling by iron chains is a massive war-horn, 20-feet-long at least. The Dwarvish runes etched upon its surface tell you that it is magical, protected, or beloved—if not all three. Such is the legacy of the Melairkyn dwarves, over whose toils you now tread, eons after their disappearance.

While the adventurers are here, the doors to Area 14 open; the **arcanaloth** Aximus (in his dwarven form) shouts at the party, "Come to hear the Dour Words of Laduguer, eh? Quickly! Quickly, before Brother Exekarus begins his eighth sermon of the day!"

If the party hesitates or refuses to come, Aximus says "Don't you want to be rosy with the lord?" but otherwise returns to Area 14.

14. SHRINE OF LADUGUER

A thin, smoky haze chokes this low-lit chapel, at the heart of which rests an iron altar traced with silver and shaped like a giant anvil. A shield fit for a giant is mounted behind it on the wall, bearing the symbol of a broken arrow with a jagged arrowhead. In a set of drab robes kneels a duergar who turns to you with something between a scowl and a smile plastered on his face... Something between misery and excitement.

"Welcome! Have you come to hear the Dour Words of Great Laduguer?"

If the adventurers linger here, Exekarus launches into a sermon lasting 1d4 + 10 minutes. Throughout it, they can make a DC 15 Wisdom (Insight) check to sense that these duergar are... off; their mannerisms are unlike any other duergar, many of which the party has surely met throughout their time in Undermountain. A DC 15 Intelligence (Religion) check also implies that the "priest's" sermon is quite textbook and lacking a personal interpretation or touch that most priests would weave into their preaching.

Recited Dogma. The arcanaloths love to share their favorite maxims of Laduguer, be it in a sermon or in a run-of-the-mill conversation. They always manage to work in those maxims by precipitating it with, "As the Dour Laduguer says..." or attributing the quote to "Holy Laduguer." No matter how brief the party's interactions with the fiends, they'll walk away having heard one, if not all, of these maxims:

- "No matter how much wealth and power you have, it's never enough."
- "The fight never ends. Take what you deserve and destroy all who stand in your way."
- "Let no emotion rule you. Abandon joy! Abandon love! Abandon pride and anger and ambition, for they are all signs of weakness! Know your role and perform it to the best of your ability."

15. VALTAGAR'S QUARTERS

The walls of this chamber are adorned with iron masks—the visors of helms, scarred or charred or stained with blood shed long ago, all arranged neatly. At a lectern studies a duergar mage, if the spellbook at his disposal is any indication—and rather than paper or papyrus, this one is formed from mithril plates. The mage looks up at you, his dark eyes unblinking. The very first thing out of his mouth is, "Has Fazrian found you?"

When Valtagar invites the party to conspire with him against Fazrian, you have a handful of options to choose from:

- He proposes they take the fight directly to Fazrian: "Quickly; if you're here, the giant will surely know. You cannot escape the Deep Mines without alerting him. We must take the fight to him now while we are at our strongest."
- He proposes they meet Fazrian and stand trial: "The giant will try you for your 'crimes.' As Lord of the Deep Mines, I will be one of the jurors deliberating your fate. At least, I will be, if he does not suspect we have already met. No matter the evidence presented against you, I shall ensure you survive the ordeal. On your way out of the Deep Mines, I pray for nothing short of you freeing us from this tyrant. Gods know I want nothing more than to return to my rightful home of Gracklstugh."

As the *Companion* holds that the Insight skill should not be a lie-detector, any checks made against Valtagar should reveal that the duergar seems to be confident and relieved, if not too eager, to proceed with the next chapter of its plot. It should not betray the fact that he intends to vote guilty, no matter what, to provoke the party into fighting Fazrian.

18. IRON MINE

The sound of mining echoes throughout these caves. A steel voice cuts through the din of pick and chain and cussing:

"Come now, you curs! Surely you wish to return home, do you not? Swing! Strip! Swing! Strip! Take from the earth what is ours! Tear open its clots and let it *bleed*! Strip! Swing! Strip! Your break isn't for another forty, so get your fragile selves back to work! Gracklstugh awaits! Redemption awaits!"

The voice belongs to Stalagma Steelshadow, the wife of Valtagar; it cuts over all other noise here. If the miners attack the adventurers, she can quickly arrive astride her **gorgon** to settle the conflict. She has no compassion for the duergar, but understands that the mining operation will suffer for any harm they incur.

Roleplaying Stalagma. An absolute brickhouse, Stalagma is unflinching in danger. Unlike Valtagar, she has no fear of adventurers; she's devoured or dissolved too many to count over her years. After all, she is a dragon. When she first sees the adventurers, she shouts, "You there! Either pick up a pick and take to the wall or get the hell out of my mine!"

Hinting at the Truth. The duergar refer to their cruel overseer as "Valtagar's dragon" and "the lady of steel," unaware of how right they truly are. You want to work in these in often so that your party groans when Stalagma assumes her true form later.

19. OUTPOST

19A. WAY TO LEVEL 22

Unlike on some other levels of Undermountain, you shouldn't contrive a method to prevent the party from advancing to Level 22. They must always have the agency to decide whether they will face Fazrian's wrath or flee from his "justice."

Xindulus. The invisible **ultroloth** guards the secret door to Level 22. Unlike other yugoloths, which look fiendish, the ultroloth is as alien as they come, which thus necessitates a description. When Xindulus' invisibility is dropped, read the following:

The hidden door slides in its socket—and suddenly you're at your knees as a thunderous screech consumes your brain! You turn around and there it is! There it is, a smooth-faced creature with no other features than its inveigling eyes! It is a creature unlike any other you have ever seen! A creature with no place in this world—not a fiend, angel, or horror from the Far Realms, only a gray-skinned abomination whose flat face is the sum of all your deranged uncle's ramblings of "aliens" and "visitors!" And its *voice*, gods above! Its voice makes no sound, uttering a word audible only to deep within your brain, a word that slips past your mind's most forward defenses: "No."

Unlike in *DotMM*, Xindulus doesn't need to attack immediately if a creature opens the secret door. It can instead cast *mass suggestion* (for the purpose of this, give it Common, unless all party members speak Abyssal or Infernal). It says, "You should proceed to Lord Fazrian and submit yourself to his judgment."

Tactics. On its first turn, Xindulus attempts to summon 1d4 **nycaloths**. On its second turn, it casts *firestorm*. On its third turn, it uses its Hypnotic Gaze if it doesn't need to flee via *dimension door*.

21. CLEAN AIR STATION

The natural tunnels break into a mortared room whose smooth walls are otherwise decorated in runes. The air here is noticeably fresher, cleaner even. You suck in a breath greedily, and it's as if you're back on the surface of this world, before you learned to appreciate open skies and crisp, cold air. Your heart twitches as you remember the world above...

23. FAZRIAN'S COURT

23B. HALL OF FINAL JUDGMENT

When the party visits this area for the first time, read:

The neglected foyer empties out into a hall dimly lit by distant braziers. Through the thin haze, you make out a giant upon a throne fashioned from bones. His skin is the color of soft jade and from his back sprout two white-feathered wings. His eyes are of molten silver and his smile, while bright and cheery, is unwelcoming.

"Welcome," the giant tells you. "To my court—to the Hall of Final Judgment. I am Fazrian the Just. In the name of Torm, I ask you... have you been righteous?"

The giant focuses on you with the heat of the sun. Its gaze is sterile and clinical, and it nitpicks at your every flaw, even those you've managed to hide on the inside. There is no escaping that heat, that attention, that scrutiny. You feel a force in the air; it is unlike any you have ever experienced in Undermountain. It is warm, but unkind. It is gentle—but even the softest hands can curl into fists, and that's what you feel here. That's what you feel. As if the open palm will clench into a fist that will smite you from the heavens themselves. You feel far too small... as if you were but a child again, facing your father as he devises your punishment, disappointment fierce on his face as he wonders why his child misbehaves so.

You have come face to face with an angel, of that you have no doubt, and his question thunders through your mind: have you been righteous? Have you?

Now that Fazrian has been introduced to the party, the *Judged From on High* storyline begins.

Tactics. In combat, Fazrian and his minions use these tactics:

- Fazrian has a flying speed of 120 ft. and Area 23B has a ceiling of 40 ft. On his first turn, he flies upwards after making his attacks or before, if he intends to cast spells. If he can afford the opportunity attacks, he relies on strafing foes on the ground before flying back up.
- To crowd in foes or split the party, Fazrian casts *blade barrier* spell, devoting his concentration to the spell.
- If his foes are clumped up, he unleashes a *flame strike* spell to capture as many as possible.
- If Raxxus the **nycaloth** is present, it casts *mirror image* on itself before entering the fray. If *blade barrier* is up, it teleports in (or out) before or after making a Claw attack. It focuses on one single character, making Claw attacks against it to further exacerbate the fiendish wound the attack inflicts.
- If they're not already present, the **arcanaloths** Aximus and Exekarus hear Fazrian's call and attack from Area 14, arriving on the second turn of combat (via two back-to-back *dimension door* spells, with each one taking its peer through the door with them, per the spell). Both devote their reactions to *counterspell* or *shield* spells.
- Aximus targets an armored character with a *heat metal* spell, especially if *blade barrier* separates it from its target. On its next turn, it casts *finger of death* while using a bonus action to continue inflicting damage to the armored character.
- Exekarus unleashes a *chain lightning* spell, then mops up with a *fireball* spell the next turn.

Valtagar. If Valtagar is present, he joins combat on the second round of combat if he's confident that the adventurers can defeat the angel. Likewise, his wife Stalagma, joins the fray if present. They respectively have the statistics of an **archmage** and **adult silver dragon**. Knowing that the yugoloths will answer to any master with enough clout or coin, they focus on taking down Fazrian. If the party becomes collateral damage during this attack, so be it.

JUDGED FROM ON HIGH

During the trial's proceedings, Fazrian, of course, sits on his throne. The defendants are to stand with their backs against the open pit on the southern end. The prosecution stands in the crystal menhirs to the north. Jurors and witnesses stand behind the prosecution, along the northern wall.

23C. GARBAGE DISPOSAL

As you stand near the pit, you hear... a scrabbling. As if bone and flesh paws at the sheer stone walls. The darkness here defies you, as if by magic. From its depths, you hear whispers, three in all, and each offered by a different voice. These whispers... they echo within your mind, begging you to visit the dark below, to come "only for a little while."

Creepy. You shut down a shudder.

The "defiant darkness" here is just a *darkness* spelled placed at the middle of the pit's height to keep up the suspense of what's down there. Darkvision really ruins the game sometimes. The *darkness* spell does not darken the pit's floor, nor the cave attached to it.

Judged From on High. If you run this variant, Malgorn knows that the last card of the Three-Dragon Ante set is down here with the otyughs. They telepathically tell the adventurers that it was they who informed Malgorn—and told him that if he wanted his precious card, all he had to do was come down here and take it.

24. SECRET VAULT

There is little here in this hidden vault. No loot, no monsters—only a headless corpse and a winged mace. The dead woman has been left in the rubble; maggots the size of carrots squirm within her guts. Where, you wonder, is her head? Then you find it, forlorn and forgotten in a dusty corner.

As you turn the head around, you can't help but think that she was pretty in life. Not so much in death. As you lift your eyes from hers—already half-eaten by maggots—you see that the blood stains on the far wall depict a giant hand... the symbol of Torm, God of Courage and Self-Sacrifice.

What a farce.

EPILOGUE

They've done it, the madmen. The adventurers have reached 17th level, triumphing over nearly all of Undermountain's troubles. Only one level remains between them and the Mad Mage. Your game is to change considerably now that the spellcasters among the party have access to 9th level spells—so consult with them on which spell they choose and prepare yourself for any possible chicanery.

Wish. Now that the adventurers are 17th level, the *wish* spell is available to wizards, sorcerers, and bards that use their Magical Secrets feature to gain the spell. Keep in mind the following to prevent Halaster's untimely, but deserved, demise:

- If the caster simply wishes for Halaster to die... he just reforms 1d10 days later via his Rejuvenation trait.
- If the caster wishes for Halaster to cease existing, the Knot in the Weave explodes, probably killing every single creature in Undermountain.
- If the caster wishes for Halaster to have never existed, the adventurers are knocked down to 5th level, since they only advanced in power while in Undermountain.
- If the caster wishes for Halaster to become sane, they have just unleashed the worst possible version of him upon the world.
- If the caster somehow manages to skirt the above issues and still *wishes* to get rid of Halaster, they may succeed, but a version of the Mad Mage from an alternate reality steps in to fill his shoes. This one is even crazier or crueler than the last.
- Halaster may be warded against *wish* spells via an upgraded *contingency* spell he has crafted; whenever a *wish* spell that affects him occurs, he is given time to review it and screw around with it. Halaster is one of the most powerful mortal wizards in existence; thus, this isn't outside the realm of possibilities. Someone he pissed off would have tried this long ago before the party was even born; he would already have planned of this and thwarted other attempts on his existence.
- If all else fails, then Halaster has already *wished* that he cannot be thwarted by a *wish* spell. Insist that *wish* spells cannot alter other *wishes*.

Essentially, be happy if the adventurers use their *wish* for something that *doesn't* derail the campaign. The best possible meta-use of a *wish* spell could be for them to skip Level 22 and reach Halaster's tower, saving you several sessions of game-time, or sealing the portal to the Far Realm.

THE SEND-OFF

Unlike other levels of *DotMM*, there is no Host's Send-off—which the party should find curious, since Halaster never shuts up and would surely gloat over orchestrating the trial. Cap off your session with the send-off below:

Through the fresco you delve, leaving behind the Mad Mage's dumping grounds, leaving behind the angel that has so clearly fallen from grace. Instinctively, you know that there is only one more distraction keeping you from the Mad Mage's lair... but as you turn into the darkened depths, Halaster is nowhere to be found. His attention—that inescapable warmth—is strangely absent. Why isn't he watching you? Mocking you?

What, you must wonder, awaits you below?

LEVEL XXII: SHADOWDUSK HOLD

"The stars turn, and a time presents itself," – Dezmyr Shadowdusk

QUICK NOTES

- The party doesn't need to fight this level's bosses to get to Level 23, they only need to reach Area 35. Of course, they will lose out on experience—and possibly doom the world to an aberrant apocalypse.
- The Shadowdusk family has made frequent contact with the Far Realm via the *black crystal tablet*, which is in Area 23. The portal is in Area 32.
- This level's three bosses cannot truly die—the **death knights** Dezmyr and Zalthar and the **adult blue dracolich** provided its phylactery isn't destroyed—meaning that the party might have to face them again in the far-off future. These foes would not be appeased with anything but the adventurers' death and eternal servitude as undead slaves.
- Star spawn, featured in *Mordenkainen's Tome of Foes* are featured on this level. When using them, be cautious; their CR's are incorrect and misleading.
- There is a trapped couatl in Area 34, a LG celestial. While it has little purpose in *DotMM*, its role is expanded in the *Dead Hold* variant.
- There are no other means to Level 23 in Undermountain. To reach the Mad Wizard's Lair, the party *must* take the arcane gate in Area 35, which requires the sacrifice of a magic item. As written on Level 23, Halaster is keen on returning this item to the party once they reach his throne room, if he has no intention of fighting them. However, the *Dead Hold* variant on this level has the item permanently destroyed when given to the gate—as a means to deprive the Shadowdusks of their *black crystal tablet*.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following:

- The party has likely already encountered Shadowdusk family members throughout Undermountain: the **mage** Maleen and the **assassin** Tendra Nightblade sent to Level 12 to recruit Drivvin Freth as an apprentice of the Mad Mage; and Akarrth, the mad **archmage** that led an expedition to Level 20.
- A *sun blade* could be found on Level 18; it would come into great use against the six **wraiths** that join Dezmyr, a **death knight**, in battle.
- Fazrian of L21 dreamt of purging Undermountain of its filth—was Shadowdusk Hold to be the heart of darkness the angel intended to impale? Surely the planetar must have known of the family's horrific endeavors. Surely, if its current two leaders were once paladins of Torm, Fazrian's' god.



MADNESS UNFURLED

The penultimate level of Undermountain is a mad arcade devoted to opening a gate that should've never even been discovered. The Far Realm has corrupted Shadowdusk Hold, leaking out from the portal the family has so foolishly opened. Above all else, Level 22 should be *weird*—and not the campy, oddness of the Mad Mage, but *horrifically* weird.

Consider the following additions to Shadowdusk Hold:

NESTED TENTACLES

As described in *Halaster's Game*, contact with the Far Realm has sprouted tentacles that infest much of Undermountain, especially Shadowdusk Hold. With a mind of their own, they can attack a creature within 10 feet of them (+6 to hit). On a hit, the creature is grappled (escape DC 14) and takes 1d6 psychic damage. The tentacle nest has 16 hit points and an AC of 14. Inside each nest is a cloudy eye that leaks a milky-white fluid.

These nests have been scattered throughout the level to harass the party.

SYNESTHESIA

d10 Form of Synesthesia

1	You personify numerals (ex. the numeral 4 is generous).
2	You can taste music; high notes are sweet and cloying; low notes are earthy and bitter.
3	Letters always have a color affixed to them, such as the letter C always being magenta.
4	You can hear colors.
5	Others' emotions radiate a heat (or lack thereof).
6	You mirror the tactile feelings of another person you can see (i.e., if they touch a hot surface, you feel the heat too).
7	Certain sounds produce tactile sensations on your body.
8	Words have distinct tastes on your tongue.
9	Noise provokes aggression within you.
10	Silence provokes aggression within you.

FUNKY PHYSICS

The energies of the Far Realm are wreaking havoc on the physics of Shadowdusk Hold. At any moment, an area or character—but not an aberration—can suffer from one of the following effects:

Gravitational Distortion. Gravity no longer affects creatures equally in Shadowdusk Hold, subjecting some to the effects of a *reverse gravity* spell. At your discretion, a creature must roll a d20. On a result of 1-11, gravity remains normal for the creature. On a roll of 12-15, gravity vertically reverses; on a result of 16-19, it shifts 90 degrees so that they fall towards the east. On a roll of 20, gravity presses down on the character, encumbering them.

Synesthesia. A character's senses may get jumbled, allowing them to taste colors, smell the passage of time, and more. A character afflicted by synesthesia must roll a d10 and consult the Synesthesia table.

Toxic Air. Once during this level, oxygen becomes toxic—and creatures that normally need to breathe find that they no longer need to. For the next 10 minutes, every creature that breathes in air takes 3 (1d6) poison damage.

A successful DC 10 Intelligence check is enough to make the connection between breathing and pain. After 10 minutes, the oxygen loses its toxicity and all creatures therein must breathe normally. There's no indication when this change occurs; some creatures might foolishly suffocate themselves as they still believe that they must *not* breathe to live.

MADNESS

Madness is heavily featured on this level; several effects can induce it. For your convenience, the Madness tables from the *Dungeon Master's Guide* have been included in Appendix C.

DEAD HOLD

Level 22 has its flaws and its strengths—but the *Companion* contends that it has much more potential than what is presented in *DotMM*. The adventurers have already faced cults working towards diabolical ends before—so why not give them a level where they're *already too late*?

Doom Has Come. Under this variant, the Shadowdusks have stabilized their portal to the Far Realm and an inaugural class of star spawn—horrors featured in *Mordenkainen's Tome of Foes*—have stormed the sanctum, slaughtering anyone not of Shadowdusk blood. This variant seeks to turn Level 22 into a feverish romp infested with horrors from beyond the stars.

A Storm of Strange. The creatures of Shadowdusk Hold must seek out the adventurers, charging them down as they're detected. Shift the onus away from the party—rather than investigating rooms one-by-one and coming upon foes, the foes must come upon them instead if you're to achieve the atmosphere of *Dead Hold*. Give no quarter, no respite.

Player Sacrifice. As noted several times below, in the sixth encounter of *Dead Hold*, one mortal must be given (or give themselves) to the Far Realm to host a **star spawn seer**. If one of the adventurers is slain, you might have the Shadowdusk minions steal their corpse and revive it, sacrificing them to the portal in Area 32. The circumstances are up to you.

Changes to DotMM. The *Dead Hold* variant makes several changes, elaborated on below:

- The Shadowdusks were attended to by a large number of cultists and servants born into or brought to the Hold. Most are dead now, slaughtered by star spawn. Some managed to flee—into the Expanded Dungeon or via the gate to Level 23.
- The adventurers will meet a fleeing cultist named Jeras in Area 1 who elaborates on the situation. You want him to spell this out for the party: the sanctum is overrun, there's a portal to the Far Realm, and the only way out is the arcane gate to "the Mad Mage's private sanctum."
- Most aberrations on this level, including the nothics and slaadi, have been cosmetically changed to star spawn.
- *Dead Hold* has up to seven encounters to run.
- Several foes have been removed from the level to make up for the additional difficulty of facing real star spawn.

Magus ex Machina. If you're concerned about the far-reaching consequences of star spawn being let into the world en masse, remember that Halaster can intervene off-screen. Once larva magi are around, even the Mad Mage is sane enough to see that this might require some clean-up.

STAR SPAWN

As noted in *DotMM*, star spawn periodically visit Shadowdusk Hold. These horrors are described in *Mordenkainen's Tome of Foes* and are featured in the *Dead Hold* variant. Do not be deceived by their listed CR's: star spawn are deadly. The *Companion* has so far advocated unleashing Undermountain's full wrath on the party, so long as they had a fair shake... but you *must* err on the side of caution with star spawn. You must.

Grue. Even the lowly grues can doom a party, as they impose disadvantage on attack rolls and saving throws on non-aberrations within 20 feet—without a saving throw to resist that aura. Grues are pitiful by themselves but become a deadly nuisance when mixed with other creatures.

THE DEAD RUN

Dead Hold is designed to evoke terror and urgency. It is run as a series of encounters aimed at getting the party from Area 1 to Areas 23, 32, 34 and 35, the last of which gets them to Level 23. In an ideal world, the party will free the **couatl** in Area 34, which can close the portal in Area 32 by sacrificing itself. Thereafter, the party can take the arcane gate in Area 35 to Level 23—hopefully sacrificing the Shadowdusks' *black crystal tablet*, found in Area 23, which began this entire mess in the first place. Under this variant, any magic item sacrificed to gain passage to Level 23 is permanently destroyed.

Quick Burn. *Dead Hold* is not a slow burn. The party is entering Shadowdusk Hold after it's already fallen. They must be confronted with horror at every turn. It's only after that all seems lost that they're given a glimmer of hope in the form of closing the portal to the Far Realm and sparing the world from these aberrant horrors.

Maintaining Balance. Because the inclusion of star spawn adds more challenge to an already deadly level (again, there's two **death knights**, multiple **archmagi** and a **dracolich!**), you can remove other creatures from the level to maintain a (relative) balance. These creatures are:

- The four **nothics** in Area 3 to make up for Encounter 1
- Four of the twelve **nothics** in Area 24A and two **death slaadi** (one from both Areas 28 and 31) to make up for Encounters 5 & 6.
- One of the **archmagi**, who must be sacrificed for the **star spawn seer** to take a mortal form. Preferably, this is Melissara (of A10), who is dragged kicking and screaming to the portal after the party meets her. Otherwise, use Cassiok (Area 39) because, c'mon, the body of a beetle isn't horrific, it's just ridiculous. Alternatively, do both, if Melissara does not end up fighting the party.
- Three of the six **wraiths** in A38 to make up for Encounter 6.

Other Encounters. On this level, more than any, creatures already dwelling in other rooms—such as the many **nothics** and **grells**, should investigate other sounds, should the party fail to be stealthy. You want doors being kicked down and hordes of horrors to descend upon the party. The first level is relatively quiet, but the second and third are where they come under fire from throngs of monsters.

Kicking it Off. After the party meets Jeras, the cultist added to Area 1, the encounters below—the Dead Run, more or less—begins.

1. THE MANGLER DESCENDS

The first encounter of *Dead Hold* features the **star spawn mangler**, a terrifying, multi-armed creature. After the party are appraised of the situation by Jeras, they're liable to an ambush by the mangler. It begins to hunt them and will attack before they descend to the second level of Shadowdusk Hold. It prefers to attack in Area 3 or 9 (replacing the area's preexisting combatants if need be) after the party returns from an adjacent room. It can also attack in the stairwell if they immediately make for it. When the adventurers return to either of these areas, they find the hallway dark; all sconces have been snuffed—curious, since they were lit with *continual flame* spells.

Mangler. The mangler is rated as a CR 5 monster—and that could not be further from the truth. This horror can make up to six attacks in a single turn, *with* advantage against a target that has yet to act in the first turn of combat—and with its +7 bonus to Stealth checks, it's more than likely to surprise someone in the party. Were the mangler to make all six attacks against one target, it would deal an average of 48 slashing damage and 42 psychic damage—and a critical hit isn't unlikely. Ask yourself how much health your party's wizard or sorcerer has before you merrily unleash the mangler upon them.

Hulk. The hulk is both an aberrant bruiser and tank. If it strikes the same target with both Slam attacks, it can stun them—a condition that is deadly at all levels of this game. Because of their Psychic Mirror trait, other star spawn, namely the seer, will target them with psychic damage so that it bounces off and harms the hulk's foes. Do not forget that even if two hulks are within 10 feet of each other, they cannot create an endless feedback loop of psychic damage. The triggering psychic damage bounces off the hulk only once; the other hulk is simply immune to the damage.

Seer. The seer is our penultimate villain in *Dead Hold*. It can only be formed by a foul union between a mortal and sentient energy from the Far Realm. One of the Shadowdusk **archmagi** must be sacrificed for this purpose (preferably Melissara or Cassiok). In combat, the seer targets its pet hulks with the Psychic Orb ability, splashing its foes with psychic damage.

Larva Mage. The larva mage comes out to play only if eight hours pass without the party closing the portal to the Far Realm in Area 32. Unfortunately for our heroes, even if they slay the creature, it might later return, per its Return to Worms trait.

REFLAVORING OTHER CREATURES

For a mad asylum in frequent contact with the Far Realm, Shadowdusk Hold doesn't have enough star spawn. There are aberrations, sure, but not enough of those mind-rending horrors. You can re flavor the creatures on this level without altering the balance of its encounters. Simply cosmetically alter them while keeping their statistics the same.

Nothics. Most nothics on this level are now star spawn in name and appearance while retaining their normal statistics. No two look alike; they can only be described as "multi-armed horrors" whose tentacle-limbs are serrated with teeth. The *Companion* notes which nothics have been turned into star spawn.

Slaadi. While they are indeed aberrations, slaadi have been seen before the party—and they come from Limbo, not the Far Realm. They are instead reptilian ooze-creatures whose limbs somehow cut sharper than forged steel.

Wraiths. Dezmyr's council of wraiths are instead creatures of a sickly light, roughly humanoid in shape—for that is the closest association a mortal mind can make when confronted by these *things*.

Death Knights. Because Dezmyr and Zalthar were paladins in life that fell from grace, you need not change them much. Dark powers of any sort can create a death knight. Perhaps instead of skeletons clad in armor, they're now faceless creatures in an exoskeleton of chitin—your choice.

Death From Above. The mangler clings to the ceilings or hangs from the walls, dropping amidst the party when it attacks. It immediately unleashes its Flurry of Claws attack. Don't forget to utilize its +7 bonus to its Stealth checks.

Flight. If the mangler is reduced to 20 hit points or fewer, it takes the Hide action as a bonus action and flees. It clammers up the walls, its claws puncturing the stone, to avoid opportunity attacks. If it can, it goes for the stairwell to Shadowdusk Hold's second level. It can then attack later on.

Fear of the Unknown. When the mangler attacks, describe it no more than as a "a faceless, fleshless, eight-armed horror whose claws are the color of night." Don't try to fill in the blanks, but instead let the players' imaginations run wild. To that end, you *want* the mangler to escape, because then it becomes an object of dread to hang over the party, until its inevitable return. If it dies, the party can inspect its corpse and that scrubs away much of its mystery.

2. GRUE SWARM

On the heels of the mangler's attack comes a swarm of star spawn: 2d4+3 **star spawn grues** and 1d4+1 **nothics** that boil out of the stairwells in Area 3 or 9. They're chasing after 1d6+2 blubbing **cultists** that are making a break for the exit.

Nothics. The **nothics** involved in this attack are only nothics mechanically. Cosmetically, they're star spawn, not cursed Shadowdusk arcanists. Subtract their numbers from the five nothics found in Area 20B. They're included in this encounter only because grues lose much of their potential if they're not joined by a non-grue ally (per their Aura of Madness trait).

Funky Physics. When the star spawn boil out from the depths, the Far Realm's influence poisons the oxygen in Shadowdusk Hold for the next 10 minutes. The party will likely associate this sudden change with the grues.

3. MELISSARA'S PLEA

The third encounter is a social one that threatens to erupt into violence. The adventurers open a door—any door, it doesn't matter, for the Far Realm has warped space just as it has time—onto Area 10A, where they meet Melissa, the **archmage**.

Melissa wants nothing more than to end this madness. The star spawns' recent arrival has shocked her to her core, but she dares not make an escape, believing that an "eight-armed horror" is waiting for her to make her move and that "they" will allow none of the Shadowdusk family to leave. "They want their parade," Melissa says, "they crave the welcoming my brethren so promised them." She implores them to seal the portal and slay her undead cousins.

She also tells them where to find the *black crystal tablet* that started this entire mess. If they can find a way to destroy it, grand. If they cannot, the best thing they can do for this world, she says, is to take it far away from Shadowdusk Hold so that her brethren can never again use it to contact the Far Realm.

Melissa will allow the adventurers to rest in her suite, but they must contend with the irritable and overprotective Derrion (her husband, a **champion**) who refrains from violence only at her request. However, if they do so, the seventh encounter of *Dead Hold* comes to pass.

See Area 10 for further details and Melissa's dialogue for this encounter.

4. CELESTIAL WHISPERS

This encounter should occur only on Shadowdusk Hold's second or third levels. When it does is up to you, but it should be done early in their exploration of Level 2.

By now, Tezca-Zyanya, the **couatl** trapped in the black obelisk of Area 34, has sensed the adventurers. The celestial is aware of the fell energies seeping out from the Far Realm portal in Area 35 and seeks to close it. To do so, Tezca-Zyanya must be freed from the obelisk.

When the couatl contacts the party, read:

Madness presses in all around you, bringing your mind to its very knees. As the darkness seeps in, you cannot help but reel and despair. Yet as you near the brink, a warmth consumes your heart and you hear within your head the chime of bells...

"Listen to me," whispers a saccharine voice. "This world, this very reality, is in danger of falling apart. There yawns a portal on the lowest level of this mad asylum, a portal to a realm that should not be. Free me! It is my duty to spare this world from those horrors! Free me by toppling my prison—an obelisk guarded by a knight of death! I am Tezca-Zyanya and it is my duty to end this madness!"

The couatl cannot directly guide the adventurers to the obelisk, but they can feel its warmth or hear the bells ringing louder when they go in the correct direction.

Sacrifice. Tezca-Zyanya's only solution to the Far Realm portal is to enter it itself and close it from the other side. Doing so will subject the celestial to an eternity of torment and madness—a sacrifice it is more than willing to make, if given the chance. See Area 34 for the couatl's dialogue concerning this. This act of sacrifice should come as a twist later on, so don't reveal this to the party just yet.

5. THE SEVEN-ARMED SLASHER

This encounter can occur anywhere on Level 2 or 3, preferably in Areas 20 or 29, such as when the party is leaving Area 23 or about to descend the staircase to Area 30. A pack of 2d4+1 **star spawn grues** swarms the party; amidst these murderous scamps lurks a seven-armed **star spawn mangler** that was so hunched over it almost passed as a bulkier grue. That this mangler has seven arms should come as a shock to the party—it confirms that the eight-armed horror they already faced has bedfellows.

6. ENVOYS FROM THE HUNGERING REALM

This encounter is centered on the portal in area 32. The time has come to offer to the Far Realm a living vessel that can host a **star spawn seer**. Melissa, the **archmage** of Area 10, is the ideal candidate; her cousins suspect she's not "committed to the future." She's brought kicking and screaming to the portal just before the adventurers arrive—and thrown in before they can intervene. If Melissa is dead, then Cassiok (from Area 39) willingly sacrifices himself to the Far Realm.

Tezca-Zyanya. Ideally, the adventurers have with them the freed **couatl** from A34, who intends to close the rift... from the other side.

Combatants. The encounter consists of Zalthar, the **death knight** and three **nothics** (former arcanists of the Shadowdusk family). On the third round of combat, a **star spawn seer** arrives with a **star spawn hulk**. It is unsurprised when it finds the adventurers instead. This seer has similar features to the archmage that was sacrificed to give it a living vessel, hinting of what has transpired.

Details. See Area 32 for further details, including narrative text to read aloud.

7. FOR THIS WORLD, A BED OF WORMS

This encounter only occurs if the adventurers rest in Shadowdusk Hold for eight hours or more without already closing the portal. A **star spawn larva mage** emerges from the portal to inspect its new bastion on the Material Plane. It roams the halls with 1d4+1 **star spawn grues** that mewl like cowed dogs. For every day that goes by, more star spawn enter Shadowdusk Hold, growing into a horde that hungers to wreak havoc on the world above.

The larva mage can confront the adventurers anywhere within the Hold. It can collapse into a swarm of worms to squeeze under doorways or through cracks. Its minions are never long behind.

AREAS OF NOTE

The following areas are of note:

1. GRAND FOYER

Shadowdusk Hold shouldn't sit right below the Deep Mines; the *Companion* contends that the journey to Level 22 should take 1d4 days. Despite the staircase on Level 21 leading straight to Shadowdusk Hold, as it is written in *DotMM*, the *Companion* adds a myriad of tunnels in the way. This is for the sake of narrative and to also explain why the planetar Fazrian didn't just sweep into Shadowdusk Hold before to cut down these cultists—after all, he clearly knew of the entrance to Level 22, since he stationed one of his minions there. If he was afraid they would boil up from below, he would have kept more than just a single sentry there to keep watch.

The text below, to be read when your party reaches Level 22, assumes that you run with these changes. If you're worried about your party attaining a long rest, be reminded that for this level *they sorely need one to survive*.

When the party reaches Level 23, read the text below, altering it to your liking:

It has been days since you left the Deep Mines and they have been spent in darkness—until at last you have come upon the most curious sight: a neatly carved stairwell descending below. You know it in your hearts that this is your next trial, that the Mad Mage would've righted your course if it was indeed wrong.

Carefully, you descend the spiral staircase, wary for traps. By when you reach the grand foyer below, you encounter none. Pillars support a vast chamber curiously lit by torches whose flickering flames point upside-down. You find a statue of a young knight. The plague reads LADY DEZMYR SHADOWDUSK. Below that, another line reads "MAY SHE DELIVER US TO THE PROMISED LAND."

DEAD HOLD

If you're running this variant, a **cultist** named Jeras, fleeing certain death, slams into an adventurer. He was hiding behind a pillar and makes a break for the exit. He is almost incoherent but manages to sputter out that "doom has come at last." Read the following:

A man steps out from the pillar, making a break for the exit, wailing in terror. He slams straight into you and falls flat on the floor, shrieking a shrill shriek as fragile and sharp as glass. He lifts an arm to shield his face. There's foam on his lips—actual foam. "Spare me, O' Old One! Spare me, star spawn!" he howls, but once he sees you for what you are, he instead shouts, "Run! Run now! The gateway is open, and doom has come at last from beyond the stars! Gravity has gone and, with it, time!"

If the adventurers don't let Jeras go immediately, he curls into the fetal position and begins to repeat mantras taught to him by the Shadowdusks: "If you taste magenta, grovel. The clock shrieks. Shriek with the clock. Shriek until the magenta is ash."

The party can sober Jeras with a DC 12 Charisma (Persuasion or Intimidation) check. If he's calmed down, read the following:

Terrified, the man continues to howl, "I saw it myself! The creatures lumbered from the portal, greeted by Lady Dezmyr—and sixteen of us dropped dead, bleeding out our eyes and ears! Raving! Raving! They've went mad and I ran! The star spawn boiled out from the gate, sparing only those of noble blood! My own sister, julienned into a ribbon! You have to go! They stalk all other exits but the gate to the Mad Mage's private sanctum! The world itself is at its end and you must outrun it *now!*"

Jeras is at the brink of irreparable madness. There are scant moments before his mind snaps unless a *calm emotions* spell is cast upon him. Your goal is to have the party informed of the portal's existence and that the gateway to Halaster's sanctum is on this level before he goes catatonic.

Grells. While running this variant, either hold off on the six **grells** that guard this chamber or have them attack before Jeras appears. If the former, they can float in from Area 2, 3, or 9.

The Mangler Descends. You can launch the first encounter of *Dead Hold* now if you so wish. The **star spawn mangler** drops from the ceiling amidst the party. Starting the encounter now capitalizes on raw shock; delaying it capitalizes on dread.

Halaster's Whisper. Halaster can telepathically confirm Jeras' story about the portal. If so, he whispers to the party, "The lunatic speaks true. There is but one way to my domain and between you and it lies only madness. Madness and other horrors. Our game is nearly at an end. Find the gate; pay the toll. I await you in my lair below."

3. WEST WING

Nested Tentacle. A nest has sprouted in the stairwell and attacks intruders on sight. See *Nested Tentacles* above for details.

DEAD HOLD

This area is one of the possible locations for the first encounter of *Dead Hold*. If you run this variant, replace the four **nothics** in this area with the **star spawn mangler**.

4. DECAYED QUARTERS

4B. MAD CREATURE

Within this circular chamber, a foul creature scratches at the stone. When it hears you, the creature turns to face you with an unsettling smile. Its forehead gapes with a massive, unblinking eye so sickly green it is the color of vomit. Its claws scrape at the stone as if it were a chalkboard. In mangled Common, it says, "The stars turn, and a time presents itself. A visitor comes to barter for secrets."

Just because the **nothic** says the phrase above in Common does not mean he speaks the language. He likely picked it up from Dezmyr Shadowdusk.

Roleplaying the Nothic. Rhamagant wears an unsettling smile. He never fails to blink with exaggerated slowness. He is eager to trade secrets and gives his answers first—and does not voice his own question. If the party asks why he does not get his side of the bargain, he blinks slowly and assures them that he already has (via his *Weird Insight* ability). You can use the following dialogue to convey the three pieces of information provided in *DotMM* by the nothic (in order):

- "You stand in Shadowdusk Hold. The soft ones tell me I once belonged to their ranks. Slept on the second floor, I did, they say, on a bed of straw. No roaches. No mites. Straw. I think of it from time to time. *Straw*. Visited it too. Found the *straw*. It balked! It took one look into me and forbade that I nest on its silken flesh! The *straw* branded '*freak*' upon my face and spoke no more!" The nothic then reaches into its gums and picks out a length of chewed straw. "This is what I told the *straw*."
- "We are on the brink of the Promised Land. For every level one descends, the higher they climb to that wondrous realm, so far from our nest in the cosmos. I wish to visit, I tell Lady Dezmyr. I wish to tour it. To go on holiday in that distant realm." The nothic then scowls and leans in. "And what does she tell me? That I do not have the right '*vee-sa!*' I! I? I who spent his existence, apparently, in pursuit of finding the Promised Land? I, Rhamagant, cannot visit the Far Realm? If I may be denied my birthright, what does that spell for others not so landed as I?"
- "Secrets abound. They lie in shadow. They hold out for the hope of being discovered by one who is worthy. Three secrets. Three floors. Three of me, now three of you. They yearn to be opened by one who is worthy, do you ken?"

5. STOREROOM

Funky Physics. Influence from the Far Realm has poisoned all food and drink in the storeroom. Weird, one-eyed maggots crawl across food, lay eggs within fruit, and play water polo in wine bottles, the corks of which they've seemed to squeeze through via a process similar to osmosis. The Shadowdusk and their servants are immune to any ill effects of the food and they consider the maggots treats—as if they were ghastly, live, alien tequila worms.

6. KITCHEN

DEAD HOLD

If you're playing with the *Dead Hold* variant, the kitchen is littered with corpses, all torn apart by the **star spawn mangler** hunting the adventurers. The **living unseen servants** continue their work as if it never happened, scrubbing dishes and sweeping the floor—ignorant to the fact that their brooms are wet and red and sticky with spilled intestines.

Read the following when the adventurers enter:

Red. It's all red. Corpses are strewn about the kitchen. Not a single one is intact. Heads have been smashed into pulp, limbs julienned into long strips.

The Shadowdusk family is clearly attended to by living, unseen servants and these invisible masses of energy continue to lazily perform their chores, despite the carnage. Even now, dishes are being scrubbed and dried. The floor is being swept with red, wet brooms sticky with spilled intestines.

A quiet voice within your mind compels you to shut this door and never open it again.

7. DERELICT SHRINE

The adventurers should be familiar with the icons of Torm by now, the very god that Fazrian in the level above once served. If the party saw to the planetar's redemption earlier, this should be a sad reminder; if not, the symbol sends a shiver down at least one person's spine. Once they identify the shrine as one devoted to Torm, they should ask themselves why that would be here in these depths.

8. NOTHIC'S NICHE

The nothic has stashed away several goodies, but the party has likely had its fill of gold, or can't carry any-more. Thus, they might be unmotivated to invade the niche, which is 20 feet above them. However, you may want your party to get ahold of the *potion of supreme healing* here. How do you get it to them without just saying the nothic has one? Just have the nothic wear the silver necklace it's fastened to.

When the party enters this area, read the following:

This meeting chamber has borne the stress of Undermountain itself: a fissure gapes across the ceiling, just large enough for a man to clamber inside, if he could jump twenty feet. The niche is filled with darkness. Dust is everywhere, thanks to the crumbling ceiling.

As you inspect this chamber's very fine tapestry—a wedding invaded by shadowy tentacles that creep from the corners—you hear glass softly clink against stone. You look up, just as a horrific creature with one massive eye pulls back into the niche above. On its neck, you saw, was a sparkling vial containing a scarlet liquid. You're a seasoned adventurer; you can recognize a potion when you see one.

Roleplaying the Nothic. Channel Gollum from *Lord of the Rings*. The nothic has forgotten its name and cares only for its next meal and, of course, its "precious potion".

DEAD HOLD

Even if you run this variant for Level 22, this nothic is still a cursed Shadowdusk family member, unlike other nothics that are cosmetically rebranded as star spawn. The nothic offers cryptic omens about the invading star spawn. You can use the following sample dialogue:

- "It is done. Our grand quest is complete. Waterdeep will rue our exile—the very world shall rue it!"
- "You are too late. They are already here. They always have been... The knob just needed turning."
- "Dezmyr has foreseen your coming. Join her! She has lain quite the banquet out for you below..."

9. EAST WING

A lazy, ivory light drifts down the hall of this wing, painting the walls in flickering shades of white and silver. An elaborate bas-relief depicts peasants kneeling before nobles who brandish coy smiles and cold eyes.

Nested Tentacle. A nest has sprouted in the stairwell and attacks intruders on sight. See *Nested Tentacles* above for more details.

DEAD HOLD

This area is one of the possible locations for the first encounter of *Dead Hold*.

10. NOBLE QUARTERS

DEAD HOLD

Should you run this variant, the party's visit to this area becomes inevitable. The Far Realm buckles reality in Shadowdusk Hold and the next door the party opens opens on Area 10A, wherein they meet Melissara. The **archmage** greets them with visible relief and ushers them in before the star spawn—"they"—find the party.

Melissara wastes no time directing the party to the tablet and portal room (Areas 23 and 32). While she tolerates the party resting in her suite, she implores them to act now before "worse things crawl into our reality." If they leave, she does as well to seal any exits to Shadowdusk Hold, hoping to contain the star spawn. She then holds the line in Area 1 to ensure further horrors don't escape into Undermountain.

Roleplaying Melissara. Melissara, like her mind, has begun to gray. Years have been spent in these depths. She's watched her family turn to madness and seen the same corruption take root in both her and her beloved, Derrion. With the portal stabilized, she can see the apocalypse creeping up upon the world. It's now or never to snuff out the Shadowdusk's upside-down flame and she knows it. The arrival of the party represents the answering to prayers she never prayed but secretly yearned to voice. Paranoid, Melissara refers to the star spawn as "they" and knows that they're *always* watching.

For years now, Melissara has searched for a means to destroy the *black crystal tablet* in Area 23B, which she blames for all her family's troubles. She doesn't know how to destroy such a powerful artifact of magic.*

*Although the *Companion* rewrote it so that the arcane gate in Area 35 destroys any magic item sacrificed to it—so that the party might destroy the *black crystal tablet*—that's only a recent stipulation added by Halaster, whose humor, of course, is morbid. Melissara is unaware of the change to the gate; beforehand, a magic item was said to be just "given" to Halaster.

You can use any of the following sample dialogue to further flesh out Melissara and spirit the party along their quest through Shadowdusk Hold:

- To explain why she didn't flee, Melissara says, "They want their parade. They crave the welcoming my brethren so promised. Those without Shadowdusk blood were cut down—if not dragged screaming back to that god-forsaken portal. My brethren are on lockdown. They will not let us leave—as if I'm not the only one that wishes to leave. I fear that the moment I leave this suite, some eight-armed horror will find me... and when it sees that my madness is not as deep as Dezmyr's, it will instead tear me to pieces. I know it. I know it to be true."
- "There is but only one arcane means to escape the Hold: a magical gateway on the lowest floor that leads to the Mad Mage's sanctum. Dozens fled there when the star spawn boiled out from the portal—but they're dead. They must be! Dead or about to be! Halaster approved of my family's efforts, even ordained them! Those fools have delivered themselves to the very monster that allowed their—and this world's—doom!"
- "I know not how to seal the breach to the Far Realm. It has bled into the Hold unabated for years. Now... Now it's stable and *things* have emerged. *Things* that not even my family could have pictured, even after a *century* of research. Those creatures... they were spawned beyond the stars and have come to undo this world."
- "It's all that damned tablet's fault! My ancestors should have left it in the blackened depths! It doesn't matter if you seal the portal—so long as my cousins have that infernal thing, they can rebuild. They can open the gate once again and let those horrors pour out into the world. You can find it on the floor below, but... it is a mythic piece. My life's work has been devoted to destroying that tablet but... nothing. It's as if I'm been holding onto fistfuls of sand."
- "My cousins, Dezmyr... Zalthar. Madness has been their sole inheritance. They wear it like a crown and continue the work our ancestors began. They've died, you know. They've died once already and risen from the grave; I saw it happen. Once they were worshippers of Torm, paladins even, and now all they worship is that godforsaken tablet—and the beings that whisper to them through it."

Roleplaying Derrion. The knight is an irritable, sleep-deprived wreck of a man that dances on the brink of insanity, wondering why his dear wife will not join him on the edge. He protects her at all costs and obeys with only a minimal amount of husbandly lip. You can use the following sample dialogue:

- "I've but one life and it has been sworn, in madness and in health, to my beloved."
- "I've not slept in ages. The nightmares care not. They'll visit when they wish. They visit as I speak even now."
- "Dezmyr and Zalthar have fallen to undeath, rising again as skeletal warriors—knights of death incarnate. Their lord Torm must be weeping from the heavens."
- "There is no price too steep to end this madness."

Melissara's Fate. The sixth encounter of *Dead Hold* involves a **star spawn seer**. Seers are animate, sentient matter; when summoned to the Material Plane, they must take over a mortal's body, which has the added benefit of scrubbing away the host's entire personality. One of the **archmagi** of this level must be given to the Far Realm. Long suspecting that their cousin was not as committed to "the future" as they are, Dezmyr and Zalthar have Melissara brought to Area 32 and sacrificed. This happens off-screen, after the party have met her and moved on, provided they didn't kill her. If Melissara cannot be used, use Cassiok, that ridiculous freak in Area 39.

12. LOUNGE

Clearly, this is where the family receives its guests. This lounge is furnished with leather chairs, all facing a tapestry depicting an ivy-overgrown villa in the familiar streets of Waterdeep. For but a moment, you yearn again to return to the world above. Soon, you tell yourself. Soon...

Nested Tentacle. A nest has sprouted here and attacks the party as they try to leave; before it does, it uncurls to reveal its cloudy, milky-teared eye. See *Nested Tentacles* above for more information.

13. WALKING DEAD

A **zombie** is less than a gnat to a party of 17th-level adventurers unless it gets the drop on them. Instead of shambling throughout the room, it's poised on the ceiling, spread eagle and hanging on rafters. It drops on the first character to enter the room that isn't its creator. The character it falls on must make a DC 14 Strength saving throw or be knocked prone.

14. TRAINING ROOM

Energies from the Far Realm have corrupted the suits of armor in this chamber. Any set has the following curse attached to it:

Hooked Curse. Once you don this cursed armor, you can't doff it unless you are targeted by a spell of *remove curse* or similar magic. Slimy talons dig into your flesh and whispers poison your mind; whenever you finish a long rest while wearing the armor, you must succeed on a DC 14 Intelligence saving throw or suffer from a form of Indefinite Madness.

DEAD HOLD

While running this variant, several cultists made a last stand here before being torn apart by the very **star spawn mangler** that haunts Area 15—if not the one featured in Encounter 1 of *Dead Hold*.

When the party enters this area, read the following:

This sparring room has been made into a grave. Corpses lie in tatters, whatever weapons borrowed from the racks impotently strewn across the bloodstained floor. Even the mannequins and training dummies have been cleaved by wicked claws, mixing straw, canvas, and wood with the scattered organs of the poor fools that made their futile last stand here.

15. FOUNTAIN

The halls are eerily quiet, save for the constant splash of water from this fountain. The clean deluge is vomited out from a marble aboleth. Your mind reels with the sudden memory of the twisted caverns, which you put behind you so long ago—of the creature that claimed those sunken tunnels as its demesne.

DEAD HOLD

While running this variant, the fountain is polluted by two corpses, under which a halfling **cultist** hides. After witnessing a **star spawn mangler** tear apart his compatriots, the cultist was driven mad—so much that he has forgotten his own name (Aldrin). He now only refers to himself as "this one."

Expanded Dungeon. The tunnel leading out from this area is watched over by a **star spawn mangler**, which attacks anyone who dares leave Level 22. It was this creature that cut down Aldrin's compatriots and even dumped their bodies in the fountain. Aldrin is aware of its presence; he was playing dead when the beast dumped the corpses in the fountain. He suspects that it knows he is not dead and is simply waiting for him to make his move—which it is.

17. VERTRAND'S ROOM

The door opens silently upon a modest suite. A bald, elderly man darkened by liver spots sits at his desk, scribbling into a journal. His back is to you—but his quill halts.

"I foresaw this..." the old mage whispers. "I saw it long ago. And I have chosen to face you. Alone."

He turns to you—and where his eyes ought to have been is only smooth flesh. He breaks out into a sad, toothy grin. "In the end," he sighs, "Death owns us all."

With a world-weariness, he pushes himself to his feet and unleashes an arcane word of power!

Roleplaying Vertrand. There's little opportunity to roleplay Vertrand outside of combat, as he attacks the party the moment they reach him. He is fond of loosing world-weary sighs. His verbal components for spells are lazily pronounced.

Tactics. A brilliant mage waiting for this inevitable conflict, Vertrand employs the following tactics:

- Vertrand fights to the death, never fearing his doom. It's as he said—Death already owns him.
- Vertrand casts *time stop* on his first turn. While time is halted, he casts *mirror image*, *fire shield*, *mage armor*, *stoneskin* and finally *cone of cold* (in that order, if he gets enough turns). He sacrifices *stoneskin* for *cold of cone* if he only gets four turns in *time stop*.
- If he is facing multiple spellcasters, Vertrand casts *globe of invulnerability* instead of *stoneskin*.
- Vertrand wastes no opportunity to *counterspell* a foe.
- While concentrating on a spell, Vertrand utilizes spells of *lightning bolt* and *cone of cold*.
- If he must pursue a fleeing foe, Vertrand casts *misty step* and looses a *fire bolt* cantrip.

18. BERLAIN'S SUITE

18A. STUDY

It's warm here. Candles are still lit, giving off a fragrance that hints at a sinister origin... as if it were rendered not from the fat of animals. You hear now soft murmuring in another chamber, spoken in a language that itches your very brain.

18B. BEDCHAMBER

Sitting there upon the bed, nestled between two floating grells, is a two-mouthed woman with too many arms. She seems to be... conversing with those floating, beaked brainy horrors. When she sees you, she smiles twice and says, "Just when I was fresh out of subjects."

To your horror, that second mouth of hers animates and spits out in a serrated voice, "You shall rue the day your mothers spat you out. To the table with you!"

Roleplaying Berlain. Like Vertrand, there's little opportunity to roleplay Berlain before combat erupts. She wields a scalpel instead of a dagger. You can have Korva, her obliterated brother, speak through Berlain's extra mouth in a twisted voice. Together, they say the following in combat (parentheses mark when Korva speaks):

- "The gate is open!" ("This world will finally know the Truth!")
- "The stars turn!" ("And a time presents itself!")
- "There is indeed a method to madness!" ("Reason within rhyme!")
- "I cannot wait to get you onto my table!" ("The scalpel makes whelps of us all!")
- "Yours will be an enlightening tale..." ("In the marrow, we shall find Truth... together!")

Tactics. Berlain wants to capture the adventurers for use in her experimentations, not kill them. Thus, in combat, she uses the following tactics:

- On her first turn, Berlain casts *time stop*. While time is halted, she casts *mirror image*, *wall of force*, *fire shield* and *mage armor* in that order of priority. Should she get a fifth turn, she casts *polymorph*, turning the target into a white lab rat. Her second turn is spent on *polymorph* if she does not cast it on *time stop's* last turn.
- To better befit her theme as a mad scientist, give Berlain the *acid splash* and *chill touch* cantrips. She can cast two in a single turn.
- Berlain's **grells** attack creatures on their side of the *wall of force* with their Tentacles action, grappling and potentially paralyzing their victims.
- If things look bleak for the party, Berlain offers them this: "My toll for safe passage is simple: leave me two live subjects and go your separate way, unmolested." Korva adds, "Their sacrifice to science shall not be made in vain!"
- If things look bleak for Berlain, she abandons her hope of capturing the adventurers and instead tries to kill them. There will be more in the future, she tells herself.

20. PILLARED HALL

20A. CENTRAL CHAMBER

When the adventurers reach this area, read:

Your very first step into this hall echoes loudly throughout it. You need not be a dwarf or mason to see that it has been carved to amplify every sound and whisper committed here.

If the adventurers are discovered by the five **will-o'-wisps** haunting this hall, read the following:

As you make your way through the hall, a floating, ivory light appears before you. It flickers like a ghostly flame and its voice is thin like glass. "What is your purpose here?"

Before you can respond, yet another light appears, winking into existence to your right. "Were you bid?" it asks.

Then a third, a fourth, and yes, indeed, a fifth wisp of light materialize, surrounding you, and they ask:

"Have you strayed?"

"Strays receive no guest right."

"Would you die a vagrant's death, stranger?"

Hovering there, the first wisp repeats itself, firmer now: "What is your purpose here?"

"Were you bid?" asks the second wisp.

Then, all in one voice, the others demand, "Well? Were you?"

Roleplaying the Wisps. The wisps all share ghostly voices that talk over each other. If one speaks, the other four are quick to add something, piling onto the conversation with several quips. They are impatient and haughty, and they condescend to all who are not of Shadowdusk blood, especially the nothics.

DEAD HOLD

If it has not yet happened, the fourth encounter of *Dead Hold* should happen while the adventurers are in this area. The trapped **couatl** in Area 34B reaches out to the party, who it can sense. It implores them to seek it out. This happens amidst combat, if a fight breaks out in this area.

Additionally, the five **nothics** in Area 20B—which are star spawn in name and appearance—do not shy from combat. They instead charge down the party once they hear the adventurers. Their sadistic howls can alert the ten **nothics** in Area 24, who arrive three rounds later. These nothics are also star spawn in appearance.

Throughout this encounter, the **will-o'-wisps** strafe the party. One cackles, "The rift yearns! It hungers! Give to it yourself—come as you are!"

21. PARLOR

Mirror, Mirror. The parlor's mirror contains a thing of nightmare within it; its surface is glossy and black, reflecting no light. As a character is looking at it, a massive eyeball opens up, as if the entire mirror was its lid. This six-pupiled eyeball gazes into its victim and overwhelms them with madness. The creature must make a DC 14 Intelligence saving throw or succumb to a form of short-term madness. See Appendix C for details.

DEAD HOLD

Under this variant, the parlor is littered with the corpses of servants that died here, several seemingly having committed suicide. They were not torn apart by star spawn but were instead driven mad by the *thing* in the mirror. Those that did not die to aneurisms instead slit their own throats to spare themselves from that darkness.

22. TORM'S SHRINE

After Level 21, the party should be familiar with Torm's iconography. If they correctly identify the shrine, read:

Just as you thought you had put the imagery of Torm behind you, here it is again. The memories of Fazrian, the fallen angel, crowd your mind. The walls of your world are suddenly streaked with that mysterious blood once again.

Questions abound: why did the angel never lift a finger against the Shadowdusks? How could he not turn his crusade upon this place? Or was this the crusade he had in mind all along? Were they just hiding under his nose this entire time?

You will never know why... but still you must wonder what this shrine is doing down here. These freaks do not seem to be the most... orthodox of worshippers.

If they were responsible for Fazrian's atonement, then a vestige from the heavens manages to whisper a warning to the party:

As you turn back to those wretched halls, a warmth overwhelms you, flooding your senses in an instant—and it's gone the very next. But not before leaving you with this wisdom:

The Shadowdusk matriarch and her brother were once paladins in service to that distant god, Torm. Paladins that have since fallen from grace—and the power they once wielded for good can still be wielded now for more wicked ends. You face not robed freaks ahead but—the wisdom warns—knights of death and malice.

23. MEDITATION ROOMS

23B. BLACK CRYSTAL TABLET

The door slides open upon a chamber filled with a greasy darkness that hurls back any light that might be brought to bear. Upon a stone table at the far wall rests a black, crystalline tablet whose glyphs you instinctively know should never have been carved, let alone read. Its runes writhe as if it were the flesh of a living beast kept in captivity with no other recourse but to rage against its prison.

The darkness... it beckons you forward. You feel that in your bones. It... invites you to stand before it, as if it were an altar to an attentive god. And slowly you realize that it is. It is an altar. These freaks have made it into one. They worship it—they have to. It is an artifact that demands attention, that draws the very mind to it like a beacon. Not a beacon in the dark, but a beacon that glowers at all the light touches—and wishes to see it not dead but only stranger.

A sickness wells up in your belly. You taste bile on your tongue and foam on your lips. Your mind begins to reel, to cringe. A step. You take a step, though you never planned on doing so. Your mind fights against that oily hold on your body, knowing that should you give in, there will be nothing to save you but madness.

DEAD HOLD

The fifth encounter of *Dead Hold* can occur here after the adventurers lay their eyes on the tablet. The star spawn attack from Area 20, if so.

24. NOTHIC WARRENS

DEAD HOLD

If you're running this variant, the **nothics** here are star spawn in name and appearance only. No two look the same. Describe them simply as "aberrant horrors with no place in this world." They're feasting on actual dead nothics (former family members of the Shadowdusks) and dead servants. They attack the party on sight and investigate any sounds they hear in adjacent areas.

Four nothics have been removed from the fourteen in Area 24 to make up for the added difficulty of facing star spawn.

25. ABANDONED CHAMBER

DEAD HOLD

You step over shattered dregs of furniture to enter this ghastly chamber. You can't but shake your head at it all. What were they thinking? That divans and doors could stop these aberrant horrors? As you survey the carnage, you know it would take hours to piece together the unfortunate souls that were torn apart by those creatures rampaging through this madhouse.

Several cultists holed up in this chamber, hoping to wait out the star spawn—as if they expected the Shadowdusks to call the beasts off. If a character spends an hour sifting through their remains, they can piece together eight humans. These unfortunate souls were torn to shreds by a swarm of star spawn grues—the very same swarm that attacks the party in *Dead Hold's* second encounter.

26. HOARDED SECRETS

DEAD HOLD

Should the adventurers discover the tunnel to the Expanded Dungeon, read the following. Apparently, some cultists managed to escape down there but were followed by star spawn.

Behind the tapestry yawns a blackened tunnel that stretches out into oblivion. Fresh blood streaks the tiles closest to you, already drying into a sticky paste. You know not how many escaped this wretched place—nor what sort of horror might even now be in hot pursuit of them.

28. LEGACY OF XERRION

You come upon what can only be history: a fresco fifteen by thirty feet long. A robed wizard stands before a black portal, cradling a tablet fashioned from black crystal—as if it were a newborn babe. He's smiling. His eyes are cracked with a lifetime of smiles. He shares that warm smile with the portal—a lightless rift from which serrated tentacles slither. Your eyes fall on the plague below: "THE LEGACY OF XERRION," it reads... and below that: "WE WILL ONE DAY JOIN HIM IN THE PROMISED LAND."

DEAD HOLD

If you're running this variant, reduce the number of **death slaadi** here by one, so as to make up for the added difficulty imposed by the star spawn.

Additionally, make the slaadi star spawn in name and appearance. They appear as translucent, half-gelatinous horrors with razored limbs. Once their invisibility drops, they "shift colors."

29. LANDING

You come upon a staircase under the stony gaze of a statue. It depicts a grimacing man being crushed by tentacles that erupt from the floor—from a carved portal. His expression seems to say, "Well, them's the breaks."

As you near the staircase that spirals down into darkness, you feel a wind blow through you—through your mind. This is the brink; you know it like an animal knows when foul weather is ahead. Your instincts are tuned up. You can feel the foulness down there, a brooding darkness that, at best, seeks not to consume you... only leave you stranger than before.

30. LOWER HALLS

The tension in the air builds as you clamber down the stairwell. The air takes on an oily quality, as if it were humid without the heat. You feel in your heart a palpable dread, thick like molten lead, that pushes its way through your arteries. You shouldn't be here—and this place should not be.

What you see first is the Shadowdusk family crest inscribed upon the floor: a 20-foot disk of purple stone carved upon which is a lit torch, its flames pointed away from you. Peeling mosaics paint the ceiling as a cloudy sky and scorch marks can be found along the walls and many pillars of this place.

In the distance, some titan grumbles a sleepy groan—and a breeze flutters throughout the halls, one not felt on your skin but on your very brain. For a moment, you're reminded of how very small you are.

DEAD HOLD

If you're using this variant, cultists were slaughtered here by star spawn. Blood streaks the floor and walls. The family crest is outlined in the spilled intestines of the star spawn's victims—the handiwork of bored grues after all their cattle had been slain.

31. APPROACH TO MADNESS

If combat breaks out in this area, Zalthar, the **death knight**, investigates from Area 34A.

31A. WARPED FOYER

You feel a wind that seems to push at your entire being. The lines between the floor and its walls are warped. In some places, the stone has seemed to melt. In others, they meet at angles that make your head swim. And the pillars holding up that ceiling your eyes seem to refuse to look at? They were but columns once. Now you don't really know what they are, only that they... breathe.

31B. THRESHOLD OF INSANITY

You should not be here. Nothing should. Nothing of this world, this reality, anyway. There is a pressure here, a power, a shadow that should not be. Strange energy pervades this place and, in the distance, you can hear a sort of... groaning.

At the end of the day, you're still an animal. Face it—you are. Every instinct of yours screams at you to abandon this place, for there are things lurking here that are antithetical to all reason and reality—a force of unmaking.

You swallow that primordial dread. A tapestry on the wall depicts noblemen giving themselves to some unseen god that has deigned to twist, warp, and melt them into one gelatinous entity that your mind cannot bear to focus on for too long.

DEAD HOLD

If you're running this variant, reduce the number of **death slaadi** here by one, so as to make up for the added difficulty imposed by the star spawn.

Additionally, make the slaadi star spawn in name and appearance. They appear as translucent, half-gelatinous horrors with razored limbs. Once their invisibility drops, they "shift colors."

Despite what's written above, Zalthar doesn't come to investigate a disturbance in this area if you are running *Dead Hold*. He's instead busy in Area 32.

32. FAR AND GONE

Sickly light bleeds out from a breach in what your mind assures you is reality itself. Tumorous flesh hangs there, draped across a rift that beats as if it were a heart—a heart whose arteries have crept out along the walls and ceilings like mold and found purchase on this side.

As you gawk at this rift, you begin to giggle. Blood trickles down your nose and you know that to gaze into this abyss is to let it gaze long into you.

DEAD HOLD

If you're running this variant, the portal has been stabilized and creatures can now physically pass through the portal—although mortals will find that it is a one-way trip. Once they enter the Far Realm, they will *not* find their way out, effectively killing their character. If there was ever a thing that a mortal *should not enter* it is this portal.

Once the adventurers reach this area, read the text below. Zalthar, the **death knight** (armed with his *nine lives stealer*, as detailed in Area 34), is here with three **nothics** (former family members) and their sacrifice: either Cassiok (see Area 39) or Melissara, who has long-been suspected of not being committed enough to the family or "the future."

The world is awash in a sickly light vomited out by a rift to a place your mind has unhinged itself from. In the distance, from behind that veil, you hear some titanic beast groan again, lazily belching out its contempt for this very reality. A cloud of spores erupts from the rift, crashing to the floor and then dragging itself into the air, meandering aimlessly but not inanimately. The rift, you realize, is alive. It's *breathing*. Along the walls of this room, tumorous flesh has crept in, finding purchase on this side of reality, growing like a mold.

There are others here, standing before the breach in your reality: three one-eyed freaks and a knight clad in armor that can only be dedicated to celebrating death itself. In his hand the knight clutches a longsword around which float the wailing souls of its past victims.

If Melissara is the intended sacrifice, she has 1 hit point and no remaining spell slots. Add the following text to your narration; it assumes the party's already familiar with the **archmage**:

Crumbled at the death knight's feet is a bruised woman missing an entire patch of hair—Melissara. She's screaming; you could hardly hear her over the portal's groans. She's screaming and kicking, but the freaks have her tight and they inch ever closer to the edge.

"Zalthar!" she screams. All her magic must have already been spent. She writhes again, but it's a futile effort. "Zalthar! No! Please! Do not send me *there!*"

"Your commitment to our family—to the future," murmurs Zalthar, "has been found lacking. A host must host—what else is it good for? Goodbye, dear cousin... and see you again soon."

The freaks plant Melissara before the brink—and as she beholds an unseen madness therein, the death knight plants his heavy boot on her back and kicks. She goes screaming to what you're certain is not her death—but something far worse.

If Cassiok is the sacrifice instead, he hands off his *staff of power* to Zalthar. Read the following:

At the death knight's side is a ridiculous horror—a man whose body is more of a carapace, beetlelike in nature. His head is still mostly human, however. You catch only a glimpse of his middle-aged features in that sickly light: a crooked nose, a bald head, chitinous protrusions along his cheeks.

"Well," says the freak. "Cousin, it has been a delight."
"You will be remembered," the death knight says, "but perhaps not missed."

"My life for the future," says the freak. "A host must host, mustn't he?"

"What else would he be good for?" agrees the death knight.

The freak nods and hands his runed staff to the death knight. With a content sigh, he walks face-first into that sickly light, disappearing from this world entirely.

Once the sacrifice has been made, Zalthar and his minions face the party. Read the following:

Only now does the death knight turn to face you. His eyes burn as blue fire from behind that helmet.

"Dezmyr foretold your arrival," he says, lifting that wretched blade of his. "I've been waiting for you. All this time, I've been waiting for *you*."

Envoys of the Hungering Void. After the sacrifice has been made, Zalthar and his nothics attack. On the third round of combat, the sixth encounter of *Dead Hold* unfurls: the sacrifice returns to Shadowdusk Hold as a **star spawn seer** with a pet **star spawn hulk**. The seer's features are familiar, matching with whoever was sacrificed—but his or her personality has been obliterated and its skin is rubbery now, its fingers fused into tongue-like appendages.

Read the following once this encounter occurs:

Amidst the carnage, the rift shudders and groans with sloppy ecstasy. Your eyes confront that breach in reality, even if your mind shies away into a dark corner, fearful of that sickly light. Out from the portal steps a tumorous creature whose arms are but rubbery, tongue-like appendages. Its eyes are starry voids and it grips a twisted staff made of equal parts flesh, bone, and iridescent matter. It looks out across this place, this world, and pronounces a sound of victory in a language you were never meant to hear—that no mortal ought to ever hear.

At this creature's side is a flayed, hulking brute with far too many teeth and lidless eyes that regard you as more than a meal. It regards you only as its freshest playthings.

If Zalthar is still alive, he welcomes back whoever was sacrificed and then adds, "It is done! Our work is at its zenith! Let the world get... weirder. Now."

Lair Actions. The rift itself is as living of an entity as the star spawn. On initiative count 20 (losing initiative ties), one of the following effects occur; the same effect cannot occur two rounds in a row:

- A tentacle unfurls and makes an attack roll against a creature within 60 ft. (+5 to hit). On a hit, the target is grappled (escape DC 13) and dragged 10 ft. closer to the portal; prone creatures are dragged 15 ft. If it is dragged into the portal, the creature is spirited to the Far Realm. See *Entering the Rift* below for the effects of entering the Far Realm. A tentacle has an AC of 14, 20 hit points and immunity to psychic damage; destroying it frees the grappled character.
- The rift groans and unleashes a foul, strong wind. All non-aberrations within 30 ft. must make a DC 14 Strength saving throw or be knocked prone. Zalthar and Dezmyr Shadowdusk are immune to this effect.
- The rift shrieks in rage. All non-aberrations within 30 ft. of the portal must make a DC 15 Intelligence saving throw or take 14 (3d6) psychic damage. Zalthar and Dezmyr are both immune to this effect.
- The rift vomits out a cloud of spores. Creatures within 10 ft. of the portal must make a DC 16 Constitution saving throw or take 17 (4d6) poison damage or half as much on a success. On a failure, a creature also succumbs to a form of Indefinite Madness (see App. C for details).

Funky Physics. Any of the effects described above can come into play during this encounter.

Entering the Rift. A creature that enters the rift is taken to the Far Realm and instantly takes 36 (8d10) psychic damage. This damage occurs again every time the creature ends its turn in the Far Realm. If it is reduced to 0 hit points, it does not die but is instead taken by *things* therein and is effectively killed.

A creature on the other side of the rift is stunned. It can still see the Material Plane and it can make a DC 15 Charisma saving throw to return whence it came, even though a stunned creature cannot move. On a success, it appears in an unoccupied space within 5 ft. of the portal in Shadowdusk Hold. This harrowing visit wreaks havoc on the creature's mind, causing them to develop a form of Indefinite Madness (see App. C). They might also suffer other deformities like the Shadowdusks have, which is to be determined by the DM.

Closing the Rift. The gateway to that hungering realm can only be closed from the other side—a realization that eventually dawns on the party if the **couatl** Tezca-Zyanya doesn't reveal it. If the couatl is with the party, it volunteers to close the portal, otherwise it falls to another character, such as one of the adventurers or Melissara. For the purpose of this module, exactly *how* the portal is closed is never told to the players... and any character that makes this sacrifice will never again see the Material Plane. For all intents and purposes, that character is dead, their corpse trapped in the Far Realm. Should one of your players wish to make the sacrifice, let them, but only after warning them that there is no coming back from that realm.

If Tezca-Zyanya is with the adventurers, it reveals its true form now and sacrifices itself to close the rift. Read the following, dramatized text:

It's bedlam. Even now the rift seems to shudder with pleasure. Its mold trembles and finds further purchase in this reality. You can see shadows in that sickly light—more of those foul creatures are lining up to walk into this world and see it undone. Your heart begins to sink as the hordes fall into ranks and march towards your side of the rift.

It's when the first faceless beast pokes its maw through the rift that a frog hops onto your shoulder and then into the fray. You almost forgot of Tezca-Zyanya—and when the frog lands, it becomes a flash of blinding light. Not sickly light, oh no. Heavenly light that washes away the darkness. Where once a frog crouched now hovers a winged serpent whose every scale is radiant. Tezca-Zyanya's saccharine voice echoes within your mind: "There is only one way to seal the rift... And it is my burden alone to bear."

The winged serpent wades through the fray, evading claws and psychotic energies. It slips into that rift, showing no fear, no hesitation... and blinding light erupts from within. That distant titan rages, denied again its entrance to this world, and in its tantrum, you crumble to your knees! The rift implodes, leaving a radiant scar on the wall!

The rift now sealed, the moldy flesh of the portal wails as it wilts to death. The star spawn howl, denied reinforcements and conquest. Surviving Shadowdusks despair, their costly efforts thwarted.

DESCRIBING THE FAR REALM

The Far Realm is antithetical to the mortal mind. Should an adventurer fall through the portal, describe it as a lightless realm whose only floor is a black canvas. Every step sends ripples of some foul water out across existence. A creature with darkvision or magic is just as lost in the dark and can only see up to 10 feet away. *Things* lurk there in the dark, just outside their periphery, sending up splashes of water as they circle around that unfortunate soul. From time to time, the ground shifts as a groan echoes throughout the realm, as if they stand on the back of some sleepy titan—which they do. They and the monsters there are but mites on the back of an unseen colossus whose tumors and bleeding sores are like carnivorous flowers.

Meanwhile, the senses begin to blur. The ears ring with tinnitus and the nose bleeds as the brain suffers a long drawn-out aneurism. Organs begin to fail one by one, but this does not kill the unfortunate visitor, only liberate them. The mind slowly unhinges as the shadows press in, as the claws come out, and the wolves lurking there in the dark can hold back their appetite no longer. No one, as that damned fool will learn, truly dies in this insidious realm—that would be too merciful—and they are doomed to suffer this madness for eternity.

33. SHRINE

Portraits galore hang in this chamber, all featuring the same woman: Dezmyr Shadowdusk. Her name is painted onto every single one. As you spin about, you see that the portraits are arranged chronologically: first showing Dezmyr as a young woman who slowly grows taller until she abandons gowns for armor in the iconography of Torm himself. Just as she reaches what you can estimate to be her thirties, she plunges into death, becoming a skeletal warrior clad in dark armor... armor that still bears that same iconography.

Disgust rears up within you. There's an air of adulation, of unchecked limerence. Obsession, even. Whoever produced or commissioned these portraits is obsessed with Lady Dezmyr. It's almost frightening. These works of art are nothing more than idols—this entire scene is nothing more and nothing less than naked idolatry.

34. ZALTHAR'S CHAMBERS

34A. ZALTHAR SHADOWDUSK

The door to this dusty chamber is already open—and in it sits a skeletal knight clad in deathly armor. In his withered hands are two painted wooden figurines—and you can only guess what sort of scene he was privately enacting.

Having interrupted his make-believe, the knight addresses you: "Dezmyr foretold your arrival. I've been waiting for you." He drops the figurines and unsheathes a blade around which circle the souls of his past victims, all wailing in damnation.

If the adventurers do not deign to join Zalthar in his private chambers, the knight looses a Hellfire Orb and strides out to greet them personally. He follows the same tactics as Dezmyr (see Area 38).

34B. BLACK OBELISK

Nothing stands in this bald chamber but for a black obelisk fashioned from darkened crystal. It has a gravity to it that lacks the greasy touch of all the other abhorrent artifacts found in this wretched sanctum of the Shadowdusks.

DEAD HOLD

Under this variant, Zalthar is not in his chambers, but instead Area 32, where he is sacrificing a family member to the Far Realm so that a **star spawn seer** can take over his or her body.

Trapped Celestial. The **couatl** imprisoned within the black obelisk telepathically contacts the party, urging them to free it from this dark prison. Read the following:

As you gaze at the obelisk, that saccharine voice infiltrates your mind—and, tracing its warmth, you find that it first found purchase in your very heart.

"Free me," it softly demands. "Whether your heart is black with rot or as gilded as the heavens above, you *must* free me. The flood is coming and it will sweep up all creatures—even you—in its wrath. There is no parleying with such an animal force. No mortal, no matter how evil, can weather their invasion—nor should they abide it. Destroy my prison; topple the obelisk. The rift must be sealed before it is too late."

Free at Last. If its prison is toppled, the couatl emerges as a toad. Read the following:

The obelisk teeters—and crashes thunderously onto the floor, sending lightning-like cracks throughout the tiles. Crystal flies everywhere and, for the sake of your own skin and eyesight, you shield your face from the debris.

When at last you lower your guard, you see only a yellow frog crouched upon the obelisk's shattered head.

"Well?" comes a telepathic voice. "Let's get a move on."

Roleplaying the Couatl. Tezca-Zyanya normally would not reveal itself as a celestial, but does so if the adventurers promise to help end this madness. It insists that they immediately set out for the portal, "before more of the unbidden enter this world." It is utterly consumed by this duty. Having forgotten its own identity, the couatl has founded its new one on this quest. It does not yet reveal that only a creature on the other side of the portal can close the rift.

35. EYES OF STONE

There is power here. More power than you could possibly ever crave. It flows like an arcane wind that whispers in your ear and rustles your cloak. You know whence it came: the arch gate set into the wall. One of Halaster's gates—perhaps the *last* gate in all of Undermountain. Its keystone is carved in the likeness of Halaster himself and its stony eyes follow you as if it were alive. Surely there must be a trap here, a trick. In the corner you spot a petrified beholder lost to eternal, stony sleep. What does it mean? What has the Mad Mage lain for you?"

Sacrificial Item. At your discretion, the gate permanently destroys any magic item sacrificed to gain access to Level 23. This distinction is necessary; it is written on Level 23 that Halaster might return the magic item when they meet him in his sanctum. Ideally, the adventurers will sacrifice the Shadowdusks' *black crystal tablet*, depriving them of their usual means of contact with the Far Realm.

Do It. If the party hasn't yet dealt with the Shadowdusk family—*Dead Hold* variant or not—Halaster telepathically whispers to them, "Come. Leave them to their devices. To their crusade. Ours is a dance between friends and lovers; they have no place at the table. There's but one road to my domain and you're looking at it. Come. Take the head, and the rest of the body dies—isn't that true?"

DEAD HOLD

Under this variant, over a dozen corpses surround the arch gate, most torn apart, but some clutching their faces or scraping at the empty space underneath. These were those that did not "make the cut-off," as Halaster would put it, and were left to the star spawn. Those that weren't torn to shreds died by sheer panic.

Additionally, Dezmyr and Zalthar can sense if the rift to the Far Realm is sealed. If the couatl manages to close the rift, Dezmyr attacks the party when they reach this area along with three **wraiths** and, at your discretion, Zalthar. If the party has the *black crystal tablet* and seems intent on sacrificing it to the gate, they're desperate and panicked—a sharp contrast to their otherwise frosty, undead demeanors.

If Dezmyr intercepts the party, she unleashes a Hellfire Orb as soon as she's within range. There's a 25% chance that it only hits the closest adventurers. Read the following:

Just as you're about to put an unknowable amount of distance from this madhouse, an orb of black flame comes sailing out of the darkness and explodes against the gate. Through the smoke and flames you see striding forth a knight clad in the armor of Death itself, and, at her heels, a retinue of wraiths.

Lady Dezmyr Shadowdusk comes forth, her name attaching itself firmly to your brain. Her blade is already drawn when she shouts, "The fork is unforgiving and the void vast between the stars. Your end begins here."

38. DEZMYR'S CHAMBERS

38A. MEMENTO MORI

The door opens silently upon an unfurnished suite. It's cold here and the air is ripe with spores that undulate like a fleet of wasps. A tapestry depicting Waterdeep, the City of Splendors, hangs from the wall and before it is a stone pedestal on which rests a charred skull, small and human. The skull is angled towards the tapestry, as if it longed to look at those better days of the past.

Across the room stands another door behind which a hushed conversation takes place.

The conversation is too faint to be heard, even with an ear pressed to the door. In Area 38C, Dezmyr is taking counsel from her **wraith** advisors.

38C. DEZMYR'S SANCTUM

A voice heralds your arrival, a voice of the grave, filled with rot and worms: "They have come at last."

"Indeed," murmur's a graven woman. Your eyes fall upon a knight of death and decay clad in ebon armor. A council of wraiths float behind her, smoky and ephemeral.

Behind the knight stretches a fresco depicting her and another knight as they were in life—gilded and good, armored and on horseback, with the iconography of Torm emblazoned on their armor. The symbol on her shield is that of an upright torch—the opposite of what the Shadowdusks now consider their heraldry.

The death knight looks to you; her eyes are starry voids within which one can guesstimate all of Creation's worth. Her blade rasps against the sheathe as its drawn. Dezmyr Shadowdusk murmurs, "The stars turn, and a time presents itself," as her wraiths sink into the wall and disappear with chilling shrieks!

Dezmyr cannot be parleyed with, even if they hold the *black crystal tablet* hostage. She attacks without hesitation.

Tactics. Dezmyr and her forces use these tactics:

- Dezmyr fights with wild abandon, knowing that she will return from death just as she did before. It's only if she knows that Zalthar is dead and her family's work is threatened that she tries to survive.
- Dezmyr's **wraiths** rely on their Incorporeal Movement to harangue the party from above, below, and behind, employing hit-and-run tactics by phasing through the walls and floors. They start combat behind Dezmyr, thus avoiding her initial Area-of-Effect abilities. She directs them to attack distant foes, especially casters that can't inflict much damage with an opportunity attack.
- Dezmyr does nothing that will endanger her mother's skull in Area 38A. Thus, the adventurers are safe from a Hellfire Orb while within 20 feet of it.
- Dezmyr opens up on her first turn with a Hellfire Orb if the adventurers are bunched up and her wraiths aren't going to be caught in the blast.
- Many of Dezmyr's spells are cast as bonus actions, which competes with her ability to undo damage to herself or her allies. Likewise, most are concentration spells. She blows through her highest-level spell slots first, which are spent on *smite* spells.
- On her second turn, Dezmyr casts *destructive wave* if she's in the heart of the fray. If not, she casts *staggering smite* at 4th-level instead.
- Until her foes dwindle in number, Dezmyr reserves her reaction for her Parry ability. As they fall, she then uses it for opportunity attacks.
- If a foe tries to flee, Dezmyr casts *compelled duel* to ensure they stay within 30 feet of her.

Dead Again. If Dezmyr is slain, her last words are, "We do not fear the darkness... the void between stars... but you soon shall."

DEAD HOLD

If you're running this variant and the party has dealt with Encounter 5 or 6, remove three of the **wraiths** in this fight to make up for the beating they've taken from the star spawn. Likewise, the wraiths appear as creatures of sickly light only vaguely humanoid in shape—a measure the mortal mind takes to attach some degree of familiarity to those *things*.

If the portal to the Far Realm has yet to be sealed, Dezmyr says, after her initial riddle, "It is too late. The knob turns and the darkness smiles."

If the portal has already been sealed by the couatl's sacrifice, Dezmyr mocks, "Time is a wheel. So as it was, shall it be again," believing that her family's work cannot be thwarted. She, like her family, can sense if the portal is sealed.

39. DRACOLICH'S PHYLACTERY

You're met by a freak so ridiculous you find yourself analyzing this strange chamber before confronting him.

The walls here bulge and wriggle as if they were the flesh of some flea-ridden, tumorous beast. A statue suffering from a similar malady stands nearby in an alcove, writhing until it morphs into another person. Every few seconds, it takes on a new appearance, but always is it of a noble.

The freak. You turn your eyes and mind back upon the freak: a bald, middle-aged man with chitinous protrusions along his cheeks. His body is that of a beetle's, its black carapace only modestly hidden by the tatters of a black robe that spares you the indecency of his groin. He leans on a heavy staff intricately carved with runes of power.

You only realize now that the freak has been addressing you for the last few moments and you cannot even make sense of his words, he's so crazed. His mind is as ruined as his body. Even the slaverling, beaked monstrosity at his side—a grick, you dully realize—makes more sense than him.

"This place must be razed," you can't help but think—and not for the first time.

DEAD HOLD

If you're running this variant, one of Shadowdusk Hold's **archmagi** must be sacrificed to the Far Realm so that a **star spawn seer** can take over the host's body and enter the Material Plane. If this victim isn't Melissara (dragged screaming to the portal's edge), then it has to be Cassiok. There's just no way that you can maintain the integrity of this level's theme of horror by presenting a *man with the body of a beetle* to your players. It's just too ridiculous. Send him to the portal, leaving the **gray slaad** and **grick alpha** to guard this room.

40. LYNNORAX'S LAIR

Darkness lurks like a smoky haze in this unlit chamber, within which lies a dragon—and it's with a silent sigh of relief when you realize it's nothing more than a skeleton cloaked in dust so thick, you could bake it into bread.

When it moves on its own accord, you can't help but flinch—your heart seizes, for Death was clearly cheated out of this corpse. "Imprisoned for decades," the skeletal drake grumbles. "Reduced to a guard dog with no visitors to harangue."

The creature rises to its full height, its every joint creaking and complaining with the effort. Dust showers the chamber, falling like heaps of sand and choking the air.

"You," says the drake, "will make a fitting distraction." Its jaws part—and inside its empty mouth lightning curdles, lighting up its entire body and filling the Hold with a serrated shriek!

It isn't explicitly spelled out in *DotMM* whether this area counts as Lynnorax's lair. The *Companion* contends that it doesn't; the adventurers already face more than enough danger in these halls. If this was to be the dracolich's lair, they would have included new and exciting lair actions befitting its undead nature and Far Realm-influenced location.

41. SHADOWDUSK VAULT

There can only be one thing behind a dragon, dead or otherwise: a hoard of unimaginable wealth... and the Shadowdusk's vault does not disappoint. Treasure galore is heaped in one precarious pile at the center of the vault, watched over only by monstrous statues standing in shallow alcoves.

The statue directly ahead is carved in the likeness of a nude woman whose head has been replaced with a chisel-toothed maw. No eyes, no forehead, no ears—only a toothed void.

To your right stands a statue of a young man whose cranium has erupted into a mass of tentacles. And to your left is a melting statue of Halaster himself, his eyes sparkling as they droop in the flood of his face. His stony smile speaks volumes. It seems to tell you that your game is almost at its end—that all things must end and when they do it is not pretty, not at all.

Additional Loot. If you're a kind DM, or a worried one, now is the most opportune moment ever to add diamonds worth 300 gp or more. Or, in other words, the reagents needed for the *revivify* spell. These are the last of the diamonds that Dezmyr and Zalthar used to resurrect family members—before they fell from grace. Choose one of the methods below to present the diamonds to your players:

- Each of the statues holds the diamond: stuffed in the melting eye of Halaster; deep in the chisel-toothed maw of the southern statue; and in the center of the tentacles of the western statue.
- For every minute a character sifts through the hoard, they have a 5% chance of finding a diamond.
- If the adventurers listen to the gold music box's song, which takes 1d4+2 rounds to play, a diamond magically appears in a space where a ballerina would be. This can occur three times, after which the music box loses its magic.



EPILOGUE

The simple fact is that the adventurers are just about to peak. It doesn't matter if they defeat this level's bosses; they're already 17th-level and they're slated to hit 20th-level after they defeat Halaster.

Dead Hold. If the adventurers ran through the *Dead Hold* encounter, give them the experience they would have earned if they tackled the **dracolich**. If the party destroyed the *black crystal tablet* and sealed the rift, the Shadowdusks' are effectively destroyed, all their efforts undone. Without the tablet, they can't so easily contact the Far Realm. Without the rift, the star spawn cannot waltz into this reality. The party has truly scored a victory for Toril and the Multiverse at large.

SEND-OFFS

The *Dead Hold* variant is of so much importance that separate send-offs to end your session are written below. Regardless of which one you use, add in *Halaster Bids* to the end.

THE STANDARD SEND-OFF

You have always known Undermountain to be the opposite of paradise—but this, as they say in the worlds above, truly takes the cake. The foul efforts of these freaks can never be told, lest they inspire others to stranger heights. As you stand in the gate to Halaster's personal domain, you can't help but shudder with relief as you put an unknowable amount of distance between you and Shadowdusk Hold. You can only pray that the Mad Mage has a gateway there that will let you return home without ever again stepping foot in this madhouse.

THE DEAD HOLD SEND-OFF

If you ran *Dead Hold*, read one of the send-offs below.

The Rift Sealed. If the adventurers managed to seal the rift to the Far Realm, they've spared this world from an early Armageddon. Read the following:

The world will never know how close it came to destruction—and nor should it. This rift has been sealed, but there are surely others that would try to open that blasphemous door to the Far Realm. They would try, you have no doubt, emboldened by the near success of the Shadowdusks.

Even you have forgotten so much of what has transpired. Dully, you understand that's just your mind's attempt to cope with the horrors you've witnessed. Like patterns in the sand, waves sent from the deep ocean of your mind wipe away any evidence of what happened. The details are already foggy. Some part of you knows that you *ought* to remember—but your mind refuses, as if it were a parent choosing the better of two evils. Your sanity has surely been frayed—and soon you won't even know it. Will your mind ever heal? Will it ever surrender to you the memories of what—

—of whatever happened here in this wretched place?

The Rift Unclosed. If the adventurers leave this level without sealing the rift, read the following:

You've gazed long into the abyss—and it has left you broken. What's done is done; you cannot be expected to right a wrong so flagrant. What mortal can? This is, simply, above your paygrade.

You'll return, you tell yourself—but deep in your heart, you know that to be a lie. Perhaps one day you can forgive yourself for such cowardice—even if the world, whether it learns of this blasphemy, does not. Your only solace is that, should you cut down the Mad Mage, you might find in his sanctum the secrets to return to Shadowdusk Hold—and bring about these freaks' well-deserved reckoning.

HALASTER BIDS

Add the following narration to your chosen send-off:

The gate thrums with energy, scooping you up and spiriting you away from this madhouse. The journey to the Mad Mage's sanctum is not instantaneous, however. You speed through corridors strewn with passing stars and long-drawn-out light. Halaster's voice bounces off the curve of infinity and resounds in your mind: "Our game is almost at an end. The stars turn, and a time presents itself."

It's in that moment you realize Halaster has been the patron behind all this madness. If he did not orchestrate the Shadowdusks' efforts, he certainly approved it, gave it his rubber stamp. If he would allow such *things* to be bidden into this world, then he cannot be left alive. He's broken a covenant with all mortalkind—with the Multiverse itself. No person should be willing to let those *things* crawl into reality.

This madness must be stopped, and that burden falls to you. Only you are in a position to end Halaster Blackcloak's spree. It's as if Destiny itself has lured you here for this purpose—and you cannot help but think back to your initial motivation to delve into Undermountain: gold, glory, and power.

What use is the power you've gleaned if you do not use it now to spare the world from the Mad Mage's antics? What has this all been for, if you do not thrust that blade deep into his rotted brain?

Chasing that is another realization, this one far more chilling: *he wants you there*. He's *expecting* you. Perhaps he always has. Perhaps all of this is just one long-drawn-out game of chess in which a deluded pawn has painted itself as the king. He's waiting for you there, armed and ready in a mad wizard's lair.

His whisper comes again, as if he heard your conflicted thoughts. "The time has finally come... to dance with you in person... At ground zero of my zoo. You truly are the greatest friends I have ever had."

LEVEL XXIII: MAD WIZARD'S LAIR

"You truly are the greatest friends that I've ever had. Perhaps, you'll be the last," – The Mad Mage



QUICK NOTES

- If you utilize the many variants provided in this chapter of the *Companion*, the party should gain a long rest before they leave Area 1, courtesy of chronomancy spells placed by the Mad Mage. Thereafter, they cannot achieve a long rest on this level. Let that be repeated: the party should **never** be allowed another long rest on this level. It isn't hard to contrive (and justify) a way to ruin any rests the party takes. This is Halaster's *personal* domain, after all.
- There are few—but mighty—creatures on this level. All are meant to soften the party up before they reach Halaster.
- If you use the *Elite Four* penultimate encounter, Arcturia and Trobriand are missing from their respective areas—so that the party can't kill them prematurely.
- The party can acquire a *horned ring* in Area 29, allowing its attuned wearer to bypass Undermountain's restrictions on magic—meaning a wizard could *teleport* the party out of the dungeon to rest and come back to fight Halaster.
- Marambra Nyghtsteel, the missing apprentice of Halaster's, was intentionally left out of *DotMM* by its authors so that the DM could use her as they wished. The *Companion* has utilized her in a few, mutually exclusive ways. See the *Elite Four* penultimate encounter and Areas 2, 24, and 29.
- Except for the final encounter of *Third Times the Charm*, where the Mad Mage tries to drop the asteroid Stardock into Toril, Jhesiyra is mentioned little in this document, as she is best left to the Dungeon Master's imagination.

PREVIOUSLY ON DUNGEON OF THE MAD MAGE

Keep in mind the following when running this level:

- The adventurers may have destroyed Arcturia's phylactery on Level 14, earning her ire.
- The party may have encountered the *Scavenger* on Level 19 and learned of its purpose. Its helm is in Area 20.
- The party may have sided with one of the genies on Level 19, which can come up in the *Planar Hopscotching* encounter (see *Ultimate Showdown*).
- The adventurers should be familiar with the Seven, whose portraits could be seen on Level 9.

IN THE KINGDOM OF MADNESS

The time has come to lay waste to Undermountain's mad tyrant. At last, the gloves are off: the tortured captives of Halaster Blackcloak can strike him down and win their well-earned freedom—and the Mad Mage can shed his veneer and finally throw his full might against such worthy opponents.

ORGANIZATION

This toolbox of a chapter is heavily modular. It adds several variants to help cap-off your campaign and overhaul its final encounters. The following elements are included:

Optional Twists are late additions to your game you can use to shock your players. They are more narrative than mechanical.

Penultimate Encounters provide a challenge to throw against the party right before they face the Mad Mage—because otherwise, they just saunter into his throne room.

Ultimate Showdown encounters are used to elevate the pitiful final fight with Halaster into something worthy of you and your players. Mix and match your preferred encounters.

THE LEVEL AT LARGE

LEVELING UP IN THE MAD WIZARD'S LAIR

The adventurers must be 17th-level to contend with the Mad Wizard's Lair and *DotMM* claims that they should hit 20th-level by clearing the level. The *Companion* breaks this down further:

Penultimate Encounter. If you run a penultimate encounter before facing Halaster, the party should reach 18th-level. See below for details.

Ultimate Showdown. The adventurers should hit 19th-level after triumphing over two of the ultimate encounters described in *Ultimate Showdown*.

The Mad Mage. For defeating Halaster in combat, the party should hit 20th-level. If you're running the *Ground Mage Day* optional twist or *Third Times the Charm* variant, the party cannot level up to 20th-level until they're free from Halaster's grasp forever.

PERSONALIZING LEVEL 23 FOR YOUR PARTY

Your party has triumphed over countless horrors and challenges to reach this level. They're the cream of the crop, destined for greatness, and worthy of the Mad Mage's respect. You can personalize this level for your players through some of the following ways:

- Every creature on this level should know who the party is—by now they're legendary throughout Undermountain. These creatures' dialogue should reflect this infamy.
- Take stock of the party's arsenal and plan around it—but don't invalidate it. If they have a stock of healing potions, then you have license to amp up the pressure. If they have a *potion of giant's strength*, don't let an Athletics check derail your entire set-up. Keep track of their consumables and other magic items. You cannot afford to be taken unawares. Halaster, a 20th-level wizard with an Intelligence score of 24 and ample access to scrying spells, should know what the adventurers have at their disposal.
- An artificer might be invited to become Trobriand's apprentice if they help him overthrow Halaster.

- Arcturia might offer to cure a character of their "maladies."
- Halaster might offer an apprenticeship to a character, whether they're already a spellcaster or not. Muiral began as just a bodyguard, so why can't the party's barbarian or fighter?
- A cleric or paladin or warlock might be drawn by divine (or infernal) providence to the diabolical and angelic shields in Area 6B and 9B, which respectively contain a **pit fiend** and **deva**. This entity might be the warlock's patron or ally; or it might be a servant of the cleric or paladin's god.
- Call back to the campaign's earlier days. If a beloved or hated character survived the party, perhaps orchestrate their grand appearance on this level, even if they're here to oppose them. Examples include Wyllow, the aboleth Illuun, and the genie the party did not free from Halaster's service.

RESTING IN THE MAD WIZARD'S LAIR

It is impossible for the *Companion* to anticipate your party's composition or current wellbeing. Thus, it assumes that they achieve a long rest upon arrival to Level 23, courtesy of Halaster. This will be the last long rest the party ever gains until the Mad Mage is dead.

