

# The Warlock



for Swords & Wizardry  
by Timothy S. Brannan

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# Introduction

For the longest time, I did not do anything with Warlocks.

I know the first time I ever heard the word "warlock" in connection with witches. It was, oddly enough, an episode of the *Waltons* (a show I never really liked) that a babysitter was watching. Though more likely it came from an episode of *Bewitched* (a show I did like). It was the *Waltons* episode that I remember the best. In it, one of the daughters accuses the oldest son of being a witch. He corrects her claiming a male witch is a warlock, and he was neither.

So what *IS* a Warlock anyway?

And more to the point, what does a warlock mean in my games? What is it's role? What does it do?

Research on the word reveals that it is Scottish in origin and was first used in the early 1700s and has a few cognates.

So what is a warlock according to these cognates?

A wizard: Well that doesn't help. We have those already in games. Ditto for sorcerer and magus.

A male witch: No. That doesn't work so well either. Besides a male witch is a witch unless you want a male witch to be a wizard. But why have a witch at that point?

A spellcaster: No. Half the classes are "Spellcasters" in one way or another.

Once I started doing research, I soon discovered that "warlock" really isn't the male version of a witch. Witch is the male version of a witch. "Warlock" actually comes from the word *wærloga*, which means "oath breaker," "scoundrel" and "perjurer" and may be of Anglo-Saxon origin. There is evidence that word shares roots with *lēogan*, but this only tells me the roots of the word, not what the word is itself.

I had also read that warlock is an offensive term to most witches. So my first writings had warlocks as evil witches.

There is one other point though. This isn't a history or linguistic text I am working, it is a game book, so I have to think about this regarding what is good for a class and what is good for the players.

When I opted to use the term warlock in my 2003 *Liber Mysterium* I decided that Witches and Warlocks were similar classes. So I decided that at some point in their shared history, warlocks broke free from witches ideologically and were branded, traitors. Witches often refer to warlocks as "betrayers." This conflict, commonly known as "The Schism" is something neither side will speak. However, a poignant reminder remains, witches and warlocks have similar means of learning their magic (from Patrons or Pacts), and both have access to the same spells.

For 2013's *Eldritch Witchery* the Spellcraft and Swordplay rules allowed me to try something new. The witch was a type of cleric (something I did in 2nd ed, pre-1999) and the warlock was a type of wizard. So instead of being one thing (class) that split apart, I made them two separate things that came closer together. I liked how it turned out, to be honest.

I do like keeping my warlocks separate from my witches regarding class. In my mind, they are just too different. Similar yes, but still very different. I would allow any warlock to use the same spell list as a witch unless there was a good reason not to do it. In my mind, the witch and the warlock began as the same class, but the warlocks broke off from the witches sometime in the ancient past. Warlocks wanted to become more like wizards and mages, OR they were responsible for the first wizards.

I feel that most warlocks out there in the gaming world now are influenced by the Warlock in World of Warcraft and other MMORPGs. I want to go back to much older sources and build my warlock from that.

That is what I hope I have done here. Something that feels old-school but still has the features I want. Swords & Wizardry seemed like the best vehicle to do this.

**Timothy S. Brannan**

AKA "Web Warlock"

Walpurgis / Beltane

April 30 - May 1, 2017

I want to thank my sons Liam and Connor for giving me some ideas for this book. Liam helped with some new spells and Connor with ideas on how to play the Warlock and his desire to play a tiefling in Swords & Wizardry.

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# The Warlock Class

Warlocks are spell-casters that share many similarities with the Witch. Their relationship is much like that between the Cleric and the Druid; similar but different enough to make different classes. The Warlock is more of an arcane cast than the witch. The Witch can be considered something of a divine caster, much like a Cleric or Druid, with arcane practices. The Warlock also has arcane and divine practices as well. They learn from a Patron but record their spells and invocations in a Grimoire (q.v.). Together, the practices of Witches and Warlocks can be described as "Occult" or more accurately, "Witchcraft." Also, unless it is specifically noted in the text, anything true for Witches is also true for Warlocks.

To the Warlock, a Patron is less someone deserving of worship because they are divine and more someone or something to be learned from because they are powerful. A Warlock sees their relationship with a deity, arch-fey, demon or some unnameable entity from beyond the stars as one of teacher and student, or even one of quid pro quo. The Warlock acts as an intermediary in a world where the Patron may not have much in the way of physical power. To accomplish their ends, the Patron utilizes the Warlock and teaches him powerful magics. Other warlocks steal power from their Patrons. They learn rituals to take power and hope they not discovered.

Like a Witch, one does not simply decide to become a Warlock, but rather the path is something they feel they are born to do. Also, like the Witch, the Warlock will feel some call toward learning magic.

Warlocks are often stereotyped as evil, though neutral is the most common, and very few are good. There are enough evil Warlocks to keep the image alive. Warlocks serve lost gods, demons, devils, sometimes even dragons, the denizens of the Fae, or even abstract ideals made real by will alone; any powerful being that can teach it magic. Contrary to popular belief, "Warlock" is not the masculine form of Witch. Witches, whether male or female, are referred to as Witches. Warlocks may be either female or male, although there are typically more female Warlocks than there are male Witches.

While the stereotypical evil Warlock in league with foul creatures from the lower planes has its basis in some fact, there are more neutral Warlocks that are simply looking for the answers to various occult questions. There are even some good Warlocks that use their knowledge and power to fight the very creatures most often associated with them.

Warlocks and Witches naturally distrust each other, even when their goals and even Patrons are aligned. Of course, it's difficult to assume anything about Witches or Warlocks; both classes are self-serving in their way, and they will work together and even form powerful alliances when a mutual threat or goal presents itself.

Wizards typically view a Warlock as a dangerous dabbler in the arcane, as someone with neither the patience nor the skill to learn "proper" magic. Witches see Warlocks as betrayers of the teachings of the Patrons. Priests distrust and dislike them for their views on the divine as mere tools for personal gain. The Warlock cares little for the attitudes of others since he is focused on learning more magic and occult secrets.



**The Warlock** (2017) Timothy S. Brannan

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# Warlock

**Prime Attribute:** Intelligence and Charisma, both 13+ (+5% experience bonus)

**Hit Dice:** 1d4/level (Gains 1 hp/level after 10th.)

**Armor/Shield Permitted:** Leather armor, no shields.

**Weapons Permitted:** dagger, sword, staff, sling, oil.

**Race:** Elves, Half-elves, Half-orcs, Humans and Tieflings may be Warlocks.

**Table 1: Warlock Experience**

Level	XP	Hit Dice (d4)	Saving Throw	Powers / Invocations	Spells Cast by Level				
					1	2	3	4	5
1	0	1d4	15	Arcane Blast 1d6, Familiar, Invocations, Pact, Spellcasting	1				
2	2,600	2d4	14	Invocations known 2	2!				
3	5,200	3d4	13	Invocations known 2	2	1			
4	10,400	4d4	12	Invocations known 3	2	2!			
5	20,800	5d4	11	Invocations known 3	3	2	1		
6	40,000	6d4	10	Invocations known 4	3	2	2!		
7	80,000	7d4	9	Invocations known 4	3	3	2	1	
8	160,000	8d4	8	Invocations known 5	4	3	2	2!	
9	320,000	9d4	7	Invocations known 5	4	3	3	2	1
10	440,000	10d4	6	Invocations known 6	4	4	3	2	2!
11	560,000	10d4+1	5	Invocations known 6	5	4	3	3	2
12	680,000	10d4+2	4	Invocations known 7	5	4	4	3	2
13	800,000	10d4+3	4	Invocations known 7	5	5	4	3	3
14	920,000	10d4+4	4	Invocations known 7	6	5	4	4	3
15	1,040,000	10d4+5	4	Invocations known 8	6	5	5	4	3
16	1,160,000	10d4+6	4	Invocations known 8	6	6	5	4	4
17	1,280,000	10d4+7	4	Invocations known 8	7	6	5	5	4
18	1,400,000	10d4+8	4	Invocations known 9	7	6	6	5	4
19	1,520,000	10d4+9	4	Invocations known 9	7	7	6	5	5
20	1,640,000	10d4+10	4	Invocations known 10	7	7	6	6	5
21	+120,000	+1 hp/level	4	Max invocations 10	7	7	6	6	6

Warlocks gain a +2 to saves against charm, hold, paralysis and sleep spells.

**Table 2: Warlock Attack**

Level	Target Armor Class [or Ascending Armor Class]																	
	9	8	7	6	5	4	3	2	1	0	-1	-2	-3	-4	-5	-6	-7	-8
	[10]	[11]	[12]	[13]	[14]	[15]	[16]	[17]	[18]	[19]	[20]	[21]	[22]	[23]	[24]	[25]	[26]	[27]
1-3	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27
4-5	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26
6-7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25
8-9	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24
10	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23
11-13	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22
14-15	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21
16-19	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20
20-23	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19
24+	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18

Wizards typically view a Warlock as a dangerous dabbler in the arcane, as someone with neither the patience nor the skill to learn "proper" magic. Witches see Warlocks as betrayers of the teachings of the Patrons. Priests distrust and dislike them for their views on the divine as mere tools for personal gain. The Warlock cares little for the attitudes of others since he is focused on learning more magic and occult secrets.

#### Regarding the Schism

At some time in the distant and unrecorded past, Witches and Warlocks were one in the same. Little is known or spoken of the schism, but this much is repeated. At some point, a group of Witches sought greater power from entities other than the Goddess and God of the Witches. For their betrayal, the remaining Witches branded their former members "Warlock" meaning "oath-breaker" or "betrayer." Warlocks, of course, deny this and claim that they left the narrow path of Witchcraft to follow greater truths.

There is still quite a bit of antipathy between Witches and Warlocks. Most feel it is due to their different outlooks on magic or the constant mixing of the two in the minds of the common people. Though what most Witches and Warlocks will only begrudgingly admit, and rarely to anyone on the outside, is that Witches and Warlocks used to be one and the same. Warlocks betrayed the Witches for greater power, and the schism between them has only grown wider in the centuries since it happened.

## Warlock Class Abilities

**Arcane Blast:** At 1st level, a warlock can summon the energies granted to him by his pact and release it as a bolt of energy. The warlock may fire a bolt of energy at any single opponent within close range (25 feet + 5 feet/2 levels). This is a ranged attack that does 1d6 points of damage at 1st level, and an additional 1d6 damage every four levels after (2d6 at 5th, 3d6 at 9th, 4d6 at 13th, to a maximum of 5d6 at 17th level). This is a spell-like attack and has the same limits as a spell regarding saving throws and protection.

The Warlock can add his Charisma modifier to his normal roll to hit for this invocation, not Dexterity.

**Familiar:** The Warlock gains a familiar spirit. Like the Witch this familiar guides the warlock, but unlike the Witch, the Warlock's Familiar is a true spirit and not a spirit in animal guise. The spirit can manifest as an animal, a ball of light, a floating

skull or even as a voice attached to the Warlock's Grimoire. Since they lack physical form they cannot attack, be attacked or provide any physical benefit to the Warlock. Magic, spells, innovations to weapons specifically designed to target familiars can affect these Warlock familiars. Damage directed at these also affect the warlock. In situations like these, the warlock needs to make two saving throws and always take the lesser roll.

**Invocations:** An invocation is literally a plea by the Warlock to his patron for power. This power comes without the need for study or preparation, but they are not without cost. Invocations are spell-like powers. They often act as spells and their effects can be detected by Detect Magic and likewise be dispelled by a Dispel Magic. The warlock merely needs to concentrate on activating their power. If an invocation has a prerequisite, then the warlock must meet that first.

All Warlocks start with the Arcane Blast Invocation (see above).

Invocations are detailed in **Invocations**.

**Pact:** The Warlock forges a Pact with a powerful being from another Realm. These beings can differ greatly, and all have their own reasons for wanting to grant the Warlock power. Some may want mortal agents in this world. Others are looking for slaves. Others still may have reasons unclear to the Warlock; granting mortal power my please or amuse them. Players should work with their Referee on the nature of their Pact and what it means. Each Pact also gives the warlock certain vulnerabilities.