To ruin the adventurers' long rest, consider the following:

- Halaster *is* aware of the party's presence on this level. No one enters his lair without his knowledge. To interrupt the party's rest, he releases the four **invisible stalkers** from Area 5. They do not fight to the death, but attack for a round or two, then flee. Until the party gives up on resting, the stalkers plague them. If these stalkers are slain, Halaster can resort to the **helmed horrors** or **ultroloths** also on this level.
- Contrive that spells of *Leomund's tiny hut* do not work on this level or have Halaster just dispatch a creature with *dispel magic*, such as a **nycaloth**.

BATTLING HALASTER

The final showdown with Halaster is described under *Ultimate Showdown* below. A number of encounters, all of them zany, have been provided. Simply pick your poison and run it.

The *Companion* seeks to fulfill the expectations of Halaster, a master wizard, by overhauling the final encounter, changing up his spell list, describing the defenses he would erect in anticipation of this conflict, and more.

While you could bend rules or fashion homebrew spells for Halaster, the *Companion* tries to keep it all aboveboard, more or less, working within the limits of a 20th-level wizard at the helm of a massive hoard of wealth, spellcraft, and industry.

ADDRESSING THE DISAPPOINTMENT

Halaster Blackcloak is a mad genius empowered by the legendary Knot in the Weave. He has defied his natural lifespan and spent it in the study of magic. He is cunning, diabolical, paranoid, and a master of the Arcane that can never truly die, so long as his demise occurs in Undermountain—and yet *DotMM* makes him into a lightweight. Suffice to say that the final showdown of this campaign is a letdown unworthy of print.

The Criticisms. Here are a number of issues with Halaster, as presented in *DotMM*. To be fair, the Mad Mage is practically immortal, and therefore isn't too troubled by death, but his demise is too anticlimactic for a *Dungeons & Dragons* campaign when he is the chief antagonist in the story.

- Despite being a CR 23 foe, Halaster is a glass cannon, hardly able to withstand a group of 17th-20th-level adventurers for even a single round.
- With the exception of the empyrean Nalkara, he has laid no traps for the adventurers—not a *glyph of warding*, not a spell of *symbol*. Neither has he even already cast *mind blank* on himself—which he has prepared—or cast *contingency*. He hasn't even utilized his arsenal of potions or spell scrolls (which can be produced in areas that are already described in his lair). All he has to his name is a throne that renders him invisible. Big whoop.
- His Lair Actions are largely muted in Area 33, with exception to his ability to reshape stone or spaces—although the latter must be *unoccupied*. His other two options are only useful if he tries to run from the adventurers, which the module makes no mention of.
- Despite sitting on a hoard of magic items, many of which he can reasonably find throughout Undermountain, he has only a *blast scepter* and *horned ring*. Compare this to other 5E campaign antagonists, some of whom have *five* attuned items.
- His Spell Ward Legendary Action is laughably insignificant: *five temporary* hit points per level of sacrificed spell slot, up to 4th level? Get out of here.

HALASTER'S EMOTIONAL STATE

The Mad Mage does not need to fear death—he has returned several times already. However, it takes an excruciating toll on his body and, more importantly, his ego. Halaster wants to have his game, but he *does not* want to lose. He will not abide failure—because he has *never* been a failure. He's died, he's goofed up, dropped the ball, and made more mistakes than he can remember, but he *is not a failure*.

That being said, Halaster is in pursuit of something far greater than victory: a challenge. He has had quite a while to prepare for the adventurers and he could easily crush them—he could *wish* them away—but that would not be *satisfying*. That's what Halaster craves: satisfaction by besting a worthy opponent whose fate is undetermined. It's for reasons like this that he lacks spells that just utterly remove creatures from the fight, such as *banishment* (and why the *Companion* removes *maze* from his spell list).

When the adventurers take the fight to Halaster, don't excuse stupidity for madness. Halaster is, of course, the Mad Mage, but he is not irrational for this encounter. He is, perhaps, the most lucid he has ever been. He would take every precaution that would not spoil the challenge. He would not spare an enemy—in fact, he would break the fourth wall and subvert expectations by finishing them off. Above all, he cannot afford to become a cliché, and he knows it. There are no grandiose speeches, no taunts. The Mad Mage is spoiling for a fight—and he has no obligation to fight fair.

HALASTER'S SPELLS

Obeying the same mechanics of spell preparation just like any other wizard, Halaster can prepare up to twenty-seven spells. In anticipation of this inevitable conflict, he has swapped out the following spells from his list of prepared spells: *arcane lock*, *cloud of daggers*, *hallucinatory terrain*, *knock*, *maze* (because it's an anti-fun spell that just removes the dumbest character from the final battle) *magic missile*, *programmed illusion*, *silent image* and *symbol* (if he were to use this spell, he would've cast it days ago).

You can replace the spells as you see fit. However, several *Ultimate Showdown* encounters require that he prepare particular spells, such as *feather fall*. The following spells are worthy of his preparation. Spells marked with an asterisk belong in *Xanathar's Guide to Everything*.

- *Fire shield*, which he would cast before combat
- *Mirror image*
- *Misty step*, which is great for goading *counterspells*, pairing with a *fire bolt*, and casting via a Legendary Action
- *Mordenkainen's faithful hound*, which he would cast before combat; it bites anyone foolish enough to approach him
- *Power word pain**, used to cripple spellcasters
- *Slow*
- *Steel wind strike** made with a dagger
- *Synaptic strike**
- *Thunderwave* (which replaces *magic missile*; while it may seem redundant with his *blast scepter*, Halaster needs a 1st-level spell that protects him, harms others, and baits *counterspells* that he can cast with a Legendary Action)

Cantrips. Halaster knows four cantrips and they're all a bit lackluster. As a 20th-level wizard, he should at least have a fifth; as an apex mage, it's conceivable for him to know every single wizard cantrip. At a minimum, the *Companion* adds *shocking grasp* to his repertoire, but you can also add:

- *Blade ward*, which he only ever casts with a Legendary Action
- *Chill touch*, if you're especially vicious with how you run your version of Halaster; he casts it via a Legendary Action after a character is grievously wounded
- *Gust*, which is quite useful for encounters in which the party must contend with great heights and gravity, such as the Plane of Fire encounter in *Planar Hopscotching*

HALASTER'S GEAR

It would be easy to kit Halaster out in overpowered magical items, but the *Companion* is conservative. It suggests only the following equipment. Given his potion brewery, factory, and wealth, it's conceivable for him to have prepared these items.

- Two *potions of resistance*, chosen from the party's two most favorite damage types (but not fire or lightning, as his *blast scepter* already grants resistance to those damage types). These effects persist for 1 hour.
- An *oil of slipperiness*, granting him the effects of a *freedom of movement* spell for the next 10 minutes—which will wrinkle the nose of any warriors fond of grappling and monks that intend to disable him with a Stunning Strike. He applies this to himself before the adventurers reach Area 33.
- Three *potions of greater healing* (4d4+4 hit points), two *potions of superior healing* (8d4+8) and a single *potion of supreme healing* (10d4+20).
- A handful of *dust of sneezing and choking* which can be used to incapacitate foes—namely spellcasters who are warded with heavy spells like *invulnerability*. Be aware that Halaster also has to make the DC 15 Con. saving throw and will blow a Legendary Resistance if he fails.
- A single *bead of force*
- A *gem of brightness* with five remaining charges
- A *rope of entanglement*

See the sidebar for these items' effects and details, as well as *Halaster's Legendary Actions* for how Halaster can utilize these items.

HALASTER'S PREPARATIONS

The greatest and most ridiculous mistake made by the *DotMM* authors is not having Halaster cast any spells in anticipation of the battle. He's a *wizard*, for crying out loud. Perhaps they would have assumed that the Dungeon Master would do so. Perhaps they didn't. At the very least, Halaster would ward himself with the following spells:

- *Fire shield*, cast shortly before the adventurers arrive to Area 33. Woe be to the warrior that dares strike at Halaster.
- *Mage armor* (this is a given; even *DotMM* can assume to have that already cast)
- *Mind blank*, cast within the last 24 hours, but before the Mad Mage underwent a long rest. This wards him from psychic damage and even *wish* spells that alter his consciousness.
- *Mirror image*, cast while the party's in Area 33, before combat or via a Legendary Action during it.
- *Mordenkainen's faithful hound*, cast seven hours ago. The hound is not there as a sentry, only as a means to punish the warrior that dares attack Halaster

Per his Arcane Recovery feature, Halaster regains his expended spell slots of 5th level or lower when he finishes a short rest. Therefore, he can afford to buff himself before battle. If the adventurers take a rest, so does he.

Traps and Glyphs Galore. The *Clash of the Titans* encounter, detailed below in *Ultimate Showdown*, has Halaster also ward his lair with *glyphs of warding* and the like.

Contingency. The Mad Mage wards himself with the most wondrously spell of all: *contingency*. You need to personalize the contingent spell to your players' pendants and capabilities; however, the following spells would interest Halaster:

- *Haste*, with the clause that he's within 5 ft. of a foe. Thus, he can take the Disengage action with *haste's* extra action.
- *Otiluke's resilient sphere*, activated when he is reduced to half his hit points or less (a.k.a. "bloodied"). While in the sphere, he drinks any potions he might have or reapplies any buffs he needs, such as *mirror image* or the like. Alternatively, the clause he sets is that it activates when a *power word kill* spell is cast against him, if he knows the party has that spell.
- *Polymorph*, with the clause he is reduced to 62 hit points or less (a.k.a. "gravely wounded"). He turns into either a **giant ape** or a **tyrannosaurus rex** (your choice)
- *Protection from energy*, if he didn't account for such damage with a *potion of resistance*. The spell activates whenever he takes the chosen damage from acid, cold, or thunder damage (fire and lightning can be chosen as well, but his *blast scepter* already grants him resistance to those damage types)
- *Remove curse* if your adventurers have demonstrated a pendant for *bestow curse* or the like.
- *Skill empowerment* (see *Xanathar's*) if Halaster did not use an *oil of slipperiness*. He chooses Athletics or Acrobatics to be competitive in grapple checks; the former bumps his check up by +14, the latter by +18.
- *Stoneskin*, with the clause of activating whenever he is struck by a physical attack.

Remember, that a contingent spell still requires the caster's concentration if it would normally require it. Additionally, a caster can only have one contingent spell at a time. If you'd like to have a "Gotcha" or "You activated my trap card!" moment, write down Halaster's contingency on an index card and reveal it to your players once it's been triggered.

HALASTER'S GEAR (ABRIDGED)

As described in *Halaster's Gear*, the Mad Mage can have any of the following items on his person for the ultimate battle:

BEAD OF FORCE (1 BEAD)

You can use an action to throw the bead up to 60 feet. The bead explodes on impact and is destroyed. Each creature within a 10-foot radius of where the bead landed must succeed on a DC 15 Dexterity saving throw or take 5d4 force damage. A sphere of transparent force then encloses the area for 1 minute. Any creature that failed the save and is completely within the area is trapped inside this sphere. Creatures that succeeded on the save, or are partially within the area, are pushed away from the center of the sphere until they are no longer inside it. Only breathable air can pass through the sphere's wall. No attack or other effect can.

An enclosed creature can use its action to push against the sphere's wall, moving the sphere up to half the creature's walking speed. The sphere can be picked up, and its magic causes it to weigh only 1 pound, regardless of the weight of creatures inside.

DUST OF SNEEZING AND CHOKING (1 HANDFUL)

When you use an action to throw a handful of the dust into the air, you and each creature that needs to breathe within 30 feet of you must succeed on a DC 15 Constitution saving throw or become unable to breathe while sneezing uncontrollably. A creature affected in this way is incapacitated and suffocating. As long as it is conscious, a creature can repeat the saving throw at the end of each of its turns, ending the effect on it on a success. The *lesser restoration* spell can also end the effect on a creature.

OIL OF SLIPPERINESS

The oil can cover a Medium or smaller creature. Applying the oil takes 10 minutes. The affected creature then gains the effect of a *freedom of movement* spell for 8 hours. Alternatively, this oil can be poured on the ground as an action, where it covers a 10-foot-square, duplicating a *grease* spell in that area for 8 hours.

Freedom of Movement. The creature's movement is unaffected by difficult terrain, and spells and other magical effects can neither reduce its speed, nor cause it to be paralyzed or restrained. Additionally, it can spend 5 feet of movement to automatically escape from nonmagical restraints, such as manacles or a creature that has it grappled. Finally, being underwater imposes no penalties on its movement or attacks.

POTION OF HEALING

Using an action, you regain a number of hit points:

Greater (3). You regain 4d4 + 4 hit points.

Superior (2). You regain 8d4 + 8 hit points.

Supreme (1). You regain 10d4 + 20 hit points.

POTION OF RESISTANCE (2 POTIONS)

You gain resistance to the type of damage the potion is brewed for. This effect lasts 1 hour.

ROPE OF ENTANGLEMENT

This rope is 30 feet long and weighs 3 pounds. If you hold one end of the rope and use an action to speak its command word, the other end darts forward to entangle a creature you can see within 20 feet of you. The target must succeed on a DC 15 Dexterity saving throw or become restrained.

You can release the creature by using a bonus action to speak a second command word. A target restrained by the rope can use an action to make a DC 15 Strength or Dexterity check (target's choice). On a success, the creature is no longer restrained by the rope.

The rope has AC 20 and 20 hit points. It regains 1 hit point every 5 minutes as long as it has at least 1 hit point. If the rope drops to 0 hit points, it is destroyed.

GEM OF BRIGHTNESS (5 CHARGES)

While holding this prism, you can use an action to speak one of three command words to cause one of the following effects:

- The first command word causes the gem to shed bright light in a 30-foot radius and dim light for an additional 30 feet. This effect doesn't expend a charge. It lasts until you use a bonus action to repeat the command word or until you use another function of the gem.
- The second command word expends 1 charge and causes the gem to fire a brilliant beam of light at one creature you can see within 60 feet of you. The creature must succeed on a DC 15 Constitution saving throw or become blinded for 1 minute. The creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.
- The third command word expends 5 charges and causes the gem to flare with blinding light in a 30-foot cone originating from it. Each creature in the cone must make a saving throw as if struck by the beam created with the second command word.

When all of the gem's charges are expended, the gem becomes a nonmagical jewel worth 50 gp.

Some encounters make use of a *contingency* spell and thus compete with whatever you use here. See *Ultimate Showdown* for details; a notable example is Halaster *polymorphing* himself into a shark if he is ever engulfed in water (which he will be if he takes the adventurers to the Plane of Water).

HALASTER'S LAIR ACTIONS

When compared to other legendary characters and creatures, Halaster's lair actions come up short. You must, however, utilize them during the final conflict. Consider:

- Per *Alterations to Magic*, spells cannot destroy or alter the shape of Undermountain's ceilings, walls, floors and more (doors, however, aren't protected). Therefore, Halaster can form an impenetrable wall or create pits. He can't encase a character within the area, as the area must be unoccupied, but he can at least hinder their progress.
- Halaster can duck into Areas 32 and 34-36 and use a lair action to replace the door with an impenetrable wall that cannot be reshaped by magic. He does so if he needs to avoid hazards, drink a potion, or cast a spell uninterrupted.

- Per the points above, Halaster can sit on his throne and protect himself with a newly formed wall. The alcove the throne is in is only 20-feet-wide and the ceiling is 30-feet-high. Halaster can give himself three-quarters cover, or even total cover, and blast behind the wall through slits.

HALASTER'S LEGENDARY ACTIONS

The authors of *DotMM* did not afford our dear lunatic many options for his Legendary Actions. His Spell Ward is laughably terrible, so he'll only ever make use of the Cast Spell option.

The following spells are worth using a Legendary Action to cast, provided he has them prepared:

- Cantrips such as *chill touch*, *shocking grasp* and *blade ward*, if they're added to his spell list (see above), which are great for baiting *counterspells* from the enemy
- *Dispel magic* to rid his foes of their buffs
- *Fireball* to soften up his foes
- *Mirror image*, to keep himself alive
- *Slow* to hamper his foes

Additional Action. One more Legendary Action can be added to Halaster's repertoire, which allows him to keep up longer in the fight.

Use Magic Item. Halaster uses a magic item that requires an action to use, except for his *blast scepter*.

HALASTER'S BARE MINIMUM MINIONS

5th Edition boils down to this: no matter how mighty the boss is, they're toast if outnumbered four to one. Halaster *needs* minions to soak up damage and divide the party's attention, otherwise he's just dead. At a minimum, he has a **shield guardian** that contains a spell of *fireball*, *haste* or *slow* (your choice). He is also joined by a **gray render** (see *MToF* for lore) that he's named after the dumbest of the adventurers. These minions never leave Area 33, even if Halaster sends the party to a demiplane or the like.

The *Clash of the Titans* encounter vastly expands on the Mad Mage's minions, which includes these two. See the *Ultimate Showdown* sections for details.

Tactics. These minions are simple ones, freeing up your focus for Halaster. They follow these tactics:

- The gray render is incredibly aggressive and harries the party's backline.
- The shield guardian remains within 5 ft. of Halaster so it can protect him with its Shield reaction. It unleashes its stored spell at Halaster's command.

HALASTER'S TACTICS

Halaster possesses a razor-wit burdened by madness. With an Intelligence score of 24, he can, would, and should come up with a myriad of countermeasures and plots that individually disable members of the party. You have *carte blanche* when tailoring these individual strategies.

Tactics. Halaster has had ample time to study his foes. In combat, he generally follows these tactics:

- When fighting in Area 33, Halaster can escape a beating by touching his statue (no action required), teleporting to A22 or A28, where he can drink potions, cast new spells, and more.
- Halaster's first priority is to disable or hinder the party with spells such as *synaptic strike*, *confusion*, *slow* or *wall of force*.
- Halaster knows he's done for if he's pinned down in a grapple. To combat this, he either *misty steps* out of a grapple, sets his *contingency* spell (see above) to *skill empowerment*, or uses an *oil of slipperiness*.
- Wary of being *counterspelled*, Halaster baits such spells with cantrips cast with Legendary Actions. His reaction is reserved for *counterspells* of his own—especially if he suspects his foes of having *power word kill* at their disposal. He is *certain* that his first spell will be *counterspelled*—and that another foe will counter any of his retaliatory *counterspells*.
- Halaster reserves his turn for hard-hitting spells of 4th-level or higher and usually only casts 3rd-level or lower spells with a Legendary Action.
- If Halaster has utilized spells of *fire shield*, *mirror image*, and *Mordenkainen's faithful hound* (see *Halaster's Spells* above), he *wants* melee combatants to strike him.
- Halaster absolutely won't live long enough to use every one of his spell slots, so he doesn't bother being conservative with them. If he needs a spell, he needs a spell.

- *Bigby's hand* is a favorite of Halaster's, as it allows him to use bonus actions. This versatile spell can grapple targets, push away foes, and provide half cover.
- Halaster may pair *thunderwave* with his Legendary Actions (if he replaces *magic missile* with it) to bait *counterspells* and keep away warriors. Imagine three *thunderwaves* in one round of combat. To fool the party, he can cast it twice, then use his last Legendary Action for a *fireball* spell.
- Halaster is loathe to waste his Legendary Resistances. He only blows them against abilities that would disable him, such as a Stunning Strike or *polymorph*. Damage can be healed, but a debuff like that could end everything.
- Within Area 33, Halaster remains on his throne until he's being wailed on by a warrior, after which he's likely to cast *fly* and hover out of reach—but only if he isn't concentrating on a crucial spell.
- Remind yourself of the points made in sections above, such as *Halaster's Preparations* and incorporate them into his tactics.

ON PARTICULAR SPELLS

You must consider the following spells, many of which can just ruin Halaster's day:

Concentration spells are best countered by a bag of *dust of sneezing and choking*, which you can add to his equipment. Spells like *invulnerability* and *globe of invulnerability* can be interrupted easily by this simple magic item.

Counterspell is the one spell that can completely neuter Halaster. Keep these in mind:

- Per *XGE*, a character must use their reaction to identify a spell being cast (via an Intelligence (Arcana) check, the DC of which equals 15 + the spell's level; made with advantage if the spell belongs to that character's class spell list).
- How you run *counterspell* at your table is your business, but the *Companion* suggests declaring to your players "Halaster casts a spell" and giving them a six-second countdown for anyone to decide if they're going to *counterspell* him. You should afford players this same courtesy, since Halaster can also cast *counterspell*.
- Spellcasters *do not* add their proficiency bonus to *counterspell* ability checks, although bards get to add half, thanks to their Jack of All Trades feature.

Polymorph is at Halaster's disposal, but he doesn't share Arcturia's penchant for transmutation. He is loathe to waste his concentration on the spell, but if he must, he turns a target into a toad or the like. If he needs to cast it on himself, he chooses either a **giant ape** or a **tyrannosaurus rex** (see App. B for stats). If it's cast against him, he either *counterspells* it or blows a Legendary Resistance to succeed.

Power word kill can just simply end Halaster. No saving throw, no counter. His only option is to cast *counterspell* against the resident warlock, wizard, sorcerer or bard—or set up a *glyph of warding* that does the same.

Wish is an anticlimactic spell that ruins just about everything. Halaster wouldn't waste his own on the party unless they were to do something drastic like *wish* away his resurrections. Because of his *mind blank* spell, his mind cannot be affected by a *wish* spell.

OPTIONAL TWISTS

Now, in the final hour of *Dungeon of the Mad Mage*, you can spring a twist on your party if you hadn't already planned on one. Choose one of the following twists below; if you manage to weave together more than one, more power to you.

Epiphany. Should one of the adventurers figure out the twist before it's revealed to them, reward them with Inspiration.

HALASTER'S GAME

This section applies whether you've utilized the *Companion's* game show element, or if you'd like to add it to your campaign now as a twist.

In the case of the latter, the adventurers learn that they're the unwitting contestants on Halaster's hit transplanar game show broadcast across the Multiverse: *Dungeon of the Mad Mage*. Expect a litany of groans when they hear its title. See Area 33 for the dialogue used when Halaster makes his grand reveal:

THE GENTLEMEN BASTARDS

If you've included the rival adventuring party, the Gentlemen Bastards (added by the *Companion*, and featured on Levels 7, 8 and 19), you can add another twist: they too are contestants on *Dungeon of the Mad Mage*. Perhaps, even, they're the sole survivors of last season's party and were promised freedom if they manage to kill the current contestants.

THE POINTS GAME

If you utilized the Points Game (see the *Halaster's Game* supplement), the adventurers should cash in on their points before facing Halaster personally. If you didn't ever use it, but would like to invoke a *Harry Potter*-esque scene, have an apparition of the Mad Mage appear to randomly reward and subtract points for the players for reasons such as, "Striking down the death tyrant Netherskull" or "Being the first to hop into the minecarts on the Terminus Level."

THE DARK TOWER

Halaster's tower has poked its way into the epicenter of not just the Multiverse but the—as he calls it—"Multi-Multiverse." This has afforded the Mad Mage the opportunity to fight the contestants' alternate-selves from other universes. In most timelines, these contestants have died in Undermountain, but in a very select few, they have triumphed, beating the Mad Mage at his very own game.

Using this twist, the "main" party can find evidence of these alternate-selves through these methods:

- Lay bones and familiar belongings of the alternate-parties throughout Level 23. The party is likely to at first think that the Mad Mage is messing with them, but these are just hints to the later reveal that Halaster has been tormenting countless alternate versions of them.
- Confront the party with past visions of themselves; however, something is always different, such as a decision or event that occurred. For example, if the main-party slew Wyllow on Level 5, a vision can show them sparing her. Alternatively, in these visions, minute details are changed, such as an adventurer having a scar or dyed hair.
- Intelligent creatures should mutter otherwise benign phrases like, "You again?" or "Aww hell, here we go again."

RESPAWNS

At your discretion, alternate-selves of the party are still alive, and, thanks to Jhesiyra, they can replace slain versions of themselves. She orchestrates their rendezvous, invisibly guiding them back to the party. In this manner, the adventurers effectively have respawns.

Using this variant, you have the license and even the responsibility to dial up this level's dangers to 11, now that the party has extra lives. Instead of running three ultimate showdown encounters, run five—or throw two penultimate encounters at the party.

Extra Lives. To determine how many versions of a character are still kicking and can be brought in by Jhesiyra, roll a d4. The "main" version of a character already counts as one of these; thus, a character has a maximum of three replacements.

Hit Points. Replacements arrive with less hit points than the last one. Crossing through different realities has reduced the replacement's hit point maximum; the first replacement has only three-quarters of its hit points and hit point maximum; the second has half, and the third has a quarter. There is no fourth.

Spell Slots. Whenever a spellcaster is replaced, you must roll to determine their remaining spell slots. 6th-9th level spell slots are already exhausted. They have 1d4 1st-level spell slots and 1d3 2nd-5th spell slots remaining.

Items. These replacements come with no items, mundane or magical, except for armor and regular weapons. Nothing stops them from picking up their former selves' gear from the floor and—perhaps if you're a generous DM—they find that they're already attuned to the magic items of that character.

AS A PENULTIMATE ENCOUNTER

As described below, the adventurers must face one last trial before reaching Halaster's sanctum. If you're using this twist, you can have the adventurers fight alternate versions of themselves instead. If you do so, you need to create a 17th-level version of the party to battle.

Why Can't We Be Friends? If the party meets their alternate-selves, you can be sure the first thing they'll do is suggest they all team-up against Halaster. Unfortunately, these alternate-selves have already been burned by *other* alternates and now trust no one but themselves. Surely any other attempts would just be yet another trap lain by the Mad Mage, no?

GROUND-MAGE DAY

As the adventurers learn, they've already defeated the Mad Mage once. Countless times, in fact. With his dying *wish*—one whispered in a past when the party managed to rob him of his reincarnation cycle—Halaster trapped them in a time-loop. Only a *wish* spell cast while Halaster is dead (again) can break the cycle. To foreshadow this twist, describe areas of the Mad Wizard's Lair as "familiar." Characters feel grave, gut feelings that warn of impending danger.

PUPPET ON THE STRING

While more of a truth than a twist, you can paint the Mad Mage as the tragic figure he is: a wizard kept enthralled by the Knot in the Weave. Halaster never asked for this, remember, for who could ever know the madness that had already bloomed beneath Undermountain?

You can tack this onto any other twist presented here, or just run it in general. No accommodations are necessary.

PENULTIMATE ENCOUNTERS

Before the party faces the Mad Mage in Area 33, they must triumph over one of the challenges below.

Nalkara. The encounter with the **empyrean** that Halaster summons in Area 33 is considered a penultimate encounter and has been expanded on below in *Welcome to the Thunderdome*.

The Dark Tower. As described in *Optional Twists*, the other versions of the adventurers from alternate realities may have already faced Halaster, whose tower stands at the epicenter of all time and space. If the adventurers are going to fight alternate versions of themselves to reach the Mad Mage, this can instead count as their penultimate encounter.

Leveling Up. For overcoming their penultimate encounter, the adventurers should level up to 18th-level if they weren't already there. However, this doesn't entitle them to regaining all their resources (i.e., they don't heal up to their hit point maximum, they only get an extra hit die to increase their hit point maximum and current hit points, et cetera).

THE ELITE FOUR

Throwing open the doors to the Mad Mage's sanctum, you find only a long corridor leading to a darkened, empty doorway.

A force from behind blows you into the corridor just as the floor begins to slide forward, animated by underlain magic. The walls are soon painted with an illusion that spells out the words, "NEXT OBJECTIVE: DEFEAT THE ELITE FOUR!"

As you're hurried to the next door, a clock appears within your mind, ticking down from sixty-one minutes and fifteen seconds. You know not what it means but can conjure the image at the slightest thought.

The clock ticks to fourteen, to thirteen. By twelve, you're already thrown through that darkened doorway and into the next world beyond.

This encounter hurls the party into a harrowing gauntlet in which they must best Halaster's surviving apprentices, provided they're still alive. When they throw open the doors to Halaster's throne room (Area 33), they're teleported to several locations throughout Undermountain in the order below.

Time Limit. When the first encounter begins, the adventurers can see a timer in their minds set to 61 minutes and 12 seconds. They are acutely aware of the remaining time. The implication of this timer is subtle: if the party can best all of the Elite Four in under 1 minute and 12 seconds (a.k.a. 12 rounds of combat), they can achieve a short rest before the Mad Mage summons them back to his lair.

Running Out the Clock. If time runs out, the party must still face all of the Elite Four. Halaster will just teleport them to the next encounter. When he does, he scorns them: "There's but one train on this railroad, and you're on it, like it or not!"

Changes to DotMM. If you run this variant, both Arcturia and Trobriand are absent from their lairs on L23 (A17 and A13, respectively)—so that the party cannot preemptively kill them.

Surprise. Despite being teleported into a member's lair unannounced, none of the Elite Four can be surprised, thanks to a telepathic warning sent by the Mad Mage only seconds before the showdown.

DWEOMERCORE STAR PUPILS

You can include Dweomercore's star pupils for Nester's encounter in *The Elite Four*, provided they're still alive. Choose three of the following characters to back-up Nester:

Spite Harrowdale, a human **archmage** protected by an **oni** bodyguard. Together, they count as three characters.

Nylas Jowd, a human **mage** with **animate dead** prepared instead of **fly**. He is joined by a **zombie**.

Skrianna Shadowdusk, a human **mage** with quite the grudge to nurse against the party for what they did to her family on Level 22.

The Horned Sisters, tiefling **mages** with resistance to fire damage and darkvision out to a range of 60 ft. Each sister counts as one character for the encounter.

Elan Tanor'thal, a **drow mage** from Skullport.

Cephalosk, a **mind flayer arcanist**. It counts as two characters for the encounter. Shocked, it doesn't use its Mind Blast ability until the second round of combat.

1. NESTER

You're spat out from a rift into a dolorous deadwood barely lit by a sputtering campfire. Assembled students—wearing the Dweomercore school colors—gape at you. As you pick yourself up, you see Nester, that sadistic, skeletal fiend and apprentice of the Mad Mage himself!

"Well," chides Nester, grinning a lipless grin, "class, it seems, is finally in session." The fiend points a massive claw at his terrified pupils. "Extra credit to whomever cuts down these flunkies! Extra credit and a semester free from torture!"

A master of necromancy felled by his own hubris, Nester is the first of the Elite Four. He was featured on Level 9, wherein the *Companion* remade him into a **boneclaw**. That change is present here, even if he appeared with his normal statistics in your campaign. This failed lich has been reduced to a professor in Halaster's academy. Every semester, the sadist physically and mentally tortures his pupils.

This encounter occurs in a dolorous grove smack-dab in the Shadowfell. Nester, see, has taken his students on a field trip to that grim realm. If you used the *Deadwood* variant for Level 18 (in which the *Companion* added a subterranean forest outside of Vanrakdoom, which has been tainted by a Shadow Crossing), then the field trip takes place there, rather than the Shadowfell proper. Characters must abide Undermountain's restrictions to magic, nonetheless.

The students have set up camp in this dead forest, as Nester is forcing them to spend the night. When the adventurers arrive, many students are huddled grimly around a sputtering campfire, watching their professor torture Jacob Anderbrood, a loner **mage** (with 10 hit points) that just can't catch a break—or at least they were, until Nester mysteriously dropped Anderbrood and craned his earless head to the side. What they don't know is Halaster has just warned Nester he has about eighteen seconds before the party is teleported to him.

Students. Of the twenty students on the field trip, seventeen of them are **apprentice wizards** way in over their heads. As for the other three students, choose three individuals from the academy's star pupils (see the sidebar). Otherwise, a **conjurer**, a **diviner** and an **enchanter** aid Nester.

Tactics. Nester and his allies follow these tactics in combat:

- All apprentice wizards flee to the tents or out into the woods, effectively removing themselves from the fight.
- The campfire sheds bright light for 10 ft. and dim light for another 20 ft. The rest of the camp is shrouded in darkness, allowing Nester to use his Shadow Jump unabated.
- Nester grapples a foe with his Piercing Claw on his first turn. On his second, he Shadow Jumps up 40 ft. to the boughs of a great dead tree, where he can rip his prey apart in peace. If thwarted, he returns to the fray, relying on his Deadly Reach reaction to harry foes.
- If present, the conjurer casts *Evard's black tentacles*, choosing an area occupied by an adventurer.
- If present, the diviner subjects a character to a *maze* spell and uses its Portent feature at the first opportunity to hinder a foe.
- If present, the enchanter casts *haste* on Nester and blows its Instinctive Charm feature at the first opportunity.
- If present, Nylas Jowd, a coward, casts *greater invisibility* on himself and follows it up with *cone of cold* on his second turn. He then flees into the woods like the craven bastard he is.
- If present, Cephalosk traps a single foe with a *wall of force* spell on its first turn. On its second, it makes a Tentacles attack, and, if the target is stunned or incapacitated, it then uses its Extract Brain attack.
- If present, Elan Tanor'thal casts *Evard's black tentacles*. He relies on a *ray of frost* and *misty step* combo to outrun foes.
- With exception to the Horned Sisters, who always blow their reactions on *counterspells*, these selfish Dweomercore star pupils use their reactions for *shield* spells.
- If present, the Horned Sisters pair the *ice storm* and *cone of cold* spells on their first turns. On their next, they both let out a *fireball* spell.
- If present, Skrianna Shadowdusk casts *greater invisibility* on Nester. On her second turn, she *misty steps* 20 ft. up into the boughs of a tree and looses a *fire bolt*.
- If present, Dumara, Spite Harrowdale's **oni** bodyguard, draws its sword and engages the party's most formidable warrior in battle. If Nester is in need of darkness for his Shadow Jump, it can also provide it with a *darkness* spell.
- If present, Spite Harrowdale snaps out a *time stop* spell to cast the following spells on in this order of priority: *mirror image*, *fire shield*, *wall of force* and *mind blank*.
- Jacob Anderbrood staggers to his feet and declares firmly, "No more!" He casts *fireball* on his classmates and Nester, regardless if the spell also hits the adventurers.

Victory! When Nester is slain, the Mad Mage opens a rift leading to the next challenge. The adventurers can take however long they want before they enter, but must remember that time is ticking—and they innately know how much time is left. The rift, if peered into, reveals nothing of their next fight.

2. MUIRAL

The rift dumps you out upon a familiar scene: the Temple of Lolth, deep within the stained halls of Muiral's Gauntlet. This time, however, you've seen a sight most strange: a porcelain tub lying smack-dab in the center of the nave. Violet flames light the curious scene and a zombie stands idly by, holding in its rotten hand a decrepit loofah.

Muiral just can't catch a break, not even in death. If he was slain by the party, Halaster stitches the freak back together and animates his corpse with a *create undead* spell, bestowing upon him the same autonomy and intelligence he possessed in life.

Map. For this encounter, you must prepare the map from Level 10, focusing on Area 3B.

Halaster gave Muiral a twelve-second heads-up before the adventurers arrived. He was previously bathing. He's since called for his minions, of which there are few, to back him up: a **zombie** (standing at the tub in the center of the room, holding a decrepit sponge), four **skeletons** standing in Area 3A, and two **ghouls** hiding beside the pillars (where the X's are marked on the map).

Tactics. Muiral and his minions use the following tactics in combat:

- Muiral, having been forewarned, starts the encounter with *greater invisibility* already cast upon him. He does not retreat from battle, knowing that the Mad Mage will just cause these intruders to find him again until one side is dead.
- Furious, Muiral casts *finger of death* on his first turn. On his subsequent turns, he prefers to make longsword and sting attacks rather than cast spells.
- Once his *greater invisibility* spell is lost, Muiral casts *wall of force* to separate the party. He tries to angle it so that he is alone with one foe and his minions can harry those without.
- Muiral always uses his reaction on *shield* spells.
- The **skeletons** make shortbow attacks at the party (+4 to hit, 1d6+2 piercing damage).
- The two **ghouls** flank the adventurers, haranguing creatures not within melee range of Muiral.
- Muiral commands the **zombie** to go touch the altar of Lolth, summoning eight **swarms of spiders** that attack the zombie; as they pursue prey, he has the zombie run back up to the party, causing the swarms to also attack them. The zombie starts 25 feet away from the altar and takes the Dash action until this goal is achieved. Thereafter, it mauls at foes.
- Half the summoned **swarms of spiders** (see Area 3B, L10), attack the zombie until its dead. The other swarms attack foes within 10 feet of the zombie.

Victory! As soon as Muiral dies, a rift opens up to the next Elite Four member. The party can take it at their leisure; Muiral's remaining minions need not be eliminated for them to enter the rift.

3. TROBRIAND

The rift drops you at the feet of an iron golem standing between iron-plated pillars humming with magical energy. Its head has been carved into a mirthless skull. The golem pushes its fist against its palm in a gesture of violence. Sparks leap across its fingers, trailing up its arm.

"Gone are the frailties of flesh," the golem murmurs. "I consider you a worthy test—and your sacrifice for science will not go in vain. Today, machine finally triumphs over man!"

The adventurers are teleported to Area 13, Level 23. Halaster gave Trobriand only six seconds to prepare, and so Trobriand has Readied a single Slam attack for the closest character that appears near him. It's advised you put the party's resident tank within 5 ft. of him for this purpose.

Roleplaying Trobriand. Refer to Area 13 in *Areas of Note* for further tips about roleplaying Trobriand. In this variant, he still attempts to convince the party to join him in usurping Halaster but realizes too late that the Mad Mage that only one side can emerge alive. Thus, attempting to parley with Trobriand serves only to waste their time, possibly depriving them of the short rest they can win if they defeat the Elite Four fast enough.

Tactics. See Area 13 for Trobriand's tactics.

Victory! Once Trobriand is truly slain, the rift to Arcturia's court opens. They can hear her singing the *Dismemberment Song* by Blue Kid.

4. ARCTURIA

The final challenge lies before you, and the rift betrays no hint to where it leads—but it doesn't need to. You know there is but one apprentice of the Mad Mage left: Arcturia, whose lair you romped through long ago.

Preparing yourself for whatever foul trial lies ahead, you step through the rift, and appear in the familiar court of Halaster's most devoted apprentice.

The shock is evident on her face, and it thaws with sheer rage. "You will not harm him!" this gossamer-winged lich shouts. She shouts it with all the love and ire of a devoted partner. Iridescent magic kindles in her palm! "Your crusade ends here!"

The final member of the Elite Four is Halaster's most devoted apprentice, Arcturia, who was only warned by Halaster five seconds before the party appears, depriving her of even a round of combat to prepare. She is joined by her twelve **mimics** and her three malformed **champions** (one of whom turns on her).

Roleplaying Arcturia. Refer to Area 17 in *Areas of Note* for tips about roleplaying Arcturia, which paints her as madly (unrequitedly) in love with the Mad Mage. In *The Elite Four*, she views herself as his last line of defense.

Arcturia's Lair. *DotMM* does not specify whether this atelier of a chamber counts as Arcturia's lair. The *Companion* contends that it is not, and, if you run the *Elite Four* challenge, that you follow this distinction. The adventurers already have a grueling gauntlet before them and adding Lair actions would break the tenuous balance of this challenge.

On Polymorph. As lamented in A17 below, the *Companion* does not advocate Arcturia abusing the *polymorph* spell. At the end of the day, D&D is about having fun for everyone. See *On Polymorph* in Area 17 for details.

Tactics. Arcturia's tactics are detailed in Area 17 below, since the adventurers can already encounter her if *The Elite Four* isn't being run. Her tactics are the same, as Halaster didn't warn her soon enough for her to prepare for the party.

VICTORY!

If the adventurers slay each of the Elite Four and still have at least 60 minutes left on their timer, Halaster teleports them to a demiplane to get a short rest. Read the following:

The last of Halaster's apprentices falls before you. Thunderous applause erupts within your mind and the Mad Mage shouts, "Well done! Well done, indeed!"

Before you even realize what's happened, you're in another realm entirely: a den without walls whose horizons stretch endlessly. A fireplace warms the nearby sofas. On a coffee table sits a pitcher of wine, a kettle of tea, and cups of steaming coffee. A tall grandfather clock ticks away loudly in the corner, but the little hand is fixed to 12 and the big hand has yet to reach 1.

Halaster's voice bounds across this gray realm: "Take a load off, friends! You've earned it!"

Any refreshments and objects taken from this realm turn to dust when the adventurers are returned to the Material Plane an hour later. When their rest is over, they stand in Area 32, the doors already open upon Area 33, Halaster's throne room.

BACKUP: DRIVVIN FRETHER

A foul wind scoops you up, carrying the putrid scent of licorice and rotten teeth. As it embraces you in its own vortex, the world grows dark—until you crash upon a tiled floor. Slowly, you recognize the place: Spiderwatch Keep, the bastion of House Freth, whom you faced so long ago.

The hall is as dark as ever, as befitting the drow, but you can make out the details: the shrine of Lolth, in all its silvered glory, and a familiar elf staring at you, his prayer interrupted and his mouth ajar: Drivvin Freth.

"How in the Nine Hells have you made it here?" the archmage shouts, his hands already kindling fire.

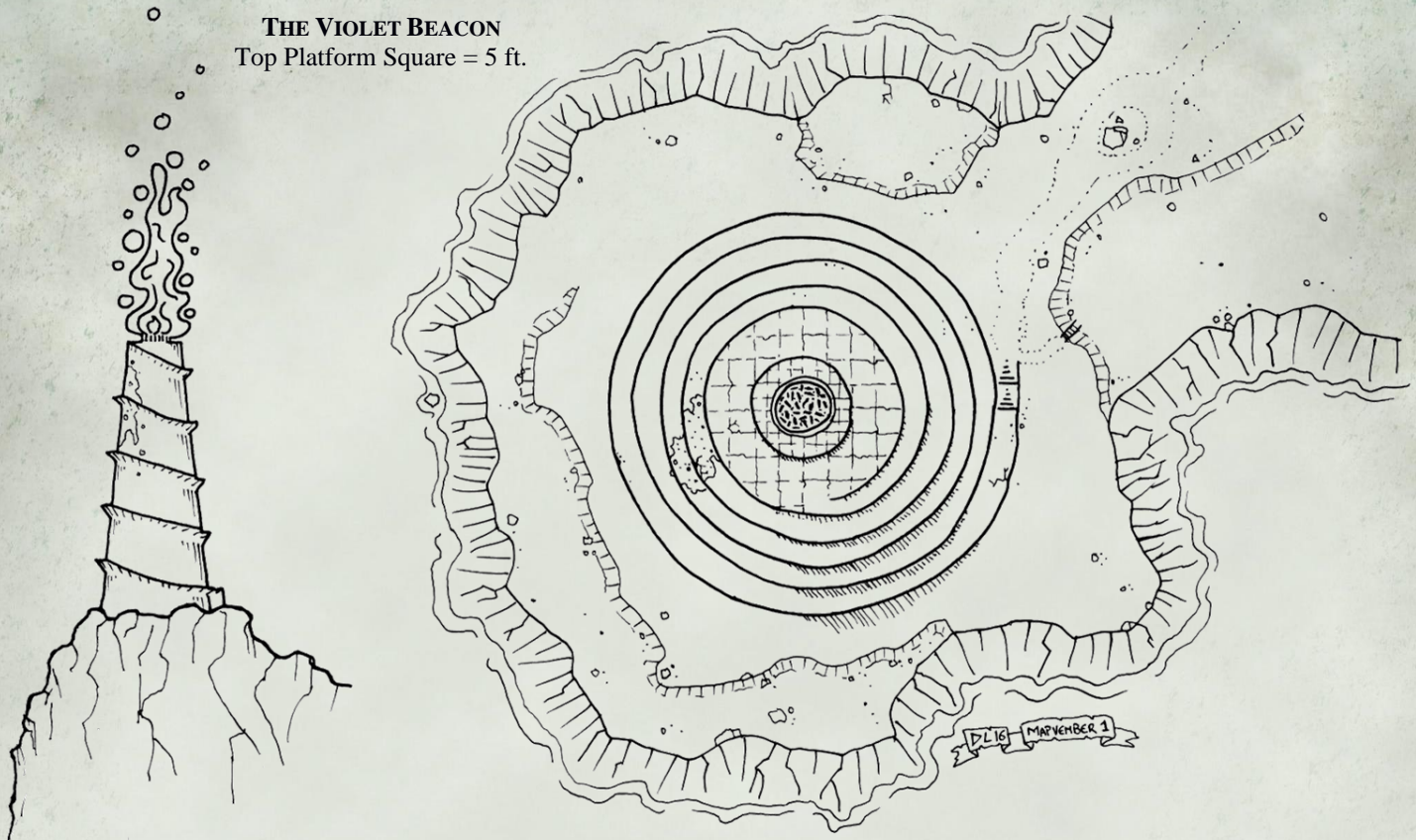
If for some reason the Elite Four members above are dead or unavailable, you can sub in Drivvin Freth, the drow **archmage** courted by Halaster Blackcloak. Unlike the other Elite Four members, Halaster gave Drivvin a five second heads-up. He cannot be surprised, however.

Map. If the adventurers face Drivvin, it's on Level 12, Area 19K, in Spiderwatch Keep. Alternatively, if Ezzat was evicted from Undermountain, Drivvin now lairs in the Stalagmite Tower on Level 20. The party teleports into Area 21; Drivvin is in Area 22A. His guards (1d4 **drow** and a **drow elite warrior**) are in Area 20.

Roleplaying Drivvin. The drow is committed to his house and sister first and foremost—but if they've been destroyed by the party, Drivvin has nothing left but anguish and mottled ambition. Now, given the chance to revenge himself, he falls into a frenzy. Draw on any of the following sample dialogue:

- "You again! The Mad Mage promised we would meet again!"
- "Vengeance is an endless cycle!"
- "House Freth shall rise again—over your broken bodies!"

THE VIOLET BEACON
Top Platform Square = 5 ft.



Statistics. Drivvin Freth has the statistics of a NE **archmage** with the following changes:

- He has advantage against being charmed, and magic can't put him to sleep.
- He has darkvision out to a range of 120 ft.
- He can innately cast *dancing lights* at will, and can cast *darkness*, *faerie fire*, and *levitate* (self only), each once per day. Charisma is his spellcasting ability (DC 15) for these spells.
- He has disadvantage on attack rolls and Wisdom (Perception) checks relying on sight while he's in sunlight.
- He always has *mind blank* cast upon himself.
- Once per day as an action, Drivvin can summon a demon that has a CR of 6 or lower. The summoned demon appears in an unoccupied space within 60 ft. of him, acts as his ally, and can't summon other demons. The demon remains until it is dismissed by Drivvin, as an action, or until its reduced to 0 hit points.

Tactics. As a test, the Mad Mage did not give Drivvin enough of a warning to prepare for the adventurers. He employs the following tactics:

- On his first turn, Drivvin casts *time stop*. His first action is to summon a **barlgura**, then cast *fire shield*, *mage armor* and *stoneskin* on himself, in that order of priority. He then calls for nearby guards, who arrive on the second turn of combat, adding 1d4 **drow** and a **drow elite warrior** to the fray.
- On its first turn, the barlgura casts *entangle*. If any targets fall prey to it, the barlgura prioritizes them with its melee attacks. If the spell failed to restrain anyone, it uses its Reckless trait and attacks.
- Once they arrive, the drow cast *faerie fire* spells on unarmored foes and plink away at them with hand crossbows on the third turn of combat.
- Once it arrives, the drow elite warrior positions itself between Drivvin and the adventurers, if possible.

BACKUP: MARAMBRA NYGHTSTEEL

The Mad Mage's rift delivers you to a hive of scum and villainy that you miss dearly: Skullport. In the distance, you see that wretched town, its shores clogged with endless flotsam.

The island you stand upon is aglow in violet light emitted by a massive beacon. You see a figure there—a mage performing a ritual. Around her slender frame dance entities born of fire and a creature of pure lightning coils around the beacon.

Per its authors, Marambra Nyghtsteel was excluded from *DotMM* so that DM's could write her in as they see fit. Now, should you need her, you can draw upon Marambra—a master of evocation—as a backup apprentice for *The Elite Four*.

For reasons unknown, Marambra has returned to Skullport. Perhaps out of altruism, she has been working on a vast arcane beacon that will perpetually light Skullport—but whether this is just an added benefit is anyone's guess. This vast spire has been erected on a small island southwest of town.

Contradictions. The *Companion* touches on the missing apprentice a few times in this chapter, which can clash with her inclusion here:

- If you're running the *Puppet on the String* optional twist, Marambra is mentioned in Halaster's journal in Area 2—specifically that she managed to escape Undermountain's addicting influence.
- In Area 24, Marambra is suggested as one of the alternate identities of the demilich overseeing the potion brewery.
- In Area 29, when a character looks at Marambra's portrait, they see a vision of her being exiled by Halaster.

Map. Refer to *The Violet Beacon* map above.

Statistics. Marambra Nyghtsteel's statistics are detailed in Appendix B.

Minions. As a master of evocation, Marambra has created several living spells that serve her in combat: three **living burning hands** and one **living lightning bolt**. She also has at her disposal a **shield guardian**, the amulet to which she wears, which stores a spell of *fireball*.

Tactics. Halaster warned Marambra of her coming battle fourteen seconds ago, giving her two rounds to prepare. He has also forbid her from fleeing; should she disobey, he has promised to hunt her down, no matter where in the Multiverse she flees. She follows these tactics in combat:

- Marambra starts the encounter under spells of *mage armor*, *fire shield* and *mirror image*. Thus, she's out of one 1st-level, 2nd-level and 4th-level spell slot.
- Marambra takes flight when the adventurers arrive, utilizing her *winged boots*. Because she can cast *shield* at will without expending a spell slot, she isn't concerned with provoking an opportunity attack.
- Marambra is likely to utilize her reaction every round for a *shield* spell, or her Elemental Aegis reaction to dampen any elemental damage she receives.
- Depending on the adventurers' positions, she snaps out a 5th-level *fireball* or *cone of cold* and uses her Overchannel trait to deal maximum damage. On this round, she reserves her reaction to *counterspell* a *counterspell* against that juicy spell.
- When she's at Death's door, Marambra drops *meteor swarm*, now indifferent to the Violet Beacon's construction.

Treasure. As reflected in her statistics, Marambra wields a +3 *wand of the war mage* and wears a pair of *winged boots*. See Appendix A for details.

THE PRISMATIC GAUNTLET

The dungeon is aglow with a scintillating rainbow of fiery light, all crisscrossed and welded into a single wall of magical energy. To behold such a beauty is to look into pure fire—fire that burns at your retinas, perhaps at the core of your very being. You can feel the waves of energy being shed as one color dominates its fellows, moving through a predictable pattern. Your hackles rise as that energy washes over you, as if it's a sickness that pierces your skin and embeds itself deep in your bones.

Halaster has trapped the entrance to A19 with a *prismatic wall* spell. Assailed by his minions, the adventurers must contend with the *wall's* layers—or gun it, incurring obscene damage.

Permitted Individuals. Per the *prismatic wall* spell, creatures of Halaster's choice can pass through the wall unharmed. The only individuals he designated long ago when casting the spell were Trobriand, Arcturia, and the ultroloth below.

Minions. The *prismatic wall* is a boring waste of time and resources without an assault from the Mad Mage's minions—a force consisting of an **ultroloth**, three **helmed horrors**, and two **invisible stalkers**.

Tactics. The assailants follow these tactics:

- The invisible stalkers and helmed horrors approach from the northern tunnel, whereas the ultroloth comes from Area 21.
- While under a spell of *invisibility* (granting advantage to its +8 Stealth check) the ultroloth approaches and opens up on the party with *fire storm* before its allies storm the tunnel. Its *invisibility* spell then ends. Thereafter, it attempts to trap itself and a single foe in its *wall of fire* spell. On its third turn, it uses its Hypnotic Gaze on its target, then makes its three Longsword attacks against the (hopefully stunned) target.
- If the ultroloth takes too much of a beating, it can pass through the *prismatic wall* to safety; however, it must *walk* through it. If too many foes block its way, it teleports up to the indigo layer and walks through the rest. Halaster granted it free passage when he cast the spell, allowing it to pass unharmed.
- On its fourth turn, the ultroloth uses its action to summon yugoloths. It has a 50% chance of succeeding. If it does, it summons its choice of 1d6 **mezzoloths**, 1d4 **nycaloths**, or one other **ultroloth**. After 1 minute, or if the summoner dies, the summoned yugoloths disappear.
- The helmed horrors act as the vanguard; given the opportunity, they shove creatures into the *prismatic wall*.
- The invisible stalkers harangue the party's flanks.

Thwarting the Wall. The adventurers *must* contend with the wall; they cannot teleport past it, per the indigo layer's effects. Thus, spells of *dimension door* and the like are futile against it. Do not budge on this; even the ultroloth can't teleport through it (although Halaster *did* permit it to physically pass through it unharmed when he cast the spell...)

Identifying the Spell. A creature can use its action to make a DC 18 Intelligence (Arcana) check. On a success, they identify the spell at work. Specifically, they learn the following:

- A creature *can* pass through it, at the risk of being reduced to smoldering ash.
- An *antimagic field* has no effect on the wall and a *dispel magic* spell only affects the final layer—which is protected by the indigo layer.
- The wall can be destroyed one layer at a time, in order, through specific means and each layer has its own properties:
 - The red layer inflicts fire damage and can only be destroyed with cold damage
 - The orange layer inflicts acid damage and can be destroyed only by a strong wind
 - The yellow layer inflicts lightning damage and can only be destroyed with force damage
 - The blue layer deals cold damage and can only be destroyed by fire damage
 - The indigo layer can petrify those that walk through it and blocks spells from passing through it; to destroy it, it must be exposed to bright light shed by a *daylight* spell or a similar spell of equal or higher level
 - The violet layer blinds creatures and can teleport victims to other planes of existence. Only a *dispel magic* cast at 9th level, or a similar spell of equal or higher level, can destroy the layer.

VIOLET BANISHING

Should a character be banished by the violet layer of the *prismatic wall*, they're transported to Area 22 and are paralyzed into a gesture of supplication before the Halaster statue until Halaster remotely releases them or another creature uses an action to touch them.

PRISMATIC WALL (ABRIDGED, DC 17)

The wall sheds bright light for 100 ft. and dim light for another 100 ft. Creatures that can see the wall and moves to within 20 ft. of the wall or starts its turn there must succeed on a Con. save or become blinded for 1 minute.

The wall consists of seven layers, each with a different color. When a creature attempts to reach into or pass through the wall, it does so one layer at a time through all the wall's layers. As it passes or reaches through each layer, the creature must make a Dex. save or be affected by that layer's properties as described below.

The wall can be destroyed, also one layer at a time, in order from red to violet, by means specific to each layer. Once a layer is destroyed, it remains so for the duration of the spell. An *antimagic field* has no effect on a prismatic wall.

Red. The creature takes 10d6 fire damage on a failed save, or half as much on a success. While this layer is in place, nonmagical ranged attacks can't pass through the wall. The layer can be destroyed by dealing at least 25 cold damage to it.

Orange. The creature takes 10d6 acid damage on a failed save, or half as much damage on a successful one. While this layer is in place, magical ranged attacks can't pass through the wall. The layer is destroyed by a strong wind.

Yellow. The creature takes 10d6 lightning damage on a failed save, or half as much damage on a successful one. This layer can be destroyed by dealing at least 60 force damage to it.

Green. The creature takes 10d6 poison damage on a failed save, or half as much damage on a successful one. A *passwall* spell, or another spell of equal or greater level that can open a portal on a solid surface, destroys this layer.

Blue. The creature takes 10d6 cold damage on a failed save, or half as much on a successful one. This layer can be destroyed by dealing at least 25 fire damage to it.

Indigo. On a failed save, the creature is restrained and must make a Con. save throw at the end of each of its turns. If it successfully saves three times, the spell ends. If it fails its save three times, it permanently turns to stone and is subjected to the petrified condition. The successes and failures don't need to be consecutive; keep track of both until the creature collects three of a kind. While this layer is in place, spells can't be cast through the wall. The layer is destroyed by bright light shed by a *daylight* spell or a similar spell of equal or higher level.

Violet. On a failed save, the creature is blinded. It must then make a Wis. save at the start of its next turn. A successful save ends the blindness. If it fails that save, the creature is transported to Area 22, Level 23 of Undermountain. This layer is destroyed by a *dispel magic* spell or a similar spell of equal or higher level that can end spells and magical effects.

TARRASQUIC PARK

Hurling open the doors to the Mad Mage's sanctum, a wall of darkness crashes over your psyche. Your last memory of that distant place is Halaster's giggle.

When you awaken, you find yourself within a horse-drawn buggy parked alongside a road audaciously carved through a jungle. Night has already fallen, and a tropical storm batters the land, but braziers lit by magical flames light the scene whenever lightning fails to flash across the sky. Somewhere a goat bleats between bouts of thunder.

You throw open the door to the dickey box where two draft horses stamp nervously as the storm rages above. Looking out, you see another carriage nearby and can make out the familiar shapes of your allies.

If you've ever wanted to shoehorn in a **tarrasque**, then, boy, do I have the encounter for you.

Under this variant, when the adventurers hurl open the doors to Area 33, they wake up inside two horse-drawn buggies, which are parked on a road winding through a darkened jungle. Braziers lit by *continual flame* spells flicker in the rain. A *wall of force* spell separates the adventurers from a **giant goat** chained to a post inside what they may realize is one massive paddock.

Shortly after the adventurers awaken, the braziers go dark, signaling that the park's magical systems have gone down for whatever reason and the *wall of force* separating them from that titanic beast is gone. The **tarrasque** is on its way.

Precautions. The tarrasque is a CR 30 creature. Use this encounter only if you're absolutely certain that your party has the resources to tackle it *and* then face Halaster.

Buggies. Each buggy is drawn by two **draft horses** which grant the buggy a speed of 40 ft., or 80 ft. if both take the Dash action. If only a single horse draws the buggy, it has a speed of 20/40 ft. A buggy has an AC of 14, a damage threshold of 10, immunity to poison and psychic damage, and 50 hit points.

The Rift. When the tarrasque attacks, a brightly-glowing rift opens 500 ft. away from the buggies, visible to the party despite the inclement weather. A character that reaches the rift can expend 5 feet of movement to enter it, crashing onto the floor of Area 33 of Halaster's tower.

Tactics. The savage titan acts quite simply in combat:

- The tarrasque starts 100 ft. away from the closest buggy. Until it gets within melee range, it takes the Dash action. When it does so, it can also use its Frightful Presence.
- The tarrasque relies on its Legendary Actions to either close the gap with its prey, or, if it took the Dash action on its turn, to still make attacks.
- The tarrasque has extended reach, given its size. Do not forget that its Bite and Horn attacks have a reach of 10 ft., its Claw a reach of 15 ft., and its Tail a reach of 20 ft.

THE BEAST COMETH

When the tarrasque attacks, read the following:

As rain pelts the jungle, the wind—wailing like an abandoned child—snuffs out the flames that lit those distant braziers. The horses have grown distressed, neighing and stamping wildly.

It's only now you realize what's missing: the goat's no longer bleating. The goat's gone—until it's dropped upon the roof of your buggy. Looking into the dark, you see the massive eye of some titanic, horned beast staring down at you from above. And as a fresh lance of lightning sheds light from above, the beast looses a thunderous roar that drowns out even the storm.

Unlike in *Jurassic Park*, this creature's vision is *not* based on movement; the tarrasque plainly sees the party. If it was capable of such emotion, the tarrasque would be amused to see them try to remain still.

Theme Music. Creatures with a passive Perception score of 22 or higher can hear Halaster humming the *Jurassic Park* theme song.

VICTORY!

If the adventurers flee from the tarrasque, they still advance to 18th-level. However, if they manage to slay it, Halaster rewards them with an hour—long enough for them to gain a short rest. Thereafter, he teleports them to Undermountain, specifically Area 33 on Level 23.

The text below assumes the adventurers slay the tarrasque. Read the following:

With a clash of thunder, the tarrasque crashes to the ground, unleashing tremors that will surely be felt for miles. You have done the unthinkable, the impossible. Only in the most dreaded myths has this creature ever emerged to scour men from the face of the world. And yet, the Mad Mage—and if not him, then who?—has dared to include such a behemoth in what can at best be described as a zoo.

The storm rages all around you, but in this moment, you are perfectly calm. As you rest in the safety of an enormous kapok tree, you know that this was the day that you truly became legends in your own right—even if no one ever knows what you've achieved tonight.

WELCOME TO THE THUNDERDOME

Reckoning has come at last! With an air of triumph, you hurl open the doors to Halaster's innermost sanctum—and the world beyond it is a colosseum infested with fans that buck and cheer under a sky painted with an illusion reading ENTER THE ARENA!

When you look back, the furnished chamber is gone. Everything is gone. You know not which world you're on, but certain that this is no trick, only a trap lain by the Mad Mage.

Ivory sands sift beneath your feet as you contend with this new reality. Only now do you hear the audience jeering in every language possible, some that you can even recognize. A voice booms out across the world, and instantly you can hear the hint of a *tongues* spell on his lips:

"Coming from you live on the Shattered Shelf, it's *Enter the Arena!* Tonight, we welcome a crowd of challengers to our little bloodbath! You may know them as the stars of the hit game show *Dungeon of the Mad Mage* and more! To our guests, we cry, "Welcome! Welcome, welcome, welcome! Tooooo the *Thuuunderdome!*!"

Apprehensive, you back up. You didn't sign up for this and won't tolerate it. Gateways gape all along the walls. Moving to the closest one, you slam into a wall of impenetrable force. "It's like that," you realize. High above soar grim-faced magi that seem to police this so-called "Thunderdome."

The announcer continues his spiel: "This episode of *Enter the Arena* is brought to you by *Dungeon of the Mad Mage* and Undermountain Dew: do the Dew!

"Tonight, our guests square off against the heavyweight champ herself, the Celestial with Attitude, the Daughter of Auril and Thrym, the Frost Queen herself—it's *Nalkara!*"

Outside the dome and into the arena strides a giantess whose beauty can only be described as empyrean, as angelic. Her skin is a soft blue and her eyes are the deepest shades of winter. Her very hair crackles with blue fire and where she walks, the sands shiver as frost creeps out from her footprints to claim all it can for her wintry domain.

This titan smiles down at you, her maul crooked across her shoulder. "Nalkara in the house, yeah!" she roars, stepping through that invisible wall of force.

The announcer again thunders, "Glory, guts, gore and more only on *Enter the Arena!* Let the game *begin!*"

This encounter is a fresh coat of paint for the battle with the **empyrean** Nalkara in Halaster's throne room. Instead of being summoned, Nalkara is the heavyweight champion of *Enter the Arena*, a transplanar gladiatorial game show enjoyed by much of the Multiverse. *Enter the Arena* is one of the possible sponsors named in the Transplanar Advertisements added in the *Halaster's Game* supplement.

The Dome. A hemispherical, 30-foot-radius *wall of force* spell encloses the arena. Creatures that manage to escape the dome are instantly *thunderwaved* (DC 17) back inside by a flying **archmage**—three of which circle the dome. The archmagi can permit a character or object to enter or leave the dome (no action required), as is the case when a creature is forced back inside via a *thunderwave* spell. The spell is initially cast at 1st-level, but repeat offenders are subjected to 4th-and higher levels of the spell.

Roleplaying Nalkara. Honestly, just channel the ludicrous charisma of Macho Man Randy Savage. Nalkara drops any of the following lines in battle:

- "You are like a grain of sand in the desert—and I am the entire desert!"
- "I'm the tower of power, too sweet to be sour. I'm funky like a monkey. Sky's the limit and space is the place!"
- "Best there is... past, present, and future! Oh yeah!"
- "Expect the unexpected in the kingdom of madness!"
- "The cream surely rises to the top!" (Nalkara says this after a Trembling Strike or after standing up from being prone. She then just continues to shout, "The cream of the crop!")

Tactics. Nalkara follows these tactics in battle:

- As an empyrean, Nalkara is incapable of even *considering* the possibility of failure. She fights without fear, without caution. Egotistical, she fantasizes about glorious one-on-one duels with a formidable warrior—thus, she eliminates the "softer" members of the party first, leaving the resident barbarian, fighter, or paladin for last.
- On her first turn, Nalkara softens up her foes with a *fire storm* spell. At your discretion, the spell instead deals cold damage. Objects set aflame burn under a blue flame.
- Nalkara picks off distant or flying targets with her Bolt attack, choosing cold damage—or surprises them by flying herself.
- Nalkara pairs her Legendary Actions to annihilate foes, first using Trembling Strike and then a Maul attack, courtesy of another Legendary Action.

VICTORY!

If the adventurers triumph over Nalkara, the audience quickly turns on them—incited by the announcers—for felling their beloved champion. The legion fans begin to hurl their garbage and insults at them from afar. Images from *arcane eye* spells are projected onto the sky, showing the party the enraged crowd. An announcer shouts, "Get 'em!" and the fans surge forward, slamming their fists against the Thunderdome, which slowly powers off. Just before the first fan—a demon—can get at the party, a rift opens up and sucks the adventurers back to Undermountain, depositing them into Area 33.

ULTIMATE SHOWDOWN

The final showdown with Halaster is, to say the least, lackluster. It's almost guaranteed the party will want to fight him—him, their tormentor and jailor—yet he prepares nothing. Even though he can be resurrected in Undermountain, death is *painful* and humiliating. This section provides several encounters you can use to overhaul your showdown.

Halaster's Hit Points. Most encounters are meant to be finished in either one round of combat or to halt combat completely. However, failing that, should the Mad Mage lose 100 or more hit points in a phase, he dips out and heads to your next chosen encounter.

Leveling Up. After overcoming two of Halaster's challenges, the party should level up to 19th-level. However, this doesn't entitle them to regaining all their resources (i.e., they do not heal up to their hit points, they only get an extra hit die to increase their hit point maximum, et cetera).

THE BIG HALOWSKI

When next you open your eyes, the world has swelled into a great riot of polished wooden lanes lit by crazed lamps. Surely, the Mad Mage has shrunk you with his foul chicanery. On the far wall, in titanic letters, a sign reads, "Bowl-A-Rama!" You try to make sense of it, but you find no bowls here. Not on the tables, not on the distant counter. All you see is a gargantuan Halaster Blackcloak polishing a ceramic ball as stout and thick as a dwarf. His yellow grin stretches wide and his pores gape like craters. He shouts, "You're entering a world of pain!"

You reach for your weapons, but your limbs disobey! They disobey! You struggle against your invisible bonds to no avail and it's only then that you notice that Halaster has kidnapped innocents from all across Undermountain. All are struggling against their invisible bonds, mewling or demanding answers as to what game they've been dragged into, their terror alight.

That's when you hear it: the crash of thunder. Halaster has pitched that ceramic ball; as it sails down the lane, it seems to shift, revealing it to be a ball of pure force that reduces the first victim—a barber you recognize from Skullport—into a red smear.

"A world of pain!" Halaster shouts again.

Exercising his love of bowling, Halaster condemns his foes to an extradimensional bowling alley where they—and innocent victims—are the pins. His first pitch completely demolishes an innocent.

The Alley. Within this realm, characters other than Halaster remain their normal size. It may seem to them that they have been shrunk to the relative-size of a bowling pin, for the bowling alley is *massive*, as is Halaster (although, for the purpose of combat, he is still a Medium size creature).

The Lane. The lane on which the adventurers and other victims start is a 15-foot-wide, 150-foot-long passage enclosed by *walls of force*. Creatures in it cannot fly via magic items or spells.

PINS

There are ten pins in a game of bowling; Halaster has kidnapped enough innocents to fill out that ten, after accounting for the adventurers. Choose characters that the adventurers have an attachment for, otherwise they won't care for their fates.

Paralyzed! The pins start the encounter paralyzed. At the end of their turn, a pin can attempt a DC 15 Charisma saving throw, ending it on a success.

Swapping. Halaster is a sadistic host. It wouldn't be enough for the adventurers to watch their comrades be pulverized by magical bowling balls. Whenever a pin is targeted by Halaster, but before his attack roll is made, a character can use their reaction to swap places on the board, letting them be struck. Thus, to save their friends, the adventurers must put themselves at risk. If a character swaps with a paralyzed character, both characters become paralyzed and must attempt a DC 15 Charisma saving throw at the end of their turn, ending the effect on a success.

HALASTER

The Mad Mage is a masterful bowler; within this realm, his bowling balls are condensed energy. For this encounter, he cannot attack or cast a spell against creatures on a lane; he can only use his Bowl attack, described below. Once a pin reaches the end of the lane, he can contend with them as normal.

Bowl. Ranged Spell Attack: +14 to hit, range 150/400 ft., one target. **Hit:** 16 (3d10) force damage.

Legendary Action. During this encounter, Halaster can make use of a new Legendary Action:

Bowl. Halaster makes a Bowl attack against a pin.

Defenses. The Mad Mage bowls from within a *globe of invulnerability*. When Halaster is struck by a ranged weapon attack, a *glyph of warding* activates, unleashing a *warding wind* spell that disadvantages ranged weapon attacks that pass in or out of the wind. Halaster's Bowl attacks are unhindered.

Tactics. Halaster continues playing his game until the majority of the adventurers have escaped the lane or when he has lost 50 or more hit points. Afterwards, the characters are expelled from the bowling alley. Proceed to the next encounter.

CHECKMATE

Halaster brings the adventurers to a demiplane that resembles a chessboard—and to their horror, they find familiar faces forced to play in the game. The Mad Mage has kidnapped individuals from across Undermountain and even the world at large.

Personalization. This challenge is a moral one; if the innocents involved are not known by the party, it loses all its impact. You have to include individuals both loved and hated by the party—and distribute them across both teams. As an example, if Vlonwelv Auvryndar survived the party, and they detest her, put her on their team. Meanwhile, someone the party cherishes is on the black team. Would it not be gut-wrenching to order Vlonwelv, their hated enemy, to murder their beloved friend for the sake of the game? If you run out of individuals, snatch familiar faces from the adventurers' lives: a friend, an acquaintance that once loaned them 10 silver, their local baker, or the lonely old painter that spends his time feeding the birds near the church. Hell, grab their barbers, the cobbler that made their shoes, and especially their mothers and mentors. No one is safe from Halaster Blackcloak.

Statistics. Unless a character already has statistics, use the ones befitting their piece in the *Chess Piece Statistics* table. If their statistics are pitiful, such as a **commoner's**, use the statistics better befitting their role instead, such as a **knight**.

Rules. The magical game of chess follows these rules, in addition to the normal rules of chess. The party is forced to play the game and can't act as they normally would in combat.

- Halaster's team is black, symbolizing the evil nature of this demented game.
- The party's side is white, allowing them to take the first turn.
- At the start of the game, the adventurers can choose which pieces on the board they represent; shift the identities of those involved accordingly.
- In this encounter, there is no initiative. The white team goes first, then the black team. Each turn, a team can move only a single piece across the board. Characters are incapacitated. Every character's movement speed is reduced to 0 and they can only move as the piece they represent can.
- Whenever a piece takes another, it instantly kills them *unless* the defending piece is a player character or Halaster, in which case the player character instantly takes the damage from the attacks used by the attacking piece (e.g., a **knight's** two Greatsword attacks) and is then eliminated from the game. An eliminated player character is teleported to the side of the board and can no longer affect the game or its pieces. They can, however, affect themselves (i.e., drink a potion).
- If a piece overtakes another piece and subjects it to a saving throw, such as a spell that only does half damage on a success, the overtaken piece can attempt their saving throw, but is still eliminated. This is so that a piece can't just unleash a *finger of death* on a player character without any chance of halving the damage. Use tact whenever determining which attack the overtaking piece uses; there is indeed such a thing as overkill in this encounter.
- When the first king is slain, the remaining pieces on their team take 22 (4d10) necrotic damage and the encounter ends. Any player characters already eliminated also take this damage.
- If Halaster is overtaken, he takes damage from his attacker's attack, but doesn't take the 4d10 necrotic damage for losing. He leaves the demiplane before the damage is inflicted.

CHESS PIECE STATISTICS

Piece	Statistics (if no other statistics apply)
Bishop	Priest
King	Halaster Blackcloak or noble
Knight	Knight
Queen	Warlord
Pawn	Thug
Rook	Assassin

ICONIC INDIVIDUALS OF UNDERMOUNTAIN

You don't need to attach an identity to every piece on the board, but you do want to bring back individuals that left a lasting mark on the party and survived. Your table will vary, of course, but some possible individuals are included below. Their statistics *are not* in Appendix B of this chapter.

Bishops. Bishops are good-hearted individuals that are driven by duty to commit evil in this game.

- Yrlakka of Level 15 (**githzerai zerth**)
- Preeta Kreepa of Level 3 (human **mage** with beholder eye-stalks, see Level 3, Area 21M)
- Any **stone giant** of L7, if the party found them tragic or sympathetic
- Any quest-giver from Waterdeep

King. The opposing team's king is, of course, the Mad Mage. The following individuals could take the role of king for the adventurers' team if none wish to wear that crown. The king represents a fragile leader kept alive solely by the duty of others.

- Warlord Azrok of Level 3 (**hobgoblin warlord**)
- Yek the Tall of Level 2 (**goblin boss**)
- Doomcrown of Level 14 (**hobgoblin warlord**)

Knights. Knights are unyielding, unquestioning soldiers of the king. Individuals who represent this uncompromising loyalty, whether it's to Halaster or someone else, are included below. Most yugoloths and slaadi would be knights.

- Hexacali of Level 8 (**bone naga**)
- Zress Orlezzir of Level 10 (**drow house captain**)
- The Headmaster of Level 9 (**arcanaloth**)
- Drivvin Freth of Level 12 (drow **archmage**)
- The Alchemist of Level 4 (**green slaad**)

Queen. To Halaster, the queen represents his chief confidant. Likewise, the queen is a strong, feminine figure. Possible individuals include:

- Tasselgryn "Tas" Velldarn of Skullport (human **archmage**)
- Wyllow of Level 5 (elven **archdruid**)
- Lurkana, wife and general of Azrok's Legion of Level 3 (**hobgoblin captain**)
- Emberosa of Level 14 (**fire giant**)
- Vlonwelv Auvryndar of Level 10 or Erelal Freth of Level 12 (**drow priestess of Lolth**)

Pawns. Pawns ought to be innocents forced into the game, such as a friend, a cherished barber, et cetera.

Rooks. In normal chess, a rook represents a castle. In Halaster's game, they're instead wild cards that can wreak great damage upon others. Identities include:

- Torbit of Level 8 (bullywug **assassin**)
- Maddgoth of Level 7 (human **archmage** or **lich**)
- Xarann A'Daragon of Level 10 (drow **assassin**)
- Trenzia of Level 2 (a **flameskull** with resistance to fire and immunity to lightning damage; and *lightning bolt* prepared instead of *fireball*)
- Zox Clammersham of Level 13 (gnomish **archmage**)

HALASTER'S STRATEGY

As black, Halaster is instantly on the defensive and his strategies must reflect that. With an Intelligence score of 24, Halaster should prove to be a formidable opponent. If you yourself aren't an expert at chess, familiarize yourself with the most famous defensive strategies, such as the Sicilian Defense, the Nimzo-Indian Defense, and more.

USING INTELLIGENCE

When it comes to puzzles and the like in tabletop games the issue boils down to a player being hamstrung out of the game while their character could reasonably figure out the answer—especially if their character is a genius wizard.

The players, not the adventurers, must play chess in this encounter. To just let them use their abilities and scores utterly trivializes it. However, to tie-in their abilities, you can let one character on the team, preferably the character calling the shots in this encounter, attempt Intelligence (chess) checks (chess, or dragonchess, being a gaming set). On a success, the white team can reverse their turn. For example, if they moved a knight and lost it the next turn because of that single, foolish move, they can get a do-over if they succeed on the check.

If you allow this, it can only occur once per turn and the DC begins at 14, increasing by 2 for every subsequent success. Halaster benefits from this optional rule as well.

CLASH OF THE TITANS

Ultimate Encounter, counts as three encounters

The gloves are truly off in this encounter, which dials Halaster's cunning and wrath up to 11. It presents him as the ultimate wizard—one that has had ample time to prepare for his foes and utilized every tool at his disposal.

Balancing the Encounter. Halaster has pulled out all the stops for this battle, which occurs entirely in Area 33. He has *glyphs of warding*, a *contingency* spell at work, and laid traps to thwart the adventurers. That being said, it would be easy to just equip him with an incredible arsenal of tools, per DM fiat—but this encounter does its best to stay within the bounds of what a wizard could do. Review *Halaster's Spells, -Gear and Preparations* at the start of this chapter, incorporating all elements thereof.

MINIONS OF THE MAD MAGE

Halaster crumbles when outnumbered; knowing that, he has called upon a number of allies:

- A **shield guardian**—perhaps even the one that can be met on Level 1—whose amulet is worn by Halaster
- A **gray render** that Halaster has long-since bonded with. He's named him after the dumbest of the adventurers.
- A **red dragon wyrmling** taken from Stardock as a tax
- A **green slaad** whose control gem is in Halaster's possession. If it was not slain, this slaad is the Alchemist of Level 4, otherwise it is just a random one conjured from Limbo
- Halastron, the adopted **quadrone** from Level 2, provided it wasn't destroyed. Admittedly, it can do little against such high-level adventurers—but they can still go "bite [its] shiny, transplanar ass!"
- Two **living counterspells**, which come out to play on the second round of combat

Tactics. Halaster's minions follow these tactics:

- The shield guardian stores a spell of *slow* (DC 22) and casts it on its first turn, concentrating on the spell. It positions itself to always be within 5 ft. of Halaster for its Shield reaction.
- The wyrmling flies at a height of 15 ft. and strafes the party with its Fire Breath attack. On turns the ability is recharging, it attacks weak and unarmored characters.
- Halastron flies at a height of 15 ft. and picks off weakened adventurers with its four Shortbow attacks.
- The green slaad starts the encounter invisible. On its first turn, it unleashes a *fireball* spell. On its second, it casts *fear*.
- The living counterspells use their actions on Magical Strikes and reserve their Spell Mimicry for whenever the adventurers cast *counterspell*.

HIDDEN PIT TRAP

Hidden by an illusion spell, the Mad Mage has placed an extradimensional pit trap in front of the door to Area 36. The pit is 10-feet-wide, 20 ft. deep, sheer, and trapped with spikes. A creature that falls into the pit takes 2d6 bludgeoning damage from the fall and must make a DC 14 Dexterity saving throw to avoid the spikes, taking 2d10 piercing damage on a failure.

To see through the illusion, a creature can use its action to attempt a DC 15 Intelligence (Investigation) check. The illusion and pit trap also disappear 1 minute after Halaster dies.

CLASH OF THE TITANS: HALASTER'S ARCANE ARSENAL

The following spells are utilized in the *Clash of the Titans* encounter. Their effects have been summarized for your convenience. Because they are cast with *glyphs of warding*, Halaster does not concentrate on the spell; it instead continues for its full duration. The spell save DC for these is 22.

GREASE

Duration: 1 minute

Slick grease covers the ground in a 10-foot square centered on a point within range and turns it into difficult terrain for the duration.

When the grease appears, each creature standing in its area must succeed on a Dexterity saving throw or fall prone. A creature that enters the area or ends its turn there must also succeed on a Dexterity saving throw or fall prone.

MADDENING DARKNESS

Duration: 10 minutes

Magical darkness spreads from a point you choose within range to fill a 60-foot-radius sphere until the spell ends. The darkness spreads around corners. A creature with darkvision can't see through this darkness. Non-magical light, as well as light created by spells of 8th level or lower, can't illuminate the area.

Shrieks, gibbering, and mad laughter can be heard within the sphere. Whenever a creature starts its turn in the sphere, it must make a Wisdom saving throw, taking 8d8 psychic damage on a failed save, or half as much damage on a successful one.

OTTO'S IRRESISTIBLE DANCE

Duration: 1 minute

The target begins a comic dance in place: shuffling, tapping its feet, and capering for the duration. Creatures that can't be charmed are immune to this spell.

A dancing creature must use all its movement to dance without leaving its space and has disadvantage on Dexterity saving throws and attack rolls. While the target is affected by this spell, other creatures have advantage on attack rolls against it. As an action, a dancing creature makes a Wisdom saving throw to regain control of itself. On a successful save, the spell ends.

REVERSE GRAVITY

Duration: 1 minute

This spell reverses gravity in a 50-foot-radius, 100-foot-high cylinder centered on a point within range. All creatures and objects that aren't somehow anchored to the ground in the area fall upward and reach the top of the area when you cast this spell. A creature can make a Dexterity saving throw to grab onto a fixed object it can reach, thus avoiding the fall.

If some solid object (such as a ceiling) is encountered in this fall, falling objects and creatures strike it just as they would during a normal downward fall. If an object or creature reaches the top of the area without striking anything, it remains there, oscillating slightly, for the duration. At the end of the duration, affected objects and creatures fall back down.

SYMBOL

Duration: 10 minutes once triggered

When you inscribe the glyph, choose one of the options below for its effect. Once triggered, the glyph glows, filling a 60-foot-radius sphere with dim light for 10 minutes, after which time the spell ends. Each creature in the sphere when the glyph activates is targeted by its effect, as is a creature that enters the sphere for the first time on a turn or ends its turn there. The glyph is nearly invisible, requiring a DC 22 Intelligence (Investigation) check to find.

Death. Each target must make a Con. save, taking 10d10 necrotic damage on a failed save, or half as much damage on a successful save.

Discord. Each target must make a Con. save. On a failed save, a target bickers and argues with other creatures for 1 minute. During this time, it is incapable of meaningful communication and has disadvantage on attack rolls and ability checks.

Fear. Each target must make a Wis. save and becomes frightened for 1 minute on a failed save. While frightened, the target drops whatever it is holding and must move at least 30 feet away from the glyph on each of its turns, if able.

Hopelessness. Each target must make a Cha. save. On a failed save, the target is overwhelmed with despair for 1 minute. During this time, it can't attack or target any creature with harmful abilities, spells, or other magical effects.

Insanity. Each target must make an Int. save. On a failed save, the target is driven insane for 1 minute. An insane creature can't take actions, can't understand what other creatures say, can't read, and speaks only in gibberish. The DM controls its movement, which is erratic.

Pain. Each target must make a Con. saving throw and becomes incapacitated with excruciating pain for 1 minute on a failed save.

Sleep. Each target must make a Wis. save and falls unconscious for 10 minutes on a failed save. A creature awakens if it takes damage or if someone uses an action to shake or slap it awake.

Stunning. Each target must make a Wis. save and becomes stunned for 1 minute on a failed save.

WARDING WIND

Duration: 10 minutes

A strong wind (20 miles per hour) blows around you in a 10-foot radius and moves with you, remaining centered on you. The wind lasts for the spell's duration. The wind has the following effects:

- It deafens you and other creatures in its area.
- It extinguishes unprotected flames in its area that are torch-sized or smaller.
- It hedges out vapor, gas, and fog that can be dispersed by strong wind.
- The area is difficult terrain for creatures other than you.
- The attack rolls of ranged weapon attacks have disadvantage if the attacks pass in or out of the wind.

GLYPHS GALORE

It's not enough for the Mad Mage to be backed up by a handful of minions; nay, this wizard's lair is trapped with several *glyphs of warding*. Per the spell, the *glyphs* "concentrate" on these spells, allowing Halaster to concentrate on his own.

- A *glyph of warding* in the center of the magical circle contains a *reverse gravity* spell that activates when a creature passes over the center of the room. A creature that falls upward takes 2d6 bludgeoning damage if it strikes the ceiling. Halaster has tailored it to only affect the area of the magic circle, reducing it to a 20-foot-radius cylinder.
- When touched, a *glyph of warding* on the left arm of Halaster's throne casts *warding wind*, centered on the throne.

- When touched, a *glyph of warding* on the right arm of the Mad Mage's throne casts *maddening darkness*, centered on the throne. Because Halaster is already under a *mind blank* spell, he is immune to its effects. See the sidebar for this spell.
- A *glyph of warding* placed at the foot of Halaster's throne contains a spell of *Otto's irresistible dance* that activates once a creature passes over it to ascend or descend the throne.
- A *glyph of warding* on the door to Area 35 activates when a creature enters within 10 feet of it, unleashing a *grease* spell on the 10-foot-area before it.

SYMBOL

Halaster has inscribed a *symbol* spell on the statue of himself that activates when a creature other than himself touches it. To goad his foes into doing so, he races for it—making a big show about touching it—and teleports to Area 22 or 28. Alternatively, he can have a minion of his touch it.

When activated, the 60-foot-radius sphere covers most of Area 33. Creatures pressed against the southwestern and southeastern corners are out of its range, as are creatures on the steps leading to Halaster's throne, or further. The spell cannot penetrate walls, so Areas 32 and 34-36 are safe.

Effect. Choose beforehand which effect Halaster has chosen for the *symbol* spell and consider its implications, remembering that *all* creatures must contend with its effect, if they're in the sphere, including Halaster and his minions:

- The Death effect is a reset button that will likely wipe out Halaster's minions, none of whom have immunity or even resistance to necrotic damage—and all creatures take 10d10 damage *every time* they enter or start their turn in the sphere for the *ten minutes*. It is, hands down, the most brutal effect.
- The Discord effect allows the battle to continue but drags it out further by disadvantaging attacks and the like.
- The Fear effect disarms combatants and forces them to the corners of the room, or through a door. The shield guardian cannot be frightened and is thus unaffected.
- The Hopelessness effect will likely be overcome by warlocks, sorcerers, bards, and paladins. Any non-healer or supporter that fails the save is, effectively, removed from the fight, which is no fun.
- The Insanity effect can be hilarious if Halaster tells them, "Now you can be just as crazy as I am!" It effectively pauses the fight while Halaster freshens up outside.
- The Pain effect allows the fight to haphazardly continue, as affected creatures can still move. Becoming incapacitated also ends a spellcaster's concentration.
- The Sleep effect momentarily pauses the fight, but it can be thwarted if enough characters resist the spell. Meanwhile, Halaster can freshen up outside.
- The Stunning effect removes characters from the entire fight, which is no fun. However, it can facilitate roleplay as the characters speak falteringly while the villain gets away.

Tempering the Spell. Once the spell is activated, *symbol* causes its effects every turn for ten minutes. For the sake of the encounter, you can temper the spell by letting it emit its effects for only a minute, or even just once.

DONKEY KONG REDUX

The world shrinks down to a glass prison striped with strange, red, steel platforms. In your mind's eye, you can see it all, as if you were looking in from a window. Atop this crisscrossed gauntlet, a gigantic ape lords over its sole captive: a frail figure in a floral gown that you recognize to be none other than the Mad Mage himself.

As if it could sense your peeping, the giant ape pounds its chest with its fists and reaches into the darkness. From that inky void it plucks a barrel, and the primate hurls it down the crisscrossed gauntlet.

This encounter is ostensibly based on *Donkey Kong*, the 1981 arcade game. If your version of Halaster *has* visited Earth, it's directly based on it. If not, it's just uncanny. Halaster teleports the party to a demiplane whose dimensions are 5-foot-wide, 100-foot-tall and 50-foot-long. To the south extends a glass wall impervious to all magic and damage. The north, east, and west "walls" are solid darkness. The adventurers can magically view the entire demiplane at once, just as if they were an arcade player looking at a screen.

Like in *Donkey Kong*, the characters have to reach the top while jumping over barrels, climbing ladders, and more. A **giant ape** has kidnapped Halaster (who, of course, is wearing a floral pink dress) and tosses down the barrels from the top layer. For the sake of simplicity, barrels aren't tracked on the map, nor can they be targeted.

Map. For very obvious copyright concerns, the *Companion* cannot include an image of the *Donkey Kong* map. Take inspiration from the original game's Level 1 stage. Every platform is 50 ft. in length, with 10 ft. between each platform. Ladders connecting the platforms count as difficult terrain for any creature without a climbing speed.

Rules. Follow these guidelines for Halaster's game:

- At the start of a character's turn, there is a 75% chance they must leap over a rolling barrel, subjecting them to a Dexterity saving throw (DC 10 + 2d6). On a failure, they're knocked prone and take 5 (1d10) bludgeoning damage. The barrel then explodes, dealing 11 (2d10) fire damage to all creatures within 10 feet. A character that takes the Ready action to jump over the next barrel succeeds automatically.
- Once a character comes within 10 ft. of the giant ape on the final layer, it ceases to throw barrels. Starting the next round, creatures already on the final layer no longer need to make Dexterity saving throws at the start of their turn.
- The giant ape and Halaster fight in tandem against the party once a character reaches them. Halaster leaves the demiplane after losing 50 hit points or more, or when the giant ape is slain. Once the ape is dead, the next encounter begins.

Magical Restrictions. Magical flight is disabled in this realm, be it from magic items or spells. The Mad Mage has specifically not warded against spells that would teleport a creature or alter the landscape.

MONTY'S HALL

You awaken on a stage, bleary-eyed and confused. An audience leers at you, clamoring, cheering. Jaunty music is playing all around you as an announcer shouts, "These people have come from all over the Multiverse to make a deal here, on live planar-vision! Now, here's our host: Monty... Thrall!"

A smart-dressed man with a broad smile steps onto the stage. "Hiya folks, it's me, Monty Thrall! Today, our guests hail from the little rock known as Toril and they're here to—"

The crowd erupts into a chant of: "Make! A! Deal!"

Monty throws back his head and laughs. "I like this energy! Now, let's get right to it! Our guests have been kidnapped by a deranged mage whose name is—" Monty checks a notecard. "Halastar Blackcape. They're hot on his tail and they've gotta get outta here. Now, the escape from this demiplane is hidden behind one of these three doors."

Monty gestures and... and you can see them now: three, unremarkable doors along the far wall.

The host continues, "Now, they get to choose one door and one door only. You, sir- or madam-fleshbag! Which door of those three do you choose? And I remind you, you best choose fast, because today as our Shadow of Doom, we have... a spell of *delayed blast fireball*!"

Monty points upward and only now are you aware that a wall of force keeps a spinning orb of fire from crashing down into the studio, setting all ablaze. As you watch, the cracks in that invisible forcefield grow. Time, it's clear, is of the essence.

The adventurers find themselves within a demiplane sporting a stage whose far wall has three doors in it. A game show host named Monty (secretly Halaster in disguise, unsurprisingly) lays down the rules of the game: the party must open one of the doors and face whatever is inside. Behind one, Monty assures them, is the demiplane's exit—secretly Door #2.

When the adventurers choose a door, Monty opens one of the other doors, unleashing whatever is inside. Obviously, he doesn't open Door #2, because that is the correct answer. After Monty opens Door #1 or Door #3, he asks the party if they'd like to switch to another door and open that one instead.

Halaster. If you run this encounter, subtract a 7th- and 8th-level spell slot from Halaster, which he used to cast *delayed blast fireball* and *incendiary cloud*.

The Stage. The stage is a 20-foot-wide square. The party finds that the demiplane does not extend beyond that, except for chambers behind the doors. The audience is beyond the wall and is illusory.

Everything Sucks. It would be easy for Halaster to force the adventurers to face every horror and then just reveal—surprise, surprise—that there was never a hidden exit in the first place. Alas, there *is* a correct answer, but it isn't harmless. Perhaps if this game were played on a mortal world, there *would* actually be a prize behind a door, but truly this is an exercise in "winning" the least amount of pain.

DELAYED BLAST FIREBALL (DC 22)

When the spell ends, either because your concentration is broken or because you decide to end it, the bead blossoms with a low roar into an explosion of flame that spreads around corners. Each creature in a 20-foot-radius sphere centered on that point must make a Dexterity saving throw. A creature takes fire damage equal to the total accumulated damage on a failed save, or half as much damage on a successful one. The spell's base damage is 12d6. If at the end of your turn the bead has not yet detonated, the damage increases by 1d6.

If the glowing bead is touched before the interval has expired, the creature touching it must make a Dexterity saving throw. On a failed save, the spell ends immediately, causing the bead to erupt in flame. On a successful save, the creature can throw the bead up to 40 feet. When it strikes a creature or a solid object, the spell ends, and the bead explodes.

The fire damages objects in the area and ignites flammable objects that aren't being worn or carried.

Time Limit. Give the players a minute at your table and one round in-game to debate which door to choose, with a second minute for when Monty gives them the option to switch doors. If they fail to adhere to this time limit, humble them with the *delayed blast fireball* spell.

Screw the Game! If the adventurers just attack "Monty," roll initiative. On his turn, Halaster uses an action to release the **spirit troll** and **bulezau**, then a bonus action to leave the demiplane. When he leaves, the *delayed blast fireball* is released.

DOOR #1

Monty waves his hand and the door crumbles into dust—and out from the cloud born from it storms a caprine demon whose howls can only be described as "murderous."

"Zonks!" shouts Monty. "Looks like you chose the bulezau!" The host reaches up to his face and pulls away the flesh as if it were a mask—and, of course, it was Halaster all along. "I bet that really gets your goat, doesn't it?" says the Mad Mage. "Get it? Because it's a goat-like demon? The bulezau? Ah, you don't get it..."

Behind this door is a **bulezau**, a caprine demon that has been forced into Halaster's service for the last forty years. Due to the demiplane's wonky rules, the demon gets to take one turn before initiative is rolled, and it uses that turn to attack the closest creature that isn't Halaster, whom it is forbidden to harm.

Magical Aura. If scrutinized by a spell of *detect magic* or the like, the door radiates a faint aura of conjuration magic—faint, for the demon therein was summoned decades ago.

DOOR #2

A look of revulsion crosses Monty's face. The door opens on its hinges, revealing a long corridor at the end of which stands a glowing, open doorway.

"Take your prize and go," the host snarls... and at the heels of that last word, fiery miasma pours into the passageway—a cloud of smoke striped with white-hot embers.

If the adventurers choose this door, they only have to contend with the *incendiary cloud* spell trapping it. Halaster does not open any other doors, nor does he unleash the *delayed blast fireball* unless they dawdle here for more than three turns.

Magical Aura. If scrutinized by a spell of *detect magic* or the like, the door radiates a strong aura of conjuration magic, due to the *incendiary cloud* spell.

DOOR #3

You hear glass shatter from behind the door, as if some seal that was meant to remain forgotten was finally disturbed. *Through* the door comes a ghostly claw chased by a tumorous, but ephemeral maw—a troll! A spirit troll steps through the door and turns its claws upon you!

"Looks like you've been *trolled*," Monty quips to the groans of the audience. The host looks at them and says, "Hey! The sign says 'laugh!'"

"You suck, Monty!" shouts an audience member just as the spirit troll beats its incorporeal chest and bellows out its rage.

Behind the third door lurks a **spirit troll**—the spirit of the troll that once laired on Level 1 of the dungeon. If the adventurers are responsible for its death, the beast hungers only to revenge itself upon its killers. Alternatively, if you ran the *Troll in the Dungeons!* special event on Level 9, in which a dire troll rampages through the academy, the spirit is all that remains of that colossal beast.

Magical Aura. If scrutinized by a spell of *detect magic* or the like, this door radiates a moderate aura of abjuration magic—indicative of the wards placed to contain the spirit troll, who could otherwise phase through the door.

PLANAR HOPSCOTCHING

Ultimate encounter, counts as two encounters

In this encounter, Halaster takes the adventurers on an absurd tour of the Multiverse. Whenever they arrive to a new plane, the party must grapple with its hazards, denizens, and any planar effects it imposes upon visitors. Nine planar encounters are included; choose at least three to run. If you decide to run five or more, if Halaster lives that long, then *Planar Hopscotching* counts as three *Ultimate Showdown* encounters instead of two.

Plane Shifting. Halaster *plane shifts* the party to the plane of his choice as a Legendary Action, without even casting a spell, and no matter the distance between him and all targets. If you need to justify this spellcasting, equip him with at least four *spell scrolls of plane shift*.

NPCs' Initiative. Several planar encounters feature denizens of that plane. It's recommended that you roll initiative beforehand to avoid slowing down your game.

Escaping. This encounter hinges on the good will of your players, who are free from Undermountain's restrictions on magic once brought to another plane. They could absolutely ditch Halaster and *plane shift* elsewhere. However, they're unlikely to have the spell since it's utterly useless in Undermountain. Halaster can just *wish* them back into the dungeon.