The most common pacts are:

**Chthonic:** These are lost, forgotten gods. They were once powerful but now their clergy are dead, and their power is much less, but they are still gods and seek mortals. Some might be vestiges of Gods, the remains when a god drops one persona or portfolio to assume another. They might be the remains of dead gods, sleeping in an eternal slumber but still more powerful than any mortal.

Warlocks with this Pact are at a -1 penalty and take +1 extra damage to items made of bronze.

**Demonic:** The forces of the demonic realms often desire mortals to do their bidding. Often the exchange for power is one of quid-pro-quo, the Warlock gains power and the Demon gains a toehold on the Warlock's world, or at the very least an increase in violence and chaos.

Warlocks with this Pact are at a -1 penalty and take +1 extra damage to items made of silver.



**Diabolic:** Like the Demonic forces, the Diabolic seek mortals. Often these agreements are very detailed with exact powers spelled out, and terms agreed on. Typically the Warlock signs the Pact in their blood.

Warlocks with this Pact are at a -1 penalty and take +1 extra damage to items made of silver.

**Fey:** A pact with a power creature from the lands of Faerie. This could be a Fey Lord or Lady, or even stranger creatures like the Leader of the Wild Hunt, The Goblin King, or the Lord of the Forests a majestic unicorn with a silver mane.

Warlocks with this Pact are at a -1 penalty and take +1 extra damage to items made of iron (but not steel).

Referees are encouraged to detail their own Pacts with various creatures, concepts or ideas.

**Spell Casting:** Like a Cleric a Warlock must beseech a power, known as their Patron, to grant them the knowledge of their spells. These spells are automatically known to the Warlock and can be cast right away. These must be recorded in their Grimoire to keep their pacts sealed. The Warlock can then turn to their Grimoire to re-learn any spell.

**Warlock Spells:** The Spells a Warlock can learn are listed in the Spells & Magic Chapter. It is noted that a the Warlock and the Witch use the same spell lists. So any spell listed as a "Witch" spell can also be learned by a Warlock.

**Magic-User Spells:** If a Warlock can get ahold of the Spellbook of a Magic user they may attempt to learn these spells as well. If the spell is already on the Warlock's spell list then the chance is automatic. If this is a new spell then the Warlock must use the same Chance to Know Spell based on Intelligence as the Magic-User would. The Warlock must learn a spell of the proper level from their own list first before learning a magic-user spell. Magic-User spells can be learned on even levels; so 2nd level for a 1st level magic-user spell, 4th level for a 2nd level spell, and so on. The maximum level is a 5th level magic user spell at 10th level.

Note: This "spell theft" is high despised by magic-users of all sorts. Magic-users will go to great lengths to protect their spellbooks from Warlocks. Likewise the Warlock will also go to great lengths to obtain a spellbook with a rare spell inside.

Spells are detailed in **Spells**.

**Warlock Lodge:** At 10th level the Warlock may start a Lodge to attract other Warlocks of like minds and Patrons to study. Evil or Chaotic Warlocks may forego Lodge and instead only attract apprentices/followers. Good, Lawful and Neutral Warlocks see the need to join forces for mutual protection and sharing of knowledge. Though even an evil Warlock sees the benefit in this.

Warlock Lodges are detailed in **Lodges**.



# New Races

## Goblinoids

Goblinoid characters have their own tradition of witchcraft and their warlocks are known as **Bogelbos**. These Warlocks advance as per the other Player Character races with the following changes.

*Goblins (Fey):* Goblins are largely made up of Bogelbos with Fey Pacts, naturally their pact is with a creature known as the Goblin King, a terrifying and powerful Faerie Lord. Goblins may advance to 5th level Bogelbos (Warlocks). Interestingly enough there are plenty neutrally aligned warlocks whose goals are only their own and that of their Faerie Lords.

*Hobgoblins (Diabolic):* Among witches and warlocks it is generally believed that Hobgoblins are goblins with infernal or diabolic ancestry, much like tieflings are humans with similar ancestry. The difference is that the diabolic influences have been spread out amongst the Hobgoblins for so long that their blood is much thinner and less of the diabolic traits are evident. Hobgoblins can advance to 6th level Bogelbos (Warlocks) with a Diabolic Pact or to 4th level under any other pact.

*Bugbears (Demonic):* Like Hobgoblins are assumed to have diabolic ancestry, Bugbears are assumed to have demonic. Bugbears can advance to 6th level Bogelbos (Warlocks) with a Demonic Pact or to 3rd level under any other pact. Bugbears take on the most destructive elements of their demonic ancestry and choose spells and invocations accordingly.

The ritual tool of the Bogelbo is the sacrificial knife. Unlike the athamé, this knife is sharp and may be used for mundane needs. Goblinoids are limited to the following levels:

Class	Goblin	Hobgoblin	Bugbear
Assassin	x	x	3
Cleric	1	2	3
Druid	2	X	X
Fighter	1	2	3
Magic-User	x	x	X
Monk	x	1	2
Paladin	X	x	X
Ranger	1	X	X
Thief	2	3	4
Warlock	5	6/4	6/3

## Playing A Goblin Warlock

Goblins are some of the weakest humanoid monsters, yet goblin culture, such as it is, is as old as that of the orcs, elves or dwarves. Goblins war with gnomes in the lands of the Faerie and with dwarves, orcs and other creatures in the lands of mortals. The goblin warlock is a chance for the oppressed to fight back.

If nothing else, goblins respect and fear power. The Bogelbo is the ultimate expression of this; allying with something powerful to become powerful. Bogelbos typically serve the Goblin King, who wishes for nothing more than their undying loyalty and adoration but others do serve darker powers. Shedim (qv.) are a lure for the hobgoblin bogelbos who feel the pull to their realms in life and in death.



## Tieflings

Tieflings are humanoids with an obvious infernal ancestry. They appear largely as do humans, but their diabolic horns, tails and slit-pupil eyes betray their fiendish origins. Some even have demon like wings and fangs. Their skin coloration tends towards reddish hues. Their hair tends to be darker shades of black, brunette and red.

No two tieflings will look the same, even ones in the same family. The diabolic and demonic traits are too random. Some tieflings (5%) can even pass for completely human. Others (10%) can pass for human save for the closest inspections.

Tiefling characters gain an additional +4 to saves versus fire or heat. Tieflings can see in the dark (darkvision), to a limit of 60 feet, though they can't discern color in darkness, only shades of gray.

A tiefling character can also choose one 1<sup>st</sup> level Warlock/Witch spell to cast once per day. They do not need to memorize this spell or have a pact, patron or other occult connection. It is in their blood.

Tieflings are unlimited in level progression as a Warlock. Additional a Tiefling player character may be a Cleric, Fighter, Fighter/Magic-User, Thief, or Fighter/Magic-User/Thief. In the Fighter and Thief classes, a Tiefling may advance with no maximum level limit. They are limited to 8th level Cleric and Magic-User classes, or 9th level if they have a 17 or better in Wisdom or Intelligence respectively.

Certainly characters should only choose a Tiefling if they meet the following requirements: Minimum Charisma 15, Intelligence 13, Constitution 10. Only tieflings that are strong of mind, personality and body survive to reach adulthood. Tieflings are naturally suited for the witch and warlock classes since much of their own family ancestry is steeped in it.

Referees may limit the number of classes Tieflings may gain access to beyond this list.

Class	Tiefling
Assassin	5
Cleric	8/9
Druid	X
Fighter	U
Magic-User	8/9
Monk	5
Paladin	X or U*
Ranger	X
Thief	U
Warlock/Witch	U

\*Chaotic Paladins or special cases the Referee could allow a Tiefling Paladin.

There is a rumor, and there is some evidence to support this, that any race can produce a tiefling child if that child is exposed to witchcraft in the womb. Often one of the signs that a parent may

be a witch or warlock is if they spawn a tiefling child.



### Playing a Tiefling Warlock

Sometimes it is best to play the hard life deals you. Tieflings take to witchcraft and the witch and warlock classes are most popular. In tiefling communities witches often take the role of clerics and warlocks that of magic-users.

There is no distinction made here between *diabolic* and *demonic* tieflings. Players may decide that their own character has a particular ancestry and can role-play that way accordingly. Players might even want to make a distinction between tieflings with a long ancestry of demonic/diabolic taint and those that were born to human parents without any prior tiefling blood in their family line.

# Invocations

Invocations are the lure of power for the Warlock. The ability to perform great magical deeds without the need of study or training is what lures so many to power of the Warlock. An invocation however is a plea, a plea to the Warlock's patron for power.

This power comes without the need for study or preparation, but they are not without cost.

Invocations are spell-like powers. They often act as spells and their effects can be detected by *Detect Magic* and likewise be dispelled by a *Dispel Magic*. The warlock merely needs to concentrate to activate their power. If an invocation has a prerequisite then the warlock must meet that first.

All Warlocks start with the Arcane Blast Invocation (see below) at first level.

Unless otherwise noted an Invocation is an act of will and requires no verbal or somatic component. Often the Warlock will need to aim or otherwise indicate where their invocation is supposed to take effect, but a bound and gagged Warlock still summon up terrible power.

## Invocations, Hexes and Occult Powers

If you have purchased other books about witches written by me you will notice that Invocations share a number of similarities with Occult Powers or from other authors, Hexes. This is intentional and shows the relationship the Warlock and the Witch share. The Warlock gets more of these powers at the cost of their spell casting. Witches gain more spell-casting and fewer special powers.

The logical extension of this the cleric, who also has spells and minor powers and wizard/magic-user that has the most spell casting ability, but no special powers.

## Agonizing Blast

*Prerequisite:* arcane blast invocation

When the warlock casts arcane blast, he adds his Charisma modifier to the damage it deals on a hit

**Arcane Blast:** At 1st level, a warlock can summon the energies granted to him by his pact and release it as a bolt of energy. The warlock may fire a bolt of energy at any single opponent within close range (25 feet + 5 feet/2 levels). This is a ranged attack that does 1d6 points of damage at 1st level, and an additional 1d6 damage every four levels after (2d6 at 5th, 3d6 at 9th, 4d6 at 13th, to a maximum of 5d6 at 17th level). This is a spell-

like attack and has the same limits as a spell in terms of saving throws and protection.

The Warlock can add his Charisma modifier to his normal roll to hit for this invocation, not Dexterity.

## Arcane Mastery

*Prerequisite:* 13th level

The Warlock can choose one Magic-User or Witch spell of 6th level to cast once per day. The spell is recorded in their Grimoire as any other spell.

Each time this invocation is taken the Warlock can take an additional spell.

## Arcane Mastery, Greater

*Prerequisite:* 15th level, Arcane Mastery

The Warlock can choose one Magic-User or Witch spell of 7th level to cast once per day. The spell is recorded in their Grimoire as any other spell.

Each time this invocation is taken the Warlock can take an additional spell.

## Arcane Mastery, Superior

*Prerequisite:* 15th level, Arcane Mastery

The Warlock can choose one Magic-User or Witch spell of 8th level to cast once per day. The spell is recorded in their Grimoire as any other spell.

Each time this invocation is taken the Warlock can take an additional spell.

## Armor of Shadows

The Warlock can cast *mage armor* on himself at will, without using a spell.

## Ascendant Step

*Prerequisite:* 9th level

The Warlock can cast *levitate* on himself at will, without using a spell.

## Aura of Fear

The eldritch dealings have tainted the warlock, and he now exudes a constant aura of unnaturalness.

This acts as the spell *cause fear*.

## Beast Speech

The Warlock can cast *speak with animals* at will, without using a spell.

## Beguiling Influence

The Warlock gains a +4 on any roll to convince, trick, beguile or otherwise delude others.

## Bestow Curse on Item

*Prerequisite:* 5th level

This is a minor curse that the warlock can give an item. Generally the curse is not directly harmful or fatal. Usually it is done as an embarrassment or an annoyance. Typical curses would be causing a weapon to miss at -1, or for the item's owner to give off an unpleasant odor in the presence of the opposite sex. These curse can be removed with a *Dispel Magic* or a *Remove Curse*. Minor cursed items may be gotten rid of at no penalty. The curse is not removed, but they no longer are a problem for the (former) owner.