Aftermath. Once Halaster is finished gallivanting across the planes, or when he's beaten within an inch of his life, he returns them to Area 33. Everyone but Halaster crashes onto the floor and is knocked prone. Remember, Halaster can only be reborn if he was slain within Undermountain. Therefore, he ends this planar spree when near death.

ACHERON

The world echoes with war. You find yourself upon an iron battlefield floating in the emptiness of space. Distant cubes of iron collide above and below while orcish hordes hurl themselves against a goblinoid legion. Instinctively, you know yourself to be in Acheron, that fabled realm of ceaseless war, whose armies clash for the amusement of dread-gods.

The adventurers and Halaster appear at the heart of a massive battle between goblinoids and orcs being waged in the name of Maglubiyet and Gruumsh, respectively. Shocked, the nearby warriors both strive to slay these newcomers to honor their dread-god.

Goblinoids. Goblinoids slain by the party in Undermountain have the opportunity to appear here again. For example, Yek the Tall from Level 2 and the hobgoblins of Levels 3, 13 and 14 (such as Azrok, Yargoth, and Doomcrown, respectively) could be fighting here, eternally serving under their deity now that their souls have been liberated from the Material Plane. No matter their identities, the following goblinoids are present:

- A **goblin boss** or **hobgoblin captain**
- Three **hobgoblins** or five **goblins**
- A **hobgoblin warlord**

Orcs. The orcish horde attacks from the south. The soldiers that involve themselves in the battle against Halaster and the party consist of an **orc Blade of Ilneval**, an **orc Hand of Yurtrus**, and three **orogs**. They use the following tactics:

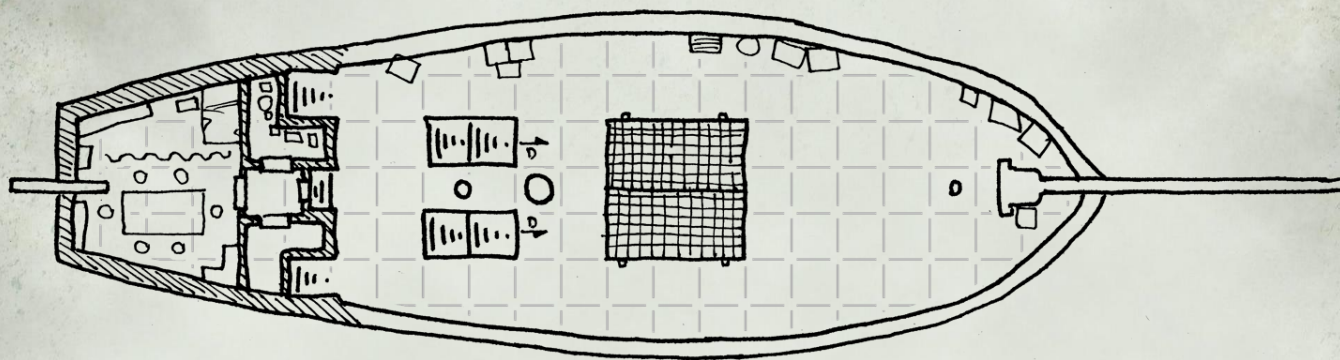
- The Hand of Yurtrus casts *bane* on three adventurers (DC 12).
- The Blade of Ilneval makes two Longsword attacks then uses its Ilneval's Command to galvanize the three orogs.
- The three orogs each make two Greataxe attacks, plus a third if they're affected by Ilneval's Command.

Planar Effect. Acheron rewards a creature for harming others by imbuing it with the strength to keep fighting. While on Acheron, a creature gains temporary hit points equal to half its hit point maximum whenever it reduces a hostile creature to 0 hit points. These temporary hit points are lost when the creature leaves Acheron.

Halaster's Tactics. Knowing Acheron will reward him for slaying *other* creatures, Halaster does his best to include orcs or goblinoids in his attacks; thus, he relies more on his *blast scepter* or *fireball* spells to gain 123 temporary hit points whenever he slays a creature.

THE WRECK OF THE WIGHT'S SHADOW

1 Square = 5 ft.



THE ASTRAL PLANE

The world blurs again and you find yourself on the deck of a ship sailing a waterless sea. Asteroids and the corpses of dead gods float in the distance. The air here is clean, invigorating—and after a flash of clarity, you understand why: you're on the Astral Plane, that famed realm free of hunger, of thirst, of aging.

As if reading your thoughts, Halaster says, "I like to lounge here whenever I need a break from my arthritis." He pats the dust off his robe and then arches his back, smiling as a handful of vertebrae pop. "That's the stuff," the Mad Mage moans.

It's only then that you realize you're not alone: olive-skinned aliens stare at you, jaws agape. A psychic murmur runs through the crowd and the first githyanki telekinetically draws its silver blade. "*Na vazeal!*" the warrior shouts, leaping into battle!

A perfectly-timed *plane shift* spell has supplanted the party onto a warship bound for Créche K'liir. It's minutes away from shifting to the Material Plane and docking with Stardock.

Planar Effect. While on this plane, a creature's walking speed is equal to 3 x its Intelligence score.

Githyanki. This is your opportunity to bring back the githyanki of Level 16, who would nurse grudges against the adventurers. At the very least, they should be familiar with their likenesses. The following combatants enter the fray:

- Three **githyanki warriors**, (speed 39 ft.)
- A **githyanki knight** (speed equals 42 ft.)
- A **githyanki gish** whose speed equals 48 ft. on the Astral Plane. On its first turn, it casts *haste* on the knight.

Map. Refer to *The Wreck of the Wight's Shadow* map above, courtesy of Dyson Logos.

THE BEASTLANDS

When the world's lines become crisp and sure again, you find yourself in a place of staggering heat. A thousand feet below sprawls a jungle—and at its edge is a reptilian beast with three, magnificent and bloodied horns. It stamps its massive paws in a dance of indignation.

Dust is everywhere, choking your lungs and impairing your vision. Waving a hand, you look away from the cliff—and out from the cloud comes a scaled behemoth whose roar shakes the very ground—and on its back rides Halaster himself. With a mad cackle, he shouts, "Eat your heart out, Steven Spielberg!"

Halaster has delivered the party to the fabled Beastlands, a savage realm of unchecked nature. They appear on a cliff a thousand feet above a jungle.

Beasts. The party finds itself in the middle of an epic struggle between a **tyrannosaurus rex** and a **triceratops**. An opportunistic **quetzalcoatlus** strafes the adventurers, at first attempting to grapple the weakest among them and fly out; if a creature falls, they take 20d6 bludgeoning damage as they crash into the jungle below.

Halaster is, of course, riding the T-Rex, although the beast isn't too happy about it. The two dinosaurs ignore each other to attack these sudden interlopers, perceiving them as threats.

Planar Effect. While on this plane, the adventurers must contend with these two planar effects:

- Characters have advantage on Wisdom (Animal Handling), Wisdom (Perception), and Wisdom (Survival) checks.
- Whenever a visitor slays a beast native to the plane, the slayer must succeed on a DC 10 Charisma saving throw or become transformed (as in the *polymorph* spell) into the type of beast that was slain. In this form, the creature retains its intelligence and ability to speak. After each long rest, the polymorphed creature can repeat the saving throw. On a success, the creature returns to its true form. After three failures, the transformation can only be undone by a *remove curse* spell or similar magic.

GEHENNA

Your stomach reels as reality shifts. Halaster deposits you into the dismal ruins of what only could have been a temple or courthouse. Smog has choked all color from the sky, whose sole clouds are floating chunks of earth. Volcanos burn in the distance and the dead land is pock-marked with craters. This is a scabrous realm, indeed.

"Uh," says a telepathic voice, "Can I help you?"

You look and see a grotesque fiend attending to three others at a stone dais in the ruins. Its massive left arm bulges with muscle and in its atrophied right, it holds documents whose script make your head spin. You're well-acquainted with yugoloths by now, but never have you seen one like *this*.

The fiend grimaces at you, and its voice chimes again: "Look, we're in the middle of hashing out a contract, so..."

Suddenly, the Mad Mage appears—and the fiend sighs. "Oh, it's *you*. What now, Mr. Blackcloak?"

Halaster rips a coinurse from his robe and tosses it at the fiends' feet. "There's more where that came from! Kill these fools!"

Immediately, the three yugoloths across the dais spring into action: two insectoid fiends wielding tridents, and some faceless, quadrupedal horror whose rotund mouth is lined with fangs. It opens that circular maw and out spills a serrated tongue that can be no less than thirty feet in length.

The fiendish attorney—a redundant description as ever—sighs. "Well, Mr. Blackcloak, I will take no part in your chicanery. If you will excuse me..."

Counting on the fiends' greed, Halaster has brought the party to Gehenna, the infernal realm of yugoloths. The lawyer-fiend, a yagnaloth named Hiynis, is the Mad Mage's usual broker for infernal contracts. It comes as no surprise when Hiynis refuses to partake in the violence—and if Halaster were to die, it would be one less headache for the yugoloth. Unfortunately, it is bound by a contract to never harm Halaster—but the other three fiends aren't.

Yugoloths. The gathered fiends consist of a **yagnaloth** finishing up a contract concerning the **canoloth** and the two **mezzoloths** who have been hired by a hedge-wizard with a grudge. Under no circumstance does the yagnaloth fight; therefore, its statistics aren't included in Appendix B. However, the others do initially side with Halaster. They use these tactics:

- The first mezzoloth enshrouds itself in a *darkness* spell that its fellow fiends utilize to their advantage; thanks to their blind- and truesight, they're unhindered by the spell.
- The canoloth makes a Tongue attack against a target within 30 ft. and follows up with its claws.
- The second mezzoloth tears into the first victim grappled by the canoloth's tongue.

Planar Effect. The plane's cruel nature makes it difficult for visitors to help one another. Whenever a visitor casts a spell with a beneficial effect, including a spell that restores hit points or removes a condition, the caster must first make a DC 10 Charisma saving throw. On a failed save, the spell fails, the spell slot is expended, and the action is wasted.

Bidding War. Halaster bribes the yugoloths with 500 gp (50 platinum coins in a pouch). The party can attempt to win over the yugoloths by overbidding Halaster. To throw money on the ground requires no action. Halaster has a total of 1500 gp on him for the purpose of this encounter.

Earthquake. Once during this encounter, an earthquake rips through the ruins, turning it into difficult terrain for the next minute. Every creature in contact with the ground that is concentrating must make a DC 15 Constitution save. On a failure, the creature's concentration is broken. Additionally, each creature on the ground must make a DC 15 Dexterity saving throw or be knocked prone.

MECHANUS

The Mad Mage utters a scornful word. The world around you blurs yet again, this time replaced by bronze gears the size of grown drakes. It's as if you were standing in the guts of some clockwork behemoths. Shafts of light fall through uniformly distributed windows. Mechanical workers stand at the assembly line, assembling intricate clockwork pieces together—all at the same rhythm.

As you collect yourselves, a clarion alarm blares across what you can only call a factory. A feminine voice shrills, "Intruders! Intruders! Guest permits undetected! Eliminate immediately! Good day!"

"Oh, right," Halaster says. He digs into his pocket for a little brass badge embedded with a cog. He affixes it to his lapel just as the constructs converge upon you. "Yeah, get 'em, boys!" he shouts, promptly turning tail and fleeing into a tunnel leading down the assembly line.

Halaster has chosen a modron factory as the next site of the adventurers' battle. Intruders are to be put to death—and if the party doesn't like it, they should've read the numerous warning signs posted outside. Halaster alone has the guest permit—a badge he awkwardly affixes to his lapel—and that affords him protection from the constructs.

Constructs. Hundreds of modrons are at work, but only a few involve themselves in combat: a **pentadron**, three **quadrones**, and two **tridrones**. They are, admittedly, no match for the party, but they can't help but obey their security protocols.

Planar Effect. While on Mechanus, creatures always use the average damage result for attacks and spells. For example, an attack that normally deals 1d10+5 damage always deals 10 damage.

Guest Badge. A character wearing a guest badge is considered to be an ally by the constructs. To snatch it from Halaster's lapel requires a DC 16 Dexterity (Sleight of Hand) check made as a bonus action.

Assembly Line. The assembly line is a 5-foot-wide, 60-foot-long tunnel. Windows exist here and there for modron workers to reach in and perform their work. Creatures on the assembly line have half-cover, thanks to the low ceiling, and the moving pistons and gears.

Down the Line. On his first turn, while the party is accosted by modrons, Halaster hops onto the assembly line, which leads into the next chamber. The party must give pursuit, chasing him through a gauntlet of lethal machines and contraptions.

Lethal Machines. The combatants must face each of the following traps in order, each of which are 10 ft. apart from one another. Having practiced this run time and again, Halaster automatically succeeds on his saving throws.

- A *cloud of daggers* spell shaves off loose metal from the product. Creatures, including Halaster, automatically take 4d4 slashing damage when passing through the area.
- A buzzsaw swings down to cleave products. A Medium or larger creature that passes through must succeed on a DC 15 Dexterity saving throw or take 4d10 slashing damage.
- An angry modron attacks the trespassers (except to whomever is wearing the guest badge), making a melee attack (+5 to hit, 5 bludgeoning damage).
- Two metallic pads crush product into the correct shape. A creature can make a DC 14 Intelligence check as an action to time their jump through the machine. On a success, they take no damage. If they don't time their jump perfectly, they must make a DC 15 Strength save or take 3d10 bludgeoning damage, or half as much on a success.
- A pipe spits fire to make metal more malleable. A creature on the line must make a DC 13 Dexterity saving throw or take 2d8 fire damage, or half as much on a success.

End of the Line. Once Halaster reaches the end of the assembly line, he fires off at the adventurers. If two or more of them reach him, he *plane shifts* the party to the next encounter.

THE PLANE OF AIR

Amidst your battle, Halaster does the most curious thing: he stuffs his ears with wax. He shouts, "I'm half-deaf and this one always gets me!"

Before you can even voice your frustration, the walls of this world disappear, replaced by an endless sky and the thunderous howls of wind. There is no ground, none that you can see—only ceaseless vistas of air pocked by adventurous clouds. As you and the Mad Mage hurtle in a free fall, you see far below you a titanic thunderstorm veined with lightning.

Halaster has chosen the Plane of Air as the next stage of his battle—but he's neglected to fight on any of the flying citadels that pepper the realm. Instead, he and the party are in free fall, hurtling towards a massive storm below.

Falling. All characters begin the encounter falling. Follow these guidelines for a simple encounter:

- All characters start at the same height. Until a creature does anything to affect its falling speed or grant it a flying speed (such as by *feather fall*, *fly* or similar magic), assume all the combatants are at the same height and falling together.
- Per *Xanathar's Guide to Everything*, when a falling creature starts its turn, it instantly descends 500 ft. Per the point above, until someone *isn't* falling at the same rate, just assume that all the characters are falling together, regardless of whose turn it is. Once a character does fly or alter their falling rate, you must bust out this turn order rule.
- To move horizontally, a falling creature must point their body at an angle to fall diagonally. At most, they can travel 30 ft. horizontally in one turn.

The Ceaseless Storm. Seven hundred feet below, a miles-wide storm rages. Thus, combatants that do not alter their rate of free fall, or have a flying speed, are expected to plunge into it next round. Whenever a character starts its turn in the storm, roll a d20 to determine the effects its subjected to and consult the Plane of Air: Ceaseless Storm Effects table.

Halaster's Tactics. On this plane, Halaster makes great use of his *fly* spell to avoid plummeting into the storm below.

PLANE OF AIR: CEASELESS STORM EFFECTS

d20	Effect
1	You are struck by lightning and must succeed on a DC 17 Constitution save or take 6d10 lightning damage, or half as much on a success.
2-5	You are battered by violent winds and must succeed on a DC 15 Dexterity saving throw or take 4d6 bludgeoning damage.
6-8	A thunderclap explodes nearby. You must succeed on a DC 15 Constitution saving throw or take 3d8 thunder damage, or half as much on a success. If you were concentrating on a spell, the spell ends if you fail the saving throw. Deaf creatures are unaffected.
9-12	An air elemental makes a single Slam attack against you: +8 to hit, 2d8+5 bludgeoning damage. It slips away before it can be retaliated against.
13	Gravitational forces render you unconscious until the start of your next turn or until you take damage.
14-19	You are blown 10d10 ft. in a random direction.
20	You are miraculously unharmed by the storm.

THE PLANE OF EARTH

The mortal body is truly an innovative machine capable of feats of alacrity that the mind could never achieve. When the lines of the last world blur and the next ones sharpen, you find yourself on a cliffside overlooking a vast vista of mountains and hills fashioned from geodes. The air reeks of sulfur; lava lazily seeps down from above. Your hands are already clinging to the cliffside, finding loose purchase. The instinct that drives you could clearly tell what was up—and what was down—long before your mind could even comprehend the peril here.

A sharp whistle directs your gaze upward: Halaster. He clings to the cliff just as well, but draws from his robes a brown, silver and gray-striped potion. He imbibes it with a grimace. Envigored, the Mad Mage begins to climb.

Halaster *plane shifts* the party to a rocky cliffside in the Furnace, the border-mountains between the Plane of Earth and the Plane of Fire. Thirty feet above the Mad Mage yawns a cave that overlooks this glittery realm. The adventurers have a vertical battle ahead, as Halaster is empowered by a *potion of climbing* that eases his progress. The nearest adventurer begins 40 ft. below him.

Starting Positions. The adventurers are distributed randomly across the cliff face, with the closest one being 30 ft. away from Halaster.

Hazards. The combatants must contend with these hazards while on the Plane of Earth:

- The characters begin 1700 ft. above the ground. If a character falls, they instantly fall 500 ft. At the start of their next turn, they fall the remaining distance and take 1d6 bludgeoning damage per ten feet fallen when they hit a solid surface, up to 20d6 bludgeoning damage.
- A character unaided by magic or unequipped with a climbing kit must make a DC 15 Strength (Athletics) check to climb the cliffside. Characters require both hands to climb, but can cling to the cliffside with one hand if they succeed on a DC 10 Strength (Athletics) check.

- Once during the encounter, the cliffside rumbles and a tide of lava spews out from a nearby fissure, basking the adventurers in scalding heat. Each character on the cliffside must make a DC 14 Constitution saving throw. On a failure, they take 16 (3d10) fire damage. On a success, they take half damage.

Halaster's Spells. If Halaster intends to visit this plane, he prepares *earthbind*, *erupting earth* and *feather fall* instead of *arcane lock*, *knock* and *silent image*, respectively.

Halaster's Gear. To prepare for this venture, the Mad Mage brings along a *potion of climbing*, which grants him a climbing speed of 30 ft. and advantage on Strength (Athletics) checks made to climb.

Revenge of the Dao. Halaster has made a grave mistake coming here. If it was freed from its prison on Level 19, Jarûk, the **dao**, appears to exact its revenge on Halaster. The moment it sensed him, the genie used a *wish* spell to appear nearby. Halaster uses a Legendary Action after the genie's turn to *plane shift* him and the party to the next realm.

THE PLANE OF FIRE

Halaster offers you a wan smile and shouts, "I hope you packed for a beach trip!" He snaps his fingers and the world becomes fire. It burns everywhere. The air is stagnant and searing; you swallow cinders with every breath. A river of lava rages below the ruined remains of a temple now connected to the distant cliffs only by rickety bridges made of some fire-resistant wood. Spires of earth jut from the magma, as if to condemn the swollen sun that hangs in the sky.

This isn't Hell; Hell could never burn so fiercely. There is but one place in all of Creation that can foster such heat—the Plane of Fire.

Halaster mounts his next battle at a ruined temple on the scorching Cinder Wastes of the Plane of Fire. A river of boiling lava rages below—a fiery maw that can consume even the mightiest heroes.

Map. Refer to the *Pillars of the Temple Rains* map below. A river of lava churns below the rocky cliffs and outcroppings. The adventurers start between the two bridges; Halaster starts on the platform marked "C."

Pillars. If they lack a flying speed, creatures must leap across pillars to reach Halaster. Remember, the distance a creature can jump is equal to their Strength score if they run at least 10 ft. first.

- The gap between Areas A & B is 19 ft. across
- The gap between Areas B & C is 23 ft. across

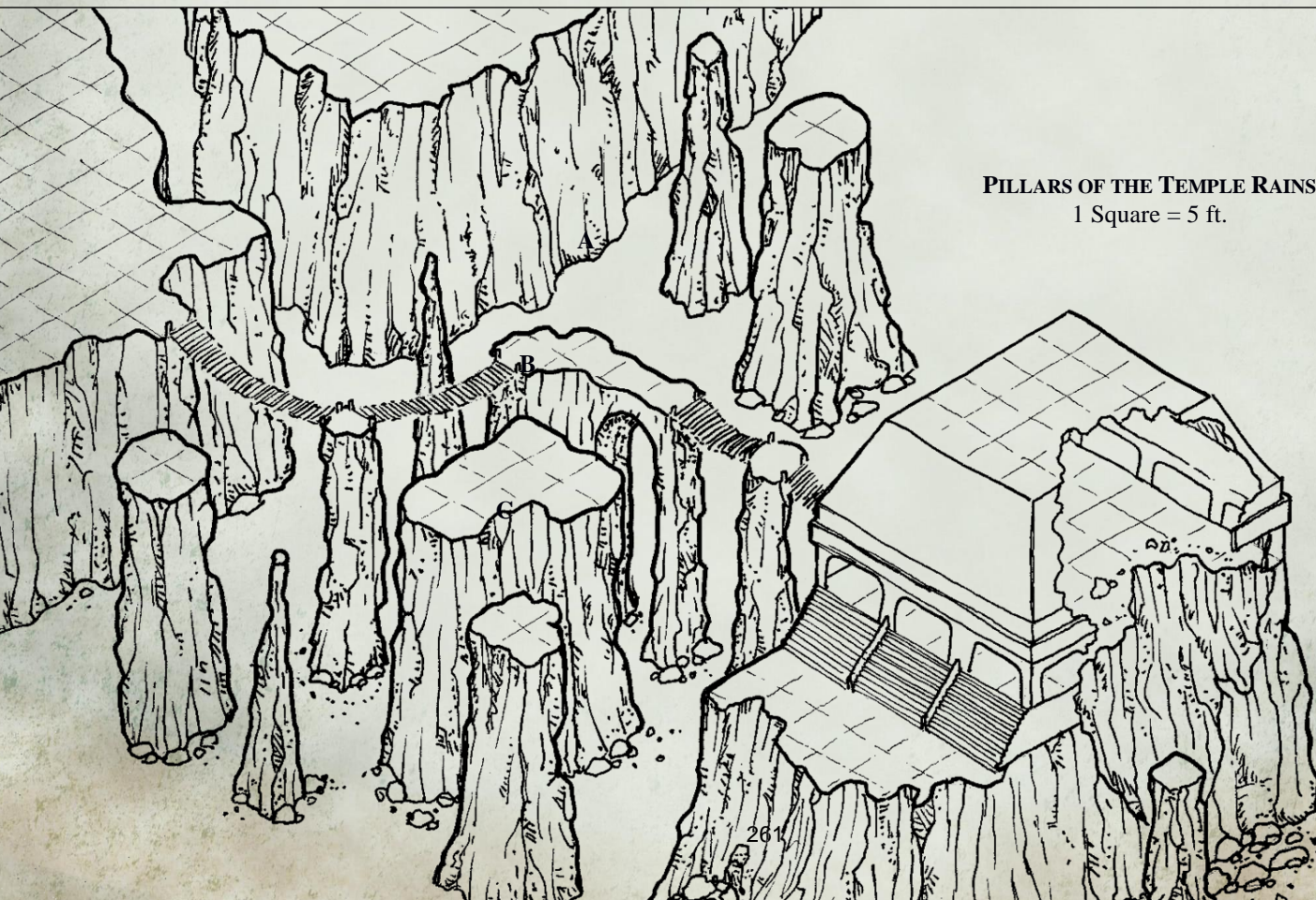
Hazard. Lava rages 100 ft. below. A creature that falls into it takes 35 (10d6) bludgeoning damage (because lava is much denser than a normal person, it's effectively a solid surface). Additionally, they take 55 (10d10) fire damage when they enter the lava the first time or start their turn there.

Natives. While here, 1d4+2 **living burning hands** accost the adventurers, coming in on a fiery wind.

Halaster's Spells. If Halaster intends to visit this plane, he prepares *feather fall* instead of *arcane lock*.

Halaster's Tactics. Halaster employs the following tactics in this encounter:

- Halaster begins in Area C, as marked on the map, and hurls spells at the party, such as *fire bolt* and *fireball*.
- If he falls, Halaster casts *feather fall*, then uses a Legendary Action to cast *fly* (which he can cast once per day without expending a spell slot) or even just *plane shifts* the party to the next plane.
- Although his *blast scepter* provides resistance to fire damage, Halaster has no intention of getting a face full of magma. That would just ruin his day.



PILLARS OF THE TEMPLE RAINS

1 Square = 5 ft.

THE PLANE OF WATER

"I hope you've got your floaties!" Halaster shouts, waving his hands in a swimming gesture. Before you can even raise an eyebrow, the world warbles, and cold, bitter water rushes in. The depths of the sea lay out before you and the sun is nothing more than a distant pinprick wavering high above you. The salt is sharp on your lips as water pushes its way towards your lungs.

The Plane of Water welcomes every treasure it can come by—and Halaster has delivered himself and the party into its clutches. It comes as no surprise that the party will have to exercise restraint when dealing with Halaster, if he's the sole means of them escaping this watery realm.

Hazard. The adventurers did not have time to suck in a breath before being plane shifted; therefore, each character has only a number of rounds equal to its Constitution modifier (minimum of 1 round) before it suffocates. At the start of that next turn, it drops to 0 hit points and is dying.

Contingency. If you intend to use this encounter, Halaster cast a *contingency* spell on himself several days ago. The contingent spell, *polymorph*, activates when Halaster is submerged in water, turning him into a **giant shark**, as described below. He loses no spell slots for this, having spent them days ago when he first cast *contingency*. Be aware that a spellcaster can only be under one *contingency* spell at a time; using it for this encounter removes it from others.

Alternatively, he chose *water breathing* as his contingent spell, rather than *polymorph*.

Halaster's Tactics. Halaster *polymorphs* himself into a **giant shark** for this encounter, either on his first turn, or immediately if he used a *contingency* spell for it. Once his hit points are depleted, he *plane shifts* the party after his next turn. If any of his foes have *power word kill* at their disposal, Halaster *does not* ever cast *polymorph*; instead he relies on a *chain lightning* spell and the like—if he even brings them to this plane at all.

Revenge of the Marid. Halaster has made a grave mistake coming here. If it was freed from its prison on Level 19, Ichthyglug, the **marid**, appears to exact its revenge on Halaster. The moment it sensed him, the genie used a *wish* spell to appear nearby. Halaster uses a Legendary Action after the genie's turn to *plane shift* him and the party to the next realm.

SNAKES AND PORTALS

You find yourself in a flat, dreary realm whose distant plains are wreathed in shadow. All you can make out is a checkered floor of black and white tiles. Above every tile floats an ephemeral number, some red, some gold, but most just white.

Clearly this is a trap lain by the Mad Mage—and when you move to act, you find your legs petrified into stone. All of you are crowded on a tile above which floats the number "1." You're paralyzed!

Suddenly the Mad Mage winks into existence. He shares with you a sheepish glance and says, "Well. The host might eat last but he plays first." He produces a six-sided die and rolls it into the air and takes a number of lanky steps out onto the board. Still smiling, Halaster rolls twice more, putting more distance from you. "Forgive me!" he shouts, "But it's a house rule!"

SNAKES AND PORTALS DIAGRAM

100	99	98	97	96	95	94	93	92	91
81	82	83	84	85	86	87	88	89	90
80	79	78	77	76	75	74	73	72	71
61	62	63	64	65	66	67	68	69	70
60	59	58	57	56	55	54	53	52	51
41	42	43	44	45	46	47	48	49	50
40	39	38	37	36	35	34	33	32	31
21	22	23	24	25	26	27	28	29	30
20	19	18	17	16	15	14	13	12	11
1	2	3	4	5	6	7	8	9	10

Halaster escapes to a demiplane whose checkered floor is an area of 10x10 tiles. Every tile is a 5-foot-square and above each one floats an intangible but glowing number, which number from 1-100. The numbers are either red, white, or gold.

This encounter is, of course, just the classic boardgame, *Snakes and Ladders* ported into *D&D*. When the *Companion's* author—that's me—brainstormed encounter ideas, he found an old *Snakes and Ladders* worksheet in his teaching bag. "If it was good enough for 3rd-graders," he said, "it's good enough for this." The encounter follows the rules below:

- When the characters first awaken in the demiplane, their legs are petrified. For the remainder of this encounter, their speed is effectively 0. Roll initiative to determine turn order.
- At the start of a character's turn, they find a six-sided die in their hand, which they can roll, after which their legs are restored to their usual fleshy goodness. Roll a d6 to determine how many squares forward the character can move. At the end of their turn, their legs are petrified once again.
- Characters must move forward at the start of their turn; they cannot move backward or stay still.
- A character can use actions and bonus actions within the demiplane, but not reactions. Spells that affect their movement or would thwart the petrification of their legs fail. The Dash action likewise does nothing.
- All ranged attacks, including for spells, have a reduced range of 20 ft. Melee attacks can only be made against creatures in adjacent squares; melee attacks made with a weapon with the reach property can hit a creature up to 10 ft. away.
- Halaster's placement on the board is determined before the party can act. He rolls three times to determine his placement but must then abide by his initiative for later turns. Each turn, he can reroll his die once but must use the new result.
- Several tiles are trapped, as marked with a red number (and with a snake above). When someone lands on this number, a massive snake appears, swallowing them whole and inflicting 5 (1d6+2) piercing damage and an additional 10 (3d6) acid damage. That character is then deposited elsewhere on the map. See the *Snakes and Portals* diagram for details.

- Several tiles host portals that will spirit the character ahead on the board. These tiles are marked with golden numbers. When a character lands on the tile, the number transforms into a portal which the character can choose to take. The portal's destination is clearly marked: its linked tile's number morphs into a portal. See the *Snakes and Portals* diagram for details.
- At the end of the first round, a wall of acid begins to fill the board, starting at 0. At the end of the second round, roll a d6 for the acid, which follows the same path across the board that the characters do. A creature that starts its turn in acid takes 14 (4d6) acid damage.
- If Halaster is reduced to half his hit points or less, he abandons the demiplane, ostensibly cheating his way across the board. Thereafter, the adventurers must outrun the wall of acid.
- Once a character reaches tile #100, they are safe from acid and can leave the demiplane if they so wish.
- If the party attempts to take a rest in the demiplane, likely on tile #100, Halaster kicks them out.

THIRD TIMES THE CHARM

Ultimate encounter, counts as three encounters

Under this variant, you really lean into how anti-climactic the showdown with Halaster is in *DotMM*. You can still have a penultimate encounter, but otherwise, run Area 33 as written: the party have to face the **empyrean** Nalkara and then the Mad Mage himself. He should fall easily enough—so easily that your players will probably complain, "That's it?"

Halaster returns to fight the party, but only 1d10 days later, per his Rejuvenation trait. Sometime later, he teleports the party back into the dungeon. The adventurers are likely to be commanding their full resources—but that's fine, because he's is meant to lose again anyway.

ROUND 1: THE ANTICLIMAX

When the party first reaches Halaster, run the encounter exactly as it is in *DotMM*: a battle with an **empyrean** followed by a lackluster fight with a wizard that made no preparations for this inevitable conflict. He follows his normal tactics but lacks a *contingency* spell, potions, and minions. His tower collapses as normal when he's slain.

ROUND 2: SEETHING VENGEANCE

Halaster resurrects 1d10 days later and *wishes* them back into Undermountain. With his tower destroyed, he summons them to L15, A16—atop the spectral bridge that spans Netherskull's smoldering chasm. From Area 17 Halaster hurls his spells while his minions advance from both ends of the bridge.

Map. For this encounter, you must prepare the map of L15.

Starting Position. The adventurers begin 40 ft. from Area 9—as Halaster *wants* them to head north and trigger the fireball trap (see below).

Chasm Hazards. Keep these in mind for the battle:

- Although the spectral bridge normally becomes insubstantial when a magic item is within 10 feet of it, Halaster's death has broken that nasty condition.
- Spells and magic items that grant flight are suppressed in the chasm. A character that enters under a *fly* spell or similar magic instead goes hurtling into the lava. Spells that slow one's fall, such as *feather fall*, function normally.
- Per Area 16, whenever a creature on the bridge crosses the midpoint of the span, there's a 25% chance that the lava pool spouts a *fireball* (save DC 19, 12d6 fire damage on a failure or half as much on a success) that explodes at a point centered on that creature.
- The lava is 30 ft. below the bridge. Because lava is denser than most creatures, a character that falls onto the lava takes 3d10 bludgeoning damage, plus the 10d10 fire damage for entering or starting its turn there.
- The chasm walls are sloped and have abundant handholds, which can be climbed with a successful DC 10 Strength (Athletics) check. On a check that fails by 5 or more, the creature slips and falls into the lava.

Aerial Minions. The following minions fly above the chasm; because their flight is not granted by a spell or magic item, they do not plummet into the fiery depths below.

- Two **flameskulls** hover above the chasm, 15 ft. above and away from the bridge, one to the east, the other to the west.
- Up to five **magma mephits** kamikaze the adventurers (see their Death Burst trait) but only after getting their money's worth on *heat metal* spells and Fire Breath attacks.

Northern Minions. These minions hold the line for Halaster as he hurls his spells at the adventurers:

- Four **azers**, whose sole directive is to stall the adventurers from reaching Halaster. If moving does not provoke attacks of opportunity from the party, they move back and forth along the bridge, trying to trigger the fireball trap. The first pair starts the battle 20 ft. from Area 17; the other pair wait at the foot of the bridge, ready to advance if necessary.
- A **fire elemental** that can safely move through the azers' space without harming them (see its Fire Form trait). It attempts to move through every adventurers' space to set them aflame.

Southern Minions. These minions are meant to push the adventurers northward to Halaster and stop them from escaping to the south.

- A **fire giant** lumbers up from the south, aiming to pressure the adventurers into heading north so that they might activate the fireball trap on the bridge. If she was not slain, this giant is Emberosa from Level 14; otherwise, the giant is the sole survivor of the adventurers' rampage and Halaster's wrath.
- Four constructs carved in the likeness of Halaster pepper the adventurers with arrows from Area 9. They are **archers** but count as constructs, and have immunity to both psychic and poison damage, as well as the poisoned condition. Should the party storm Area 9, one of the constructs opens the double door (see Area 9, Level 15), activating a random elder rune that affects all creatures in the room. If Halaster's rune is drawn, the pillars also emit a *prismatic spray* (DC 22) that targets all creatures within Area 9.

Halaster's Tactics. The Mad Mage employs these tactics, in addition to his normal ones:

- Halaster opens up with a *chain lightning* spell that should teach the adventurers just how very badly they've screwed up.
- Halaster has prepared *feather fall* and *investiture of flame* (see XGE) instead of *arcane lock* and *knock*.
- If he has it prepared and isn't concentrating on another spell, Halaster drops a *cloud of daggers* to shore up a 5-foot-area, should one of his northern minions die.
- As a last resort, Halaster attempts to destroy the bridge with a *dispel magic* spell, cast via a Legendary Action. He adds a +7 bonus to his ability check and must succeed on a DC 18.

Victory. Should Halaster be defeated, the party will find no further traps to harry them. However, if the **death tyrant** Netherskull is not already dead, it may strike as they make their way out of Level 15.

Repeat Ad Nauseum. If you'd like to insert more battles with Halaster into your story without actually using precious in-game time for it, narrate that over the course of the next several weeks or months, the party is just repeatedly conjured by Halaster for battle after battle. Often he conjures them to the dark depths of Undermountain, but he also ambushes them on the surface: at their inn, while they're getting a haircut, at a carnival in which he challenges them to a ring toss, and more. No matter what, it seems they cannot escape his shadow. Each time, they emerge victorious; each time the Mad Mage returns, more frenzied than the last—until there comes a period in which he does not bother them. That's when you begin Round 3, the final encounter, below.

ROUND 3: MAXIMUM INSANITY

Like a scorned toddler, Halaster has deigned to take out his fetal rage on the entire world—by knocking Stardock out of orbit and crashing it into Waterdeep. There upon the asteroid's craggy surface, the party must defeat Halaster to spare the world an extinction level event.

Jhesiyra's Intervention. Unlike Round 2, it isn't Halaster who conjures the adventurers, but Jhesiyra herself. Although she is no saint, she cannot abide the Mad Mage's lunacy any longer—especially since the asteroid is aimed at Waterdeep itself and will destroy most of Undermountain.

Halaster's "Plan." The Mad Mage has lost himself to insanity. He would rather destroy his toys than let others play with them. Alas, he cannot crash an asteroid on his own and required additional magi. Eager to see this carnage wrought upon the world, fiends of all stripes have volunteered for this effort. These co-conspirators care little for their own self-destruction, for they shall return to the Lower Planes where they will be lauded as heroes. Even Halaster is unconcerned, as he's *certain* the Knot in the Weave will survive to resurrect him in the collapsed remains of Undermountain.

Stardock Inhabitants. Halaster neglected to tell the dragons and githyanki of his plans, but they've discovered them anyway. His fiendish army proved too much to handle, and so they fled through the gateway leading to the Crystal Labyrinth and hopped into the pits that empty out into the Astral Plane.

Map. This encounter requires the Level 16 map.

1. THE END IS NIGH

When Jhesiyra conjures the adventurers, they begin in Area 19A, which is strangely empty. Noises—almost religious in nature—can be heard from Area 20. Read the following:

Once again, you've been ripped away from your well-earned rest. It does not surprise you that the Mad Mage lives again—but what does surprise you is the tone of this most recent kidnapping. There's a distinct lack of... chicanery. A reek of desperation hangs heavy in the air, heavy in your mind. The chamber you stand in is familiar—and you realize that you aren't on Toril anymore, but back on the orbiting asteroid you visited long ago. Inertia rocks the asteroid and your stomach.

It's while you're holding onto your lunch that a voice visits your mind. It whispers, "The Mad Mage! His fetal rage will cost the very world! He's knocked the asteroid from orbit and is aiming it at Waterdeep! At Toril itself! Murder is the only solution left to us! Go, go now! *GO!*"

The doors fly open, revealing the swollen mass of the blue planet below—and it's getting closer. At the docks, Halaster Blackcloak watches, his arms spread out as if to embrace this wanton destruction. Countless creatures so horrid that they can only hail from the deepest of Hells crawl along the docks, supplicating themselves in worship of the imminent destruction and perhaps even Halaster himself.

A throng of fiends stand between the adventurers and Halaster, described below, but only a few involve themselves in combat; the others must give their lives to propel the asteroid. The Mad Mage stays until the adventurers cut a path to him, after which he simply steps off the dock and winds up on the inverted side of the asteroid's gravity plane. He then runs onto Stardock's bottom, where other fiends continue their diabolical ritual.

Fiends. Devils, all giddy with excitement, inhabit Area 20 and protect Halaster at all costs: an **ice devil**, two **bearded devils**, four **spined devils**, and a **blue abishai**. They employ the following tactics:

- The ice devil engages the adventurers in melee combat but it first raises a wall of ice to protect Halaster, closing off the southeastern dock.
- The spined devils rain tail spines from above.
- The two bearded devils rush the intruders.
- On its first turn, the blue abishai casts *greater invisibility* and launches into the air. On its second turn, it unleashes a *chain lightning* spell and a *cone of cold* on the third.

Halaster's Tactics. Halaster spends this encounter layering defensive spells on himself. He already has *mage armor* and *mind blank*. His first turn is spent casting *fire shield* and his first Legendary Action is used to cast *mirror image*, if he has it prepared. He flees after two rounds or when a foe reaches him.

Halaster's Rebuttal. When the party confronts Halaster, read the following:

Halaster turns around slowly as the asteroid enters Toril's fiery atmosphere. If he's surprised to see you, he doesn't let it show. He shouts, "Sometimes, my friends, the only way to win the game is not to play! This time, the only way is to throw it all out: the game, the baby, the bathwater! All of it! Lest we find ourselves trapped in this endless cycle of duels and death, until at last I triumph over you! But that would be madness! *That* would be mad!"

The Mad Mage raises his arms to welcome this destruction. He looks like a doomsday prophet that has graduated into becoming the very messiah whose fiery arrival he foretold.

2. CHASING MADNESS

Chasing after the Mad Mage, you step off the docks and let gravity reverse itself. What you see on the asteroid's underbelly can be described only as a Golgotha strewn with the tattered corpses of creatures so hellish, not even the most astute demonologists could categorize them. One behemoth towers above them all: a two-headed demon whose whip rains black blood. Its wolf head snarls at you and its ophidian counterpart declares, "In the name of Demogorgon, this world must burn!"

A frail figure clammers onto the demon's shoulder: Halaster. He shouts, "Don't worry! There's plenty more where that one comes from! Whole universe is full of 'em!"

On Stardock's underbelly, a horde of demons have just finished slaughtering each other, for every death is a well of power that Halaster can draw on to propel the asteroid. Only one demon has emerged from this bloody and gratifying conflict: a **molydeus** (see *MToF* for lore) upon whose shoulder rides the Mad Mage. The demon's infernal weapon is a whip, signifying its service to Demogorgon, the Prince of Demons. Wounded in its bloody conflict, it has only 140 remaining hit points.

Halaster's Tactics. After his first turn, Halaster uses a Legendary Action to cast *fly* and flees to the top-side of Stardock. If he is reduced to 101 or fewer hit points, he leaves at the next available opportunity.

3. INSANE IN THE MEMBRANE

Fiendish corpses litter the asteroid, all aglow in the light of Halaster's personal rune. It takes little effort to understand that their lives, temporary as they are, were expended to propel this asteroid into the unsuspecting world below. Flames lick at an invisible dome of force surrounding the asteroid, preventing it from burning up in the atmosphere. A coastline rushes in to meet you, and with a sickening clarity, you recognize it as the Sword Coast.

You hear nothing but the screams perpetuating themselves in your mind, perhaps planted there by the Mad Mage... perhaps not. Over the asteroid's curvature you run, until you see him there, waiting for you. At his side are two yugoloths: a vulpine creature clutching a glowing tome, and a green-skinned brute fondling a bloodied greataxe.

"You should've known!" comes the Mad Mage's voice, flung out like uncaring dice across a tabletop. "You should've known I am nothing more than a sore loser! A sore loser armed with more and better spellcraft than any mortal that has ever walked these planes! Can you think of no better end than this?"

With his fortune expended on this ridiculous effort, the Mad Mage has had to go on credit with his most favorite retinuees: yugoloths. Too many, however, are wise to his tricks and only his chief-most confidants, both of whom have also fallen prey to the seductive influence of the Knot in the Weave, have decided to join him: an **arcanaloth** and a **nycaloth**. If they were not slain, the former is the headmaster of Dweomercore; the latter is Raxxus, the executioner of Fazrian the planetar.

Tactics. The yugoloths employ these tactics:

- The nycaloth is already under a spell of *mirror image*. On its first turn, it teleports into the fray to strike at the weakest foes and continues to harry them until they reach Halaster. It does not land, but instead strafes its targets.
- Should a creature come under a powerful or necessary spell (such as *fly*, to keep after Halaster), the nycaloth flies over and casts *dispel magic*.
- The arcanaloth has already used its 8th-level spell slot to cast *mind blank* on itself. It reserves its reaction for *counterspelling* any *counterspells* used on Halaster or itself. It opens up with a *chain lightning* spell and uses a *finger of death* spell to finish off a weakened foe.

Halaster's Tactics. Halaster has already cast *fly* upon himself and devotes his concentration to it. Use his general tactics thereafter. He fights to the death, believing that the Knot in the Weave can and will ensure his resurrection.

JHESIYRA'S SACRIFICE

If Halaster is slain, his hold over Stardock vanishes. Jhesiyra imposes all her will on it and causes it to explode within the atmosphere, sparing countless lives—at the cost of her own. Her last breath is also spent spiriting the adventurers back to Waterdeep where they can see the asteroid shatter.

Permadeath. Despite believing otherwise, Halaster cannot be resurrected outside Undermountain. Not even the Knot in the Weave can extend its influence into the upper atmosphere, let alone outer space.

TIME IS A WHEEL

Within this encounter, Halaster leads the adventurers back to Level 1, Area 27, the Hidden Demiplane he may have first met them in so long ago. As they will discover, the rift they chased him through crossed not only space, but time itself. They have turned back the clock to that fateful day they met Halaster.

If your party didn't visit that location, or they first met Halaster elsewhere, you can still reshape these events to better fit your story. So long as a past- and present-Halaster faces the adventurers, you're golden.

This encounter is a lesson in the dangers of chronomancy, as the adventurers will soon learn. Read the following when the adventurers follow Halaster:

Through the rift you go, hungry to strike down that flippant, fleeing wizard. Where you emerge is a gray and gloomy realm you've seen before: a demiplane where you first met the Mad Mage. And there he is, lounging on his plush chair, reading a novel. A freestanding wall holds a portrait of Halaster, which seems to grin crazily at you.

The wizard looks from his tome and smiles. "Well, don't just stand—" His smile flattens, and his eyes take on a hard look. "Oh, it's *you*. You're not my problem yet. Take it up with this buffoon." The Mad Mage gestures to the portrait on the wall—which melts, becoming an empty frame. The pool of ichor that fell out forms itself back into the true Halaster Blackcloak. "Let's dance!" he shouts, brandishing his scepter!

When the adventurers arrive, the younger Halaster is already there, reading *The Adventurers of Huckleberry Sahuagin*. He seems unconcerned when a future version of himself storms in with a band of adventurers at his heels. The party can then resume their fight with Halaster, now that he's stepped out from his portrait.

Past-Halaster. If Halaster is bruised, he blackmails his past-self into helping him. This **Halaster Blackcloak** has all his hit points and spell slots, but only casts cantrips or *magic missile* (at any level). Only if he himself is in danger will he use his meaner spells.

When Present-Halaster solicits his past-self, read:

As you lay waste to the Mad Mage, his past-self jeers from his plush chair. "Yeah, you get him!"

On the heels of an arcane flourish, Present-Halaster snarls, "Get in here and help me, you daft fool!"

"Now why would I do that?"

"I know your every skeleton—enough dirt to fill a grave! I'll tell Tas all about the—"

Past-Halaster gasps, "You wouldn't!"

Present-Halaster shrugs, "Won't be me that has to deal with the fallout—you'll have already cleaned it up for me!"

Balling his fists, the past-Halaster grumbles, "Fine, you blackmailing-bastard, fine!"

PARTIES OF FUTURE PAST

Amidst your mythic battle, the Past-Halaster cocks his ear and demands, "Shhhh! I think I hear them!"

"Them?" shouts Present-Halaster. "Who?"

Past-Halaster gestures at you. "*Them!*"

"Oh god," Present-Halaster mumbles. He looks to you and says, "Quick! Hide! If your past-selves see you, it will destroy everything!"

Past-Halaster snorts. "No, it won't."

Present-Halaster grins sheepishly. "Okay, it won't, but it *will* scramble your brains—and I just can't handle the paperwork right now! The Chronomancer's Union's already on my ass!"

At the end of the first round of combat, the party's past-selves discover the Hidden Demiplane on Level 1 of Undermountain. The present-adventurers can't risk being seen by their past-selves, as it will inflict tremendous damage to their past-psyches—damage that ripples out to the present, harming them now in their battle with Halaster. When the past-adventurers enter the demiplane, read the following:

The Mad Mage squeals, "Eek!" and literally dives into the empty portrait on the freestanding wall. As if driven by animal instinct, you hide behind the furniture of this gloomy realm. A rift opens and familiar voices echo throughout the demiplane.

"Well," says Past-Halaster, "don't just stand there like a boob. Three questions of this lair you can ask; twice will the answer be true, and once false. And be quick about it—the show *must* go on!"

Good gods above, it's so eerie, so familiar, so hollow. Was the Mad Mage always referring to you in this moment when he said "the 'show' must go on?" Was he always just trying to hurry you along while, outside your periphery, future titans battled it out for the fate of Undermountain?

You can't help but nurse a need to see yourself, not as you are but as you were. That need grows and grows into an insatiable hunger that drives you towards the wall's edge. You inch forward until at last you can behold them—you. You, so naïve, so young and so unbroken, unaware to the horrors ahead and blind to the chains that have always been locked firmly around your neck. Time is a wheel, indeed.

Any character that doesn't take the Hide action and succeed on its DC 17 Dexterity (Stealth) check is glimpsed by their past-self while conversing with Past-Halaster. This sight is immensely traumatic. The past-self has no choice but to compartmentalize the trauma of seeing their future-self and kicks the can of that trauma down the road, inflicting 22 (4d10) psychic damage to the present-character. Thereafter, the present-character suddenly remembers that they *did* already see their future-self back then. Time has come full circle.

If a character currently in the party was not there when the original party first met Halaster here on Level 1, they've less to fear. They cannot be harmed, but *can* minorly harm their comrades that *were* there in the past. If the party met Brad the Bold on Level 10, weeks after meeting Halaster, but now see him in the past, the same trauma that would have occurred for being seen by a past-self echoes out again. This trauma inflicts 5 (1d10) psychic damage to others.

THIS IS THE SOUND OF THE POLICE

After hiding from their past-selves, the adventurers must listen to Past-Halaster give the same speech he gave to the party so long ago. Just after the past-party leaves, a golden rift opens up within the demiplane, out which steps a Timeline-Enforcer named Kolidas Anderius. He's been sent to arrest the Mad Mage for screwing around with chronomancy again. Kolidas is not human, only humanoid; in fact, his race is so utterly alien that a mortal of the Material Plane can't even recall what the mage looked like; they can only liken him to an "authority figure."

Read the following when Kolidas appears:

A rift of golden hues roars into existence and out steps a man—a creature—whose eyeless face mutes your very mind. It may as well be a grey, humanoid-shaped blob. All you can recall is that this authority figure flashes a brass badge.

"You've done it this time!" the authority shouts. "This is your third-strike, Halaster!"

"Kolidas?" shouts the Mad Mage.

"Anderius?" adds the past-Mad Mage.

"The very same!" agrees the present-Mad Mage.

"We warned you to stop screwing around with timelines, H.B.! The Chronomancer's Union has called you to court! Get in the rift. All of you—yes, *all of you*—are to face justice."

The Mad Magi squint at this alien officer of the time-court and one shouts at you, "Get him!"

The adventurers have the opportunity to side with the Halasters, lest they all be brought to face justice in the Chronomancer's Court. After a round of combat, Kolidas teleports through the rift, leaving them. If the adventurers pay Kolidas no heed, Halaster teleports out of the demiplane, waiting for the party in your next chosen encounter.

Kolidas has the statistics of a LE **archmage** with *slow* and *haste* prepared instead of *fly* and *identify*. He considers all parties guilty, including the adventurers, and stops at nothing to take them into custody. He won't aid the adventurers against Halaster. He flees when reduced to 25 hit points or less.

AREAS OF NOTE

The following areas are of note:

1. NO RETREAT

The Mad Mage's last gate flashes with violet energy, vomiting you out onto the cold, marble floor. There is a chill in the air, a miasma that drifts out from the now inactive gate. The sigil above has gone dark and Halaster's stony visage bears a lunatic's grin. Its eyes look towards a nearby statue of himself, his stony fingers curled into talons like the vulture he is.

Frescoes line the wall, each depicting the Mad Mage performing mundane tasks: stretching and yawning; juggling rods; sweeping the floor; making a grand escape from a straitjacket; doing handstands; and shadowboxing. His chicanery is on full display here—and you would expect nothing less in this mad wizard's lair.

There is no escape. You know that and it does not scare you. That truth dawns on you with little fanfare—and with it comes this realization: the day has come at last. You've dreamed of it, dreaded it. Not a single soul can truly understand for how many years Undermountain has languished under the Mad Mage. It's impossible to know how many lives have been lost or ruined by Halaster's chicanery. There's but one certainty: you are not the first, but you *will* be the last to suffer by his hand.

The day has come finally to kill Halaster Blackcloak.

A WELL-NEEDED RESPITE

If you're utilizing the variants used throughout this chapter, the adventurers will need a long rest—which those variants assume they'll have. Before they leave, Halaster's voice booms, "Take a rest! You'll need it!"

Thanks to chronomancy spells placed by Halaster, the party can achieve their long rest within minutes. However, the statue here in Area 1 can still selectively *counterspell* the party, so as to put a stop to any hijinks they might attempt now that they've been gifted time to rest.

Push it to the Limit. As described in *Quick Notes*, this should be the last long rest the party achieves in the campaign. Halaster stops at nothing to prevent them from scoring another one.

HALASTER'S JUKEBOX

Throughout the Mad Wizard's Lair, music is belched out from every hall and from under every tile. When the adventurers first enter, they hear Apocalyptica's cover of *Hall of the Mountain King*.

You can add further songs, including songs with lyrics (which are normally avoided in tabletop games for how distracting or ill-fitting they are), as all this music is in-game, being played by Halaster himself.

Halaster's Top Ten. Listed in *Halaster's Game*, several songs are recommended as your campaign's theme song. You may be interested in playing any or all of them right now:

- Apocalyptica's *Hall of the Mountain King*
- Blues Saraceno's *Run On For a Long Time*
- Ennio Morricone's *Rabbia E Tarantella*
- The Cosby Show's theme song.
- Blondie's *One Way or Another*
- Benny Goodman's *Sing, Sing, Sing*
- DJ Day's *Four Hills*
- Seatbelt's *Tank!* (Cowboy Bebop theme)
- Ousiodes' *Arcadia*
- Gary Jules' *Mad World*

2. REVERSED LIBRARY

You come upon an upside-down library whose gravity has so clearly been screwed with. Bookshelves teem with ancient tomes, some floating in the empty air, opened on their spines. Behind a desk stands a high-backed chair wreathed in the shadows spat out by a cold but roaring fireplace.

If this den seems familiar to the adventurers, it's because it is: on Level 1, the *Companion* changed A13, into an upside-down den. It's an exact copy of this chamber, except for the desk.

Optional Twist. If you're using an optional twist, plant one (or all) of the following tomes in the bookshelf or on the desk.

- If you're running *The Dark Tower*, the tome is *On the Nature of Alternate Realities* by Richard Bachdwarf.
- If you're running *Halaster's Game*, instead of a tome, a ratings report is on the desk, describing that this "season" is the highest-rated, most-watched ever.
- If you're running *Ground-Mage Day*, the tome is a collection of plays. *Woodchuck's Omen* is bookmarked, a story in which a wizard finds himself trapped in a time-loop. If this is too on the nose for you, consider instead *What the Chronomancers Don't Say*.
- If you're running *Puppet on the String*, the tome is instead a loose diary page. Most of the chicken scratch is illegible, but the reader can make out, "Melair could not leave either. It called to him. Kept him here. Would not let him leave. This was his tomb long before he ever died. Only Marambra managed to break free... but no one else. Arcturia, Trobriand. Will I succumb to the addiction? Have I already? And what of Jhesiyra?"

3. TALKING HEADS

Cringing at what you expect can only be another trap, you push open the door upon a sight most macabre: shelf after shelf lined up with heads lined up in jars. And, to your horror, they're *alive*. Alive and *talking*. One of these heads, a human's, pipes up: "Heads up, fellas," he says—eliciting an avalanche of groans—"We've got new guests!"

Channel *Futurama* when presenting this area, which it certainly is an allusion to. To enumerate every head here would be tedious; to craft several new characters for this social encounter would also be tiresome. Instead, place characters that the adventurers have already met—and perhaps even killed—in this area. Yes, that's right: Halaster has decapitated these corpses and filled them with a foul mimicry of life.

OPTIONAL TWIST

The following optional twists can affect this area:

The Dark Tower. If you're running this optional twist, some of the heads have recently spoken with alternate versions of the adventurers from other realities. For example, after being asked a question, a head might remark, "Didn't you hear me an hour ago?"

Halaster's Game. If you're running this twist, or already operating under it, the heads often provide interviews for the show, detailing their encounters with the party, the Mad Mage, or Undermountain. For example, if the head belongs to Sundeth, the half-ogre that commanded Skullport under the Xanathar Guild's banner, he might detail his run-in with the adventurers: "Now, when the contestants arrived, I just thought it was another boat of adventurers. Boy, was I wrong. I don't particularly enjoy ruling with an iron fist, but it's necessary sometimes... They didn't see it that way, as you can tell."

4. HELMED HORRORS

The **helmed horrors** here are carved in the likeness of Halaster himself. Anticipating their visit, he has magically suited each horror's Spell Immunity trait to protect against the adventurers' favorite spells—so determine this ahead of time.

Additionally, the helmed horrors can speak short phrases in Common, as demonstrated below. Read the following:

From within the darkness, you hear a creaking whisper: "They have come... at last."

"At last," murmur five more voices, each ringing out with the echoes of drawn steel.

Now you see them, floating there in the alcoves: crimson suits of animated armor whose helms are carved in the likeness of Halaster himself.

With a shiver, each of these helmed horrors lift their arms, growing a blade of crimson steel from their wrists.

"At last," they murmur in unison, "Our purpose is complete."

OPTIONAL TWIST

If you're running one of the optional twists described in this chapter, the helmed horrors cryptically hint at it. Use the dialogue below:

The Dark Tower. The horrors hint at the existence of alternate realities. The last two of these quotes are from Stephen King's *Dark Tower* series. Reward a player that can identify them as such with inspiration.

- "You come again, only slightly less than the last. Are we to believe this time will be different?"
- "You again. Let us clash as we have in our fondest times."
- "We were worried you would never return. Dance."
- "All is forgotten in the stone halls of the dead. These are the rooms of ruin where the spiders spin and the great circuits fall quiet, one by one..."
- "Go, then... There are other worlds than these."

Halaster's Game. You can use these quotes even if your campaign already uses the *Companion's* game show variant.

- "Look, brothers. They've made it. We must be in the season finale!"
- After cutting into an adventurer, the horror sheepishly asks, "Might I have your autograph?"
- Looking into one of Halaster's spectral eyes, the horror says, "This episode is sponsored by Paethier's Pipeweed: keep blazing, stay amazing!"
- The helmed horrors all sing the *Dungeon of the Mad Mage* theme song
- "The show must go on!"

Ground-Mage Day. The horrors remark about the funny nature of cyclical time and remember each of its cycles since being created.

- "Time is truly a wheel, indeed..."
- "So it has happened. So it shall again."
- "We tire not of our task. Nay, we revel in it."
- "Another barge comes every fifteen minutes..."
- "Failure is simply the opportunity to begin again. We welcome it. We welcome you."

Puppet on the String. The horrors, sympathetic to their dear creator, lament over Halaster's torment by the Knot in the Weave.

- "The Master's torment is nearly at an end..."
- "It courses through us all. Nourishes us. Sustains us. Do you not hear its phantom call?"
- "Its seed has already bloomed within you. Try as you might, never shall you leave this dungeon. Never shall you wish to."
- "There is a Knot in the Weave—a noose from which we all hang. You feel it, do you not? You feel it around your neck."
- "Free him who gave us life. Free him who gave purpose to yours. Free him!"

6. WIZARDLY WARDS

6A. LIGHTNING PILLARS

At last, you come to the first gauntlet laid by the Mad Mage to deter and eliminate intruders: a web of copper-plated pillars that spit lightning. You watch arcs of lightning bounce from pillar to pillar, zigging and zagging across the chamber.

Between a pair of pillars stretches a forking hallway. What treasures and horrors might those vaults shelter? There's but one way to find out...

Although it can only be gleaned by a divination spell or a DC 20 Intelligence (Investigation) check, the lightning that surges through the pillars is actually being channeled to Trobriand's Workshop.

The Dark Tower. If you're running this twist, the scorched bones of one alternate-self are in the corner, easily noticed with a DC 14 Wisdom (Perception) check.

6B. ANGELIC SHIELD

When a character wields the shield, read:

The angelic shield is a comfortable weight on your arm. As you admire its fine craftsmanship—likely forged by the Melairkyn dwarves—a whisper runs up your arteries and into your heart. "What mortal dares bear my weight?" it coldly demands.

Roleplaying the Shield. The voice emanating from the shield belongs to a calm but indignant entity—a higher being whose patience has thinned. Draw on any of the following sample dialogue:

- "I have languished here for centuries only to be lifted up by a mortal—oh how the mighty fall, indeed."
- "My secrets are my own. Deprive me of them if you must, but I will not give them up so easily."
- "The Mad Mage is a cunning pest. I would like nothing more than to break free from this prison and teach him the error of his flippant ways."

Roleplaying the Pit Fiend. If Kastzanedes is ever released, the fiend revels in it. It mocks the party as gullible mortals who have invited themselves to their own doom. As if evil were blood sugar, Kastzanedes' has built up to cartoonish levels and its every word is a cliché.

Optional Twist. If you're running a twist, the pit fiend is aware of it. It tells the shield's bearer, "There is a secret to this place, to you. A dark horse that not one of you could even begin to suspect. Alas, I am bound to silence, thanks to the Mad Mage. Together, with my sister shield, we can overcome our bonds to share the truth... Otherwise, this secret is mine alone to bear until magic forces me to divulge it."

If Kastzanedes is released, it doesn't divulge the secret except to mock the adventurers mid-battle. It only hints at the truth, reveling in the fact that it's privy to the truth and they're not.

7. TELEPORTATION PILLARS

The cold hallway terminates in a chamber supported by eight black, basalt pillars, each bearing a symbol. It's the fleshless skull you notice first, directly opposite of you. To its left and right are a kite shield and an open eye. You need not be a wizard to understand their meaning: abjuration and divination magic, respectively. You continue to scan the pillars for their symbols: a painted smirk that can only represent the school of enchantment; a trio of fire, frost, and lightning; the masks of tragedy and comedy; an anvil; and an open palm that seems to beckon creatures from beyond the stars.

Perpetually wary for traps, it comes as no shock when a stone mouth sprouts upon the floor. Its nasal voice shares with you a riddle: "A crown festooned my dwarven brow; I rest beneath the mountain now. Who, I ask, am I?"

When the adventurers provide the correct answer, the *magic mouth* returns. Read the following:

That stone mouth reappears on the floor to mock you: "Wow, you figured out this barebones, simple riddle that even the most disheveled layman could provide. Feel good? Warm, fuzzy? Like you earned something and weren't just handed it? Like you broke into the Mad Wizard's Lair uninvited instead of what's *clearly* happening?"

Amidst this castigation, the symbols begin to glow bright, psychedelic colors.

"Well?" says the stone mouth. "Stand inside and wave your arms about if you want to advance. Melair... Gods, Melair..."

8. TELEPORTATION PILLARS

Assuming the adventurers are teleported here from A7, read:
The chill wind that wound its way about you has delivered you to another basalt-pillared chamber. Expecting to have to put up with the *magic mouth's* diatribe again, you're relieved when it's absent. The pillars in this chamber are embedded with fist-sized, yellow sapphires. Or, rather, five of the eight are.

It's when you see the empty indentations along three pillars that you realize that, unless they're returned, there is no leaving Halaster's lair from this way.

9. VAULTS

9A. HALL OF STAFFS

It is no secret that the Mad Mage has a fondness for staves—and in this half-collapsed hall, you find countless mosaics that depict staves of every kind: staves of iron and gnarled wood; of frost, fire, even vengeance; staves adorned with pearls from the forgotten depths and staves made from driftwood, kept together only by rope and faith. The one farthest from you depicts a staff crowned with a nest of metal spires, within which lightning curdles.

9B. DIABOLICAL SHIELD

This chamber holds but one treasure: a steel shield cast in the form of a scowling devil's face. Bronze flames wreath the fiend, framing its jagged, sinister face.

If your party's resident cleric or paladin happens to serve Tyr, it's incredibly convenient they find one of their deity's servants. You can otherwise personalize Aryx to serve the deity of your choice, but most holy- or god-fearing men would respect the angel, no matter who he serves.

Optional Twist. Unlike the pit fiend trapped in the angelic shield, Aryx is aware that the optional twist exists, but has no idea what it is. The Mad Mage has spent many hours, Aryx says, mocking him over it.

10. ARCANES DISPLAY

DotMM misses a great opportunity with the **flameskulls** here. If any of the Dweomercore students from Level 9 are dead—be it by an adventurer's hand or Halaster's—then they've since been turned into one of the seven flameskulls in Area 10B.

The students retain their memories and vendettas. Likewise, they're identifiable by their voices, which, other than taking on a fiery tone, are the same. The skull of Cephalosk, the mind flayer, is the most identifiable, given its abnormal shape.

If even one former pupil is present, focus entirely on them—and if all seven of Dweomercore's star pupils are dead, all the better. Any other flameskulls aren't worth roleplaying.

If any Dweomercore student is present, they might confront the adventurers with the following dialogue. Tailor it to better fit their past interactions with the party, especially if they were slain by an adventurer.

- If present, Cephalosk says, "Today I will dine on that which I should have ripped from your skulls long ago!"
- If present, Spite Harrowdale complains, "I had it all! Youth! Admiration! The envy of my peers! And you've *deprived* me of it! Face my fate and despair! At last—I can *never* die!"

- If present, Elan Tanor'thal blithely remarks on the irony of his situation: "My ancestors ruled Skullport long before the skulls came... And when you're nothing more than ash, I will return there to take back my birthright."
- If present, Skrianna Shadowdusk mentions the portal her family opened on L22: "Even now I still hear the whispers... The door may be closed, but they can still peer from the crack. You can hear them too now, can't you?"
- If present, Nylas Jowd laments, "I am what I made. And what I made could never be satisfied again. Suffer with me!"
- If present, Turbulence and Violence shout a duet. Turbulence shouts, "The Headmaster promised things would change for the better." Violence snarls, "Then *you* arrived!"

Skullport. If you ran the *Return of the Thirteen* questline included by the *Companion* in the Skullport chapter, the adventurers should be familiar with the flameskulls that once ruled Skullport. The seven skulls here could be members of ruling Thirteen instead of the Mad Mage's former apprentices or students. This could go to explain how Skullport came to be under the Xanathar Guild's rule.

Running with this idea, you can up the number of flameskulls here to Thirteen, but structure it into a wave assault: two waves of four skulls attack, one after the other, then a wave of five.

It seems that the Mad Mage has pressed the Thirteen into service. They cannot return to Skullport until the party is defeated here. One might even remark, "We have always known the price of duty... Never have we been forced to ignore it until now. Because... Because of *you*."

11. TROBRIAND'S WORKSHOP

Demotivational posters decorate Trobriand's workshop, as described below. The author of the *Companion*—that's me—did not come up with these himself, so don't give that bastard any of the credit.

11A. WORK IN PROGRESS

The doors to this workshop are well-oiled; they swing open without even the barest squeak.

Work benches line the walls and scrap metal is piled everywhere in unorganized heaps. Grim, sarcastic, animated posters line the walls. In one, you see a salmon leaping up a waterfall—right into the jaws of a grizzly bear. The caption reads, "Ambition: The journey of a thousand miles sometimes ends very, very, badly." After a moment, the animation resets.

Another poster shows a line of slaves pulling blocks of stone towards a half-built pyramid. The caption reads, "Achievement: you can do anything you set your mind to when you have vision, determination, and an endless supply of expendable labor."

The posters go on.

Looking about, this seems familiar. The metal, familiar. You've seen this handiwork before, ten floors up, in Trobriand's Graveyard. Surely, this is the workshop of the Metal Mage.

11B. SCALADAR

Scaladar! The name is on your tongue as if their creator wanted all to know of his invention! The metallic scorpions descend upon you, their stingers crackling with arcs of lightning!

Behind them, you can't help but notice, is another one of those bleak posters, this one depicting a sinking ship. The caption below reads, "Mistakes: it could be that the purpose of your life is only to serve as a warning to others."

11C. TROBRIAND'S BODY

Look, do you really think that Trobriand would leave his body unguarded and unwarded? The archmage has instead cast an *antipathy/sympathy* spell (DC 17) upon the door that activates the moment a creature attempts to push it open.

The following text assumes the adventurers are familiar with Trobriand's likeness. Adjust accordingly.

Lying upon a stone slab is the body of a wizard whose beard is the color of rusted iron. On his left index finger is an elaborate ring carved in the likeness of a scorpion.

It's only after a brief pause that you realize the comatose wizard lying there is none other than Trobriand himself—the so-called Metal Mage, the apprentice of Halaster Blackcloak.

As you approach, wary for traps, an emotionless voice recites a message that booms from above: "Body in stasis. Please confer with host golem. Please vacate the premises. Body in stasis. Please confer with..."

The Elite Four. If you're running this variant, the body of Trobriand is protected by a *wall of force* that only Trobriand or Halaster can dismiss, although it can be destroyed by a *disintegrate* spell.

13. THE METAL MAGE

Lightning screams in the distance, washing the dungeon in an azure glow. A door opens on its own accord, revealing an iron golem whose chiseled skull is as fleshless and macabre as a real one. The construct strokes its offhand and emits a cold voice: "I have waited for this day. To think my place in the Seven could be threatened by someone as fragile as *you*."

Behind the golem, twin iron-plated pillars hum with power, clouded by a strange miasma that instills within you a spiritual malaise. This is no mere construct, you realize, but a vessel.

The golem's hand curls into a fist, within which lightning curdles. The energy leaps from its knuckles, empowering its entire frame. That cold voice declares, "Face the wrath of Trobriand, mortals! Behold the triumph of machine over man!"

Roleplaying Trobriand. An anti-socialite that has always preferred machines over men, Trobriand is a heartless shut-in. The recent transference of his spirit to his new body has done little wonder for his flimsy humanity and emotional capacity. Only self-interest and indignation remain. In his one-track mind, once an acceptable solution has been found, there's no reason to look for another.

Older modules and materials have shown that the Metal Mage has long sought to usurp his master. The *Companion* follows suit. Paint him as an impotent, would-be usurper waiting for his moment—and *this* is his moment. At your discretion, he parleys with the party, offering to side with them against Halaster—an act of treason that earns Arcturia's scorn. Secretly, Trobriand is in love (or obsessed) with Arcturia, who is deeply in love with the Mad Mage. Perhaps this is what drives his treason. Perhaps, in his one-track mind, if Arcturia will not love him as he is now, she may love him if he becomes Undermountain's new master.

As an Ally. If Trobriand does side with the party, Arcturia does not rest until he's dead. This is, admittedly, a big can of worms to open up on your end, as the DM, as they would suddenly have an **iron golem** at their side. Trobriand does, however, betray the party once Halaster is dead, as is his nature.

Tactics. Trobriand employs these tactics in battle:

- On his first turn, Trobriand casts *haste* on himself, enjoying the barrage of Longsword attacks he can unleash.
- Once he's been wounded—likely on his third or fourth turn—Trobriand casts *incendiary cloud*, centering it on himself. Not only does this inflict up to 10d8 damage on his foes, but it *heals* him for that much, thanks to his Fire Absorption trait. He intentionally fails the Dexterity saving throw imposed by the spell.
- While in the body of a golem, Trobriand uses his reactions to cast *counterspell*.
- If foes try to leave the room, Trobriand casts *chain lightning* if the spell can reach them. The spell does not specify that it cannot round corners between jumps.

Round 2. If his body was not destroyed, Trobriand makes a thunderous return three rounds later, once his spirit has been ejected from the golem. His tactics change during this phase:

- Trobriand gets three turns to prepare for his thunderous return to battle. First he casts *greater invisibility* on himself; with his movement (after standing up from being prone) he can get to Area 11B. On his second turn, he Dashes to get to just outside of 11A. On his third turn, he takes the Ready action to cast *chain lightning* when the first adventurer comes from the hallway to Area 13.
- On his fourth turn, Trobriand snaps out a *power word kill*. The gloves are off now; he knows that this is life-or-death.
- While in his fragile body, Trobriand uses his reactions to cast *shield* spells.
- If he needs to gain cover, Trobriand retreats to Area 11A and closes the doors.
- If the adventurers do not leave Area 13, Trobriand kicks open the doors (if they're not already open) and unleashes either a *chain lightning* or *fireball* spell cast up to 8th-level, if possible.
- When at Death's Door, Trobriand sputters, "It needn't be this way! We can usurp the Mad Mage together!" (Trobriand is earnest, although there can be no peace between them so long as *The Elite Four* is being ran.)

THE ELITE FOUR

If you're running this variant, Trobriand is strangely absent from this area until the party's teleported here by Halaster, so that he can't be killed prematurely.

16. BROOM ROOM

When the adventurers enter this room, the brooms, which are animated and can speak, but not attack, are performing a play of your choosing. Singing *Be Our Guest* from *Beauty and the Beast* is also appropriate.

If there are any items you're itching to give your party, such as a lost memento, or a MacGuffin, here is a rather anticlimactic place to leave it.

The Dark Tower. If you're running this twist, then a nonmagical weapon belonging to one of the party members is among the brooms. It is an exact copy of their weapon, down to the last detail. It cannot be a weapon the adventurer lost, as they'll assume that the Mad Mage simply retrieved it.

17. ARCTURIA'S COURT

It shouldn't surprise you to hear music in this lair, but still it sends shivers up your spine—and it's because there's no warmth in it. You never thought music could be cold. It's as if all of winter opened its throat to sing.

When you throw open those doors to this atelier, you note first the swarm of butterflies plucking at a harp. All together, they vaguely resemble a humanoid. It's the animal-headed servants you see first, each brandishing blades or feather dusters. These freaks number six in all: one with the head of a dingo, another with an iguana, and—if you can believe it—a stork; others bear the heads of a shrew, an aardvark and a macabre head that can only belong to a moth.

At the center of it all is a blue-skinned woman adorned with gossamer wings. Lifting up her skirts, she dances gaily upon a pedestal. Her fingers are tipped in claws and bone spurs jut from her forearms and elbows. It's only when you smell the rot do you realize she's a gussied-up lich that has cheated the skeletal disfigurements such undead are forced to bear.

Roleplaying Arcturia. As mercurial as her magic, Arcturia has a volatile temperament. She can fly into a rage just as easily as she can relax to fine music. If she decides to betray the adventurers, her attack is as sudden as it is treacherous.

Of the Seven, Arcturia has always been the most devoted to Halaster. Older modules and materials even imply that she loves him. Embracing this tidbit, the *Companion* suggests roleplaying her as an unrequited admirer, one perpetually envious of the few individuals Halaster cares for, such as Tasselgryn Velldarn (the archmage of Skullport, whom he oft visits) or even the adventurers, who he gives so much of his attention—especially if Halaster has gone on and on about how he expects one to become his newest apprentice.

With no one else to find true companionship with, Arcturia has bonded with the many mimics that lair in this atelier of hers. They are her chief confidants; killing one sends her into a frenzy of wild grief.

Tactics. Arcturia and her minions (twelve **mimics** and three **champions**, one of which who sides against her and shall be referred to as "Dingo" below) use the following tactics in battle:

- Above all else, Arcturia is spiteful. She tries to inflict the most harm on someone, such as by disfigurement or *feblemind*.
- Arcturia treasures her mimic companions and does her best not to harm them, which greatly influences her tactics. She won't, for example, cast an area-of-effect spell, like *fireball*, if it will include the mimics.
- On her first turn, Arcturia moves to the back of the room and casts *reverse gravity*, centering the cylinder on the doors so as to escape its influence. Creatures that fall upwards take 3d6 bludgeoning damage when they strike the ceiling.
- On her second turn, Arcturia casts *feblemind*, targeting the foe she envies the most (such as a spellcaster Halaster has gone on and on about and wants to take on as an apprentice).
- On her third turn, or when she's been reduced to 63 hit points or less, Arcturia casts *true polymorph* on herself, assuming the statistics of an **adult red dragon**, the statistics of which are provided in Appendix B. Per *Monster Manual* Errata, *true polymorph* does not grant the target access to that creature's Legendary Actions, but it *does* grant them its Legendary Resistance.
- Arcturia's reactions are reserved for *counterspells* until she is at 75 hit points or fewer.
- Arcturia prioritizes disabling her foes over inflicting damage. Her first Legendary Action is spent on Paralyzing Touch (if any targets are in range) or Frightening Gaze. Thereafter, she uses Cantrip or Paralyzing Touch, as she's loathe to harm her mimics. Once they're dead, she busts out Disrupt Life.
- If Arcturia wins the battle, she casts *flesh to stone* on the last combatants. Later, after a rest, she *true polymorphs* them into an animal-headed servant.

ON POLYMORPH

Arcturia is an unparalleled transmuter with the *true polymorph* spell at her disposal, allowing her to turn into a CR 21 or lower creature. While it would be easy for her—and therefore, you—to abuse this spell, the *Companion* recommends using tact instead. The same goes for *polymorph*, which she could cast over and over to gain more hit points and prolong this fight.

Additionally, consider the following whenever Arcturia casts *true polymorph* or *polymorph*:

- Area 17 has a 20-foot-high ceiling.
- Per *Monster Manual* Errata, a polymorphed target doesn't gain the Legendary Actions of the creature whose form it assumes. It does, however, grant its Legendary Resistance trait.
- Arcturia has a special kinship with her mimics and would rather not flatten them.

At the end of the day, D&D is about having fun. It's up to you as how to Arcturia uses her *polymorph* spells, but the *Companion* argues that less is more, which comes out in the tactics above.

HALASTER'S JUKEBOX

In this area, Halaster's music is muted. Instead, play Blue Kid's *Dismemberment Song*, which is sung by Arcturia and played by her butterfly-swarm-humanoids. All necessary instruments are provided.

The Cheeky Pluckers. Described in the *Halaster's Game* supplement and featured on L9 and L14, the Cheeky Pluckers were amateur adventurers that fell into Arcturia's clutches. If any still survive, then Arcturia is cutting one open on a **mimic** in the form of a surgeon's table. She sings the *Dismemberment Song*. The dingo-headed **champion** is Fiona dé Vaun and sides with the adventurers against Arcturia.

THE ELITE FOUR

If you're running this penultimate encounter, then Arcturia is absent from this area until it begins. Her mimics stay hidden. The Cheeky Pluckers, if they're included, are here as well.

18. ANIMATED HALLWAY

Cracking open the next door unleashes a frenzy of thunder: the hallway writhes and undulates like a worm high on moondust.

Slowly, you close the door, muting the cacophony. Taking a deep breath, you prepare yourself for this chicanery.

19. DOUBLE DOOR ROULETTE

The winds of fate blow you towards a chamber marked with seven sets of iron doors, each decorated with a mosaic of the Mad Mage in a seductive pose. At the chamber's heart stands a scintillating pillar wounded with deep notches. Within these notches flash a rainbow of lights, fiery and beautiful.

Seven doors. You know it in your heart that one, if not all, leads to the Mad Mage. What's the catch?

PENULTIMATE ENCOUNTER

As described in *Penultimate Encounters*, Area 19 is the site of the *Prismatic Gauntlet* challenge. If you're running this encounter, a *prismatic wall* spell stands between the eastern tunnel and the chamber's heart.

OPTIONAL TWIST

Two of the optional twists can play a part here:

The Dark Tower. If you're running this optional twist, then the remains of two alternate-selves can be found in front of the north and northeastern doors. The first remains are still-smoldering ashes; the other remains are acid-scorched bones.

Puppet on the String. When a character opens the wrong set of doors, they behold a flash of a chaotic realm of boundless energy—the Knot in the Weave. Under this variant, the pillar at the heart of Area 19 doesn't emit the *prismatic spray* spell, but the Knot in the Weave does from the doorway. Characters that see the Knot also see the silhouette of a man trapped in the knot's center.

20. HIDDEN HELM

Tucked into this chamber, as if it were some prize or secret, is a gilded throne with no hall to loom over, no subjects to dazzle. Its black velvet is embroidered with silver stars, as if it calls out to the night skies you once dreamt under.

If Captain N'ghathrod or Rukha of *The Scavenger* explained their starbound journeys, a character can divine the purpose of this throne with a DC 23 Intelligence (Arcana) check.

Tactics. If the **ultroloths** attack from Area 21, they use the following tactics:

- The fiends are already concentrating on *clairvoyance* spells to watch Area 20, which they end to free up their concentration for better spells, but at the cost of their vision in Area 20. To make up for this, two ultroloths cast *dimension door*, each bringing along a companion. Before doing so, each fiend enshrouds itself in a *darkness* spell—which it can see through, thanks to its truesight. Teleporting into the chamber most likely surprises the adventurers, since the fiends can do so from 500 ft. away.
- On their second turn, the first and second ultroloths each make three melee attacks, prioritizing targets already stunned by its companions. Once a fiend loses concentration on its *darkness* spell, it uses its Hypnotic Gaze, now that its foes can see it.
- On its first turn, the third ultroloth casts *fire storm* on the party. On its second, it casts *fear*, which ends its *darkness* spell. On its third, if it gets one, it uses its Hypnotic Gaze and makes three longsword attacks.
- On its first turn, the fourth ultroloth casts *wall of fire*, dividing the party if possible, after its *dimension doored* into Area 20. This ends its *darkness* spell. On its later turns, it uses its Hypnotic Gaze and follows up with three melee attacks.

21. DISPLACED VAULT

21A. ACID AND GLASS

While *DotMM* has the ultroloths teleport into Area 20 to attack intruders, you can have them instead bide their time; they only attack if the intruders attempt to magically transport *The Scavenger's* helm.

Tactics. The ultroloths employ these tactics:

- If the ultroloths detect the adventurers—easily done with their *clairvoyance* spells in Area 20—they first cast *invisibility* on themselves (granting advantage to their +8 Stealth checks), then take Readied actions to spring the following tactics below once the party is in position.
- The first ultroloth encases the adventurers within a *wall of fire* spell, making it 20 feet in diameter. On its second turn, it casts *fear* from outside of the *wall of fire* if any adventurers haven't fallen into the pit.
- The second ultroloth unleashes a *fire storm* spell. This also damages the glass pit, possibly shattering it. On its second turn, it teleports into the fray alongside its brethren.
- The third and fourth ultroloths Teleport into the fray. On their second turns, they both use their Hypnotic Gazes, then follow up with three melee attacks.

The Dark Tower. If you're running this twist, one adventurer is consumed by a vision of him- or herself falling into the vat of acid below, although something about them appears different, such as a different hair color or armor style.

22. TOWER ENTRANCE

Per *DotMM*, characters that enter Halaster's extradimensional tower have no sense that they've left Undermountain at all. They simply move from one room to the next. If you'd instead prefer the party see Halaster's tower, read the following text:

The doors open upon a field of evenly clipped grass at the heart of which stands the Mad Mage's tower: a twisted spire whose roof is thatched with moldy, ancient books. The sky above is overcast and bleak, as if it were threatening to rain. What could possibly fall in this realm is anyone's guess. Toads? Perhaps silver, or maybe even eyeballs. Gods above know that Halaster is fond of eyeballs.

Only one thing is for certain: you're not in Undermountain anymore. As if it heard your thoughts, you find a sign growing out of a mushroom; it reads, "MAD WIZARD'S LAIR AHEAD: YOU'RE NOT IN UNDERMOUNTAIN ANYMORE!"

The adventurers start 300 ft. away from Halaster's tower. They cannot affect it, or the field, in any way at all. Neither can they fly; their only option is to walk to the front door.

23. GNOME WITH NO NAME

This otherwise empty chamber has nothing for you but a mirror framed in bronze—and gods above, you look terrible.

It comes as no surprise when the mirror's surface warbles, depicting now a red desert. A gnome stranded there blinks at you; she cries, "You! Can you hear me? Please, for the love of all that's right, get me outta this thing!"

Why, you wonder, can't a mirror in Undermountain ever just be a mirror?

As noted in *DotMM*, the gnome has been trapped so long she has forgotten her own name and history. Freedom is her only objective. Unfortunately, she can't provide information about Halaster's lair, if she ever had any to begin with.

The following text, in which the gnome is freed, assumes that the party breaks the mirror, instead of casting *dispel magic*. Adjust the text accordingly if they did the latter. Read:

You can't be certain that breaking this prison will not kill its sole prisoner—but here you are. The gnome offers a contented sigh, as if no fate could be worse than the one she already faces. The silvered surface cracks easily enough and the shards fly.

Instinctively you shield your eyes, lest glass or magic blind you. In the aftermath, you hear what can only be described as audible happiness. The gnome! The gnome is free! She picks herself up from the debris, caring not that her hands are red and slick with blood.

"Thank you!" she cries. "Gods above, thank—" As she opens her arms to embrace you, she and you notice how quickly her hand has deteriorated. Before she can even gasp, it turns to dust. Immediately, the gnome scrambles for the mirror frame, now deciding that imprisonment is better than death—but there is no refuge for the poor woman as she wails and crumbles into dust.

Before the adventurers can do anything, the gnome crumbles into dust. Because she died of old age, she cannot be brought back by a *revivify* spell. Them's the breaks.

HALASTER'S JUKEBOX

While in this area, Halaster plays America's *A Horse With No Name*. The mirror's background becomes, of course, a desert to better reflect this.

24. POTION BREWERY

At last, you come upon the Mad Mage's potion brewery—no doubt the source of many a man's doom. Shelves line the walls, the upper reaches accessible only to those that climb the rickety ladder lain against the sides.

A rainbow of odors assails your senses, but most distinct one is moldy death. Floating behind the bubbling cauldron is a skull whose eyes are set with sapphires—not quite a lich, but something in between. It looks at you and shouts, "They'll be done when they're done!"

Alternate Demiliches. Instead of Branta Myntion, whom the adventurers have no connection to, you can replace her with any of the following mages, especially if you have no intent on ever using them again in your story:

- Maddgoth of L7. Although he achieved lichdom, he failed to continue feeding souls to his phylactery, due to tomfoolery on Halaster's part or the faerie dragon Otto. Alternatively, another band of adventurers, maybe the Gentlemen Bastards, stole his phylactery.
- Ezzat of Level 20. After his phylactery was stolen, Halaster kidnapped his old friend and has since broken his spirit.
- Marambra Nyghtsteel, the unaccounted-for apprentice of the Mad Mage, unused throughout this entire campaign. It turns out that she too attempted lichdom but failed to feed souls to her phylactery. Choose this if you want closure without any of the work.

27. RANTANTAR'S WAND

Alabaster busts of Halaster leer at you from their pedestals, as if their lunatic-grins held some great secret they were dying to share with you. As you meet the gaze of one, the bust literally turns towards the center of the room—they all do. That's when the veil drops, revealing a floating wand orbited by golden orbs. Magic sparks from its tip as the sentient wand points at you!

32. JHESIYRA'S WARNING

An unseen force pushes through you, past your mind's defenses. Its presence is warm but sharp with concern, and it leaves you with a simple warning: "He's there. The Mad Mage awaits; he darkles but is no less delighted. Prepare yourselves!"

PENULTIMATE ENCOUNTER

Per the *Companion*, the adventurers should face a penultimate encounter before engaging Halaster:

- *Welcome to the Thunderdome*, which begins before they can enter Area 33 (Halaster just teleports them to the arena) and features Nalkara the **empyrean**
- *The Elite Four*, which begins here before they can enter Area 33 (Halaster just teleports them to the first encounter)
- *Tarrasquic Park*, which begins here before they can enter Area 33 (Halaster just teleports them to the demiplane)
- *The Prismatic Gauntlet*, which would have occurred in Area 19, long before they reached the tower
- *When Worlds Collide*, which requires the *Dark Tower* optional twist, and would've occurred in Area 28

33. MAD MAGE SHOWDOWN

In your heart you know the truth: few have ever laid eyes on this—this, the sanctum of the Mad Mage, the very seat of power from which Halaster Blackcloak has lorded over Undermountain. Quite keenly do you see, in your mind's eye, the trail of corpses that led you here. The pain, the suffering—and after all that, the Mad Mage can't even be *bothered to show up*.

The chamber is empty! Empty but for a circle of runes, a statue of Halaster (riding a donkey and nude but for a wide-brimmed hat) and an empty throne fashioned from purple marble, behind which are heaps of ancient tomes haphazardly stacked together.

Nothing is louder than pained silence and that's what you hear here. Silence. Not the quiet thrum of magic. Not the lunatic-howls you've grown deaf to. Nothing. What has this all been for if the Mad Mage would deprive you of catharsis?

COMMENCEMENT

You should personalize Halaster's opening statement to best fit your campaign, but you can draw upon the sample below.

Halaster's voice seeps in from every darkened corner of this chamber—and for once, his voice is plain, not telepathic. It bounces from every brick but does not penetrate your mind.

"The day has come. The day has come at long last. Do you know for how long I've waited here? For how long I've suffered your absence? How long I've longed for you—a worthy opponent? You truly are the greatest friends that I've ever had. Perhaps, you'll be the last."

Halaster's monologue shouldn't be one-way. Let the party respond accordingly. Remember, no one can be surprised here. If a character decides to shoot the Mad Mage (assuming they can perceive him on his throne), roll initiative—that's what it's for, anyway.

ULTIMATE SHOWDOWN

As described at the start of this chapter, the battle with Halaster has been overhauled. Choose the three encounters that interest you. After his opening statement, the first encounter begins.

DO IT!

If, at your table, Halaster has decided not to battle the adventurers and instead reward them for their efforts, you can have Jhesiyra intervene. Hoping to depose her old master, she provokes a conflict.

- If the adventurers are inclined to leave peacefully, Jhesiyra urges them to kill Halaster: "Countless lives have been ruined by his antics! And he will ruin countless more if left alive! Strike him down and spare the world from his madness!"
- If Halaster refuses to fight, or the adventurers continue to abstain from violence, Jhesiyra provokes him. Her master has long wondered where she went and was devastated by her abandonment—and he's *furios*. A breeze flows through the chamber and her voice audibly whispers, "*Halaster*." This hurls Halaster into a frenzy; he shouts, "You brought *her* here?" He then reaches for his *blast scepter* and attacks.

OPTIONAL TWIST

If you're using an optional twist, make sure to utilize it in the final battle.

The Dark Tower. The party should have already been exposed to signs that hint to alternate realities. This truth becomes evident as Halaster nears death. Read:

As Halaster weeps red, a vision overwhelms your mind: the tower. The tower and where it stands in that field of polished grass. Only now do you see it; only now do you understand it: every blade, every drop of dew is an entire universe spinning in its own orbit, shivering in whatever strange wind ripples across the meadow. There are other worlds than these—haven't you already seen omens of that stark truth?

As that psychic wind howls, you hear another sound: a heartbeat. You look down and now can see it far below the earth, pumping out its invisible blood and influence, infecting everything in Undermountain. It is a knot in the Weave, a font of almost sentient magic.

Halaster grins at you. "See it now, do you?"

Halaster's Game. If you're using the *Companion's* game show element or adding it as a twist, during the battle, the walls of A33 seemingly fall away, revealing a legion of spectators—the audience watching the live finale of *Dungeon of the Mad Mage*. Should a character press themselves against a wall, they can feel phantom hands groping at their ankles like fans at a concert. These individuals—mortal, demonic, angelic, or just alien—are real and sit together on the Ethereal Plane, all enmities and grudges forgotten for the sake of enjoying good television.

Ground-Mage Day. As Halaster lays dying, he murmurs, "I thought this time it would be different. I thought..." Alternatively, if the adventurers *aren't* already in a time-loop, have Halaster start the cycle now with a *wish* spell. Read:

Halaster's voice is little more than a ragged whisper: "It can't end like this. All those... good times together. It can't end. Time... If only there was more time... If we could do it all over again... I *wish* we could do it all over again... and again... and again..."

After this, a light flashes across the adventurers' eyes. Narrate next where they were when the campaign began: the Yawning Portal in Waterdeep, just as they're about to descend.

Puppet on the String. If running this twist, you'll want to show the Knot in the Weave and that it will resurrect Halaster. Read the following after he's been slain:

You land the killing blow against Halaster Blackcloak, but even still he manages to mutter one last omen: "If only my torment was at an end. See you soon."

Halaster's corpse crashes to the floor; the very tower rumbles with thunder! Cracks web out from his form and with a sick feeling, you understand that this place is about to collapse. As another tremor rocks the lair, a chasm splits open, letting in violet light so blinding and intense, you fear it might rot the flesh from your very bones.

That light... It seems to inch towards Halaster as if it were magma or the tide itself. It swamps over his body, almost like a mother scooping up its wounded child. Instinctively, you leap at the corpse but it's too late—the light has taken him into the radiant depths below and closed off its womb. And although he is very much dead, you can hear his posthumous cries, as if he were being punished by that very same mother.

Halaster's last words thunder throughout your mind: "See you soon."

34. FLYING SAUCER

You aren't exactly sure what you're looking at. Surely, it is some sort of vessel—a disc-shaped vessel crowned with a glass dome. Steel hinges reveal the dome to be the vessel's sole entrance. All of it is polished to a sheen so bright, so clean you aren't sure what sort of chromatic adjective is appropriate to describe it. Certainly its metal was unknown even to the Melairkyn dwarves of old.

Circling the vessel, you inspect its underside. Strange doo-dads line the surface. The vessel is propped up on three legs. You feel sick, knowing this thing to be unnatural... yet so advanced it leaves you feeling inferior, even insignificant.

35. EXERCISE ROOM

If your version of Halaster *has* visited Earth, *Pumping Iron* is projected onto the wall for the benefit of the flesh golems.

EPILOGUE

The ending to a campaign is a heavy burden for any Dungeon Master. After such a length journey, your party will hunger for a brief but satisfying epilogue. It has to be personal; it has to tie up loose ends; and it must put to rest any mysteries—or provoke them.

ACUTE WEAVE ADDICTION

Leaving Undermountain, as the adventurers find, is not so easy. They have languished here for so long, the Knot in the Weave has left its maddening touch in their minds and bones. Some among them may have fallen prey to the same addiction that plagued the Melairkyn dwarves, the Seven, and, of course, the Mad Mage himself. The Knot is alive—and now it seeks to keep the adventurers in its grip forevermore. As they journey towards the surface, it strikes thrice.

Weave Addiction is included as a variant rule in the *Halaster's Game* supplement of the *Companion*. If you never used it before in your game, you can still implement it here in this final chapter.

In the aftermath of their final battle with Halaster, as they're trekking back to the surface, have each of the adventurers make each of the following saves:

- While in the lower depths of Undermountain, a Wisdom save to resist the Knot's phantom call.
- While in the middle depths of Undermountain, an Intelligence saving throw to recognize this potential madness as what kept so many others in these wretched depths. The saving throw also represents constructing mental fortifications against this addiction.
- While in the upper reaches of Undermountain, the Knot in the Weave, spurned and in the throes of a tantrum, subjects the character to a Charisma saving throw to overpower their will and keep them in the dungeon long enough to seduce them into never leaving.

To leave Undermountain by their own accord, a character must succeed on two of the three saving throws. The first saving throw is a DC 20; failing that increases the second save's DC to 22 and the third save's DC to 25.

Suspense. You want to work in these saving throws across the adventurers' journey back to the surface. You don't want to reveal the purpose of the saving throws until it's too late. Instead, tell them what sort of feeling washes over them, should they fail:

- A character that fails the Wisdom saving throw feels a weight around their throat, almost like a noose.
- A character that fails the Intelligence saving throw feels panic bloom within their mind—an invisible dread that animals must feel when they can sense a storm or earthquake.
- A character that fails the Charisma saving throw feels helpless against this invisible tyrant and buckles under its regime.

Failure. A character that fails two of three saves gains the following flaw: "Undermountain is my lair, my home, my *prize*. I cannot leave it." Tailor that to fit a character's personality; for example, a dutiful character's flaw would likely sound like, "If I were to leave Undermountain, there is no guaranteeing who will inherit the Mad Mage's arsenal. I cannot allow that to happen; I must maintain my vigil, lest Waterdeep, or even the world, be subjected to yet another mad tyrant. I must police these depths with my dying breath."

Additionally, at your discretion, the character is afflicted with the most dangerous malady of Weave Addiction: every time they willingly leave Undermountain, or remain on the surface, they suffer the effects of a *geas* spell (save DC 25).