### **Bewitching Whispers**

*Prerequisite:* 7th level

The Warlock can cast *command* once using a warlock spell of 1st level. The Warlock can't do so again until the next day after sleeping.

### **Chains of Carceri**

*Prerequisite:* 15th level, Demonic or Diabolic Pact

The Warlock can cast *hold monster* at will—targeting a celestial, fiend, or elemental - without using a spell level. The Warlock must wait one day before he can use this invocation on the same creature again.

### **Creeping Doom**

*Prerequisite:* 15th level

The warlock calls on his patron to send a mass of creeping, crawling and flying insects to sting, bite and pinch. The numbers of the swarm are enough to cause 6d6 points of damage. The insects and vermin are native to the area but will also take on the mien of the warlock's patron. So a demonic patron might send death's head beetles, a diabolic might send vicious fire ants and a faerie patron might send strangely biting and stabbing butterflies.

### **Devil's Sight**

The Warlock can see normally in darkness, both magical and nonmagical, to a distance of 120 feet. If the warlock already has the ability to see in darkness this extends it by 120 feet.

### **Dreadful Word**

*Prerequisite:* 7<sup>th</sup> level

The Warlock can cast *confusion* and *fear* simultaneously once using a warlock spell of 1st

level. The Warlock can't do so again until the next day after sleeping.

### **Eldritch Ball of Flame**

*Prerequisite:* 7<sup>th</sup> level

The warlock can summon forth a ball of fire similar to that of a magic-users' *Fireball* spell. This fireball does 1d4 (not 1d6) hit points of damage per level of the Warlock.

### **Eldritch Sight**

The Warlock can cast *detect magic* at will, without using a spell. This can be done multiple times per day.

### **Eldritch Spear**

*Prerequisite:* arcane blast invocation

The Warlock's arcane blast range is increased to 300 feet.

### **Eyes of the Rune Keeper**

The Warlock can read all writing.

### **Fiendish Vigor**

*Prerequisite:* 5th level

The Warlock can cast *Lesser Strengthening Rite* on himself at will as a 1st-level spell, without using a spell level.

### **Flight**

*Prerequisite:* 7th level

The warlock may fly as per the spell with one use of this invocation.

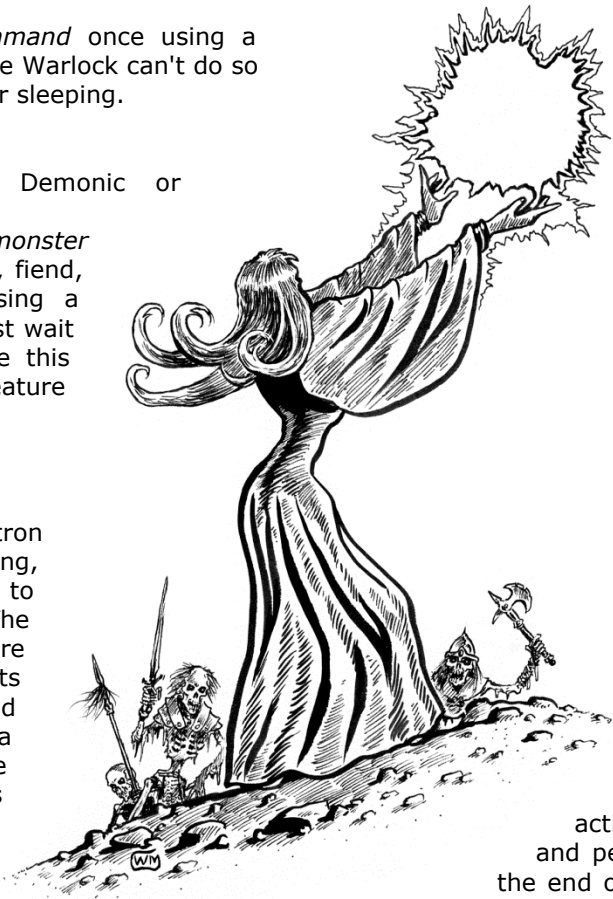
### **Gaze of Two Minds**

The Warlock can use his action to touch a willing humanoid and perceive through its senses until the end of his next turn. As long as the creature is on the same plane of existence as the Warlock, he can use his action on subsequent turns to maintain this connection, extending the duration until the end of his next turn. While perceiving through the other creature's senses, the Warlock benefits from any special senses possessed by that creature, and he is blinded and deafened to his own surroundings.

### **Gift of Languages**

*Prerequisite:* 3rd level

Once per day the warlock can cast *Comprehend Languages* and *Tongues* upon himself to understand and speak any language. The effects last for 1 hour per level.



### **Hellfire Invocation**

*Prerequisite:* Diabolic or Demonic Pact

The warlock can amplify the damage of any fire based spell. The damage dice increases from a d4 to d6 or a d6 to a d8.

### **Lifedrinker**

*Prerequisite:* 12th level, Pact Blade invocation

When the Warlock hits a creature with his pact weapon, the creature takes extra damage equal to double his Charisma modifier.

### **Mask of Many Faces**

The Warlock can cast *disguise self* at will, without using a spell.

### **Master of Myriad Forms**

*Prerequisite:* 15<sup>th</sup> level

The Warlock can cast alter self at will, without using a spell.

### **Minions of Chaos**

*Prerequisite:* 9<sup>th</sup> level

The Warlock can cast *conjunction of elementals* using a warlock spell of 1st level. The Warlock can't do so again until the next day after sleeping.

### **Mire the Mind**

*Prerequisite:* 5th level

The Warlock can cast *slow* once using a warlock spell of 1st level. The Warlock can't do so again until the next day after sleeping.

### **Misty Visions**

The Warlock can cast *silent image* at will, without using a spell.

### **Occult Lightning**

*Prerequisite:* 7<sup>th</sup> level

The warlock can summon forth a bolt of lightning similar to that of a magic-users' *Lightning Bolt* spell. This fireball does 1d4 (not 1d6) hit points of damage per level of the Warlock.

### **One with Shadows**

*Prerequisite:* 5th level

When the Warlock is in an area of dim light or darkness, he can use his turn to become invisible until he moves or takes an action or a reaction.