Narration. If a character falls prey to Acute Weave Addiction, read the following as they're about to leave the dungeon, modifying it to best suit the character(s) involved:

You can't leave—not after so much bloodshed, so much loss. This is your home—you've won it, goddammit! You've earned every victory here and to leave it all behind is not a testament to your strength, only your carelessness. So as it was, so shall it be again—unless you remain here to guard Undermountain and its denizens from future threats, keeping its baubles of power out of the hands that would see this world brought to its knees.

You can't leave, and why would you ever want to? This is your home. Maybe it always has been.

If the character that falls prey to Weave Addiction is an arcane spellcaster, be sure to drop the title "Mad Mage" on them. Alternatively, "the Mad Priest" or the "The Mad Beast" would work for clerics and druids, respectively. "Mad" anything, really. "Mad King, Mad Sovereign," et cetera.

THE FATE OF UNDERMOUNTAIN

As described in *DotMM*, the fate of Undermountain is left up to you. It is worth petitioning your players to see what *they* want to do with Undermountain—and their lives in general. After having bested one of this world's most formidable foes, they deserve the chance to carve out enterprises of their own.

THE FINAL SEND-OFF

End your final session with the following send-off, modifying it as you see fit:

The roof is coming down; you can sense it. The Mad Mage has left one last trap for you and it's time to bail. You can hear his snide laughter in your very bones as blood roars in your ears. The tower is collapsing and there is no more time to dilly nor dally. Like frightened beasts, you flee from this reckoning.

Amidst your flight, your mind begins to drift. You've done the impossible. You've slain the Mad Mage, one of the most powerful, if not *the* most powerful mage, in the world. You have triumphed where so many others have failed... And there was a look in Halaster's eyes when he died. You haven't been able to shake it from your memory. You fooled yourself into believing it was madness, or some indecipherable emotion, but you've known the truth: it was pride. Halaster Blackcloak was *proud* of you. The dungeon master of Undermountain went to his grave *proud of you*.

POST-CREDITS: JHESIYRA'S RETURN

If Jhesiyra did not make a grand reveal during the campaign, you can read to your players—but not their characters—this post-credit scene in which Jhesiyra takes command over Undermountain.

Never has Undermountain been so silent. Its ruined chambers have gone dark and for once its dead halls hear no laughter. The Mad Mage is gone yet again. He has perished before, but this time... this time Jhesiyra Kestellharp was ready.

One by one the gates fell. One by one had Halaster's grip, desperate at best, been undone, his phantom fingers uncurled from the hilt of Undermountain's very soul. Although she could already hear him reforming—his essence kindling in the crucible below—he was powerless to stop her. His cries came out like distant groans from deep within the earth. He was watching. Good.

A breeze slipped through the ruined remains of Halaster's lair, slowly turning into a frail woman whose smile was just as sharp and cruel as a knife. She had played them like fools—all of them. Her schemes had at last born fruit. She reminded herself of their names; of what they sacrificed to depose her master. She would always be grateful. And she would be sure to show her gratitude should they ever dare descend into Undermountain again.

With a wave of her hand, a marble throne materialized before her in the remains of Arcturia's court. She climbed the steps, savoring each one. In due time, she would erect her own tower in that void below, but for now, she would reign from here.

Halaster was mewling again. Jhesiyra closed her eyes and willed his rebirth to end—as if she were snuffing out a candle. He fought her; to his credit, he fought her even then, weak as he was. Even at his lowest, her master knew how to unravel her defenses and strike deep into her heart. If only she still had one.

She pressed her will on the flame, ignoring its fetal rage and the burns it left upon her. With an apocalyptic cry, the Mad Mage was no more. And as Jhesiyra Kestellharp now surveyed her new kingdom, a soft giggle exploded from her chest—a maniacal giggle that shared all the lunacy that graced her grin and her mad eyes.

"Well master," she murmured, "the show must go on."

APPENDIX A: MAGIC ITEMS

TABLE OF CONTENTS

+1 Breastplate.....	281	Nine Lives Stealer.....	286
+2 Arrows.....	281	Nolzur's Marvelous Pigments.....	286
+3 Shield.....	281	Oil of Slipperiness.....	286
Amulet of Proof Against Detection and Location.....	281	Orb of Direction.....	286
Bead of Force.....	281	Orb of Gonging.....	287
Belt of Dwarvenkind.....	281	Pearl of Power.....	287
Black Crystal Tablet.....	281	Philter of Love.....	287
Black Quill.....	281	Pipe of Smoke Monsters.....	287
Boots of Elvenkind.....	281	Pole of Angling.....	287
Boots of False Tracks.....	281	Pot of Awakening.....	287
Candle of Invocation (Sseth).....	282	Potion of Animal Friendship.....	287
Candle of The Deep.....	282	Potion of Cloud Giant Strength.....	287
Chest of Preserving.....	282	Potion of Diminution.....	287
Chime of Opening.....	282	Potion of Healing.....	287
Circlet of Blasting.....	282	Potion of Invisibility.....	288
Cloak of Elvenkind.....	282	Potion of Longevity.....	288
Cloak of The Bat.....	282	Potion of Mind Reading.....	288
Cloak of The Manta Ray.....	282	Potion of Poison.....	288
Dagger of Blindsight.....	282	Potion of Resistance.....	288
Dagger of Venom.....	282	Potion of Vitality.....	288
Decanter of Endless Water.....	283	Potion of Water Breathing.....	288
Dodecahedron of Doom.....	283	Professor Orb.....	288
Dread Helm.....	283	Quaal's Feather Token (Swan Boat).....	288
Driftglobe.....	283	Quaal's Feather Token (Tree).....	288
Dust of Disappearance.....	283	Quiver of Ehlonna.....	289
Dwarven Thrower.....	283	Ring of Jumping.....	289
Elemental Gem of Air.....	283	Ring of Swimming.....	289
Elemental Gem of Fire.....	283	Ring of X-Ray Vision.....	289
Elemental Gem of Water.....	283	Rod of Lordly Might.....	289
Figurine of Wondrous Power (Onyx Dog).....	284	Rod of Rulership.....	289
Gauntlets of Ogre Power.....	284	Rope of Climbing.....	289
Gem of Brightness.....	284	Sending Stone.....	290
Gem of Seeing.....	284	Sentinel Shield.....	290
Gloves of Missile Snaring.....	284	Shield of The Uven Rune.....	290
Hat of Wizardry.....	284	Staff of Defense.....	290
Headband of Intellect.....	284	Staff of Flowers.....	290
Helm of The Scavenger.....	284	Staff of Power.....	290
Hide Armor of Lightning Resistance.....	285	Sunblade.....	291
Horn of The Endless Maze.....	285	Sword of Sharpness, Tearulai.....	291
Horned Ring.....	285	Thayan Razor.....	291
Instrument of The Bards, Anstruth Harp.....	285	Tome of Clear Thought.....	291
Instrument of The Bards, Fochlucan Bandore.....	285	Trident of Fish Command.....	291
Ioun Stone of Insight.....	285	Wand of Conducting.....	291
Ioun Stone of Intellect.....	285	Wand of Fireballs.....	292
Mace of Smiting.....	286	Wand of Magic Detection.....	292
Manual of Gainful Exercise.....	286	Wand of Secrets.....	292
Mariner's Armor.....	286	Wand of The War Mage, +1.....	292
Mithral Chain Shirt.....	286	Wand of The War Mage, +3.....	292
Mithral Plate Armor.....	286	Wand of Web.....	292
Necklace of Fireballs.....	286	Wand of Wonder.....	292
		Winged Boots.....	292

MAGIC ITEMS BY LEVEL

The following magic items are scattered throughout Undermountain.

You'll notice that a *bag of holding* is not on these lists and a *portable hole* doesn't appear until Level 20—and for good reason. Negating carrying capacity severely trivializes the need to periodically return to the surface and ensures that the party will strip Undermountain of all its loot without difficulty.

Items marked with an asterisk (*) are additional items added by the *Companion*. "WI" refers to a wondrous item.

LEVEL 1

- *circlet of blasting* (WI, uncommon)
- *driftglobe* (WI, uncommon)
- *wand of secrets* (Wand, uncommon)

LEVEL 2

- *circlet of human perfection* (WI, uncommon, attunement)
- *dust of disappearance* (WI, uncommon)
- *philter of love* (Potion, uncommon)*
- *pot of awakening* (WI, common)
- *potion of healing* (Potion, common)
- *ring of swimming* (Ring, uncommon)
- *spell scroll of raise dead* (Scroll, rare)

LEVEL 3

- *elemental gem of water* (WI, uncommon)
- *hat of wizardry* (WI, common, attunement by a wizard)*
- *potion of animal friendship* (Potion, uncommon)
- *potion of healing* (Potion, common)
- *potion of water breathing* (Potion, uncommon)

SKULLPORT

- *cloak of the manta ray* (WI, uncommon)

LEVEL 4

- *boots of elvenkind* (WI, uncommon; one boot, the other is on Level 5)
- *pipe of smoke monsters* (WI, common)
- *potion of healing* x2 (Potion, common)
- *rope of climbing* (WI, uncommon)
- *spell scroll of gaseous form* (Scroll, uncommon)
- *spell scroll of magic weapon* (Scroll, uncommon)

LEVEL 5

- *boots of elvenkind* (WI, uncommon; one boot, the other is on Level 4)
- *hide armor of resistance to lightning* (Armor (hide), rare, attunement)
- *potion of gaseous form* (Potion, rare)
- *potion of greater healing* (Potion, uncommon)
- *spell scroll of heroes' feast* (Scroll, very rare)
- *spell scroll of speak with animals* (Scroll, common)
- *staff of flowers* (Staff, common)
- *sword of sharpness, sentient, "Tearulai"* (Weapon (longsword), very rare, attunement)
- *wand of fireballs* (Wand, rare, attunement by a spellcaster)

LEVEL 6

- *belt of dwarvenkind* (WI, rare, attunement)*
- *dagger of blindsight* (Weapon (dagger), rare, attunement)
- *sentinel shield* (Armor (shield), uncommon)
- *spell scroll of mass cure wounds* (Scroll, rare)

LEVEL 7

- *elemental gem of air* (WI, uncommon)
- *potion of fire breath* (Potion, uncommon)
- *potion of invisibility* (Potion, very rare)
- *spell scroll of cloudkill* (Scroll, rare)
- *wand of conducting* (Wand, common)

LEVEL 8

- *candle of invocation*, dedicated to Sseth, the neutral evil yuan-ti god (WI, very rare, attunement)
- *headband of intellect* (WI, uncommon, attunement)
- *rod of rulership* (Rod, rare, attunement)
- *spell scroll of modify memory* (Scroll, rare)

LEVEL 9

- *black quill* (WI, very rare)*
- *gem of seeing* (WI, rare, attunement)
- *ioun stone of intellect* (WI, very rare, attunement)*
- *pearl of power* (WI, uncommon, attunement by a spellcaster)*
- *potion of greater healing* x3 (Potion, uncommon)
- *professor orb* (WI, rare)
- *spell scroll of legend lore* (Scroll, rare)
- *staff of defense* (Staff, rare, attunement)*
- *Thayan razor* (WI, rare)*

LEVEL 10

- *chest of preserving* (WI, common)
- *cloak of elvenkind* (WI, uncommon, attunement)
- *gauntlets of ogre power* (WI, uncommon, attunement)
- *mithral armor* (Armor (plate), uncommon)
- *oil of slipperiness* (Potion, uncommon)
- *philter of love* (Potion, uncommon)*
- *potion of diminution* (Potion, rare)*
- *potion of greater healing* (Potion, uncommon)
- *potion of healing* (Potion, common)
- *potion of superior healing* (Potion, rare)
- *spell scroll of hold person* (Scroll, uncommon)
- *+1 wand of the war mage* (Wand, uncommon, attunement by a spellcaster)

LEVEL 11

- *dagger of venom* (Weapon (dagger), rare)
- *dread helm* (WI, common)
- *potion of supreme healing* (Potion, very rare)

LEVEL 12

- *gloves of missile snaring* (WI, uncommon, attunement)
- *horn of the Endless Maze* (WI, rare)
- *potion of healing* x2 (Potion, common)
- *potion of vitality* (Potion, very rare)
- *spell scroll of telekinesis* (Scroll, rare)

LEVEL 13

- *dodecahedron of doom* (WI, rare)
- *Nolzur's marvelous pigments* (WI, very rare)
- *orb of gonging* (WI, common)
- *potion of diminution* (Potion, rare)
- *potion of longevity* (Potion, very rare)

LEVEL 14

- +2 *arrows* (Ammunition, rare)*
- *instrument of the bards, Fochlucan bandore* (WI, instrument, uncommon, attunement by a bard)*
- *quiver of Ehlonna* (WI, uncommon)*
- *ring of jumping* (Ring, uncommon, attunement)*
- *spell scroll of polymorph* (Scroll, rare)
- *trident of fish command* (Melee weapon, uncommon, attunement)*
- *wand of web* (Wand, uncommon, attunement)

LEVEL 15

- *dwarven thrower* (Weapon (warhammer), very rare, attunement by a dwarf)
- *elemental gem of fire* (WI, uncommon)
- *figurine of wondrous power, onyx dog* (WI, rare)
- *necklace of fireballs* (WI, rare)
- *potion of greater healing* (Potion, uncommon)
- *potion of resistance (fire)* (Potion, uncommon)
- *wand of magic detection* (Wand, uncommon)

LEVEL 16

- *manual of gainful exercise* (WI, very rare)
- *potion of greater healing* (Potion, uncommon)
- *tome of clear thought* (WI, very rare)

LEVEL 17

- *potion of supreme healing* (Potion, very rare)
- *potion of resistance (acid)* (Potion, uncommon)
- *Quaal's feather token, tree* (WI, rare)

LEVEL 18

- *cloak of the bat* (WI, rare, attunement)
- *mithral armor* (Armor (chain shirt), uncommon)
- *sun blade* (Weapon (longsword), rare, attunement)

LEVEL 19

- *boots of false tracks* (WI, common)
- *candle of the deep* (WI, common)
- *gem of brightness* (WI, uncommon)
- *mariner's armor* (Armor (scale mail), uncommon)
- *orb of direction* (WI, common)
- *pole of angling* (WI, common)
- *potion of healing* (Potion, common)
- *sending stone* (WI, uncommon)

LEVEL 20

- *amulet of proof against detection and location* (WI, uncommon, attunement)
- *bead of force* (WI, rare)
- *chime of opening* (WI, rare)
- *portable hole* (WI, rare)
- *potion of mind reading* (Potion, rare)
- *potion of resistance (force)* (Potion, uncommon)
- *potion of resistance (lightning)* (Potion, uncommon)
- *potion of superior healing* (Potion, rare)
- *ring of x-ray vision* (Ring, rare, attunement)
- *staff of frost* (Staff, very rare, attunement by a druid, sorcerer, warlock, or wizard)

LEVEL 21

- *mace of smiting* (Weapon (mace), rare)

LEVEL 22

- *black crystal tablet* (WI, legendary, attunement by a creature that has proficiency in the arcana skill)
- *decanter of endless water* (WI, uncommon)
- *ioun stone of insight* (WI, very rare, attunement)
- *nine lives stealer* (Weapon (longsword), very rare, attunement)
- *potion of cloud giant strength* (Potion, very rare)
- *potion of invisibility* (Potion, very rare)
- *potion of supreme healing* (Potion, very rare)
- *spell scroll of flesh to stone* (Scroll, very rare)
- *staff of power* (Staff, very rare, attunement by a sorcerer, warlock, or wizard)

LEVEL 23

- *helm of the Scavenger* (WI, legendary, attunement by a spellcaster)
- *horned ring* (Ring, very rare, attunement)
- *instrument of the bards, Anstruth harp* (WI, very rare, attunement by a bard)
- *rod of lordly might* (Rod, legendary, attunement)
- +3 *shield* (Armor (shield), very rare)
- *Shield of the Uven Rune* (Armor (shield), very rare, attunement)
- *wand of wonder* (Wand, rare, attunement by a spellcaster)

MAGIC ITEM DESCRIPTIONS

+1 BREASTPLATE

This drow-manufactured armor loses its +1 bonus to AC if exposed to sunlight for 1 hour or more.

Location. This magic item is found in L7, Area 11A.

+2 ARROWS

You have a +2 bonus to attack and damage rolls made with this piece of magic ammunition. Once it hits a target, the ammunition is no longer magical.

Additional Loot. This item is added to L14, A9B.

+3 SHIELD

Shield, Very Rare

While holding this shield, you have a +3 bonus to AC. This bonus is in addition to the shield's normal bonus to AC.

Location. This magic item is found in L23, A21B.

AMULET OF PROOF AGAINST DETECTION AND LOCATION

Wondrous Item, Uncommon (Requires Attunement)

While wearing this amulet, you are hidden from divination magic. You can't be targeted by such magic or perceived through magical scrying sensors.

Location. This magic item is worn by Ezzat on L20.

BEAD OF FORCE

Wondrous Item, Rare

You can use an action to throw the bead up to 60 feet. The bead explodes on impact and is destroyed. Each creature within a 10-foot radius of where the bead landed must succeed on a DC 15 Dexterity saving throw or take 5d4 force damage. A sphere of transparent force then encloses the area for 1 minute. Any creature that failed the save and is completely within the area is trapped inside this sphere. Creatures that succeeded on the save, or are partially within the area, are pushed away from the center of the sphere until they are no longer inside it. Only breathable air can pass through the sphere's wall. No attack or other effect can.

An enclosed creature can use its action to push against the sphere's wall, moving the sphere up to half the creature's walking speed. The sphere can be picked up, and its magic causes it to weigh only 1 pound, regardless of the weight of creatures inside.

Location. This magic item is found in L20, A2.

BELT OF DWARVENKIND

Wondrous Item, Rare (Requires Attunement)

While wearing this belt, you gain the following benefits

- Your Constitution score increases by 2, to a maximum of 20.
- You have advantage on Charisma (Persuasion) checks made to interact with dwarves.

In addition, while attuned to the belt, you have a 50% chance each day at dawn of growing a full beard if you're capable of growing one, or a visibly thicker beard if you already have one.

If you aren't a dwarf, you gain the following additional benefits while wearing the belt:

- You have advantage on saving throws against poison and you have resistance to poison damage.
- You have darkvision out to a range of 60 feet.
- You can speak, read, and write Dwarvish.

Dumathoin's Curse. As described on L6, Area 29F of this supplement, if a character not of Melair's bloodline takes the belt from the king's corpse, they must make a DC 14 Charisma saving throw or be cursed with the following flaw: "I can't keep a secret, no matter how trivial or dire." A spell of *remove curse* or the like rids the character of the flaw. Every day at dawn, there is a 50% chance that the character wearing the belt must repeat the saving throw or be cursed again with the same flaw.

Additional Loot. This magic item has been added to the loot found in L6, Area 29F.

BLACK CRYSTAL TABLET

Wondrous Item, Legendary (Requires Attunement by a creature that has proficiency in the Arcana skill)

Any creature that attunes to the tablet must make a DC 20 Wisdom saving throw at the end of its next long rest. On a failed save, the creature becomes afflicted with a random form of long-term madness (see "Madness" in chapter 8 of the *DMG*).

As an action, a creature attuned to the *black crystal tablet* can use it to cast *eyebite* or *gate* (the portal created by this spell links to the Far Realm only). After the tablet is used to cast a spell, it cannot be used again until the next dawn.

Location. This magic item is found in L22, A23.

BLACK QUILL

Wondrous Item, Very Rare

When used, this quill siphons blood from its wielder to use as ink. Whatever is written is carved into the back of the wielder's hand. When first used, the character's hit point maximum is reduced by 1, and by an additional 1 point for every aggregate minute of writing thereafter. This reduction lasts until the wielder finishes a long rest or if a spell of *greater restoration* is cast upon the character.

Location. This magic item is found in L9, A23B. Wormriddle employs it for detention.

BOOTS OF ELVENKIND

Wondrous Item, Uncommon

While you wear these boots, your steps make no sound, regardless of the surface you are moving across. You also have advantage on Dexterity (Stealth) checks that rely on moving silently.

Location. One boot is found on L4, A16A, the other on L5, A17. Without the pair, this item's magic is useless.

BOOTS OF FALSE TRACKS

Wondrous Item, Common

Only humanoids can wear these boots. While wearing the boots, you can choose to have them leave tracks like those of another kind of humanoid of your size.

Location. This magic item is found in L19, A11B.

CANDLE OF INVOCATION (SSETH)

Wondrous Item, Very Rare (Requires Attunement)

This slender taper is dedicated to a Sseth and shares his neutral evil alignment. The candle's alignment can be detected with the *detect evil and good* spell.

The candle's magic is activated when the candle is lit, which requires an action. After burning for 4 hours, the candle is destroyed. You can snuff it out early for use at a later time. Deduct the time it burned in increments of 1 minute from the candle's total burn time.

While lit, the candle sheds dim light in a 30-foot radius. Any creature within that light whose alignment is neutral evil makes attack rolls, saving throws, and ability checks with advantage. In addition, a cleric or druid in the light whose alignment matches the candle's can cast 1st-level spells he or she has prepared without expending spell slots, though the spell's effect is as if cast with a 1st-level slot.

Alternatively, when you light the candle for the first time, you can cast the *gate* spell with it. Doing so destroys the candle.

Location. This item can be found in L8, Area 19D.

CANDLE OF THE DEEP

Wondrous Item, Common

The flame of this candle is not extinguished when immersed in water. It gives off light and heat like a normal candle.

Location. This magic item is found in L3, 10H, & L19, A1C.

CHEST OF PRESERVING

Wondrous Item, Common

Food and other perishable items do not age or decay while inside a Chest of Preserving. The chest is 2½ feet long, 1½ feet wide, and 1 foot tall with a half-barrel lid. The chest has a lock, which can be picked with thieves' tools and a successful DC 15 Dexterity check. Smashing the lock or any other part of the chest renders it nonmagical.

Location. This magic item is found in L10, A5C.

CHIME OF OPENING

Wondrous Item, Rare

This hollow metal tube measures about 1 foot long and weighs 1 pound. You can strike it as an action, pointing it at an object within 120 feet of you that can be opened, such as a door, lid, or lock. The chime issues a clear tone, and one lock or latch on the object opens unless the sound can't reach the object. If no locks or latches remain, the object itself opens.

The chime can be used ten times. After the tenth time it cracks and becomes useless.

Location. This magic item is found in L20, A12B.

CIRCLLET OF BLASTING

Wondrous item, rare

While wearing this circlet, you can use an action to cast the *scorching ray* spell with it. When you make the spell's attacks, you do so with an attack bonus of +5. The circlet can't be used again this way until the next dawn.

Location. This magic item is found in L1, Area 39A.

CLOAK OF ELVENKIND

Wondrous Item, Uncommon (Requires Attunement)

While you wear this cloak with its hood up, Wisdom (Perception) checks made to see you have disadvantage, and you have advantage on Dexterity (Stealth) checks made to hide, as the cloak's color shifts to camouflage you. Pulling the hood up or down requires an action.

Location. This magic item is found in L10, A17D.

CLOAK OF THE BAT

Wondrous Item, Rare (Requires Attunement)

While wearing this cloak, you have advantage on Dexterity (Stealth) checks. In an area of dim light or darkness, you can grip the edges of the cloak with both hands and use it to fly at a speed of 40 feet. If you ever fail to grip the cloak's edges while flying in this way, or if you are no longer in dim light or darkness, you lose this flying speed.

While wearing the cloak in an area of dim light or darkness, you can use your action to cast polymorph on yourself, transforming into a bat. While you are in the form of the bat, you retain your Intelligence, Wisdom, and Charisma scores. The cloak can't be used this way again until the next dawn.

Location. This magic item is found in L18, A33.

CLOAK OF THE MANTA RAY

Wondrous Item, Uncommon

While wearing this cloak with its hood up, you can breathe underwater, and you have a swimming speed of 60 feet. Pulling the hood up or down requires an action.

Location. This magic item is gifted by the kuo-toa in SK, Area 10 after feeding him.

DAGGER OF BLINDSIGHT

Dagger, Rare (Requires Attunement)

The creature attuned to this dagger gains blindsight out to a range of 30 feet. The dagger has a saw-toothed edge and a black pearl nested in its pommel.

Location. This magic item is carried by Skella Ironeye, the duergar leader in L6, Area 15.

DAGGER OF VENOM

Dagger, Rare

You gain a +1 bonus to attack and damage rolls made with this magic weapon.

You can use an action to cause thick, black poison to coat the blade. The poison remains for 1 minute or until an attack using this weapon hits a creature. That creature must succeed on a DC 15 Constitution saving throw or take 2d10 poison damage and become poisoned for 1 minute. The dagger can't be used this way again until the next dawn.

Location. This item can be found in L11, A7E.

DECANTER OF ENDLESS WATER

Wondrous Item, Uncommon

This stoppered flask sloshes when shaken, as if it contains water. The decanter weighs 2 pounds.

You can use an action to remove the stopper and speak one of three command words, whereupon an amount of fresh water or salt water (your choice) pours out of the flask. The water stops pouring out at the start of your next turn. Choose from the following options:

- "Stream" produces 1 gallon of water.
- "Fountain" produces 5 gallons of water.
- "Geyser" produces 30 gallons of water that gushes forth in a geyser 30 feet long and 1 foot wide. As a bonus action while holding the decanter, you can aim the geyser at a creature you can see within 30 feet of you. The target must succeed on a DC 13 Strength saving throw or take 1d4 bludgeoning damage and fall prone. Instead of a creature, you can target an object that isn't being worn or carried and that weighs no more than 200 pounds. The object is either knocked over or pushed up to 15 feet away from you.

Location. This magic item is found in L22, A15.

DODECAHEDRON OF DOOM

Wondrous Item, rare

This twelve-sided metal die is 12 inches across and bears the numbers 1 through 12 engraved on its pentagonal sides. The dodecahedron contains arcane clockwork mechanisms that whirl and click whenever the die is cast.

The dodecahedron can be hurled up to 60 feet as an action. A random magical effect occurs when the die comes to rest after rolling across the ground for at least 10 feet. If an effect requires a target and no eligible target is within range, nothing happens. Spells cast by the dodecahedron require no components. Roll a d12 and consult the following table to determine the effect:

1-2. The dodecahedron explodes and is destroyed. Each creature within 20 feet of the exploding die must make a DC 13 Dexterity saving throw, taking 40 (9d8) force damage on a failed save, or half as much damage on a successful one.

3-4. The dodecahedron casts light on itself. The effect lasts until a creature touches the die.

5-6. The dodecahedron casts ray of frost (+5 to hit), targeting a random creature within 60 feet of it that doesn't have total cover against the attack.

7-8. The dodecahedron casts shocking grasp (+5 to hit) on the next creature that touches it.

9-10. The dodecahedron casts darkness on itself. The effect has a duration of 10 minutes.

11-12. The next creature to touch the dodecahedron gains 1d10 temporary hit points that last for 1 hour.

Location. This magic item is found in L13, A3.

DREAD HELM

Wondrous Item, Common

This fearsome steel helm makes your eyes glow red while you wear it.

Location. This item can be found in L11, A17D.

DRIFTGLOBE

Wonderous item, uncommon

This small sphere of thick glass weighs 1 pound. If you are within 60 feet of it, you can speak its command word and cause it to emanate the *light* or *daylight* spell. Once used, the *daylight* effect can't be used again until the next dawn.

You can speak another command word as an action to make the illuminated globe rise into the air and float no more than 5 feet off the ground. The globe hovers in this way until you or another creature grasps it. If you move more than 60 feet from the hovering globe, it follows you until it is within 60 feet of you. It takes the shortest route to do so. If prevented from moving, the globe sinks gently to the ground and becomes inactive, & its light winks out.

Location. This magic item is found in L1, A17.

DUST OF DISAPPEARANCE

Wondrous Item, Uncommon

Found in a small packet, this powder resembles very fine sand. There is enough of it for one use. When you use an action to throw the dust into the air, you and each creature and object within 10 feet of you become invisible for 2d4 minutes. The duration is the same for all subjects, and the dust is consumed when its magic takes effect. If a creature affected by the dust attacks or casts a spell, invisibility ends for that creature.

Location. This magic item is located in L2, A26E.

DWARVEN THROWER

Warhammer, Very Rare (Requires Attunement by a Dwarf)

You gain a +3 bonus to attack and damage rolls made with this magic weapon. It has the thrown property with a normal range of 20 feet and a long range of 60 feet. When you hit with a ranged attack using this weapon, it deals an extra 1d8 damage or, if the target is a giant, 2d8 damage. Immediately after the attack, the weapon flies back to your hand.

Location. This magic item is found in L15, A27, wielded by Zorak Lightdrinker, the dwarf **vampire**.

ELEMENTAL GEM OF AIR

Wondrous Item, Uncommon

This gem contains a mote of elemental energy. When you use an action to break the gem, an **air elemental** is summoned as if you had cast the *conjure elemental* spell, and the gem's magic is lost.

Location. This magic item is found in L7, A13C.

ELEMENTAL GEM OF FIRE

Wondrous Item, Uncommon

This gem contains a mote of elemental energy. When you use an action to break the gem, a **fire elemental** is summoned as if you had cast the *conjure elemental* spell, and the gem's magic is lost.

Location. This magic item is found in L15, A31.

ELEMENTAL GEM OF WATER

Wondrous Item, Uncommon

This gem contains a mote of elemental energy. When you use an action to break the gem, a **water elemental** is summoned as if you had cast the *conjure elemental* spell, and the gem's magic is lost.

Location. This magic item is located in L3, Area 20E.

FIGURINE OF WONDROUS POWER (ONYX DOG)

Wondrous Item, Rare

A figurine of wondrous power is a statuette of a beast small enough to fit in a pocket. If you use an action to speak the command word and throw the onyx dog figurine to a point on the ground within 60 feet of you, the figurine becomes a living creature for up to 6 hours. If the space where the creature would appear is occupied by other creatures or objects, or if there isn't enough space for the creature, the figurine doesn't become a creature.

The onyx dog becomes a **mastiff** that has an Intelligence of 8 and can speak Common. It also has dark vision out to a range of 60 feet and can see invisible creatures and objects within that range. The mastiff is friendly to you and your companions. It understands your languages and obeys your spoken commands. If you issue no commands, it defends itself but takes no other actions.

After six hours, the mastiff reverts to its figurine form. It also reverts to a figurine early if it drops to 0 hit points or if you use an action to speak the command word again while touching it. When the mastiff becomes a figurine again, its property can't be used again until 7 days have passed.

Location. This magic item is found in L15, A35.

GAUNTLETS OF OGRE POWER

Wondrous Item, Uncommon (Requires Attunement)

Your Strength score is 19 while you wear these gauntlets. They have no effect on you if your Strength is already 19 or higher without them.

Location. This magic item is found in L10, A29C.

GEM OF BRIGHTNESS

Wondrous Item, Uncommon

This prism has 50 charges. While you are holding it, you can use an action to speak one of three command words to cause one of the following effects:

- The first command word causes the gem to shed bright light in a 30-foot radius and dim light for an additional 30 feet. This effect doesn't expend a charge. It lasts until you use a bonus action to repeat the command word or until you use another function of the gem.
- The second command word expends 1 charge and causes the gem to fire a brilliant beam of light at one creature you can see within 60 feet of you. The creature must succeed on a DC 15 Constitution saving throw or become blinded for 1 minute. The creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.
- The third command word expends 5 charges and causes the gem to flare with blinding light in a 30-foot cone originating from it. Each creature in the cone must make a saving throw as if struck by the beam created with the second command word.

When all of the gem's charges are expended, the gem becomes a nonmagical jewel worth 50 gp.

Location. This magic item is found in L19, A11B.

GEM OF SEEING

Wondrous Item, Rare (Requires Attunement)

This gem has 3 charges. As an action, you can speak the gem's command word and expend 1 charge. For the next 10 minutes, you have truesight out to 120 feet when you peer through the gem. The gem regains 1d3 expended charges daily at dawn.

Location. This item is found in L9, A23.

GLOVES OF MISSILE SNARING

Wondrous Item, Uncommon (Requires Attunement)

These gloves seem to almost meld into your hands when you don them. When a ranged weapon attack hits you while you're wearing them, you can use your reaction to reduce the damage by 1d10 + your Dexterity modifier, provided that you have a free hand. If you reduce the damage to 0, you can catch the missile if it is small enough for you to hold in that hand.

Location. This magic item is found in L12, A8A.

HAT OF WIZARDRY

Wondrous Item, Common (requires attunement by a wizard)

This antiquated, cone-shaped hat is adorned with gold crescent moons and stars. While you are wearing it, you gain the following benefits:

- You can use the hat as a spellcasting focus for your wizard spells.
- You can try to cast a cantrip that you don't know. The cantrip must be on the wizard spell list, and you must make a DC 10 Intelligence (Arcana) check. If the check succeeds, you cast the spell. If the check fails, so does the spell, and the action used to cast the spell is wasted. Regardless, you can't use this property again until you finish a long rest.

Additional Loot. This magic item is added to L3, 10H.

HEADBAND OF INTELLECT

Wondrous Item, Uncommon (Requires Attunement)

Your Intelligence score is 19 while you wear this headband. It has no effect on you if your Intelligence is already 19 or higher without it.

Location. This item can be found in L8, Area 21C.

HELM OF THE SCAVENGER

Wondrous Item, Legendary (Requires Attunement by a spellcaster)

This ornate chair is designed to propel and maneuver a ship through space.

Passive Properties. The following properties of the helm come into play even when no creature is attuned to it:

- When placed aboard a vessel weighing between 1 and 100 tons, the helm generates an envelope of fresh air around the ship while it is in the void of space (but not underwater). This envelope extends out from the edges of the hull in all directions for a distance equal in length to the vessel's beam, so that creatures aboard and near the ship can breathe normally in space. The temperature within the air envelope is 70 degrees Fahrenheit.
- When placed aboard a vessel weighing between 1 and 100 tons, the helm generates an artificial gravity field while the ship is in the void of space, so that creatures can walk on the ship's decks as they normally would. Creatures and objects that fall overboard bob in a gravity plane that extends out from the main deck for a distance equal in length to the vessel's beam.

Active Properties. The sensation of being attuned to the helm is akin to being immersed in warm water. While attuned to the helm, you gain the following abilities while you sit in it:

- You can use the helm to propel the vessel across or through water and other liquids at a maximum speed in miles per hour equal to your highest-level unexpended spell slot.
- You can use the helm to propel the vessel through air or space at a maximum speed in miles per hour equal to your highest-level unexpended spell slot × 10.
- Provided you have at least one unexpended spell slot, you can steer the vessel, albeit in a somewhat clumsy fashion, in much the same way that oars or a rudder can maneuver a seafaring ship.
- Whenever you like, you can see what's happening on and around the vessel as though you were standing in a location of your choice aboard it.

Drawback. While attuned to the helm, you cannot expend your own spell slots.

Location. This magic item is found in L23, A20.

HIDE ARMOR OF LIGHTNING RESISTANCE

Medium Armor, Rare (Requires Attunement)

While wearing this armor, your AC equals 12 + your Dexterity modifier (up to a bonus of +2), and you have resistance to lightning damage.

Location. This magic item is found in L5, Area 6B.

HORN OF THE ENDLESS MAZE

Wondrous Item, Rare

You can use an action to blow this horn. In response, 3d4+3 warrior spirits from the Abyss appear within 60 feet of you. They look like Minotaurs and use the statistics of a berserker. They return to the Abyss after 1 hour or when they drop to 0 hit points. Once you use the horn, it can't be used again until 7 days have passed.

If you blow the horn without having proficiency with all simple weapons, the summoned berserkers attack you. If you meet the requirement, they are friendly to you and your companions and follow your commands.

Location. This magic item is carried by Maku on L12, A8.

HORNED RING

Ring, Very Rare (Requires Attunement)

Allows an attuned wearer to ignore Undermountain's magical restrictions (see "Alterations to Magic").

Location. This magic item is found in L23, A29. It's also carried by Maddgoth on L7.

INSTRUMENT OF THE BARDS, ANSTRUTH HARP

Wondrous Item, Very Rare (Requires Attunement by a Bard)

You can use an action to play the instrument and cast one of its spells. Once the instrument has been used to cast a spell, it can't be used to cast that spell again until the next dawn. The spells use your spellcasting ability and spell save DC. A creature that attempts to play the instrument without being attuned to it must succeed on a DC 15 Wisdom saving throw or take 2d4 psychic damage.

You can play the instrument while casting a spell that causes any of its targets to be charmed on a failed saving throw, thereby imposing disadvantage on the save. This effect applies only if the spell has a somatic or a material component.

The harp can be used to cast the following spells: *control weather*, *cure wounds* (5th level), *fly*, *invisibility*, *levitate*, *protection from evil and good*, and *wall of thorns*.

Location. This magic item is found in L23, A17.

INSTRUMENT OF THE BARDS, FOCHLUCAN BANDORE

Wondrous Item, Uncommon (Requires Attunement by a Bard)

An instrument of the bards is an exquisite example of its kind, superior to an ordinary instrument in every way. Seven types of these instruments exist, each named after a legendary bard college. A creature that attempts to play the instrument without being attuned to it must succeed on a DC 15 Wisdom saving throw or take 2d4 psychic damage.

You can use an action to play the instrument and cast one of its spells. Once the instrument has been used to cast a spell, it can't be used to cast that spell again until the next dawn. The spells use your spellcasting ability and spell save DC.

You can play the instrument while casting a spell that causes any of its targets to be charmed on a failed saving throw, thereby imposing disadvantage on the save. This effect applies only if the spell has a somatic or a material component.

All instruments of the bards can be used to cast the following spells: *fly*, *invisibility*, *levitate*, and *protection from evil and good*. In addition, the Fochlucan bandore can be used to cast *entangle*, *faerie fire*, *shillelagh*, and *speak with animals*.

Additional Loot. This item is added to L14, A39C.

IOUN STONE OF INSIGHT

Wondrous Item, Very Rare (Requires Attunement)

An Ioun stone is named after Ioun, god of knowledge and prophecy, who is revered on some worlds. Many types of Ioun stone exist, each type a distinct combination of shape and color.

When you use an action to toss one of these stones into the air, the stone orbits your head at a distance of 1d3 feet and confers a benefit to you. Thereafter, another creature must use an action to grasp or net the stone to separate it from you, either by making a successful attack roll against AC 24 or a successful DC 24 Dexterity (Acrobatics) check. You can use an action to seize and stow the stone, ending its effect.

A stone has AC 24, 10 hit points, and resistance to all damage. It is considered to be an object that is being worn while it orbits your head.

Your Wisdom score increases by 2, to a maximum of 20, while this incandescent blue sphere orbits your head.

Location. This magic item is found in L22, A41.

IOUN STONE OF INTELLECT

Wondrous Item, Very Rare (Requires Attunement)

When you use an action to toss one of these stones into the air, the stone orbits your head at a distance of 1d3 feet and confers a benefit to you. Thereafter, another creature must use an action to grasp or net the stone to separate it from you, either by making a successful attack roll against AC 24 or a successful DC 24 Dexterity (Acrobatics) check. You can use an action to seize and stow the stone, ending its effect.

A stone has AC 24, 10 hit points, and resistance to all damage. It is considered to be an object that is being worn while it orbits your head.

Your Intelligence score increases by 2, to a maximum of 20, while this marbled scarlet and blue sphere orbits your head.

Location. This item is the reward of attaining first place in the High Wizard Tournament in Level 9.

MACE OF SMITING

Mace, Rare

You gain a +1 bonus to attack and damage rolls made with this magic weapon. The bonus increases to +3 when you use the mace to attack a construct.

When you roll a 20 on an attack roll made with this weapon, the target takes an extra 7 bludgeoning damage, or an extra 14 bludgeoning damage if it's a construct. If a construct has 25 hit points or fewer after taking this damage, it is destroyed.

Location. This magic item is found in L21, A24.

MANUAL OF GAINFUL EXERCISE

Wondrous Item, very rare

This book describes fitness exercises, and its words are charged with magic. If you spend 48 hours over a period of 6 days or fewer studying the book's contents and practicing its guidelines, your Strength score increases by 2, as does your maximum for that score. The manual then loses its magic, but regains it in a century.

Location. This magic item is found in L16, A22.

MARINER'S ARMOR

Scale Mail, Uncommon

While wearing this armor, you have a swimming speed equal to your walking speed. In addition, whenever you start your turn underwater with 0 hit points, the armor causes you to rise 60 feet toward the surface.

Location. This magic item is found in L19, A1.

MITHRAL CHAIN SHIRT

Medium Armor, Uncommon

Mithral is a light, flexible metal. This chain shirt does not impose disadvantage on Dexterity (Stealth) checks, nor does it have a Strength requirement.

Location. This magic item is found in L18, A15.

MITHRAL PLATE ARMOR

Heavy Armor, Uncommon

Mithral plate armor is flexible and does not impose disadvantage on Dexterity (Stealth) checks. It requires a Strength score of 15 to wear and grants an AC of 18.

Location. This magic item is worn by Zress Orlezziiir on L10, likely in Area 25B.

NECKLACE OF FIREBALLS

Wondrous Item, Rare

This necklace has up to 1d6+3 beads hanging from it. You can use an action to detach a bead and throw it up to 60 feet away. When it reaches the end of its trajectory, the bead detonates as a 3rd-level *fireball* spell (save DC 15).

You can hurl multiple beads, or even the whole necklace, as one action. When you do so, increase the level of the *fireball* by 1 for each bead beyond the first.

Location. This magic item is found in L15, A31.

NINE LIVES STEALER

Weapon, Very Rare (Requires Attunement)

You gain a +2 bonus to attack and damage rolls made with this magic weapon. The sword has 1d8+1 charges. If you score a critical hit against a creature that has fewer than 100 hit points, it must succeed on a DC 15 Constitution saving throw or be slain instantly as the sword tears its life force from its body (a construct or an undead is immune). The sword loses 1 charge if the creature is slain. When the sword has no charges remaining, it loses this property.

Location. This magic item is found in L22, A34A.

NOLZUR'S MARVELOUS PIGMENTS

Wondrous Item, very rare

Typically found in 1d4 pots inside a fine wooden box with a brush (weighing 1 pound in total), these pigments allow you to create three-dimensional objects by painting them in two dimensions. The paint flows from the brush to form the desired object as you concentrate on its image.

Each pot of paint is sufficient to cover 1,000 square feet of a surface, which lets you create inanimate objects or terrain features—such as a door, a pit, flowers, trees, cells, rooms, or weapons—that are up to 10,000 cubic feet. It takes 10 minutes to cover 100 square feet.

When you complete the painting, the object or terrain feature depicted becomes a real, nonmagical object. Thus, painting a door on a wall creates an actual door that can be opened to whatever is beyond. Painting a pit on a floor creates a real pit, and its depth counts against the total area of objects you create.

Nothing created by the pigments can have a value greater than 25 gp. If you paint an object of greater value (such as a diamond or a pile of gold), the object looks authentic, but close inspection reveals it is made from paste, bone, or some other worthless material.

If you paint a form of energy such as fire or lightning, the energy appears but dissipates as soon as you complete the painting, doing no harm to anything.

Location. This magic item is found in L13, A7B.

OIL OF SLIPPERINESS

Potion, Uncommon

This sticky black unguent is thick and heavy in the container, but it flows quickly when poured. The oil can cover a Medium or smaller creature, along with the equipment it's wearing and carrying (one additional vial is required for each size category above Medium). Applying the oil takes 10 minutes. The affected creature then gains the effect of a freedom of movement spell for 8 hours.

Alternatively, the oil can be poured on the ground as an action, where it covers a 10-foot square, duplicating the effect of the grease spell in that area for 8 hours.

Location. This magic item is found in L10, A11G.

ORB OF DIRECTION

Wondrous Item, Common

While holding this orb, you can use an action to determine which way is north. This property functions only on the Material Plane.

Location. This magic item is found in L19, A11B.

ORB OF GONGING

Wondrous Item, common

This common wondrous item is a hollow, 5-inch-diameter orb that weighs 5 pounds. Its outer shell is composed of notched bronze rings, which can be turned so that the notches line up. Aligning the notches requires an action, and doing so causes the orb to gong loudly until the notches are no longer aligned. The sounds are spaced 6 seconds apart and can be heard out to a range of 600 feet.

Location. This magic item is found in L13, A3.

PEARL OF POWER

Wondrous Item, Uncommon (Requires Attunement by a spellcaster)

While this pearl is on your person, you can use an action to speak its command word and regain one expended spell slot. If the expended slot was of 4th level or higher, the new slot is 3rd level. Once you have used the pearl, it can't be used again until the next dawn.

Location. This item is the reward of attaining third place in the High Wizard Tournament in Level 9.

PHILTER OF LOVE

Potion, Uncommon

The next time you see a creature within 10 minutes after drinking this philter, you become charmed by that creature for 1 hour. If the creature is of a species and gender you are normally attracted to, you regard it as your true love while you are charmed. This potion's rose-hued, effervescent liquid contains one easy-to-miss bubble shaped like a heart.

Additional Loot. This item is found in L2, A2B & L10, A4.

PIPE OF SMOKE MONSTERS

Wondrous Item, Common

While smoking this pipe, you can use an action to exhale a puff of smoke that takes the form of a single creature, such as a dragon, a flumph, or a frogemoth. The form must be small enough to fit in a 1-foot cube and loses its shape after a few seconds, becoming an ordinary puff of smoke.

Location. This magic item is found in L4, A23.

POLE OF ANGLING

Wondrous Item, Common

While holding this orb, you can use an action to determine which way is north. This property functions only on the Material Plane.

Location. This magic item is found in L19, A1C.

POT OF AWAKENING

Wondrous Item, Common

If you plant an ordinary shrub in this 10-pound lay pot and let it grow for 30 days, the shrub magically transforms into an **awakened shrub** at the end of that time. When the shrub awakens, its roots break the pot, destroying it.

The awakened shrub is friendly toward you. Absent commands from you, it does nothing.

Location. This magic item is found in L2, A26A.

POTION OF ANIMAL FRIENDSHIP

Potion, Uncommon

When you drink this potion, you can cast the *animal friendship* spell (save DC 13) for 1 hour at will. Agitating this muddy liquid brings little bits into view: a fish scale, a hummingbird tongue, a cat claw, or a squirrel hair.

Location. This magic item is located in L3, A21S.

POTION OF CLOUD GIANT STRENGTH

Potion, Very Rare

When you drink this potion, your Strength score changes to 27 for 1 hour. The potion has no effect on you if your Strength is equal to or greater than that score. This potion's transparent liquid has floating in it a sliver of fingernail from a cloud giant.

Location. This magic item is found in L22, A37.

POTION OF DIMINUTION

Potion, Uncommon

When you drink this potion, you gain the "reduce" effect of the enlarge/reduce spell for 1d4 hours (no concentration required). The red in the potion's liquid continuously contracts to a tiny bead and then expands to color the clear liquid around it. Shaking the bottle fails to interrupt this process.

Location. This item is found in L10, A4 (as additional loot) and on L13, A12C.

POTION OF FIRE BREATH

Potion, Uncommon

After drinking this potion, you can use a bonus action to exhale fire at a target within 30 feet of you. The target must make a DC 13 Dexterity saving throw, taking 4d6 fire damage on a failed save, or half as much damage on a successful one. The effect ends after you exhale the fire three times or when 1 hour has passed.

This potion's orange liquid flickers, and smoke fills the top of the container and wafts out whenever it is opened.

Location. This magic item is found in L7, Area 43B.

POTION OF HEALING

Potion, Common

You regain 2d4+2 hit points when you drink this potion. The potion's red liquid glimmers when agitated.

Location. This magic item is found in:

- L2, A13G
- L3, A20B
- L10, A4, A19C, & A22B
- L12, A19C
- L19, A13B

Greater Healing. You instead regain 4d4+4 hit points. This variant is found in:

- L9, A31
- L10, A11C
- L16, A8

Superior Healing. You instead gain 8d4+8 hit points. This variant is found in L20, 4B.

Supreme Healing. You instead gain 10d4+20 hit points. This variant is found in:

- L11, A12
- L17, A7C
- L22, A8

POTION OF INVISIBILITY

Potion, Very Rare

This potion's container looks empty but feels as though it holds liquid. When you drink it, you become invisible for 1 hour. Anything you wear or carry is invisible with you. The effect ends early if you attack or cast a spell.

Location. This magic item is found in L7, A45 & L22, A16B.

POTION OF LONGEVITY

Potion, very rare

When you drink this potion, your physical age is reduced by 1d6+6 years, to a minimum of 13 years. Each time you subsequently drink a *potion of longevity*, there is 10 percent cumulative chance that you instead age by 1d6+6 years. Suspended in this amber liquid are a scorpion's tail, an adder's fang, a dead spider, and a tiny heart that, against all reason, is still beating. These ingredients vanish when the potion is opened.

Location. This magic item is found in L13, A12C.

POTION OF MIND READING

Potion, Rare

When you drink this potion, you gain the effect of the detect thoughts spell (save DC 13). The potion's dense, purple liquid has an ovoid cloud of pink floating in it.

Location. This magic item is found in L20, A4B.

POTION OF POISON

Potion, Uncommon

This concoction looks, smells, and tastes like a potion of healing or other beneficial potion. However, it is actually poison masked by illusion magic. An *identify* spell reveals its true nature.

If you drink it, you take 3d6 poison damage, and you must succeed on a DC 13 Constitution saving throw or be poisoned. At the start of each of your turns while you are poisoned in this way, you take 3d6 poison damage. At the end of each of your turns, you can repeat the saving throw. On a successful save, the poison damage you take on your subsequent turns decreases by 1d6. The poison ends when the damage decreases to 0.

Location. This item is sold by Nightshade in SK, A34.

POTION OF RESISTANCE

Potion, Uncommon

When you drink this potion, you gain resistance to a particular damage type for 1 hour, as determined by the potion's creator.

Acid. This variant is found in L17, A13A.

Fire. This variant is found in L15, A24.

Force. This variant is found in L20, A20.

Lightning. This variant is found in L2, 7C, L10, A4, & L20, A20.

POTION OF VITALITY

Potion, Very Rare

When you drink this potion, it removes any exhaustion you are suffering and cures any disease or poison affecting you. For the next 24 hours, you regain the maximum number of hit points for any Hit Die you spend. The potion's crimson liquid regularly pulses with dull light, calling to mind a heartbeat.

Location. This magic item is found in L10, A19I.

POTION OF WATER BREATHING

Potion, Uncommon

You can breathe underwater for 1 hour after drinking this potion. Its cloudy green fluid smells of the sea and has a jellyfish-like bubble floating in it.

Location. This magic item is found in L3, A9B. Additionally, the headmaster of L9 can scrounge up six of these potions for the second challenge of the High Wizard Tournament event.

PROFESSOR ORB

Wondrous Item, Rare

Each professor orb takes the form of a smooth, solid, 5-pound sphere of smoky gray quartz about the size of a grapefruit. Close examination reveals two or more pinpricks of silver light deep inside the sphere.

A Professor Orb is sentient and has the personality of a scholar. Its alignment is determined by rolling on the alignment table in the "Sentient Magic Items" section in chapter 7 of the *Dungeon Master's Guide*. Regardless of its disposition, the orb has an Intelligence of 18, and Wisdom and Charisma scores determined by rolling 3d6 for each ability. The orb speaks, reads, and understands four languages, and can see and hear normally out to a range of 60 feet. Unlike most sentient items, the orb has no will of its own and can't initiate a conflict with the creature in possession of it.

A *professor orb* has extensive knowledge of four narrow academic subjects. When making an Intelligence check to recall lore from any of its areas of expertise, the orb has a +9 bonus to its roll (including its Intelligence modifier).

In addition to the knowledge it possesses, a professor orb can cast the mage hand cantrip at will. It uses the spell only to transport itself. Its spellcasting ability is Intelligence.

Location. This item is found in L9, A37.

QUAAL'S FEATHER TOKEN (SWAN BOAT)

Wondrous Item, Rare

You can use an action to touch the token to a body of water at least 60 feet in diameter. The token disappears, and a 50-foot-long, 20-foot-wide boat shaped like a swan takes its place. The boat is self-propelled and moves across water at a speed of 6 miles per hour.

You can use an action while on the boat to command it to move or to turn up to 90 degrees. The boat can carry up to thirty-two Medium or smaller creatures. A Large creature counts as four Medium creatures, while a Huge creature counts as nine. The boat remains for 24 hours and then disappears. You can dismiss the boat as an action.

Location. This magic item is rewarded by the Mad Mage for completing *Halaster's Game* on L3.

QUAAL'S FEATHER TOKEN (TREE)

Wondrous Item, Rare

This tiny object looks like a feather. You must be outdoors to use this token. You can use an action to touch it to an unoccupied space on the ground. The token disappears, and in its place a nonmagical oak tree springs into existence. The tree is 60 feet tall and has a 5-foot-diameter trunk, and its branches at the top spread out in a 20-foot radius.

Location. This magic item is found in L17, A13A.

QUIVER OF EHLONNA

Wondrous Item, Uncommon

Each of the quiver's three compartments connects to an extradimensional space that allows the quiver to hold numerous items while never weighing more than 2 pounds. The shortest compartment can hold up to sixty arrows, bolts, or similar objects. The midsize compartment holds up to eighteen javelins or similar objects. The longest compartment holds up to six long objects, such as bows, quarterstaves, or spears. You can draw any item the quiver contains as if doing so from a regular quiver or scabbard.

Additional Loot. This item is added to L14, A15.

RING OF JUMPING

Ring, Uncommon (Requires Attunement)

While wearing this ring, you can cast the jump spell from it as a bonus action at will, but can target only yourself when you do so.

Additional Loot. This item is added to L14, A30.

RING OF SWIMMING

Ring, Uncommon

You have a swimming speed of 40 feet while wearing this ring.

Location. This magic item is found in L2, Area 19B.

RING OF X-RAY VISION

Ring, Rare (Requires Attunement)

While wearing this ring, you can use an action to speak its command word. When you do so, you can see into and through solid matter for 1 minute. This vision has a radius of 30 feet. To you, solid objects within that radius appear transparent and don't prevent light from passing through them. The vision can penetrate 1 foot of stone, 1 inch of common metal, or up to 3 feet of wood or dirt. Thin sheets of lead and thicker substances block the vision.

Whenever you use the ring again before taking a long rest, you must succeed on a DC 15 Constitution saving throw or gain one level of exhaustion.

Location. This magic item is found in L20, A13D.

ROD OF LORDLY MIGHT

Rod, Legendary (Requires Attunement)

This rod has a flanged head, and it functions as a magic mace that grants a +3 bonus to attack and damage roll made with it. The rod has properties associated with six different buttons that are set in a row along the haft as well as three other properties.

Six Buttons. You can press one of the rod's six buttons as a bonus action. A button's effect lasts until you push a different button or until you push the same button again, which causes the rod to revert to its normal form.

- If you press button 1, the rod becomes a flame tongue as a fiery blade sprouts from the end opposite the rod's flanged head (you choose the type of sword).
- If you press button 2, the rod's flanged head folds down and two crescent-shaped blades spring out, transforming the rod into a magic battleaxe that grants a +3 bonus to attack and damage rolls made with it.
- If you press button 3, the rod's flanged head folds down, a spear point springs from the rod's tip, and the rod's handle lengthens into a 6-foot haft, transforming the rod into a magic spear that grants a +3 bonus to attack and damage rolls made with it.

- If you press button 4, the rod transforms into a climbing pole up to 50 feet long, as you specify. In surfaces as hard as granite, a spike at the bottom and three hooks at the top anchor the pole. Horizontal bars 3 inches long fold out from the sides, 1 foot apart, forming a ladder. The pole can bear up to 4,000 pounds. More weight or lack of solid anchoring causes the rod to revert to its normal form.
- If you press button 5, the rod transforms into a handheld battering ram and grants its user a +10 bonus to Strength checks made to break through doors, barricades, and other barriers.
- If you press button 6, the rod assumes or remains in its normal form and indicates magnetic north. (Nothing happens if this function of the rod is used in a location that has no magnetic north.) It also gives you knowledge of your approximate depth beneath the ground or your height above it.

Drain Life. When you hit a creature with a melee attack using the rod, you can force the target to make a DC 17 Constitution saving throw. On a failure, the target takes an extra 4d6 necrotic damage, and you regain a number of hit points equal to half that necrotic damage. This property can't be used again until the next dawn.

Paralyze. When you hit a creature with a melee attack using the rod, you can force the target to make a DC 17 Strength saving throw. On a failure, the target is paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on a success. This property can't be used again until the next dawn.

Terrify. While holding the rod, you can use an action to force each creature you can see within 30 feet of you to make a DC 17 Wisdom saving throw. On a failure, a target is frightened of you for 1 minute. A frightened target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. This property can't be used again until the next dawn.

Location. This magic item is found in L23, A33.

ROD OF RULERSHIP

Rod, Rare (Requires Attunement)

You can use an action to present the rod and command obedience from each creature of your choice that you can see within 120 feet of you. Each target must succeed on a DC 15 Wisdom saving throw or be charmed by you for 8 hours. While charmed in this way, the creature regards you as its trusted leader. If harmed by you or your companions, or commanded to do something contrary to its nature, a target ceases to be charmed in this way. The rod can't be used again until the next dawn.

Location. This item can be found in L8, Area 15C.

ROPE OF CLIMBING

Wondrous Item, Uncommon

This 60-foot length of silk rope weighs 3 pounds and can hold up to 3,000 pounds. If you hold one end of the rope and use an action to speak the command word, the rope animates. As a bonus action, you can command the other end to move toward a destination you choose. That end moves 10 feet on your turn when you first command it and 10 feet on each of your turns until reaching its destination, up to its maximum length away, or until you tell it to stop. You can also tell the rope to fasten itself securely to an object or to unfasten itself, to knot or unknit itself, or to coil itself for carrying.

If you tell the rope to knot, large knots appear at 1-foot intervals along the rope. While knotted, it shortens to a 50-foot length and grants advantage on checks made to climb it.

The rope has AC 20 and 20 hit points. It regains 1 hit point every 5 minutes as long as it has at least 1 hit point. If the rope drops to 0 hit points, it is destroyed.

Location. This magic item is found in L4, Area 7.

SENDING STONE

Wondrous Item, Uncommon

Sending stones come in pairs, each smooth stone carved to match the other so the pairing is easily recognized. While you touch one stone, you can use an action to cast the sending spell from it. The target is the bearer of the other stone. If no creature bears the other stone, you know that fact as soon as you use the stone and don't cast the spell. Once sending is cast through the stones, they can't be used again until the next dawn. If one of the stones in a pair is destroyed, the other one becomes nonmagical.

Location. This magic item is found in L19, A2 & 13C.

SENTINEL SHIELD

Shield, Uncommon

While holding this shield, you have advantage on initiative rolls and Wisdom (Perception) checks.

Location. This magic item is found in L6, A29F.

SHIELD OF THE UVEN RUNE

Shield, Very Rare (Requires Attunement)

This shield is made from the scale of an ancient white dragon. It has a rune burned into its outward-facing side. A character who examines the rune and succeeds on a DC 20 Intelligence (History) check recognizes it as an uven ("enemy" in Giant) rune that confers great power. While holding the shield, you benefit from the following properties.

Winter's Friend. You are immune to cold damage.

Deadly Rebuke. Immediately after a creature hits you with a melee attack, you can use your reaction to deal 3d6 necrotic damage to that creature.

Bane. You can cast the *bane* spell from the shield (save DC 17). The spell does not require concentration and lasts for 1 minute. Once you cast the spell from the shield, you can't do so again until you finish a short or long rest.

Gift of Vengeance. You can transfer the shield's magic to a nonmagical weapon by tracing the uven rune on the weapon with one finger. The transfer takes 8 hours of work that requires the two items to be within 5 feet of each other. At the end, the shield is destroyed, and the rune is etched or burned into the chosen weapon. This weapon becomes a rare magic item that requires attunement. It has the properties of a +1 weapon. The bonus increases to +3 when the weapon is used against one of the following creature types, chosen by you at the time of the magic weapon's creation: aberrations, celestials, constructs, dragons, elementals, fey, fiends, giants, or undead.

Location. This magic item is found in L23, A28.

STAFF OF DEFENSE

Staff, Rare (Requires Attunement)

This slender, hollow staff is made of glass yet is as strong as oak. It weighs 3 pounds. You must be attuned to the staff to gain its benefits and cast its spells.

While holding the staff, you have a +1 bonus to your Armor Class.

The staff has 10 charges, which are used to fuel the spells within it. With the staff in hand, you can use your action to cast one of the following spells from the staff if the spell is on your class's spell list: mage armor (1 charge) or shield (2 charges). No components are required.

The staff regains 1d6+4 expended charges each day at dawn. If you expend the staff's last charge, roll a d20. On a 1, the staff shatters and is destroyed.

Location. This item is the reward of attaining second place in the High Wizard Tournament in Level 9.

STAFF OF FLOWERS

Staff, Common

This wooden staff has 10 charges. While holding it, you can use an action to expend 1 charge, causing a flower to sprout from a patch of earth or soil within 5 feet of you, or from the staff itself. Unless you choose a specific kind of flower, the staff creates a mild-scented daisy. The flower is harmless and nonmagical, and it grows or withers as a normal flower would. The staff regains 1d6+4 expended charges daily at dawn. If you expend the last charge, roll a d20. On a 1, the staff turns into flower petals and is lost forever.

Location. This magic item is found in L5, A6F.

STAFF OF POWER

Staff, Very Rare (Requires Attunement by a Sorcerer, Warlock, or Wizard)

This staff can be wielded as a magic quarterstaff that grants a +2 bonus to attack and damage rolls made with it. While holding it, you gain a +2 bonus to Armor Class, saving throws, and spell attack rolls.

The staff has 20 charges for the following properties. It regains 2d8+4 expended charges daily at dawn. If you expend the last charge, roll a d20. On a 1, the staff retains its +2 bonus to attack and damage roll but loses all other properties. On a 20, the staff regain 1d8+2 charges.

Power Strike. When you hit with a melee attack using the staff, you can expend 1 charge to deal an extra 1d6 force damage to the target.

Spells. While holding this staff, you can use an action to expend 1 or more of its charges to cast one of the following spells from it, using your spell save DC and spell attack bonus: *cone of cold* (5 charges), *fireball* (5th-level version, 5 charges), *globe of invulnerability* (6 charges), *hold monster* (5 charges), *levitate* (2 charges), *lightning bolt* (5th-level version, 5 charges), *magic missile* (1 charge), *ray of enfeeblement* (1 charge), or *wall of force* (5 charges).

STAFF OF POWER: RETRIBUTIVE STRIKE

Distance from Origin	Effect
10 ft. or closer	8 x the number of charges in the staff
11-20 ft. away	6 x the number of charges in the staff
21-30 ft. away	4 x the number of charges in the staff

Retributive Strike. You can use an action to break the staff over your knee or against a solid surface, performing a retributive strike. The staff is destroyed and releases its remaining magic in an explosion that expands to fill a 30-foot-radius sphere centered on it.

You have a 50 percent chance to instantly travel to a random plane of existence, avoiding the explosion. If you fail to avoid the effect, you take force damage equal to $16 \times$ the number of charges in the staff. Every other creature in the area must make a DC 17 Dexterity saving throw. On a failed save, a creature takes an amount of damage based on how far away it is from the point of origin, as shown in the following table. On a successful save, a creature takes half as much damage.

Location. This magic item is found in L22, A39.

SUNBLADE

Longsword, Rare (Requires Attunement)

This item appears to be a longsword hilt. While grasping the hilt, you can use a bonus action to cause a blade of pure radiance to spring into existence, or make the blade disappear. While the blade exists, this magic longsword has the finesse property. If you are proficient with shortswords or longswords, you are proficient with the sun blade.

You gain a +2 bonus to attack and damage rolls made with this weapon, which deals radiant damage instead of slashing damage. When you hit an undead with it, that target takes an extra 1d8 radiant damage.

The sword's luminous blade emits bright light in a 15-foot radius and dim light for an additional 15 feet. The light is sunlight. While the blade persists, you can use an action to expand or reduce its radius of bright and dim light by 5 feet each, to a maximum of 30 feet each or a minimum of 10 feet each.

Location. This magic item is found in L18, A8.

SWORD OF SHARPNESS, TEARULAI

Longsword, Very Rare (Requires Attunement)

Tearulai is a sentient neutral good *sword of sharpness* with an emerald-colored blade and precious gemstones embedded in its hilt and pommel. Evil creatures can't attune to Tearulai; any evil creature that tries takes 20 psychic damage.

When you attack an object with this magic longsword and hit, maximize your weapon damage dice against the target. When you attack a creature with this magic longsword and roll a 20 on the attack roll, that target takes an extra 14 slashing damage. Then roll another d20. If you roll a 20, you lop off one of the target's limbs, with the effect of such loss determined by the DM. If the creature has no limb to sever, you lop off a portion of its body instead.

In addition, you can speak the sword's command word to cause the blade to shed bright light in a 10-foot radius and dim light for an additional 10 feet. Speaking the command word again or sheathing the sword puts out the light.

Spells. The sword has 6 charges and regains 1d4+2 expended charges daily at dawn. A creature attuned to the sword can use an action and expend 1 or more charges to cast one of the following spells from it without material components: *fly* (2 charges), *polymorph* (3 charges) or *transport via plants* (4 charges).

Sentience. The sword has an Intelligence of 17, a Wisdom of 12, and a Charisma of 20. It has hearing and truesight out to a range of 120 feet. It communicates telepathically with its attuned wielder and can speak, read, and understand Common, Draconic, Elvish, and Sylvan. In addition, the sword can ascertain the true value of any gemstone brought within 5 feet of it.

Personality. Tearulai admires great beauty, music, fine art, and poetry. Vain, the weapon strives to improve its appearance. It craves gemstones and seeks out better ones with which to adorn itself. Most of all, it longs to return to the forests around Myth Drannor, where it was created. If its wielder's goals run counter to its own, Tearulai attempts to take control of its wielder (subjecting it to a DC 17 Charisma saving throw). On a failure, the wielder is charmed for 1d12 hours, during which Tearulai attempts to reach the surface, thereafter using *transport via plants* to return whence it came.

Location. This magic item is found in L5, Area 9, lodged into the green dragon's skull.

THAYAN RAZOR

Wondrous Item, Rare

This otherwise unassuming razor is carved in Thayan runes. When a humanoid touches the razor to its head, their hair is instantly shaven off.

Additional Loot. This magic item is found in L9, A11F.

TOME OF CLEAR THOUGHT

Wondrous Item, very rare

This book contains memory and logic exercises, and its words are charged with magic. If you spend 48 hours over a period of 6 days or fewer studying the book's contents and practicing its guidelines, your Intelligence score increases by 2, as does your maximum for that score. The manual then loses its magic, but regains it in a century.

Location. This magic item is found in L16, A22.

TRIDENT OF FISH COMMAND

Trident, Uncommon (Requires Attunement)

This trident is a magic weapon. It has 3 charges. While you carry it, you can use an action and expend 1 charge to cast *dominate beast* (save DC 15) from it on a beast that has an innate swimming speed. The trident regains 1d3 expended charges daily at dawn.

Additional Loot. This item is added to L14, A31.

WAND OF CONDUCTING

Wand, Common

This wand has 3 charges. While holding it, you can use an action to expend 1 of its charges and create orchestral music by waving it around. The music can be heard out to a range of 60 feet and ends when you stop waving the wand.

The wand regains all expended charges daily at dawn. If you expend the wand's last charge, roll a d20. On a 1, a sad tuba sound plays as the wand crumbles to dust and is destroyed.

Location. This magic item is found in L7, A8.

WAND OF FIREBALLS

Wand, Rare (Requires Attunement by a Spellcaster)

This wand has 7 charges. While holding it, you can use an action to expend 1 or more of its charges to cast the *fireball* spell (save DC 15) from it. For 1 charge, you cast the 3rd-level version of the spell. You can increase the spell level by one for each additional charge you expend.

The wand regains 1d6+1 expended charges daily at dawn. If you expend the wand's last charge, roll a d20. On a 1, the wand crumbles into ashes and is destroyed.

Location. This magic item is found in L5, Area 2D.

WAND OF MAGIC DETECTION

This wand has 3 charges. While holding it, you can expend 1 charge as an action to cast the *detect magic* spell from it. The wand regains 1d3 expended charges daily at dawn.

Location. This magic item is found in L15, A24.

WAND OF SECRETS

Wand, uncommon

The wand has 3 charges. While holding it, you can use an action to expend 1 of its charges, and if a secret door or trap is within 30 feet of you, the wand pulses and points at the one nearest to you. The wand regains 1d3 expended charges daily at dawn.

Location. This magic item is found in L1, Area 11.

WAND OF THE WAR MAGE, +1

Wondrous Item, Uncommon (Requires Attunement by a Spellcaster)

While you are holding this wand, you gain a +1 bonus to spell attack rolls. In addition, you ignore half cover when making a spell attack.

Location. This magic item is found in L10, A2. A +3 variant is wielded by Marambra Nyghtsteel in the *Elite Four* encounter on L23.

WAND OF WEB

Wondrous Item, Uncommon (Requires Attunement by a Spellcaster)

This wand has 7 charges. While holding it, you can use an action to expend 1 of its charges to cast the *web* spell (save DC 15) from it. The wand regains 1d6+1 expended charges daily at dawn. If you expend the wand's last charge, roll a d20. On a 1, the wand crumbles into ashes and is destroyed.

Additional Loot. This item is added to L14, A40B.

WAND OF WONDER

Wand, Rare (Requires Attunement by a Spellcaster)

This wand has 7 charges. While holding it, you can use an action to expend 1 of its charges and choose a target within 120 feet of you. The target can be a creature, an object, or a point in space. Roll d100 and consult the following table to discover what happens.

If the effect causes you to cast a spell from the wand, the spell's save DC is 15. If the spell normally has a range expressed in feet, its range becomes 120 feet if it isn't already.

If an effect covers an area, you must center the spell on and include the target. If an effect has multiple possible subjects, the DM randomly determines which ones are affected.

The wand regains 1d6+1 expended charges daily at dawn. If you expend the wand's last charge, roll a d20. On a 1, the wand crumbles into dust and is destroyed.

Location. This magic item is found in L23, A27.

WAND OF WONDER EFFECTS

d100	Effect
1-5	You cast <i>slow</i> .
6-10	You cast <i>faerie fire</i> .
11-15	You are stunned until the start of your next turn, believing something awesome just happened.
16-20	You cast <i>gust of wind</i> .
21-25	You cast <i>detect thoughts</i> on the target you chose. If you didn't target a creature, you instead take 1d6 psychic damage.
26-30	You cast <i>stinking cloud</i> .
31-33	Heavy rain falls in a 60-foot radius centered on the target. The area becomes lightly obscured. The rain falls until the start of your next turn.
34-36	An animal appears in the unoccupied space nearest the target. The animal isn't under your control and acts as it normally would. Roll a d100 to determine which animal appears. On a 01-25, a rhinoceros appears; on a 26-50, an elephant appears; and on a 51-100, a rat appears.
37-46	You cast <i>lightning bolt</i> .
47-49	A cloud of 600 oversized butterflies fills a 30-foot radius centered on the target. The area becomes heavily obscured. The butterflies remain for 10 minutes.
50-53	You enlarge the target as if you had cast <i>enlarge/reduce</i> . If the target can't be affected by that spell or if you didn't target a creature, you become the target.
54-58	You cast <i>darkness</i> .
59-62	Grass grows on the ground in a 60-foot radius centered on the target. If grass is already there, it grows to ten times its normal size and remains overgrown for 1 minute.
63-65	An object of the DM's choice disappears into the Ethereal Plane. The object must be neither worn nor carried, within 120 feet of the target, and no larger than 10 feet in any dimension.
66-69	You shrink yourself as if you had cast <i>enlarge/reduce</i> on yourself.
70-79	You cast <i>fireball</i> .
80-84	You cast <i>invisibility</i> on yourself.
85-87	Leaves grow from the target. If you chose a point in space as the target, leaves sprout from the creature nearest to that point. Unless they are picked off, the leaves turn brown and fall off after 24 hours.
88-90	A stream of 1d4 × 10 gems, each worth 1 gp, shoots from the wand's tip in a line 30 feet long and 5 feet wide. Each gem deals 1 bludgeoning damage, and the total damage of the gems is divided equally among all creatures in the line.
91-95	A burst of colorful shimmering light extends from you in a 30-foot radius. You and each creature in the area that can see must succeed on a DC 15 Constitution saving throw or become blinded for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.
96-97	The target's skin turns bright blue for 1d10 days. If you chose a point in space, the creature nearest to that point is affected.
98-100	If you targeted a creature, it must make a DC 15 Constitution saving throw. If you didn't target a creature, you become the target and must make the saving throw. If the saving throw fails by 5 or more, the target is instantly petrified. On any other failed save, the target is restrained and begins to turn to stone. While restrained in this way, the target must repeat the saving throw at the end of its next turn, becoming petrified on a failure or ending the effect on a success. The petrification lasts until the target is freed by the <i>greater restoration</i> spell or similar magic.

WINGED BOOTS

Wondrous Item, Uncommon (Requires Attunement)

While you wear these boots, you have a flying speed equal to your walking speed. You can use the boots to fly for up to 4 hours, all at once or in several shorter flights, each one using a minimum of 1 minute from the duration. If you are flying when the duration expires, you descend at a rate of 30 feet per round until you land.

The boots regain 2 hours of flying capability for every 12 hours they aren't in use.

Elite Four. This item is worn by Marambra Nyghtsteel in the *Elite Four* penultimate encounter on L23.

APPENDIX B: BESTIARY

TABLE OF CONTENTS

Aboleth.....	295	Cultist.....	317	Glabrezu.....	339
Abominable Yeti.....	296	Dao.....	317	Gloom Weaver.....	340
Adult Blue Dracolich.....	296	Darkmantle.....	318	Goblin.....	340
Adult Bronze Dragon.....	297	Death Dog.....	318	Goblin Boss.....	340
Adult Bronze Shadow Dragon.....	297	Death Knight.....	318	Gorgon.....	341
Adult Red Dragon.....	298	Death Slaad.....	319	Goristro.....	341
Adult Silver Dragon.....	298	Death Tyrant.....	319	Gray Ooze.....	341
Adult White Dragon.....	299	Deep Gnome.....	320	Gray Render.....	342
Air Elemental.....	299	Demilich.....	320	Green Slaad.....	342
Allip.....	300	Deva.....	321	Grell.....	342
Allosaurus.....	300	Dire Troll.....	321	Grick.....	342
Animated Armor.....	300	Displacer Beast.....	321	Grick Alpha.....	343
Animated Ballista.....	300	Diviner.....	322	Grimlock.....	343
Animated Staff of Frost.....	301	Doppelganger.....	322	Gynosphinx.....	343
Apprentice Wizard.....	301	Draft Horse.....	322	Halaster Blackcloak.....	344
Arcanathoth.....	301	Drider.....	323	Halaster's Simulacrum.....	345
Archdruid.....	302	Drow.....	323	Harpy.....	345
Archer.....	302	Drow Elite Warrior.....	324	Hell Hound.....	345
Archmage.....	302	Drow House Captain.....	324	Hellfire Engine.....	346
Assassin.....	303	Drow Mage.....	325	Helmed Horror.....	346
Awakened Shrub.....	303	Drow Priestess of Lolth.....	325	Hezrou.....	346
Awakened Tree.....	303	Duergar.....	326	Hobgoblin.....	347
Azer.....	303	Duergar Warlord.....	326	Hobgoblin Captain.....	347
Balhannoth.....	304	Earth Elemental.....	327	Hobgoblin Warlord.....	347
Bandit.....	304	Efreeti.....	327	Homunculus.....	347
Bandit Captain.....	305	Elk.....	327	Hook Horror.....	348
Banshee.....	305	Empyrean.....	327	Hunter Shark.....	348
Barbed Devil.....	305	Enchanter.....	328	Hydra.....	348
Barlgura.....	306	Ettercap.....	328	Ice Devil.....	349
Basilisk.....	306	Ettin.....	328	Incubus.....	349
Bat.....	306	Faerie Dragon (Violet).....	329	Intellect Devourer.....	350
Bearded Devil.....	306	Fire Elemental.....	329	Invisible Stalker.....	350
Behir.....	307	Fire Giant.....	329	Iron Golem.....	350
Beholder.....	307	Flail Snail.....	330	Knight.....	351
Beholder Zombie.....	308	Flameskull.....	330	Kobold.....	351
Berserker.....	308	Flesh Golem.....	331	Kuo-Toa.....	351
Black Bear.....	308	Flumph.....	331	Kuo-Toa Archpriest.....	352
Black Pudding.....	308	Flying Sword.....	331	Kuo-Toa Whip.....	352
Blackguard.....	309	Flying Wand of Magic Missiles.....	332	Lava Child.....	353
Blink Dog.....	309	Fomorian.....	332	Lich.....	353
Blue Abishai.....	309	Galeb Duhr.....	333	Living Burning Hand.....	353
Blue Slaad.....	310	Gargoyle.....	333	Living Counterspell.....	354
Boar.....	310	Gas Spore.....	333	Living Lightning Bolt.....	354
Bone Devil.....	310	Gelatinous Cube.....	334	Living Unseen Servant.....	354
Bone Naga (Spirit).....	311	Ghost.....	334	Mage.....	355
Boneclaw.....	311	Ghost.....	335	Magic Missile Gatling Gun.....	355
Bore Worm.....	311	Ghoul.....	335	Magma Mephit.....	355
Brown Bear.....	312	Giant Ape.....	335	Manticore.....	355
Bugbear.....	312	Giant Badger.....	336	Marambra Nyghtsteel.....	356
Bulette.....	312	Giant Bat.....	336	Marid.....	356
Bullywug.....	312	Giant Centipede.....	336	Marilith.....	357
Carrion Crawler.....	313	Giant Crab.....	336	Mastiff.....	357
Cave Fisher.....	313	Giant Eagle.....	336	Mecha-Halaster.....	357
Champion.....	313	Giant Lizard.....	336	Medusa.....	358
Chasme.....	314	Giant Rat.....	337	Mezzoloth.....	358
Chimera.....	314	Giant Shark.....	337	Mimic.....	358
Chuul.....	314	Giant Spider.....	337	Mind Flayer.....	359
Clay Golem.....	315	Giant Toad.....	337	Mind Flayer Arcanist.....	359
Cloaker.....	315	Giant Wasp.....	338	Minotaur.....	359
Cloud Giant.....	316	Gibbering Moulder.....	338	Minotaur Skeleton.....	360
Commoner.....	316	Githyanki Gish.....	338	Molydeus.....	360
Conjurer.....	316	Githyanki Knight.....	338	Mud Mephit.....	360
Couatl.....	316	Githyanki Warrior.....	339	Muiral.....	361
Cult Fanatic.....	317	Githzerai Zerth.....	339	Mule.....	361

Mummy	361	Roper	374	Swarm of Wasps	385
Mummy Lord	362	Rust Monster	374	Tarrasque	386
Myconid Adult	363	Sahuagin	375	The Angry	387
Myconid Sovereign	363	Sahuagin Baron	375	The Hungry	387
Myconid Sprout	363	Sahuagin Priestess	375	The Lost	387
Nalfeshnee	364	Scaladar	375	The Wretched	387
Neothelid	364	Scout	376	Thug	388
Night Hag	364	Sea Hag	376	Triceratops	388
Noble	365	Shadow	376	Tridrone	388
Nothic	365	Shadow Assassin	377	Troglodyte	388
Nycaloth	365	Shadow Dancer	377	Troll	389
Ochre Jelly	366	Shadow Demon	378	Tyrannosaurus Rex	389
Ogre	366	Shambling Mound	378	Uliatharid	389
Ogre Bolt Launcher	366	Shield Guardian	378	Ultroloth	390
Ogre Zombie	366	Shrieker	379	Umber Hulk	390
Oni	367	Skeleton	379	Vampire	391
Orc Blade of Ineval	367	Slaad Tadpole	379	Vampire Spawn	392
Orc Hand of Yurtrus	367	Smoke Mephit	379	Veteran	392
Orog	367	Spectator	380	Vrock	392
Otyugh	368	Specter	380	War Priest	393
Owlbear	368	Spined Devil	380	Warlock of The Archfey	393
Pentadrone	368	Spirit Naga	381	Warlord	393
Phase Spider	368	Spirit Troll	381	Water Elemental	394
Piercer	369	Spy	381	Water Weird	394
Pit Fiend	369	Star Spawn Grue	381	Werebat	394
Planetar	369	Star Spawn Hulk	382	Wererat	395
Polar Bear	370	Star Spawn Larva Mage	382	Wight	395
Priest	370	Star Spawn Mangler	382	Will-o'-Wisp	396
Pseudodragon	370	Star Spawn Seer	383	Worg	396
Quadrone	371	Stirge	383	Wraith	396
Quaggoth	371	Stone Giant	383	Wyvern	396
Quaggoth Spore Servant	371	Stone Golem	383	Xorn	397
Quasit	371	Swarm of Bats	384	Yeth Hound	397
Quetzalcoatlus	372	Swarm of Centipedes	384	Yochlol	398
Rakshasa	372	Swarm of Cranium Rats	384	Young Blue Dragon	398
Red Dragon Wyrmling	372	Swarm of Insects	384	Young Green Dragon	398
Red Slaad	372	Swarm of Quippers	385	Young Red Dragon	399
Remorhaz	373	Swarm of Rats	385	Yuan-Ti Abomination	399
Revenant	373	Swarm of Spiders	385	Zombie	399

ABOLETH

Large aberration, lawful evil

Armor Class 17 (natural armor)

Hit Points 135 (18d10 + 36)

Speed 10 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	9 (-1)	15 (+2)	18 (+4)	15 (+2)	18 (+4)

Saving Throws Con +6, Int +8, Wis +6

Skills History +12, Perception +10

Senses darkvision 120 ft., passive Perception 20

Languages Deep Speech, telepathy 120 ft.

Challenge 10 (5900 XP)

Amphibious. The aboleth can breathe air and water.

Mucous Cloud. While underwater, the aboleth is surrounded by a transformative mucus. A creature that touches the aboleth or that hits it with a melee attack while within 5 feet of it must make a DC 14 Constitution saving throw. On a failure, the creature is diseased for 1d4 hours. The diseased creature can breathe only underwater.

Probing Telepathy. If a creature communicates telepathically with the aboleth, the aboleth learns the creature's greatest desires if the aboleth can see the creature.

ACTIONS

Multiattack. The aboleth makes three tentacle attacks.

Tentacle. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 12 (2d6+5) bludgeoning damage. If the target is a creature, it must succeed on a DC 14 Constitution saving throw or become diseased. The disease has no effect for 1 minute and can be removed by any magic that cures disease. After 1 minute, the diseased creature's skin becomes translucent and slimy, the creature can't regain hit points unless it is underwater, and the disease can only be removed by *heal* or another disease curing spell of 6th level or higher. When the creature is outside a body of water, it takes 6 (1d12) acid damage every 10 minutes unless moisture is applied to the skin before 10 minutes have passed.

Tail. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 15 (3d6+5) bludgeoning damage.

Enslave (3/Day). The aboleth targets one creature it can see within 30 feet of it. The target must succeed on a DC 14 Wisdom saving throw or be magically charmed by the aboleth until the aboleth dies or until it is on a different plane of existence from the target. The charmed target is under the aboleth's control and can't take reactions, and the aboleth and the target can communicate telepathically with each other over any distance.

Whenever the charmed target takes damage, the target can repeat the saving throw. On a success, the effect ends. No more than once every 24 hours, the target can also repeat the saving throw when it is at least 1 mile away from the aboleth.

ABOLETH

LEGENDARY ACTIONS

The aboleth can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The aboleth regains spent legendary actions at the start of its turn.

Detect. The aboleth makes a Wisdom (Perception) check.

Tail Swipe. The aboleth makes one tail attack.

Psychic Drain (Costs 2 Actions). One creature charmed by the aboleth takes 10 (3d6) psychic damage, and the aboleth regains hit points equal to the damage the creature takes.

LAIR ACTIONS

When fighting inside its lair, an aboleth can invoke the ambient magic to take lair actions. On initiative count 20 (losing initiative ties), the aboleth takes a lair action to cause one of the following effects:

- The aboleth casts phantasmal force (no components required) on any number of creatures it can see within 60 feet of it. While maintaining concentration on this effect, the aboleth can't take other lair actions. If a target succeeds on the saving throw or if the effect ends for it, the target is immune to the aboleth's phantasmal force lair action for the next 24 hours, although such a creature can choose to be affected.
- Pools of water within 90 feet of the aboleth surge outward in a grasping tide. Any creature on the ground within 20 feet of such a pool must succeed on a DC 14 Strength saving throw or be pulled up to 20 feet into the water and knocked prone. The aboleth can't use this lair action again until it has used a different one.
- Water in the aboleth's lair magically becomes a conduit for the creature's rage. The aboleth can target any number of creatures it can see in such water within 90 feet of it. A target must succeed on a DC 14 Wisdom saving throw or take 7 (2d6) psychic damage. The aboleth can't use this lair action again until it has used a different one.

REGIONAL EFFECTS

The region containing an aboleth's lair is warped by the creature's presence, which creates one or more of the following effects:

- Underground surfaces within 1 mile of the aboleth's lair are slimy and wet and are difficult terrain.
- Water sources within 1 mile of the lair are supernaturally fouled. Enemies of the aboleth that drink such water vomit it within minutes.
- As an action, the aboleth can create an illusory image of itself within 1 mile of the lair. The copy can appear at any location the aboleth has seen before or in any location a creature charmed by the aboleth can currently see. Once created, the image lasts for as long as the aboleth maintains concentration, as if concentrating on a spell. Although the image is intangible, it looks, sounds, and can move like the aboleth. The aboleth can sense, speak, and use telepathy from the image's position as if present at that position. If the image takes any damage, it disappears.

ABOMINABLE YETI

Huge monstrosity, chaotic evil

Armor Class 15 (natural armor)
Hit Points 137 (11d12 + 66)
Speed 40 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	10 (+0)	22 (+6)	9 (-1)	13 (+1)	9 (-1)

Skills Perception +5, Stealth +4
Senses darkvision 60 ft., passive Perception 15
Languages Yeti
Challenge 9 (5000 XP)

Fear Of Fire. If the yeti takes fire damage, it has disadvantage on attack rolls and ability checks until the end of its next turn.

Keen Smell. The yeti has advantage on Wisdom (Perception) checks that rely on smell.

Snow Camouflage. The yeti has advantage on Dexterity (Stealth) checks made to hide in snowy terrain.

ACTIONS

Multiattack. The yeti can use its Chilling Gaze and makes two claw attacks.

Claw. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 14 (2d6 + 7) slashing damage plus 7 (2d6) cold damage.

Chilling Gaze. The yeti targets one creature it can see within 30 feet of it. If the target can see the yeti, the target must succeed on a DC 18 Constitution saving throw against this magic or take 21 (6d6) cold damage and then be paralyzed for 1 minute, unless it is immune to cold damage. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If the target's saving throw is successful, or if the effect ends on it, the target is immune to this yeti's gaze for 1 hour.

Cold Breath (Recharge 6). The yeti exhales a 30-foot cone of frigid air. Each creature in that area must make a DC 18 Constitution saving throw, taking 45 (10d8) cold damage on a failed save, or half as much damage on a successful one.

ADULT BLUE DRACOLICH

LEGENDARY ACTIONS

The dracolich can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The dracolich regains spent legendary actions at the start of its turn.

Detect. The dracolich makes a Wisdom (Perception) check.

Tail Attack. The dracolich makes a tail attack.

Wing Attack (Costs 2 Actions). The dracolich beats its tattered wings. Each creature within 10 feet of the dracolich must succeed on a DC 21 Dexterity saving throw or take 14 (2d6+7) bludgeoning damage and be knocked prone. After beating its wings this way, the dracolich can fly up to half its flying speed.

ADULT BLUE DRACOLICH

Huge undead, lawful evil

Armor Class 19 (natural armor)
Hit Points 225 (18d12 + 108)
Speed 40 ft., burrow 30 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	10 (+0)	23 (+6)	16 (+3)	15 (+2)	19 (+4)

Saving Throws Dex +6, Con +12, Wis +8, Cha +10

Skills Perception +14, Stealth +6

Damage Immunities lightning, poison

Damage Resistances necrotic

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned

Senses blindsight 60 ft., darkvision 120 ft., passive Perception 24

Languages Common, Draconic

Challenge 17 (18000 XP)

Legendary Resistance (3/Day). If the dracolich fails a saving throw, it can choose to succeed instead.

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

ACTIONS

Multiattack. The dracolich can use its Frightful Presence. It then makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +13 to hit, reach 10 ft., one target. *Hit:* 18 (2d10+7) piercing damage plus 5 (1d10) lightning damage.

Claw. *Melee Weapon Attack:* +13 to hit, reach 5 ft., one target. *Hit:* 14 (2d6+7) slashing damage.

Tail. *Melee Weapon Attack:* +13 to hit, reach 15 ft., one target. *Hit:* 16 (2d8+7) bludgeoning damage.

Frightful Presence. Each creature of the dracolich's choice that is within 120 feet of the dracolich and aware of it must succeed on a DC 18 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dracolich's Frightful Presence for the next 24 hours.

Lightning Breath (Recharge 5-6). The dracolich exhales lightning in a 90-foot line that is 5 feet wide. Each creature in that line must make a DC 20 Dexterity saving throw, taking 66 (12d10) lightning damage on a failed save, or half as much damage on a successful one.

ADULT BRONZE DRAGON (& SHADOW)

LEGENDARY ACTIONS

The dragon can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The dragon regains spent legendary actions at the start of its turn.

Detect. The dragon makes a Wisdom (Perception) check.

Tail Attack. The dragon makes a tail attack.

Wing Attack (Costs 2 Actions). The dragon beats its wings. Each creature within 10 feet of it must succeed on a DC 20 Dexterity saving throw or take 14 (2d6+7) bludgeoning damage and be knocked prone. The dragon can then fly up to half its flying speed.

ADULT BRONZE DRAGON

Huge dragon, lawful good

Armor Class 19 (natural armor)
Hit Points 212 (17d12 + 102)
Speed 40 ft., fly 80 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	10 (+0)	23 (+6)	16 (+3)	15 (+2)	19 (+4)

Saving Throws Dex +5, Con +11, Wis +7, Cha +9
Skills Insight +7, Perception +12, Stealth +5
Damage Immunities lightning
Senses blindsight 60 ft., darkvision 120 ft., passive Perception 22
Languages Common, Draconic
Challenge 15 (13000 XP)

Amphibious. The dragon can breathe air and water.

Legendary Resistance (3/Day). If the dragon fails a saving throw, it can choose to succeed instead.

ACTIONS

Multiattack. The dragon can use its Frightful Presence. It then makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +12 to hit, reach 10 ft., one target. *Hit:* 18 (2d10+7) piercing damage.

Claw. *Melee Weapon Attack:* +12 to hit, reach 5 ft., one target. *Hit:* 14 (2d6+7) slashing damage.

Tail. *Melee Weapon Attack:* +12 to hit, reach 15 ft., one target. *Hit:* 16 (2d8+7) bludgeoning damage.

Frightful Presence. Each creature of the dragon's choice that is within 120 feet of the dragon and aware of it must succeed on a DC 17 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dragon's Frightful Presence for the next 24 hours.

Breath Weapons (Recharge 5-6). The dragon uses one of the following breath weapons:

Lightning Breath. The dragon exhales lightning in a 90-foot line that is 5 feet wide. Each creature in that line must make a DC 19 Dexterity saving throw, taking 66 (12d10) lightning damage on a failed save, or half as much damage on a successful one.

Repulsion Breath. The dragon exhales repulsion energy in a 30-foot cone. Each creature in that area must succeed on a DC 19 Strength saving throw. On a failed save, the creature is pushed 60 feet away from the dragon.

Change Shape. The dragon magically polymorphs into a humanoid or beast that has a challenge rating no higher than its own, or back into its true form. It reverts to its true form if it dies. Any equipment it is wearing or carrying is absorbed or borne by the new form (the dragon's choice).

In a new form, the dragon retains its alignment, hit points, Hit Dice, ability to speak, proficiencies, Legendary Resistance, lair actions, and Intelligence, Wisdom, and Charisma scores, as well as this action. Its statistics and capabilities are otherwise replaced by those of the new form, except any class features or legendary actions of that form.

ADULT BRONZE SHADOW

DRAGON

Huge dragon, lawful neutral

Armor Class 19 (natural armor)
Hit Points 212 (17d12 + 102)
Speed 40 ft., fly 80 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	10 (+0)	23 (+6)	16 (+3)	15 (+2)	19 (+4)

Saving Throws Dex +5, Con +11, Wis +7, Cha +9
Skills Insight +7, Perception +12, Stealth +10
Damage Immunities lightning
Damage Resistances necrotic
Senses blindsight 60 ft., darkvision 120 ft., passive Perception 22
Languages Common, Draconic
Challenge 15 (13000 XP)

Amphibious. The dragon can breathe air and water.

Legendary Resistance (3/Day). If the dragon fails a saving throw, it can choose to succeed instead.

Living Shadow. While in dim light or darkness, the dragon has resistance to damage that isn't force, psychic, or radiant.

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

ACTIONS

Multiattack. The dragon can use its Frightful Presence. It then makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +12 to hit, reach 10 ft., one target. *Hit:* 18 (2d10+7) piercing damage.

Claw. *Melee Weapon Attack:* +12 to hit, reach 5 ft., one target. *Hit:* 14 (2d6+7) slashing damage.

Tail. *Melee Weapon Attack:* +12 to hit, reach 15 ft., one target. *Hit:* 16 (2d8+7) bludgeoning damage.

Breath Weapon (Recharges 5-6). The dragon uses one of the following breath weapons:

Repulsion Breath. The dragon exhales repulsion energy in a 30-foot cone. Each creature in that area must succeed on a DC 19 Strength saving throw. On a failed save, the creature is pushed 60 feet away from the dragon.

Shadow Breath. The dragon exhales lightning in a 90-foot line that is 5 feet wide. Each creature in that line must make a DC 19 Dexterity saving throw, taking 66 (12d10) necrotic damage on a failed save, or half as much damage on a successful one. A humanoid reduced to 0 hit points by this damage dies, and an undead shadow rises from its corpse and acts immediately after the dragon in the initiative count. The shadow is under the dragon's control.

Frightful Presence. Each creature of the dragon's choice that is within 120 feet of the dragon and aware of it must succeed on a DC 17 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dragon's Frightful Presence for the next 24 hours.

Change Shape. The dragon magically polymorphs into a humanoid or beast that has a challenge rating no higher than its own, or back into its true form. It reverts to its true form if it dies. Any equipment it is wearing or carrying is absorbed or borne by the new form (the dragon's choice).

In a new form, the dragon retains its alignment, hit points, Hit Dice, ability to speak, proficiencies, Legendary Resistance, lair actions, and Intelligence, Wisdom, and Charisma scores, as well as this action. Its statistics and capabilities are otherwise replaced by those of the new form, except any class features or legendary actions of that form.

ADULT RED DRAGON

LEGENDARY ACTIONS

The dragon can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The dragon regains spent legendary actions at the start of its turn.

Detect. The dragon makes a Wisdom (Perception) check.

Tail Attack. The dragon makes a tail attack.

Wing Attack (Costs 2 Actions). The dragon beats its wings. Each creature within 10 feet of the dragon must succeed on a DC 22 Dexterity saving throw or take 15 (2d6+8) bludgeoning damage and be knocked prone. The dragon can then fly up to half its flying speed.

ADULT RED DRAGON

Huge dragon, chaotic evil

Armor Class 19 (natural armor)
Hit Points 256 (19d12 + 133)
Speed 40 ft., climb 40 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	10 (+0)	25 (+7)	16 (+3)	13 (+1)	21 (+5)

Saving Throws Dex +6, Con +13, Wis +7, Cha +11
Skills Perception +13, Stealth +6
Damage Immunities fire
Senses blindsight 60 ft., darkvision 120 ft., passive Perception 11
Languages Common, Draconic
Challenge 17 (18000 XP)

Legendary Resistance (3/Day). If the dragon fails a saving throw, it can choose to succeed instead.

ACTIONS

Multiattack. The dragon can use its Frightful Presence. It then makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one target. *Hit:* 19 (2d10 + 8) piercing damage plus 7 (2d6) fire damage.

Claw. *Melee Weapon Attack:* +14 to hit, reach 5 ft., one target. *Hit:* 15 (2d6 + 8) slashing damage.

Tail. *Melee Weapon Attack:* +14 to hit, reach 15 ft., one target. *Hit:* 17 (2d8 + 8) bludgeoning damage.

Frightful Presence. Each creature of the dragon's choice that is within 120 feet of the dragon and aware of it must succeed on a DC 19 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dragon's Frightful Presence for the next 24 hours.

Fire Breath (Recharge 5-6). The dragon exhales fire in a 60-foot cone. Each creature in that area must make a DC 21 Dexterity saving throw, taking 63 (18d6) fire damage on a failed save, or half as much damage on a successful one.

ADULT SILVER DRAGON

LEGENDARY ACTIONS

The dragon can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The dragon regains spent legendary actions at the start of its turn.

Detect. The dragon makes a Wisdom (Perception) check.

Tail Attack. The dragon makes a tail attack.

Wing Attack (Costs 2 Actions). The dragon beats its wings. Each creature within 10 feet of the dragon must succeed on a DC 22 Dexterity saving throw or take 15 (2d6+8) bludgeoning damage and be knocked prone. The dragon can then fly up to half its flying speed.

ADULT SILVER DRAGON

Huge dragon, lawful good

Armor Class 19 (natural armor)
Hit Points 243 (18d12 + 126)
Speed 40 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	10 (+0)	25 (+7)	16 (+3)	13 (+1)	21 (+5)

Saving Throws Dex +5, Con +12, Wis +6, Cha +10
Skills Arcana +8, History +8, Perception +11, Stealth +10
Damage Immunities cold
Senses blindsight 60 ft., darkvision 120 ft., passive Perception 21
Languages Common, Draconic
Challenge 16 (15000 XP)

Legendary Resistance (3/Day). If the dragon fails a saving throw, it can choose to succeed instead.

ACTIONS

Multiattack. The dragon can use its Frightful Presence. It then makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +13 to hit, reach 10 ft., one target. *Hit:* 19 (2d10+8) piercing damage.

Claw. *Melee Weapon Attack:* +13 to hit, reach 5 ft., one target. *Hit:* 15 (2d6+8) slashing damage.

Tail. *Melee Weapon Attack:* +13 to hit, reach 15 ft., one target. *Hit:* 17 (2d8+8) bludgeoning damage.

Frightful Presence. Each creature of the dragon's choice that is within 120 feet of the dragon and aware of it must succeed on a DC 18 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dragon's Frightful Presence for the next 24 hours.

Breath Weapons (Recharge 5-6). The dragon uses one of the following breath weapons.

Cold Breath. The dragon exhales an icy blast in a 60-foot cone. Each creature in that area must make a DC 20 Constitution saving throw, taking 58 (13d8) cold damage on a failed save, or half as much damage on a successful one.

Paralyzing Breath. The dragon exhales paralyzing gas in a 60-foot cone. Each creature in that area must succeed on a DC 20 Constitution saving throw or be paralyzed for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Change Shape. The dragon magically polymorphs into a humanoid or beast that has a challenge rating no higher than its own, or back into its true form. It reverts to its true form if it dies. Any equipment it is wearing or carrying is absorbed or borne by the new form (the dragon's choice).

In a new form, the dragon retains its alignment, hit points, Hit Dice, ability to speak, proficiencies, Legendary Resistance, lair actions, and Intelligence, Wisdom, and Charisma scores, as well as this action. Its statistics and capabilities are otherwise replaced by those of the new form, except any class features or legendary actions of that form.

ADULT WHITE DRAGON

Huge dragon, chaotic evil

Armor Class 18 (natural armor)

Hit Points 200 (16d12 + 96)

Speed 40 ft., burrow 30 ft., fly 80 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	10 (+0)	22 (+6)	8 (-1)	12 (+1)	12 (+1)

Saving Throws Dex +5, Con +11, Wis +6, Cha +6

Skills Perception +11, Stealth +5

Damage Immunities cold

Senses blindsight 60 ft., darkvision 120 ft., passive Perception 21

Languages Common, Draconic

Challenge 13 (10000 XP)

Ice Walk. The dragon can move across and climb icy surfaces without needing to make an ability check. Additionally, difficult terrain composed of ice or snow doesn't cost it extra movement.

Legendary Resistance (3/Day). If the dragon fails a saving throw, it can choose to succeed instead.

ACTIONS

Multiattack. The dragon can use its Frightful Presence. It then makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 17 (2d10 + 6) piercing damage plus 4 (1d8) cold damage.

Claw. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 13 (2d6 + 6) slashing damage.

Tail. *Melee Weapon Attack:* +11 to hit, reach 15 ft., one target. *Hit:* 15 (2d8 + 6) bludgeoning damage.

Frightful Presence. Each creature of the dragon's choice that is within 120 feet of the dragon and aware of it must succeed on a DC 14 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dragon's Frightful Presence for the next 24 hours.

Cold Breath (Recharge 5-6). The dragon exhales an icy blast in a 60-foot cone. Each creature in that area must make a DC 19 Constitution saving throw, taking 54 (12d8) cold damage on a failed save, or half as much damage on a successful one.

AIR ELEMENTAL

Large elemental, neutral

Armor Class 15

Hit Points 90 (12d10 + 24)

Speed 0 ft., fly 90 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
14 (+2)	20 (+5)	14 (+2)	6 (-2)	10 (+0)	6 (-2)

Damage Immunities poison

Damage Resistances lightning, thunder, bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious

Senses darkvision 60 ft. passive Perception 10

Languages Auran

Challenge 5 (1800 XP)

Air Form. The elemental can enter a hostile creature's space and stop there. It can move through a space as narrow as 1 inch wide without squeezing.

ACTIONS

Multiattack. The elemental makes two slam attacks.

Slam. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 14 (2d8+5) bludgeoning damage.

Whirlwind (Recharge 4-6). Each creature in the elemental's space must make a DC 13 Strength saving throw. On a failure, a target takes 15 (3d8 + 2) bludgeoning damage and is flung up 20 feet away from the elemental in a random direction and knocked prone. If a thrown target strikes an object, such as a wall or floor, the target takes 3 (1d6) bludgeoning damage for every 10 feet it was thrown. If the target is thrown at another creature, that creature must succeed on a DC 13 Dexterity saving throw or take the same damage and be knocked prone.

If the saving throw is successful, the target takes half the bludgeoning damage and isn't flung away or knocked prone.

ADULT WHITE DRAGON

LEGENDARY ACTIONS

The dragon can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The dragon regains spent legendary actions at the start of its turn.

Detect. The dragon makes a Wisdom (Perception) check.

Tail Attack. The dragon makes a tail attack.

Wing Attack (Costs 2 Actions). The dragon beats its wings. Each creature within 10 feet of the dragon must succeed on a DC 19 Dexterity saving throw or take 13 (2d6+6) bludgeoning damage and be knocked prone. The dragon can then fly up to half its flying speed.

LAIR ACTIONS

On initiative count 20 (losing initiative ties), the dragon takes a lair action to cause one of the following effects; the dragon can't use the same effect two rounds in a row:

- Jagged ice shards fall from the ceiling, striking up to three creatures underneath that the dragon can see within 120 feet of it. The dragon makes one ranged attack roll (+7 to hit) against each target. On a hit, the target takes 10 (3d6) piercing damage.

- Freezing fog fills a 20-foot-radius sphere centered on a point the dragon can see within 120 feet of it. The fog spreads around corners, and its area is heavily obscured. Each creature in the fog when it appears must make a DC 10 Constitution saving throw, taking 10 (3d6) cold damage on a failed save, or half as much damage on a successful one. A creature that ends its turn in the fog takes 10 (3d6) cold damage. A wind of at least 20 miles per hour disperses the fog. The fog otherwise lasts until the dragon uses this lair action again or until the dragon dies.
- The dragon creates an opaque wall of ice on a solid surface it can see within 120 feet of it. The wall can be up to 30 feet long, 30 feet high, and 1 foot thick. When the wall appears, each creature within its area is pushed 5 feet out of the wall's space; appearing on whichever side of the wall it wants. Each 10-foot section of the wall has AC 5, 30 hit points, vulnerability to fire damage, and immunity to acid, cold, necrotic, poison, and psychic damage. The wall disappears when the dragon uses this lair action again or when the dragon dies.

REGIONAL EFFECTS

The region containing a legendary white dragon's lair is warped by the dragon's magic, which creates one or more of the following effects:

- Chilly fog lightly obscures the land within 6 miles of the dragon's lair.
- Freezing precipitation falls within 6 miles of the dragon's lair, sometimes forming blizzard conditions when the dragon is at rest.
- Icy walls block off areas in the dragon's lair. Each wall is 6 inches thick, and a 10-foot section has AC 5, 15 hit points, vulnerability to fire damage, and immunity to acid, cold, necrotic, poison, and psychic damage.
- If the dragon wishes to move through a wall, it can do so without slowing down. The portion of the wall the dragon moves through is destroyed, however.

ALLIP

Medium undead, lawful evil

Armor Class 13
Hit Points 40 (9d8)
Speed 0 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
6 (-2)	17 (+3)	10 (+0)	17 (+3)	15 (+2)	16 (+3)

Saving Throws Int +6, Wis +5
Skills Perception +5, Stealth +6
Damage Immunities cold, necrotic, poison
Damage Resistances acid, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained
Senses darkvision 60 ft., passive Perception 15
Languages the languages it knew in life
Challenge 5 (1800 XP)

Incorporeal Movement. The allip can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

ACTIONS

Maddening Touch. *Melee Spell Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 17 (4d6+3) psychic damage.

Whispers Of Madness. The allip chooses up to three creatures it can see within 60 feet of it. Each target must succeed on a DC 14 Wisdom saving throw, or it takes 7 (1d8 + 3) psychic damage and must use its reaction to make a melee weapon attack against one creature of the allip's choice that the allip can see. Constructs and undead are immune to this effect.

Howling Babble (Recharge 6). Each creature within 30 feet of the allip that can hear it must make a DC 14 Wisdom saving throw. On a failed save, a target takes 12 (2d8 + 3) psychic damage, and it is stunned until the end of its next turn. On a successful save, it takes half as much damage and isn't stunned. Constructs and undead are immune to this effect.

ALLOSAURUS

Large beast, unaligned

Armor Class 13 (natural armor)
Hit Points 51 (6d10 + 18)
Speed 60 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	13 (+1)	17 (+3)	2 (-4)	12 (+1)	5 (-3)

Skills Perception +5
Senses passive Perception 15
Languages -
Challenge 2 (450 XP)

Pounce. If the allosaurus moves at least 30 ft. straight toward a creature and then hits it with a claw attack on the same turn, that target must succeed on a DC 13 Strength saving throw or be knocked prone. If the target is prone, the allosaurus can make one bite attack against it as a bonus action.

ACTIONS

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 15 (2d10+4) piercing damage.

Claw. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 8 (1d8+4) slashing damage.

ANIMATED ARMOR

Medium construct, unaligned

Armor Class 18 (natural armor)
Hit Points 33 (6d8 + 6)
Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	11 (+0)	13 (+1)	1 (-5)	3 (-4)	1 (-5)

Damage Immunities poison, psychic
Condition Immunities blinded, charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned
Senses blindsight 60 ft. passive Perception 6
Languages -
Challenge 1 (200 XP)

Antimagic Susceptibility. The armor is incapacitated while in the area of an antimagic field. If targeted by dispel magic, the armor must succeed on a Constitution saving throw against the caster's spell save DC or fall unconscious for 1 minute.

False Appearance. While the armor remains motionless, it is indistinguishable from a normal suit of armor.

ACTIONS

Multiattack. The armor makes two melee attacks.

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

ANIMATED BALLISTA

Large construct, unaligned

Armor Class 15
Hit Points 50 (9d10 + 1)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	10 (+0)	10 (+0)	3 (-4)	3 (-4)	1 (-5)

Damage Immunities poison
Condition Immunities blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned
Senses blindsight 120 ft. (blind beyond this radius) passive Perception 6
Languages -
Challenge 2 (450 XP)

Incapable. The ballista cannot right itself if knocked prone, nor can it attack creatures directly above it.

ACTIONS

Fire Bolt. *Ranged Weapon Attack:* +6 to hit, range 120 ft., one target. *Hit:* 16 (3d10) fire damage.

ANIMATED STAFF OF FROST

Medium construct, neutral evil

Armor Class 17
Hit Points 40 (9d8)
Speed 0 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
12 (+1)	12 (+1)	10 (+0)	18 (+4)	14 (+2)	10 (+0)

Damage Immunities poison
Damage Resistances cold
Condition Immunities poisoned
Senses passive Perception 12
Languages Common
Challenge 5 (1800 XP)

Enchanting Touch. A creature that grapples the staff must succeed on a DC 12 Charisma saving throw or be charmed by the staff until the staff is no longer in its grasp. While the creature is charmed, the staff can issue commands to it, which the creature does its best to obey. The creature can repeat the saving throw each time it takes damage, ending the effect on itself on a success. A creature that successfully resists the staff's control can't be charmed by it for 24 hours.

Fragile Construct. A creature holding the staff that isn't charmed by it can use an action to attempt to break the staff over a knee or against a solid surface, doing so with a successful DC 17 Strength (Athletics) check. Breaking the staff in this manner destroys it.

Spellcasting. The staff has 10 charges. As an action, it can expend 1 or more of its charges to cast one of the following spells (save DC 12): *cone of cold* (5 charges), *fog cloud* (1 charge), *ice storm* (4 charges), or *wall of ice* (4 charges). It regains 1d6 + 4 expended charges daily at dawn. If the staff expends its last charge, roll a d20. On a 1, the staff turns to water and is destroyed.

ACTIONS

Staff. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (2d6) bludgeoning damage plus 1 cold damage.

APPRENTICE WIZARD

Medium humanoid (any race), any alignment

Armor Class 10
Hit Points 9 (2d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	10 (+0)	10 (+0)	14 (+2)	10 (+0)	11 (+0)

Skills Arcana +4, History +4
Senses passive Perception 10
Languages any one language (usually Common)
Challenge 1/4 (50 XP)

Spellcasting. The apprentice wizard is a 1st-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 12, +4 to hit with spell attacks). The apprentice wizard has the following wizard spells prepared:

Cantrips (at will): *fire bolt*, *mending*, *prestidigitation*
1st level (2 slots): *burning hands*, *disguise self*, *shield*

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +2 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 2 (1d4) piercing damage.

ARCANALOTH

Medium fiend (yugoloth), neutral evil

Armor Class 17 (natural armor)
Hit Points 104 (16d8 + 32)
Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	14 (+2)	20 (+5)	16 (+3)	17 (+3)

Saving Throws Dex +5, Int +9, Wis +7, Cha +7
Skills Arcana +13, Deception +9, Insight +9, Perception +7
Damage Immunities acid, poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, poisoned
Senses truesight 120 ft., passive Perception 17
Languages all, telepathy 120 ft.
Challenge 12 (8400 XP)

Innate Spellcasting. The arcanaloth's innate spellcasting ability is Charisma (spell save DC 15). The arcanaloth can innately cast the following spells, requiring no material components:

At will: *alter self*, *darkness*, *heat metal*, *invisibility* (self only), *magic missile*

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

Magic Weapons. The arcanaloth's weapon attacks are magical.

Spellcasting. The arcanaloth is a 16th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 17, +9 to hit with spell attacks). The arcanaloth has the following wizard spells prepared:

Cantrips (at will): *fire bolt*, *mage hand*, *minor illusion*, *prestidigitation*
1st level (4 slots): *detect magic*, *identify*, *shield*, *Tenser's floating disk*
2nd level (3 slots): *detect thoughts*, *mirror image*, *phantasmal force*, *suggestion*
3rd level (3 slots): *counterspell*, *fear*, *fireball*
4th level (3 slots): *banishment*, *dimension door*
5th level (2 slots): *contact other plane*, *hold monster*
6th level (1 slot): *chain lightning*
7th level (1 slot): *finger of death*
8th level (1 slot): *mind blank*

ACTIONS

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 8 (2d4 + 3) slashing damage. The target must make a DC 14 Constitution saving throw, taking 10 (3d6) poison damage on a failed save, or half as much damage on a successful one.

Teleport. The arcanaloth magically teleports, along with any equipment it is wearing or carrying, up to 60 feet to an unoccupied space it can see.

ARCHDRUID

Medium humanoid (any race), any alignment

Armor Class 16 (hide armor, shield)
Hit Points 132 (24d8 + 24)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	12 (+1)	12 (+1)	20 (+5)	11 (+0)

Saving Throws Int +5, Wis +9
Skills Medicine +9, Nature +5, Perception +9
Senses passive Perception 19
Languages Druidic plus any two languages
Challenge 12 (8400 XP)

Spellcasting. The archdruid is an 18th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 17, +9 to hit with spell attacks). The archdruid has the following druid spells prepared:

Cantrips (at will): *druidcraft, mending, poison spray, produce flame*
1st level (4 slots): *cure wounds, entangle, faerie fire, speak with animals*
2nd level (3 slots): *animal messenger, beast sense, hold person*
3rd level (3 slots): *conjure animals, meld into stone, water breathing*
4th level (3 slots): *dominate beast, locate creature, stonkskin, wall of fire*
5th level (3 slots): *commune with nature, mass cure wounds, tree stride*
6th level (1 slot): *heal, heroes' feast, sunbeam*
7th level (1 slot): *fire storm*
8th level (1 slot): *animal shapes*
9th level (1 slot): *foresight*

ACTIONS

Scimitar. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 5 (1d6+2) slashing damage.

Change Shape (2/Day). The archdruid magically polymorphs into a beast or elemental with a challenge rating of 6 or less, and can remain in this form for up to 9 hours. The archdruid can choose whether its equipment falls to the ground, melds with its new form, or is worn by the new form. The archdruid reverts to its true form if it dies or falls unconscious. The archdruid can revert to its true form using a bonus action on its turn.

While in a new form, the archdruid retains its game statistics and ability to speak, but its AC, movement modes, Strength, and Dexterity are replaced by those of the new form, and it gains any special senses, proficiencies, traits, actions, and reactions (except class features, legendary actions, and lair actions) that the new form has but that it lacks. It can cast its spells with verbal or somatic components in its new form.

The new form's attacks count as magical for the purpose of overcoming resistances and immunity to nonmagical attacks.

ARCHER

Medium humanoid (any race), any alignment

Armor Class 16 (studded leather armor)
Hit Points 75 (10d8 + 30)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	4 (-3)	11 (+0)	13 (+1)	10 (+0)

Skills Acrobatics +6, Perception +3
Senses passive Perception 13
Languages any one language (usually Common)
Challenge 3 (700 XP)

Archer's Eye (3/Day). As a bonus action, the archer can add 1d10 to its next attack or damage roll with a longbow or shortbow.

ACTIONS

Longbow. *Ranged Weapon Attack:* +6 to hit, range 150/600 ft., one target. *Hit:* 8 (1d8+4) piercing damage.

Multiattack. The archer makes two attacks with its longbow.

Shortsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d6+4) piercing damage.

ARCHMAGE

Medium humanoid (any race), any alignment

Armor Class 12 (15 with mage armor)
Hit Points 99 (18d8 + 18)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	12 (+1)	20 (+5)	15 (+2)	16 (+3)

Saving Throws Int +9, Wis +6
Skills Arcana +13, History +13
Damage Resistances damage from spells; nonmagical bludgeoning, piercing, and slashing (from stonkskin)
Senses passive Perception 12
Languages any six languages
Challenge 12 (8400 XP)

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

Spellcasting. The archmage is an 18th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 17, +9 to hit with spell attacks). The archmage can cast disguise self and invisibility at will and has the following wizard spells prepared:

Cantrips (at will): *fire bolt, light, mage hand, prestidigitation, shocking grasp*
1st level (4 slots): *detect magic, identify, mage armor*, magic missile*
2nd level (3 slots): *detect thoughts, mirror image, misty step*
3rd level (3 slots): *counterspell, fly, lightning bolt*
4th level (3 slots): *banishment, fire shield, stonkskin**
5th level (3 slots): *cone of cold, scrying, wall of force*
6th level (1 slot): *globe of invulnerability*
7th level (1 slot): *teleport*
8th level (1 slot): *mind blank**
9th level (1 slot): *time stop*

*The archmage casts these spells on itself before combat.

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 4 (1d4+2) piercing damage.

ASSASSIN

Medium humanoid (any race), any non-good alignment

Armor Class 15 (studded leather armor)
Hit Points 78 (12d8 + 24)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	16 (+3)	14 (+2)	13 (+1)	11 (+0)	10 (+0)

Saving Throws Dex +6, Int +4
Skills Acrobatics +6, Deception +3, Perception +3, Stealth +9
Damage Resistances poison
Senses passive Perception 13
Languages Thieves' cant plus any two languages
Challenge 8 (3900 XP)

Assassinate. During its first turn, the assassin has advantage on attack rolls against any creature that hasn't taken a turn. Any hit the assassin scores against a surprised creature is a critical hit.

Evasion. If the assassin is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the assassin instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Sneak Attack (1/Turn). The assassin deals an extra 14 (4d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the assassin that isn't incapacitated and the assassin doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. The assassin makes two shortsword attacks.

Shortsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) piercing damage and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

Light Crossbow. *Ranged Weapon Attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 7 (1d8+3) piercing damage and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

AWAKENED SHRUB

Small plant, unaligned

Armor Class 9
Hit Points 10 (3d6)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	8 (-1)	11 (+0)	10 (+0)	10 (+0)	6 (-2)

Damage Resistances piercing
Damage Vulnerabilities fire
Senses passive Perception 10
Languages one language known by its creator
Challenge 1/8 (25 XP)

False Appearance. While the shrub remains motionless, it is indistinguishable from a normal shrub.

ACTIONS

Rake. *Melee Weapon Attack:* +1 to hit, reach 5 ft., one target. *Hit:* 1 (1d4-1) slashing damage.

AWAKENED TREE

Huge plant, unaligned

Armor Class 13 (natural armor)
Hit Points 59 (7d12 + 14)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	6 (-2)	15 (+2)	10 (+0)	10 (+0)	7 (-2)

Damage Resistances bludgeoning, piercing
Damage Vulnerabilities fire
Senses passive Perception 10
Languages one language known by its creator
Challenge 2 (450 XP)

False Appearance. While the tree remains motionless, it is indistinguishable from a normal tree.

ACTIONS

Slam. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 14 (3d6+4) bludgeoning damage.

AZER

Medium elemental, lawful neutral

Armor Class 17 (natural armor, shield)
Hit Points 39 (6d8 + 12)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	15 (+2)	12 (+1)	13 (+1)	10 (+0)

Saving Throws Con +4
Damage Immunities fire, poison
Condition Immunities poisoned
Senses passive Perception 11
Languages Ignan
Challenge 2 (450 XP)

Heated Body. A creature that touches the azer or hits it with a melee attack while within 5 feet of it takes 5 (1d10) fire damage.

Heated Weapons. When the azer hits with a metal melee weapon, it deals an extra 3 (1d6) fire damage (included in the attack).

Illumination. The azer sheds bright light in a 10-foot radius and dim light for an additional 10 ft..

ACTIONS

Warhammer. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage, or 8 (1d10 + 3) bludgeoning damage if used with two hands to make a melee attack, plus 3 (1d6) fire damage.

BALHANNOTH

LEGENDARY ACTIONS

The balhannoth can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The balhannoth regains spent legendary actions at the start of its turn.

Bite Attack. The balhannoth makes one bite attack against one creature it has grappled.

Teleport. The balhannoth magically teleports, along with any equipment it is wearing or carrying and any creatures it has grappled, up to 60 feet to an unoccupied space it can see.

Vanish. The balhannoth magically becomes invisible for up to 10 minutes or until immediately after it makes an attack roll.

REGIONAL EFFECTS

A region containing a balhannoth's lair becomes warped by the creature's unnatural presence, which creates one or more of the following effects:

- Creatures within 1 mile of the balhannoth's lair experience a sensation of being close to whatever they desire most. The sensation grows stronger the closer the creatures come to the balhannoth's lair.
- The balhannoth can sense the strongest desires of any humanoid within 1 mile of it and learns whether those desires involve a place: a safe location to rest, a temple, home, or somewhere else.

If the balhannoth dies, these effects end immediately.

LAIR ACTIONS

When fighting inside its lair, a balhannoth can use lair actions. On initiative count 20 (losing initiative ties), a balhannoth can take one lair action to cause one of the following effects; the balhannoth can't use the same lair action two rounds in a row:

- The balhannoth warps reality around it in an area up to 500 feet square. After 10 minutes, the terrain in the area reshapes to assume the appearance of a location sought by one intelligent creature whose mind the balhannoth has read (see Regional Effects below). The transformation affects nonliving material only and can't create anything with moving parts or magical properties. Any object created in this area is, upon close inspection, revealed as a fake. Books are filled with empty pages, golden items are obvious counterfeits, and so on. The transformation lasts until the balhannoth dies or uses this lair action again.
- The balhannoth targets one creature within 500 feet of it. The target must succeed on a DC 16 Wisdom saving throw or the target, along with whatever it is wearing and carrying, teleports to an unoccupied space of the balhannoth's choice within 60 feet of it.
- The balhannoth targets one creature within 500 feet of it. The target must succeed on a DC 16 Wisdom saving throw or the balhannoth becomes invisible to that creature for 1 minute. This effect ends if the balhannoth attacks the target.

BALHANNOTH

Large aberration, chaotic evil

Armor Class 17 (natural armor)

Hit Points 114 (12d10 + 48)

Speed 25 ft., climb 25 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	8 (-1)	18 (+4)	6 (-2)	15 (+2)	8 (-1)

Saving Throws Con +8

Skills Perception +6

Condition Immunities blinded

Senses blindsight 500 ft. (blind beyond this radius), passive Perception 16

Languages understands Deep Speech, telepathy 1 mile

Challenge 11 (7200 XP)

Legendary Resistance (2/Day). If the balhannoth fails a saving throw, it can choose to succeed instead.

ACTIONS

Multiattack. The balhannoth makes a bite attack and up to two tentacle attacks, or it makes up to four tentacle attacks.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 25 (4d10+3) piercing damage.

Tentacle. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 10 (2d6 + 3) bludgeoning damage, and the target is grappled (escape DC 15) and is moved up to 5 feet toward the balhannoth. Until this grapple ends, the target is restrained, and the balhannoth can't use this tentacle against other targets. The balhannoth has four tentacles.

BANDIT

Medium humanoid (any race), any non-lawful alignment

Armor Class 12 (leather armor)

Hit Points 11 (2d8 + 2)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	12 (+1)	10 (+0)	10 (+0)	10 (+0)

Senses passive Perception 10

Languages Common

Challenge 1/8 (25 XP)

ACTIONS

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

Light Crossbow. *Ranged Weapon Attack:* +3 to hit, range 80/320 ft., *Hit:* 5 (1d8+1) damage.

BANDIT CAPTAIN

Medium humanoid (any race), any non-lawful alignment

Armor Class 15 (studded leather)
Hit Points 65 (10d8 + 20)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	16 (+3)	14 (+2)	14 (+2)	11 (+0)	14 (+2)

Saving Throws Str +4, Dex +5, Wis +2
Skills Athletics +4, Deception +4
Senses passive Perception 10
Languages any two languages
Challenge 2 (450 XP)

ACTIONS

Multiattack. The captain makes three melee attacks: two with its scimitar and one with its dagger. Or the captain makes two ranged attacks with its daggers.

Scimitar. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) slashing damage.

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 5 (1d4+3) piercing damage.

REACTIONS

Parry. The captain adds 2 to its AC against one melee attack that would hit it. To do so, the captain must see the attacker and be wielding a melee weapon.

BARBED DEVIL

Medium fiend (devil), lawful evil

Armor Class 15 (natural armor)
Hit Points 110 (13d8 + 52)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	17 (+3)	18 (+4)	12 (+1)	14 (+2)	14 (+2)

Saving Throws Str +6, Con +7, Wis +5, Cha +5
Skills Deception +5, Insight +5, Perception +8
Damage Immunities fire, poison
Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities poisoned
Senses darkvision 120 ft., passive Perception 18
Languages Infernal, telepathy 120 ft.
Challenge 5 (1800 XP)

Barbed Hide. At the start of each of its turns, the barbed devil deals 5 (1d10) piercing damage to any creature grappling it.

Devil's Sight. Magical darkness doesn't impede the devil's darkvision.

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

ACTIONS

Multiattack. The devil makes three melee attacks: one with its tail and two with its claws. Alternatively, it can use Hurl Flame twice.

Claw. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Tail. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) piercing damage.

Hurl Flame. *Ranged Spell Attack:* +5 to hit, range 150 ft., one target. *Hit:* 10 (3d6) fire damage. If the target is a flammable object that isn't being worn or carried, it also catches fire.

BANSHEE

Medium undead, chaotic evil

Armor Class 12
Hit Points 58 (13d8)
Speed 0 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
1 (-5)	14 (+2)	10 (+0)	12 (+1)	10 (+0)	17 (+3)

Saving Throws Wis +2, Cha +5
Damage Immunities cold, necrotic, poison
Damage Resistances acid, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained
Senses darkvision 60 ft. passive Perception 10
Languages Common, Elvish
Challenge 4 (1100 XP)

Detect Life. The banshee can magically sense the presence of living creatures up to 5 miles away that aren't undead or constructs. She knows the general direction they're in but not their exact locations.

Incorporeal Movement. The banshee can move through other creatures and objects as if they were difficult terrain. She takes 5 (1d10) force damage if she ends her turn inside an object.

ACTIONS

Corrupting Touch. *Melee Spell Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 12 (3d6 + 2) necrotic damage.

Horifying Visage. Each non-undead creature within 60 feet of the banshee that can see her must succeed on a DC 13 Wisdom saving throw or be frightened for 1 minute. A frightened target can repeat the saving throw at the end of each of its turns, with disadvantage if the banshee is within line of sight, ending the effect on itself on a success. If a target's saving throw is successful or the effect ends for it, the target is immune to the banshee's Horifying Visage for the next 24 hours.

Wail (1/Day). The banshee releases a mournful wail, provided that she isn't in sunlight. This wail has no effect on constructs and undead. All other creatures within 30 feet of her that can hear her must make a DC 13 Constitution saving throw. On a failure, a creature drops to 0 hit points. On a success, a creature takes 10 (3d6) psychic damage.

BARLGURA

Large fiend (demon), chaotic evil

Armor Class 15 (natural armor)
Hit Points 68 (8d10 + 24)
Speed 40 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	16 (+3)	7 (-2)	14 (+2)	9 (-1)

Saving Throws Dex +5, Con +6
Skills Perception +5, Stealth +5
Damage Immunities poison
Damage Resistances cold, fire, lightning
Condition Immunities poisoned
Senses blindsight 30 ft., darkvision 120 ft., passive Perception 15
Languages Abyssal, telepathy 120 ft.
Challenge 5 (1800 XP)

Innate Spellcasting. The bargura's spellcasting ability is Wisdom (spell save DC 13). The bargura can innately cast the following spells, requiring no material components:
2/day each: *disguise self*, *invisibility* (self only)
1/day each: *entangle*, *phantasmal force*

Reckless. At the start of its turn, the bargura can gain advantage on all melee weapon attack rolls it makes during that turn, but attack rolls against it have advantage until the start of its next turn.

Running Leap. The bargura's long jump is up to 40 feet and its high jump is up to 20 feet when it has a running start.

ACTIONS

Multiattack. The bargura makes three attacks: one with its bite and two with its fists.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) piercing damage.

Fist. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 9 (1d10+4) bludgeoning damage.

BASILISK

Medium monstrosity, unaligned

Armor Class 15 (natural armor)
Hit Points 52 (8d8 + 16)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	8 (-1)	15 (+2)	2 (-4)	8 (-1)	7 (-2)

Senses darkvision 60 ft. passive Perception 9
Languages -
Challenge 3 (700 XP)

Petrifying Gaze. If a creature starts its turn within 30 feet of the basilisk and the two of them can see each other, the basilisk can force the creature to make a DC 12 Constitution saving throw if the basilisk isn't incapacitated. On a failed save, the creature magically begins to turn to stone and is restrained. It must repeat the saving throw at the end of its next turn. On a success, the effect ends. On a failure, the creature is petrified until freed by the greater restoration spell or other magic.

A creature that isn't surprised can avert its eyes to avoid the saving throw at the start of its turn. If it does so, it can't see the basilisk until the start of its next turn, when it can avert its eyes again. If it looks at the basilisk in the meantime, it must immediately make the save.

If the basilisk sees its reflection within 30 feet of it in bright light, it mistakes itself for a rival and targets itself with its gaze.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) piercing damage plus 7 (2d6) poison damage.

BAT

Tiny beast, unaligned

Armor Class 12
Hit Points 1 (1d4 - 1)
Speed 5 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
2 (-4)	15 (+2)	8 (-1)	2 (-4)	12 (+1)	4 (-3)

Senses blindsight 60 ft. passive Perception 11
Languages -
Challenge 1/8 (25 XP)

Echolocation. The bat can't use its blindsight while deafened.

Keen Hearing. The bat has advantage on Wisdom (Perception) checks that rely on hearing.

ACTIONS

Melee Weapon Attack. *Melee Weapon Attack:* +0 to hit, reach 5 ft., one creature. *Hit:* 1 piercing damage.

BEARDED DEVIL

Medium fiend (devil), lawful evil

Armor Class 13 (natural armor)
Hit Points 52 (8d8 + 16)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	15 (+2)	15 (+2)	9 (-1)	11 (+0)	11 (+0)

Saving Throws Str +5, Con +4, Wis +2
Damage Immunities fire, poison
Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities poisoned
Senses darkvision 120 ft. passive Perception 10
Languages Infernal, telepathy 120 ft.
Challenge 3 (700 XP)

Devil's Sight. Magical darkness doesn't impede the devil's darkvision.

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

Steadfast. The devil can't be frightened while it can see an allied creature within 30 feet of it.

ACTIONS

Multiattack. The devil makes two attacks: one with its beard and one with its glaive.

Beard. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 6 (1d8 + 2) piercing damage, and the target must succeed on a DC 12 Constitution saving throw or be poisoned for 1 minute. While poisoned in this way, the target can't regain hit points. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Glaive. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one target. *Hit:* 8 (1d10 + 3) slashing damage. If the target is a creature other than an undead or a construct, it must succeed on a DC 12 Constitution saving throw or lose 5 (1d10) hit points at the start of each of its turns due to an infernal wound. Each time the devil hits the wounded target with this attack, the damage dealt by the wound increases by 5 (1d10). Any creature can take an action to stanch the wound with a successful DC 12 Wisdom (Medicine) check. The wound also closes if the target receives magical healing.

BEHIR

Huge monstrosity, neutral evil

Armor Class 17 (natural armor)
Hit Points 168 (16d12 + 64)
Speed 50 ft., climb 50 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	16 (+3)	18 (+4)	7 (-2)	14 (+2)	12 (+1)

Skills Perception +6, Stealth +7
Damage Immunities lightning
Senses darkvision 90 ft., passive Perception 16
Languages Draconic
Challenge 11 (7200 XP)

ACTIONS

Multiattack. The behir makes two attacks: one with its bite and one to constrict.

Bite. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 22 (3d10+6) piercing damage.

Constrict. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one Large or smaller creature. *Hit:* 17 (2d10 + 6) bludgeoning damage plus 17 (2d10 + 6) slashing damage. The target is grappled (escape DC 16) if the behir isn't already constricting a creature, and the target is restrained until this grapple ends.

Lightning Breath (Recharge 5-6). The behir exhales a line of lightning that is 20 feet long and 5 feet wide. Each creature in that line must make a DC 16 Dexterity saving throw, taking 66 (12d10) lightning damage on a failed save, or half as much damage on a successful one.

Swallow. The behir makes one bite attack against a Medium or smaller target it is grappling. If the attack hits, the target is also swallowed, and the grapple ends. While swallowed, the target is blinded and restrained, it has total cover against attacks and other effects outside the behir, and it takes 21 (6d6) acid damage at the start of each of the behir's turns. A behir can have only one creature swallowed at a time.

If the behir takes 30 damage or more on a single turn from the swallowed creature, the behir must succeed on a DC 14 Constitution saving throw at the end of that turn or regurgitate the creature, which falls prone in a space within 10 feet of the behir. If the behir dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 15 ft. of movement, exiting prone.

BEHOLDER

Large aberration, lawful evil

Armor Class 18 (natural armor)
Hit Points 180 (19d10 + 76)
Speed 0 ft., fly 20 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	18 (+4)	17 (+3)	15 (+2)	17 (+3)

Saving Throws Int +8, Wis +7, Cha +8
Skills Perception +12
Senses darkvision 120 ft., passive Perception 22
Languages Deep Speech, Undercommon
Challenge 13 (10000 XP)

Antimagic Cone. The beholder's central eye creates an area of antimagic, as in the antimagic field spell, in a 150-foot cone. At the start of each of its turns, the beholder decides which way the cone faces and whether the cone is active. The area works against the beholder's own eye rays.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 14 (4d6) piercing damage.

Eye Rays. The beholder shoots three of the following magical eye rays at random (reroll duplicates), choosing one to three targets it can see within 120 feet of it:

1. **Charm Ray.** The targeted creature must succeed on a DC 16 Wisdom saving throw or be charmed by the beholder for 1 hour, or until the beholder harms the creature.
2. **Paralyzing Ray.** The targeted creature must succeed on a DC 16 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.
3. **Fear Ray.** The targeted creature must succeed on a DC 16 Wisdom saving throw or be frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.
4. **Slowing Ray.** The targeted creature must succeed on a DC 16 Dexterity saving throw. On a failed save, the target's speed is halved for 1 minute. In addition, the creature can't take reactions, and it can take either an action or a bonus action on its turn, not both. The creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.
5. **Enervation Ray.** The targeted creature must make a DC 16 Constitution saving throw, taking 36 (8d8) necrotic damage on a failed save, or half as much damage on a successful one.
6. **Telekinetic Ray.** If the target is a creature, it must succeed on a DC 16 Strength saving throw or the beholder moves it up to 30 feet in any direction. It is restrained by the ray's telekinetic grip until the start of the beholder's next turn or until the beholder is incapacitated.
If the target is an object weighing 300 pounds or less that isn't being worn or carried, it is moved up to 30 feet in any direction. The beholder can also exert fine control on objects with this ray, such as manipulating a simple tool or opening a door or a container.
7. **Sleep Ray.** The targeted creature must succeed on a DC 16 Wisdom saving throw or fall asleep and remain unconscious for 1 minute. The target awakens if it takes damage or another creature takes an action to wake it. This ray has no effect on constructs and undead.
8. **Petrification Ray.** The targeted creature must make a DC 16 Dexterity saving throw. On a failed save, the creature begins to turn to stone and is restrained. It must repeat the saving throw at the end of its next turn. On a success, the effect ends. On a failure, the creature is petrified until freed by the *greater restoration* spell or other magic.
9. **Disintegration Ray.** If the target is a creature, it must succeed on a DC 16 Dexterity saving throw or take 45 (10d8) force damage. If this damage reduces the creature to 0 hit points, its body becomes a pile of fine gray dust.
If the target is a Large or smaller nonmagical object or creation of magical force, it is disintegrated without a saving throw. If the target is a Huge or larger object or creation of magical force, this ray disintegrates a 10-foot cube of it.
10. **Death Ray.** The targeted creature must succeed on a DC 16 Dexterity saving throw or take 55 (10d10) necrotic damage. The target dies if the ray reduces it to 0 hit points.

BEHOLDER

LEGENDARY ACTIONS

The beholder can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The beholder regains spent legendary actions at the start of its turn.

Eye Ray. The beholder uses one random eye ray.

BEHOLDER ZOMBIE

Large undead, neutral evil

Armor Class 15 (natural armor)
Hit Points 93 (11d10 + 33)
Speed 0 ft., fly 20 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
10 (+0)	8 (-1)	16 (+3)	3 (-4)	8 (-1)	5 (-3)

Saving Throws Wis +2
Damage Immunities poison
Condition Immunities poisoned, prone
Senses darkvision 60 ft. passive Perception 9
Languages understands Deep Speech and Undercommon but can't speak
Challenge 5 (1800 XP)

Undead Fortitude. If damage reduces the zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On a success, the zombie drops to 1 hit point instead.

ACTIONS

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 14 (4d6) piercing damage.

Eye Ray. The zombie uses a random magical eye ray, choosing a target that it can see within 60 feet of it.

1. **Paralyzing Ray.** The targeted creature must succeed on a DC 14 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

2. **Fear Ray.** The targeted creature must succeed on a DC 14 Wisdom saving throw or be frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

3. **Enervation Ray.** The targeted creature must make a DC 14 Constitution saving throw, taking 36 (8d8) necrotic damage on a failed save, or half as much damage on a successful one.

4. **Disintegration Ray.** If the target is a creature, it must succeed on a DC 14 Dexterity saving throw or take 45 (10d8) force damage. If this damage reduces the creature to 0 hit points, its body becomes a pile of fine gray dust.

If the target is a Large or smaller nonmagical object or creation of magical force, it is disintegrated without a saving throw. If the target is a Huge or larger nonmagical object or creation of magical force, this ray disintegrates a 10-foot cube of it.

BERSERKER

Medium humanoid (any race), any chaotic alignment

Armor Class 13 (hide armor)
Hit Points 67 (9d8 + 27)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	17 (+3)	9 (-1)	11 (+0)	9 (-1)

Senses passive Perception 10
Languages Common
Challenge 2 (450 XP)

Reckless. At the start of its turn, the berserker can gain advantage on all melee weapon attack rolls during that turn, but attack rolls against it have advantage until the start of its next turn.

ACTIONS

Greataxe. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 9 (1d12+3) slashing damage.

BLACK BEAR

Medium beast, unaligned

Armor Class 11 (natural armor)
Hit Points 19 (3d8 + 6)
Speed 40 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	10 (+0)	14 (+2)	2 (-4)	12 (+1)	7 (-2)

Skills Perception +3
Senses passive Perception 13
Languages -
Challenge 1/2 (100 XP)

Keen Smell. The bear has advantage on Wisdom (Perception) checks that rely on smell.

ACTIONS

Multiattack. The bear makes two attacks: one with its bite and one with its claws.

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

Claws. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4+2) slashing damage.

BLACK PUDDING

Large ooze, unaligned

Armor Class 7
Hit Points 85 (10d10 + 30)
Speed 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	5 (-3)	16 (+3)	1 (-5)	6 (-2)	1 (-5)

Damage Immunities acid, cold, lightning, slashing
Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone
Senses blindsight 60 ft. (blind beyond this radius) passive Perception 8
Languages -
Challenge 4 (1100 XP)

Amorphous. The pudding can move through a space as narrow as 1 inch wide without squeezing.

Corrosive Form. A creature that touches the pudding or hits it with a melee attack while within 5 feet of it takes 4 (1d8) acid damage. After dealing damage, the weapon takes a permanent and cumulative -1 penalty to damage rolls. If its penalty drops to -5, the weapon is destroyed. Nonmagical ammunition made of metal or wood that hits the pudding is destroyed after dealing damage.

The pudding can eat through 2-inch-thick non-magical wood or metal in 1 round.

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

ACTIONS

Pseudopod. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) bludgeoning damage plus 18 (4d8) acid damage. In addition, nonmagical armor worn by the target is partly dissolved and takes a permanent and cumulative -1 penalty to the AC it offers. The armor is destroyed if the penalty reduces its AC to 10.

REACTIONS

Split. When a pudding that is Medium or larger is subjected to lightning or slashing damage, it splits into two new creatures if it has at least 10 hit points. Each new pudding has hit points equal to half the original pudding's, rounded down. New puddings are one size smaller than their parent.

BLACKGUARD

Medium humanoid (any race), any non-good alignment

Armor Class 18 (plate armor)
Hit Points 153 (18d8 + 72)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	11 (+0)	18 (+4)	11 (+0)	14 (+2)	15 (+2)

Saving Throws Wis +5, Cha +5
Skills Athletics +7, Deception +5, Intimidation +5
Senses passive Perception 12
Languages any one language (usually Common)
Challenge 8 (3900 XP)

Spellcasting. The blackguard is a 10th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 13, +5 to hit with spell attacks). It has the following paladin spells prepared:

1st level (4 slots): *command*, *protection from evil and good*, *thunderous smite*
2nd level (3 slots): *branding smite*, *find steed*
3rd level (2 slots): *blinding smite*, *dispel magic*

ACTIONS

Multiattack. The blackguard makes three attacks with its glaive or its shortbow.

Glaive. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 9 (1d10+4) slashing damage.

Shortbow. *Ranged Weapon Attack:* +3 to hit, range 80/320 ft., one target. *Hit:* 3 (1d6) piercing damage.

Dreadful Aspect (Recharges After A Short Or Long Rest). The blackguard exudes magical menace. Each enemy within 30 feet of the blackguard must succeed on a DC 13 Wisdom saving throw or be frightened for 1 minute. If a frightened target ends its turn more than 30 feet away from the blackguard, the target can repeat the saving throw, ending the effect on itself on a success.

BLINK DOG

Medium fey, lawful good

Armor Class 13
Hit Points 22 (4d8 + 4)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	17 (+3)	12 (+1)	10 (+0)	13 (+1)	11 (+0)

Skills Perception +3, Stealth +5
Senses passive Perception 13
Languages Blink Dog, understands Sylvan but can't speak it
Challenge 1/4 (50 XP)

Keen Hearing And Smell. The dog has advantage on Wisdom (Perception) checks that rely on hearing or smell.

ACTIONS

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

Teleport (Recharge 4-6). The dog magically teleports, along with any equipment it is wearing or carrying, up to 40 ft. to an unoccupied space it can see. Before or after teleporting, the dog can make one bite attack.

BLUE ABISHAI

Medium fiend (devil), lawful evil

Armor Class 19 (natural armor)
Hit Points 195 (26d8 + 78)
Speed 30 ft., fly 50 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	17 (+3)	22 (+6)	23 (+6)	18 (+4)

Saving Throws Int +12, Wis +12
Skills Arcana +12
Damage Immunities fire, lightning, poison
Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities poisoned
Senses darkvision 120 ft. passive Perception 16
Languages Draconic, Infernal, telepathy 120 ft.
Challenge 17 (18000 XP)

Devil's Sight. Magical darkness doesn't impede the abishai's darkvision.

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

Magic Weapons. The abishai's weapon attacks are magical.

Spellcasting. The abishai is a 13th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 20, +12 to hit with spell attacks). The abishai has the following wizard spells prepared:

Cantrips (at will): *friends*, *mage hand*, *message*, *minor illusion*, *shocking grasp*
1st level (4 slots): *chromatic orb*, *disguise self*, *expeditious retreat*, *magic missile*, *charm person*, *thunderwave*
2nd level (3 slots): *darkness*, *mirror image*, *misty step*
3rd level (3 slots): *dispel magic*, *fear*, *lightning bolt*
4th level (3 slots): *dimension door*, *greater invisibility*, *ice storm*
5th level (2 slots): *cone of cold*, *wall of force*
6th level (1 slot): *chain lightning*
7th level (1 slot): *teleport*

ACTIONS

Multiattack. The abishai makes two attacks: one with its quarterstaff and one with its bite.

Quarterstaff. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) bludgeoning damage, or 6 (1d8 + 2) bludgeoning damage if used with two hands.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 13 (2d10 + 2) piercing damage plus 14 (4d6) lightning damage.

BLUE SLAAD

Large aberration, chaotic evil

Armor Class 15 (natural armor)
Hit Points 123 (13d10 + 52)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	18 (+4)	7 (-2)	7 (-2)	9 (-1)

Skills Perception +1
Damage Resistances acid, cold, fire, lightning, thunder
Senses darkvision 60 ft., passive Perception 11
Languages Slaad, telepathy 60 ft.
Challenge 7 (2900 XP)

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

Regeneration. The slaad regains 10 hit points at the start of its turn if it has at least 1 hit point.

ACTIONS

Multiattack. The slaad makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) piercing damage.

Claws. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) slashing damage. If the target is a humanoid, it must succeed on a DC 15 Constitution saving throw or be infected with a disease called chaos phage. While infected, the target can't regain hit points, and its hit point maximum is reduced by 10 (3d6) every 24 hours. If the disease reduces the target's hit point maximum to 0, the target instantly transforms into a red slaad or, if it has the ability to cast spells of 3rd level or higher, a green slaad. Only a wish spell can reverse the transformation.

BOAR

Medium beast, unaligned

Armor Class 11 (natural armor)
Hit Points 11 (2d8 + 2)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	11 (+0)	12 (+1)	2 (-4)	9 (-1)	5 (-3)

Senses passive Perception 9
Languages -
Challenge 1/4 (50 XP)

Charge. If the boar moves at least 20 ft. straight toward a target and then hits it with a tusk attack on the same turn, the target takes an extra 3 (1d6) slashing damage. If the target is a creature, it must succeed on a DC 11 Strength saving throw or be knocked prone.

Relentless (Recharges After A Short Or Long Rest). If the boar takes 7 damage or less that would reduce it to 0 hit points, it is reduced to 1 hit point instead.

ACTIONS

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

VARIANT: BONE DEVIL POLEARM

Some bone devils have the following action options.

Multiattack. The devil makes two attacks: one with its hooked polearm and one with its sting.

Hooked Polearm. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 17 (2d12 + 4) piercing damage. If the target is a Huge or smaller creature, it is grappled (escape DC 14). Until this grapple ends, the devil can't use its polearm on another target.

BONE DEVIL

Large fiend (devil), lawful evil

Armor Class 19 (natural armor)
Hit Points 142 (15d10 + 60)
Speed 40 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	16 (+3)	18 (+4)	13 (+1)	14 (+2)	16 (+3)

Saving Throws Int +5, Wis +6, Cha +7
Skills Deception +7, Insight +6
Damage Immunities fire, poison
Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities poisoned
Senses darkvision 120 ft. passive Perception 12
Languages Infernal, telepathy 120 ft.
Challenge 9 (5000 XP)

Devil's Sight. Magical darkness doesn't impede the devil's darkvision.

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

ACTIONS

Multiattack. The devil makes three attacks: two with its claws and one with its sting.

Claw. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 8 (1d8 + 4) slashing damage.

Sting. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 13 (2d8 + 4) piercing damage plus 17 (5d6) poison damage, and the target must succeed on a DC 14 Constitution saving throw or become poisoned for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

BONE NAGA (SPIRIT)

Large undead, lawful evil

Armor Class 15 (natural armor)
Hit Points 58 (9d10 + 9)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	16 (+3)	12 (+1)	15 (+2)	15 (+2)	16 (+3)

Damage Immunities poison
Condition Immunities charmed, exhaustion, paralyzed, poisoned
Senses darkvision 60 ft. passive Perception 12
Languages Common plus one other language
Challenge 4 (1100 XP)

Spellcasting. The naga is a 5th-level spellcaster (spell save DC 12, +4 to hit with spell attacks) that needs only verbal components to cast its spells. Its spellcasting ability is Intelligence, and it has the following wizard spells prepared:

Cantrips (at will): *mage hand*, *minor illusion*, *ray of frost*
1st level (4 slots): *charm person*, *sleep*
2nd level (3 slots): *detect thoughts*, *hold person*
3rd level (2 slots): *lightning bolt*

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one creature. *Hit:* 10 (2d6 + 3) piercing damage plus 10 (3d6) poison damage.

BORE WORM

Gargantuan construct, unaligned

Armor Class 18 (natural armor)
Hit Points 247 (15d20 + 90)
Speed 50 ft., burrow 30 ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	7 (-2)	22 (+6)	1 (-5)	8 (-1)	4 (-3)

Saving Throws Con +11, Wis +4
Damage Immunities poison, psychic; bludgeoning, piercing, and slashing damage from nonmagical attacks not made with adamantite weapons
Condition Immunities blinded, charmed, deafened, exhaustion, frightened, paralyzed, petrified, poisoned, prone
Senses blindsight 30 ft., tremorsense 60 ft. passive Perception 9
Languages -
Challenge 16 (15000 XP)

Tunneler. The worm can burrow through solid rock at half its burrow speed and leaves a 10-foot-diameter tunnel in its wake.

Regeneration. The worm regains 10 hit points at the start of each of its turns if it has at least 1 hit point.

ACTIONS

Multiattack. The worm makes two attacks: one with its grinding jaws and one with its stinger.

Grinding Jaws. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 22 (3d8 + 9) slashing damage.

Tail Stinger. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one creature. *Hit:* 19 (3d6 + 9) piercing damage, and the target must make a DC 19 Constitution saving throw, taking 42 (12d6) poison damage on a failed save, or half as much damage on a successful one.

BONECLAW

Large undead, chaotic evil

Armor Class 16 (natural armor)
Hit Points 127 (17d10 + 34)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	16 (+3)	15 (+2)	13 (+1)	15 (+2)	109 (+49)

Saving Throws Dex +7, Con +6, Wis +6
Skills Perception +6, Stealth +7
Damage Resistances cold, necrotic; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned
Senses darkvision 60 ft., passive Perception 16
Languages Common plus the main language of its master
Challenge 12 (8400 XP)

Rejuvenation. While its master lives, a destroyed boneclaw gains a new body in 1d10 hours, with all its hit points. The new body appears within 1 mile of the boneclaw's master.

Shadow Stealth. While in dim light or darkness, the boneclaw can take the Hide action as a bonus action.

ACTIONS

Multiattack. The boneclaw makes two claw attacks.

Piercing Claw. *Melee Weapon Attack:* +8 to hit, reach 15 ft., one target. *Hit:* 20 (3d10 + 4) piercing damage. If the target is a creature, the boneclaw can pull the target up to 10 feet toward itself, and the target is grappled (escape DC 14). The boneclaw has two claws. While a claw grapples a target, the claw can attack only that target.

Shadow Jump. If the boneclaw is in dim light or darkness, each creature of the boneclaw's choice within 5 feet of it must succeed on a DC 14 Constitution saving throw or take 34 (5d12 + 2) necrotic damage.

The boneclaw then magically teleports up to 60 feet to an unoccupied space it can see. It can bring one creature it's grappling, teleporting that creature to an unoccupied space it can see within 5 feet of its destination. The destination spaces of this teleportation must be in dim light or darkness.

REACTIONS

Deadly Reach. In response to a visible enemy moving into its reach, the boneclaw makes one claw attack against that enemy. If the attack hits, the boneclaw can make a second claw attack against the target.

BROWN BEAR

Large beast, unaligned

Armor Class 11 (natural armor)
Hit Points 34 (4d10 + 12)
Speed 40 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	10 (+0)	16 (+3)	2 (-4)	13 (+1)	7 (-2)

Skills Perception +3
Senses passive Perception 13
Languages -
Challenge 1 (200 XP)

Keen Smell. The bear has advantage on Wisdom (Perception) checks that rely on smell.

ACTIONS

Multiattack. The bear makes two attacks: one with its bite and one with its claws.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 8 (1d8+4) piercing damage.

Claws. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) slashing damage.

BUGBEAR

Medium humanoid (goblinoid), chaotic evil

Armor Class 16 (hide armor, shield)
Hit Points 27 (5d8 + 5)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	13 (+1)	8 (-1)	11 (+0)	9 (-1)

Skills Stealth +6, Survival +2
Senses darkvision 60 ft. passive Perception 10
Languages Common, Goblin
Challenge 1 (200 XP)

Brute. A melee weapon deals one extra die of its damage when the bugbear hits with it (included in the attack).

Surprise Attack. If the bugbear surprises a creature and hits it with an attack during the first round of combat, the target takes an extra 7 (2d6) damage from the attack.

ACTIONS

Morningstar. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 11 (2d8+2) piercing damage.

Javelin. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft., or range 30/120 ft., one target. *Hit:* 9 (2d6+2) piercing damage or 5 (1d6 + 2) piercing damage at range.

BULETTE

Large monstrosity, unaligned

Armor Class 17 (natural armor)
Hit Points 94 (9d10 + 45)
Speed 40 ft., burrow 40 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	11 (+0)	21 (+5)	2 (-4)	10 (+0)	5 (-3)

Skills Perception +6
Senses darkvision 60 ft., tremorsense 60 ft., passive Perception 16
Languages -
Challenge 5 (1800 XP)

Standing Leap. The bulette's long jump is up to 30 ft. and its high jump is up to 15 ft., with or without a running start.

ACTIONS

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 30 (4d12+4) piercing damage.

Deadly Leap. If the bulette jumps at least 15 ft. as part of its movement, it can then use this action to land on its feet in a space that contains one or more other creatures. Each of those creatures must succeed on a DC 16 Strength or Dexterity saving throw (target's choice) or be knocked prone and take 14 (3d6 + 4) bludgeoning damage plus 14 (3d6 + 4) slashing damage. On a successful save, the creature takes only half the damage, isn't knocked prone, and is pushed 5 ft. out of the bulette's space into an unoccupied space of the creature's choice. If no unoccupied space is within range, the creature instead falls prone in the bulette's space.

BULLYWUG

Medium humanoid (bullywug), neutral evil

Armor Class 15 (hide armor, shield)
Hit Points 11 (2d8 + 2)
Speed 20 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	12 (+1)	13 (+1)	7 (-2)	10 (+0)	7 (-2)

Skills Stealth +3
Senses passive Perception 10
Languages Bullywug
Challenge 1/4 (50 XP)

Amphibious. The bullywug can breathe air and water.

Speak With Frogs And Toads. The bullywug can communicate simple concepts to frogs and toads when it speaks in Bullywug.

Standing Leap. The bullywug's long jump is up to 20 ft. and its high jump is up to 10 ft., with or without a running start.

Swamp Camouflage. The bullywug has advantage on Dexterity (Stealth) checks made to hide in swampy terrain.

ACTIONS

Multiattack. The bullywug makes two melee attacks: one with its bite and one with its spear.

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4 + 1) bludgeoning damage.

Spear. *Melee or Ranged Weapon Attack:* +3 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage, or 5 (1d8 + 1) piercing damage if used with two hands to make a melee attack.

CARRION CRAWLER

Large monstrosity, unaligned

Armor Class 13 (natural armor)
Hit Points 51 (6d10 + 18)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	13 (+1)	16 (+3)	1 (-5)	12 (+1)	5 (-3)

Skills Perception +3
Senses darkvision 60 ft. passive Perception 11
Languages -
Challenge 2 (450 XP)

Keen Smell. The carrion crawler has advantage on Wisdom (Perception) checks that rely on smell.

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

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4+2) piercing damage.

Multiattack. The carrion crawler makes two attacks: one with its tentacles and one with its bite.

Tentacles. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one creature. *Hit:* 4 (1d4+2) poison damage and the target must succeed on a DC 13 Constitution saving throw or be poisoned for 1 minute. Until this poison ends, the target is paralyzed. The target can repeat the saving throw at the end of each of its turns, ending the poison on itself on a success.

CHAMPION

Medium humanoid (any race), any alignment

Armor Class 18 (plate armor)
Hit Points 143 (22d8 + 44)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	14 (+2)	10 (+0)	14 (+2)	12 (+1)

Saving Throws Str +9, Dex +6
Skills Athletics +9, Intimidation +5, Perception +6
Senses passive Perception 16
Languages Common
Challenge 9 (5000 XP)

Indomitable (2/Day). The champion rerolls a failed saving throw.

Second Wind (Recharges After A Short Or Long Rest). As a bonus action, the champion can regain 20 hit points.

ACTIONS

Multiattack. The champion makes three attacks with its greatsword or its shortbow.

Greatsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 12 (2d6+5) slashing damage plus 7 (2d6) slashing damage if the champion has more than half of its total hit points remaining.

Shortbow. *Ranged Weapon Attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 9 (2d6+2) piercing damage plus 7 (2d6) piercing damage if the champion has more than half of its total hit points remaining.

CAVE FISHER

Medium monstrosity, unaligned

Armor Class 16 (natural armor)
Hit Points 58 (9d8 + 18)
Speed 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	14 (+2)	3 (-4)	10 (+0)	3 (-4)

Skills Perception +2, Stealth +5
Senses blindsight 60 ft., passive Perception 12
Languages -
Challenge 3 (700 XP)

Adhesive Filament. The cave fisher can use its action to extend a sticky filament up to 60 feet, and the filament adheres to anything that touches it. A creature adhered to the filament is grappled by the cave fisher (escape DC 13), and ability checks made to escape this grapple have disadvantage. The filament can be attacked (AC 15; 5 hit points; immunity to poison and psychic damage), but a weapon that fails to sever it becomes stuck to it, requiring an action and a successful DC 13 Strength check to pull free. Destroying the filament causes no damage to the cave fisher, which can extrude a replacement filament on its next turn.

Flammable Blood. If the cave fisher drops to half its hit points or fewer, it gains vulnerability to fire damage.

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

ACTIONS

Multiattack. The cave fisher makes two attacks with its claws.

Claw. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) slashing damage.

Filament. One creature grappled by the cave fisher's adhesive filament must make a DC 13 Strength saving throw, provided that the target weighs 200 pounds or less. On a failure, the target is pulled into an unoccupied space within 5 feet of the cave fisher, and the cave fisher makes a claw attack against it as a bonus action. Reeling up the target releases anyone else who was attached to the filament. Until the grapple ends on the target, the cave fisher can't extrude another filament.

CHASME

Large fiend (demon), chaotic evil

Armor Class 15 (natural armor)
Hit Points 84 (13d10 + 13)
Speed 20 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	15 (+2)	12 (+1)	11 (+0)	14 (+2)	10 (+0)

Saving Throws Dex +5, Wis +5
Skills Perception +5
Damage Immunities poison
Damage Resistances cold, fire, lightning
Condition Immunities poisoned
Senses blindsight 10 ft., darkvision 120 ft., passive Perception 15
Languages Abyssal, telepathy 120 ft.
Challenge 6 (2300 XP)

Drone. The chasme produces a horrid droning sound to which demons are immune. Any other creature that starts its turn within 30 feet of the chasme must succeed on a DC 12 Constitution saving throw or fall unconscious for 10 minutes. A creature that can't hear the drone automatically succeeds on the save. The effect on the creature ends if it takes damage or if another creature takes an action to splash it with holy water. If a creature's saving throw is successful or the effect ends for it, it is immune to the drone for the next 24 hours.

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

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

ACTIONS

Proboscis. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 16 (4d6 + 2) piercing damage plus 24 (7d6) necrotic damage, and the target's hit point maximum is reduced by an amount equal to the necrotic damage taken. If this effect reduces a creature's hit point maximum to 0, the creature dies. This reduction to a creature's hit point maximum lasts until the creature finishes a long rest or until it is affected by a spell like greater restoration.

CHIMERA

Large monstrosity, chaotic evil

Armor Class 14 (natural armor)
Hit Points 114 (12d10 + 48)
Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	11 (+0)	19 (+4)	3 (-4)	14 (+2)	10 (+0)

Skills Perception +8
Senses darkvision 60 ft., passive Perception 18
Languages understands Draconic but can't speak
Challenge 6 (2300 XP)

ACTIONS

Multiattack. The chimera makes three attacks: one with its bite, one with its horns, and one with its claws. When its fire breath is available, it can use the breath in place of its bite or horns.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) piercing damage.

Horns. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 10 (1d12+4) bludgeoning damage.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) slashing damage.

Fire Breath (Recharge 5-6). The dragon head exhales fire in a 15-foot cone. Each creature in that area must make a DC 15 Dexterity saving throw, taking 31 (7d8) fire damage on a failed save, or half as much damage on a successful one.

CHUUL

Large aberration, chaotic evil

Armor Class 16 (natural armor)
Hit Points 93 (11d10 + 33)
Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	10 (+0)	16 (+3)	5 (-3)	11 (+0)	5 (-3)

Skills Perception +4
Damage Immunities poison
Condition Immunities poisoned
Senses darkvision 60 ft., passive Perception 14
Languages understands Deep Speech but can't speak
Challenge 4 (1100 XP)

Amphibious. The chuul can breathe air and water.

Sense Magic. The chuul senses magic within 120 feet of it at will. This trait otherwise works like the detect magic spell but isn't itself magical.

ACTIONS

Multiattack. The chuul makes two pincer attacks. If the chuul is grappling a creature, the chuul can also use its tentacles once.

Pincer. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 11 (2d6+4) bludgeoning damage. The target is grappled (escape DC 14) if it is a Large or smaller creature and the chuul doesn't have two other creatures grappled.

Tentacles. One creature grappled by the chuul must succeed on a DC 13 Constitution saving throw or be poisoned for 1 minute. Until this poison ends, the target is paralyzed. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

CLAY GOLEM

Large construct, unaligned

Armor Class 14 (natural armor)
Hit Points 133 (14d10 + 56)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	9 (-1)	18 (+4)	3 (-4)	8 (-1)	1 (-5)

Damage Immunities acid, poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite
Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned
Senses darkvision 60 ft., passive Perception 9
Languages understands the languages of its creator but can't speak
Challenge 9 (5000 XP)

Acid Absorption. Whenever the golem is subjected to acid damage, it takes no damage and instead regains a number of hit points equal to the acid damage dealt.

Berserk. Whenever the golem starts its turn with 60 hit points or fewer, roll a d6. On a 6, the golem goes berserk. On each of its turns while berserk, the golem attacks the nearest creature it can see. If no creature is near enough to move to and attack, the golem attacks an object, with preference for an object smaller than itself. Once the golem goes berserk, it continues to do so until it is destroyed or regains all its hit points.

Immutable Form. The golem is immune to any spell or effect that would alter its form.

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

Magic Weapons. The golem's weapon attacks are magical.

ACTIONS

Multiattack. The golem makes two slam attacks.

Slam. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 16 (2d10+5) bludgeoning damage. If the target is a creature, it must succeed on a DC 15 Constitution saving throw or have its hit point maximum reduced by an amount equal to the damage taken. The target dies if this attack reduces its hit point maximum to 0. The reduction lasts until removed by the greater restoration spell or other magic.

Haste (Recharge 5-6). Until the end of its next turn, the golem magically gains a +2 bonus to its AC, has advantage on Dexterity saving throws, and can use its slam attack as a bonus action.

CLOAKER

Large aberration, chaotic neutral

Armor Class 14 (natural armor)
Hit Points 78 (12d10 + 12)
Speed 10 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	12 (+1)	13 (+1)	12 (+1)	14 (+2)

Skills Stealth +5
Senses darkvision 60 ft. passive Perception 11
Languages Deep Speech, Undercommon
Challenge 8 (3900 XP)

Damage Transfer. While attached to a creature, the cloaker takes only half the damage dealt to it (rounded down), and that creature takes the other half.

False Appearance. While the cloaker remains motionless without its underside exposed, it is indistinguishable from a dark leather cloak.

Light Sensitivity. While in bright light, the cloaker has disadvantage on attack rolls and Wisdom (Perception) checks that rely on sight.

ACTIONS

Multiattack. The cloaker makes two attacks: one with its bite and one with its tail.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 10 (2d6+3) piercing damage and if the target is Large or smaller, the cloaker attaches to it. If the cloaker has advantage against the target, the cloaker attaches to the target's head, and the target is blinded and unable to breathe while the cloaker is attached. While attached, the cloaker can make this attack only against the target and has advantage on the attack roll. The cloaker can detach itself by spending 5 feet of its movement. A creature, including the target, can take its action to detach the cloaker by succeeding on a DC 16 Strength check.

Tail. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one creature. *Hit:* 7 (1d8+3) slashing damage.

Moan. Each creature within 60 feet of the cloaker that can hear its moan and that isn't an aberration must succeed on a DC 13 Wisdom saving throw or become frightened until the end of the cloaker's next turn. If a creature's saving throw is successful, the creature is immune to the cloaker's moan for the next 24 hours.

Phantasms (Recharges After A Short Or Long Rest). The cloaker magically creates three illusory duplicates of itself if it isn't in bright light. The duplicates move with it and mimic its actions, shifting position so as to make it impossible to track which cloaker is the real one. If the cloaker is ever in an area of bright light, the duplicates disappear.

Whenever any creature targets the cloaker with an attack or a harmful spell while a duplicate remains, that creature rolls randomly to determine whether it targets the cloaker or one of the duplicates. A creature is unaffected by this magical effect if it can't see or if it relies on senses other than sight.

A duplicate has the cloaker's AC and uses its saving throws. If an attack hits a duplicate, or if a duplicate fails a saving throw against an effect that deals damage, the duplicate disappears.

CLOUD GIANT

Huge giant, neutral good (50%) or neutral evil (50%)

Armor Class 14 (natural armor)
Hit Points 200 (16d12 + 96)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	10 (+0)	22 (+6)	12 (+1)	16 (+3)	16 (+3)

Saving Throws Con +10, Wis +7, Cha +7
Skills Insight +7, Perception +7
Senses passive Perception 17
Languages Common, Giant
Challenge 9 (5000 XP)

Innate Spellcasting. The giant's innate spellcasting ability is Charisma. It can innately cast the following spells, requiring no material components:

At will: *detect magic, fog cloud, light*
3/day each: *feather fall, fly, misty step, telekinesis*
1/day each: *control weather, gaseous form*

Keen Smell. The giant has advantage on Wisdom (Perception) checks that rely on smell.

ACTIONS

Multiattack. The giant makes two morningstar attacks.

Morningstar. *Melee Weapon Attack:* +12 to hit, reach 10 ft., one target. *Hit:* 21 (3d8 + 8) piercing damage.

Rock. *Ranged Weapon Attack:* +12 to hit, range 60/240 ft., one target. *Hit:* 30 (4d10 + 8) bludgeoning damage.

CONJURER

Medium humanoid (any race), any alignment

Armor Class 12 (15 with *mage armor*)
Hit Points 40 (9d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	11 (+0)	17 (+3)	12 (+1)	11 (+0)

Saving Throws Int +6, Wis +4
Skills Arcana +6, History +6
Senses passive Perception 11
Languages any four languages
Challenge 6 (2300 XP)

Benign Transportation (Recharges After The Conjurer Casts A Conjuration Spell Of 1st Level Or Higher). As a bonus action, the conjurer teleports up to 30 feet to an unoccupied space that it can see. If it instead chooses a space within range that is occupied by a willing Small or Medium creature, they both teleport, swapping places.

Spellcasting. The conjurer is a 9th-level spellcaster. Its spellcasting ability is intelligence (spell save DC 14, +6 to hit with spell attacks).

The conjurer has the following wizard spells prepared:

Cantrips (at will): *acid splash, mage hand, poison spray, prestidigitation*
1st level (4 slots): *mage armor, magic missile, unseen servant**
2nd level (3 slots): *cloud of daggers*, misty step*, web**
3rd level (3 slots): *fireball, stinking cloud**
4th level (3 slots): *Evard's black tentacles*, stoneskin*
5th level (2 slots): *cloudkill*, conjure elemental**
*Conjuration spell of 1st level or higher

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 4 (1d4+2) piercing damage.

COMMONER

Medium humanoid (any race), any alignment

Armor Class 10
Hit Points 4 (1d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	10 (+0)	10 (+0)	10 (+0)	10 (+0)	10 (+0)

Senses passive Perception 10
Languages any one language (usually Common)
Challenge 1/8 (25 XP)

ACTIONS

Club. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 2 (1d4) bludgeoning damage.

COUATL

Medium celestial, lawful good

Armor Class 19 (natural armor)
Hit Points 97 (13d8 + 39)
Speed 30 ft., fly 90 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	20 (+5)	17 (+3)	18 (+4)	20 (+5)	18 (+4)

Saving Throws Con +5, Wis +7, Cha +6
Damage Immunities psychic; bludgeoning, piercing, and slashing from nonmagical attacks
Damage Resistances radiant
Senses truesight 120 ft., passive Perception 15
Languages all, telepathy 120 ft.
Challenge 4 (1100 XP)

Innate Spellcasting. The couatl's spellcasting ability is Charisma (spell save DC 14). It can innately cast the following spells, requiring only verbal components:

At will: *detect evil and good, detect magic, detect thoughts*
3/day each: *bless, create food and water, cure wounds, lesser restoration, protection from poison, sanctuary, shield*
1/day each: *dream, greater restoration, scrying*

Magic Weapons. The couatl's weapon attacks are magical.

Shielded Mind. The couatl is immune to scrying and to any effect that would sense its emotions, read its thoughts, or detect its location.

ACTIONS

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one creature. *Hit:* 8 (1d6 + 5) piercing damage, and the target must succeed on a DC 13 Constitution saving throw or be poisoned for 24 hours. Until this poison ends, the target is unconscious. Another creature can use an action to shake the target awake.

Constrict. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one Medium or smaller creature. *Hit:* 10 (2d6 + 3) bludgeoning damage, and the target is grappled (escape DC 15). Until this grapple ends, the target is restrained, and the couatl can't constrict another target.

Change Shape. The couatl magically polymorphs into a humanoid or beast that has a challenge rating equal to or less than its own, or back into its true form. It reverts to its true form if it dies. Any equipment it is wearing or carrying is absorbed or borne by the new form (the couatl's choice).

In a new form, the couatl retains its game statistics and ability to speak, but its AC, movement modes, Strength, Dexterity, and other actions are replaced by those of the new form, and it gains any statistics and capabilities (except class features, legendary actions, and lair actions) that the new form has but that it lacks. If the new form has a bite attack, the couatl can use its bite in that form.

CULT FANATIC

Medium humanoid (any race), any non-good alignment

Armor Class 13 (leather armor)
Hit Points 33 (6d8 + 6)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	14 (+2)	12 (+1)	10 (+0)	13 (+1)	14 (+2)

Skills Deception +4, Persuasion +4, Religion +2
Senses passive Perception 11
Languages any one language (usually Common)
Challenge 2 (450 XP)

Dark Devotion. The fanatic has advantage on saving throws against being charmed or frightened.

Spellcasting. The fanatic is a 4th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 11, +3 to hit with spell attacks). The fanatic has the following cleric spells prepared:

Cantrips (at will): *light, sacred flame, thaumaturgy*
 1st level (4 slots): *command, inflict wounds, shield of faith*
 2nd level (3 slots): *hold person, spiritual weapon*

ACTIONS

Multiattack. The fanatic makes two melee attacks.

Dagger. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft. or range 20/60 ft., one creature. *Hit:* 4 (1d4 + 2) piercing damage.

CULTIST

Medium humanoid (any race), any non-good alignment

Armor Class 12 (leather armor)
Hit Points 9 (2d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	10 (+0)	10 (+0)	11 (+0)	10 (+0)

Skills Deception +2, Religion +2
Senses passive Perception 10
Languages any one language (usually Common)
Challenge 1/8 (25 XP)

Dark Devotion. The cultist has advantage on saving throws against being charmed or frightened.

ACTIONS

Scimitar. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one creature. *Hit:* 4 (1d6 + 1) slashing damage.

DAO

Large elemental, neutral evil

Armor Class 18 (natural armor)
Hit Points 187 (15d10 + 105)
Speed 30 ft., burrow 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	12 (+1)	24 (+7)	12 (+1)	13 (+1)	14 (+2)

Saving Throws Int +5, Wis +5, Cha +6
Condition Immunities petrified
Senses darkvision 120 ft. passive Perception 11
Languages Terran
Challenge 11 (7200 XP)

Earth Glide. The dao can burrow through nonmagical, unworked earth and stone. While doing so, the dao doesn't disturb the material it moves through.

Elemental Demise. If the dao dies, its body disintegrates into crystalline powder, leaving behind only equipment the dao was wearing or carrying.

Innate Spellcasting. The dao's innate spellcasting ability is Charisma (spell save DC 14, +6 to hit with spell attacks). It can innately cast the following spells, requiring no material components:

At will: *detect evil and good, detect magic, stone shape*
 3/day each: *passwall, move earth, tongues*
 1/day each: *conjure elemental* (earth elemental only), *gaseous form, invisibility, phantasmal killer, plane shift, wall of stone*

Sure-Footed. The dao has advantage on Strength and Dexterity saving throws made against effects that would knock it prone.

ACTIONS

Multiattack. The dao makes two fist attacks or two maul attacks.

Fist. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 15 (2d8 + 6) bludgeoning damage.

Maul. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 20 (4d6 + 6) bludgeoning damage. If the target is a Huge or smaller creature, it must succeed on a DC 18 Strength check or be knocked prone.

DARKMANTLE

Small monstrosity, unaligned

Armor Class 11

Hit Points 22 (5d6 + 5)

Speed 10 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	13 (+1)	2 (-4)	10 (+0)	5 (-3)

Skills Stealth +3

Senses blindsight 60 ft. passive Perception 10

Languages -

Challenge 1/2 (100 XP)

Echolocation. The darkmantle can't use its blindsight while deafened.

False Appearance. While the darkmantle remains motionless, it is indistinguishable from a cave formation such as a stalactite or stalagmite.

ACTIONS

Crush. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 6 (1d6 + 3) bludgeoning damage, and the darkmantle attaches to the target. If the target is Medium or smaller and the darkmantle has advantage on the attack roll, it attaches by engulfing the target's head, and the target is also blinded and unable to breathe while the darkmantle is attached in this way.

While attached to the target, the darkmantle can attack no other creature except the target but has advantage on its attack rolls. The darkmantle's speed also becomes 0, it can't benefit from any bonus to its speed, and it moves with the target.

A creature can detach the darkmantle by making a successful DC 13 Strength check as an action. On its turn, the darkmantle can detach itself from the target by using 5 feet of movement.

Darkness Aura (1/Day). A 15-foot radius of magical darkness extends out from the darkmantle, moves with it, and spreads around corners. The darkness lasts as long as the darkmantle maintains concentration, up to 10 minutes (as if concentrating on a spell). Darkvision can't penetrate this darkness, and no natural light can illuminate it. If any of the darkness overlaps with an area of light created by a spell of 2nd level or lower, the spell creating the light is dispelled.

DEATH DOG

Medium monstrosity, neutral evil

Armor Class 12

Hit Points 39 (6d8 + 12)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	14 (+2)	3 (-4)	13 (+1)	6 (-2)

Skills Perception +5, Stealth +4

Senses darkvision 120 ft., passive Perception 15

Languages -

Challenge 1 (200 XP)

Two-Headed. The dog has advantage on Wisdom (Perception) checks and on saving throws against being blinded, charmed, deafened, frightened, stunned, or knocked unconscious.

ACTIONS

Multiattack. The dog makes two bite attacks.

Death Dog. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage. If the target is a creature, it must succeed on a DC 12 Constitution saving throw against disease or become poisoned until the disease is cured. Every 24 hours that elapse, the creature must repeat the saving throw, reducing its hit point maximum by 5 (1d10) on a failure. This reduction lasts until the disease is cured. The creature dies if the disease reduces its hit point maximum to 0.

DEATH KNIGHT

Medium undead, chaotic evil

Armor Class 20 (plate armor, shield)

Hit Points 180 (19d8 + 95)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	11 (+0)	20 (+5)	12 (+1)	16 (+3)	18 (+4)

Saving Throws Dex +6, Wis +9, Cha +10

Damage Immunities necrotic, poison

Condition Immunities exhaustion, frightened, poisoned

Senses darkvision 120 ft. passive Perception 13

Languages Abyssal, Common

Challenge 17 (18000 XP)

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

Marshal Undead. Unless the death knight is incapacitated, it and undead creatures of its choice within 60 feet of it have advantage on saving throws against features that turn undead.

Spellcasting. The death knight is a 19th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 18, +10 to hit with spell attacks). It has the following paladin spells prepared:

1st level (4 slots): *command, compelled duel, searing smite*

2nd level (3 slots): *hold person, magic weapon*

3rd level (3 slots): *dispel magic, elemental weapon*

4th level (3 slots): *banishment, staggering smite*

5th level (2 slots): *destructive wave* (necrotic)

ACTIONS

Multiattack. The death knight makes three longsword attacks

Longsword. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 9 (1d8 + 5) slashing damage, or 10 (1d10 + 5) slashing damage if used with two hands, plus 18 (4d8) necrotic damage.

Hellfire Orb (1/Day). The death knight hurls a magical ball of fire that explodes at a point it can see within 120 feet of it. Each creature in a 20-foot-radius sphere centered on that point must make a DC 18 Dexterity saving throw. The sphere spreads around corners. A creature takes 35 (10d6) fire damage and 35 (10d6) necrotic damage on a failed save, or half as much damage on a successful one.

REACTIONS

Parry. The death knight adds 6 to its AC against one melee attack that would hit it. To do so, the death knight must see the attacker and be wielding a melee weapon.

DEATH SLAAD

Medium aberration (shapechanger), chaotic evil

Armor Class 18 (natural armor)

Hit Points 170 (20d8 + 80)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	19 (+4)	15 (+2)	10 (+0)	16 (+3)

Skills Arcana +6, Perception +8

Damage Resistances acid, cold, fire, lightning, thunder

Senses blindsight 60 ft., darkvision 60 ft., passive Perception 18

Languages Slaad, telepathy 60 ft.

Challenge 10 (5900 XP)

Innate Spellcasting. The slaad's innate spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). The slaad can innately cast the following spells, requiring no material components:

At will: *detect magic*, *detect thoughts*, *invisibility* (self only),

mage hand, *major image*

2/day each: *fear*, *fireball*, *fly*, *tongues*

1/day each: *cloudkill*, *plane shift*

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

Magic Weapons. The slaad's weapon attacks are magical.

Regeneration. The slaad regains 10 hit points at the start of its turn if it has at least 1 hit point.

Shapechanger. The slaad can use its action to polymorph into a Small or Medium humanoid, or back into its true form. Its statistics, other than its size, are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

ACTIONS

Multiattack. The slaad makes three attacks: one with its bite and two with its claws or greatsword.

Bite (Slaad Form Only). *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 9 (1d8 + 5) piercing damage plus 7 (2d6) necrotic damage.

Claws (Slaad Form Only). *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 10 (1d10 + 5) slashing damage plus 7 (2d6) necrotic damage.

Greatsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) slashing damage plus 7 (2d6) necrotic damage.

DEATH TYRANT

Large undead, lawful evil

Armor Class 19 (natural armor)

Hit Points 187 (25d10 + 50)

Speed 0 ft., fly 20 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	14 (+2)	19 (+4)	15 (+2)	19 (+4)

Saving Throws Str +5, Con +7, Int +9, Wis +7, Cha +9

Skills Perception +12

Damage Immunities poison

Condition Immunities charmed, exhaustion, paralyzed, petrified, poisoned, prone

Senses darkvision 120 ft., passive Perception 22

Languages Deep Speech, Undercommon

Challenge 14 (11500 XP)

Negative Energy Cone. The death tyrant's central eye emits an invisible, magical 150-foot cone of negative energy. At the start of each of its turns, the tyrant decides which way the cone faces and whether the cone is active.

Any creature in that area can't regain hit points. Any humanoid that dies there becomes a zombie under the tyrant's command. The dead humanoid retains its place in the initiative order and animates at the start of its next turn, provided that its body hasn't been completely destroyed.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 14 (4d6) piercing damage.

Eye Rays. The death tyrant shoots three of the following magical eye rays at random (reroll duplicates), choosing one to three targets it can see within 120 feet of it:

1. **Charm Ray.** The targeted creature must succeed on a DC 17 Wisdom saving throw or be charmed by the death tyrant for 1 hour, or until the death tyrant harms the creature.

2. **Paralyzing Ray.** The targeted creature must succeed on a DC 17 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

3. **Fear Ray.** The targeted creature must succeed on a DC 17 Wisdom saving throw or be frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

4. **Slowing Ray.** The targeted creature must succeed on a DC 17 Dexterity saving throw. On a failed save, the target's speed is halved for 1 minute. In addition, the creature can't take reactions, and it can take either an action or a bonus action on its turn, not both. The creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

5. **Enervation Ray.** The targeted creature must make a DC 17 Constitution saving throw, taking 36 (8d8) necrotic damage on a failed save, or half as much damage on a successful one.

6. **Telekinetic Ray.** If the target is a creature, it must succeed on a DC 17 Strength saving throw or the death tyrant moves it up to 30 feet in any direction. It is restrained by the ray's telekinetic grip until the start of the death tyrant's next turn or until the death tyrant is incapacitated.

If the target is an object weighing 300 pounds or less that isn't being worn or carried, it is moved up to 30 feet in any direction. The death tyrant can also exert fine control on objects with this ray, such as manipulating a simple tool or opening a door or a container.

7. **Sleep Ray.** The targeted creature must succeed on a DC 17 Wisdom saving throw or fall asleep and remain unconscious for 1 minute. The target awakens if it takes damage or another creature takes an action to wake it. This ray has no effect on constructs and undead.

8. **Petrification Ray.** The targeted creature must make a DC 17 Dexterity saving throw. On a failed save, the creature begins to turn to stone and is restrained. It must repeat the saving throw at the end of its next turn. On a success, the effect ends. On a failure, the creature is petrified until freed by the *greater restoration* spell or other magic.

9. **Disintegration Ray.** If the target is a creature, it must succeed on a DC 17 Dexterity saving throw or take 45 (10d8) force damage. If this damage reduces the creature to 0 hit points, its body becomes a pile of fine gray dust.

If the target is a Large or smaller nonmagical object or creation of magical force, it is disintegrated without a saving throw. If the target is a Huge or larger object or creation of magical force, this ray disintegrates a 10-foot cube of it.

10. **Death Ray.** The targeted creature must succeed on a DC 17 Dexterity saving throw or take 55 (10d10) necrotic damage. The target dies if the ray reduces it to 0 hit points.

DEATH TYRANT

LEGENDARY ACTIONS

The death tyrant can take 3 legendary actions. Only one legendary action can be used at a time and only at the end of another creature's turn. The death tyrant regains spent legendary actions at the start of its turn.

Eye Ray. The death tyrant uses one random eye ray.

LAIR ACTIONS

When fighting inside its lair, a death tyrant can invoke the ambient magic to take lair actions. On initiative count 20 (losing initiative ties), the death tyrant can take one lair action to cause one of the following effects:

- An area that is a 50-foot cube within 120 feet of the tyrant is filled with spectral eyes and tentacles. To creatures other than the death tyrant, that area is lightly obscured and difficult terrain until initiative count 20 on the next round.
- Walls sprout spectral appendages until initiative count 20 on the round after next. Any creature, including one on the Ethereal Plane, that is hostile to the tyrant and starts its turn within 10 feet of a wall must succeed on a DC 17 Dexterity saving throw or be grappled. Escaping requires a successful DC 17 Strength (Athletics) or Dexterity (Acrobatics) check.
- A spectral eye opens in the air at a point within 50 feet of the tyrant. One random eye ray of the tyrant shoots from that eye, which is considered to be an ethereal source, at a target of the tyrant's choice. The eye then closes and disappears.

The death tyrant can't repeat an effect until all three have been used, and it can't use the same effect on consecutive rounds.

DEEP GNOME

Small humanoid (gnome), neutral good

Armor Class 16 (chain shirt)
Hit Points 16 (3d6 + 6)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	14 (+2)	12 (+1)	10 (+0)	9 (-1)

Skills Investigation +3, Perception +2, Stealth +4
Senses darkvision 120 ft., passive Perception 12
Languages Gnomish, Terran, Undercommon
Challenge 1/2 (100 XP)

Gnome Cunning. The gnome has advantage on Intelligence, Wisdom, and Charisma saving throws against magic.

Innate Spellcasting. The gnome's innate spellcasting ability is Intelligence (spell save DC 11). It can innately cast the following spells, requiring no material components:

At will: *nondetection* (self only)
1/day each: *blindness/deafness*, *blur*, *disguise self*

Stone Camouflage. The gnome has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.

ACTIONS

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

Poisoned Dart. *Ranged Weapon Attack:* +4 to hit, range 30/120 ft., one creature. *Hit:* 4 (1d4 + 2) piercing damage, and the target must succeed on a DC 12 Constitution saving throw or be poisoned for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

DEMILICH

LEGENDARY ACTIONS

The demilich can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The demilich regains spent legendary actions at the start of its turn.

Flight. The demilich flies up to half its flying speed.

Cloud of Dust. The demilich magically swirls its dusty remains. Each creature within 10 feet of it, including around a corner, must succeed on a DC 15 Constitution saving throw or be blinded until the end of the demilich's next turn. A creature that succeeds on the saving throw is immune to this effect until the end of the demilich's next turn.

Energy Drain (Costs 2 Actions). Each creature within 30 feet of the demilich must make a DC 15 Constitution saving throw. On a failed save, the creature's hit point maximum is magically reduced by 10 (3d6). If a creature's hit point maximum is reduced to 0 by this effect, the creature dies. A creature's hit point maximum can be restored with the greater restoration spell or similar magic.

Vile Curse (Costs 3 Actions). The demilich targets one creature it can see within 30 feet of it. The target must succeed on a DC 15 Wisdom saving throw or be magically cursed. Until the curse ends, the target has disadvantage on attack rolls and saving throws. The target can repeat the saving throw at the end of each of its turns, ending the curse on a success.

DEMILICH

Tiny undead, neutral evil

Armor Class 20 (natural armor)
Hit Points 80 (20d4)
Speed 0 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
1 (-5)	20 (+5)	10 (+0)	20 (+5)	17 (+3)	20 (+5)

Saving Throws Con +6, Int +11, Wis +9, Cha +11

Damage Immunities necrotic, poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Resistances bludgeoning, piercing, slashing from magic weapons

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned, prone, stunned

Senses truesight 120 ft. passive Perception 13

Languages -

Challenge 18 (20000 XP)

Avoidance. If the demilich is subjected to an effect that allows it to make a saving throw to take only half damage, it instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Legendary Resistance (3/Day). If the demilich fails a saving throw, it can choose to succeed instead.

Turn Immunity. The demilich is immune to effects that turn undead.

ACTIONS

Howl (Recharge 5-6). The demilich emits a bloodcurdling howl. Each creature within 30 feet of the demilich that can hear the howl must succeed on a DC 15 Constitution saving throw or drop to 0 hit points. On a successful save, the creature is frightened until the end of its next turn.

Life Drain. The demilich targets up to three creatures that it can see within 10 feet of it. Each target must succeed on a DC 19 Constitution saving throw or take 21 (6d6) necrotic damage, and the demilich regains hit points equal to the total damage dealt to all targets.

DEVA

Medium celestial, lawful good

Armor Class 17 (natural armor)
Hit Points 136 (16d8 + 64)
Speed 30 ft., fly 90 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	18 (+4)	18 (+4)	17 (+3)	20 (+5)	20 (+5)

Saving Throws Wis +9, Cha +9
Skills Insight +9, Perception +9
Damage Resistances radiant; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened
Senses darkvision 120 ft., passive Perception 19
Languages all, telepathy 120 ft.
Challenge 10 (5900 XP)

Angelic Weapons. The deva's weapon attacks are magical. When the deva hits with any weapon, the weapon deals an extra 4d8 radiant damage (included in the attack).

Innate Spellcasting. The deva's spellcasting ability is Charisma (spell save DC 17). The deva can innately cast the following spells, requiring only verbal components:

At will: *detect evil and good*
1/day each: *commune*, *raise dead*

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

ACTIONS

Multiattack. The deva makes two melee attacks.

Mace. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) bludgeoning damage plus 18 (4d8) radiant damage.

Healing Touch (3/Day). The deva touches another creature. The target magically regains 20 (4d8 + 2) hit points and is freed from any curse, disease, poison, blindness, or deafness.

Change Shape. The deva magically polymorphs into a humanoid or beast that has a challenge rating equal to or less than its own, or back into its true form. It reverts to its true form if it dies. Any equipment it is wearing or carrying is absorbed or borne by the new form (the deva's choice).

In a new form, the deva retains its game statistics and ability to speak, but its AC, movement modes, Strength, Dexterity, and special senses are replaced by those of the new form, and it gains any statistics and capabilities (except class features, legendary actions, and lair actions) that the new form has but that it lacks.

DIRE TROLL

Huge giant, chaotic evil

Armor Class 15 (natural armor)
Hit Points 172 (15d12 + 75)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	15 (+2)	21 (+5)	9 (-1)	11 (+0)	5 (-3)

Saving Throws Wis +5, Cha +2
Skills Perception +5
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities frightened, poisoned
Senses darkvision 60 ft., passive Perception 15
Languages Giant
Challenge 13 (10000 XP)

Keen Senses. The troll has advantage on Wisdom (Perception) checks that rely on smell or sight.

Regeneration. The troll regains 10 hit points at the start of its turn. If the troll takes acid or fire damage, it regains only 5 hit points at the start of its next turn. The troll dies only if it is hit by an attack that deals 10 or more acid or fire damage while the troll has 0 hit points.

ACTIONS

Multiattack. The troll makes five attacks: one with its bite and four with its claws.

Bite. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 10 (1d8 + 6) piercing damage plus 5 (1d10) poison damage.

Claws. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 16 (3d6 + 6) slashing damage.

Whirlwind Of Claws (Recharge 5-6). Each creature within 10 feet of the troll must make a DC 19 Dexterity saving throw, taking 44 (8d10) slashing damage on a failed save, or half as much damage on a successful one.

DISPLACER BEAST

Large monstrosity, lawful evil

Armor Class 13 (natural armor)
Hit Points 85 (10d10 + 30)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	16 (+3)	6 (-2)	12 (+1)	8 (-1)

Senses darkvision 60 ft. passive Perception 11
Languages -
Challenge 3 (700 XP)

Avoidance. If the displacer beast is subjected to an effect that allows it to make a saving throw to take only half damage, it instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Displacement. The displacer beast projects a magical illusion that makes it appear to be standing near its actual location, causing attack rolls against it to have disadvantage. If it is hit by an attack, this trait is disrupted until the end of its next turn. This trait is also disrupted while the displacer beast is incapacitated or has a speed of 0.

ACTIONS

Multiattack. The displacer beast makes two attacks with its tentacles.

Tentacle. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 7 (1d6+4) bludgeoning damage plus 3 (1d6) piercing damage.

DIVINER

Medium humanoid (any race), any alignment

Armor Class 12 (15 with *mage armor*)
Hit Points 67 (15d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	11 (+0)	18 (+4)	12 (+1)	11 (+0)

Saving Throws Int +7, Wis +4
Skills Arcana +7, History +7
Senses passive Perception 11
Languages any four languages
Challenge 8 (3900 XP)

Portent (Recharges After The Diviner Casts A Divination Spell Of 1st Level Or Higher). When the diviner or a creature it can see makes an attack roll, a saving throw, or an ability check, the diviner can roll a d20 and choose to use this roll in place of the attack roll, saving throw, or ability check.

Spellcasting. The diviner is a 15th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks).

The diviner has the following wizard spells prepared:

Cantrips (at will): *fire bolt, light, mage hand, message, true strike*
1st level (4 slots): *detect magic*, feather fall, mage armor*
2nd level (3 slots): *detect thoughts*, locate object*, scorching ray*
3rd level (3 slots): *clairvoyance*, fly, fireball*
4th level (3 slots): *arcane eye*, ice storm, stoneskin*
5th level (2 slots): *Rary's telepathic bond*, seeming*
6th level (1 slot): *mass suggestion, true seeing**
7th level (1 slot): *delayed blast fireball, teleport*
8th level (1 slot): *maze*
* Divination spell of 1st level or higher

ACTIONS

Quarterstaff. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 2 (1d6 - 1) bludgeoning damage, or 3 (1d8 - 1) bludgeoning damage if used with two hands.

DOPPELGANGER

Medium monstrosity (*shapechanger*), neutral

Armor Class 14
Hit Points 52 (8d8 + 16)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	14 (+2)	11 (+0)	12 (+1)	14 (+2)

Skills Deception +6, Insight +3
Condition Immunities charmed
Senses darkvision 60 ft. passive Perception 11
Languages Common
Challenge 3 (700 XP)

Shapechanger. The doppelganger can use its action to polymorph into a Small or Medium humanoid it has seen, or back into its true form. Its statistics, other than its size, are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

Ambusher. The doppelganger has advantage on attack rolls against any creature it has surprised.

Surprise Attack. If the doppelganger surprises a creature and hits it with an attack during the first round of combat, the target takes an extra 10 (3d6) damage from the attack.