### **Otherworldly Leap**

*Prerequisite:* 9th level

The Warlock can cast *jump* on himself at will, without using a spell.

### **Pact Blade**

The Warlock can turn a normal sword or dagger into a Pact Blade. The blade glows with eldritch

light and is considered to be magical with +2 to hit and damage. Any blade can be made into a Pact Blade but if it is lost or destroyed the Warlock needs 24 hours to perform the rituals to make a new blade. Magical blade can be made into Pact Blades, but not intelligent swords. The Warlock adds +1 to the magic the blade already has in such cases.

### **Pact of the Chain**

The Warlock's familiar is a corporeal living creature known as an imp. These familiars accompany the Warlock and may attack.

### **Poison Resistance**

Warlocks are exposed to a number of noxious potions, poultices and herbals and even poisons. This exposure builds up and warlock gains a +5 to any poison based saving throws.

### **Repelling Blast**

*Prerequisite:* arcane blast invocation

When this invocation hits a creature with arcane blast, the Warlock can push the creature up to 10 feet away from him in a straight line.

### **Sculptor of Flesh**

*Prerequisite:* 7th level

The Warlock can cast *polymorph self or others* once using a warlock spell of 1st level. He can't do so again until the next day after sleeping.

### **Shape Change**

*Prerequisite:* 10th level

Once per day, the warlock may change her shape to any type of natural animal indigenous to his area, as per the spell *Shape Change*. For 1 turn per level, the warlock may move freely back and forth between his animal and human forms. Once the form is chosen though, that is the only form he can use for the day. So, a warlock may choose to change between the forms of human and fox, but cannot go between fox, human and bird. Once the duration has expired, the warlock reverts back to human form.

### **Sign of Ill Omen**

*Prerequisite:* 5th level

The Warlock can cast bestow curse once using a warlock spell of 1st level. The Warlock can't do so again until the next day after sleeping.

### **Signature Spell**

The warlock with this invocation can choose one spell and cast it three times per day. They cannot gain this spell till the level after they gain the spell.

So if a warlock wants to use Bestow curse as a signature spell, he would need to take the spell at 5th level (the first time he can take a 3rd level

spell) and then make it his signature spell at 6th level.

Taking this invocation multiple times would allow for multiple signature spells.

The Warlock is also limited to only one signature spell per level. So the above warlock could not choose a second 3rd level signature spell.

### Supernatural Protection

The warlock gains +3 to saving throws against Magic and Spells and immunity to one 1st level spell. Evil warlocks radiate a personal *Protection from Good* aura. This aura will not affect any good creatures, but it will put good creatures at ill ease.

Good witches have a similar aura that effect evil creatures.

This invocation can be taken multiple times. Each additional time the warlock gains no extra protection from magic, but can choose another spell to become immune to. Each selction can be one level higher than before, but not higher than the warlock's own level divided by 2. For example a warlock takes Supernatural Protection for the 2nd time at 8th level. They already have +3 to saves and immunity to one 1st level spell, they may not choose a spell of 1st through 4th level to be immune to.

### Thief of Five Fates

The Warlock can cast *bane* once using a warlock spell of 1st level. The Warlock can't do so again until the next day after sleeping.

### Thirsting Blade

*Prerequisite:* 5th level, Pact Blade invocation

The Warlock can attack with his pact weapon twice, instead of once, whenever he takes an action on his turn.

### Visions of Distant Realms

*Prerequisite:* 15th level

The Warlock can cast *arcane eye* at will, without using a spell.

### Voice of the Chain Master

*Prerequisite:* Pact of the Chain invocation

The Warlock can communicate telepathically with his familiar and perceive through his familiar's senses as long as you are on the same plane of existence. Additionally, while perceiving through his familiar's senses, you can also speak through his familiar in his own voice, even if his familiar is normally incapable of speech.

### Whispers of the Grave

*Prerequisite:* 9th level

The Warlock can cast *speak with dead* at will, without using a spell.

### Winds of Change

The warlock summons a gust of wind. The wind kicks up dust and debris. Victims in a straight line 50 feet of the warlock must make a saving throw or lose their attack on their next round.

### Witch Sight

*Prerequisite:* 15th level

The Warlock can see the true form of any shapechanger or creature concealed by illusion or transmutation magic while the creature is within 30 feet of you and within line of sight.



# Spells & Magic

Spells are listed below alphabetically with the level of the caster listed.

*Note:* A large number of spells are presented for the Witch and Warlock characters. Not all spells may be available to any given Witch/Warlock, area or tradition/lodge. The Referee can decide on which spells are available and which ones are not

## Acidic Spew

Level: Warlock/Witch 2

Range: Warlock height in feet (round down)

Duration: Instant

Casting Acidic Spew causes the warlock's stomach to churn and erupt in a toxic stream of bile, rot, and foul intent directed at a single target. The stream causes 1d6 base damage +2 points of damage for each level of warlock.

## Agony

Level: Warlock/Witch 2

Range: 25 ft.+ 5 ft. per 2 levels

Duration: 1 round per level

The warlock creates the illusion of blinding pain for one target that she can see. The target is stunned for the duration of the spell, unable to take action because of the pain. Target creature has a -2 penalty to its Dexterity and loses its Dexterity bonuses to AC (if any). Flying and swimming creatures affected by agony must concentrate to remain aloft or afloat.

## Alter Self

Level: Warlock/Witch 2

Range: Self

Duration: 1 minute per level

The warlock can assume the form of any Small or Medium creature of the humanoid type. If the form assumed has any of the following abilities, he also gains the listed ability: darkvision 60 feet, low-light vision, scent, and swim 30 feet.

*Small creature:* If the form the warlock takes is that of a Small humanoid, he gains a +2 size bonus to Dexterity.

## Arcane Eye

Level: Warlock/Witch 4

Range: Unlimited

Duration: 1 minute per level

The warlock calls into existence a floating eye that she can see from as if it were one of her own eyes. The arcane eye can be called up anywhere the warlock can see (including via a crystal ball or scrying) and then move at a rate of 30' per round

in any direction even outside of her sight. The eye cannot pass physical barriers, such as a closed door, but it can squeeze through any opening that is 1" in diameter or larger (it is about the size of an eye). The eye must remain on the same plane as does the warlock, so it can't be astrally projected or cross over a Gate.