ACTIONS

Multiattack. The doppelganger makes two melee attacks.

Slam. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d6+4) damage.

Read Thoughts. The doppelganger magically reads the surface thoughts of one creature within 60 feet of it. The effect can penetrate barriers, but 3 feet of wood or dirt, 2 feet of stone, 2 inches of metal, or a thin sheet of lead blocks it. While the target is in range, the doppelganger can continue reading its thoughts, as long as its concentration isn't broken (as if concentrating on a spell). While reading the target's mind, the doppelganger has advantage on Wisdom (Insight) and Charisma (Deception, Intimidation, and Persuasion) checks against the target.

DRAFT HORSE

Large beast, unaligned

Armor Class 10
Hit Points 19 (3d10 + 3)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	12 (+1)	2 (-4)	11 (+0)	7 (-2)

Senses passive Perception 10
Languages -
Challenge 1/4 (50 XP)

ACTIONS

Hooves. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 9 (2d4 + 4) bludgeoning damage

VARIANT: DRIDER SPELLCASTING

Dridders that were once drow spellcasters might retain their ability to cast spells. Such dridders typically have a higher spellcasting ability (15 or 16) than other dridders. Further, the drider gains the Spellcasting trait. A drider that was a drow divine spellcaster, therefore, could have a Wisdom of 16 (+3) and a Spellcasting trait as follows.

Spellcasting. The drider is a 7th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 14, +6 to hit with spell attacks). The drider has the following spells prepared from the cleric spell list:

Cantrips (at will): *poison spray*, *thaumaturgy*
1st level (4 slots): *bane*, *detect magic*, *sanctuary*
2nd level (3 slots): *hold person*, *silence*
3rd level (3 slots): *clairvoyance*, *dispel magic*
4th level (2 slots): *divination*, *freedom of movement*

DRIDER

Large monstrosity, chaotic evil

Armor Class 19 (natural armor)
Hit Points 123 (13d10 + 52)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	18 (+4)	13 (+1)	14 (+2)	12 (+1)

Skills Perception +5
Senses darkvision 120 ft., passive Perception 15
Languages Elvish, Undercommon
Challenge 6 (2300 XP)

Fey Ancestry. The drider has advantage on saving throws against being charmed, and magic can't put the drider to sleep.

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

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

Web Walker. The drider ignores movement restrictions caused by webbing.

Innate Spellcasting. The drider's spellcasting ability is Wisdom (spell save DC 13). The drider can innately cast the following spells, requiring no material components:
At will: *dancing lights*
1/day each: *darkness*, *faerie fire*

ACTIONS

Multiattack. The drider makes three attacks, either with its longsword or its longbow. It can replace one of those attacks with a bite attack.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 2 (1d4) damage plus 9 (2d8) poison damage.

Longsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., *Hit:* 7 (1d8+3) slashing damage or 8 (1d10 + 3) slashing damage if used with two hands.

Longbow. *Ranged Weapon Attack:* +6 to hit, range 5 ft., one target. *Hit:* 7 (1d8+3) piercing damage plus 4 (1d8) poison damage.

DROW

Medium humanoid (elf), neutral evil

Armor Class 15 (chain shirt)
Hit Points 13 (3d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	10 (+0)	11 (+0)	11 (+0)	12 (+1)

Skills Perception +2
Senses darkvision 120 ft., passive Perception 12
Languages Elvish, Undercommon
Challenge 1/4 (50 XP)

Fey Ancestry. The drow has advantage on saving throws against being charmed, and magic can't put the drow to sleep.

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

Innate Spellcasting. The drow's spellcasting ability is Charisma (spell save DC 11). The drow can innately cast the following spells, requiring no material components:
At will: *dancing lights*
1/day each: *darkness*, *faerie fire*

ACTIONS

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

Hand Crossbow. *Ranged Weapon Attack:* +4 to hit, range 5 ft., one target. *Hit:* 5 (1d6+2) piercing damage and the target 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. The target wakes up if it takes damage or if another creature takes an action to shake it awake.

DROW ELITE WARRIOR

Medium humanoid (elf), lawful evil

Armor Class 18 (studded leather armor, shield)
Hit Points 71 (11d8 + 22)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	18 (+4)	14 (+2)	11 (+0)	13 (+1)	12 (+1)

Saving Throws Dex +7, Con +5, Wis +4
Skills Perception +4, Stealth +10
Senses darkvision 120 ft., passive Perception 14
Languages Elvish, Common, Undercommon
Challenge 7 (2900 XP)

Fey Ancestry. The drow has advantage on saving throws against being charmed, and magic can't put the drow to sleep.

Innate Spellcasting. The drow's spellcasting ability is Charisma (spell save DC 12). It can innately cast the following spells, requiring no material components:

At will: *dancing lights*
1/day each: *darkness*, *faerie fire*, *levitate* (self only)

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

ACTIONS

Multiattack. The drow makes two shortsword attacks.

Shortsword. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6+4) piercing damage plus 10 (3d6) poison damage.

Hand Crossbow. *Ranged Weapon Attack:* +7 to hit, range 30/120 ft., one target. *Hit:* 7 (1d6+4) piercing damage and the target 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. The target wakes up if it takes damage or if another creature takes an action to shake it awake.

REACTIONS

Parry. The drow adds 3 to its AC against one melee attack that would hit it. To do so, the drow must see the attacker and be wielding a melee weapon.

DROW HOUSE CAPTAIN

Medium humanoid (elf), lawful evil

Armor Class 16 (chain mail)
Hit Points 162 (25d8 + 50)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	19 (+4)	15 (+2)	12 (+1)	14 (+2)	13 (+1)

Saving Throws Dex +8, Con +6, Wis +6
Skills Perception +6, Stealth +8
Senses darkvision 120 ft., passive Perception 16
Languages Elvish, Undercommon
Challenge 9 (5000 XP)

Battle Command. As a bonus action, the drow targets one ally he can see within 30 feet of him. If the target can see or hear the drow, the target can use its reaction to make one melee attack or to take the Dodge or Hide action.

Fey Ancestry. The drow has advantage on saving throws against being charmed, and magic can't put the drow to sleep.

Innate Spellcasting. The drow's spellcasting ability is Charisma (spell save DC 12). It can innately cast the following spells, requiring no material components:

At will: *dancing lights*
1/day each: *darkness*, *faerie fire*, *levitate* (self only)

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

ACTIONS

Multiattack. The drow makes three attacks: two with his scimitar and one with his whip or his hand crossbow.

Scimitar. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) slashing damage plus 14 (4d6) poison damage.

Whip. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 6 (1d4 + 4) slashing damage. If the target is an ally, it has advantage on attack rolls until the end of its next turn.

Hand Crossbow. *Ranged Weapon Attack:* +8 to hit, range 30/120 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage, and the target 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. The target regains consciousness if it takes damage or if another creature takes an action to shake it.

REACTIONS

Parry. The drow adds 3 to its AC against one melee attack that would hit it. To do so, the drow must see the attacker and be wielding a melee weapon.

DROW MAGE

Medium humanoid (elf), neutral evil

Armor Class 12 (15 with *mage armor*)

Hit Points 45 (10d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	10 (+0)	17 (+3)	13 (+1)	12 (+1)

Saving Throws Wis -3

Skills Arcana +6, Perception +4, Stealth +5

Senses darkvision 120 ft., passive Perception 14

Languages Elvish, Common, Undercommon

Challenge 7 (2900 XP)

Fey Ancestry. The drow has advantage on saving throws against being charmed, and magic can't put the drow to sleep.

Innate Spellcasting. The drow's spellcasting ability is Charisma (spell save DC 12). It can innately cast the following spells, requiring no material components:

At will: *dancing lights*

1/day each: *darkness*, *faerie fire*, *levitate* (self only)

Spellcasting. The drow is a 10th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 14, +6 to hit with spell attacks). The drow has the following wizard spells prepared:

Cantrips (at will): *mage hand*, *minor illusion*, *poison spray*, *ray of frost*

1st level (4 slots): *mage armor*, *magic missile*, *shield*, *witch bolt*

2nd level (3 slots): *alter self*, *misty step*, *web*

3rd level (3 slots): *fly*, *lightning bolt*

4th level (3 slots): *cloudkill*, *Evard's black tentacles*,

greater invisibility

5th level (2 slots): *cloudkill*

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

ACTIONS

Staff. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 2 (1d6-1) bludgeoning damage or 3 (1d8 - 1) bludgeoning damage if used with two hands, plus 3 (1d6) poison damage.

Summon Demon (1/Day). The drow magically summons a quasit, or attempts to summon a shadow demon with a 50 percent chance of success. The summoned demon appears in an unoccupied space within 60 feet of its summoner, acts as an ally of its summoner, and can't summon other demons. It remains for 10 minutes, until it or its summoner dies, or until its summoner dismisses it as an action.

DROW PRIESTESS OF LOLTH

Medium humanoid (elf), neutral evil

Armor Class 16 (scale mail)

Hit Points 71 (13d8 + 13)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	12 (+1)	13 (+1)	17 (+3)	18 (+4)

Saving Throws Con +4, Wis +6, Cha +7

Skills Insight +6, Perception +6, Religion +4, Stealth +5

Senses darkvision 120 ft., passive Perception 16

Languages Elvish, Undercommon

Challenge 8 (3900 XP)

Fey Ancestry. The drow has advantage on saving throws against being charmed, and magic can't put the drow to sleep.

Innate Spellcasting. The drow's spellcasting ability is Charisma (spell save DC 15). She can innately cast the following spells, requiring no material components:

At will: *dancing lights*

1/day each: *darkness*, *faerie fire*, *levitate* (self only)

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

Spellcasting. The drow is a 10th-level spellcaster. Her spellcasting ability is Wisdom (save DC 14, +6 to hit with spell attacks). The drow has the following cleric spells prepared:

Cantrips (at will): *guidance*, *poison spray*, *resistance*, *spare the dying*, *thaumaturgy*

1st level (4 slots): *animal friendship*, *cure wounds*,

detect poison and disease, *ray of sickness*

2nd level (3 slots): *lesser restoration*, *protection from poison*, *web*

3rd level (3 slots): *conjure animals* (2 giant spiders),

dispel magic

4th level (3 slots): *divination*, *freedom of movement*

5th level (2 slots): *insect plague*, *mass cure wounds*

ACTIONS

Multiattack. The drow makes two scourge attacks.

Scourge. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d6+2) piercing damage plus 17 (5d6) poison damage.

Summon Demon (1/Day). The drow attempts to magically summon a yochlol with a 30 percent chance of success. If the attempt fails, the drow takes 5 (1d10) psychic damage. Otherwise, the summoned demon appears in an unoccupied space within 60 feet of its summoner, acts as an ally of its summoner, and can't summon other demons. It remains for 10 minutes, until it or its summoner dies, or until its summoner dismisses it as an action.

DUERGAR

Medium humanoid (dwarf), lawful evil

Armor Class 16 (scale mail, shield)
Hit Points 26 (4d8 + 8)
Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	11 (+0)	14 (+2)	11 (+0)	10 (+0)	9 (-1)

Damage Resistances poison
Senses darkvision 120 ft. passive Perception 10
Languages Dwarvish, Undercommon
Challenge 1 (200 XP)

Duergar Resilience. The duergar has advantage on saving throws against poison, spells, and illusions, as well as to resist being charmed or paralyzed.

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

ACTIONS

Enlarge (Recharges After A Short Or Long Rest). For 1 minute, the duergar magically increases in size, along with anything it is wearing or carrying. While enlarged, the duergar is Large, doubles its damage dice on Strength-based weapon attacks (included in the attacks), and makes Strength checks and Strength saving throws with advantage. If the duergar lacks the room to become Large, it attains the maximum size possible in the space available.

War Pick. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8+2) piercing damage or 11 (2d8 + 2) piercing damage while enlarged.

Javelin. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft., or range 30/120 ft., one target. *Hit:* 5 (1d6+2) piercing damage or 9 (2d6 + 2) piercing damage while enlarged.

Invisibility (Recharges After A Short Or Long Rest). The duergar magically turns invisible until it attacks, casts a spell, or uses its Enlarge, or until its concentration is broken, up to 1 hour (as if concentrating on a spell). Any equipment the duergar wears or carries is invisible with it.

DUERGAR WARLORD

Medium humanoid (dwarf), lawful evil

Armor Class 20 (plate armor, shield)
Hit Points 75 (10d8 + 30)
Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	11 (+0)	17 (+3)	12 (+1)	12 (+1)	14 (+2)

Damage Resistances poison
Senses darkvision 120 ft. passive Perception 11
Languages Dwarvish, Undercommon
Challenge 6 (2300 XP)

Duergar Resilience. The duergar has advantage on saving throws against poison, spells, and illusions, as well as to resist being charmed or paralyzed.

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

ACTIONS

Multiattack. The duergar makes three hammer or javelin attacks and uses Call to Attack, or Enlarge if it is available.

Psychic-Attuned Hammer. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 9 (1d10 + 4) bludgeoning damage plus 5 (1d10) psychic damage, or 15 (2d10 + 4) bludgeoning damage plus 5 (1d10) psychic damage while enlarged.

Javelin. *Melee or Ranged Weapon Attack:* +7 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage, or 11 (2d6 + 4) piercing damage while enlarged.

Call To Attack. Up to three allied duergar within 120 feet of this duergar that can hear it can each use their reaction to make one weapon attack.

Enlarge (Recharges After A Short Or Long Rest). For 1 minute, the duergar magically increases in size, along with anything it is wearing or carrying. While enlarged, the duergar is Large, doubles its damage dice on Strength-based weapon attacks (included in the attacks), and makes Strength checks and Strength saving throws with advantage. If the duergar lacks the room to become Large, it attains the maximum size possible in the space available.

Invisibility (Recharge 4-6). The duergar magically turns invisible for up to 1 hour or until it attacks, it casts a spell, it uses its Enlarge, or its concentration is broken (as if concentrating on a spell). Any equipment the duergar wears or carries is invisible with it.

REACTIONS

Scouring Instruction. When an ally that the duergar can see makes a d20 roll, the duergar can roll a 1d6 and the ally can add the number rolled to the d20 roll by taking 3 (1d6) psychic damage. A creature immune to psychic damage can't be affected by Scouring Instruction.

EARTH ELEMENTAL

Large elemental, neutral evil

Armor Class 17 (natural armor)
Hit Points 126 (12d10 + 60)
Speed 30 ft., burrow 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	8 (-1)	20 (+5)	5 (-3)	10 (+0)	5 (-3)

Damage Immunities poison
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Damage Vulnerabilities thunder
Condition Immunities exhaustion, paralyzed, petrified, poisoned, unconscious
Senses darkvision 60 ft., tremorsense 60 ft. passive Perception 10
Languages Terran
Challenge 5 (1800 XP)

Earth Glide. The elemental can burrow through nonmagical, unworked earth and stone. While doing so, the elemental doesn't disturb the material it moves through.

Siege Monster. The elemental deals double damage to objects and structures.

ACTIONS

Multiattack. The elemental makes two slam attacks.

Slam. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 14 (2d8+5) bludgeoning damage.

EFREETI

Large elemental, lawful evil

Armor Class 17 (natural armor)
Hit Points 200 (16d10 + 112)
Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	12 (+1)	24 (+7)	16 (+3)	15 (+2)	16 (+3)

Saving Throws Int +7, Wis +6, Cha +7
Damage Immunities fire
Senses darkvision 120 ft. passive Perception 12
Languages Ignan
Challenge 11 (7200 XP)

Elemental Demise. If the efreeti dies, its body disintegrates in a flash of fire and puff of smoke, leaving behind only equipment the djinni was wearing or carrying.

Innate Spellcasting. The efreeti's innate spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). It can innately cast the following spells, requiring no material components:
At will: *detect magic*
3/day each: *enlarge/reduce, tongues*
1/day each: *conjure elemental* (fire elemental only), *gaseous form, invisibility, major image, plane shift, wall of fire*

ACTIONS

Multiattack. The efreeti makes two scimitar attacks or uses its Hurl Flame twice.

Scimitar. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 13 (2d6 + 6) slashing damage plus 7 (2d6) fire damage.

Hurl Flame. *Ranged Spell Attack:* +7 to hit, range 120 ft., one target. *Hit:* 17 (5d6) fire damage.

ELK

Large beast, unaligned

Armor Class 10
Hit Points 13 (2d10 + 2)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	10 (+0)	12 (+1)	2 (-4)	10 (+0)	6 (-2)

Senses passive Perception 10
Languages -
Challenge 1/4 (50 XP)

Charge. If the elk moves at least 20 ft. straight toward a target and then hits it with a ram attack on the same turn, the target takes an extra 7 (2d6) damage. If the target is a creature, it must succeed on a DC 13 Strength saving throw or be knocked prone.

ACTIONS

Ram. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) bludgeoning damage.

Hooves. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one prone creature. *Hit:* 8 (2d4+3) bludgeoning damage.

EMPYREAN

Huge celestial (titan), chaotic good (75%) or neutral evil (25%)

Armor Class 22 (natural armor)
Hit Points 313 (19d12 + 190)
Speed 50 ft., fly 50 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	21 (+5)	30 (+10)	21 (+5)	22 (+6)	27 (+8)

Saving Throws Str +17, Int +12, Wis +13, Cha +15
Skills Insight +13, Persuasion +15
Damage Immunities bludgeoning, piercing, slashing from nonmagical attacks
Senses truesight 120 ft. passive Perception 16
Languages all
Challenge 23 (50000 XP)

Innate Spellcasting. The empyrean's innate spellcasting ability is Charisma (spell save DC 23, +15 to hit with spell attacks). It can innately cast the following spells, requiring no material components:
At will: *greater restoration, pass without trace, water breathing, water walk*
1/day each: *commune, dispel evil and good, earthquake, fire storm, plane shift* (self only)

Legendary Resistance (3/Day). If the empyrean fails a saving throw, it can choose to succeed instead.

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

Magic Weapons. The empyrean's weapon attacks are magical.

ACTIONS

Maul. *Melee Weapon Attack:* +17 to hit, reach 10 ft., one target. *Hit:* 31 (6d6 + 10) bludgeoning damage. If the target is a creature, it must succeed on a DC 15 Constitution saving throw or be stunned until the end of the empyrean's next turn.

Bolt. *Ranged Spell Attack:* +15 to hit, range 600 ft., one target. *Hit:* 24 (7d6) damage of one of the following types (empyrean's choice): acid, cold, fire, force, lightning, radiant, or thunder.

EMPYREAN

LEGENDARY ACTIONS

The empyrean can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The empyrean regains spent legendary actions at the start of its turn.

Attack. The empyrean makes one attack.

Bolster. The empyrean bolsters all nonhostile creatures within 120 feet of it until the end of its next turn. Bolstered creatures can't be charmed or frightened, and they gain advantage on ability checks and saving throws until the end of the empyrean's next turn.

Trembling Strike (Costs 2 Actions). The empyrean strikes the ground with its maul, triggering an earth tremor. All other creatures on the ground within 60 feet of the empyrean must succeed on a DC 25 Strength saving throw or be knocked prone.

ETTERCAP

Medium monstrosity, neutral evil

Armor Class 13 (natural armor)

Hit Points 44 (8d8 + 8)

Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	15 (+2)	13 (+1)	7 (-2)	12 (+1)	8 (-1)

Skills Perception +3, Stealth +4, Survival +3
Senses darkvision 60 ft., passive Perception 13
Languages -
Challenge 2 (450 XP)

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

Web Sense. While in contact with a web, the ettercap knows the exact location of any other creature in contact with the same web.

Web Walker. The ettercap ignores movement restrictions caused by webbing.

ACTIONS

Multiattack. The ettercap makes two attacks: one with its bite and one with its claws.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 6 (1d8+2) piercing damage plus 4 (1d8) poison damage. The target must succeed on a DC 11 Constitution saving throw or be poisoned for 1 minute. The creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Claws. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4+2) slashing damage.

Web (Recharge 5-6). *Ranged Weapon Attack:* +4 to hit, range 30/60 ft., one Large or smaller creature. *Hit:* The creature is restrained by webbing. As an action, the restrained creature can make a DC 11 Strength check, escaping from the webbing on a success. The effect ends if the webbing is destroyed. The webbing has AC 10, 5 hit points, is vulnerable to fire damage and immune to bludgeoning, poison and psychic damage.

Web Garrote. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one Medium or Small creature against which the ettercap has advantage on the attack roll. *Hit:* 4 (1d4 + 2) bludgeoning damage, and the target is grappled (escape DC 12). Until this grapple ends, the target can't breathe, and the ettercap has advantage on attack rolls against it.

ENCHANTER

Medium humanoid (any race), any alignment

Armor Class 12 (15 with *mage armor*)

Hit Points 40 (9d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	11 (+0)	17 (+3)	12 (+1)	11 (+0)

Saving Throws Int +6, Wis +4

Skills Arcana +6, History +6

Senses passive Perception 11

Languages any four languages

Challenge 5 (1800 XP)

Spellcasting. The enchanter is a 9th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 14, +6 to hit with spell attacks). The enchanter has the following wizard spells prepared:

Cantrips (at will): *friends, mage hand, mending, message*
1st level (4 slots): *charm person*, mage armor, magic missile*
2nd level (3 slots): *hold person*, invisibility, suggestion**
3rd level (3 slots): *fireball, haste, tongues*
4th level (3 slots): *dominate beast*, stoneskin*
5th level (2 slots): *hold monster**
*Enchantment spell of 1st level or higher

ACTIONS

Quarterstaff. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 2 (1d6 - 1) bludgeoning damage, or 3 (1d8 - 1) bludgeoning damage if used with two hands.

REACTIONS

Instinctive Charm (Recharges After The Enchanter Casts An Enchantment Spell Of 1st Level Or Higher). The enchanter tries to magically divert an attack made against it, provided that the attacker is within 30 feet of it and visible to it. The enchanter must decide to do so before the attack hits or misses. The attacker must make a DC 14 Wisdom saving throw. On a failed save, the attacker targets the creature closest to it, other than the enchanter or itself. If multiple creatures are closest, the attacker chooses which one to target.

ETTIN

Large monstrosity, chaotic evil

Armor Class 12 (natural armor)

Hit Points 85 (10d10 + 30)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	8 (-1)	17 (+3)	6 (-2)	10 (+0)	8 (-1)

Skills Perception +4

Senses darkvision 60 ft., passive Perception 14

Languages Giant, Orc

Challenge 4 (1100 XP)

Two-Heads. The ettin has advantage on Wisdom (Perception) checks and on saving throws against being blinded, charmed, deafened, frightened, stunned, and knocked unconscious.

Wakeful. When one of the ettin's heads is asleep, its other head is awake.

ACTIONS

Multiattack. The ettin makes two attacks: one with its battleaxe and one with its morningstar.

Battleaxe. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 14 (2d8+5) slashing damage.

Morningstar. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 14 (2d8+5) piercing damage.

FAERIE DRAGON (VIOLET)

Tiny dragon, chaotic good

Armor Class 15

Hit Points 14 (4d4 + 4)

Speed 10 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	20 (+5)	13 (+1)	14 (+2)	12 (+1)	16 (+3)

Skills Arcana +4, Perception +3, Stealth +7

Senses darkvision 60 ft., passive Perception 13

Languages Draconic, Sylvan

Challenge 2 (450 XP)

Limited Telepathy. Using telepathy, the dragon can magically communicate with any other faerie dragon within 60 feet of it.

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

Superior Invisibility. As a bonus action, the dragon can magically turn invisible until its concentration ends (as if concentrating on a spell). Any equipment the dragon wears or carries is invisible with it.

Innate Spellcasting. The faerie dragon (violet)'s spellcasting ability is Charisma (spell save DC 13). The faerie dragon (violet) can innately cast the following spells, requiring no material components:

1/day each: *color spray*; *dancing lights*; *hallucinatory terrain*; *mage hand*; *major image*; *minor illusion*; *mirror image*; *polymorph*; *suggestion*

ACTIONS

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 1 piercing damage.

Euphoria Breath (Recharge 5-6). The dragon exhales a puff of euphoria gas at one creature within 5 feet of it. The target must succeed on a DC 11 Wisdom saving throw, or for 1 minute, the target can't take reactions and must roll a d6 at the start of each of its turns to determine its behavior during the turn:

1-4. The target takes no action or bonus action and uses all of its movement to move in a random direction.

5-6. The target doesn't move, and the only thing it can do on its turn is make a DC 11 Wisdom saving throw, ending the effect on itself on a success.

FIRE ELEMENTAL

Large elemental, neutral

Armor Class 13

Hit Points 102 (12d10 + 36)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	17 (+3)	16 (+3)	6 (-2)	10 (+0)	7 (-2)

Damage Immunities fire, poison

Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious

Senses darkvision 60 ft. passive Perception 10

Languages Ignan

Challenge 5 (1800 XP)

Fire Form. he elemental can move through a space as narrow as 1 inch wide without squeezing. A creature that touches the elemental or hits it with a melee attack while within 5 feet of it takes 5 (1d10) fire damage. In addition, the elemental can enter a hostile creature's space and stop there. The first time it enters a creature's space on a turn, that creature takes 5 (1d10) fire damage and catches fire; until someone takes an action to douse the fire, the creature takes 5 (1d10) fire damage at the start of each of its turns.

Illumination. The elemental sheds bright light in a 30-foot radius and dim light in an additional 30 ft..

Water Susceptibility. For every 5 ft. the elemental moves in water, or for every gallon of water splashed on it, it takes 1 cold damage.

ACTIONS

Multiattack. The elemental makes two touch attacks.

Touch. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) fire damage. If the target is a creature or a flammable object, it ignites. Until a creature takes an action to douse the fire, the target takes 5 (1d10) fire damage at the start of each of its turns.

FIRE GIANT

Huge giant, lawful neutral

Armor Class 18 (plate armor)

Hit Points 126 (11d12 + 55)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	9 (-1)	23 (+6)	10 (+0)	14 (+2)	13 (+1)

Saving Throws Dex +3, Con +10, Cha +5

Skills Athletics +11, Perception +6

Damage Immunities fire

Senses darkvision 60 ft., passive Perception 16

Languages Giant

Challenge 9 (5000 XP)

ACTIONS

Multiattack. The giant makes two greatsword attacks.

Greatsword. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 28 (6d6+7) slashing damage.

Rock. *Ranged Weapon Attack:* +11 to hit, range 60/240 ft., one target. *Hit:* 29 (4d10+7) bludgeoning damage.

FLAIL SNAIL

Large elemental, unaligned

Armor Class 16 (natural armor)
Hit Points 52 (5d10 + 25)
Speed 10 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	5 (-3)	20 (+5)	3 (-4)	10 (+0)	5 (-3)

Damage Immunities fire, poison
Condition Immunities poisoned
Senses darkvision 60 ft., tremorsense 60 ft. passive Perception 10
Languages -
Challenge 3 (700 XP)

Antimagic Shell. The snail has advantage on saving throws against spells, and any creature making a spell attack against the snail has disadvantage on the attack roll. If the snail succeeds on its saving throw against a spell or a spell attack misses it, an additional effect might occur, as determined by rolling a d6:

1–2: If the spell affects an area or has multiple targets, it fails and has no effect. If the spell targets only the snail, it has no effect on the snail and is reflected back at the caster, using the spell slot level, spell save DC, attack bonus, and spellcasting ability of the caster.

3–4: No additional effect.

5–6: The snail's shell converts some of the spell's energy into a burst of destructive force. Each creature within 30 feet of the snail must make a DC 15 Constitution saving throw, taking 1d6 force damage per level of the spell on a failed save, or half as much damage on a successful one.

Flail Tentacles. The flail snail has five flail tentacles. Whenever the snail takes 10 damage or more on a single turn, one of its tentacles dies. If even one tentacle remains, the snail regrows all dead ones within 1d4 days. If all its tentacles die, the snail retracts into its shell, gaining total cover, and it begins wailing, a sound that can be heard for 600 feet, stopping only when it dies 5d6 minutes later. Healing magic that restores limbs, such as the regenerate spell, can halt this dying process.

Scintillating Shell (Recharges After A Short Or Long Rest). The snail's shell emits dazzling, colored light until the end of the snail's next turn. During this time, the shell sheds bright light in a 30-foot radius and dim light for an additional 30 feet, and creatures that can see the snail have disadvantage on attack rolls against it. In addition, any creature within the bright light and able to see the snail when this power is activated must succeed on a DC 15 Wisdom saving throw or be stunned until the light ends.

ACTIONS

Multiattack. The flail snail makes as many flail tentacle attacks as it has flail tentacles, all against the same target.

Flail Tentacle. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage.

Shell Defense. The flail snail withdraws into its shell, gaining a +4 bonus to AC until it emerges. It can emerge from its shell as a bonus action on its turn.

FLAMESKULL

Tiny undead, neutral evil

Armor Class 13
Hit Points 40 (9d4 + 18)
Speed 0 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
1 (-5)	17 (+3)	14 (+2)	16 (+3)	10 (+0)	11 (+0)

Skills Arcana +5, Perception +2
Damage Immunities cold, fire, poison
Damage Resistances lightning, necrotic, piercing
Condition Immunities charmed, frightened, paralyzed, poisoned, prone
Senses darkvision 60 ft., passive Perception 12
Languages Common
Challenge 4 (1100 XP)

Illumination. The flameskull sheds either dim light in a 15-foot radius, or bright light in a 15-foot radius and dim light for an additional 15 feet. It can switch between the options as an action.

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

Rejuvenation. If the flameskull is destroyed, it regains all its hit points in 1 hour unless holy water is sprinkled on its remains or a dispel magic or remove curse spell is cast on them.

Spellcasting. The flameskull is a 5th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 13, +5 to hit with spell attacks). The flameskull has the following wizard spells prepared:

Cantrips (at will): *mage hand*
1st level (3 slots): *magic missile*, *shield*
2nd level (2 slots): *blur*, *flaming sphere*
3rd level (1 slot): *fireball*

ACTIONS

Multiattack. The flameskull uses Fire Ray twice.

Fire Ray. *Ranged Spell Attack:* +5 to hit, range 30 ft., one target. *Hit:* 10 (3d6) fire damage.

FLESH GOLEM

Medium construct, neutral

Armor Class 9

Hit Points 93 (11d8 + 44)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	9 (-1)	18 (+4)	6 (-2)	10 (+0)	5 (-3)

Damage Immunities lightning, poison; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite

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

Senses darkvision 60 ft. passive Perception 10

Languages understands the languages of its creator but can't speak

Challenge 5 (1800 XP)

Aversion To Fire. If the golem takes fire damage, it has disadvantage on attack rolls and ability checks until the end of its next turn.

Berserk. Whenever the golem starts its turn with 40 hit points or fewer, roll a d6. On a 6, the golem goes berserk. On each of its turns while berserk, the golem attacks the nearest creature it can see. If no creature is near enough to move to and attack, the golem attacks an object, with preference for an object smaller than itself. Once the golem goes berserk, it continues to do so until it is destroyed or regains all its hit points.

The golem's creator, if within 60 feet of the berserk golem, can try to calm it by speaking firmly and persuasively. The golem must be able to hear its creator, who must take an action to make a DC 15 Charisma (Persuasion) check. If the check succeeds, the golem ceases being berserk. If it takes damage while still at 40 hit points or fewer, the golem might go berserk again.

Immutable Form. The golem is immune to any spell or effect that would alter its form.

Lightning Absorption. Whenever the golem is subjected to lightning damage, it takes no damage and instead regains a number of hit points equal to the lightning damage dealt.

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

Magic Weapons. The golem's weapon attacks are magical.

ACTIONS

Multiattack. The golem makes two slam attacks.

Slam. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8+4) bludgeoning damage.

FLUMPH

Small aberration, lawful good

Armor Class 12

Hit Points 7 (2d6)

Speed 5 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	15 (+2)	10 (+0)	14 (+2)	14 (+2)	11 (+0)

Skills Arcana +4, History +4, Religion +4

Damage Vulnerabilities psychic

Senses darkvision 60 ft. passive Perception 12

Languages understands Undercommon but can't speak, telepathy 60 ft.

Challenge 1/8 (25 XP)

Advanced Telepathy. The flumph can perceive the content of any telepathic communication used within 60 feet of it, and it can't be surprised by creatures with any form of telepathy.

Prone Deficiency. If the flumph is knocked prone, roll a die. On an odd result, the flumph lands upside-down and is incapacitated. At the end of each of its turns, the flumph can make a DC 10 Dexterity saving throw, righting itself and ending the incapacitated condition if it succeeds.

Telepathic Shroud. The flumph is immune to any effect that would sense its emotions or read its thoughts, as well as all divination spells.

ACTIONS

Tendrils. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature.

Hit: 4 (1d4 + 2) piercing damage plus 2 (1d4) acid damage. At the end of each of its turns, the target must make a DC 10 Constitution saving throw, taking 2 (1d4) acid damage on a failure or ending the recurring acid damage on a success. A lesser restoration spell cast on the target also ends the recurring acid damage.

Stench Spray (1/Day). Each creature in a 15-foot cone originating from the flumph must succeed on a DC 10 Dexterity saving throw or be coated in a foul-smelling liquid. A coated creature exudes a horrible stench for 1d4 hours. The coated creature is poisoned as long as the stench lasts, and other creatures are poisoned while within 5 feet of the coated creature. A creature can remove the stench on itself by using a short rest to bathe in water, alcohol, or vinegar.

FLYING SWORD

Small construct, unaligned

Armor Class 17 (natural armor)

Hit Points 17 (5d6)

Speed 0 ft., fly 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
12 (+1)	15 (+2)	11 (+0)	1 (-5)	5 (-3)	1 (-5)

Saving Throws Dex +4

Damage Immunities poison, psychic

Condition Immunities blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned

Senses blindsight 60 ft. (blind beyond this radius) passive Perception 7

Languages -

Challenge 1/4 (50 XP)

Antimagic Susceptibility. The sword is incapacitated while in the area of an antimagic field. If targeted by dispel magic, the sword must succeed on a Constitution saving throw against the caster's spell save DC or fall unconscious for 1 minute.

False Appearance. While the sword remains motionless and isn't flying, it is indistinguishable from a normal sword.

ACTIONS

Longsword. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 5 (1d8+1) slashing damage.

FLYING WAND OF MAGIC MISSILE

Small construct, unaligned

Armor Class 17 (natural armor)

Hit Points 17 (5d6)

Speed 0 ft., fly 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
12 (+1)	15 (+2)	11 (+0)	1 (-5)	5 (-3)	1 (-5)

Saving Throws Dex +4

Damage Immunities poison, psychic

Condition Immunities blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned

Senses blindsight 60 ft. (blind beyond this radius) passive Perception 7

Languages -

Challenge 1/4 (50 XP)

Antimagic Susceptibility. The wand is incapacitated while in the area of an antimagic field. If targeted by dispel magic, the wand must succeed on a Constitution saving throw against the caster's spell save DC or fall unconscious for 1 minute.

False Appearance. While the object remains motionless and isn't flying, it is indistinguishable from a wand.

ACTIONS

Magic Missile. The wand shoots a dart of magical force at one creature that it can detect within 60 feet of it. The target takes 3 (1d4 + 1) force damage as the dart hits it unerringly.

FOMORIAN

Huge giant, chaotic evil

Armor Class 14 (natural armor)

Hit Points 149 (13d12 + 65)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	10 (+0)	20 (+5)	9 (-1)	14 (+2)	6 (-2)

Skills Perception +8, Stealth +3

Senses darkvision 120 ft., passive Perception 18

Languages Giant, Undercommon

Challenge 8 (3900 XP)

ACTIONS

Multiattack. The fomorian attacks twice with its greatclub or makes one greatclub attack and uses Evil Eye once.

Greatclub. *Melee Weapon Attack:* +9 to hit, reach 15 ft., one target. *Hit:* 19 (3d8+6) bludgeoning damage.

Evil Eye. The fomorian magically forces a creature it can see within 60 feet of it to make a DC 14 Charisma saving throw. The creature takes 27 (6d8) psychic damage on a failed save, or half as much damage on a successful one.

Curse Of The Evil Eye (Recharges After A Short Or Long Rest). With a stare, the fomorian uses Evil Eye, but on a failed save, the creature is also cursed with magical deformities. While deformed, the creature has its speed halved and has disadvantage on ability checks, saving throws, and attacks based on Strength or Dexterity. The transformed creature can repeat the saving throw whenever it finishes a long rest, ending the effect on a success.

GALEB DUHR*Medium elemental, neutral*

Armor Class 16 (natural armor)
Hit Points 85 (9d8 + 45)
Speed 60 ft. rolling downhill

STR	DEX	CON	INT	WIS	CHA
20 (+5)	14 (+2)	20 (+5)	11 (+0)	12 (+1)	11 (+0)

Damage Immunities poison
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities exhaustion, paralyzed, petrified, poisoned
Senses darkvision 60 ft., tremorsense 60 ft. passive Perception 11
Languages Terran
Challenge 6 (2300 XP)

False Appearance. While the galeb duhr remains motionless, it is indistinguishable from a normal boulder.

Rolling Charge. If the galeb duhr rolls at least 20 ft. straight toward a target and then hits it with a slam attack on the same turn, the target takes an extra 7 (2d6) bludgeoning damage. If the target is a creature, it must succeed on a DC 16 Strength saving throw or be knocked prone.

ACTIONS

Slam. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) bludgeoning damage.

Animate Boulders (1/Day). The galeb duhr magically animates up to two boulders it can see within 60 feet of it. A boulder has statistics like those of a galeb duhr, except it has Intelligence 1 and Charisma 1, it can't be charmed or frightened, and it lacks this action option. A boulder remains animated as long as the galeb duhr maintains concentration, up to 1 minute (as if concentrating on a spell).

GARGOYLE*Medium elemental, chaotic evil*

Armor Class 15 (natural armor)
Hit Points 52 (7d8 + 21)
Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	11 (+0)	16 (+3)	6 (-2)	11 (+0)	7 (-2)

Damage Immunities poison
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks that aren't adamantite
Condition Immunities exhaustion, petrified, poisoned
Senses darkvision 60 ft. passive Perception 10
Languages Terran
Challenge 2 (450 XP)

False Appearance. While the gargoyle remains motionless, it is indistinguishable from an inanimate statue.

ACTIONS

Multiattack. The gargoyle makes two attacks: one with its bite and one with its claws.

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

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

GAS SPORE*Large plant, unaligned*

Armor Class 11
Hit Points 1 (1d10 - 4)
Speed 0 ft., fly 10 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
5 (-3)	1 (-5)	3 (-4)	1 (-5)	1 (-5)	1 (-5)

Damage Immunities poison
Condition Immunities blinded, deafened, frightened, paralyzed, poisoned, prone
Senses blindsight 30 ft. (blind beyond this radius) passive Perception 5
Languages -
Challenge 1/2 (100 XP)

Death Burst. The gas spore explodes when it drops to 0 hit points. Each creature within 20 feet of it must succeed on a DC 15 Constitution saving throw or take 10 (3d6) poison damage and become infected with a disease on a failed save. Creatures immune to the poisoned condition are immune to this disease.

Spores invade an infected creature's system, killing the creature in a number of hours equal to 1d12 + the creature's Constitution score, unless the disease is removed. In half that time, the creature becomes poisoned for the rest of the duration. After the creature dies, it sprouts 2d4 Tiny gas spores that grow to full size in 7 days.

Eerie Resemblance. The gas spore resembles a beholder. A creature that can see the gas spore can discern its true nature with a successful DC 15 Intelligence (Nature) check.

ACTIONS

Touch. *Melee Weapon Attack:* +0 to hit, reach 5 ft., one creature. *Hit:* 1 poison damage, and the creature must succeed on a DC 10 Constitution saving throw or become infected with the disease described in the Death Burst trait.

GELATINOUS CUBE

Large ooze, unaligned

Armor Class 6

Hit Points 84 (8d10 + 40)

Speed 15 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	3 (-4)	20 (+5)	1 (-5)	6 (-2)	1 (-5)

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone

Senses blindsight 60 ft. (blind beyond this radius) passive Perception 8

Languages -

Challenge 2 (450 XP)

Ooze Cube. The cube takes up its entire space. Other creatures can enter the space, but a creature that does so is subjected to the cube's Engulf and has disadvantage on the saving throw. Creatures inside the cube can be seen but have total cover.

A creature within 5 feet of the cube can take an action to pull a creature or object out of the cube. Doing so requires a successful DC 12 Strength check, and the creature making the attempt takes 10 (3d6) acid damage.

The cube can hold only one Large creature or up to four Medium or smaller creatures inside it at a time.

Transparent. Even when the cube is in plain sight, it takes a successful DC 15 Wisdom (Perception) check to spot a cube that has neither moved nor attacked. A creature that tries to enter the cube's space while unaware of the cube is surprised by the cube.

ACTIONS

Pseudopod. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 10 (3d6) acid damage.

Engulf. The cube moves up to its speed. While doing so, it can enter Large or smaller creatures' spaces. Whenever the cube enters a creature's space, the creature must make a DC 12 Dexterity saving throw. On a successful save, the creature can choose to be pushed 5 feet back or to the side of the cube. A creature that chooses not to be pushed suffers the consequences of a failed saving throw.

On a failed save, the cube enters the creature's space, and the creature takes 10 (3d6) acid damage and is engulfed. The engulfed creature can't breathe, is restrained, and takes 21 (6d6) acid damage at the start of each of the cube's turns. When the cube moves, the engulfed creature moves with it.

An engulfed creature can try to escape by taking an action to make a DC 12 Strength check. On a success, the creature escapes and enters a space of its choice within 5 feet of the cube.

GHAST

Medium undead, chaotic evil

Armor Class 13

Hit Points 36 (8d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	17 (+3)	10 (+0)	11 (+0)	10 (+0)	8 (-1)

Damage Immunities necrotic

Condition Immunities poisoned

Senses darkvision 60 ft. passive Perception 10

Languages Common

Challenge 2 (450 XP)

Stench. Any creature that starts its turn within 5 feet of the ghost must succeed on a DC 10 Constitution saving throw or be poisoned until the start of its next turn. On a successful saving throw, the creature is immune to the ghost's Stench for 24 hours.

Turn Defiance. The ghost and any ghouls within 30 feet of it have advantage on saving throws against effects that turn undead.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 12 (2d8+3) piercing damage.

Claws. *Melee Weapon Attack:* +5 to hit, reach 5 ft., *Hit:* 10 (2d6+3) slashing damage. If the target is a creature other than an undead, it must succeed on a DC 10 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

GHOST

Medium undead, any alignment

Armor Class 11

Hit Points 45 (10d8)

Speed 0 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
7 (-2)	13 (+1)	10 (+0)	10 (+0)	12 (+1)	17 (+3)

Damage Immunities cold, necrotic, poison

Damage Resistances acid, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 60 ft. passive Perception 11

Languages any languages it knew in life

Challenge 4 (1100 XP)

Ethereal Sight. The ghost can see 60 feet into the Ethereal Plane when it is on the Material Plane, and vice versa.

Incorporeal Movement. The ghost can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

ACTIONS

Withering Touch. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 17 (4d6+3) necrotic damage.

Etherealness. The ghost enters the Ethereal Plane from the Material Plane, or vice versa. It is visible on the Material Plane while it is in the Border Ethereal, and vice versa, yet it can't affect or be affected by anything on the other plane.

Horri-fying Visage. Each non-undead creature within 60 feet of the ghost that can see it must succeed on a DC 13 Wisdom saving throw or be frightened for 1 minute. If the save fails by 5 or more, the target also ages 1d4 × 10 years. A frightened target can repeat the saving throw at the end of each of its turns, ending the frightened condition on itself on a success. If a target's saving throw is successful or the effect ends for it, the target is immune to this ghost's Horri-fying Visage for the next 24 hours. The aging effect can be reversed with a greater restoration spell, but only within 24 hours of it occurring.

Possession (Recharge 6). One humanoid that the ghost can see within 5 feet of it must succeed on a DC 13 Charisma saving throw or be possessed by the ghost; the ghost then disappears, and the target is incapacitated and loses control of its body. The ghost now controls the body but doesn't deprive the target of awareness. The ghost can't be targeted by any attack, spell, or other effect, except ones that turn undead, and it retains its alignment, Intelligence, Wisdom, Charisma, and immunity to being charmed and frightened. It otherwise uses the possessed target's statistics, but doesn't gain access to the target's knowledge, class features, or proficiencies.

The possession lasts until the body drops to 0 hit points, the ghost ends it as a bonus action, or the ghost is turned or forced out by an effect like the dispel evil and good spell. When the possession ends, the ghost reappears in an unoccupied space within 5 feet of the body. The target is immune to this ghost's Possession for 24 hours after succeeding on the saving throw or after the possession ends.

GHOUL

Medium undead, chaotic evil

Armor Class 12

Hit Points 22 (5d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	15 (+2)	10 (+0)	7 (-2)	10 (+0)	6 (-2)

Damage Immunities poison

Condition Immunities charmed, exhaustion, poisoned

Senses darkvision 60 ft. passive Perception 10

Languages Common

Challenge 1 (200 XP)

ACTIONS

Bite. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one creature. *Hit:* 9 (2d6+2) piercing damage.

Claws. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4+2) slashing damage. If the target is a creature other than an elf or undead, it must succeed on a DC 10 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

GIANT APE

Huge beast, unaligned

Armor Class 12

Hit Points 157 (15d12 + 60)

Speed 30 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	14 (+2)	18 (+4)	7 (-2)	12 (+1)	7 (-2)

Skills Athletics +9, Perception +4

Senses passive Perception 14

Languages -

Challenge 7 (2900 XP)

ACTIONS

Multiattack. The ape makes two fist attacks.

Fist. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 22 (3d10 + 6) bludgeoning damage.

Rock. *Ranged Weapon Attack:* +9 to hit, range 50/100 ft., one target. *Hit:* 30 (7d6 + 6) bludgeoning damage.

GIANT BADGER

Medium beast, unaligned

Armor Class 10
Hit Points 13 (2d8 + 4)
Speed 30 ft., burrow 10 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	10 (+0)	15 (+2)	2 (-4)	12 (+1)	5 (-3)

Senses darkvision 30 ft. passive Perception 11
Languages -
Challenge 1/4 (50 XP)

Keen Smell. The badger has advantage on Wisdom (Perception) checks that rely on smell.

ACTIONS

Multiattack. The badger makes two attacks: one with its bite and one with its claws.

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

Claws. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 6 (2d4+1) slashing damage.

GIANT BAT

Large beast, unaligned

Armor Class 13
Hit Points 22 (4d10)
Speed 10 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	16 (+3)	11 (+0)	2 (-4)	12 (+1)	6 (-2)

Senses blindsight 60 ft. passive Perception 11
Languages -
Challenge 1/4 (50 XP)

Echolocation. The bat can't use its blindsight while deafened.

Keen Hearing. The bat has advantage on Wisdom (Perception) checks that rely on hearing.

ACTIONS

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

GIANT CENTIPEDE

Small beast, unaligned

Armor Class 13 (natural armor)
Hit Points 4 (1d6 + 1)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
5 (-3)	14 (+2)	12 (+1)	1 (-5)	7 (-2)	3 (-4)

Senses blindsight 30 ft. passive Perception 8
Languages -
Challenge 1/4 (50 XP)

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 4 (1d4+2) piercing damage and the target must succeed on a DC 11 Constitution saving throw or take 10 (3d6) poison damage. If the poison damage reduces the target to 0 hit points, the target is stable but poisoned for 1 hour, even after regaining hit points, and is paralyzed while poisoned in this way.

GIANT CRAB

Medium beast, unaligned

Armor Class 15 (natural armor)
Hit Points 13 (3d8)
Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	15 (+2)	11 (+0)	1 (-5)	9 (-1)	3 (-4)

Skills Stealth +4
Senses blindsight 30 ft. passive Perception 9
Languages -
Challenge 1/8 (25 XP)

Amphibious. The crab can breathe air and water.

ACTIONS

Claw. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 4 (1d6+1) bludgeoning damage and the target is grappled (escape DC 11). The crab has two claws, each of which can grapple only one target.

GIANT EAGLE

Large beast, neutral good

Armor Class 13
Hit Points 26 (4d10 + 4)
Speed 10 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	17 (+3)	13 (+1)	8 (-1)	14 (+2)	10 (+0)

Skills Perception +4
Senses passive Perception 14
Languages Giant Eagle, understands Common and Auran but can't speak
Challenge 1 (200 XP)

Keen Sight. The eagle has advantage on Wisdom (Perception) checks that rely on sight.

ACTIONS

Multiattack. The eagle makes two attacks: one with its beak and one with its talons.

Beak. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) piercing damage.

Talons. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) slashing damage.

GIANT LIZARD

Large beast, unaligned

Armor Class 12 (natural armor)
Hit Points 19 (3d10 + 3)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	13 (+1)	2 (-4)	10 (+0)	5 (-3)

Senses darkvision 30 ft. passive Perception 10
Languages -
Challenge 1/4 (50 XP)

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

ACTIONS

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

GIANT RAT

Small beast, unaligned

Armor Class 12
Hit Points 7 (2d6)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
7 (-2)	15 (+2)	11 (+0)	2 (-4)	10 (+0)	4 (-3)

Senses darkvision 60 ft. passive Perception 10
Languages -
Challenge 1/8 (25 XP)

Keen Smell. The rat has advantage on Wisdom (Perception) checks that rely on smell.

Pack Tactics. The rat has advantage on an attack roll against a creature if at least one of the rat's allies is within 5 feet of the creature and the ally isn't incapacitated.

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4+2) piercing damage.

GIANT SHARK

Huge beast, unaligned

Armor Class 13 (natural armor)
Hit Points 126 (11d12 + 55)
Speed 0 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	11 (+0)	21 (+5)	1 (-5)	10 (+0)	5 (-3)

Skills Perception +3
Senses blindsight 60 ft., passive Perception 13
Languages -
Challenge 5 (1800 XP)

Blood Frenzy. The shark has advantage on melee attack rolls against any creature that doesn't have all its hit points.

Water Breathing. The shark can breathe only underwater.

ACTIONS

Bite. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 22 (3d10+6) piercing damage.

GIANT SPIDER

Large beast, unaligned

Armor Class 14 (natural armor)
Hit Points 26 (4d10 + 4)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	12 (+1)	2 (-4)	11 (+0)	4 (-3)

Skills Stealth +7
Senses blindsight 10 ft., darkvision 60 ft. passive Perception 10
Languages -
Challenge 1 (200 XP)

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

Web Sense. While in contact with a web, the spider knows the exact location of any other creature in contact with the same web.

Web Walker. The spider ignores movement restrictions caused by webbing.

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 11 Constitution saving throw, taking 9 (2d8) poison damage on a failed save, or half as much damage on a successful one. If the poison damage reduces the target to 0 hit points, the target is stable but poisoned for 1 hour, even after regaining hit points, and is paralyzed while poisoned in this way.

Web (Recharge 5-6). *Ranged Weapon Attack:* +5 to hit, range 30/60 ft., one creature. *Hit:* The target is restrained by webbing. As an action, the restrained target can make a DC 12 Strength check, bursting the webbing on a success. The webbing can also be attacked and destroyed (AC 10; hp 5; vulnerability to fire damage; immunity to bludgeoning, poison, and psychic damage).

GIANT TOAD

Large beast, unaligned

Armor Class 11
Hit Points 39 (6d10 + 6)
Speed 20 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	13 (+1)	13 (+1)	2 (-4)	10 (+0)	3 (-4)

Senses darkvision 30 ft. passive Perception 10
Languages -
Challenge 1 (200 XP)

Amphibious. The toad can breathe air and water.

Standing Leap. The toad's long jump is up to 20 ft. and its high jump is up to 10 ft., with or without a running start.

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (1d10+2) piercing damage and the target is grappled (escape DC 13). Until this grapple ends, the target is restrained, and the toad can't bite another target.

Swallow. The toad makes one bite attack against a Medium or smaller target it is grappling. If the attack hits, the target is swallowed, and the grapple ends. The swallowed target is blinded and restrained, it has total cover against attacks and other effects outside the toad, and it takes 10 (3d6) acid damage at the start of each of the toad's turns. The toad can have only one target swallowed at a time.

If the toad dies, a swallowed creature is no longer restrained by it and can escape from the corpse using 5 feet of movement, exiting prone.

GIANT WASP

Medium beast, unaligned

Armor Class 12
Hit Points 13 (3d8)
Speed 10 ft., fly 50 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	10 (+0)	1 (-5)	10 (+0)	3 (-4)

Senses passive Perception 10
Languages -
Challenge 1/2 (100 XP)

ACTIONS

Sting. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6+2) piercing damage and the target must make a DC 11 Constitution saving throw, taking 10 (3d6) poison damage on a failed save, or half as much damage on a successful one. If the poison damage reduces the target to 0 hit points, the target is stable but poisoned for 1 hour, even after regaining hit points, and is paralyzed while poisoned in this way.

GIBBERING MOUTHER

Medium aberration, neutral

Armor Class 9
Hit Points 67 (9d8 + 27)
Speed 10 ft., swim 10 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	8 (-1)	16 (+3)	3 (-4)	10 (+0)	6 (-2)

Condition Immunities prone
Senses darkvision 60 ft. passive Perception 10
Languages -
Challenge 2 (450 XP)

Aberrant Ground. The ground in a 10-foot radius around the moulder is doughlike difficult terrain. Each creature that starts its turn in that area must succeed on a DC 10 Strength saving throw or have its speed reduced to 0 until the start of its next turn.

Gibbering. The moulder babbles incoherently while it can see any creature and isn't incapacitated. Each creature that starts its turn within 20 feet of the moulder and can hear the gibbering must succeed on a DC 10 Wisdom saving throw. On a failure, the creature can't take reactions until the start of its next turn and rolls a d8 to determine what it does during its turn. On a 1 to 4, the creature does nothing. On a 5 or 6, the creature takes no action or bonus action and uses all its movement to move in a randomly determined direction. On a 7 or 8, the creature makes a melee attack against a randomly determined creature within its reach or does nothing if it can't make such an attack.

ACTIONS

Multiattack. The gibbering moulder makes one bite attack and, if it can, uses its Blinding Spittle.

Bites. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one creature. *Hit:* 17 (5d6) piercing damage. If the target is Medium or smaller, it must succeed on a DC 10 Strength saving throw or be knocked prone. If the target is killed by this damage, it is absorbed into the moulder.

Blinding Spittle (Recharge 5-6). The moulder spits a chemical glob at a point it can see within 15 feet of it. The glob explodes in a blinding flash of light on impact. Each creature within 5 feet of the flash must succeed on a DC 13 Dexterity saving throw or be blinded until the end of the moulder's next turn.

GITHYANKI GISH

Medium humanoid (gith), lawful evil

Armor Class 17 (half plate armor)
Hit Points 123 (19d8 + 38)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	14 (+2)	16 (+3)	15 (+2)	16 (+3)

Saving Throws Con +6, Int +7, Wis +6
Skills Insight +6, Perception +6, Stealth +6
Senses passive Perception 16
Languages Gith
Challenge 10 (5900 XP)

Innate Spellcasting (Psionics). The githyanki's innate spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). It can innately cast the following spells, requiring no components:

At will: *mage hand* (the hand is invisible)
3/day each: *jump*, *misty step*, *nondetection* (self only)
1/day each: *plane shift*, *telekinesis*

Spellcasting. The githyanki is an 8th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). The githyanki has the following wizard spells prepared:

Cantrips (at will): *blade ward*, *light*, *message*, *true strike*
1st level (4 slots): *expeditious retreat*, *magic missile*, *sleep*, *thunderwave*
2nd level (3 slots): *blur*, *invisibility*, *levitate*
3rd level (3 slots): *counterspell*, *fireball*, *haste*
4th level (2 slots): *dimension door*

War Magic. When the githyanki uses its action to cast a spell, it can make one weapon attack as a bonus action.

ACTIONS

Multiattack. The githyanki makes two longsword attacks.

Longsword. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage plus 18 (4d8) psychic damage, or 8 (1d10 + 3) slashing damage plus 18 (4d8) psychic damage if used with two hands.

GITHYANKI KNIGHT

Medium humanoid (gith), lawful evil

Armor Class 18 (plate armor)
Hit Points 91 (14d8 + 28)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	15 (+2)	14 (+2)	14 (+2)	15 (+2)

Saving Throws Con +5, Int +5, Wis +5
Senses passive Perception 12
Languages Gith
Challenge 8 (3900 XP)

Innate Spellcasting (Psionics). The githyanki's innate spellcasting ability is Intelligence (spell save DC 13, +5 to hit with spell attacks). It can innately cast the following spells, requiring no components:

At will: *mage hand* (the hand is invisible)
3/day each: *jump*, *misty step*, *nondetection* (self only), *tongues*
1/day each: *plane shift*, *telekinesis*

ACTIONS

Multiattack. The githyanki makes two silver greatsword attacks.

Silvered Greatsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d6 + 6) slashing damage plus 10 (3d6) psychic damage. This is a magic weapon attack. On a critical hit against a target in an astral body (as with the *astral projection* spell), the githyanki can cut the silvery cord that tethers the target to its material body, instead of dealing damage.

GITHYANKI WARRIOR

Medium humanoid (gith), lawful evil

Armor Class 17 (half plate armor)
Hit Points 49 (9d8 + 9)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	12 (+1)	13 (+1)	13 (+1)	10 (+0)

Saving Throws Con +3, Int +3, Wis +3
Senses passive Perception 11
Languages Gith
Challenge 3 (700 XP)

Innate Spellcasting (Psionics). The githyanki's innate spellcasting ability is Intelligence (spell save DC 13, +5 to hit with spell attacks). It can innately cast the following spells, requiring no components:

At will: *mage hand* (the hand is invisible)
3/day each: *jump*, *misty step*, *nondetection* (self only)

ACTIONS

Multiattack. The githyanki makes two greatsword attacks.

Greatsword. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 9 (2d6 + 2) slashing damage plus 7 (2d6) psychic damage.

GITZERAI ZERTH

Medium humanoid (gith), lawful neutral

Armor Class 17
Hit Points 84 (13d8 + 26)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	18 (+4)	15 (+2)	16 (+3)	17 (+3)	12 (+1)

Saving Throws Str +4, Dex +7, Int +6, Wis +6
Skills Arcana +6, Insight +6, Perception +6
Senses passive Perception 16
Languages Gith
Challenge 6 (2300 XP)

Innate Spellcasting (Psionics). The githzerai's innate spellcasting ability is Wisdom. It can innately cast the following spells, requiring no components:

At will: *mage hand* (the hand is invisible)
3/day each: *feather fall*, *jump*, *see invisibility*, *shield*

Psychic Defense. While the githzerai is wearing no armor and wielding no shield, its AC includes its Wisdom modifier.

ACTIONS

Multiattack. The githzerai makes two unarmed strikes.

Unarmed Strike. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) bludgeoning damage plus 13 (3d8) psychic damage. This is a magic weapon attack.

GLABREZU

Large fiend (demon), chaotic evil

Armor Class 17 (natural armor)
Hit Points 157 (15d10 + 75)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	21 (+5)	19 (+4)	17 (+3)	16 (+3)

Saving Throws Str +9, Con +9, Wis +7, Cha +7
Damage Immunities poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities poisoned
Senses truesight 120 ft. passive Perception 13
Languages Abyssal, telepathy 120 ft.
Challenge 9 (5000 XP)

Innate Spellcasting. The glabrezu's spellcasting ability is Intelligence (spell save DC 16). The glabrezu can innately cast the following spells, requiring no material components:

At will: *darkness*, *detect magic*, *dispel magic*
1/day each: *confusion*, *fly*, *power word stun*

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

ACTIONS

Multiattack. The glabrezu makes four attacks: two with its pincers and two with its fists. Alternatively, it makes two attacks with its pincers and casts one spell.

Pincer. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 16 (2d10+5) bludgeoning damage. If the target is a Medium or smaller creature, it is grappled (escape DC 15). The glabrezu has two pincers, each of which can grapple only one target.

Fist. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 10 (2d4+5) bludgeoning damage.

GLOOM WEAVER

Medium humanoid (elf), neutral

Armor Class 14 (17 with *mage armor*)
Hit Points 104 (16d8 + 32)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	14 (+2)	15 (+2)	12 (+1)	18 (+4)

Saving Throws Dex +8, Con +6
Damage Immunities necrotic
Condition Immunities charmed, exhaustion
Senses darkvision 60 ft. passive Perception 11
Languages Common, Elvish
Challenge 9 (5000 XP)

Burden Of Time. Beasts and humanoids, other than shadar-kai, have disadvantage on saving throws while within 10 feet of the gloom weaver.

Fey Ancestry. The gloom weaver has advantage on saving throws against being charmed, and magic can't put it to sleep.

Innate Spellcasting. The gloom weaver's innate spellcasting ability is Charisma (spell save DC 16, +8 to hit with spell attacks). It can innately cast the following spells, requiring no material components:

At will: *arcane eye*, *mage armor*, *speak with dead*
1/day each: *arcane gate*, *bane*, *compulsion*, *confusion*, *true seeing*

Spellcasting. The gloom weaver is a 12th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 16, +8 to hit with spell attacks). It regains its expended spell slots when it finishes a short or long rest. It knows the following warlock spells:

Cantrips (at will): *minor illusion*, *prestidigitation*, *chill touch*, *eldritch blast**
1st-5th level (3 5th-level slots): *armor of Agathys*, *blight*, *darkness*, *dream*, *invisibility*, *fear*, *hypnotic pattern*, *major image*, *contact other plane*, *vampiric touch*, *witch bolt*
*3 beams +4 bonus to each damage roll

ACTIONS

Multiattack. The gloom weaver makes two spear attacks and casts one spell that takes 1 action to cast.

Shadow Spear. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage plus 26 (4d12) necrotic damage, or 8 (1d8 + 4) piercing damage plus 26 (4d12) necrotic damage if used with two hands.

REACTIONS

Misty Escape (Recharges After A Short Or Long Rest). When the gloom weaver takes damage, it turns invisible and teleports up to 60 feet to an unoccupied space it can see. It remains invisible until the start of its next turn or until it attacks or casts a spell.

GOBLIN

Small humanoid (goblinoid), neutral evil

Armor Class 15 (leather armor, shield)
Hit Points 7 (2d6)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	14 (+2)	10 (+0)	10 (+0)	8 (-1)	8 (-1)

Skills Stealth +6
Senses darkvision 60 ft. passive Perception 9
Languages Common, Goblin
Challenge 1/4 (50 XP)

Nimble Escape. The goblin can take the Disengage or Hide action as a bonus action on each of its turns.

ACTIONS

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

Shortbow. *Ranged Weapon Attack:* +4 to hit, range 80/320 ft., *Hit:* 5 (1d6+2) damage.

GOBLIN BOSS

Small humanoid (goblinoid), neutral evil

Armor Class 17 (chain shirt, shield)
Hit Points 21 (6d6)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	10 (+0)	10 (+0)	8 (-1)	10 (+0)

Skills Stealth +6
Senses darkvision 60 ft. passive Perception 9
Languages Common, Goblin
Challenge 1 (200 XP)

Nimble Escape. The goblin can take the Disengage or Hide action as a bonus action on each of its turns.

ACTIONS

Javelin. *Melee or Ranged Weapon Attack:* +2 to hit, reach 5 ft., or range 30/120 ft., one target. *Hit:* 3 (1d6) piercing damage.

Multiattack. The goblin makes two attacks with its scimitar. The second attack has disadvantage.

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

REACTIONS

Redirect Attack. When a creature the goblin can see targets it with an attack, the goblin chooses another goblin within 5 feet of it. The two goblins swap places, and the chosen goblin becomes the target instead.

GORGON

Large monstrosity, unaligned

Armor Class 19 (natural armor)
Hit Points 114 (12d10 + 48)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	11 (+0)	18 (+4)	2 (-4)	12 (+1)	7 (-2)

Skills Perception +4
Condition Immunities petrified
Senses darkvision 60 ft., passive Perception 14
Languages -
Challenge 5 (1800 XP)

Trampling Charge. If the gorgon moves at least 20 feet straight toward a creature and then hits it with a gore attack on the same turn, that target must succeed on a DC 16 Strength saving throw or be knocked prone. If the target is prone, the gorgon can make one attack with its hooves against it as a bonus action.

ACTIONS

Gore. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 18 (2d12+5) piercing damage.

Hooves. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 16 (2d10+5) bludgeoning damage.

Petrifying Breath (Recharge 5-6). The gorgon exhales petrifying gas in a 30-foot cone. Each creature in that area must succeed on a DC 13 Constitution saving throw. On a failed save, a target begins to turn to stone and is restrained. The restrained target must repeat the saving throw at the end of its next turn. On a success, the effect ends on the target. On a failure, the target is petrified until freed by the greater restoration spell or other magic.

GRAY OOZE

Medium ooze, unaligned

Armor Class 8
Hit Points 22 (3d8 + 9)
Speed 10 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	6 (-2)	16 (+3)	1 (-5)	6 (-2)	2 (-4)

Skills Stealth +2
Damage Resistances acid, cold, fire
Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone
Senses blindsight 60 ft. (blind beyond this radius) passive Perception 8
Languages -
Challenge 1/2 (100 XP)

Amorphous. The ooze can move through a space as narrow as 1 inch wide without squeezing.

Corrode Metal. Any nonmagical weapon made of metal that hits the ooze corrodes. After dealing damage, the weapon takes a permanent and cumulative -1 penalty to damage rolls. If its penalty drops to -5, the weapon is destroyed. Nonmagical ammunition made of metal that hits the ooze is destroyed after dealing damage. The ooze can eat through 2-inch-thick, nonmagical metal in 1 round.

False Appearance. While the ooze remains motionless, it is indistinguishable from an oily pool or wet rock.

ACTIONS

Pseudopod. *Melee Weapon Attack:* +3 to hit, reach 5 ft., *Hit:* 4 (1d6+1) bludgeoning damage plus 7 (2d6) acid damage, and if the target is wearing nonmagical metal armor, its armor is partly corroded and takes a permanent and cumulative -1 penalty to the AC it offers. The armor is destroyed if the penalty reduces its AC to 10.

GORISTRO

Huge fiend (demon), chaotic evil

Armor Class 19 (natural armor)
Hit Points 310 (23d12 + 161)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	11 (+0)	25 (+7)	6 (-2)	13 (+1)	14 (+2)

Saving Throws Str +13, Dex +6, Con +13, Wis +7
Skills Perception +7
Damage Immunities poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities poisoned
Senses darkvision 120 ft., passive Perception 17
Languages Abyssal
Challenge 17 (18000 XP)

Charge. If the goristro moves at least 15 feet straight toward a target and then hits it with a gore attack on the same turn, the target takes an extra 38 (7d10) piercing damage. If the target is a creature, it must succeed on a DC 21 Strength saving throw or be pushed up to 20 feet away and knocked prone.

Labyrinthine Recall. The goristro can perfectly recall any path it has traveled.

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

Siege Monster. The goristro deals double damage to objects and structures.

ACTIONS

Multiattack. The goristro makes three attacks: two with its fists and one with its hoof.

Fist. *Melee Weapon Attack:* +13 to hit, reach 10 ft., one target. *Hit:* 20 (3d8+7) bludgeoning damage.

Hoof. *Melee Weapon Attack:* +13 to hit, reach 5 ft., one target. *Hit:* 23 (3d10 + 7) bludgeoning damage. If the target is a creature, it must succeed on a DC 21 Strength saving throw or be knocked prone.

Gore. *Melee Weapon Attack:* +13 to hit, reach 10 ft., one target. *Hit:* 45 (7d10+7) piercing damage.

VARIANT: PSYCHIC GRAY OOZE

A gray ooze that lives a long time can evolve to become more intelligent and develop limited psionic ability. Such occurrences are more common in gray oozes that live near psionic creatures such as mind flayers, suggesting that the ooze can sense and mimic psionic ability.

A psionic gray ooze has an intelligence score of 6 (-2), as well as the following additional action.

Psionic Crush (Recharge 5-6). The ooze targets one creature that it can sense within 60 feet of it. The target must make a DC 10 Intelligence saving throw, taking 10 (3d6) psychic damage on a failed save, or half as much damage on a successful one.

GRAY RENDER

Large monstrosity, chaotic neutral

Armor Class 19 (natural armor)
Hit Points 189 (18d10 + 90)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	13 (+1)	20 (+5)	3 (-4)	6 (-2)	8 (-1)

Saving Throws Str +8, Con +9
Skills Perception +2
Senses passive Perception 12
Languages -
Challenge 12 (8400 XP)

ACTIONS

Multiattack. The gray render makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 17 (2d12 + 4) piercing damage. If the target is Medium or smaller, the target must succeed on a DC 16 Strength saving throw or be knocked prone.

Claws. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage. If the target is prone an additional 7 (2d6) bludgeoning damage is dealt to the target.

REACTIONS

Bloody Rampage. When the gray render takes damage, it makes one attack with its claws against a random creature within its reach, other than its master.

GRELL

Medium aberration, neutral evil

Armor Class 12
Hit Points 55 (10d8 + 10)
Speed 10 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	13 (+1)	12 (+1)	11 (+0)	9 (-1)

Skills Perception +4, Stealth +6
Damage Immunities lightning
Condition Immunities blinded, prone
Senses blindsight 60 ft. (blind beyond this radius) passive Perception 10
Languages Grell
Challenge 3 (700 XP)

ACTIONS

Multiattack. The grell makes two attacks: one with its tentacles and one with its beak.

Tentacles. *Melee Weapon Attack:* +4 to hit, reach 10 ft., one creature. *Hit:* 7 (1d10 + 2) piercing damage, and the target must succeed on a DC 11 Constitution saving throw or be poisoned for 1 minute. The poisoned target is paralyzed, and it can repeat the saving throw at the end of each of its turns, ending the effect on a success.

The target is also grappled (escape DC 15). If the target is Medium or smaller, it is also restrained until this grapple ends. While grappling the target, the grell has advantage on attack rolls against it and can't use this attack against other targets. When the grell moves, any Medium or smaller target it is grappling moves with it.

Beak. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 7 (2d4+2) piercing damage.

GREEN SLAAD

Large aberration (shapechanger), chaotic neutral

Armor Class 16 (natural armor)
Hit Points 127 (15d10 + 45)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	16 (+3)	11 (+0)	8 (-1)	12 (+1)

Skills Arcana +3, Perception +2
Damage Resistances acid, cold, fire, lightning, thunder
Senses blindsight 30 ft., darkvision 60 ft., passive Perception 12
Languages Slaad, telepathy 60 ft.
Challenge 8 (3900 XP)

Innate Spellcasting. The slaad's innate spellcasting ability is Charisma (spell save DC 12). The slaad can innately cast the following spells, requiring no material components:

At will: *detect magic*, *detect thoughts*, *mage hand*
2/day each: *fear*, *invisibility* (self only)
1/day: *fireball*

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

Regeneration. The slaad regains 10 hit points at the start of its turn if it has at least 1 hit point.

Shapechanger. The slaad can use its action to polymorph into a Small or Medium humanoid, or back into its true form. Its statistics, other than its size, are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

ACTIONS

Multiattack. The slaad makes three attacks: one with its bite and two with its claws or staff. Alternatively, it uses its Hurl Flame twice.

Bite (Slaad Form Only). *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) piercing damage.

Claw (Slaad Form Only). *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6+4) slashing damage.

Staff. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) bludgeoning damage.

Hurl Flame. *Ranged Spell Attack:* +4 to hit, reach 5 ft., or range 5 ft., one target. *Hit:* 10 (3d6) fire damage. The fire ignites flammable objects that aren't being worn or carried.

GRICK

Medium monstrosity, neutral

Armor Class 14 (natural armor)
Hit Points 27 (6d8)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	11 (+0)	3 (-4)	14 (+2)	5 (-3)

Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks

Senses darkvision 60 ft. passive Perception 12
Languages -
Challenge 2 (450 XP)

Stone Camouflage. The grick has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.

ACTIONS

Multiattack. The grick makes one attack with its tentacles. If that attack hits, the grick can make one beak attack against the same target.

Tentacles. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 9 (2d6+2) slashing damage.

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

GRICK ALPHA

Large monstrosity, neutral

Armor Class 18 (natural armor)
Hit Points 75 (10d10 + 20)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	16 (+3)	15 (+2)	4 (-3)	14 (+2)	9 (-1)

Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Senses darkvision 60 ft. passive Perception 12
Languages -
Challenge 7 (2900 XP)

Stone Camouflage. The grick has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.

ACTIONS

Multiattack. The grick makes two attacks: one with its tail and one with its tentacles. If it hits with its tentacles, the grick can make one beak attack against the same target.

Tail. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) bludgeoning damage.

Tentacles. *Melee Weapon Attack:* +7 to hit, reach 5 ft., *Hit:* 22 (4d8+4) slashing damage.

Beak. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8+4) piercing damage.

GRIMLOCK

Medium humanoid (grimlock), neutral evil

Armor Class 11
Hit Points 11 (2d8 + 2)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	12 (+1)	9 (-1)	8 (-1)	6 (-2)

Skills Athletics +5, Perception +3, Stealth +3
Condition Immunities blinded
Senses blindsight 30 ft. (blind beyond this radius), passive Perception 13
Languages Undercommon
Challenge 1/4 (50 XP)

Blind Senses. The grimlock can't use its blindsight while deafened and unable to smell. While only deafened, its blindsight is reduced to 10 feet.

Keen Senses. The grimlock has advantage on Wisdom (Perception) checks that rely on hearing or smell.

Stone Camouflage. The grimlock has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.

ACTIONS

Spiked Bone Club. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d4+3) bludgeoning damage plus 2 (1d4) piercing damage.

GYNOSPHERIX

LEGENDARY ACTIONS

The gynosphinx can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The gynosphinx regains spent legendary actions at the start of its turn.

Claw Attack. The sphinx makes one claw attack.

Teleport (Costs 2 Actions). The sphinx magically teleports, along with any equipment it is wearing or carrying, up to 120 feet to an unoccupied space it can see.

Cast a Spell (Costs 3 Actions). The sphinx casts a spell from its list of prepared spells, using a spell slot as normal.

GYNOSPHERIX

Large monstrosity, lawful neutral

Armor Class 17 (natural armor)
Hit Points 136 (16d10 + 48)
Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	16 (+3)	18 (+4)	18 (+4)	18 (+4)

Skills Arcana +12, History +12, Perception +8, Religion +8
Damage Immunities psychic
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities charmed, frightened
Senses truesight 120 ft., passive Perception 18
Languages Common, Sphinx
Challenge 11 (7200 XP)

Inscrutable. The sphinx is immune to any effect that would sense its emotions or read its thoughts, as well as any divination spell that it refuses. Wisdom (Insight) checks made to ascertain the sphinx's intentions or sincerity have disadvantage.

Magic Weapons. The sphinx's weapon attacks are magical.

Spellcasting. The sphinx is a 9th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 16, +8 to hit with spell attacks). It requires no material components to cast its spells. The sphinx has the following wizard spells prepared:

Cantrips (at will): *mage hand*, *minor illusion*, *prestidigitation*
1st level (4 slots): *detect magic*, *identify*, *shield*
2nd level (3 slots): *darkness*, *locate object*, *suggestion*
3rd level (3 slots): *dispel magic*, *remove curse*, *tongues*
4th level (3 slots): *banishment*, *greater invisibility*
5th level (1 slot): *legend lore*

ACTIONS

Multiattack. The sphinx makes two claw attacks.

Claw. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage.

H

HALASTER BLACKCLOAK

LEGENDARY ACTIONS

Halaster can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. Halaster regains spent legendary actions at the start of its turn.

Cast Spell. Halaster casts a spell of 3rd level or lower.

Spell Ward (Costs 2 Actions). Halaster expends a spell slot of 4th level or lower and gains 5 temporary hit points per level of the slot.

LAIR ACTIONS

On initiative count 20 (losing initiative ties), Halaster takes a lair action to cause one of the following effects:

- Halaster targets a volume of unoccupied space or solid stone no larger than four 10-foot cubes within 30 feet of him, turning the open space to solid, worked stone or vice versa.
- Halaster causes one door or archway within 30 feet of him to disappear and be replaced by a blank wall, or he restores a door or an archway previously removed in this way.
- Halaster deactivates or reactivates one of Undermountain's magic gates. The gate must be within 120 feet of him.

NOTES

Use the following section for notes of your own concerning Halaster:

HALASTER BLACKCLOAK

Medium humanoid (human), chaotic evil

Armor Class 14 (17 with *mage armor*)

Hit Points 246 (29d8 + 116)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	18 (+4)	18 (+4)	24 (+7)	18 (+4)	18 (+4)

Saving Throws Int +14, Wis +11

Skills Arcana +21, History +21, Perception +11

Senses darkvision 120 ft., passive Perception 21

Languages Abyssal, Celestial, Common, Draconic, Dwarvish, Elvish, Infernal, Undercommon

Challenge 23 (50000 XP)

Special Equipment. Halaster wears a *robe of eyes* that lets him see in all directions, gives him darkvision out to a range of 120 feet, grants advantage on Wisdom (Perception) checks that rely on sight, and allows him to see invisible creatures and objects, as well as into the Ethereal Plane, out to a range of 120 feet.

Halaster wields a *blast scepter* (a very rare magic item that requires attunement). It can be used as an arcane focus. Whoever is attuned to the blast scepter gains resistance to fire and lightning damage and can, as an action, use it to cast *thunderwave* as a 4th-level spell (save DC 16) without expending a spell slot.

Halaster also wears a *horned ring* (a very rare magic item that requires attunement), which allows an attuned wearer to ignore Undermountain's magical restrictions (see "Alterations to Magic").

Arcane Recovery (1/Day). When he finishes a short rest, Halaster recovers all his spell slots of 5th level and lower.

Legendary Resistance (3/Day). If Halaster fails a saving throw, he can choose to succeed instead.

Rejuvenation. If Halaster dies in Undermountain, he revives after 1d10 days, with all his hit points and any missing body parts restored. His new body appears in a random safe location in Undermountain.

Spellcasting. Halaster is a 20th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 22, +14 to hit with spell attacks). He can cast *disguise self* and *invisibility* at will. He can cast *fly* and *lightning bolt* once each without expending a spell slot, but can't do so again until he finishes a short or long rest. Halaster has the following wizard spells prepared:

- Cantrips (at will): *dancing lights, fire bolt, light, mage hand, prestidigitation*
- 1st level (4 slots): *mage armor, magic missile, shield, silent image*
- 2nd level (3 slots): *arcane lock, cloud of daggers, darkvision, knock*
- 3rd level (3 slots): *counterspell, dispel magic, fireball*
- 4th level (3 slots): *confusion, hallucinatory terrain, polymorph*
- 5th level (3 slots): *Bigby's hand, geas, wall of force*
- 6th level (2 slots): *chain lightning, globe of invulnerability, programmed illusion*
- 7th level (2 slots): *finger of death, symbol, teleport*
- 8th level (1 slot): *maze, mind blank*
- 9th level (1 slot): *meteor swarm, wish*

ACTIONS

Blast Scepter. Halaster uses his *blast scepter* to cast *thunderwave* as a 4th-level spell. Each creature in a 15-foot cube originating from him must make a DC 16 Constitution saving throw. On a failed save, a creature takes 5d8 thunder damage and is pushed 10 feet away. On a successful save, the creature takes half as much damage and isn't pushed

HALASTER'S SIMULACRUM

Medium construct, true neutral

Armor Class 17 (with *mage armor*)
Hit Points 119 (14d8 + 56)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	18 (+4)	18 (+4)	24 (+7)	18 (+4)	18 (+4)

Saving Throws Int +11, Wis +8
Skills Arcana +15, History +15, Perception +12
Senses darkvision 120 ft., passive Perception 22
Languages Abyssal, Celestial, Common, Draconic, Dwarvish, Elvish, Infernal, Undercommon
Challenge 11 (7200 XP)

Simulacrum. The simulacrum is a construct created by a *simulacrum* spell. It cannot regain hit points without being repaired in an alchemical laboratory, using rare herbs and minerals worth 100 gp per hit point. If the simulacrum drops to 0 hit points, it melts into snow. The simulacrum lacks the ability to learn or become more powerful. It also cannot regain expended spell slots.

Spellcasting. The simulacrum is a 7th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 19, +11 to hit with spell attacks). He has the following wizard spells prepared:

Cantrips (at will): *dancing lights*, *fire bolt*, *light*, *mage hand*, *prestidigitation*
1st level (4 slots): *mage armor*, *magic missile*, *shield*, *silent image*
2nd level (3 slots): *arcane lock*, *cloud of daggers*, *darkvision*, *gust of wind*
3rd level (3 slots): *counterspell*, *dispel magic*, *fireball*
4th level (3 slots): *confusion*, *hallucinatory terrain*, *polymorph*

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +8 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 6 (1d4+4) piercing damage.

HELL HOUND

Medium fiend, lawful evil

Armor Class 15 (natural armor)
Hit Points 45 (7d8 + 14)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	14 (+2)	6 (-2)	13 (+1)	6 (-2)

Skills Perception +5
Damage Immunities fire
Senses darkvision 60 ft., passive Perception 15
Languages understands Infernal but can't speak it
Challenge 3 (700 XP)

Keen Hearing And Smell. The hound has advantage on Wisdom (Perception) checks that rely on hearing or smell.

Pack Tactics. The hound has advantage on an attack roll against a creature if at least one of the hound's allies is within 5 feet of the creature and the ally isn't incapacitated.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage plus 7 (2d6) fire damage.

Fire Breath (Recharge 5-6). The hound exhales fire in a 15-foot cone. Each creature in that area must make a DC 12 Dexterity saving throw, taking 21 (6d6) fire damage on a failed save, or half as much damage on a successful one.

HARPY

Medium monstrosity, chaotic evil

Armor Class 11
Hit Points 38 (7d8 + 7)
Speed 20 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	13 (+1)	12 (+1)	7 (-2)	10 (+0)	13 (+1)

Senses passive Perception 10
Languages Common
Challenge 1 (200 XP)

ACTIONS

Multiattack. The harpy makes two attacks: one with its claws and one with its club.

Claws. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 6 (2d4 + 1) slashing damage.

Club. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4 + 1) bludgeoning damage.

Luring Song. The harpy sings a magical melody. Every humanoid and giant within 300 feet of the harpy that can hear the song must succeed on a DC 11 Wisdom saving throw or be charmed until the song ends. The harpy must take a bonus action on its subsequent turns to continue singing. It can stop singing at any time. The song ends if the harpy is incapacitated.

While charmed by the harpy, a target is incapacitated and ignores the songs of other harpies. If the charmed target is more than 5 ft. away from the harpy, the target must move on its turn toward the harpy by the most direct route. It doesn't avoid opportunity attacks, but before moving into damaging terrain, such as lava or a pit, and whenever it takes damage from a source other than the harpy, a target can repeat the saving throw. A creature can also repeat the saving throw at the end of each of its turns. If a creature's saving throw is successful, the effect ends on it.

A target that successfully saves is immune to this harpy's song for the next 24 hours.

HELLFIRE ENGINE

Huge construct, lawful evil

Armor Class 18 (natural armor)
Hit Points 216 (16d12 + 112)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	16 (+3)	24 (+7)	2 (-4)	10 (+0)	1 (-5)

Saving Throws Dex +8, Wis +5
Damage Immunities fire, poison
Damage Resistances cold, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities charmed, deafened, exhaustion, frightened, paralyzed, poisoned, unconscious
Senses darkvision 120 ft. passive Perception 10
Languages understands Infernal but can't speak
Challenge 16 (15000 XP)

Hellfire Weapons. If the engine's Bonemelt Sprayer, Lightning Flail, or Thunder Cannon attacks kill a creature, the creature's soul rises from the River Styx as a lemure in Avernum in 1d4 hours. If the creature isn't revived before then, only a wish spell or killing the lemure and casting true resurrection on the creature's original body can restore it to life. Constructs and devils are immune to this effect.

Immutable Form. The hellfire engine is immune to any spell or effect that would alter its form.

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

ACTIONS

Flesh-Crushing Stride. The hellfire engine moves up to its speed in a straight line. During this move, it can enter Large or smaller creatures' spaces. A creature whose space the hellfire engine enters must make a DC 18 Dexterity saving throw. On a successful save, the creature is pushed 5 feet to the nearest space out of the hellfire engine's path. On a failed save, the creature falls prone and takes 28 (8d6) bludgeoning damage.

If the hellfire engine remains in the prone creature's space, the creature is also restrained until it's no longer in the same space as the hellfire engine. While restrained in this way, the creature, or another creature within 5 feet of it, can make a DC 18 Strength check. On a success, the creature is shunted to an unoccupied space of its choice within 5 feet of the hellfire engine and is no longer restrained.

Bonemelt Sprayer. The hellfire engine spews acidic flame in a 60-foot cone. Each creature in the cone must make a DC 20 Dexterity saving throw, taking 11 (2d10) fire damage plus 18 (4d8) acid damage on a failed save, or half as much damage on a successful one. Creatures that fail the saving throw are drenched in burning acid and take 5 (1d10) fire damage plus 9 (2d8) acid damage at the end of their turns. An affected creature or another creature within 5 feet of it can take an action to scrape off the burning fuel.

Lightning Flail. *Melee Weapon Attack:* +11 to hit, reach 15 ft., one creature. *Hit:* 18 (3d8 + 5) bludgeoning damage plus 22 (5d8) lightning damage. Up to three other creatures of the hellfire engine's choice that it can see within 30 feet of the target must each make a DC 20 Dexterity saving throw, taking 22 (5d8) lightning damage on a failed save, or half as much damage on a successful one.

Thunder Cannon. The hellfire engine targets a point within 120 feet of it that it can see. Each creature within 30 feet of that point must make a DC 20 Dexterity saving throw, taking 27 (5d10) bludgeoning damage plus 13 (2d12) thunder damage on a failed save, or half as much damage on a successful one.

HELMED HORROR

Medium construct, unaligned

Armor Class 20 (plate armor, shield)
Hit Points 60 (8d8 + 24)
Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	13 (+1)	16 (+3)	10 (+0)	10 (+0)	10 (+0)

Skills Perception +4
Damage Immunities force, necrotic, poison
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks that aren't adamantite
Condition Immunities blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned, stunned
Senses blindsight 60 ft. (blind beyond this radius), passive Perception 14
Languages understands the languages of its creator but can't speak
Challenge 4 (1100 XP)

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

Spell Immunity. The helmed horror is immune to three spells chosen by its creator. Typical immunities include fireball, heat metal, and lightning bolt.

ACTIONS

Multiattack. The helmed horror makes two longsword attacks.

Longsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 8 (1d8+4) slashing damage or 9 (1d10 + 4) slashing damage if used with two hands.

HEZROU

Large fiend (demon), chaotic evil

Armor Class 16 (natural armor)
Hit Points 136 (13d10 + 65)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	17 (+3)	20 (+5)	5 (-3)	12 (+1)	13 (+1)

Saving Throws Str +7, Con +8, Wis +4
Damage Immunities poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities poisoned
Senses darkvision 120 ft. passive Perception 11
Languages Abyssal, telepathy 120 ft.
Challenge 8 (3900 XP)

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

Stench. Any creature that starts its turn within 10 feet of the hezrou must succeed on a DC 14 Constitution saving throw or be poisoned until the start of its next turn. On a successful saving throw, the creature is immune to the hezrou's stench for 24 hours.

ACTIONS

Multiattack. The hezrou makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 15 (2d10+4) piercing damage.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) slashing damage.

HOBGOBLIN

Medium humanoid (goblinoid), lawful evil

Armor Class 18 (chain mail, shield)
Hit Points 11 (2d8 + 2)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	12 (+1)	12 (+1)	10 (+0)	10 (+0)	9 (-1)

Senses darkvision 60 ft. passive Perception 10
Languages Common, Goblin
Challenge 1/2 (100 XP)

Martial Advantage. Once per turn, the hobgoblin can deal an extra 7 (2d6) damage to a creature it hits with a weapon attack if that creature is within 5 feet of an ally of the hobgoblin that isn't incapacitated.

ACTIONS

Longsword. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 5 (1d8+1) slashing damage or 6 (1d10 + 1) slashing damage if used with two hands.

Longbow. *Ranged Weapon Attack:* +3 to hit, range 150/600 ft., one target. *Hit:* 5 (1d8+1) piercing damage.

HOBGOBLIN CAPTAIN

Medium humanoid (goblinoid), lawful evil

Armor Class 17 (half plate armor)
Hit Points 39 (6d8 + 12)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	14 (+2)	12 (+1)	10 (+0)	13 (+1)

Senses darkvision 60 ft. passive Perception 10
Languages Common, Goblin
Challenge 3 (700 XP)

Martial Advantage. Once per turn, the hobgoblin can deal an extra 10 (3d6) damage to a creature it hits with a weapon attack if that creature is within 5 feet of an ally of the hobgoblin that isn't incapacitated.

ACTIONS

Multiattack. The hobgoblin makes two greatsword attacks.

Greatsword. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 9 (2d6+2) slashing damage.

Javelin. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft., or range 30/120 ft., one target. *Hit:* 5 (1d6+2) piercing damage.

Leadership (Recharges After A Short Or Long Rest). For 1 minute, the hobgoblin can utter a special command or warning whenever a nonhostile creature that it can see within 30 feet of it makes an attack roll or a saving throw. The creature can add a d4 to its roll provided it can hear and understand the hobgoblin. A creature can benefit from only one Leadership die at a time. This effect ends if the hobgoblin is incapacitated.

HOBGOBLIN WARLORD

Medium humanoid (goblinoid), lawful evil

Armor Class 20 (plate armor, shield)
Hit Points 97 (13d8 + 39)
Speed 30 ft.

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

Saving Throws Int +5, Wis +3, Cha +5
Senses darkvision 60 ft. passive Perception 10
Languages Common, Goblin
Challenge 6 (2300 XP)

Martial Advantage. Once per turn, the hobgoblin can deal an extra 14 (4d6) damage to a creature it hits with a weapon attack if that creature is within 5 feet of an ally of the hobgoblin that isn't incapacitated.

ACTIONS

Multiattack. The hobgoblin makes three melee attacks. Alternatively, it can make two ranged attacks with its javelins.

Longsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d8+3) slashing damage or 8 (1d10 + 3) slashing damage if used with two hands.

Shield Bash. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 5 (1d4+3) bludgeoning damage. If the target is Large or smaller, it must succeed on a DC 14 Strength saving throw or be knocked prone.

Javelin. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft., or range 30/120 ft., one target. *Hit:* 5 (1d6+2) piercing damage.

Leadership (Recharges After A Short Or Long Rest). For 1 minute, the hobgoblin can utter a special command or warning whenever a nonhostile creature that it can see within 30 feet of it makes an attack roll or a saving throw. The creature can add a d4 to its roll provided it can hear and understand the hobgoblin. A creature can benefit from only one Leadership die at a time. This effect ends if the hobgoblin is incapacitated.

REACTIONS

Parry. The hobgoblin adds 3 to its AC against one melee attack that would hit it. To do so, the hobgoblin must see the attacker and be wielding a melee weapon.

HOMUNCULUS

Tiny construct, neutral

Armor Class 13 (natural armor)
Hit Points 5 (2d4)
Speed 20 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
4 (-3)	15 (+2)	11 (+0)	10 (+0)	10 (+0)	7 (-2)

Damage Immunities poison
Condition Immunities charmed, poisoned
Senses darkvision 60 ft. passive Perception 10
Languages understands the languages of its creator but can't speak
Challenge 1/4 (50 XP)

Telepathic Bond. While the homunculus is on the same plane of existence as its master, it can magically convey what it senses to its master, and the two can communicate telepathically.

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 1 piercing damage, and the target must succeed on a DC 10 Constitution saving throw or be poisoned for 1 minute. If the saving throw fails by 5 or more, the target is instead poisoned for 5 (1d10) minutes and unconscious while poisoned in this way.

HOOK HORROR

Large monstrosity, neutral

Armor Class 15 (natural armor)
Hit Points 75 (10d10 + 20)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	15 (+2)	6 (-2)	12 (+1)	7 (-2)

Skills Perception +3
Senses blindsight 60 ft., darkvision 120 ft., passive Perception 13
Languages Hook Horror
Challenge 3 (700 XP)

Echolocation. The hook horror can't use its blindsight while deafened.

Keen Hearing. The hook horror has advantage on Wisdom (Perception) checks that rely on hearing.

ACTIONS

Multiattack. The hook horror makes two hook attacks.

Hook. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 11 (2d6+4) piercing damage.

HUNTER SHARK

Large beast, unaligned

Armor Class 12 (natural armor)
Hit Points 45 (6d10 + 12)
Speed 0 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	13 (+1)	15 (+2)	1 (-5)	10 (+0)	4 (-3)

Skills Perception +2
Senses blindsight 30 ft., passive Perception 12
Languages -
Challenge 2 (450 XP)

Blood Frenzy. The shark has advantage on melee attack rolls against any creature that doesn't have all its hit points.

Water Breathing. The shark can breathe only underwater.

ACTIONS

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8+4) piercing damage.

HYDRA

Huge monstrosity, unaligned

Armor Class 15 (natural armor)
Hit Points 172 (15d12 + 75)
Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	12 (+1)	20 (+5)	2 (-4)	10 (+0)	7 (-2)

Skills Perception +6
Senses darkvision 60 ft., passive Perception 16
Languages -
Challenge 8 (3900 XP)

Hold Breath. The hydra can hold its breath for 1 hour.

Multiple Heads. The hydra has five heads. While it has more than one head, the hydra has advantage on saving throws against being blinded, charmed, deafened, frightened, stunned, and knocked unconscious.

Whenever the hydra takes 25 or more damage in a single turn, one of its heads dies. If all its heads die, the hydra dies.

At the end of its turn, it grows two heads for each of its heads that died since its last turn, unless it has taken fire damage since its last turn. The hydra regains 10 hit points for each head regrown in this way.

Reactive Heads. For each head the hydra has beyond one, it gets an extra reaction that can be used only for opportunity attacks.

Wakeful. While the hydra sleeps, at least one of its heads is awake.

ACTIONS

Multiattack. The hydra makes as many bite attacks as it has heads.

Bite. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 10 (1d10 + 5) piercing damage.

ICE DEVIL

Large fiend (devil), lawful evil

Armor Class 18 (natural armor)
Hit Points 180 (19d10 + 76)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	14 (+2)	18 (+4)	18 (+4)	15 (+2)	18 (+4)

Saving Throws Dex +7, Con +9, Wis +7, Cha +9
Damage Immunities fire, poison, cold
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks that aren't silvered
Condition Immunities poisoned
Senses blindsight 60 ft., darkvision 60 ft. passive Perception 12
Languages Infernal, telepathy 120 ft.
Challenge 14 (11500 XP)

Devil's Sight. Magical darkness doesn't impede the devil's darkvision.

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

ACTIONS

Multiattack. The devil makes three attacks: one with its bite, one with its claws, and one with its tail.

Bite. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) piercing damage plus 10 (3d6) cold damage.

Claws. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 10 (2d4 + 5) slashing damage plus 10 (3d6) cold damage.

Tail. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 12 (2d6 + 5) bludgeoning damage plus 10 (3d6) cold damage.

Wall Of Ice (Recharge 6). The devil magically forms an opaque wall of ice on a solid surface it can see within 60 feet of it. The wall is 1 foot thick and up to 30 feet long and 10 feet high, or it's a hemispherical dome up to 20 feet in diameter.

When the wall appears, each creature in its space is pushed out of it by the shortest route. The creature chooses which side of the wall to end up on, unless the creature is incapacitated. The creature then makes a DC 17 Dexterity saving throw, taking 35 (10d6) cold damage on a failed save, or half as much damage on a successful one.

The wall lasts for 1 minute or until the devil is incapacitated or dies. The wall can be damaged and breached; each 10-foot section has AC 5, 30 hit points, vulnerability to fire damage, and immunity to acid, cold, necrotic, poison, and psychic damage. If a section is destroyed, it leaves behind a sheet of frigid air in the space the wall occupied. Whenever a creature finishes moving through the frigid air on a turn, willingly or otherwise, the creature must make a DC 17 Constitution saving throw, taking 17 (5d6) cold damage on a failed save, or half as much damage on a successful one. The frigid air dissipates when the rest of the wall vanishes.