The warlock must maintain concentration to use the eye. If she breaks her concentration, the eye becomes inert until she can concentrate again.

## Arcane Dart

Level: Warlock/Witch 1

Range: 120 ft.

Duration: Instantaneous

This spell causes a bolt of sizzling magical energy to launch forth from the caster's hand, unerringly strikes its target. It inflicts 1d4+1 points of damage. A second dart is produced by a caster of 5th level, or higher and three darts are produced by a 9th level caster. There is no saving throw.

## Arctic Grasp

Level: Warlock/Witch 3

Range: Touch

Duration: Until Discharged

The spell causes the witch's hand to glow a bright light blue until the spell is dispelled into another individual. When dispelled, the spell deals 1d6 points of frost damage per level (max 10d6). If the target fails their saving throw, they are considered slowed and can only take partial actions for 1 round per 2 caster levels.

## Astral Sense

Level: Warlock/Witch 3

Range: Touch

Duration: 1 round per level

By means of this spell, the warlock can see astral, ethereal or invisible creatures. She is limited only by her own sight. Even though the warlock can see the creatures or items in the astral or ethereal plane, she may not be able to affect them. Plus, the creatures may not be able to see the warlock. Any gaze attacks that can extend into the astral or ether will also affect the warlock.

## Augury

Level: Warlock/Witch 2

Range: Personal

Duration: Instant

This spell allows the warlock to ask about one particular action and find out if the results will be positive or negative. The base chance for receiving a meaningful reply is 70% + 1% per warlock level,



up to a maximum of 90%. This roll is made secretly. A question may be so straightforward that a successful result is automatic, or so vague as to have no chance of success. If the spell succeeds, the warlock will get one of four results:

- Weal (if the action will probably bring good results)
- Woe (for bad results)
- Weal and woe (for both)
- Nothing (for actions that don't have especially good or bad results)

If the spell fails, she will get the "nothing" result. A warlock who gets the "nothing" result has no way to tell whether it was the consequence of a failed or successful augury. The augury can see into the future only about half an hour, so anything that might happen after that does not affect the result. Thus, the result might not take into account the long-term consequences of a contemplated action. All auguries cast by the same person about the same topic use the same dice result as the first casting.



### **Bad Luck**

Level: Warlock/Witch 1

Range: 100 feet (line of sight)

Duration: 1 day

This spell creates an aura of bad luck around one creature. The victim is allowed a normal saving throw to avoid this bad luck. If it fails, then the next action that requires a roll is an automatic failure. For the rest of the day (until the next sunrise) the cursed victim will make any roll based on Luck at a -2. The warlock may only curse someone like this once per day. If she has taken the spell twice, for example, she could cast it on two different people, but not the same person.

### **Bad Luck, Run of Bad Luck**

Level: Warlock/Witch 5

Range: 60 feet

Duration: See below

If the target fails his saving throw against this spell, every time he makes a saving throw in the future he must make two saving throws and take the worst result. This spell remains in effect until the target makes a number of saving throws equal to the warlock's level.

### **Bane**

Level: Warlock/Witch 1

Range: 50 feet

Duration: 1 minute per level

This spell is the opposite of the Clerical *bles* spell.

Bane fills the Warlock's enemies with fear and doubt. Each affected creature takes a -1 penalty on attack rolls and a -1 penalty on saving throws against fear effects. Bane counters and dispels *bles*.

### **Banish Seeming**

Level: Warlock/Witch 5

Range: touch

Duration: instantaneous and 1 round/level; see text

With a melee touch attack the warlock can dispel an illusion or return a creature to its natural form. This functions as *dispel magic* directed at the effect in question, except the target receives a -2 penalty on their saving throws. If multiple effects are changing the creature's appearance, the warlock can dispel one such effect for every four warlock levels, starting with the highest caster level spells and proceeding to spells with lower caster levels.

The caster level for supernatural abilities such as change shape is equal to the target creature's Hit Dice. A creature returned to its natural form by *banish seeming* is prevented from changing its form again for a number of rounds equal to the warlock's level.

Banish seeming has no effect on nonmagical means of changing appearances, such as that provided by a disguise or extraordinary ability.

### **Barrier (Reversible)**

Level: Warlock/Witch 2

Range: 60 ft

Duration: 6rds +1rd/level

Barrier protects designated creatures, granting them a bonus of +1 to AC and all saving throws. The reverse of the spell, Defencelessness, allows the target creature a save but, if failed, causes a penalty of -1 to AC and all saving throws.

### **Beastform**

Level: Warlock/Witch 2

Range: Touch

Duration: 2d6 turns

Beastform enables the warlock to switch bodies with one animal of equal or fewer hit dice than the warlock has levels. While in the warlock's body, the animal becomes catatonic. The warlock is in full control of the beast's body and can use all of its attack forms, senses, and means of locomotion, so if in the form of a bat, the warlock will be able to fly and use a bat's sonar. If either beast or warlock is slain during the spell's duration, both die.

### **Bestow Curse**

Level: Warlock/Witch 3

Range: Touch

Duration: Permanent

Witches and Warlocks are well known for their curses. This spell is one of their means of laying a variety of curses. The witch doesn't need to choose the curse they learn; it can be chosen at the time of casting to fit the needs of the situation. The witch places a curse on the target. Choose one of the following three effects:

- -6 decrease to an ability score (minimum 1).
- -4 penalty on attack rolls, saves, and ability checks.
- Each turn, the target has a 50% chance to act normally; otherwise, it takes no action.
- The target becomes unlucky. Every non-combat role receives a -5 penalty.
- The target is cursed with embarrassing themselves in all social situations. The target makes inappropriate body noises; her devices fail to work, she spills drinks and food, etc.
- The target can't help but shout everything they are trying to say.
- The target becomes incapable of intentionally lying (even for the sake of diplomacy or social convention).
- The target is taken with fits of sneezing, coughing, weeping or laughter. In a stressful situation, there is a 50% chance each round

that the character is incapable of action because of this condition.