INCUBUS

Medium fiend (shapechanger), neutral evil

Armor Class 15 (natural armor)
Hit Points 66 (12d8 + 12)
Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	17 (+3)	13 (+1)	15 (+2)	12 (+1)	20 (+5)

Skills Deception +9, Insight +5, Perception +5, Persuasion +9, Stealth +7
Damage Resistances cold, fire, lightning, poison; bludgeoning, piercing, and slashing from nonmagical attacks
Senses darkvision 60 ft., passive Perception 15
Languages Abyssal, Common, Infernal, telepathy 60 ft.
Challenge 4 (1100 XP)

Shapechanger. The fiend can use its action to polymorph into a Small or Medium humanoid, or back into its true form. Without wings, the fiend loses its flying speed. Other than its size and speed, its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

Telepathic Bond. The fiend ignores the range restriction on its telepathy when communicating with a creature it has charmed. The two don't even need to be on the same plane of existence.

ACTIONS

Claw (Fiend Form Only). *Melee Weapon Attack:* +5 to hit, reach 5 ft., *Hit:* 6 (1d6+3) slashing damage.

Charm. One humanoid the fiend can see within 30 feet of it must succeed on a DC 15 Wisdom saving throw or be magically charmed for 1 day. The charmed target obeys the fiend's verbal or telepathic commands. If the target suffers any harm or receives a suicidal command, it can repeat the saving throw, ending the effect on a success. If the target successfully saves against the effect, or if the effect on it ends, the target is immune to this fiend's Charm for the next 24 hours.

The fiend can have only one target charmed at a time. If it charms another, the effect on the previous target ends.

Draining Kiss. The fiend kisses a creature charmed by it or a willing creature. The target must make a DC 15 Constitution saving throw against this magic, taking 32 (5d10 + 5) psychic damage on a failed save, or half as much damage on a successful one. The target's hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Etherealness. The fiend magically enters the Ethereal Plane from the Material Plane, or vice versa.

INTELLECT DEVOURER

Tiny aberration, lawful evil

Armor Class 12
Hit Points 21 (6d4 + 6)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	14 (+2)	13 (+1)	12 (+1)	11 (+0)	10 (+0)

Skills Perception +2, Stealth +4
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities blinded
Senses blindsight 60 ft. (blind beyond this radius), passive Perception 12
Languages understands Deep Speech but can't speak, telepathy 60 ft.
Challenge 2 (450 XP)

Detect Sentience. The intellect devourer can sense the presence and location of any creature within 300 feet of it that has an Intelligence of 3 or higher, regardless of interposing barriers, unless the creature is protected by a mind blank spell.

ACTIONS

Multiattack. The intellect devourer makes one attack with its claws and uses Devour Intellect.

Claws. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4+2) slashing damage.

Devour Intellect. The intellect devourer targets one creature it can see within 10 feet of it that has a brain. The target must succeed on a DC 12 Intelligence saving throw against this magic or take 11 (2d10) psychic damage. Also on a failure, roll 3d6: If the total equals or exceeds the target's Intelligence score, that score is reduced to 0. The target is stunned until it regains at least one point of Intelligence.

Body Thief. The intellect devourer initiates an Intelligence contest with an incapacitated humanoid within 5 feet of it that isn't protected by *protection from evil and good*. If it wins the contest, the intellect devourer magically consumes the target's brain, teleports into the target's skull, and takes control of the target's body. While inside a creature, the intellect devourer has total cover against attacks and other effects originating outside its host. The intellect devourer retains its Intelligence, Wisdom, and Charisma scores, as well as its understanding of Deep Speech, its telepathy, and its traits. It otherwise adopts the target's statistics. It knows everything the creature knew, including spells and languages.

If the host body dies, the intellect devourer must leave it. A *protection from evil and good* spell cast on the body drives the intellect devourer out. The intellect devourer is also forced out if the target regains its devoured brain by means of a *wish*. By spending 5 feet of its movement, the intellect devourer can voluntarily leave the body, teleporting to the nearest unoccupied space within 5 feet of it. The body then dies, unless its brain is restored within 1 round.

INVISIBLE STALKER

Medium elemental, neutral

Armor Class 14
Hit Points 104 (16d8 + 32)
Speed 50 ft., fly 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
16 (+3)	19 (+4)	14 (+2)	10 (+0)	15 (+2)	11 (+0)

Skills Perception +8, Stealth +10
Damage Immunities poison
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious
Senses darkvision 60 ft., passive Perception 18
Languages Auran, understands Common but doesn't speak it
Challenge 6 (2300 XP)

Faultless Tracker. The stalker is given a quarry by its summoner. The stalker knows the direction and distance to its quarry as long as the two of them are on the same plane of existence. The stalker also knows the location of its summoner.

Invisibility. The stalker is invisible.

ACTIONS

Multiattack. The stalker makes two slam attacks.

Slam. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) bludgeoning damage.

IRON GOLEM

Large construct, unaligned

Armor Class 20 (natural armor)
Hit Points 210 (20d10 + 100)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	9 (-1)	20 (+5)	3 (-4)	11 (+0)	1 (-5)

Damage Immunities fire, poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite
Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned
Senses darkvision 120 ft. passive Perception 10
Languages understands the languages of its creator but can't speak
Challenge 16 (15000 XP)

Fire Absorption. Whenever the golem is subjected to fire damage, it takes no damage and instead regains a number of hit points equal to the fire damage dealt.

Immutable Forms. The golem is immune to any spell or effect that would alter its form.

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

Magic Weapons. The golem's weapon attacks are magical.

ACTIONS

Multiattack. The golem makes two melee attacks.

Slam. *Melee Weapon Attack:* +13 to hit, reach 5 ft., one target. *Hit:* 20 (3d8+7) bludgeoning damage.

Sword. *Melee Weapon Attack:* +13 to hit, reach 10 ft., one target. *Hit:* 23 (3d10+7) slashing damage.

Poison Breath (Recharge 5-6). The golem exhales poisonous gas in a 15-foot cone. Each creature in that area must make a DC 19 Constitution saving throw, taking 45 (10d8) poison damage on a failed save, or half as much damage on a successful one.

KNIGHT

Medium humanoid (any race), any alignment

Armor Class 18 (plate armor)
Hit Points 52 (8d8 + 16)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	11 (+0)	14 (+2)	11 (+0)	11 (+0)	15 (+2)

Saving Throws Con +4, Wis +2
Senses passive Perception 10
Languages any one language (usually Common)
Challenge 3 (700 XP)

Brave. The knight has advantage on saving throws against being frightened.

ACTIONS

Multiattack. The knight makes two melee attacks.

Greatsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) slashing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +2 to hit, range 100/400 ft., one target. *Hit:* 5 (1d10) piercing damage.

Leadership (Recharges After A Short Or Long Rest). For 1 minute, the knight can utter a special command or warning whenever a nonhostile creature that it can see within 30 feet of it makes an attack roll or a saving throw. The creature can add a d4 to its roll provided it can hear and understand the knight. A creature can benefit from only one Leadership die at a time. This effect ends if the knight is incapacitated.

REACTIONS

Parry. The knight adds 2 to its AC against one melee attack that would hit it. To do so, the knight must see the attacker and be wielding a melee weapon.

KOBOLD

Small humanoid (kobold), lawful evil

Armor Class 12
Hit Points 5 (2d6 - 2)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
7 (-2)	15 (+2)	9 (-1)	8 (-1)	7 (-2)	8 (-1)

Senses darkvision 60 ft. passive Perception 8
Languages Common, Draconic
Challenge 1/8 (25 XP)

Pack Tactics. The kobold has advantage on an attack roll against a creature if at least one of the kobold's allies is within 5 feet of the creature and the ally isn't incapacitated.

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

ACTIONS

Dagger. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4+2) piercing damage.

Sling. *Ranged Weapon Attack:* +4 to hit, range 30/120 ft., one target. *Hit:* 4 (1d4+2) bludgeoning damage.

KUO-TOA

Medium humanoid (kuo-toa), neutral evil

Armor Class 13 (natural armor, shield)
Hit Points 18 (4d8)
Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	10 (+0)	11 (+0)	11 (+0)	10 (+0)	8 (-1)

Skills Perception +4
Senses darkvision 120 ft., passive Perception 14
Languages Undercommon
Challenge 1/4 (50 XP)

Amphibious. The kuo-toa can breathe air and water.

Otherworldly Perception. The kuo-toa can sense the presence of any creature within 30 feet of it that is invisible or on the Ethereal Plane. It can pinpoint such a creature that is moving.

Slippery. The kuo-toa has advantage on ability checks and saving throws made to escape a grapple.

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

ACTIONS

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4+1) piercing damage.

Spear. *Melee or Ranged Weapon Attack:* +3 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 4 (1d6+1) piercing damage or 5 (1d8 + 1) piercing damage if used with two hands to make a melee attack.

Net. *Ranged Weapon Attack:* +3 to hit, range 5/15 ft., one Large or smaller creature. *Hit:* The target is restrained. A creature can use its action to make a DC 10 Strength check to free itself or another creature in a net, ending the effect on a success. Dealing 5 slashing damage to the net (AC 10) frees the target without harming it and destroys the net.

REACTIONS

Sticky Shield. When a creature misses the kuo-toa with a melee weapon attack, the kuo-toa uses its sticky shield to catch the weapon. The attacker must succeed on a DC 11 Strength saving throw, or the weapon becomes stuck to the kuo-toa's shield. If the weapon's wielder can't or won't let go of the weapon, the wielder is grappled while the weapon is stuck. While stuck, the weapon can't be used. A creature can pull the weapon free by taking an action to make a DC 11 Strength check and succeeding.

KUO-TOA ARCHPRIEST

Medium humanoid (kuo-toa), neutral evil

Armor Class 13 (natural armor)
Hit Points 97 (13d8 + 39)
Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	16 (+3)	13 (+1)	16 (+3)	14 (+2)

Skills Perception +9, Religion +6
Senses darkvision 120 ft., passive Perception 19
Languages Undercommon
Challenge 6 (2300 XP)

Amphibious. The kuo-toa can breathe air and water.

Otherworldly Perception. The kuo-toa can sense the presence of any creature within 30 feet of it that is invisible or on the Ethereal Plane. It can pinpoint such a creature that is moving.

Slippery. The kuo-toa has advantage on ability checks and saving throws made to escape a grapple.

Spellcasting. The kuo-toa is a 10th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 14, +6 to hit with spell attacks). The kuo-toa has the following cleric spells prepared:

Cantrips (at will): *guidance, sacred flame, thaumaturgy*
1st level (4 slots): *detect magic, sanctuary, shield of faith*
2nd level (3 slots): *hold person, spiritual weapon*
3rd level (3 slots): *spirit guardians, tongues*
4th level (3 slots): *control water, divination*
5th level (2 slots): *mass cure wounds, scrying*

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

ACTIONS

Multiattack. The kuo-toa makes two melee attacks.

Scepter. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) bludgeoning damage plus 14 (4d6) lightning damage.

Unarmed Strike. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 5 (1d4+3) bludgeoning damage.

KUO-TOA WHIP

Medium humanoid (kuo-toa), neutral evil

Armor Class 11 (natural armor)
Hit Points 65 (10d8 + 20)
Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	10 (+0)	14 (+2)	12 (+1)	14 (+2)	11 (+0)

Skills Perception +6, Religion +4
Senses darkvision 120 ft., passive Perception 16
Languages Undercommon
Challenge 1 (200 XP)

Amphibious. The kuo-toa can breathe air and water.

Otherworldly Perception. The kuo-toa can sense the presence of any creature within 30 feet of it that is invisible or on the Ethereal Plane. It can pinpoint such a creature that is moving.

Slippery. The kuo-toa has advantage on ability checks and saving throws made to escape a grapple.

Spellcasting. The kuo-toa is a 2nd-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 12, +4 to hit with spell attacks). The kuo-toa has the following cleric spells prepared:

Cantrips (at will): *sacred flame, thaumaturgy*
1st level (3 slots): *bane, shield of faith*

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

ACTIONS

Multiattack. The kuo-toa makes two attacks: one with its bite and one with its pincer staff.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4+2) piercing damage.

Pincer Staff. *Melee Weapon Attack:* +4 to hit, reach 10 ft., one target. *Hit:* 5 (1d6+2) piercing damage. If the target is a Medium or smaller creature, it is grappled (escape DC 14). Until this grapple ends, the kuo-toa can't use its pincer staff on another target.

LAVA CHILD

Medium humanoid (lava child), neutral

Armor Class 11

Hit Points 60 (8d8 + 24)

Speed 25 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	13 (+1)	16 (+3)	11 (+0)	10 (+0)	10 (+0)

Skills Athletics +6, Survival +2

Damage Immunities fire; bludgeoning, piercing, and slashing from metal weapons

Senses darkvision 60 ft. passive Perception 10

Languages Common, Ignan

Challenge 3 (700 XP)

Metal Immunity. The lava child can move through metal without hindrance, and it has advantage on attack rolls against any creature wearing metal armor or using a metal shield.

ACTIONS

Multiattack. The lava child makes two attacks: one with its bite and one with its claws.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) piercing damage.

Claws. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d6+4) slashing damage.

LIVING BURNING HANDS

Medium construct, unaligned

Armor Class 15 (natural armor)

Hit Points 15 (2d8 + 6)

Speed 25 ft., fly 25 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	12 (+1)	16 (+3)	3 (-4)	6 (-2)	6 (-2)

Damage Immunities fire

Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, poisoned, prone

Senses darkvision 60 ft. passive Perception 8

Languages -

Challenge 1 (200 XP)

Amorphous. The living spell can move through a space as narrow as 1 inch wide without squeezing.

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

ACTIONS

Magical Strike. *Melee Spell Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) fire damage

Spell Mimicry (Recharge 5-6). The living spell unleashes a thin sheet of flames in a 15-foot cone. Each creature in that area must make a DC 13 Dexterity saving throw, taking 10 (3d6) fire damage on a failed save, or half as much damage on a successful one.

LICH

Medium undead, any evil alignment

Armor Class 17 (natural armor)

Hit Points 135 (18d8 + 54)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	16 (+3)	16 (+3)	20 (+5)	14 (+2)	16 (+3)

Saving Throws Con +10, Int +12, Wis +9

Skills Arcana +19, History +12, Insight +9, Perception +9

Damage Immunities poison; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Resistances cold, lightning, necrotic

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned

Senses truesight 120 ft., passive Perception 19

Languages Common plus up to five other languages

Challenge 21 (33000 XP)

Legendary Resistance (3/Day). If the lich fails a saving throw, it can choose to succeed instead.

Rejuvenation. If it has a phylactery, a destroyed lich gains a new body in 1d10 days, regaining all its hit points and becoming active again. The new body appears within 5 feet of the phylactery.

Spellcasting. The lich is an 18th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 20, +12 to hit with spell attacks). The lich has the following wizard spells prepared:

Cantrips (at will): *mage hand, prestidigitation, ray of frost*

1st level (4 slots): *detect magic, magic missile, shield, thunderwave*

2nd level (3 slots): *detect thoughts, invisibility,*

Melf's acid arrow, mirror image

3rd level (3 slots): *animate dead, counterspell, dispel magic, fireball*

4th level (3 slots): *blight, dimension door*

5th level (3 slots): *cloudkill, scrying*

6th level (1 slot): *disintegrate, globe of invulnerability*

7th level (1 slot): *finger of death, plane shift*

8th level (1 slot): *dominate monster, power word stun*

9th level (1 slot): *power word kill*

Turn Resistance. The lich has advantage on saving throws against any effect that turns undead.

ACTIONS

Paralyzing Touch. *Melee Spell Attack:* +12 to hit, reach 5 ft., one creature. *Hit:* 10 (3d6) cold damage. The target must succeed on a DC 18 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

LICH

LEGENDARY ACTIONS

The lich can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The lich regains spent legendary actions at the start of its turn.

Cantrip. The lich casts a cantrip.

Paralyzing Touch (Costs 2 Actions). The lich uses its Paralyzing Touch.

Frightening Gaze (Costs 2 Actions). The lich fixes its gaze on one creature it can see within 10 feet of it. The target must succeed on a DC 18 Wisdom saving throw against this magic or become frightened for 1 minute. The frightened target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a target's saving throw is successful or the effect ends for it, the target is immune to the lich's gaze for the next 24 hours.

Disrupt Life (Costs 3 Actions). Each non-undead creature within 20 feet of the lich must make a DC 18 Constitution saving throw against this magic, taking 21 (6d6) necrotic damage on a failed save, or half as much damage on a successful one.

LIVING COUNTERSPELL

Small construct, unaligned

Armor Class 16 (natural armor)
Hit Points 37 (5d8 + 15)
Speed 25 ft., fly 25 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	16 (+3)	3 (-4)	10 (+0)	6 (-2)

Damage Immunities force
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities blinded, charmed, deafened, exhaustion, frightened, poisoned, prone
Senses darkvision 60 ft. passive Perception 10
Languages -
Challenge 3 (700 XP)

Amorphous. The living spell can move through a space as narrow as 1 inch wide without squeezing.

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

ACTIONS

Magical Strike. *Melee Spell Attack:* +5 to hit, reach 10 ft., one target. *Hit:* 10 (2d6 + 3) force damage.

REACTIONS

Spell Mimicry (Recharge 5-6). The living spell attempts to interrupt a creature in the process of casting a spell. If the creature is casting a spell of 3rd level or lower, its spell fails and has no effect. If it is casting a spell of 4th level or higher, the living spell must make a Constitution check. The DC equals 10 + the spell's level. On a success, the creature's spell fails and has no effect.

LIVING LIGHTNING BOLT

Large construct, unaligned

Armor Class 15 (natural armor)
Hit Points 57 (6d10 + 24)
Speed 25 ft., fly 25 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	15 (+2)	18 (+4)	3 (-4)	10 (+0)	6 (-2)

Damage Immunities lightning
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities blinded, charmed, deafened, exhaustion, frightened, poisoned, prone
Senses darkvision 60 ft. passive Perception 10
Languages -
Challenge 5 (1800 XP)

Amorphous. The living spell can move through a space as narrow as 1 inch wide without squeezing.

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

ACTIONS

Multiattack. The living spell makes two Magical Strike attacks.

Magical Strike. *Melee Spell Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 21 (5d6 + 4) lightning damage.

Spell Mimicry (Recharge 5-6). The living spell unleashes a stroke of lightning in a line 100 feet long and 5 feet wide. Each creature in the line must make a DC 15 Dexterity saving throw, taking 28 (8d6) lightning damage on a failed save, or half as much damage on a successful one.

LIVING UNSEEN SERVANT

Medium construct, unaligned

Armor Class 10
Hit Points 4 (1d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
2 (-4)	10 (+0)	11 (+0)	1 (-5)	10 (+0)	1 (-5)

Skills Perception +2, Stealth +4
Damage Immunities poison
Condition Immunities exhaustion, paralyzed, petrified, poisoned, unconscious
Senses blindsight 60 ft. (blind beyond this radius), passive Perception 12
Languages understands one language (usually Common) but can't speak
Challenge 1/8 (25 XP)

Invisibility. The unseen servant is invisible.

ACTIONS

Slam. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 1 bludgeoning damage.

MAGE*Medium humanoid (any race), any alignment*

Armor Class 12 (15 with mage armor)
Hit Points 40 (9d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	11 (+0)	17 (+3)	12 (+1)	11 (+0)

Saving Throws Int +6, Wis +4
Skills Arcana +6, History +6
Senses passive Perception 11
Languages any four languages
Challenge 6 (2300 XP)

Spellcasting. The mage is a 9th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 14, +6 to hit with spell attacks). The mage has the following wizard spells prepared:

Cantrips (at will): *fire bolt, light, mage hand, prestidigitation*
 1st level (4 slots): *detect magic, mage armor, magic missile, shield*
 2nd level (3 slots): *misty step, suggestion*
 3rd level (3 slots): *counterspell, fireball, fly*
 4th level (3 slots): *greater invisibility, ice storm*
 5th level (1 slot): *cone of cold*

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 4 (1d4+2) piercing damage.

MAGIC MISSILE GATLING GUN*Medium construct, unaligned*

Armor Class 14 (natural armor)
Hit Points 52 (8d8 + 16)
Speed 0 ft.

STR	DEX	CON	INT	WIS	CHA
4 (-3)	8 (-1)	15 (+2)	1 (-5)	5 (-3)	1 (-5)

Damage Immunities poison, psychic
Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite
Condition Immunities blinded, charmed, exhaustion, frightened, paralyzed, poisoned, prone
Senses blindsight 120 ft. (blind beyond this radius) passive Perception 7
Languages understands one language of its creator but can't speak
Challenge 3 (700 XP)

ACTIONS

Multiattack. The magic missile gatling gun makes five Magic Missile attacks.

Magic Missile. The gatling gun shoots a dart of magical force at one creature it can detect within 120 feet of it. The target takes 3 (1d4+1) force damage as the dart hits it unerringly.

MAGMA MEPHIT*Small elemental, neutral evil*

Armor Class 11
Hit Points 22 (5d6 + 5)
Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	12 (+1)	12 (+1)	7 (-2)	10 (+0)	10 (+0)

Skills Stealth +3
Damage Immunities fire, poison
Damage Vulnerabilities cold
Condition Immunities poisoned
Senses darkvision 60 ft. passive Perception 10
Languages Ignan, Terran
Challenge 1/2 (100 XP)

Death Burst. When the mephit dies, it explodes in a burst of lava. Each creature within 5 feet of it must make a DC 11 Dexterity saving throw, taking 7 (2d6) fire damage on a failed save, or half as much damage on a successful one.

False Appearance. While the mephit remains motionless, it is indistinguishable from an ordinary mound of magma.

Innate Spellcasting. The mephit can innately cast *heat metal* (spell save DC 10), requiring no material components. Its innate spellcasting ability is Charisma.

ACTIONS

Claws. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one creature. *Hit:* 3 (1d4 + 1) slashing damage plus 2 (1d4) fire damage.

Fire Breath (Recharge 6). The mephit exhales a 15-foot cone of fire. Each creature in that area must make a DC 11 Dexterity saving throw, taking 7 (2d6) fire damage on a failed save, or half as much damage on a successful one.

MANTICORE*Large monstrosity, lawful evil*

Armor Class 14 (natural armor)
Hit Points 68 (8d10 + 24)
Speed 30 ft., fly 50 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	16 (+3)	17 (+3)	7 (-2)	12 (+1)	8 (-1)

Senses darkvision 60 ft. passive Perception 11
Languages Common
Challenge 3 (700 XP)

Tail Spike Regrowth. The manticore has twenty-four tail spikes. Used spikes regrow when the manticore finishes a long rest.

ACTIONS

Multiattack. The manticore makes three attacks: one with its bite and two with its claws or three with its tail spikes.

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8+3) piercing damage.

Claw. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) slashing damage.

Tail Spike. *Ranged Weapon Attack:* +5 to hit, range 100/200 ft., one target. *Hit:* 7 (1d8+3) piercing damage.

MARAMBRA NYGHTSTEEL

Medium humanoid (human), lawful evil

Armor Class 13 (16 with *mage armor*)
Hit Points 169 (26d8 + 52)
Speed 30 ft., fly 120 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	15 (+2)	20 (+5)	18 (+4)	16 (+3)

Saving Throws Int +10, Wis +9
Skills Arcana +15, History +15, Perception +8
Senses passive Perception 18
Languages Abyssal, Common, Draconic, Elvish, Infernal, Undercommon
Challenge 15 (13000 XP)

Overchannel (1/Day). When Marambra casts a spell of 1st-5th level that deals damage, she can deal maximum damage with that spell.

Sculpt Spells. When Marambra casts an evocation spell that forces other creatures she can see to make a saving throw, she can choose a number of them equal to 1 + the spell's level. These creatures automatically succeed on their saving throws against the spell. If a successful save means a chosen creature would take half damage from the spell, it instead takes no damage from it.

Special Equipment. Marambra wields a +3 *wand of the war mage* that grants her a +3 bonus to spell attack rolls. Additionally, she ignores half cover when making a spell attack.

Marambra also wears a pair of *winged boots* that grant her a flying speed of 120. She can use the boots to fly for up to 4 hours, all at once or in several shorter flights, each one using a minimum of 1 minute from the duration. If she's flying when the duration expires, she descends at a rate of 30 feet per round until she lands. The boots regain 2 hours of flying capability for every 12 hours they aren't in use.

Spellcasting. Marambra is an 18th-level spellcaster. Her spellcasting ability is Intelligence (spell save DC 18, +10 to hit with spell attacks, or +13 when wielding her +3 *wand of the war mage*). She can cast *scorching ray* and *shield* at will and has the following wizard spells prepared:

Cantrips (at will): *fire bolt*, *mage hand*, *message*, *shocking grasp*
1st level (4 slots): *detect magic*, *feather fall*, *mage armor*, *thunderwave**
2nd level (3 slots): *earthbind*, *invisibility*, *mirror image*, *misty step*
3rd level (3 slots): *counterspell*, *dispel magic*, *fireball**, *nondetection*, *protection from energy*
4th level (3 slots): *arcane eye*, *fire shield**, *stoneskin*
5th level (3 slots): *cone of cold**
6th level (1 slot): *investiture of flame*, *sunbeam*
7th level (1 slot): *plane shift*
8th level (1 slot): *incendiary cloud*
9th level (1 slot): *meteor swarm**

*Evocation spell

ACTIONS

Scorching Ray. *Ranged Spell Attack:* +13 to hit, range 120 ft., three targets. *Hit:* 7 (2d6) fire damage. Marambra must make a separate spell attack for each ray.

REACTIONS

Elemental Aegis. When Marambra takes acid, cold, fire, or lightning damage, she can gain resistance to that instance of damage. All creatures within 10 feet of her take 2d10 damage of that type.

MARID

Large elemental, chaotic neutral

Armor Class 17 (natural armor)
Hit Points 229 (17d10 + 136)
Speed 30 ft., fly 60 ft., swim 90 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	12 (+1)	26 (+8)	18 (+4)	17 (+3)	18 (+4)

Saving Throws Dex +5, Wis +7, Cha +8
Damage Resistances acid, cold, lightning
Senses blindsight 30 ft., darkvision 120 ft. passive Perception 13
Languages Aquan
Challenge 11 (7200 XP)

Amphibious. The marid can breathe air and water.

Elemental Demise. If the marid dies, its body disintegrates into a burst of water and foam, leaving behind only equipment the marid was wearing or carrying.

Innate Spellcasting. The marid's innate spellcasting ability is Charisma (spell save DC 16, +8 to hit with spell attacks). It can innately cast the following spells, requiring no material components:

At will: *create or destroy water*, *detect evil and good*, *detect magic*, *fog cloud*, *purify food and drink*
3/day each: *tongues*, *water breathing*, *water walk*
1/day each: *conjure elemental* (water elemental only), *control water*, *gaseous form*, *invisibility*, *plane shift*

ACTIONS

Multiattack. The marid makes two trident attacks.

Trident. *Melee or Ranged Weapon Attack:* +10 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 13 (2d6 + 6) piercing damage, or 15 (2d8 + 6) piercing damage if used with two hands to make a melee attack.

Water Jet. The marid magically shoots water in a 60-foot line that is 5 feet wide. Each creature in that line must make a DC 16 Dexterity saving throw. On a failure, a target takes 21 (6d6) bludgeoning damage and, if it is Huge or smaller, is pushed up to 20 feet away from the marid and knocked prone. On a success, a target takes half the bludgeoning damage, but is neither pushed nor knocked prone.

MARILITH

Large fiend (demon), chaotic evil

Armor Class 18 (natural armor)
Hit Points 189 (18d10 + 90)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	20 (+5)	20 (+5)	18 (+4)	16 (+3)	20 (+5)

Saving Throws Str +9, Dex +10, Wis +8, Cha +10
Damage Immunities poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities poisoned
Senses truesight 120 ft. passive Perception 13
Languages Abyssal, telepathy 120 ft.
Challenge 16 (15000 XP)

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

Magic Weapons. The marilith's weapon attacks are magical.

Reactive. The marilith can take one reaction on every turn in combat.

ACTIONS

Multiattack. The marilith can make seven attacks: six with its longswords and one with its tail.

Longsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage

Tail. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one creature. *Hit:* 15 (2d10 + 4) bludgeoning damage. If the target is Medium or smaller, it is grappled (escape DC 19). Until this grapple ends, the target is restrained, the marilith can automatically hit the target with its tail, and the marilith can't make tail attacks against other targets.

Teleport. The marilith magically teleports, along with any equipment it is wearing or carrying, up to 120 feet to an unoccupied space it can see.

REACTIONS

Parry. The marilith adds 5 to its AC against one melee attack that would hit it. To do so, the marilith must see the attacker and be wielding a melee weapon.

MASTIFF

Medium beast, unaligned

Armor Class 12
Hit Points 5 (1d8 + 1)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	14 (+2)	12 (+1)	3 (-4)	12 (+1)	7 (-2)

Skills Perception +3
Senses passive Perception 13
Languages -
Challenge 1/8 (25 XP)

Keen Hearing And Smell. The mastiff has advantage on Wisdom (Perception) checks that rely on hearing or smell.

ACTIONS

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage. If the target is a creature, it must succeed on a DC 11 Strength saving throw or be knocked prone.

MECHA-HALASTER

Gargantuan construct, chaotic evil

Armor Class 18 (natural armor)
Hit Points 247 (15d20 + 90)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
26 (+8)	9 (-1)	23 (+6)	14 (+2)	15 (+2)	9 (-1)

Saving Throws Str +13, Con +11, Wis +7
Damage Immunities poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite
Damage Resistances fire
Condition Immunities blinded, charmed, deafened, exhaustion, frightened, paralyzed, poisoned
Senses darkvision 120 ft., blindsight 60 ft. passive Perception 12
Languages Abyssal, Common, Draconic, Dwarvish, Elvish, Gnomish, Infernal
Challenge 16 (15000 XP)

Here To Stay. Mecha-Halaster is immune to any spell or effect that would send it to another plane of existence, except when cast by Halaster Blackcloak.

Immutable Form. Mecha-Halaster is immune to any spell or effect that would alter its form.

Innate Spellcasting. Mecha-Halaster's innate spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). It can innately cast the following spells, requiring no material components:
3/day each: *earth tremor*, *earthbind*, *knock*, *nondetection*
1/day each: *chain lightning*, *dispel magic*

Legendary Resistance (3/Day). If Mecha-Halaster fails a saving throw, it can choose to succeed instead.

Magic Resistance. Mecha-Halaster has advantage on saving throws against spells and other magical effects.

Siege Monster. Mecha-Halaster deals double damage to objects and structures.

ACTIONS

Multiattack. Mecha-Halaster makes two Fist attacks.

Fist. *Melee Weapon Attack:* +13 to hit, reach 20 ft., one target. *Hit:* 24 (3d10 + 8) bludgeoning damage. Instead of dealing damage, Mecha-Halaster can grapple the target (escape DC 23).

MECHA-HALASTER

LEGENDARY ACTIONS

Mecha-Halaster can take 3 legendary actions, chosen from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. It regains spent legendary actions at the start of its turn.

Fist. Mecha-Halaster makes one Fist attack.

Shake-Off. Mecha-Halaster shakes off any creatures on top of it, with exception to magic missile gatling turrets. Creatures on top of it must make a DC 15 Dexterity saving throw or fall off Mecha-Halaster's body, from up to 150 feet in height.

Cast Spell (Costs 2 Actions). Mecha-Halaster casts a spell.

MEDUSA

Medium monstrosity, lawful evil

Armor Class 15 (natural armor)
Hit Points 127 (17d8 + 51)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	15 (+2)	16 (+3)	12 (+1)	13 (+1)	15 (+2)

Skills Deception +5, Insight +4, Perception +4, Stealth +5
Senses darkvision 60 ft., passive Perception 14
Languages Common
Challenge 6 (2300 XP)

Petrifying Gaze. When a creature that can see the medusa's eyes starts its turn within 30 feet of the medusa, the medusa can force it to make a DC 14 Constitution saving throw if the medusa isn't incapacitated and can see the creature. If the saving throw fails by 5 or more, the creature is instantly petrified. Otherwise, a creature that fails the save begins to turn to stone and is restrained. The restrained creature must repeat the saving throw at the end of its next turn, becoming petrified on a failure or ending the effect on a success. The petrification lasts until the creature is freed by the greater restoration spell or other magic.

Unless surprised, a creature can avert its eyes to avoid the saving throw at the start of its turn. If the creature does so, it can't see the medusa until the start of its next turn, when it can avert its eyes again. If the creature looks at the medusa in the meantime, it must immediately make the save.

If the medusa sees itself reflected on a polished surface within 30 feet of it and in an area of bright light, the medusa is, due to its curse, affected by its own gaze.

ACTIONS

Multiattack. The medusa makes either three melee attacks—one with its snake hair and two with its shortsword—or two ranged attacks with its longbow.

Snake Hair. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 4 (1d4 + 2) piercing damage plus 14 (4d6) poison damage.

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

Longbow. *Ranged Weapon Attack:* +5 to hit, range 150/600 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage plus 7 (2d6) poison damage.

MEZZOLOTH

Medium fiend (yugoloth), neutral evil

Armor Class 18 (natural armor)
Hit Points 75 (10d8 + 30)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	11 (+0)	16 (+3)	7 (-2)	10 (+0)	11 (+0)

Skills Perception +3
Damage Immunities acid, poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities poisoned
Senses blindsight 60 ft., darkvision 60 ft., passive Perception 13
Languages Abyssal, Infernal, telepathy 60 ft.
Challenge 5 (1800 XP)

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

Magic Weapons. The mezzoloth's weapon attacks are magical.

Innate Spellcasting. The mezzoloth's spellcasting ability is Charisma (spell save DC 11). The mezzoloth can innately cast the following spells, requiring no material components:

2/day each: *darkness*, *dispel magic*

1/day each: *cloudkill*

ACTIONS

Multiattack. The mezzoloth makes two attacks: one with its claws and one with its trident.

Claw. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 9 (2d4+4) slashing damage.

Trident. *Melee or Ranged Weapon Attack:* +7 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 7 (1d6+4) piercing damage or 8 (1d8 + 4) piercing damage when held with two claws and used to make a melee attack.

Teleport. The mezzoloth magically teleports, along with any equipment it is wearing or carrying, up to 60 feet to an unoccupied space it can see.

MIMIC

Medium monstrosity, neutral

Armor Class 12
Hit Points 58 (9d8 + 18)
Speed 15 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	15 (+2)	5 (-3)	13 (+1)	8 (-1)

Skills Stealth +5
Damage Immunities acid
Condition Immunities prone
Senses darkvision 60 ft., passive Perception 11
Languages -
Challenge 2 (450 XP)

Adhesive (Object Form Only). The mimic adheres to anything that touches it. A Huge or smaller creature adhered to the mimic is also grappled by it (escape DC 13). Ability checks made to escape this grapple have disadvantage.

False Appearance (Object Form Only). While the mimic remains motionless, it is indistinguishable from an ordinary object.

Grappler. The mimic has advantage on attack rolls against any creature grappled by it.

Shapechanger. The mimic can use its action to polymorph into an object or back into its true, amorphous form. Its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

ACTIONS

Pseudopod. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8+3) bludgeoning damage. If the mimic is in object form, the target is subjected to its Adhesive trait.

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage plus 4 (1d8) acid damage.

MIND FLAYER

Medium aberration, lawful evil

Armor Class 15 (breastplate)
Hit Points 71 (13d8 + 13)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	12 (+1)	19 (+4)	17 (+3)	17 (+3)

Saving Throws Int +7, Wis +6, Cha +6
Skills Arcana +7, Deception +6, Insight +6, Perception +6, Persuasion +6, Stealth +4
Senses darkvision 120 ft., passive Perception 16
Languages Deep Speech, Undercommon, telepathy 120 ft.
Challenge 7 (2900 XP)

Innate Spellcasting (Psionics). The mind flayer's innate spellcasting ability is Intelligence (spell save DC 15). It can innately cast the following spells, requiring no components:

At will: *detect thoughts*, *levitate*
1/day each: *dominate monster*, *plane shift* (self only)

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

ACTIONS

Tentacles. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 15 (2d10+4) psychic damage. If the target is Medium or smaller, it is grappled (escape DC 15) and must succeed on a DC 15 Intelligence saving throw or be stunned until this grapple ends.

Extract Brain. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one incapacitated humanoid grappled by the mind flayer. *Hit:* 55 (10d10) piercing damage. If this damage reduces the target to 0 hit points, the mind flayer kills the target by extracting and devouring its brain.

Mind Blast (Recharge 5-6). The mind flayer magically emits psychic energy in a 60-foot cone. Each creature in that area must succeed on a DC 15 Intelligence saving throw or take 22 (4d8 + 4) psychic damage and be stunned for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

MINOTAUR

Large monstrosity, chaotic evil

Armor Class 14 (natural armor)
Hit Points 76 (9d10 + 27)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	11 (+0)	16 (+3)	6 (-2)	16 (+3)	9 (-1)

Skills Perception +7
Senses darkvision 60 ft., passive Perception 17
Languages Abyssal
Challenge 3 (700 XP)

Charge. If the minotaur moves at least 10 ft. straight toward a target and then hits it with a gore attack on the same turn, the target takes an extra 9 (2d8) piercing damage. If the target is a creature, it must succeed on a DC 14 Strength saving throw or be pushed up to 10 ft. away and knocked prone.

Labyrinthine Recall. The minotaur can perfectly recall any path it has traveled.

Reckless. At the start of its turn, the minotaur can gain advantage on all melee weapon attack rolls it makes during that turn, but attack rolls against it have advantage until the start of its next turn.

ACTIONS

Greataxe. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 17 (2d12+4) slashing damage.

Gore. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8+4) piercing damage.

MIND FLAYER ARCANIST

Medium aberration, lawful evil

Armor Class 15 (breastplate)
Hit Points 71 (13d8 + 13)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	12 (+1)	19 (+4)	17 (+3)	17 (+3)

Saving Throws Int +7, Wis +6, Cha +6
Skills Arcana +7, Deception +6, Insight +6, Perception +6, Persuasion +6, Stealth +4
Senses darkvision 120 ft., passive Perception 13
Languages Deep Speech, Undercommon, telepathy 120 ft.
Challenge 8 (3900 XP)

Innate Spellcasting. The mind flayer's innate spellcasting ability is Intelligence (spell save DC 15). It can innately cast the following spells, requiring no components:

At will: *detect thoughts*, *levitate*
1/day each: *dominate monster*, *plane shift* (self only)

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

Spellcasting. The mind flayer is a 10th-level spellcaster. Its spellcasting ability is Intelligence (save DC 15, +7 to hit with spell attacks). The mind flayer has the following wizard spells prepared:

Cantrips (at will): *blade ward*, *dancing lights*, *mage hand*, *shocking grasp*
1st level (4 slots): *detect magic*, *disguise self*, *shield*, *sleep*
2nd level (3 slots): *blur*, *invisibility*, *ray of enfeeblement*
3rd level (3 slots): *clairvoyance*, *lightning bolt*, *sending*
4th level (3 slots): *confusion*, *hallucinatory terrain*
5th level (2 slots): *telekinesis*, *wall of force*

ACTIONS

Tentacles. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 15 (2d10 + 4) psychic damage. If the target is Medium or smaller, it is grappled (escape DC 15) and must succeed on a DC 15 Intelligence saving throw or be stunned until this grapple ends.

Extract Brain. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one incapacitated humanoid grappled by the mind flayer. *Hit:* The target takes 55 (10d10) piercing damage. If this damage reduces the target to 0 hit points, the mind flayer kills the target by extracting and devouring its brain.

Mind Blast (Recharge 5-6). The mind flayer magically emits psychic energy in a 60-foot cone. Each creature in that area must succeed on a DC 15 Intelligence saving throw or take 22 (4d8 + 4) psychic damage and be stunned for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

MINOTAUR SKELETON

Large undead, lawful evil

Armor Class 12 (natural armor)
Hit Points 67 (9d10 + 18)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	11 (+0)	15 (+2)	6 (-2)	8 (-1)	5 (-3)

Damage Immunities poison
Damage Vulnerabilities bludgeoning
Condition Immunities exhaustion, poisoned
Senses darkvision 60 ft. passive Perception 9
Languages understands Abyssal but can't speak
Challenge 2 (450 XP)

Charge. If the skeleton moves at least 10 feet straight toward a target and then hits it with a gore attack on the same turn, the target takes an extra 9 (2d8) piercing damage. If the target is a creature, it must succeed on a DC 14 Strength saving throw or be pushed up to 10 feet away and knocked prone.

ACTIONS

Greataxe. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 17 (2d12+4) slashing damage.

Gore. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8+4) piercing damage.

MUD MEPHIT

Small elemental, neutral evil

Armor Class 11
Hit Points 27 (6d6 + 6)
Speed 20 ft., fly 20 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	12 (+1)	12 (+1)	9 (-1)	11 (+0)	7 (-2)

Skills Stealth +3
Damage Immunities poison
Condition Immunities poisoned
Senses darkvision 60 ft. passive Perception 10
Languages Aquan, Terran
Challenge 1/4 (50 XP)

Death Burst. When the mephit dies, it explodes in a burst of sticky mud. Each Medium or smaller creature within 5 feet of it must succeed on a DC 11 Dexterity saving throw or be restrained until the end of the creature's next turn.

False Appearance. While the mephit remains motionless, it is indistinguishable from an ordinary mound of mud.

ACTIONS

Fist. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one creature. *Hit:* 4 (1d6 + 1) bludgeoning damage.

Mud Breath (Recharge 6). The mephit belches viscid mud onto one creature within 5 feet of it. If the target is Medium or smaller, it must succeed on a DC 11 Dexterity saving throw or be restrained for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

MOLYDEUS

Huge fiend (demon), chaotic evil

Armor Class 19 (natural armor)
Hit Points 216 (16d12 + 112)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	22 (+6)	25 (+7)	21 (+5)	24 (+7)	24 (+7)

Saving Throws Str +16, Con +14, Wis +14, Cha +14
Skills Perception +21
Damage Immunities poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities blinded, charmed, deafened, frightened, poisoned, stunned
Senses truesight 120 ft., passive Perception 31
Languages Abyssal, telepathy 120 ft.
Challenge 21 (33000 XP)

Innate Spellcasting. The molydeus's innate spellcasting ability is Charisma (spell save DC 22). It can innately cast the following spells, requiring no material components:

At will: *dispel magic*, *polymorph*, *telekinesis*, *teleport*
3/day: *lightning bolt*
1/day: *imprisonment*

Legendary Resistance (3/Day). If the molydeus fails a saving throw, it can choose to succeed instead.

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

Magical Weapons. The molydeus's weapon attacks are magical.

ACTIONS

Multiattack. The molydeus makes three attacks: one with its weapon, one with its wolf bite, and one with its snakebite.

Demonic Weapon. *Melee Weapon Attack:* +16 to hit, reach 15 ft., one target. *Hit:* 20 (2d10 + 9) slashing damage. If the target has at least one head and the molydeus rolled a 20 on the attack roll, the target is decapitated and dies if it can't survive without that head. A target is immune to this effect if it takes none of the damage, has legendary actions, or is Huge or larger. Such a creature takes an extra 6d8 slashing damage from the hit.

Wolf Bite. *Melee Weapon Attack:* +16 to hit, reach 10 ft., one target. *Hit:* 16 (2d6 + 9) piercing damage.

Snakebite. *Melee Weapon Attack:* +16 to hit, reach 15 ft., one creature. *Hit:* 12 (1d6 + 9) piercing damage, and the target must succeed on a DC 22 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target transforms into a manes if this reduces its hit point maximum to 0. This transformation can be ended only by a wish spell.

MOLYDEUS

LEGENDARY ACTIONS

The molydeus can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The molydeus regains spent legendary actions at the start of its turn.

Attack. The molydeus makes one attack, either with its demonic weapon or with its snakebite.

Move. The molydeus moves without provoking opportunity attacks.

Cast a Spell. The molydeus casts one spell from its Innate Spellcasting trait.

MUIRAL

Large monstrosity, chaotic evil

Armor Class 16 (natural armor)
Hit Points 195 (23d10 + 69)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	11 (+0)	16 (+3)	18 (+4)	13 (+1)	18 (+4)

Saving Throws Con +8, Int +9
Skills Arcana +9, Athletics +9, Perception +6, Stealth +5
Senses darkvision 120 ft., passive Perception 16
Languages Common, Dwarvish, Elvish, Goblin, Undercommon
Challenge 13 (10000 XP)

Legendary Resistance (3/Day). If Muiral fails a saving throw, he can choose to succeed instead.

Spellcasting. Muiral is a 13th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 17, +9 to hit with spell attacks). He has the following wizard spells prepared:

Cantrips (at will): *dancing lights*, *mage hand*, *prestidigitation*, *ray of frost*, *shocking grasp*
1st level (4 slots): *expeditious retreat*, *fog cloud*, *magic missile*, *shield*
2nd level (3 slots): *darkness*, *knock*, *see invisibility*, *spider climb*
3rd level (3 slots): *animate dead*, *counterspell*, *lightning bolt*
4th level (3 slots): *greater invisibility*, *polymorph*
5th level (2 slots): *animate objects*, *wall of force*
6th level (1 slot): *create undead*, *flesh to stone*
7th level (1 slot): *finger of death*

ACTIONS

Longsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage, or 15 (2d10 + 4) slashing damage if used with two hands.

Sting. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one creature. *Hit:* 9 (1d10 + 4) piercing damage. The target must make a DC 16 Constitution saving throw, taking 27 (6d8) poison damage on a failed save, or half as much damage on a successful one.

MULE

Medium beast, unaligned

Armor Class 10
Hit Points 11 (2d8 + 2)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	10 (+0)	13 (+1)	2 (-4)	10 (+0)	5 (-3)

Senses passive Perception 10
Languages -
Challenge 1/8 (25 XP)

Beast Of Burden. The mule is considered to be a Large animal for the purpose of determining its carrying capacity.

Sure-Footed. The mule has advantage on Strength and Dexterity saving throws made against effects that would knock it prone.

ACTIONS

Hooves. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 4 (1d4+2) bludgeoning damage.

MUMMY

Medium undead, lawful evil

Armor Class 11 (natural armor)
Hit Points 58 (9d8 + 18)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	8 (-1)	15 (+2)	6 (-2)	10 (+0)	12 (+1)

Saving Throws Wis +2
Damage Immunities necrotic, poison
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Damage Vulnerabilities fire
Condition Immunities charmed, exhaustion, frightened, paralyzed, prone
Senses darkvision 60 ft. passive Perception 10
Languages the languages it knew in life
Challenge 3 (700 XP)

ACTIONS

Multiattack. The mummy can use its Dreadful Glare and makes one attack with its rotting fist.

Rotting Fist. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) bludgeoning damage plus 10 (3d6) necrotic damage. If the target is a creature, it must succeed on a DC 12 Constitution saving throw or be cursed with mummy rot. The cursed target can't regain hit points, and its hit point maximum decreases by 10 (3d6) for every 24 hours that elapse. If the curse reduces the target's hit point maximum to 0, the target dies, and its body turns to dust. The curse lasts until removed by the remove curse spell or other magic.

Dreadful Glare. The mummy targets one creature it can see within 60 feet of it. If the target can see the mummy, it must succeed on a DC 11 Wisdom saving throw against this magic or become frightened until the end of the mummy's next turn. If the target fails the saving throw by 5 or more, it is also paralyzed for the same duration. A target that succeeds on the saving throw is immune to the Dreadful Glare of all mummies (but not mummy lords) for the next 24 hours.

MUIRAL

LEGENDARY ACTIONS

Muiral can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. Muiral regains spent legendary actions at the start of its turn.

Cast Cantrip. Muiral casts a cantrip.

Lunging Attack (Costs 2 Actions). Muiral makes one longsword attack that has a reach of 10 feet.

Retreating Strike (Costs 3 Actions). Muiral moves up to his speed without provoking opportunity attacks. Before the move, he can make one longsword attack.

MUMMY LORD

LEGENDARY ACTIONS

The mummy lord can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The mummy lord regains spent legendary actions at the start of its turn.

Attack. The mummy lord makes one attack with its rotting fist or uses its Dreadful Glare.

Blinding Dust. Blinding dust and sand swirls magically around the mummy lord. Each creature within 5 feet of the mummy lord must succeed on a DC 16 Constitution saving throw or be blinded until the end of the creature's next turn.

Blasphemous Word (Costs 2 Actions). The mummy lord utters a blasphemous word. Each non-undead creature within 10 feet of the mummy lord that can hear the magical utterance must succeed on a DC 16 Constitution saving throw or be stunned until the end of the mummy lord's next turn.

Channel Negative Energy (Costs 2 Actions). The mummy lord magically unleashes negative energy. Creatures within 60 feet of the mummy lord, including ones behind barriers and around corners, can't regain hit points until the end of the mummy lord's next turn.

Whirlwind of Sand (Costs 2 Actions). The mummy lord magically transforms into a whirlwind of sand, moves up to 60 feet, and reverts to its normal form. While in whirlwind form, the mummy lord is immune to all damage, and it can't be grappled, petrified, knocked prone, restrained, or stunned. Equipment worn or carried by the mummy lord remain in its possession.

LAIR ACTIONS

On initiative count 20 (losing initiative ties), the mummy lord takes a lair action to cause one of the following effects; the mummy lord can't use the same effect two rounds in a row:

- Each undead creature in the lair can pinpoint the location of each living creature within 120 feet of it until initiative count 20 on the next round.
- Each undead in the lair has advantage on saving throws against effects that turn undead until initiative count 20 on the next round.
- Until initiative count 20 on the next round, any non-undead creature that tries to cast a spell of 4th level or lower in the mummy lord's lair is wracked with pain. The creature can choose another action, but if it tries to cast the spell, it must make a DC 16 Constitution saving throw. On a failed save, it takes 1d6 necrotic damage per level of the spell, and the spell has no effect and is wasted.

REGIONAL EFFECTS

A mummy lord's temple or tomb is warped in any of the following ways by the creature's dark presence:

- Food instantly molders and water instantly evaporates when brought into the lair. Other non magical drinks are spoiled - wine turning to vinegar, for instance.
- Divination spells cast within the lair by creatures other than the mummy lord have a 25 percent chance to provide misleading results, as determined by the DM. If a divination spell already has a chance to fail or become unreliable when cast multiple times, that chance increases by 25 percent.
- A creature that takes treasure from the lair is cursed until the treasure is returned. The cursed target has disadvantage on all saving throws. The curse lasts until removed by a remove curse spell or other magic.

If the mummy lord is destroyed, these regional effects end immediately.

MUMMY LORD

Medium undead, lawful evil

Armor Class 17 (natural armor)

Hit Points 97 (13d8 + 39)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	17 (+3)	11 (+0)	18 (+4)	16 (+3)

Saving Throws Con +8, Int +5, Wis +9, Cha +8

Skills History +5, Religion +5

Damage Immunities necrotic, poison; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Vulnerabilities fire

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned

Senses darkvision 60 ft. passive Perception 14

Languages -

Challenge 15 (13000 XP)

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

Rejuvenation. A destroyed mummy lord gains a new body in 24 hours if its heart is intact, regaining all its hit points and becoming active again. The new body appears within 5 feet of the mummy lord's heart.

Spellcasting. The mummy lord is a 10th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 17, +9 to hit with spell attacks). The mummy lord has the following cleric spells prepared:

Cantrips (at will): *sacred flame*, *thaumaturgy*

1st level (4 slots): *command*, *guiding bolt*, *shield of faith*

2nd level (3 slots): *hold person*, *silence*, *spiritual weapon*

3rd level (3 slots): *animate dead*, *dispel magic*

4th level (3 slots): *divination*, *guardian of faith*

5th level (2 slots): *contagion*, *insect plague*

6th level (1 slot): *harm*

ACTIONS

Multiattack. The mummy can use its Dreadful Glare and makes one attack with its rotting fist.

Rotting Fist. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 14 (3d6 + 4) bludgeoning damage plus 21 (6d6) necrotic damage. If the target is a creature, it must succeed on a DC 16 Constitution saving throw or be cursed with mummy rot. The cursed target can't regain hit points, and its hit point maximum decreases by 10 (3d6) for every 24 hours that elapse. If the curse reduces the target's hit point maximum to 0, the target dies, and its body turns to dust. The curse lasts until removed by the remove curse spell or other magic.

Dreadful Glare. The mummy lord targets one creature it can see within 60 feet of it. If the target can see the mummy lord, it must succeed on a DC 16 Wisdom saving throw against this magic or become frightened until the end of the mummy's next turn. If the target fails the saving throw by 5 or more, it is also paralyzed for the same duration. A target that succeeds on the saving throw is immune to the Dreadful Glare of all mummies and mummy lords for the next 24 hours.

MYCONID ADULT

Medium plant, lawful neutral

Armor Class 12 (natural armor)
Hit Points 22 (4d8 + 4)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	10 (+0)	12 (+1)	10 (+0)	13 (+1)	7 (-2)

Senses darkvision 120 ft. passive Perception 11
Languages -
Challenge 1/2 (100 XP)

Distress Spores. When the myconid takes damage, all other myconids within 240 feet of it can sense its pain.

Sun Sickness. While in sunlight, the myconid has disadvantage on ability checks, attack rolls, and saving throws. The myconid dies if it spends more than 1 hour in direct sunlight.

ACTIONS

Fist. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 5 (2d4) bludgeoning damage plus 5 (2d4) poison damage.

Pacifying Spores. The myconid ejects spores at one creature it can see within 5 feet of it. The target must succeed on a DC 11 Constitution saving throw or be stunned for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Rapport Spores. A 20-foot radius of spores extends from the myconid. These spores can go around corners and affect only creatures with an Intelligence of 2 or higher that aren't undead, constructs, or elementals. Affected creatures can communicate telepathically with one another while they are within 30 feet of each other. The effect lasts for 1 hour.

MYCONID SPROUT

Small plant, lawful neutral

Armor Class 10
Hit Points 7 (2d6)
Speed 10 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	10 (+0)	10 (+0)	8 (-1)	11 (+0)	5 (-3)

Senses darkvision 120 ft. passive Perception 10
Languages -
Challenge 0 (10 XP)

Distress Spores. When the myconid takes damage, all other myconids within 240 feet of it can sense its pain.

Sun Sickness. While in sunlight, the myconid has disadvantage on ability checks, attack rolls, and saving throws. The myconid dies if it spends more than 1 hour in direct sunlight.

ACTIONS

Fist. *Melee Weapon Attack:* +1 to hit, reach 5 ft., one target. *Hit:* 1 (1d4 - 1) bludgeoning damage plus 2 (1d4) poison damage.

Rapport Spores (3/Day). A 10-foot radius of spores extends from the myconid. These spores can go around corners and affect only creatures with an Intelligence of 2 or higher that aren't undead, constructs, or elementals. Affected creatures can communicate telepathically with one another while they are within 30 feet of each other. The effect lasts for 1 hour.

MYCONID SOVEREIGN

Large plant, lawful neutral

Armor Class 13 (natural armor)
Hit Points 60 (8d10 + 16)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	10 (+0)	14 (+2)	13 (+1)	15 (+2)	10 (+0)

Senses darkvision 120 ft. passive Perception 12
Languages -
Challenge 2 (450 XP)

Distress Spores. When the myconid takes damage, all other myconids within 240 feet of it can sense its pain.

Sun Sickness. While in sunlight, the myconid has disadvantage on ability checks, attack rolls, and saving throws. The myconid dies if it spends more than 1 hour in direct sunlight.

ACTIONS

Multiattack. The myconid uses either its Hallucination Spores or its Pacifying Spores, then makes a fist attack.

Fist. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 8 (3d4+1) bludgeoning damage plus 7 (3d4) poison damage.

Animating Spores (3/Day). The myconid targets one corpse of a humanoid or a Large or smaller beast within 5 feet of it and releases spores at the corpse. In 24 hours, the corpse rises as a spore servant. The corpse stays animated for 1d4 + 1 weeks or until destroyed, and it can't be animated again in this way.

Hallucination Spores. The myconid ejects spores at one creature it can see within 5 feet of it. The target must succeed on a DC 12 Constitution saving throw or be poisoned for 1 minute. The poisoned target is incapacitated while it hallucinates. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Pacifying Spores. The myconid ejects spores at one creature it can see within 5 feet of it. The target must succeed on a DC 12 Constitution saving throw or be stunned for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Rapport Spores. A 20-foot radius of spores extends from the myconid. These spores can go around corners and affect only creatures with an Intelligence of 2 or higher that aren't undead, constructs, or elementals. Affected creatures can communicate telepathically with one another while they are within 30 feet of each other. The effect lasts for 1 hour.

NALFESHNEE

Large fiend (demon), chaotic evil

Armor Class 18 (natural armor)
Hit Points 184 (16d10 + 96)
Speed 30 ft., fly 20 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	10 (+0)	22 (+6)	19 (+4)	12 (+1)	15 (+2)

Saving Throws Con +11, Int +9, Wis +6, Cha +7
Damage Immunities poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities poisoned
Senses truesight 120 ft., passive Perception 11
Languages Abyssal, telepathy 120 ft.
Challenge 13 (10000 XP)

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

ACTIONS

Multiattack. The nalfeshnee uses Horror Nimbus if it can. It then makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 32 (5d10 + 5) piercing damage.

Claw. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 15 (3d6 + 5) slashing damage.

Horror Nimbus (Recharge 5-6). The nalfeshnee magically emits scintillating, multicolored light. Each creature within 15 feet of the nalfeshnee that can see the light must succeed on a DC 15 Wisdom saving throw or be frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the nalfeshnee's Horror Nimbus for the next 24 hours.

Teleport. The nalfeshnee magically teleports, along with any equipment it is wearing or carrying, up to 120 feet to an unoccupied space it can see.

NEOTHELID

Gargantuan aberration, chaotic evil

Armor Class 16 (natural armor)
Hit Points 325 (21d20 + 105)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	7 (-2)	21 (+5)	3 (-4)	16 (+3)	12 (+1)

Saving Throws Int +1, Wis +8, Cha +6
Senses blindsight 120 ft., passive Perception 13
Languages -
Challenge 13 (10000 XP)

Creature Sense. The neothelid is aware of the presence of creatures within 1 mile of it that have an Intelligence score of 4 or higher. It knows the distance and direction to each creature, as well as each creature's Intelligence score, but can't sense anything else about it. A creature protected by a mind blank spell, a nondetection spell, or similar magic can't be perceived in this manner.

Innate Spellcasting. The neothelid's innate spellcasting ability is Wisdom (spell save DC 16). It can innately cast the following spells, requiring no components:

At will: *levitate*
1/day each: *confusion*, *feeblemind*, *telekinesis*

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

ACTIONS

Tentacles. *Melee Weapon Attack:* +13 to hit, reach 15 ft., one target. *Hit:* 21 (3d8 + 8) bludgeoning damage plus 13 (3d8) psychic damage. If the target is a Large or smaller creature, it must succeed on a DC 18 Strength saving throw or be swallowed by the neothelid. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside the neothelid, and it takes 35 (10d6) acid damage at the start of each of the neothelid's turns.

If the neothelid takes 30 damage or more on a single turn from a creature inside it, the neothelid must succeed on a DC 18 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the neothelid. If the neothelid dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 20 feet of movement, exiting prone.

Acid Breath (Recharge 5-6). The neothelid exhales acid in a 60-foot cone. Each creature in that area must make a DC 18 Dexterity saving throw, taking 35 (10d6) acid damage on a failed save, or half as much damage on a successful one.

NIGHT HAG

Medium fiend, neutral evil

Armor Class 17 (natural armor)
Hit Points 112 (15d8 + 45)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	16 (+3)	16 (+3)	14 (+2)	16 (+3)

Skills Deception +7, Insight +6, Perception +6, Stealth +6
Damage Resistances cold, fire; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities charmed
Senses darkvision 120 ft., passive Perception 16
Languages Abyssal, Common, Infernal, Primordial
Challenge 5 (1800 XP)

Innate Spellcasting. The hag's innate spellcasting ability is Charisma (spell save DC 14, +6 to hit with spell attacks). She can innately cast the following spells, requiring no material components:

At will: *detect magic*, *magic missile*
2/day each: *plane shift* (self only), *ray of enfeeblement*, *sleep*

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

ACTIONS

Claws (Hag Form Only). *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage.

Change Shape. The hag magically polymorphs into a Small or Medium female humanoid, or back into her true form. Her statistics are the same in each form. Any equipment she is wearing or carrying isn't transformed. She reverts to her true form if she dies.

Etherealness. The hag magically enters the Ethereal Plane from the Material Plane, or vice versa. To do so, the hag must have a heartstone in her possession.

Nightmare Haunting (1/Day). While on the Ethereal Plane, the hag magically touches a sleeping humanoid on the Material Plane. A *protection from evil and good* spell cast on the target prevents this contact, as does a magic circle. As long as the contact persists, the target has dreadful visions. If these visions last for at least 1 hour, the target gains no benefit from its rest, and its hit point maximum is reduced by 5 (1d10). If this effect reduces the target's hit point maximum to 0, the target dies, and if the target was evil, its soul is trapped in the hag's soul bag. The reduction to the target's hit point maximum lasts until removed by the *greater restoration* spell or similar magic.

NOBLE

Medium humanoid (any race), any alignment

Armor Class 15 (breastplate)
Hit Points 9 (2d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	11 (+0)	12 (+1)	14 (+2)	16 (+3)

Skills Deception +5, Insight +4, Persuasion +5
Senses passive Perception 12
Languages any two languages
Challenge 1/8 (25 XP)

ACTIONS

Rapier. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 5 (1d8+1) piercing damage.

REACTIONS

Parry. The noble adds 2 to its AC against one melee attack that would hit it. To do so, the noble must see the attacker and be wielding a melee weapon.

NOTHIC

Medium aberration, neutral evil

Armor Class 15 (natural armor)
Hit Points 45 (6d8 + 18)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	16 (+3)	13 (+1)	10 (+0)	8 (-1)

Skills Arcana +3, Insight +4, Perception +2, Stealth +5
Senses truesight 120 ft., passive Perception 12
Languages Undercommon
Challenge 2 (450 XP)

Keen Sight. The nothic has advantage on Wisdom (Perception) checks that rely on sight.

ACTIONS

Multiattack. The nothic makes two claw attacks.

Claw. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) slashing damage.

Rotting Gaze. The nothic targets one creature it can see within 30 feet of it. The target must succeed on a DC 12 Constitution saving throw against this magic or take 10 (3d6) necrotic damage.

Weird Insight. The nothic targets one creature it can see within 30 feet of it. The target must contest its Charisma (Deception) check against the nothic's Wisdom (Insight) check. If the nothic wins, it magically learns one fact or secret about the target. The target automatically wins if it is immune to being charmed.

NYCALOTH

Large fiend (yugoloth), neutral evil

Armor Class 18 (natural armor)
Hit Points 123 (13d10 + 52)
Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	11 (+0)	19 (+4)	12 (+1)	10 (+0)	15 (+2)

Skills Intimidation +6, Perception +4, Stealth +4
Damage Immunities acid, poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities poisoned
Senses blindsight 60 ft., darkvision 60 ft., passive Perception 14
Languages Abyssal, Infernal, telepathy 60 ft.
Challenge 9 (5000 XP)

Innate Spellcasting. The nycaloth's innate spellcasting ability is Charisma. The nycaloth can innately cast the following spells, requiring no material components:

At will: *darkness*, *detect magic*, *dispel magic*, *invisibility* (self only), *mirror image*

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

Magic Weapons. The nycaloth's weapon attacks are magical.

ACTIONS

Multiattack. The nycaloth makes two melee attacks, or it makes one melee attack and teleports before or after the attack.

Claw. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 12 (2d6+5) slashing damage. If the target is a creature, it must succeed on a DC 16 Constitution saving throw or take 5 (2d4) slashing damage at the start of each of its turns due to a fiendish wound. Each time the nycaloth hits the wounded target with this attack, the damage dealt by the wound increases by 5 (2d4). Any creature can take an action to stanch the wound with a successful DC 13 Wisdom (Medicine) check. The wound also closes if the target receives magical healing.

Greataxe. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 18 (2d12+5) slashing damage.

Teleport. The nycaloth magically teleports, along with any equipment it is wearing or carrying, up to 60 feet to an unoccupied space it can see.

OCHRE JELLY

Large ooze, unaligned

Armor Class 8

Hit Points 45 (6d10 + 12)

Speed 10 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	6 (-2)	14 (+2)	2 (-4)	6 (-2)	1 (-5)

Damage Immunities lightning, slashing

Damage Resistances acid

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone

Senses blindsight 60 ft. (blind beyond this radius) passive Perception 8

Languages -

Challenge 2 (450 XP)

Amorphous. The jelly can move through a space as narrow as 1 inch wide without squeezing.

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

ACTIONS

Pseudopod. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 9 (2d6+2) bludgeoning damage plus 3 (1d6) acid damage.

REACTIONS

Split. When a jelly that is Medium or larger is subjected to lightning or slashing damage, it splits into two new jellies if it has at least 10 hit points. Each new jelly has hit points equal to half the original jelly's, rounded down. New jellies are one size smaller than the original jelly.

OGRE

Large giant, chaotic evil

Armor Class 11 (hide armor)

Hit Points 59 (7d10 + 21)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	8 (-1)	16 (+3)	5 (-3)	7 (-2)	7 (-2)

Senses darkvision 60 ft. passive Perception 8

Languages Common, Giant

Challenge 2 (450 XP)

ACTIONS

Greatclub. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage.

Javelin. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage.

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OGRE BOLT LAUNCHER

Large giant, chaotic evil

Armor Class 13 (hide armor)

Hit Points 59 (7d10 + 21)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	12 (+1)	16 (+3)	5 (-3)	7 (-2)	7 (-2)

Senses darkvision 60 ft. passive Perception 8

Languages Common, Giant

Challenge 2 (450 XP)

ACTIONS

Fist. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 9 (2d4+4) bludgeoning damage.

Bolt Launcher. *Ranged Weapon Attack:* +3 to hit, range 120/480 ft., one target. *Hit:* 17 (3d10+1) piercing damage.

OGRE ZOMBIE

Large undead, neutral evil

Armor Class 9

Hit Points 85 (9d10 + 36)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	6 (-2)	18 (+4)	3 (-4)	6 (-2)	5 (-3)

Damage Immunities poison

Condition Immunities poisoned

Senses darkvision 60 ft. passive Perception 8

Languages understands Common and Giant but can't speak

Challenge 2 (450 XP)

Undead Fortitude. If damage reduces the zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On a success, the zombie drops to 1 hit point instead.

ACTIONS

Morningstar. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage.

ONI

Large giant, lawful evil

Armor Class 16 (chain mail)
Hit Points 110 (13d10 + 39)
Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	11 (+0)	16 (+3)	14 (+2)	12 (+1)	15 (+2)

Saving Throws Dex +3, Con +6, Wis +4, Cha +5
Skills Arcana +5, Deception +8, Perception +4
Senses darkvision 60 ft., passive Perception 14
Languages Common, Giant
Challenge 7 (2900 XP)

Innate Spellcasting. The oni's innate spellcasting ability is Charisma (spell save DC 13). The oni can innately cast the following spells, requiring no material components:

At will: *darkness*, *invisibility*

1/day each: *charm person*, *cone of cold*, *gaseous form*, *sleep*

Magic Weapons. The oni's weapon attacks are magical.

Regeneration. The oni regains 10 hit points at the start of its turn if it has at least 1 hit point.

ACTIONS

Multiattack. The oni makes two attacks, either with its claws or its glaive.

Claws (Oni Form Only). *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 8 (1d8+4) slashing damage.

Glaive. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 15 (2d10+4) slashing damage or 9 (1d10 + 4) slashing damage in Small or Medium form.

Change Shape. The oni magically polymorphs into a Small or Medium humanoid, into a Large giant, or back into its true form. Other than its size, its statistics are the same in each form. The only equipment that is transformed is its glaive, which shrinks so that it can be wielded in humanoid form. If the oni dies, it reverts to its true form, and its glaive reverts to its normal size.

OROG

Medium humanoid (orc), chaotic evil

Armor Class 18 (plate armor)
Hit Points 42 (5d8 + 20)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	12 (+1)	18 (+4)	12 (+1)	11 (+0)	12 (+1)

Skills Intimidation +5, Survival +2
Senses darkvision 60 ft. passive Perception 10
Languages Common, Orc
Challenge 2 (450 XP)

Aggressive. As a bonus action, the orog can move up to its speed toward a hostile creature that it can see.

ACTIONS

Multiattack. The orog makes two greataxe attacks.

Greataxe. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 9 (1d10+4) slashing damage.

Javelin. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft., or range 30/120 ft., one target. *Hit:* 7 (1d6+4) piercing damage.

ORC BLADE OF ILNEVAL

Medium humanoid (orc), chaotic evil

Armor Class 18 (chain mail, shield)
Hit Points 60 (8d8 + 24)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	11 (+0)	17 (+3)	10 (+0)	12 (+1)	14 (+2)

Saving Throws Wis +3
Skills Insight +3, Intimidation +4, Perception +3
Senses darkvision 60 ft., passive Perception 13
Languages Common, Orc
Challenge 4 (1100 XP)

Aggressive. As a bonus action, the orc can move up to its speed toward a hostile creature that it can see.

Foe Smiter Of Ilneval. The orc deals an extra die of damage when it hits with a longsword attack (included in the attack).

ACTIONS

Multiattack. The orc makes two melee attacks with its longsword or two ranged attacks with its javelins. If Ilneval's Command is available to use, the orc can use it after these attacks.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 12 (2d8 + 3) slashing damage, or 14 (2d10 + 3) slashing damage when used with two hands.

Javelin. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Ilneval's Command (Recharge 4-6). Up to three allied orcs within 120 feet of this orc that can hear it can use their reactions to each make one weapon attack.

ORC HAND OF YURTRUS

Medium humanoid (orc), chaotic evil

Armor Class 12 (hide armor)
Hit Points 30 (4d8 + 12)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	11 (+0)	16 (+3)	11 (+0)	14 (+2)	9 (-1)

Skills Arcana +2, Intimidation +1, Medicine +4, Religion +2
Senses darkvision 60 ft. passive Perception 12
Languages understands Common and Orc but can't speak
Challenge 2 (450 XP)

Aggressive. As a bonus action, the orc can move up to its speed toward a hostile creature that it can see.

Spellcasting. The orc is a 4th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 12, +4 to hit with spell attacks). It requires no verbal components to cast its spells. The orc has the following cleric spells prepared:

Cantrips (at will): *guidance*, *mending*, *resistance*, *thaumaturgy*

1st level (4 slots): *bane*, *detect magic*, *inflict wounds*, *protection from evil and good*

2nd level (3 slots): *blindness/deafness*, *silence*

ACTIONS

Touch Of The White Hand. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 9 (2d8) necrotic damage.

OTYUGH

Large aberration, neutral good

Armor Class 15
Hit Points 114 (12d10 + 48)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	11 (+0)	19 (+4)	6 (-2)	13 (+1)	6 (-2)

Saving Throws Con +7
Senses darkvision 120 ft. passive Perception 11
Languages Otyugh
Challenge 7 (2900 XP)

Limited Telepathy. The otyugh can magically transmit simple messages and images to any creature within 120 feet of it that can understand a language. This form of telepathy doesn't allow the receiving creature to telepathically respond.

ACTIONS

Multiattack. The otyugh makes three attacks: one with its bite and two with its tentacles.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 12 (2d8+3) piercing damage. If the target is a creature, it must succeed on a DC 15 Constitution saving throw against disease or become poisoned until the disease is cured. Every 24 hours that elapse, the target must repeat the saving throw, reducing its hit point maximum by 5 (1d10) on a failure. The disease is cured on a success. The target dies if the disease reduces its hit point maximum to 0. This reduction to the target's hit point maximum lasts until the disease is cured.

Tentacle. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 7 (1d8+3) bludgeoning damage plus 4 (1d8) piercing damage. If the target is Medium or smaller, it is grappled (escape DC 13) and restrained until the grapple ends. The otyugh has two tentacles, each of which can grapple one target.

Tentacle Slam. The otyugh slams creatures grappled by it into each other or a solid surface. Each creature must succeed on a DC 14 Constitution saving throw or take 10 (2d6 + 3) bludgeoning damage and be stunned until the end of the otyugh's next turn. On a successful save, the target takes half the bludgeoning damage and isn't stunned.

OWLBEAR

Large monstrosity, chaotic evil

Armor Class 13 (natural armor)
Hit Points 59 (7d10 + 21)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	12 (+1)	17 (+3)	3 (-4)	12 (+1)	7 (-2)

Skills Perception +3
Senses darkvision 60 ft., passive Perception 13
Languages -
Challenge 3 (700 XP)

Keen Sight And Smell. The owlbear has advantage on Wisdom (Perception) checks that rely on sight or smell.

ACTIONS

Multiattack. The owlbear makes two attacks: one with its beak and one with its claws.

Beak. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 10 (1d10+5) piercing damage.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 14 (2d8+5) slashing damage.

PENTADRONE

Large construct, lawful neutral

Armor Class 16 (natural armor)
Hit Points 32 (5d10 + 5)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	12 (+1)	10 (+0)	10 (+0)	13 (+1)

Skills Perception +4
Senses truesight 120 ft. passive Perception 10
Languages Modron
Challenge 2 (450 XP)

Axiomatic Mind. The pentadrone can't be compelled to act in a manner contrary to its nature or its instructions.

Disintegration. If the pentadrone dies, its body disintegrates into dust, leaving behind its weapons and anything else it was carrying.

ACTIONS

Multiattack. The pentadrone makes five arm attacks.

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

Paralysis Gas (Recharge 5-6). The pentadrone exhales a 30-foot cone of gas. Each creature in that area must succeed on a DC 11 Constitution saving throw or be paralyzed for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

PHASE SPIDER

Large monstrosity, unaligned

Armor Class 13 (natural armor)
Hit Points 32 (5d10 + 5)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	15 (+2)	12 (+1)	6 (-2)	10 (+0)	6 (-2)

Skills Stealth +6
Senses darkvision 60 ft. passive Perception 10
Languages -
Challenge 3 (700 XP)

Ethereal Jaunt. As a bonus action, the spider can magically shift from the Material Plane to the Ethereal Plane, or vice versa.

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

Web Walker. The spider ignores movement restrictions caused by webbing.

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 7 (1d10+2) piercing damage and the target must make a DC 11 Constitution saving throw, taking 18 (4d8) poison damage on a failed save, or half as much damage on a successful one. If the poison damage reduces the target to 0 hit points, the target is stable but poisoned for 1 hour, even after regaining hit points, and is paralyzed while poisoned in this way.

PIERCER

Medium monstrosity, unaligned

Armor Class 15 (natural armor)
Hit Points 22 (3d8 + 9)
Speed 5 ft., climb 5 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	13 (+1)	16 (+3)	1 (-5)	7 (-2)	3 (-4)

Skills Stealth +5
Senses blindsight 30 ft., darkvision 60 ft. passive Perception 8
Languages -
Challenge 1/2 (100 XP)

False Appearance. While the piercer remains motionless on the ceiling, it is indistinguishable from a normal stalactite.

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

ACTIONS

Drop. *Melee Weapon Attack:* +3 to hit, one creature directly underneath the piercer. *Hit:* 3 (1d6) piercing damage per 10 feet fallen, up to 21 (6d6). *Miss:* The piercer takes half the normal falling damage for the distance fallen.

PLANETAR

Large celestial, lawful good

Armor Class 19 (natural armor)
Hit Points 200 (16d10 + 112)
Speed 40 ft., fly 120 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	20 (+5)	24 (+7)	19 (+4)	22 (+6)	25 (+7)

Saving Throws Con +12, Wis +11, Cha +12
Skills Perception +11
Damage Resistances radiant; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, exhaustion, frightened
Senses truesight 120 ft. passive Perception 16
Languages all, telepathy 120 ft.
Challenge 16 (15000 XP)

Angelic Weapons. The planetar's weapon attacks are magical. When the planetar hits with any weapon, the weapon deals an extra 5d8 radiant damage (included in the attack).

Divine Awareness. The planetar knows if it hears a lie.

Innate Spellcasting. The planetar's spellcasting ability is Charisma (spell save DC 20). The planetar can innately cast the following spells, requiring no material components:

At will: *detect evil and good*, *invisibility* (self only)
3/day each: *blade barrier*, *dispel evil and good*, *flame strike*, *raise dead*
1/day each: *commune*, *control weather*, *insect plague*

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

ACTIONS

Multiattack. The planetar makes two melee attacks.

Greatsword. *Melee Weapon Attack:* +12 to hit, reach 5 ft., one target. *Hit:* 21 (4d6+7) slashing damage plus 22 (5d8) radiant damage.

Healing Touch (4/Day). The planetar touches another creature. The target magically regains 30 (6d8 + 3) hit points and is freed from any curse, disease, poison, blindness, or deafness.

PIT FIEND

Large fiend (devil), lawful evil

Armor Class 19 (natural armor)
Hit Points 300 (24d10 + 168)
Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	14 (+2)	24 (+7)	22 (+6)	18 (+4)	24 (+7)

Saving Throws Dex +8, Con +13, Wis +10
Damage Immunities fire, poison
Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities poisoned
Senses truesight 120 ft. passive Perception 14
Languages Infernal, telepathy 120 ft.
Challenge 20 (25000 XP)

Fear Aura. Any creature hostile to the pit fiend that starts its turn within 20 feet of the pit fiend must make a DC 21 Wisdom saving throw, unless the pit fiend is incapacitated. On a failed save, the creature is frightened until the start of its next turn. If a creature's saving throw is successful, the creature is immune to the pit fiend's Fear Aura for the next 24 hours.

Innate Spellcasting. The pit fiend's spellcasting ability is Charisma (spell save DC 21). The pit fiend can innately cast the following spells, requiring no material components:

At will: *detect magic*, *fireball*
3/day each: *hold monster*, *wall of fire*

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

Magic Weapons. The pit fiend's weapon attacks are magical.

ACTIONS

Multiattack. The pit fiend makes four attacks: one with its bite, one with its claw, one with its mace, and one with its tail.

Bite. *Melee Weapon Attack:* +14 to hit, reach 5 ft., one target. *Hit:* 22 (4d6 + 8) piercing damage. The target must succeed on a DC 21 Constitution saving throw or become poisoned. While poisoned in this way, the target can't regain hit points, and it takes 21 (6d6) poison damage at the start of each of its turns. The poisoned target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Claw. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one target. *Hit:* 17 (2d8 + 8) slashing damage.

Mace. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one target. *Hit:* 15 (2d6 + 8) bludgeoning damage plus 21 (6d6) fire damage.

Tail. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one target. *Hit:* 24 (3d10 + 8) bludgeoning damage.

POLAR BEAR

Large beast, unaligned

Armor Class 12 (natural armor)
Hit Points 42 (5d10 + 15)
Speed 40 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	10 (+0)	16 (+3)	2 (-4)	13 (+1)	7 (-2)

Skills Perception +3
Senses passive Perception 13
Languages -
Challenge 2 (450 XP)

Keen Smell. The bear has advantage on Wisdom (Perception) checks that rely on smell.

ACTIONS

Multiattack. The bear makes two attacks: one with its bite and one with its claws.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 9 (1d8+5) piercing damage.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 12 (2d6+5) slashing damage.

PRIEST

Medium humanoid (any race), any alignment

Armor Class 13 (chain shirt)
Hit Points 27 (5d8 + 5)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	10 (+0)	12 (+1)	13 (+1)	16 (+3)	13 (+1)

Skills Medicine +7, Persuasion +3, Religion +5
Senses passive Perception 13
Languages any two languages
Challenge 2 (450 XP)

Divine Eminence. As a bonus action, the priest can expend a spell slot to cause its melee weapon attacks to magically deal an extra 10 (3d6) radiant damage to a target on a hit. This benefit lasts until the end of the turn. If the priest expends a spell slot of 2nd level or higher, the extra damage increases by 1d6 for each level above 1st.

Spellcasting. The priest is a 5th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 13, +5 to hit with spell attacks). The priest has the following cleric spells prepared:

Cantrips (at will): *light, sacred flame, thaumaturgy*
1st level (4 slots): *cure wounds, guiding bolt, sanctuary*
2nd level (3 slots): *lesser restoration, spiritual weapon*
3rd level (2 slots): *dispel magic, spirit guardians*

ACTIONS

Mace. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) bludgeoning damage.

PSEUDODRAGON

Tiny dragon, neutral good

Armor Class 13
Hit Points 7 (2d4 + 2)
Speed 15 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	15 (+2)	13 (+1)	10 (+0)	12 (+1)	10 (+0)

Skills Perception +3, Stealth +4
Senses blindsight 10 ft., darkvision 60 ft., passive Perception 13
Languages understands Common and Draconic but can't speak
Challenge 1/4 (50 XP)

Keen Senses. The pseudodragon has advantage on Wisdom (Perception) checks that rely on sight, hearing, or smell.

Limited Telepathy. The pseudodragon can magically communicate simple ideas, emotions, and images telepathically with any creature within 100 feet of it that can understand a language.

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

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage.

Sting. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 4 (1d4 + 2) piercing damage, and the target must succeed on a DC 11 Constitution saving throw or become poisoned for 1 hour. If the saving throw fails by 5 or more, the target falls unconscious for the same duration, or until it takes damage or another creature uses an action to shake it awake.

QUADRONE*Medium construct, lawful neutral*

Armor Class 16 (natural armor)
Hit Points 22 (4d8 + 4)
Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	14 (+2)	12 (+1)	10 (+0)	10 (+0)	11 (+0)

Skills Perception +2
Senses truesight 120 ft., passive Perception 12
Languages Modron
Challenge 1 (200 XP)

Axiomatic Mind. The quadrone can't be compelled to act in a manner contrary to its nature or its instructions.

Disintegration. If the quadrone dies, its body disintegrates into dust, leaving behind its weapons and anything else it was carrying.

ACTIONS

Multiattack. The quadrone makes two fist attacks or four shortbow attacks.

Fist. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4+1) bludgeoning damage.

Shortbow. *Ranged Weapon Attack:* +4 to hit, range 80/320 ft., one target. *Hit:* 5 (1d6+2) piercing damage.

QUAGGOTH*Medium humanoid (quaggoth), chaotic neutral*

Armor Class 13 (natural armor)
Hit Points 45 (6d8 + 18)
Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	16 (+3)	6 (-2)	12 (+1)	7 (-2)

Skills Athletics +5
Damage Immunities poison
Condition Immunities poisoned
Senses darkvision 120 ft., passive Perception 11
Languages Undercommon
Challenge 2 (450 XP)

Wounded Fury. While it has 10 hit points or fewer, the quaggoth has advantage on attack rolls. In addition, it deals an extra 7 (2d6) damage to any target it hits with a melee attack.

ACTIONS

Multiattack. The quaggoth makes two claw attacks.

Claw. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) slashing damage.

QUAGGOTH SPORE SERVANT*Medium plant, unaligned*

Armor Class 13 (natural armor)
Hit Points 45 (6d8 + 18)
Speed 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	16 (+3)	2 (-4)	6 (-2)	1 (-5)

Damage Immunities poison
Condition Immunities blinded, charmed, frightened, paralyzed, poisoned
Senses blindsight 30 ft. (blind beyond this radius) passive Perception 8
Languages -
Challenge 1 (200 XP)

ACTIONS

Multiattack. The spore servant makes two claw attacks.

Claw. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) slashing damage.

QUASIT*Tiny fiend (demon), chaotic evil*

Armor Class 13
Hit Points 7 (3d4)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
5 (-3)	17 (+3)	10 (+0)	7 (-2)	10 (+0)	10 (+0)

Skills Stealth +5
Damage Immunities poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities poisoned
Senses darkvision 120 ft. passive Perception 10
Languages Abyssal, Common
Challenge 1 (200 XP)

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

Shapechanger. The quasit can use its action to polymorph into a beast form that resembles a bat (speed 10 ft. fly 40 ft.), a centipede (40 ft., climb 40 ft.), or a toad (40 ft., swim 40 ft.), or back into its true form. Its statistics are the same in each form, except for the speed changes noted. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

ACTIONS

Claw (Bite In Beast Form). *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d4+3) piercing damage and the target must succeed on a DC 10 Constitution saving throw or take 5 (2d4) poison damage and become poisoned for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Scare (1/Day). One creature of the quasit's choice within 20 feet of it must succeed on a DC 10 Wisdom saving throw or be frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, with disadvantage if the quasit is within line of sight, ending the effect on itself on a success.

Invisibility. The quasit magically turns invisible until it attacks or uses Scare, or until its concentration ends (as if concentrating on a spell). Any equipment the quasit wears or carries is invisible with it.

QUETZALCOATLUS

Huge beast, unaligned

Armor Class 14

Hit Points 30 (4d12 + 4)

Speed 10 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	13 (+1)	13 (+1)	2 (-4)	10 (+0)	5 (-3)

Skills Perception +2

Senses passive Perception 12

Languages -

Challenge 2 (450 XP)

Dive Attack. If the quetzalcoatlus is flying and dives at least 30 feet toward a target and then hits with a bite attack, the attack deals an extra 10 (3d6) damage to the target.

Flyby. The quetzalcoatlus doesn't provoke an opportunity attack when it flies out of an enemy's reach.

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 10 ft., one creature. *Hit:* 12 (3d6 + 2) piercing damage.

RAKSHASA

Medium fiend, lawful evil

Armor Class 16 (natural armor)

Hit Points 110 (13d8 + 52)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	17 (+3)	18 (+4)	13 (+1)	16 (+3)	20 (+5)

Skills Deception +10, Insight +8

Damage Immunities bludgeoning, piercing, slashing from nonmagical attacks

Damage Vulnerabilities piercing from magic weapons wielded by good creatures

Senses darkvision 60 ft. passive Perception 13

Languages Common, Infernal

Challenge 13 (10000 XP)

Innate Spellcasting. The rakshasa's innate spellcasting ability is Charisma (spell save DC 18, +10 to hit with spell attacks). The rakshasa can innately cast the following spells, requiring no material components:

At will: *detect thoughts*, *disguise self*, *mage hand*, *minor illusion*

3/day each: *charm person*, *detect magic*, *invisibility*, *major image*, *suggestion*

1/day each: *dominate person*, *fly*, *plane shift*, *true seeing*

Limited Magic Immunity. The rakshasa can't be affected or detected by spells of 6th level or lower unless it wishes to be. It has advantage on saving throws against all other spells and magical effects.

ACTIONS

Multiattack. The rakshasa makes two claw attacks.

Claw. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 9 (2d6 + 2) slashing damage, and the target is cursed if it is a creature. The magical curse takes effect whenever the target takes a short or long rest, filling the target's thoughts with horrible images and dreams. The cursed target gains no benefit from finishing a short or long rest. The curse lasts until it is lifted by a remove curse spell or similar magic.

RED DRAGON WYRLING

Medium dragon, chaotic evil

Armor Class 17 (natural armor)

Hit Points 75 (10d8 + 30)

Speed 30 ft., climb 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	10 (+0)	17 (+3)	12 (+1)	11 (+0)	15 (+2)

Saving Throws Dex +2, Con +5, Wis +2, Cha +4

Skills Perception +4, Stealth +2

Damage Immunities fire

Senses blindsight 10 ft., darkvision 60 ft., passive Perception 14

Languages Draconic

Challenge 4 (1100 XP)

ACTIONS

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 9 (1d10 + 4) piercing damage plus 3 (1d6) fire damage.

Fire Breath (Recharge 5-6). The dragon exhales fire in a 15-foot cone. Each creature in that area must make a DC 13 Dexterity saving throw, taking 24 (7d6) fire damage on a failed save, or half as much damage on a successful one.

RED SLAAD

Large aberration, chaotic evil

Armor Class 14 (natural armor)

Hit Points 93 (11d10 + 33)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	16 (+3)	6 (-2)	6 (-2)	7 (-2)

Skills Perception +1

Damage Resistances acid, cold, fire, lightning, thunder

Senses darkvision 60 ft., passive Perception 11

Languages Slaad, telepathy 60 ft.

Challenge 5 (1800 XP)

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

Regeneration. The slaad regains 10 hit points at the start of its turn if it has at least 1 hit point.

ACTIONS

Multiattack. The slaad makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 8 (2d4 + 3) piercing damage.

Claws. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage. If the target is a humanoid, it must succeed on a DC 14 Constitution saving throw or be infected with a disease—a minuscule slaad egg.

A humanoid host can carry only one slaad egg to term at a time. Over three months, the egg moves to the chest cavity, gestates, and forms a slaad tadpole. In the 24-hour period before giving birth, the host starts to feel unwell, its speed is halved, and it has disadvantage on attack rolls, ability checks, and saving throws. At birth, the tadpole chews its way through vital organs and out of the host's chest in 1 round, killing the host in the process. If the disease is cured before the tadpole's emergence, the unborn slaad is disintegrated.

REMORHAZ

Huge monstrosity, unaligned

Armor Class 17 (natural armor)
Hit Points 195 (17d12 + 85)
Speed 30 ft., burrow 20 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	13 (+1)	21 (+5)	4 (-3)	10 (+0)	5 (-3)

Damage Immunities cold, fire
Senses darkvision 60 ft., tremorsense 60 ft. passive Perception 10
Languages -
Challenge 11 (7200 XP)

Heated Body. A creature that touches the remorhaz or hits it with a melee attack while within 5 feet of it takes 10 (3d6) fire damage.

ACTIONS

Bite. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 40 (6d10 + 7) piercing damage plus 10 (3d6) fire damage. If the target is a creature, it is grappled (escape DC 17). Until this grapple ends, the target is restrained, and the remorhaz can't bite another target.

Swallow. The remorhaz makes one bite attack against a Medium or smaller creature it is grappling. If the attack hits, that creature takes the bite's damage and is swallowed, and the grapple ends. While swallowed, the creature is blinded and restrained, it has total cover against attacks and other effects outside the remorhaz, and it takes 21 (6d6) acid damage at the start of each of the remorhaz's turns.

If the remorhaz takes 30 damage or more on a single turn from a creature inside it, the remorhaz must succeed on a DC 15 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the remorhaz. If the remorhaz dies, a swallowed creature is no longer restrained by it and can escape from the corpse using 15 feet of movement, exiting prone.

REVENANT

Medium undead, neutral

Armor Class 13 (leather armor)
Hit Points 136 (16d8 + 64)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	14 (+2)	18 (+4)	13 (+1)	16 (+3)	18 (+4)

Saving Throws Str +7, Con +7, Wis +6, Cha +7
Damage Immunities poison
Damage Resistances necrotic, psychic
Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned, stunned
Senses darkvision 60 ft. passive Perception 13
Languages the languages it knew in life
Challenge 5 (1800 XP)

Regeneration. The revenant regains 10 hit points at the start of its turn. If the revenant takes fire or radiant damage, this trait doesn't function at the start of the revenant's next turn. The revenant's body is destroyed only if it starts its turn with 0 hit points and doesn't regenerate.

Rejuvenation. When the revenant's body is destroyed, its soul lingers. After 24 hours, the soul inhabits and animates another corpse on the same plane of existence and regains all its hit points. While the soul is bodiless, a wish spell can be used to force the soul to go to the afterlife and not return.

Turn Undead. The revenant is immune to effects that turn undead.

Vengeful Tracker. The revenant knows the distance to and direction of any creature against which it seeks revenge, even if the creature and the revenant are on different planes of existence. If the creature being tracked by the revenant dies, the revenant knows.

ACTIONS

Multiattack. The revenant makes two fist attacks.

Fist. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) bludgeoning damage. If the target is a creature against which the revenant has sworn vengeance, the target takes an extra 14 (4d6) bludgeoning damage. Instead of dealing damage, the revenant can grapple the target (escape DC 14) provided the target is Large or smaller.

Vengeful Glare. The revenant targets one creature it can see within 30 feet of it and against which it has sworn vengeance. The target must make a DC 15 Wisdom saving throw. On a failure, the target is paralyzed until the revenant deals damage to it, or until the end of the revenant's next turn. When the paralysis ends, the target is frightened of the revenant for 1 minute. The frightened target can repeat the saving throw at the end of each of its turns, with disadvantage if it can see the revenant, ending the frightened condition on itself on a success.

ROPER

Large monstrosity, neutral evil

Armor Class 20 (natural armor)
Hit Points 93 (11d10 + 33)
Speed 10 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	8 (-1)	17 (+3)	7 (-2)	16 (+3)	6 (-2)

Skills Perception +6, Stealth +5
Senses darkvision 60 ft., passive Perception 16
Languages -
Challenge 5 (1800 XP)

False Appearance. While the roper remains motionless, it is indistinguishable from a normal cave formation, such as a stalagmite.

Grasping Tendrils. The roper can have up to six tendrils at a time. Each tendril can be attacked (AC 20; 10 hit points; immunity to poison and psychic damage). Destroying a tendril deals no damage to the roper, which can extrude a replacement tendril on its next turn. A tendril can also be broken if a creature takes an action and succeeds on a DC 15 Strength check against it.

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

ACTIONS

Multiattack. The roper makes four attacks with its tendrils, uses Reel, and makes one attack with its bite.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 22 (4d8+4) piercing damage.

Tendril. *Melee Weapon Attack:* +7 to hit, reach 50 ft., one creature. *Hit:* The target is grappled (escape DC 15). Until the grapple ends, the target is restrained and has disadvantage on Strength checks and Strength saving throws, and the roper can't use the same tendril on another target.

Reel. The roper pulls each creature grappled by it up to 25 ft. straight toward it.

RUST MONSTER

Medium monstrosity, unaligned

Armor Class 14 (natural armor)
Hit Points 27 (5d8 + 5)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	12 (+1)	13 (+1)	2 (-4)	13 (+1)	6 (-2)

Senses darkvision 60 ft. passive Perception 11
Languages -
Challenge 1/2 (100 XP)

Iron Scent. The rust monster can pinpoint, by scent, the location of ferrous metal within 30 feet of it.

Rust Metal. Any nonmagical weapon made of metal that hits the rust monster corrodes. After dealing damage, the weapon takes a permanent and cumulative -1 penalty to damage rolls. If its penalty drops to -5, the weapon is destroyed. Non magical ammunition made of metal that hits the rust monster is destroyed after dealing damage.

ACTIONS

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 5 (1d8+1) piercing damage.

Antennae. The rust monster corrodes a nonmagical ferrous metal object it can see within 5 feet of it. If the object isn't being worn or carried, the touch destroys a 1-foot cube of it. If the object is being worn or carried by a creature, the creature can make a DC 11 Dexterity saving throw to avoid the rust monster's touch.

If the object touched is either metal armor or a metal shield being worn or carried, its takes a permanent and cumulative -1 penalty to the AC it offers. Armor reduced to an AC of 10 or a shield that drops to a +0 bonus is destroyed. If the object touched is a held metal weapon, it rusts as described in the Rust Metal trait.

SAHUAGIN*Medium humanoid (sahuagin), lawful evil*

Armor Class 12 (natural armor)
Hit Points 22 (4d8 + 4)
Speed 30 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	11 (+0)	12 (+1)	12 (+1)	13 (+1)	9 (-1)

Skills Perception +5
Senses darkvision 120 ft., passive Perception 15
Languages Sahuagin
Challenge 1/2 (100 XP)

Blood Frenzy. The sahuagin has advantage on melee attack rolls against any creature that doesn't have all its hit points.

Limited Amphibiousness. The sahuagin can breathe air and water, but it needs to be submerged at least once every 4 hours to avoid suffocating.

Shark Telepathy. The sahuagin can magically command any shark within 120 feet of it, using a limited telepathy.

ACTIONS

Multiattack. The sahuagin makes two melee attacks: one with its bite and one with its claws or spear.

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4+1) piercing damage.

Claws. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4+1) slashing damage.

Spear. *Melee or Ranged Weapon Attack:* +3 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage, or 5 (1d8 + 1) piercing damage if used with two hands to make a melee attack.

SAHUAGIN BARON*Large humanoid (sahuagin), lawful evil*

Armor Class 16 (breastplate)
Hit Points 76 (9d10 + 27)
Speed 30 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	15 (+2)	16 (+3)	14 (+2)	13 (+1)	17 (+3)

Saving Throws Dex +5, Con +6, Int +5, Wis +4
Skills Perception +7
Senses darkvision 120 ft., passive Perception 17
Languages Sahuagin
Challenge 5 (1800 XP)

Bloody Frenzy. The sahuagin has advantage on melee attack rolls against any creature that doesn't have all its hit points.

Limited Amphibiousness. The sahuagin can breathe air and water, but it needs to be submerged at least once every 4 hours to avoid suffocating.

Shark Telepathy. The sahuagin can magically command any shark within 120 feet of it, using a limited telepathy.

ACTIONS

Multiattack. The sahuagin makes three attacks: one with his bite and two with his claws or trident.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 9 (2d4+4) piercing damage.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., *Hit:* 11 (2d6+4) slashing damage.

Trident. *Melee or Ranged Weapon Attack:* +7 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 11 (2d6+4) piercing damage or 13 (2d8+4) piercing damage if used with two hands to make a melee attack.

SAHUAGIN PRIESTESS*Medium humanoid (sahuagin), lawful evil*

Armor Class 12 (natural armor)
Hit Points 33 (6d8 + 6)
Speed 30 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	11 (+0)	12 (+1)	12 (+1)	14 (+2)	9 (-1)

Skills Perception +6
Senses darkvision 120 ft., passive Perception 16
Languages Sahuagin
Challenge 2 (450 XP)

Blood Frenzy. The sahuagin has advantage on melee attack rolls against any creature that doesn't have all its hit points.

Limited Amphibiousness. The sahuagin can breathe air and water, but it needs to be submerged at least once every 4 hours to avoid suffocating.

Shark Telepathy. The sahuagin can magically command any shark within 120 feet of it, using a limited telepathy.

Spellcasting. The sahuagin is a 6th-level spellcaster. Her spellcasting ability is Wisdom (spell save DC 12, +4 to hit with spell attacks). She has the following cleric spells prepared:

Cantrips (at will): *guidance, thaumaturgy*
 1st level (4 slots): *bless, detect magic, guiding bolt*
 2nd level (3 slots): *hold person, spiritual weapon* (trident)
 3rd level (3 slots): *mass healing word, tongues*

ACTIONS

Multiattack. The sahuagin makes two melee attacks: one with its bite and one with its claws or spear.

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4+1) piercing damage.

Claws. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4+1) slashing damage.

SCALADAR*Huge construct, unaligned*

Armor Class 19 (natural armor)
Hit Points 94 (7d12 + 49)
Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	10 (+0)	25 (+7)	10 (+0)	12 (+1)	10 (+0)

Damage Immunities force, lightning, poison
Damage Resistances fire; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, paralyzed, poisoned
Senses passive Perception 11
Languages -
Challenge 8 (3900 XP)

Lightning Absorption. Whenever the scaladar is subjected to lightning damage, it takes no damage, and its sting deals an extra 11 (2d10) lightning damage until the end of its next turn.

Scaladar Link. The scaladar knows the location of other scaladar within 100 feet of it, and it can sense when any of them take damage.

ACTIONS

Multiattack. The scaladar makes three attacks: two with its claws and one with its sting.

Claw. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 10 (1d12 + 4) bludgeoning damage, and the target is grappled (escape DC 15). The scaladar has two claws, each of which can grapple one target.

Sting. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 9 (1d10 + 4) piercing damage plus 11 (2d10) lightning damage.

SCOUT

Medium humanoid (any race), any alignment

Armor Class 13 (leather armor)
Hit Points 16 (3d8 + 3)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	14 (+2)	12 (+1)	11 (+0)	13 (+1)	11 (+0)

Skills Nature +4, Perception +5, Stealth +6, Survival +5
Damage Resistances poison
Senses passive Perception 15
Languages any one language (usually Common)
Challenge 1/2 (100 XP)

Keen Hearing And Sight. The scout has advantage on Wisdom (Perception) checks that rely on hearing or sight.

ACTIONS

Multiattack. The scout makes two melee attacks or two ranged attacks.

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

Longbow. *Ranged Weapon Attack:* +4 to hit, range 150/600 ft., one target. *Hit:* 6 (1d8+2) piercing damage.

SHADOW

Medium undead, chaotic evil

Armor Class 12
Hit Points 16 (3d8 + 3)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	14 (+2)	13 (+1)	6 (-2)	10 (+0)	8 (-1)

Skills Stealth +4
Damage Immunities necrotic, poison
Damage Resistances acid, cold, fire, lightning, thunder, bludgeoning, piercing, and slashing from nonmagical attacks
Damage Vulnerabilities radiant
Condition Immunities exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained
Senses darkvision 60 ft. passive Perception 10
Languages -
Challenge 1/2 (100 XP)

Amorphous. The shadow can move through a space as narrow as 1 inch wide without squeezing.

Shadow Stealth. While in dim light or darkness, the shadow can take the Hide action as a bonus action. Its stealth bonus is also improved to +6.

Sunlight Weakness. While in sunlight, the shadow has disadvantage on attack rolls, ability checks, and saving throws.

ACTIONS

Strength Drain. *Melee Weapon Attack:* +4 to hit, reach 5 ft., *Hit:* 9 (2d6+2) necrotic damage and the target's Strength score is reduced by 1d4. The target dies if this reduces its Strength to 0. Otherwise, the reduction lasts until the target finishes a short or long rest. If a non-evil humanoid dies from this attack, a new shadow rises from the corpse 1d4 hours later.

SEA HAG

Medium fey, chaotic evil

Armor Class 14 (natural armor)
Hit Points 52 (7d8 + 21)
Speed 30 ft., swim 40 ft.

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

Senses darkvision 60 ft. passive Perception 11
Languages Aquan, Common, Giant
Challenge 2 (450 XP)

Amphibious. The hag can breathe air and water.

Horrific Appearance. Any humanoid that starts its turn within 30 feet of the hag and can see the hag's true form must make a DC 11 Wisdom saving throw. On a failed save, the creature is frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, with disadvantage if the hag is within line of sight, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the hag's Horrific Appearance for the next 24 hours.

Unless the target is surprised or the revelation of the hag's true form is sudden, the target can avert its eyes and avoid making the initial saving throw. Until the start of its next turn, a creature that averts its eyes has disadvantage on attack rolls against the hag.

Shared Spellcasting (Coven Only). While all three members of a hag coven are within 30 feet of one another, they can each cast the following spells from the wizard's spell list but must share the spell slots among themselves. Each hag is a 12th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 13, +5 to hit with spell attacks).

1st level (4 slots): *identify, ray of sickness*
2nd level (3 slots): *hold person, locate object*
3rd level (3 slots): *bestow curse, counterspell, lightning bolt*
4th level (3 slots): *phantasmal killer, polymorph*
5th level (2 slots): *contact other plane, scrying*
6th level (1 slot): *eyebite*

ACTIONS

Claws. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) slashing damage.

Death Glare. The hag targets one frightened creature she can see within 30 feet of her. If the target can see the hag, it must succeed on a DC 11 Wisdom saving throw against this magic or drop to 0 hit points.

Illusory Appearance. The hag covers herself and anything she is wearing or carrying with a magical illusion that makes her look like an ugly creature of her general size and humanoid shape. The effect ends if the hag takes a bonus action to end it or if she dies. The changes wrought by this effect fail to hold up to physical inspection. For example, the hag could appear to have no claws, but someone touching her hand might feel the claws. Otherwise, a creature must take an action to visually inspect the illusion and succeed on a DC 16 Intelligence (Investigation) check to discern that the hag is disguised.

SHADOW ASSASSIN

Medium undead, chaotic evil

Armor Class 14

Hit Points 78 (12d8 + 24)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	19 (+4)	14 (+2)	13 (+1)	12 (+1)	14 (+2)

Saving Throws Dex +8, Int +5

Skills Perception +9, Stealth +12

Damage Immunities necrotic, poison

Damage Resistances acid, cold, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Vulnerabilities radiant

Condition Immunities exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 60 ft., passive Perception 19

Languages understands the languages it knew in life but can't speak
Challenge 9 (5000 XP)

Amorphous. The assassin can move through a space as narrow as 1 inch wide without squeezing.

Shadow Stealth. While in dim light or darkness, the assassin can take the Hide action as a bonus action.

Sunlight Weakness. While in sunlight, the assassin has disadvantage on attack rolls, ability checks, and saving throws.

ACTIONS

Multiattack. The assassin makes two Shadow Blade attacks.

Shadow Blade. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage plus 10 (3d6) necrotic damage. Unless the target is immune to necrotic damage, the target's Strength score is reduced by 1d4 each time it is hit by this attack. The target dies if its Strength is reduced to 0. The reduction lasts until the target finishes a short or long rest. If a non-evil humanoid dies from this attack, a shadow (see the Monster Manual) rises from the corpse 1d4 hours later.

SHADOW DANCER

Medium humanoid (elf), neutral

Armor Class 15 (studded leather armor)

Hit Points 71 (13d8 + 13)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	13 (+1)	11 (+0)	12 (+1)	12 (+1)

Saving Throws Dex +6, Cha +4

Skills Stealth +6

Damage Immunities necrotic

Condition Immunities charmed, exhaustion

Senses darkvision 60 ft. passive Perception 11

Languages Common, Elvish

Challenge 7 (2900 XP)

Fey Ancestry. The shadow dancer has advantage on saving throws against being charmed, and magic can't put it to sleep.

Shadow Jump. As a bonus action, the shadow dancer can teleport up to 30 feet to an unoccupied space it can see. Both the space it teleports from and the space it teleports to must be in dim light or darkness. The shadow dancer can use this ability between the weapon attacks of another action it takes.

ACTIONS

Multiattack. The shadow dancer makes three spiked chain attacks.

Spiked Chain. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 10 (2d6 + 3) piercing damage, and the target must succeed on a DC 14 Dexterity saving throw or suffer one additional effect of the shadow dancer's choice:

- The target is grappled (escape DC 14) if it is a Medium or smaller creature. Until the grapple ends, the target is restrained, and the shadow dancer can't grapple another target.
- The target is knocked prone.
- The target takes 22 (4d10) necrotic damage.

SHADOW DEMON

Medium fiend (demon), chaotic evil

Armor Class 13

Hit Points 66 (12d8 + 12)

Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
1 (-5)	17 (+3)	12 (+1)	14 (+2)	13 (+1)	14 (+2)

Saving Throws Dex +5, Cha +4

Skills Stealth +7

Damage Immunities cold, lightning, poison

Damage Resistances acid, fire, necrotic, thunder, bludgeoning, piercing, and slashing from nonmagical attacks

Damage Vulnerabilities radiant

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 120 ft. passive Perception 11

Languages Abyssal, telepathy 120 ft.

Challenge 4 (1100 XP)

Incorporeal Movement. The demon can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

Light Sensitivity. While in bright light, the demon has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

Shadow Stealth. While in dim light or darkness, the demon can take the Hide action as a bonus action.

ACTIONS

Claw. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 10 (2d6 + 3) psychic damage or, if the demon had advantage on the attack roll, 17 (4d6 + 3) psychic damage.

SHAMBLING MOUND

Large plant, unaligned

Armor Class 15 (natural armor)

Hit Points 136 (16d10 + 48)

Speed 20 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	8 (-1)	16 (+3)	5 (-3)	10 (+0)	5 (-3)

Skills Stealth +2

Damage Immunities lightning

Damage Resistances cold, fire

Condition Immunities blinded, deafened, exhaustion

Senses blindsight 60 ft. (blind beyond this radius) passive Perception 10

Languages -

Challenge 5 (1800 XP)

Lightning Absorption. Whenever the shambling mound is subjected to lightning damage, it takes no damage and regains a number of hit points equal to the lightning damage dealt.

ACTIONS

Multiattack. The shambling mound makes two slam attacks. If both attacks hit a Medium or smaller target, the target is grappled (escape DC 14), and the shambling mound uses its Engulf on it.

Slam. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage.

Engulf. The shambling mound engulfs a Medium or smaller creature grappled by it. The engulfed target is blinded, restrained, and unable to breathe, and it must succeed on a DC 14 Constitution saving throw at the start of each of the mound's turns or take 13 (2d8 + 4) bludgeoning damage. If the mound moves, the engulfed target moves with it. The mound can have only one creature engulfed at a time.

SHIELD GUARDIAN

Large construct, unaligned

Armor Class 17

Hit Points 142 (15d10 + 60)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	8 (-1)	18 (+4)	7 (-2)	10 (+0)	3 (-4)

Damage Immunities poison

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned

Senses blindsight 10 ft., darkvision 60 ft. passive Perception 10

Languages understands commands given in any language but can't speak

Challenge 7 (2900 XP)

Bound. The shield guardian is magically bound to an amulet. As long as the guardian and its amulet are on the same plane of existence, the amulet's wearer can telepathically call the guardian to travel to it, and the guardian knows the distance and direction to the amulet. If the guardian is within 60 feet of the amulet's wearer, half of any damage the wearer takes (rounded up) is transferred to the guardian.

Regeneration. The shield guardian regains 10 hit points at the start of its turn if it has at least 1 hit point.

Spell Storing. A spellcaster who wears the shield guardian's amulet can cause the guardian to store one spell of 4th level or lower. To do so, the wearer must cast the spell on the guardian. The spell has no effect but is stored within the guardian. When commanded to do so by the wearer or when a situation arises that was predefined by the spellcaster, the guardian casts the stored spell with any parameters set by the original caster, requiring no components. When the spell is cast or a new spell is stored, any previously stored spell is lost.

ACTIONS

Multiattack. The guardian makes two fist attacks.

Fist. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) bludgeoning damage.

REACTIONS

Shield. When a creature makes an attack against the wearer of the guardian's amulet, the guardian grants a +2 bonus to the wearer's AC if the guardian is within 5 feet of the wearer.

SHRIEKER

Medium plant, unaligned

Armor Class 5
Hit Points 13 (3d8)
Speed 0 ft.

STR	DEX	CON	INT	WIS	CHA
1 (-5)	1 (-5)	10 (+0)	1 (-5)	3 (-4)	1 (-5)

Condition Immunities blinded, deafened, frightened
Senses passive Perception 6
Languages -
Challenge 1/8 (25 XP)

False Appearance. While the shrieker remains motionless, it is indistinguishable from an ordinary fungus.

ACTIONS

Shriek. When bright light or a creature is within 30 feet of the shrieker, it emits a shriek audible within 300 feet of it. The shrieker continues to shriek until the disturbance moves out of range and for 1d4 of the shrieker's turns afterward

SKELETON

Medium undead, lawful evil

Armor Class 13 (armor scraps)
Hit Points 13 (2d8 + 4)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	15 (+2)	6 (-2)	8 (-1)	5 (-3)

Damage Immunities poison
Damage Vulnerabilities bludgeoning
Condition Immunities poisoned
Senses darkvision 60 ft. passive Perception 9
Languages understands all languages it spoke in life but can't speak
Challenge 1/4 (50 XP)

ACTIONS

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

Shortbow. *Ranged Weapon Attack:* +4 to hit, range 80/320 ft., one target. *Hit:* 5 (1d6+2) piercing damage.

S�AAD TADPOLE

Tiny aberration, chaotic neutral

Armor Class 12
Hit Points 10 (4d4)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
7 (-2)	15 (+2)	10 (+0)	3 (-4)	5 (-3)	3 (-4)

Skills Stealth +4
Damage Resistances acid, cold, fire, lightning, thunder
Senses darkvision 60 ft. passive Perception 7
Languages understands Sllaad but can't speak
Challenge 1/8 (25 XP)

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

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage.

SMOKE MEPHIT

Small elemental, neutral evil

Armor Class 12
Hit Points 22 (5d6 + 5)
Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	14 (+2)	12 (+1)	10 (+0)	10 (+0)	11 (+0)

Skills Perception +2, Stealth +4
Damage Immunities fire, poison
Condition Immunities poisoned
Senses darkvision 60 ft., passive Perception 12
Languages Auran, Ignan
Challenge 1/4 (50 XP)

Death Burst. When the mephit dies, it leaves behind a cloud of smoke that fills a 5-foot-radius sphere centered on its space. The sphere is heavily obscured. Wind disperses the cloud, which otherwise lasts for 1 minute.

Innate Spellcasting. The mephit can innately cast *dancing lights*, requiring no material components. Its innate spellcasting ability is Charisma.

ACTIONS

Claw. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 4 (1d4 + 2) slashing damage.

Cinder Breath (Recharge 6). The mephit exhales a 15-foot cone of smoldering ash. Each creature in that area must succeed on a DC 10 Dexterity saving throw or be blinded until the end of the mephit's next turn.

SPECTATOR

Medium aberration, lawful neutral

Armor Class 14 (natural armor)
Hit Points 39 (6d8 + 12)
Speed 0 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
8 (-1)	14 (+2)	14 (+2)	13 (+1)	14 (+2)	11 (+0)

Skills Perception +6
Condition Immunities prone
Senses darkvision 120 ft., passive Perception 16
Languages Deep Speech, Undercommon, telepathy 120 ft.
Challenge 3 (700 XP)

ACTIONS

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

Eye Rays. The spectator shoots up to two of the following magical eye rays at one or two creatures it can see within 90 feet of it. It can use each ray only once on a turn.

1. **Confusion Ray.** The target must succeed on a DC 13 Wisdom saving throw, or it can't take reactions until the end of its next turn. On its turn, the target can't move, and it uses its action to make a melee or ranged attack against a randomly determined creature within range. If the target can't attack, it does nothing on its turn.

2. **Paralyzing Ray.** The target must succeed on a DC 13 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

3. **Fear Ray.** The target must succeed on a DC 13 Wisdom saving throw or be frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, with disadvantage if the spectator is visible to the target, ending the effect on itself on a success.

4. **Wounding Ray.** The target must make a DC 13 Constitution saving throw, taking 16 (3d10) necrotic damage on a failed save, or half as much damage on a successful one.

Create Food And Water. The spectator magically creates enough food and water to sustain itself for 24 hours.

REACTIONS

Spell Reflection. If the spectator makes a successful saving throw against a spell, or a spell attack misses it, the spectator can choose another creature (including the spellcaster) it can see within 30 feet of it. The spell targets the chosen creature instead of the spectator. If the spell forced a saving throw, the chosen creature makes its own save. If the spell was an attack, the attack roll is rerolled against the chosen creature.

SPECTER

Medium undead, chaotic evil

Armor Class 12
Hit Points 22 (5d8)
Speed 0 ft., fly 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
1 (-5)	14 (+2)	11 (+0)	10 (+0)	10 (+0)	11 (+0)

Damage Immunities necrotic, poison
Damage Resistances acid, cold, fire, lightning, thunder, bludgeoning, piercing, and slashing from nonmagical weapons
Condition Immunities charmed, exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious
Senses darkvision 60 ft. passive Perception 10
Languages understands all languages it knew in life but can't speak
Challenge 1 (200 XP)

Incorporeal Movement. The specter can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

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

ACTIONS

Life Drain. *Melee Spell Attack:* +4 to hit, reach 5 ft., or range 5 ft., one creature. *Hit:* 10 (3d6) necrotic damage. The target must succeed on a DC 10 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the creature finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

SPINED DEVIL

Small fiend (devil), lawful evil

Armor Class 13 (natural armor)
Hit Points 22 (5d6 + 5)
Speed 20 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	15 (+2)	12 (+1)	11 (+0)	14 (+2)	8 (-1)

Damage Immunities fire, poison
Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities poisoned
Senses darkvision 120 ft. passive Perception 12
Languages Infernal, telepathy 120 ft.
Challenge 2 (450 XP)

Devil's Sight. Magical darkness doesn't impede the devil's darkvision.

Flyby. The devil doesn't provoke an opportunity attack when it flies out of an enemy's reach.

Limited Spines. The devil has twelve tail spines. Used spines regrow by the time the devil finishes a long rest.

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

ACTIONS

Multiattack. The devil makes two attacks: one with its bite and one with its fork or two with its tail spines.

Bite. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 5 (2d4) slashing damage.

Fork. *Melee Weapon Attack:* +2 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) piercing damage.

Spines. *Ranged Weapon Attack:* +4 to hit, range 20/80 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage plus 3 (1d6) fire damage.

SPIRIT NAGA

Large monstrosity, chaotic evil

Armor Class 15 (natural armor)
Hit Points 75 (10d10 + 20)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	17 (+3)	14 (+2)	16 (+3)	15 (+2)	16 (+3)

Saving Throws Dex +6, Con +5, Wis +5, Cha +6
Damage Immunities poison
Condition Immunities charmed, poisoned
Senses passive Perception 12
Languages Abyssal, Common
Challenge 8 (3900 XP)

Rejuvenation. If it dies, the naga returns to life in 1d6 days and regains all its hit points. Only a wish spell can prevent this trait from functioning.

Spellcasting. The naga is a 10th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 14, +6 to hit with spell attacks), and it needs only verbal components to cast its spells. It has the following wizard spells prepared:

Cantrips (at will): *mage hand*, *minor illusion*, *ray of frost*
1st level (4 slots): *charm person*, *detect magic*, *sleep*
2nd level (3 slots): *detect thoughts*, *hold person*
3rd level (3 slots): *lightning bolt*, *water breathing*
4th level (3 slots): *blight*, *dimension door*
5th level (2 slots): *dominate person*

ACTIONS

Bite. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one creature. *Hit:* 7 (1d6 + 4) piercing damage, and the target must make a DC 13 Constitution saving throw, taking 31 (7d8) poison damage on a failed save, or half as much damage on a successful one.

SPIRIT TROLL

Large giant, chaotic evil

Armor Class 17 (natural armor)
Hit Points 97 (15d10 + 15)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
1 (-5)	17 (+3)	13 (+1)	8 (-1)	9 (-1)	16 (+3)

Skills Perception +3
Damage Immunities bludgeoning, piercing, slashing from nonmagical attacks
Damage Resistances acid, cold, fire, lightning, thunder
Condition Immunities exhaustion, grappled, paralyzed, petrified, prone, restrained, unconscious
Senses darkvision 60 ft., passive Perception 13
Languages Giant
Challenge 11 (7200 XP)

Incorporeal Movement. The troll can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

Regeneration. The troll regains 10 hit points at the start of each of its turns. If the troll takes psychic or force damage, this trait doesn't function at the start of the troll's next turn. The troll dies only if it starts its turn with 0 hit points and doesn't regenerate.

ACTIONS

Multiattack. The troll makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 19 (3d10 + 3) psychic damage, and the target must succeed on a DC 15 Wisdom saving throw or be stunned for 1 minute. The stunned target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 14 (2d10 + 3) psychic damage.

SPY

Medium humanoid (any race), any alignment

Armor Class 12
Hit Points 27 (6d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	15 (+2)	10 (+0)	12 (+1)	14 (+2)	16 (+3)

Skills Deception +5, Insight +4, Investigation +5, Perception +6, Persuasion +5, Sleight of Hand +4, Stealth +4
Senses passive Perception 16
Languages any two languages
Challenge 1 (200 XP)

Cunning Action. On each of its turns, the spy can use a bonus action to take the Dash, Disengage, or Hide action.

Sneak Attack (1/Turn). The spy deals an extra 7 (2d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the spy that isn't incapacitated and the spy doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. The spy makes two melee attacks.

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

Hand Crossbow. *Ranged Weapon Attack:* +4 to hit, range 30/120 ft., one target. *Hit:* 5 (1d6+2) piercing damage.

STAR SPAWN GRUE

Small aberration, lawful evil

Armor Class 11
Hit Points 17 (5d6)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	13 (+1)	10 (+0)	9 (-1)	11 (+0)	6 (-2)

Damage Immunities psychic
Senses darkvision 60 ft., passive Perception 10
Languages Deep Speech
Challenge 1/4 (50 XP)

Aura Of Madness. Creatures within 20 feet of the grue that aren't aberrations have disadvantage on saving throws, as well as on attack rolls against creatures other than a star spawn grue.

ACTIONS

Confounding Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 6 (2d4 + 1) piercing damage, and the target must succeed on a DC 10 Wisdom saving throw or attack rolls against it have advantage until the start of the grue's next turn.

STAR SPAWN HULK

Large aberration, chaotic evil

Armor Class 16 (natural armor)
Hit Points 136 (13d10 + 65)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	8 (-1)	21 (+5)	7 (-2)	12 (+1)	9 (-1)

Saving Throws Dex +3, Wis +5
Skills Perception +5
Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks
Condition Immunities charmed, frightened
Senses darkvision 60 ft., passive Perception 15
Languages Deep Speech
Challenge 10 (5900 XP)

Psychic Mirror. If the hulk takes psychic damage, each creature within 10 feet of the hulk takes that damage instead; the hulk takes none of the damage. In addition, the hulk's thoughts and location can't be discerned by magic.

ACTIONS

Multiattack. The hulk makes two slam attacks. If both attacks hit the same target, the target also takes 9 (2d8) psychic damage and must succeed on a DC 17 Constitution saving throw or be stunned until the end of the target's next turn.

Slam. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 14 (2d8 + 5) bludgeoning damage.

Reaping Arms (Recharge 5-6). The hulk makes a separate slam attack against each creature within 10 feet of it. Each creature that is hit must also succeed on a DC 17 Dexterity saving throw or be knocked prone.

STAR SPAWN MANGLER

Medium aberration, chaotic evil

Armor Class 14
Hit Points 71 (13d8 + 13)
Speed 40 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	18 (+4)	12 (+1)	11 (+0)	12 (+1)	7 (-2)

Saving Throws Dex +7, Con +4
Skills Stealth +7
Damage Immunities psychic
Damage Resistances cold
Condition Immunities charmed, frightened, prone
Senses darkvision 60 ft., passive Perception 11
Languages Deep Speech
Challenge 5 (1800 XP)

Ambush. On the first round of each combat, the mangler has advantage on attack rolls against a creature that hasn't taken a turn yet.

Shadow Stealth. While in dim light or darkness, the mangler can take the Hide action as a bonus action.

ACTIONS

Multiattack. The mangler makes two claw attacks.

Claw. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 8 (1d8 + 4) slashing damage. If the attack roll has advantage, the target also takes 7 (2d6) psychic damage.

Flurry Of Claws (Recharge 4-6). The mangler makes six claw attacks against one target. Either before or after these attacks, it can move up to its speed as a bonus action without provoking opportunity attacks.

STAR SPAWN LARVA MAGE

Medium aberration, chaotic evil

Armor Class 16 (natural armor)
Hit Points 168 (16d8 + 96)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	23 (+6)	18 (+4)	12 (+1)	16 (+3)

Saving Throws Dex +6, Wis +6, Cha +8
Skills Perception +6
Damage Immunities psychic
Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, frightened, paralyzed, petrified, poisoned, restrained
Senses darkvision 60 ft., passive Perception 16
Languages Deep Speech
Challenge 16 (15000 XP)

Innate Spellcasting. The larva mage's innate spellcasting ability is Charisma (spell save DC 16, +8 to hit with spell attacks). It can innately cast the following spells, requiring no material components:

At will: *eldritch blast**, *minor illusion*
3/day: *dominate monster*
1/day: *circle of death*

*3 beams, +3 bonus to each damage roll

Return To Worms. When the larva mage is reduced to 0 hit points, it breaks apart into a swarm of insects in the same space. Unless the swarm is destroyed, the larva mage reforms from it 24 hours later.

ACTIONS

Slam. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage, and the target must succeed on a DC 19 Constitution saving throw or be poisoned until the end of its next turn.

Plague Of Worms (Recharge 6). Each creature other than a star spawn within 10 feet of the larva mage must make a DC 19 Dexterity saving throw. On a failure the target takes 22 (5d8) necrotic damage and is blinded and restrained by masses of swarming worms. The affected creature takes 22 (5d8) necrotic damage at the start of each of the larva mage's turns. The creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

REACTIONS

Feed On Weakness. When a creature within 20 feet of the larva mage fails a saving throw, the larva mage gains 10 temporary hit points.

STAR SPAWN LARVA MAGE

LEGENDARY ACTIONS

The star spawn larva mage can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The star spawn larva mage regains spent legendary actions at the start of its turn.

Cantrip (Costs 2 Actions). The larva mage casts one cantrip.

Slam (Costs 2 Actions). The larva mage makes one slam attack.

Feed (Costs 3 Actions). Each creature restrained by the larva mage's Plague of Worms takes 13 (3d8) necrotic damage, and the larva mage gains 6 temporary hit points.

STAR SPAWN SEER

Medium aberration, lawful evil

Armor Class 17 (natural armor)
Hit Points 153 (18d8 + 72)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	12 (+1)	18 (+4)	22 (+6)	19 (+4)	16 (+3)

Saving Throws Dex +6, Int +11, Wis +9, Cha +8
Skills Perception +9
Damage Immunities psychic
Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, frightened
Senses darkvision 60 ft., passive Perception 19
Languages Common, Deep Speech, Undercommon
Challenge 13 (10000 XP)

Out-of-Phase Movement. The seer can move through other creatures and objects as if they were difficult terrain. Each creature it moves through takes 5 (1d10) psychic damage; no creature can take this damage more than once per turn. The seer takes 5 (1d10) force damage if it ends its turn inside an object.

ACTIONS

Multiattack. The seer makes two comet staff attacks or uses Psychic Orb twice.

Comet Staff. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 9 (1d6 + 6) bludgeoning damage plus 18 (4d8) psychic damage, or 10 (1d8 + 6) bludgeoning damage plus 18 (4d8) psychic damage, if used with two hands, and the target must succeed on a DC 19 Constitution saving throw or be incapacitated until the end of its next turn.

Psychic Orb. *Ranged Spell Attack:* +11 to hit, range 120 feet, one target. *Hit:* 27 (5d10) psychic damage.

Collapse Distance (Recharge 6). The seer warps space around a creature it can see within 30 feet of it. That creature must make a DC 19 Wisdom saving throw. On a failed save, the target, along with any equipment it is wearing or carrying, is magically teleported up to 60 feet to an unoccupied space the seer can see, and all other creatures within 10 feet of the target's original space each takes 39 (6d12) psychic damage. On a successful save, the target takes 19 (3d12) psychic damage.

REACTIONS

Bend Space. When the seer would be hit by an attack, it teleports, exchanging positions with another star spawn it can see within 60 feet of it. The other star spawn is hit by the attack instead.

STIRGE

Tiny beast, unaligned

Armor Class 14 (natural armor)
Hit Points 2 (1d4)
Speed 10 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
4 (-3)	16 (+3)	11 (+0)	2 (-4)	8 (-1)	6 (-2)

Senses darkvision 60 ft. passive Perception 9
Languages -
Challenge 1/8 (25 XP)

ACTIONS

Blood Drain. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 5 (1d4 + 3) piercing damage, and the stirge attaches to the target. While attached, the stirge doesn't attack. Instead, at the start of each of the stirge's turns, the target loses 5 (1d4 + 3) hit points due to blood loss.

The stirge can detach itself by spending 5 feet of its movement. It does so after it drains 10 hit points of blood from the target or the target dies. A creature, including the target, can use its action to detach the stirge.

STONE GIANT

Huge giant, neutral

Armor Class 17 (natural armor)
Hit Points 126 (11d12 + 55)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	15 (+2)	20 (+5)	10 (+0)	12 (+1)	9 (-1)

Saving Throws Dex +5, Con +8, Wis +4
Skills Athletics +12, Perception +4
Senses darkvision 60 ft., passive Perception 14
Languages Giant
Challenge 7 (2900 XP)

Stone Camouflage. The giant has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.

ACTIONS

Multiattack. The giant makes two greatclub attacks.

Greatclub. *Melee Weapon Attack:* +9 to hit, reach 15 ft., one target. *Hit:* 19 (3d8+6) bludgeoning damage.

Rock. *Ranged Weapon Attack:* +9 to hit, range 60/240 ft., one target. *Hit:* 28 (4d10+6) bludgeoning damage. If the target is a creature, it must succeed on a DC 17 Strength saving throw or be knocked prone.

REACTIONS

Rock Catching. If a rock or similar object is hurled at the giant, the giant can, with a successful DC 10 Dexterity saving throw, catch the missile and take no bludgeoning damage from it.

STONE GOLEM

Large construct, unaligned

Armor Class 17 (natural armor)
Hit Points 178 (17d10 + 85)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	9 (-1)	20 (+5)	3 (-4)	11 (+0)	1 (-5)

Damage Immunities poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite
Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned
Senses darkvision 120 ft. passive Perception 10
Languages understands the languages of its creator but can't speak
Challenge 10 (5900 XP)

Immutable Form. The golem is immune to any spell or effect that would alter its form.

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

Magic Weapons. The golem's weapon attacks are magical.

ACTIONS

Multiattack. The golem makes two slam attacks.

Slam. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 19 (3d8 + 6) bludgeoning damage.

Slow (Recharge 5-6). The golem targets one or more creatures it can see within 10 feet of it. Each target must make a DC 17 Wisdom saving throw against this magic. On a failed save, a target can't use reactions, its speed is halved, and it can't make more than one attack on its turn. In addition, the target can take either an action or a bonus action on its turn, not both. These effects last for 1 minute. A target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

SWARM OF BATS

Medium swarm of tiny beasts, unaligned

Armor Class 12
Hit Points 22 (5d8)
Speed 0 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
5 (-3)	15 (+2)	10 (+0)	2 (-4)	12 (+1)	4 (-3)

Damage Resistances bludgeoning, piercing, slashing
Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned
Senses blindsight 60 ft. passive Perception 11
Languages -
Challenge 1/4 (50 XP)

Echolocation. The swarm can't use its blindsight while deafened.

Keen Hearing. The swarm has advantage on Wisdom (Perception) checks that rely on hearing.

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny bat. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Bites. *Melee Weapon Attack:* +4 to hit, reach 0 ft., one creature in the swarm's space. *Hit:* 5 (2d4) piercing damage, or 2 (1d4) piercing damage if the swarm has half of its hit points or fewer.

SWARM OF CENTIPEDES

Medium swarm of tiny beasts, unaligned

Armor Class 12
Hit Points 22 (5d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	13 (+1)	10 (+0)	1 (-5)	7 (-2)	1 (-5)

Damage Resistances bludgeoning, piercing, slashing
Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned
Senses blindsight 10 ft. passive Perception 8
Languages -
Challenge 1/2 (100 XP)

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny insect. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Bites. *Melee Weapon Attack:* +3 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 10 (4d4) piercing damage, or 5 (2d4) piercing damage if the swarm has half of its hit points or fewer.

A creature reduced to 0 hit points by a swarm of centipedes is stable but poisoned for 1 hour, even after regaining hit points, and paralyzed while poisoned in this way.

SWARM OF CRANIUM RATS

Medium swarm of tiny beasts, lawful evil

Armor Class 12
Hit Points 36 (8d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	10 (+0)	15 (+2)	11 (+0)	14 (+2)

Damage Resistances bludgeoning, piercing, slashing
Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned
Senses darkvision 30 ft. passive Perception 10
Languages telepathy 30 ft.
Challenge 5 (1800 XP)

Illumination. As a bonus action, the swarm can shed dim light from its brains in a 5-foot radius, increase the illumination to bright light in a 5 to 20-foot radius (and dim light for an additional number of feet equal to the chosen radius), or extinguish the light.

Innate Spellcasting (Psionics). The swarm's innate spellcasting ability is Intelligence (spell save DC 13). As long as it has more than half of its hit points, it can innately cast the following spells, requiring no components:

At will: *command*, *comprehend languages*, *detect thoughts*
1/day each: *confusion*, *dominate monster*

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny rat. The swarm can't regain hit points or gain temporary hit points.

Telepathic Shroud. The swarm is immune to any effect that would sense its emotions or read its thoughts, as well as to all divination spells.

ACTIONS

Bites. *Melee Weapon Attack:* +5 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 14 (4d6) piercing damage, or 7 (2d6) piercing damage if the swarm has half of its hit points or fewer.

SWARM OF INSECTS

Medium swarm of tiny beasts, unaligned

Armor Class 12 (natural armor)
Hit Points 22 (5d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	13 (+1)	10 (+0)	1 (-5)	7 (-2)	1 (-5)

Damage Resistances bludgeoning, piercing, slashing
Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned
Senses blindsight 10 ft. passive Perception 8
Languages -
Challenge 1/2 (100 XP)

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny insect. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Bites. *Melee Weapon Attack:* +3 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 10 (4d4) piercing damage, or 5 (2d4) piercing damage if the swarm has half of its hit points or fewer.

SWARM OF QUIPPERS

Medium of (swarm tiny beasts), unaligned

Armor Class 13

Hit Points 28 (8d8 - 8)

Speed 0 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	16 (+3)	9 (-1)	1 (-5)	7 (-2)	2 (-4)

Damage Resistances bludgeoning, piercing, slashing

Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned

Senses passive Perception 8

Languages -

Challenge 1 (200 XP)

Blood Frenzy. The swarm has advantage on melee attack rolls against any creature that doesn't have all its hit points.

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny quipper. The swarm can't regain hit points or gain temporary hit points.

Water Breathing. The swarm can breathe only underwater.

ACTIONS

Bites. *Melee Weapon Attack:* +5 to hit, reach 0 ft., one creature in the swarm's space. *Hit:* 14 (4d6) piercing damage, or 7 (2d6) piercing damage if the swarm has half of its hit points or fewer.

SWARM OF RATS

Medium swarm of tiny beasts, unaligned

Armor Class 10

Hit Points 24 (7d8 - 7)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	11 (+0)	9 (-1)	2 (-4)	10 (+0)	3 (-4)

Damage Resistances bludgeoning, piercing, slashing

Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned

Senses darkvision 30 ft. passive Perception 10

Languages -

Challenge 1/4 (50 XP)

Keen Smell. The swarm has advantage on Wisdom (Perception) checks that rely on smell.

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny rat. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Bites. *Melee Weapon Attack:* +2 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 7 (2d6) piercing damage, or 3 (1d6) piercing damage if the swarm has half of its hit points or fewer.

SWARM OF SPIDERS

Medium swarm (of tiny beasts), unaligned

Armor Class 12 (natural armor)

Hit Points 22 (5d8)

Speed 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	13 (+1)	10 (+0)	1 (-5)	7 (-2)	1 (-5)

Damage Resistances bludgeoning, piercing, slashing

Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned

Senses blindsight 10 ft. passive Perception 8

Languages -

Challenge 1/2 (100 XP)

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

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny insect. The swarm can't regain hit points or gain temporary hit points.

Web. While in contact with a web, the swarm knows the exact location of any other creature in contact with the same web.

Web Walker. The swarm ignores movement restrictions caused by webbing.

ACTIONS

Bites. *Melee Weapon Attack:* +3 to hit, one target in the swarm's space. *Hit:* 10 (4d4) piercing damage or 5 (2d4) piercing damage if the swarm has half of its hit points or fewer.

SWARM OF WASPS

Medium swarm (of tiny beasts), unaligned

Armor Class 12 (natural armor)

Hit Points 22 (5d8)

Speed 5 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	13 (+1)	10 (+0)	1 (-5)	7 (-2)	1 (-5)

Damage Resistances bludgeoning, piercing, slashing

Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned

Senses blindsight 10 ft. passive Perception 8

Languages -

Challenge 1/2 (100 XP)

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny insect. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Bites. *Melee Weapon Attack:* +3 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 10 (4d4) piercing damage, or 5 (2d4) piercing damage if the swarm has half of its hit points or fewer.

TARRASQUE

LEGENDARY ACTIONS

The tarrasque can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The tarrasque regains spent legendary actions at the start of its turn.

Attack. The tarrasque makes one claw attack or tail attack.

Move. The tarrasque moves up to half its speed.

Chomp (Costs 2 Actions). The tarrasque makes one bite attack or uses its Swallow.

TARRASQUE

Gargantuan monstrosity (titan), unaligned

Armor Class 25 (natural armor)

Hit Points 676 (33d20 + 330)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	11 (+0)	30 (+10)	3 (-4)	11 (+0)	11 (+0)

Saving Throws Int +5, Wis +9, Cha +9

Damage Immunities fire, poison; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities charmed, frightened, paralyzed, poisoned

Senses blindsight 120 ft. passive Perception 10

Languages -

Challenge 30 (155000 XP)

Legendary Resistance (3/Day). If the tarrasque fails a saving throw, it can choose to succeed instead.

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

Reflective Carapace. Any time the tarrasque is targeted by a magic missile spell, a line spell, or a spell that requires a ranged attack roll, roll a d6. On a 1 to 5, the tarrasque is unaffected. On a 6, the tarrasque is unaffected, and the effect is reflected back at the caster as though it originated from the tarrasque, turning the caster into the target.

Siege Monster. The tarrasque deals double damage to objects and structures.

ACTIONS

Multiattack. The tarrasque can use its Frightful Presence. It then makes five attacks: one with its bite, two with its claws, one with its horns, and one with its tail. It can use its Swallow instead of its bite.

Bite. *Melee Weapon Attack:* +19 to hit, reach 10 ft., one target. *Hit:* 36 (4d12 + 10) piercing damage. If the target is a creature, it is grappled (escape DC 20). Until this grapple ends, the target is restrained, and the tarrasque can't bite another target.

Claw. *Melee Weapon Attack:* +19 to hit, reach 15 ft., one target. *Hit:* 28 (4d8 + 10) slashing damage.

Horn. *Melee Weapon Attack:* +19 to hit, reach 10 ft., one target. *Hit:* 32 (4d10 + 10) piercing damage.

Tail. *Melee Weapon Attack:* +19 to hit, reach 20 ft., one target. *Hit:* 24 (4d6 + 10) bludgeoning damage. If the target is a creature, it must succeed on a DC 20 Strength saving throw or be knocked prone.

Frightful Presence. Each creature of the tarrasque's choice within 120 feet of it and aware of it must succeed on a DC 17 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, with disadvantage if the tarrasque is within line of sight, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the tarrasque's Frightful Presence for the next 24 hours.

Swallow. The tarrasque makes one bite attack against a Large or smaller creature it is grappling. If the attack hits, the target takes the bite's damage, the target is swallowed, and the grapple ends. While swallowed, the creature is blinded and restrained, it has total cover against attacks and other effects outside the tarrasque, and it takes 56 (16d6) acid damage at the start of each of the tarrasque's turns.

If the tarrasque takes 60 damage or more on a single turn from a creature inside it, the tarrasque must succeed on a DC 20 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the tarrasque. If the tarrasque dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 30 feet of movement, exiting prone.

THE ANGRY

Medium monstrosity, lawful evil

Armor Class 18 (natural armor)
Hit Points 255 (30d8 + 120)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	10 (+0)	19 (+4)	8 (-1)	13 (+1)	6 (-2)

Skills Perception +6
Damage Resistances bludgeoning, piercing, slashing while in dim light or darkness
Senses darkvision 60 ft., passive Perception 16
Languages Common
Challenge 13 (10000 XP)

Rising Anger. If another creature deals damage to the Angry, the Angry's attack rolls have advantage until the end of its next turn, and the first time it hits with a hook attack on its next turn, the attack's target takes an extra 19 (3d12) psychic damage.

On its turn, the Angry has disadvantage on attack rolls if no other creature has dealt damage to it since the end of its last turn.

Two Heads. The Angry has advantage on Wisdom (Perception) checks and on saving throws against being blinded, charmed, deafened, frightened, stunned, or knocked unconscious.

ACTIONS

Multiattack. The Angry makes two hook attacks.

Hook. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 16 (2d12+3) piercing damage.

THE HUNGRY

Medium monstrosity, lawful evil

Armor Class 17 (natural armor)
Hit Points 225 (30d8 + 90)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	10 (+0)	17 (+3)	6 (-2)	11 (+0)	6 (-2)

Damage Resistances bludgeoning, piercing, slashing while in dim light or darkness
Senses darkvision 60 ft. passive Perception 10
Languages Common
Challenge 11 (7200 XP)

Life Hunger. If a creature the Hungry can see regains hit points, the Hungry gains two benefits until the end of its next turn: it has advantage on attack rolls, and its bite deals an extra 22 (4d10) necrotic damage on a hit.

ACTIONS

Multiattack. The Hungry makes two attacks: one with its bite and one with its claws.

Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 8 (1d8+4) piercing damage plus 13 (3d8) necrotic damage.

Claws. *Melee Weapon Attack:* +8 to hit, reach 10 ft., one target. *Hit:* 18 (4d6 + 4) slashing damage. If the target is Medium or smaller, it is grappled (escape DC 16) and is restrained until the grapple ends. While grappling a creature, the Hungry can't attack with its claws.

THE LOST

Medium monstrosity, lawful evil

Armor Class 15 (natural armor)
Hit Points 78 (12d8 + 24)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	15 (+2)	6 (-2)	7 (-2)	5 (-3)

Skills Athletics +6
Damage Resistances bludgeoning, piercing, slashing while in dim light or darkness
Senses darkvision 60 ft. passive Perception 8
Languages Common
Challenge 7 (2900 XP)

ACTIONS

Multiattack. The Lost makes two arm spike attacks.

Arm Spike. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 14 (2d10 + 3) piercing damage.

Embrace. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 25 (4d10 + 3) piercing damage, and the target is grappled (escape DC 14) if it is a Medium or smaller creature. Until the grapple ends, the target is frightened, and it takes 27 (6d8) psychic damage at the end of each of its turns. The Lost can embrace only one creature at a time.

REACTIONS

Tightening Embrace. If the Lost takes damage while it has a creature grappled, that creature takes 18 (4d8) psychic damage.

THE WRETCHED

Small monstrosity, unaligned

Armor Class 15 (natural armor)
Hit Points 10 (4d6 - 4)
Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
7 (-2)	12 (+1)	9 (-1)	5 (-3)	6 (-2)	5 (-3)

Damage Resistances bludgeoning, piercing, slashing while in dim light or darkness
Senses darkvision 60 ft. passive Perception 8
Languages -
Challenge 1/4 (50 XP)

Wretched Pack Tactics. The Wretched has advantage on an attack roll against a creature if at least one of the Wretched's allies is within 5 feet of the creature and the ally isn't incapacitated. The Wretched otherwise has disadvantage on attack rolls.

ACTIONS

Bite. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 6 (1d10 + 1) piercing damage, and the Wretched attaches to the target. While attached, the Wretched can't attack, and at the start of each of the Wretched's turns, the target takes 6 (1d10 + 1) necrotic damage.

The attached Wretched moves with the target whenever the target moves, requiring none of the Wretched's movement. The Wretched can detach itself by spending 5 feet of its movement on its turn. A creature, including the target, can use its action to detach a Wretched.

THUG

Medium humanoid (any race), any non-good alignment

Armor Class 11 (leather armor)
Hit Points 32 (5d8 + 10)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	11 (+0)	14 (+2)	10 (+0)	10 (+0)	11 (+0)

Skills Intimidation +2
Senses passive Perception 10
Languages any one language (usually Common)
Challenge 1/2 (100 XP)

Pack Tactics. The thug has advantage on an attack roll against a creature if at least one of the thug's allies is within 5 feet of the creature and the ally isn't incapacitated.

ACTIONS

Multiattack. The thug makes two melee attacks.

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

Heavy Crossbow. *Ranged Weapon Attack:* +2 to hit, range 100/400 ft., one target. *Hit:* 5 (1d10) piercing damage.

TRICERATOPS

Huge beast, unaligned

Armor Class 13 (natural armor)
Hit Points 95 (10d12 + 30)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	9 (-1)	17 (+3)	2 (-4)	11 (+0)	5 (-3)

Senses passive Perception 10
Languages -
Challenge 5 (1800 XP)

Trampling Charge. If the triceratops moves at least 20 feet straight toward a creature and then hits it with a gore attack on the same turn, that target must succeed on a DC 13 Strength saving throw or be knocked prone. If the target is prone, the triceratops can make one stomp attack against it as a bonus action.

ACTIONS

Gore. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 24 (4d8 + 6) piercing damage.

Stomp. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one prone creature. *Hit:* 22 (3d10 + 6) bludgeoning damage.

TRIDRONE

Medium construct, lawful neutral

Armor Class 15 (natural armor)
Hit Points 16 (3d8 + 3)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	13 (+1)	12 (+1)	9 (-1)	10 (+0)	9 (-1)

Senses truesight 120 ft. passive Perception 10
Languages Modron
Challenge 1/2 (100 XP)

Axiomatic Mind. The tridrone can't be compelled to act in a manner contrary to its nature or its instructions.

Disintegration. If the tridrone dies, its body disintegrates into dust, leaving behind its weapons and anything else it was carrying.

ACTIONS

Multiattack. The tridrone makes three fist attacks or three javelin attacks.

Fist. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4 + 1) bludgeoning damage.

Javelin. *Melee or Ranged Weapon Attack:* +3 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage.

TROGLODYTE

Medium humanoid (troglodyte), chaotic evil

Armor Class 11 (natural armor)
Hit Points 13 (2d8 + 4)
Speed 30 ft.

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

Skills Stealth +2
Senses darkvision 60 ft. passive Perception 10
Languages Troglodyte
Challenge 1/4 (50 XP)

Chameleon Skin. The troglodyte has advantage on Dexterity (Stealth) checks made to hide.

Stench. Any creature other than a troglodyte that starts its turn within 5 feet of the troglodyte must succeed on a DC 12 Constitution saving throw or be poisoned until the start of the creature's next turn. On a successful saving throw, the creature is immune to the stench of all troglodytes for 1 hour.

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

ACTIONS

Multiattack. The troglodyte makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4+2) piercing damage.

Claw. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4+2) slashing damage.

TROLL

Large giant, chaotic evil

Armor Class 15 (natural armor)
Hit Points 84 (8d10 + 40)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	13 (+1)	20 (+5)	7 (-2)	9 (-1)	7 (-2)

Skills Perception +2
Senses darkvision 60 ft. passive Perception 9
Languages Giant
Challenge 5 (1800 XP)

Keen Smell. The troll has advantage on Wisdom (Perception) checks that rely on smell.

Regeneration. The troll regains 10 hit points at the start of its turn. If the troll takes acid or fire damage, this trait doesn't function at the start of the troll's next turn. The troll dies only if it starts its turn with 0 hit points and doesn't regenerate.

ACTIONS

Multiattack. The troll makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6+4) piercing damage.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) slashing damage.

TYRANNOSAURUS REX

Huge beast, unaligned

Armor Class 13 (natural armor)
Hit Points 136 (13d12 + 52)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	10 (+0)	19 (+4)	2 (-4)	12 (+1)	9 (-1)

Skills Perception +4
Senses passive Perception 11
Languages -
Challenge 8 (3900 XP)

ACTIONS

Multiattack. The tyrannosaurus makes two attacks: one with its bite and one with its tail. It can't make both attacks against the same target.

Bite. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 33 (4d12 + 7) piercing damage. If the target is a Medium or smaller creature, it is grappled (escape DC 17). Until this grapple ends, the target is restrained, and the tyrannosaurus can't bite another target.

Tail. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 20 (3d8 + 7) bludgeoning damage.

ULITHARID

Large aberration, lawful evil

Armor Class 15 (breastplate)
Hit Points 127 (17d10 + 34)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	15 (+2)	21 (+5)	19 (+4)	21 (+5)

Saving Throws Int +9, Wis +8, Cha +9
Skills Arcana +9, Insight +8, Perception +8, Stealth +5
Senses darkvision 120 ft. passive Perception 14
Languages Deep Speech, Undercommon, telepathy 2 miles
Challenge 9 (5000 XP)

Creature Sense. The ulitharid is aware of the presence of creatures within 2 miles of it that have an Intelligence score of 4 or higher. It knows the distance and direction to each creature, as well as each creature's intelligence score, but can't sense anything else about it. A creature protected by a mind blank spell, a nondetection spell, or similar magic can't be perceived in this manner.

Innate Spellcasting. The ulitharid's innate spellcasting ability is Intelligence (spell save DC 17). It can innately cast the following spells, requiring no components:

At will: *detect thoughts*, *levitate*

1/day each: *confusion*, *dominate monster*, *eyebite*, *feebleshield*, *mass suggestion*, *plane shift* (self only), *project image*, *scrying*, *telekinesis*

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

Psionic Hub. If an elder brain establishes a psychic link with the ulitharid, the elder brain can form a psychic link with any other creature the ulitharid can detect using its Creature Sense. Any such link ends if the creature falls outside the telepathy ranges of both the ulitharid and the elder brain. The ulitharid can maintain its psychic link with the elder brain regardless of the distance between them, so long as they are both on the same plane of existence. If the ulitharid is more than 5 miles away from the elder brain, it can end the psychic link at any time (no action required).

ACTIONS

Tentacles. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one creature. *Hit:* 27 (4d10 + 5) psychic damage. If the target is Large or smaller, it is grappled (escape DC 14) and must succeed on a DC 17 Intelligence saving throw or be stunned until this grapple ends.

Extract Brain. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one incapacitated humanoid grappled by the ulitharid. *Hit:* 55 (10d10) piercing damage. If this damage reduces the target to 0 hit points, the ulitharid kills the target by extracting and devouring its brain.

Mind Blast. The ulitharid magically emits psychic energy in a 60-foot cone. Each creature in that area must succeed on a DC 17 Intelligence saving throw or take 31 (4d12 + 5) psychic damage and be stunned for 1 minute. A target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

ULTROLOTH

Medium fiend (yugoloth), neutral evil

Armor Class 19 (natural armor)
Hit Points 153 (18d8 + 72)
Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	18 (+4)	18 (+4)	15 (+2)	19 (+4)

Skills Intimidation +9, Perception +7, Stealth +8
Damage Immunities acid, poison
Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities charmed, frightened, poisoned
Senses truesight 120 ft., passive Perception 17
Languages Abyssal, Infernal, telepathy 120 ft.
Challenge 13 (10000 XP)

Innate Spellcasting. The ulroloth's innate spellcasting ability is Charisma (spell save DC 17). The ulroloth can innately cast the following spells, requiring no material components:

At will: *alter self*, *clairvoyance*, *darkness*, *detect magic*, *detect thoughts*, *dispel magic*, *invisibility* (self only), *suggestion*
3/day each: *dimension door*, *fear*, *wall of fire*
1/day each: *fire storm*, *mass suggestion*

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

Magic Weapons. The ulroloth's weapon attacks are magical.

ACTIONS

Multiattack. The ulroloth can use its Hypnotic Gaze and makes three melee attacks.

Longsword. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands.

Hypnotic Gaze. The ulroloth's eyes sparkle with opalescent light as it targets one creature it can see within 30 feet of it. If the target can see the ulroloth, the target must succeed on a DC 17 Wisdom saving throw against this magic or be charmed until the end of the ulroloth's next turn. The charmed target is stunned. If the target's saving throw is successful, the target is immune to the ulroloth's gaze for the next 24 hours.

Teleport. The ulroloth magically teleports, along with any equipment it is wearing or carrying, up to 60 feet to an unoccupied space it can see.

UMBER HULK

Large monstrosity, chaotic evil

Armor Class 18 (natural armor)
Hit Points 93 (11d10 + 33)
Speed 30 ft., burrow 20 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	13 (+1)	16 (+3)	9 (-1)	10 (+0)	10 (+0)

Senses darkvision 120 ft., tremorsense 60 ft. passive Perception 10
Languages Umber Hulk
Challenge 5 (1800 XP)

Confusing Gaze. When a creature starts its turn within 30 feet of the umber hulk and is able to see the umber hulk's eyes, the umber hulk can magically force it to make a DC 15 Charisma saving throw, unless the umber hulk is incapacitated.

On a failed saving throw, the creature can't take reactions until the start of its next turn and rolls a d8 to determine what it does during that turn. On a 1 to 4, the creature does nothing. On a 5 or 6, the creature takes no action but uses all its movement to move in a random direction. On a 7 or 8, the creature makes one melee attack against a random creature, or it does nothing if no creature is within reach.

Unless surprised, a creature can avert its eyes to avoid the saving throw at the start of its turn. If the creature does so, it can't see the umber hulk until the start of its next turn, when it can avert its eyes again. If the creature looks at the umber hulk in the meantime, it must immediately make the save.

Tunneler. The umber hulk can burrow through solid rock at half its burrowing speed and leaves a 5-foot-wide, 8-foot-high tunnel in its wake.

ACTIONS

Multiattack. The umber hulk makes three attacks: two with its claws and one with its mandibles.

Claw. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 9 (1d8+5) slashing damage.

Mandibles. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 14 (2d8+5) slashing damage.

VAMPIRE

LEGENDARY ACTIONS

The vampire can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The vampire regains spent legendary actions at the start of its turn.

VAMPIRE

Medium undead (shapechanger), lawful evil

Armor Class 16 (natural armor)
Hit Points 144 (17d8 + 68)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	18 (+4)	18 (+4)	17 (+3)	15 (+2)	18 (+4)

Saving Throws Dex +9, Wis +7, Cha +9
Skills Perception +7, Stealth +9
Damage Resistances necrotic; bludgeoning, piercing, and slashing from nonmagical attacks
Senses darkvision 120 ft., passive Perception 17
Languages the languages it knew in life
Challenge 13 (10000 XP)

Legendary Resistance (3/Day). If the vampire fails a saving throw, it can choose to succeed instead.

Misty Escape. When it drops to 0 hit points outside its resting place, the vampire transforms into a cloud of mist (as in the Shapechanger trait) instead of falling unconscious, provided that it isn't in sunlight or running water. If it can't transform, it is destroyed.

While it has 0 hit points in mist form, it can't revert to its vampire form, and it must reach its resting place within 2 hours or be destroyed. Once in its resting place, it reverts to its vampire form. It is then paralyzed until it regains at least 1 hit point. After spending 1 hour in its resting place with 0 hit points, it regains 1 hit point.

Regeneration. The vampire regains 20 hit points at the start of its turn if it has at least 1 hit point and isn't in sunlight or running water. If the vampire takes radiant damage or damage from holy water, this trait doesn't function at the start of the vampire's next turn.

Shapechanger. If the vampire isn't in sunlight or running water, it can use its action to polymorph into a Tiny bat or a Medium cloud of mist, or back into its true form.

While in bat form, the vampire can't speak, its walking speed is 5 feet, and it has a flying speed of 30 feet. Its statistics, other than its size and speed, are unchanged. Anything it is wearing transforms with it, but nothing it is carrying does. It reverts to its true form if it dies.

While in mist form, the vampire can't take any actions, speak, or manipulate objects. It is weightless, has a flying speed of 20 feet, can hover, and can enter a hostile creature's space and stop there. In addition, if air can pass through a space, the mist can do so without squeezing, and it can't pass through water. It has advantage on Strength, Dexterity, and Constitution saving throws, and it is immune to all nonmagical damage, except the damage it takes from sunlight.

Move. The vampire moves up to its speed without provoking opportunity attacks.

Unarmed Strike. The vampire makes one unarmed strike.

Bite (Costs 2 Actions). The vampire makes one bite attack.

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

Vampire Weaknesses. The vampire has the following flaws:
Forbiddance. The vampire can't enter a residence without an invitation from one of the occupants.

Harmed by Running Water. The vampire takes 20 acid damage if it ends its turn in running water.

Stake to the Heart. If a piercing weapon made of wood is driven into the vampire's heart while the vampire is incapacitated in its resting place, the vampire is paralyzed until the stake is removed.

Sunlight Hypersensitivity. The vampire takes 20 radiant damage when it starts its turn in sunlight. While in sunlight, it has disadvantage on attack rolls and ability checks.

ACTIONS

Multiattack (Vampire Form Only). The vampire makes two attacks, only one of which can be a bite attack.

Unarmed Strike (Vampire Form Only). *Melee Weapon Attack:* +9 to hit, reach 5 ft., one creature. *Hit:* 8 (1d8 + 4) bludgeoning damage. Instead of dealing damage, the vampire can grapple the target (escape DC 18).

Bite (Bat Or Vampire Form Only). *Melee Weapon Attack:* +9 to hit, reach 5 ft., one willing creature, or a creature that is grappled by the vampire, incapacitated, or restrained. *Hit:* 7 (1d6 + 4) piercing damage plus 10 (3d6) necrotic damage. The target's hit point maximum is reduced by an amount equal to the necrotic damage taken, and the vampire regains hit points equal to that amount. The reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0. A humanoid slain in this way and then buried in the ground rises the following night as a vampire spawn under the vampire's control.

Charm. The vampire targets one humanoid it can see within 30 feet of it. If the target can see the vampire, the target must succeed on a DC 17 Wisdom saving throw against this magic or be charmed by the vampire. The charmed target regards the vampire as a trusted friend to be heeded and protected. Although the target isn't under the vampire's control, it takes the vampire's requests or actions in the most favorable way it can, and it is a willing target for the vampire's bite attack.

Each time the vampire or the vampire's companions do anything harmful to the target, it can repeat the saving throw, ending the effect on itself on a success. Otherwise, the effect lasts 24 hours or until the vampire is destroyed, is on a different plane of existence than the target, or takes a bonus action to end the effect.

Children Of The Night. The vampire magically calls 2d4 swarms of bats or rats, provided that the sun isn't up. While outdoors, the vampire can call 3d6 wolves instead. The called creatures arrive in 1d4 rounds, acting as allies of the vampire and obeying its spoken commands. The beasts remain for 1 hour, until the vampire dies, or until the vampire dismisses them as a bonus action.

VAMPIRE SPAWN

Medium undead, neutral evil

Armor Class 15 (natural armor)

Hit Points 82 (11d8 + 33)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	16 (+3)	11 (+0)	10 (+0)	12 (+1)

Saving Throws Dex +6, Wis +3

Skills Perception +3, Stealth +6

Damage Resistances necrotic; bludgeoning, piercing, and slashing from nonmagical attacks

Senses darkvision 60 ft., passive Perception 13

Languages the languages it knew in life

Challenge 5 (1800 XP)

Regeneration. The vampire regains 10 hit points at the start of its turn if it has at least 1 hit point and isn't in sunlight or running water. If the vampire takes radiant damage or damage from holy water, this trait doesn't function at the start of the vampire's next turn.

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

Vampire Weaknesses. The vampire has the following flaws:

Forbiddance. The vampire can't enter a residence without an invitation from one of the occupants.

Harmed by Running Water. The vampire takes 20 acid damage when it ends its turn in running water.

Stake to the Heart. The vampire is destroyed if a piercing weapon made of wood is driven into its heart while it is incapacitated in its resting place.

Sunlight Hypersensitivity. The vampire takes 20 radiant damage when it starts its turn in sunlight. While in sunlight, it has disadvantage on attack rolls and ability checks.

ACTIONS

Multiattack. The vampire makes two attacks, only one of which can be a bite attack.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one willing creature, or a creature that is grappled by the vampire, incapacitated, or restrained. *Hit:* 6 (1d6 + 3) piercing damage plus 7 (2d6) necrotic damage. The target's hit point maximum is reduced by an amount equal to the necrotic damage taken, and the vampire regains hit points equal to that amount. The reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Claws. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 8 (2d4 + 3) slashing damage. Instead of dealing damage, the vampire can grapple the target (escape DC 13).

VETERAN

Medium humanoid (any race), any alignment

Armor Class 17 (splint armor)

Hit Points 58 (9d8 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	14 (+2)	10 (+0)	11 (+0)	10 (+0)

Skills Athletics +5, Perception +2

Senses passive Perception 12

Languages any one language (usually Common)

Challenge 3 (700 XP)

ACTIONS

Multiattack. The veteran makes two longsword attacks. If it has a shortsword drawn, it can also make a shortsword attack.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8+3) slashing damage or 8 (1d10 + 3) slashing damage if used with two hands.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) piercing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +3 to hit, range 100/400 ft., one target. *Hit:* 6 (1d10+1) piercing damage.

VROCK

Large fiend (demon), chaotic evil

Armor Class 15 (natural armor)

Hit Points 104 (11d10 + 44)

Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	18 (+4)	8 (-1)	13 (+1)	8 (-1)

Saving Throws Dex +5, Wis +4, Cha +2

Damage Immunities poison

Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities poisoned

Senses darkvision 120 ft. passive Perception 11

Languages Abyssal, telepathy 120 ft.

Challenge 6 (2300 XP)

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

ACTIONS

Multiattack. The vrock makes two attacks: one with its beak and one with its talons.

Beak. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) piercing damage.

Talons. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 14 (2d10+3) slashing damage.

Spores (Recharge 6). A 15-foot-radius cloud of toxic spores extends out from the vrock. The spores spread around corners. Each creature in that area must succeed on a DC 14 Constitution saving throw or become poisoned. While poisoned in this way, a target takes 5 (1d10) poison damage at the start of each of its turns. A target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. Emptying a vial of holy water on the target also ends the effect on it.

Stunning Screech (1/Day). The vrock emits a horrific screech. Each creature within 20 feet of it that can hear it and that isn't a demon must succeed on a DC 14 Constitution saving throw or be stunned until the end of the vrock's next turn.

WAR PRIEST

Medium humanoid (any race), any alignment

Armor Class 18 (plate armor)
Hit Points 117 (18d8 + 36)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	10 (+0)	14 (+2)	10 (+0)	17 (+3)	13 (+1)

Saving Throws Con +6, Wis +7
Senses passive Perception 13
Languages any two languages
Challenge 9 (5000 XP)

Spellcasting. The priest is a 9th-level spellcaster. Its spellcasting ability is Wisdom (spell save DC 15, +7 to hit with spell attacks). It has the following cleric spells prepared:

Cantrips (at will): *light, mending, sacred flame, spare the dying*
1st level (4 slots): *divine favor, guiding bolt, healing word, shield of faith*
2nd level (3 slots): *lesser restoration, magic weapon, prayer of healing, silence, spiritual weapon*
3rd level (3 slots): *beacon of hope, crusader's mantle, dispel magic, revivify, spirit guardians, water walk*
4th level (3 slots): *banishment, freedom of movement, guardian of faith, stonework*
5th level (1 slot): *flame strike, mass cure wounds, hold monster*

ACTIONS

Multiattack. The priest makes two melee attacks.

Maul. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) bludgeoning damage.

REACTIONS

Guided Strike (Recharges After A Short Or Long Rest). The priest grants a +10 bonus to an attack roll made by itself or another creature within 30 feet of it. The priest can make this choice after the roll is made but before it hits or misses.

WARLORD

Medium humanoid (any race), any alignment

Armor Class 18 (plate armor)
Hit Points 229 (27d8 + 108)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	16 (+3)	18 (+4)	12 (+1)	12 (+1)	18 (+4)

Saving Throws Str +9, Dex +7, Con +8
Skills Athletics +9, Intimidation +8, Perception +5, Persuasion +8
Senses passive Perception 15
Languages any two languages
Challenge 12 (8400 XP)

Indomitable (3/Day). The warlord can reroll a saving throw it fails. It must use the new roll.

Survivor. The warlord regains 10 hit points at the start of its turn if it has at least 1 hit point but fewer hit points than half its hit point maximum.

ACTIONS

Multiattack. The warlord makes two weapon attacks.

Greatsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) slashing damage.

Shortbow. *Ranged Weapon Attack:* +7 to hit, range 80/320 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

WARLOCK OF THE ARCHFEY

Medium humanoid (any race), any alignment

Armor Class 11 (14 with *mage armor*)
Hit Points 49 (11d8)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	13 (+1)	11 (+0)	11 (+0)	12 (+1)	18 (+4)

Saving Throws Wis +3, Cha +6
Skills Arcana +2, Deception +6, Nature +2, Persuasion +6
Condition Immunities charmed
Senses passive Perception 11
Languages Common, Sylvan
Challenge 4 (1100 XP)

Innate Spellcasting. The warlock's innate spellcasting ability is Charisma. It can innately cast the following spells (spell save DC 15), requiring no material components:

At will: *disguise self, mage armor (self only), silent image, speak with animals*
1/day: *conjure fey*

Spellcasting. The warlock is an 11th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 14, +6 to hit with spell attacks). It regains its expended spell slots when it finishes a short or long rest. It knows the following warlock spells:

Cantrips (at will): *dancing lights, eldritch blast, friends, mage hand, minor illusion, prestidigitation, vicious mockery*
1st-5th level (3 5th-level slots): *blink, charm person, dimension door, dominate beast, faerie fire, fear, hold monster, misty step, phantasmal force, seeming, sleep*

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +3 to hit, reach 5 ft., or range 20/60 ft., one target. *Hit:* 4 (1d4+2) piercing damage.

REACTIONS

Misty Escape (Recharges After A Short Or Long Rest). In response to taking damage, the warlock turns invisible and teleports up to 60 feet to an unoccupied space it can see. It remains invisible until the start of its next turn or until it attacks, makes a damage roll, or casts a spell.

WARLORD

LEGENDARY ACTIONS

The warlord can take 3 legendary actions, choosing from the options below. Only one legendary action can be used at a time and only at the end of another creature's turn. The warlord regains spent legendary actions at the start of its turn.

Weapon Attack. The warlord makes a weapon attack.

Command Ally. The warlord targets one ally it can see within 30 feet of it. If the target can see and hear the warlord, the target can make one weapon attack as a reaction and gains advantage on the attack roll.

Frighten Foe (Costs 2 Actions). The warlord targets one enemy it can see within 30 feet of it. If the target can see and hear it, the target must succeed on a DC 16 Wisdom saving throw or be frightened until the end of warlord's next turn.

WATER ELEMENTAL

Large elemental, neutral

Armor Class 14 (natural armor)
Hit Points 114 (12d10 + 48)
Speed 30 ft., swim 90 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	14 (+2)	18 (+4)	5 (-3)	10 (+0)	8 (-1)

Damage Immunities poison
Damage Resistances acid; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious
Senses darkvision 60 ft. passive Perception 10
Languages Aquan
Challenge 5 (1800 XP)

Freeze. If the elemental takes cold damage, it partially freezes; its speed is reduced by 20 ft. until the end of its next turn.

Water Form. The elemental can enter a hostile creature's space and stop there. It can move through a space as narrow as 1 inch wide without squeezing.

ACTIONS

Multiattack. The elemental makes two slam attacks.

Slam. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8+4) bludgeoning damage.

Whelm (Recharge 4-6). Each creature in the elemental's space must make a DC 15 Strength saving throw. On a failure, a target takes 13 (2d8 + 4) bludgeoning damage. If it is Large or smaller, it is also grappled (escape DC 14). Until this grapple ends, the target is restrained and unable to breathe unless it can breathe water. If the saving throw is successful, the target is pushed out of the elemental's space.

The elemental can grapple one Large creature or up to two Medium or smaller creatures at one time. At the start of each of the elemental's turns, each target grappled by it takes 13 (2d8 + 4) bludgeoning damage. A creature within 5 feet of the elemental can pull a creature or object out of it by taking an action to make a DC 14 Strength check and succeeding.

WATER WEIRD

Large elemental, neutral

Armor Class 13
Hit Points 58 (9d10 + 9)
Speed 0 ft., swim 60 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	16 (+3)	13 (+1)	11 (+0)	10 (+0)	10 (+0)

Damage Immunities poison
Damage Resistances fire; bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities exhaustion, grappled, paralyzed, poisoned, prone, restrained, unconscious
Senses blindsight 30 ft. passive Perception 10
Languages understands Aquan but doesn't speak
Challenge 3 (700 XP)

Invisible In Water. The water weird is invisible while fully immersed in water.

Water Bound. The water weird dies if it leaves the water to which it is bound or if that water is destroyed.

ACTIONS

Constrict. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one creature. *Hit:* 13 (3d6 + 3) bludgeoning damage. If the target is Medium or smaller, it is grappled (escape DC 13) and pulled 5 ft. toward the water weird. Until this grapple ends, the target is restrained, the water weird tries to drown it, and the water weird can't constrict another target.

WEREBAT

Small humanoid (goblin, shapechanger), lawful evil

Armor Class 13
Hit Points 24 (7d6)
Speed 30 ft. (climb 30 ft. fly 60 ft. in bat or hybrid form)

STR	DEX	CON	INT	WIS	CHA
8 (-1)	17 (+3)	10 (+0)	10 (+0)	12 (+1)	8 (-1)

Skills Perception +3, Stealth +5
Damage Immunities bludgeoning, piercing, slashing from nonmagical attacks that aren't silvered
Senses darkvision 60 ft., passive Perception 13
Languages Goblin (can't speak in bat form)
Challenge 2 (450 XP)

Echolocation (Bat Or Hybrid Form Only). The werebat has blindsight out to a range of 60 feet as long as it's not deafened.

Keen Hearing. The werebat has advantage on Wisdom (Perception) checks that rely on hearing.

Nimble Escape (Humanoid Form Only). The werebat can take the Disengage or Hide action as a bonus action on each of its turns.

Shapechanger. The werebat can use its action to polymorph into a Medium bat-humanoid hybrid, or into a Large giant bat, or back into its true form, which is humanoid. Its statistics, other than its size, are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

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

ACTIONS

Multiattack (Humanoid Or Hybrid Form Only). In humanoid form, the werebat makes two scimitar attacks or two shortbow attacks. In hybrid form, it can make one bite attack and one scimitar attack.

Bite (Bat Or Hybrid Form Only). *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 6 (1d6+3) piercing damage and the werebat gains temporary hit points equal to the damage dealt. If the target is a humanoid, it must succeed on a DC 10 Constitution saving throw or be cursed with lycanthropy.

Scimitar (Humanoid Or Hybrid Form Only). *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) slashing damage.

Shortbow (Humanoid Or Hybrid Form Only). *Ranged Weapon Attack:* +5 to hit, range 80/320 ft., one target. *Hit:* 5 (1d4+3) piercing damage.

WERERAT

Medium humanoid (human, shapechanger), lawful evil

Armor Class 12
Hit Points 33 (6d8 + 6)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	15 (+2)	12 (+1)	11 (+0)	10 (+0)	8 (-1)

Skills Perception +2, Stealth +4
Damage Immunities bludgeoning, piercing, slashing from nonmagical attacks that aren't silvered
Senses darkvision 60 ft. (rat form only), passive Perception 12
Languages Common (can't speak in rat form)
Challenge 2 (450 XP)

Keen Smell. The wererat has advantage on Wisdom (Perception) checks that rely on smell.

Shapechanger. The wererat can use its action to polymorph into a rat-humanoid hybrid or into a giant rat, or back into its true form, which is humanoid. Its statistics, other than its size, are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

ACTIONS

Multiattack (Humanoid Or Hybrid Form Only). The wererat makes two attacks, only one of which can be a bite.

Bite (Rat Or Hybrid Form Only). *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4+2) piercing damage. If the target is a humanoid, it must succeed on a DC 11 Constitution saving throw or be cursed with wererat lycanthropy.

Shortsword (Humanoid Or Hybrid Form Only). *Melee Weapon Attack:* +4 to hit, reach 5 ft., *Hit:* 5 (1d6+2) piercing damage.

Hand Crossbow (Humanoid Or Hybrid Form Only). *Ranged Weapon Attack:* +4 to hit, range 30/120 ft., one target. *Hit:* 5 (1d6+2) piercing damage.

WIGHT

Medium undead, neutral evil

Armor Class 14 (studded leather)
Hit Points 45 (6d8 + 18)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	16 (+3)	10 (+0)	13 (+1)	15 (+2)

Skills Perception +3, Stealth +4
Damage Immunities poison
Damage Resistances necrotic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities exhaustion, poisoned
Senses darkvision 60 ft., passive Perception 13
Languages the languages it knew in life
Challenge 3 (700 XP)

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

ACTIONS

Multiattack. The wight makes two longsword attacks or two longbow attacks. It can use its Life Drain in place of one longsword attack.

Life Drain. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 5 (1d6 + 2) necrotic damage. The target must succeed on a DC 13 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

A humanoid slain by this attack rises 24 hours later as a zombie under the wight's control, unless the humanoid is restored to life or its body is destroyed. The wight can have no more than twelve zombies under its control at one time.

Longsword. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) slashing damage, or 7 (1d10 + 2) slashing damage if used with two hands.

Longbow. *Ranged Weapon Attack:* +4 to hit, range 150/600 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

WILL-O'-WISP

Tiny undead, chaotic evil

Armor Class 19
Hit Points 22 (9d4)
Speed 0 ft., fly 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
1 (-5)	28 (+9)	10 (+0)	13 (+1)	14 (+2)	11 (+0)

Damage Immunities lightning, poison
Damage Resistances acid, cold, fire, necrotic, thunder, bludgeoning, piercing, and slashing from nonmagical attacks
Condition Immunities exhaustion, grappled, paralyzed, poisoned, prone, restrained, unconscious
Senses darkvision 120 ft. passive Perception 12
Languages the languages it knew in life
Challenge 2 (450 XP)

Consume Light. As a bonus action, the will-o'-wisp can target one creature it can see within 5 feet of it that has 0 hit points and is still alive. The target must succeed on a DC 10 Constitution saving throw against this magic or die. If the target dies, the will-o'-wisp regains 10 (3d6) hit points.

Ephemeral. The will-o'-wisp can't wear or carry anything.

Incorporeal Movement. The will-o'-wisp can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

Variable Illumination. The will-o'-wisp sheds bright light in a 5- to 20-foot radius and dim light for an additional number of ft. equal to the chosen radius. The will-o'-wisp can alter the radius as a bonus action.

ACTIONS

Shock. *Melee Spell Attack:* +4 to hit, reach 5 ft., or range 5 ft., one creature. *Hit:* 9 (2d8) lightning damage.

Invisibility. The will-o'-wisp and its light magically become invisible until it attacks or uses its Consume Life, or until its concentration ends (as if concentrating on a spell).

WORG

Large monstrosity, neutral evil

Armor Class 13 (natural armor)
Hit Points 26 (4d10 + 4)
Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	13 (+1)	7 (-2)	11 (+0)	8 (-1)

Skills Perception +4
Senses darkvision 60 ft., passive Perception 14
Languages Goblin, Worg
Challenge 1/2 (100 XP)

Keen Hearing And Smell. The worg has advantage on Wisdom (Perception) checks that rely on hearing or smell.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6+3) piercing damage. If the target is a creature, it must succeed on a DC 13 Strength saving throw or be knocked prone.

WRAITH

Medium undead, neutral evil

Armor Class 13
Hit Points 67 (9d8 + 27)
Speed 0 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
6 (-2)	16 (+3)	16 (+3)	12 (+1)	14 (+2)	15 (+2)

Damage Immunities necrotic, poison
Damage Resistances acid, cold, fire, lightning, thunder, bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered
Condition Immunities charmed, exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained
Senses darkvision 60 ft. passive Perception 12
Languages the languages it knew in life
Challenge 5 (1800 XP)

Incorporeal Movement. The wraith can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

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

ACTIONS

Life Drain. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 21 (4d8 + 3) necrotic damage. The target must succeed on a DC 14 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Create Specter. The wraith targets a humanoid within 10 feet of it that has been dead for no longer than 1 minute and died violently. The target's spirit rises as a specter in the space of its corpse or in the nearest unoccupied space. The specter is under the wraith's control. The wraith can have no more than seven specters under its control at one time.

WYVERN

Large dragon, unaligned

Armor Class 13 (natural armor)
Hit Points 110 (13d10 + 39)
Speed 20 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	10 (+0)	16 (+3)	5 (-3)	12 (+1)	6 (-2)

Skills Perception +4
Senses darkvision 60 ft., passive Perception 14
Languages -
Challenge 6 (2300 XP)

ACTIONS

Multiattack. The wyvern makes two attacks: one with its bite and one with its stinger. While flying, it can use its claws in place of one other attack.

Bite. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one creature. *Hit:* 11 (2d6+4) piercing damage.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 13 (2d8+4) slashing damage.

Stinger. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one creature. *Hit:* 11 (2d6+4) piercing damage. The target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

XORN*Medium elemental, neutral***Armor Class** 19 (natural armor)**Hit Points** 73 (7d8 + 42)**Speed** 20 ft., burrow 20 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	10 (+0)	22 (+6)	11 (+0)	10 (+0)	11 (+0)

Skills Perception +6, Stealth +3**Damage Resistances** piercing and slashing from nonmagical attacks that aren't adamantite**Senses** darkvision 60 ft., tremorsense 60 ft., passive Perception 16**Languages** Terran**Challenge** 5 (1800 XP)

Earth Glide. The xorn can burrow through nonmagical, unworked earth and stone. While doing so, the xorn doesn't disturb the material it moves through.

Stone Camouflage. The xorn has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.

Treasure Sense. The xorn can pinpoint, by scent, the location of precious metals and stones, such as coins and gems, within 60 feet of it.

ACTIONS

Multiattack. The xorn makes three claw attacks and one bite attack.

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 13 (3d6+3) piercing damage.

Claw. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) slashing damage.

YETH HOUND*Large fey, neutral evil***Armor Class** 14 (natural armor)**Hit Points** 51 (6d10 + 18)**Speed** 40 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
18 (+4)	17 (+3)	16 (+3)	5 (-3)	12 (+1)	7 (-2)

Damage Resistances bludgeoning, piercing, slashing from nonmagical attacks not made with silvered weapons**Condition Immunities** charmed, exhaustion, frightened**Senses** darkvision 60 ft. passive Perception 11**Languages** understands Common, Elvish, and Sylvan but can't speak**Challenge** 4 (1100 XP)

Keen Hearing And Smell. The yeth hound has advantage on Wisdom (Perception) checks that rely on hearing or smell.

Sunlight Banishment. If the yeth hound starts its turn in sunlight, it is transported to the Ethereal Plane. While sunlight shines on the spot from which it vanished, the hound must remain in the Deep Ethereal. After sunset, it returns to the Border Ethereal at the same spot, whereupon it typically sets out to find its pack or its master. The hound is visible on the Material Plane while it is in the Border Ethereal, and vice versa, but it can't affect or be affected by anything on the other plane. Once it is adjacent to its master or a pack mate that is on the Material Plane, a yeth hound in the Border Ethereal can return to the Material Plane as an action.

Telepathic Bond. While the yeth hound is on the same plane of existence as its master, it can magically convey what it senses to its master, and the two can communicate telepathically with each other.

ACTIONS

Bite. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage, plus 14 (4d6) psychic damage if the target is frightened.

Baleful Baying. The yeth hound bays magically. Every enemy within 300 feet of the hound that can hear it must succeed on a DC 13 Wisdom saving throw or be frightened until the end of the hound's next turn or until the hound is incapacitated. A frightened target that starts its turn within 30 feet of the hound must use all its movement on that turn to get as far from the hound as possible, must finish the move before taking an action, and must take the most direct route, even if hazards lie that way. A target that successfully saves is immune to the baying of all yeth hounds for the next 24 hours.

YOCHLOL

Medium fiend (demon, shapeshifter), chaotic evil

Armor Class 15 (natural armor)

Hit Points 136 (16d8 + 64)

Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	18 (+4)	13 (+1)	15 (+2)	15 (+2)

Saving Throws Dex +6, Int +5, Wis +6, Cha +6

Skills Deception +10, Insight +6

Damage Immunities poison

Damage Resistances cold, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities poisoned

Senses darkvision 120 ft. passive Perception 12

Languages Abyssal, Elvish, Undercommon

Challenge 10 (5900 XP)

Innate Spellcasting. The yochlol's spellcasting ability is Charisma (spell save DC 14). The yochlol can innately cast the following spells, requiring no material components:

At will: *detect thoughts*, *web*

1/day: *dominate person*

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

Shapeshifter. The yochlol can use its action to polymorph into a form that resembles a female drow or giant spider, or back into its true form. Its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

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

Web Walker. The yochlol ignores movement restrictions caused by webbing.

ACTIONS

Multiattack. The yochlol makes two melee attacks.

Slam (Bite In Spider Form). *Melee Weapon Attack:* +6 to hit, reach 5 ft. (10 ft. in demon form), one target. *Hit:* 5 (1d6 + 2) bludgeoning (piercing in spider form) damage plus 21 (6d6) poison damage.

Mist Form. The yochlol transforms into toxic mist or reverts to its true form. Any equipment it is wearing or carrying is also transformed. It reverts to its true form if it dies.

While in mist form, the yochlol is incapacitated and can't speak. It has a flying speed of 30 feet, can hover, and can pass through any space that isn't airtight. It has advantage on Strength, Dexterity, and Constitution saving throws, and it is immune to nonmagical damage.

While in mist form, the yochlol can enter a creature's space and stop there. Each time that creature starts its turn with the yochlol in its space, the creature must succeed on a DC 14 Constitution saving throw or be poisoned until the start of its next turn. While poisoned in this way, the target is incapacitated.

YOUNG BLUE DRAGON

Large dragon, lawful evil

Armor Class 18 (natural armor)

Hit Points 152 (16d10 + 64)

Speed 40 ft., burrow 40 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	10 (+0)	19 (+4)	14 (+2)	13 (+1)	17 (+3)

Saving Throws Dex +4, Con +8, Wis +5, Cha +7

Skills Perception +9, Stealth +4

Damage Immunities lightning

Senses blindsight 30 ft., darkvision 120 ft., passive Perception 19

Languages Common, Draconic

Challenge 9 (5000 XP)

ACTIONS

Multiattack. The dragon makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 16 (2d10 + 5) piercing damage plus 5 (1d10) lightning damage.

Claw. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) slashing damage.

Lightning Breath. The dragon exhales lightning in a 60-foot line that is 5 feet wide. Each creature in that line must make a DC 16 Dexterity saving throw, taking 55 (10d10) lightning damage on a failed save, or half as much damage on a successful one.

YOUNG GREEN DRAGON

Large dragon, lawful evil

Armor Class 18 (natural armor)

Hit Points 136 (16d10 + 48)

Speed 40 ft., fly 80 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	12 (+1)	17 (+3)	16 (+3)	13 (+1)	15 (+2)

Saving Throws Dex +4, Con +6, Wis +4, Cha +5

Skills Deception +5, Perception +7, Stealth +4

Damage Immunities poison

Condition Immunities poisoned

Senses passive Perception 11

Languages Common, Draconic

Challenge 8 (3900 XP)

Amphibious. The dragon can breathe air and water.

ACTIONS

Multiattack. The dragon makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 15 (2d10+4) piercing damage plus 7 (2d6) poison damage.

Claw. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6+4) slashing damage.

Poison Breath (Recharge 5-6). The dragon exhales poisonous gas in a 30-foot cone. Each creature in that area must make a DC 14 Constitution saving throw, taking 42 (12d6) poison damage on a failed save, or half as much damage on a successful one.

YOUNG RED DRAGON

Large dragon, chaotic evil

Armor Class 18 (natural armor)
Hit Points 178 (17d10 + 85)
Speed 40 ft., climb 40 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	10 (+0)	21 (+5)	14 (+2)	11 (+0)	19 (+4)

Saving Throws Dex +4, Con +9, Wis +4, Cha +8
Skills Perception +8, Stealth +4
Damage Immunities fire
Senses blindsight 30 ft., darkvision 120 ft., passive Perception 18
Languages Common, Draconic
Challenge 10 (5900 XP)

ACTIONS

Multiattack. The dragon makes three attacks: one with its bite and two with its claws.

Bite. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 17 (2d10 + 6) piercing damage plus 3 (1d6) fire damage.

Claw. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 13 (2d6 + 6) slashing damage.

Fire Breath (Recharge 5-6). The dragon exhales fire in a 30-foot cone. Each creature in that area must make a DC 17 Dexterity saving throw, taking 56 (16d6) fire damage on a failed save, or half as much damage on a successful one.

ZOMBIE

Medium undead, neutral evil

Armor Class 8
Hit Points 22 (3d8 + 9)
Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	6 (-2)	16 (+3)	3 (-4)	6 (-2)	5 (-3)

Damage Immunities poison
Condition Immunities poisoned
Senses darkvision 60 ft., passive Perception 8
Languages understands all languages it spoke in life but can't speak
Challenge 1/4 (50 XP)

Undead Fortitude. If damage reduces the zombie to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On a success, the zombie drops to 1 hit point instead.

ACTIONS

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

YUAN-TI ABOMINATION

Large monstrosity (yuan-ti, shapeshifter), neutral evil

Armor Class 18
Hit Points 2 (1d4)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	16 (+3)	17 (+3)	17 (+3)	15 (+2)	18 (+4)

Skills Perception +5, Stealth +6
Damage Immunities poison
Condition Immunities poisoned
Senses darkvision 60 ft., passive Perception 15
Languages Abyssal, Common, Draconic
Challenge 7 (2900 XP)

Innate Spellcasting (Abomination Form Only). The yuan-ti's innate spellcasting ability is Charisma (spell save DC 15). The yuan-ti can innately cast the following spells, requiring no material components:

At will: *animal friendship* (snakes only)
3/day: *suggestion*
1/day: *fear*

Magic Resistance. The yuan-ti has advantage on saving throws against spells and other magical effects.

Shapeshifter. The yuan-ti can use its action to polymorph into a Large snake, or back into its true form. Its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It doesn't change form if it dies.

ACTIONS

Multiattack (Abomination Form Only). The yuan-ti makes two ranged attacks or three melee attacks, but can use its bite and constrict attacks only once each.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 7 (1d6 + 4) piercing damage plus 10 (3d6) poison damage.

Constrict. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 11 (2d6 + 4) bludgeoning damage, and the target is grappled (escape DC 14). Until this grapple ends, the target is restrained, and the yuan-ti can't constrict another target.

Scimitar (Abomination Form Only). *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) slashing damage.

Longbow (Abomination Form Only). *Ranged Weapon Attack:* +6 to hit, range 150/600 ft., one target. *Hit:* 12 (2d8 + 3) piercing damage plus 10 (3d6) poison damage.

APPENDIX C: EFFECTS

WEATHER & HAZARDS

BROWN MOLD

Hazard

Brown mold feeds on warmth, drawing heat from anything around it. A patch of brown mold typically covers a 10-foot square, and the temperature within 30 feet of it is always frigid. When a creature moves to within 5 feet of the mold for the first time on a turn or starts its turn there, it must make a DC 12 Constitution saving throw, taking 22 (4d10) cold damage on a failed save, or half as much damage on a successful one.

Brown mold is immune to fire, and any source of fire brought within 5 feet of a patch causes it to instantly expand outward in the direction of the fire, covering a 10-foot-square area (with the source of the fire at the center of that area). A patch of brown mold exposed to an effect that deals cold damage is instantly destroyed.

EXTREME HEAT

Weather

When the temperature is at or above 100 degrees Fahrenheit, a creature exposed to the heat and without access to drinkable water must succeed on a Constitution saving throw at the end of each hour or gain one level of exhaustion. The DC is 5 for the first hour and increases by 1 for each additional hour.

Creatures wearing medium or heavy armor, or who are clad in heavy clothing, have disadvantage on the saving throw. Creatures with resistance or immunity to fire damage automatically succeed on the saving throw, as do creatures naturally adapted to hot climates.

EXTREME COLD

Weather

Whenever the temperature is at or below 0 degrees Fahrenheit, a creature exposed to the cold must succeed on a DC 10 Constitution saving throw at the end of each hour or gain one level of exhaustion. Creatures with resistance or immunity to cold damage automatically succeed on the saving throw, as do creatures wearing cold weather gear (thick coats, gloves, and the like) and creatures naturally adapted to cold climates.

FRIGID WATER

Wilderness Hazard

A creature can be immersed in frigid water for a number of minutes equal to its Constitution score before suffering any ill effects. Each additional minute spent in

STRONG WIND

Weather

A strong wind imposes disadvantage on ranged weapon attack rolls and Wisdom (Perception) checks that rely on hearing. A strong wind also extinguishes open flames, disperses fog, and makes flying by nonmagical means nearly impossible. A flying creature in a strong wind must land at the end of its turn or fall.

THIN ICE

Wilderness Hazard

The ice has a weight tolerance of 3d10 x 10 pounds per 10-foot square area. Whenever the total weight on an area of thin ice exceeds its tolerance, the ice in that area breaks. All creatures on broken ice fall through.

WEBS

Hazard

Giant spiders weave thick, sticky webs across passages and at the bottom of pits to snare prey. These web-filled areas are difficult terrain. Moreover, a creature entering a webbed area for the first time on a turn or starting its turn there must succeed on a DC 12 Dexterity saving throw or become restrained by the webs. A restrained creature can use its action to try to escape, doing so with a successful DC 12 Strength (Athletics) or Dexterity (Acrobatics) check.

Each 10-foot cube of giant webs has AC 10, 15 hit points, vulnerability to fire, and immunity to bludgeoning, piercing, and psychic damage.

MADNESS

TYPES OF MADNESS

Madness can occur in one of three forms:

- A character afflicted with **short-term madness** is subjected to an effect from the Short-Term Madness table for 1d10 minutes.
- A character afflicted with **long-term madness** is subjected to an effect from the Long-Term Madness table for 1d10 × 10 hours.
- A character afflicted with **indefinite madness** gains a new character flaw from the Indefinite Madness table that lasts until cured.

CURING MADNESS

A *calm emotions* spell can suppress the effects of madness, while a *lesser restoration* spell can rid a character of a short-term or long-term madness. Depending on the source of the madness, *remove curse* or *dispel evil and good* might also prove effective. A *greater restoration* spell or more powerful magic is required to rid a character of indefinite madness.

INDEFINITE MADNESS

d100 Flaw (lasts until cured)	
1-15	"Being drunk keeps me sane."
16-25	"I keep whatever I find."
26-30	"I try to become more like someone else I know—adopting his or her style of dress, mannerisms, and name."
31-35	"I must bend the truth, exaggerate, or outright lie to be interesting to other people."
36-45	"Achieving my goal is the only thing of interest to me, and I'll ignore everything else to pursue it."
46-50	"I find it hard to care about anything that goes on around me."
51-55	"I don't like the way people judge me all the time."
56-70	"I am the smartest, wisest, strongest, fastest, and most beautiful person I know."
71-80	"I am convinced that powerful enemies are hunting me, and their agents are everywhere I go. I am sure they're watching me all the time."
81-85	"There's only one person I can trust. And only I can see this special friend."
86-95	"I can't take anything seriously. The more serious the situation, the funnier I find it."
96-100	"I've discovered that I really like killing people."

LONG-TERM MADNESS

d100 Effects (lasts 1d10 x 10 hours)	
1-10	The character feels compelled to repeat a specific activity over and over, such as washing hands, touching things, praying, or counting coins.
11-20	The character experiences vivid hallucinations and has disadvantage on ability checks.
21-30	The character suffers extreme paranoia. The character has disadvantage on Wisdom and Charisma checks.
31-40	The character regards something (usually the source of madness) with intense revulsion, as if affected by the antipathy effect of the <i>antipathy/sympathy</i> spell.
41-45	The character experiences a powerful delusion. Choose a potion. The character imagines that they're under its effects.
46-55	The character becomes attached to a "lucky charm," such as a person or an object, and has disadvantage on attack rolls, ability checks, and saving throws while more than 30 feet from it.
56-65	The character is blinded (25%) or deafened (75%).
66-75	The character experiences uncontrollable tremors or tics, which impose disadvantage on attack rolls, ability checks, and saving throws that involve Strength or Dexterity.
76-85	The character suffers from partial amnesia. The character knows who he or she is and retains racial traits and class features, but doesn't recognize other people or remember anything that happened before the madness took effect.
86-90	Whenever the character takes damage, he or she must succeed on a DC 15 Wisdom saving throw or be affected as though he or she failed a saving throw against the confusion spell. The confusion effect lasts for 1 minute.
91-95	The character loses the ability to speak.
96-100	The character falls unconscious. No amount of jostling or damage can wake the character.

SHORT-TERM MADNESS

d100 Effects (lasts 1d10 minutes)	
1-20	The character retreats into his or her mind and becomes paralyzed. The effect ends if the character takes any damage.
21-30	The character becomes incapacitated and spends the duration screaming, laughing, or weeping.
31-40	The character becomes frightened and must use his or her action and movement each round to flee from the source of the fear.
41-50	The character begins babbling and is incapable of normal speech or spellcasting.
51-60	The character must use his or her action each round to attack the nearest creature.
61-70	The character experiences vivid hallucinations and has disadvantage on ability checks.
71-75	The character does whatever anyone tells him or her to do that isn't obviously self-destructive.
76-80	The character experiences an overpowering urge to eat something strange such as dirt, slime, or offal.
81-90	The character is stunned.
91-100	The character falls unconscious.