- Animals shun the character and do their best to avoid him.
- Circumstances always draw attention to the character at the worst possible moment. For example, the character may always step on a dry branch (or a stray cat), causing noise, or the character may suddenly glow in the dark (just enough for others to see him). The target has a -25% enhancement penalty for all Hide and Move Silently checks.
- The character develops an unusual or embarrassing physical trait. This includes things such as a donkey's ears, a pig's tail (and perhaps snout), a nose grows twice its original size, bright polka-dotted skin, total loss of body hair, cold and clammy skin or just about any other unpleasant cosmetic features the warlock desires. The target cannot be transformed entirely into another creature, nor are any of the target's abilities affected (although he may have a difficult time with some interaction skill checks).
- The target is inflicted with a form of lycanthropy of the warlock's choice. The warlock cannot bestow a form of lycanthropy with an alignment opposite to her own. Thus lawful warlocks cannot create wererats or werewolves and chaotic warlocks cannot create werebears. This lesser form lycanthropy can be cured via a *Remove Curse*.
- One of the target's descendants suffers the effects of the curse. For example, a caster may choose to place a curse that affects the subject's first-born child. The curse takes effect and may be removed normally.
- Most food becomes difficult to digest and tastes horrible. Raw sea food is an exception, preferably regurgitated.
- Verbal articulation becomes very difficult, requiring another speaker of a shared language to make Intelligence checks each round to understand what is said.
- Hands become clubby with the four fingers to the side of the thumbs fusing together into two wide digits that grant an additional +2 circumstance bonus to swim checks but make manipulating most objects difficult (dexterity checks for picking up or grasping anything).
- Toes begin fusing together, and feet become more club like, increasing in size and making it impossible to wear normal humanoid footwear.
- The curse affects the target's family line instead.
- The curse has a delayed onset or will only begin under certain circumstances.

The curse can only be removed under special circumstances as dictated by the GM.

Warlocks may also invent their own curses, but it should be no more powerful than those described above.

The *curse* bestowed by this spell cannot be dispelled, but it can be removed with a *break enchantment*, *limited wish*, *miracle*, *remove curse* or *wish* spell.

### **Black Cloud**

Level: Warlock/Witch 3

Range: 240 feet

Duration: 1 turn

A small black cloud appears 30–60 feet above the intended target area. It releases a torrent of rain that forms a cylinder, showering a 30-foot-diameter area. Normal fires are extinguished; magical fires are temporarily snuffed, their dweomers rekindling 1 turn after the spell terminates (unless their durations elapse). All attacks made whilst under a black cloud are at –4 “to hit.” Black cloud can also be used as a protective measure, for if a fireball, flaming sphere, or similar effect strikes the deluged area, the fire spell is extinguished, and the rain is vaporized to a cloud of steam. If this spell is cast in an area of subfreezing temperature, the rain is instead heavy snow; or, if the temperature is just at the freezing point, sleet and freezing rain result.

### **Black Fire**

Level: Warlock/Witch 1

Range: 15'

Duration: 1 hour + 10 minutes per level

This spell allows the warlock to create an immobile source of heat with black fire, emitting no light but providing warmth equivalent to a small campfire in a 10-ft. radius. The fire is a diffuse source of heat that is not sufficiently focused to ignite combustible materials. It can be used to slowly cook meals or boil water, although doing so always requires double the amount of time required with a normal campfire. The flames are uncomfortable to the touch, but they will not cause any burn damage. They can be extinguished in the same manner as a normal fire.

### **Blade Dance**

Level: Warlock/Witch 5

Range: 25' + 5' per 2 levels

Duration: 1 round per level

To begin this spell, the warlock starts a dance with a specially enchanted boline (knife) and her Athamé or Pact Blade. The witch dances while muttering the spell words, at the last word she throws the boline at the target. The boline spins around the area the witch chooses and multiplies in a manner similar to the spell *Blade Barrier*. The spinning barrier can vary from 5 to 30 feet in diameter around a point chosen by the warlock.

The barrier lasts the listed duration until someone casts *Dispel Magic*.

Anyone trying to cross the barrier of flying, spinning knives takes 1d6 points of damage per level of the warlock.

### **Blight Growth**

Level: Warlock/Witch 1

Range: Touch

Duration: 1 week

This spell can be used in three ways.

*Blight Garden* - Growth is decreased by 20% during the duration of the spell. When used in a natural garden, it will produce 20% less food. This can be used to affect gardens up to 10 square feet per warlock level.

*Blight Body* - If cast on a living creature, they will recover one less hit point for each full night of rest.

*Blight Mother* - This spell can also be used to decrease the chances of a woman getting pregnant, though it's up to the GM to decide exactly how it's affected.

### **Blithering**

Level: Warlock/Witch 1

Range: 50 ft

Duration: See below

For the spell duration, the target is possessed by a spirit of very low intelligence. The target gets an initial saving throw to resist the spell entirely. If failed, the spirit takes control in the next round. Each round after that, the target gets a fresh saving throw to regain control of itself; success means the spell expires. While the spirit is in control, the target will defend itself if attacked, but otherwise, will simply stand and drool. Creatures with more than 5 levels or hit dice are totally immune to Blithering.

### **Blood Augury**

Level: Warlock/Witch 1

Range: Caster

Duration: One Question

This spell is a very limited augury where the caster can ask one question and watch how the blood reacts. If the witch uses her blood the question must be about herself or someone close to her, if it is the blood of another, then it can only be that person.

The question must be very specific; “which door should I take?”, “what is the safest way home?” Given the nature of the blood magic, the question is usually related to life, death or mortality. The answer is entirely up to the Referee.

Note: If a Warlock uses the blood of a pregnant woman then the answers will always be vague since it involves two lives. The one exception is if the warlock asks the gender of the unborn babe.

This will always produce a correct answer.

### **Blur**

Level: Warlock/Witch 2

Range: 0

Duration: 1d4+4 rounds

The warlock becomes vague, hazy, and nebulous. All melee and missile attacks against him are at -2 "to hit" for the duration of the spell. Likewise, the warlock gains a +2 bonus to item based saving throws.

### **Body of Eyes**

Level: Warlock/Witch 3

Range: Personal

Duration: 1 minute per level

Body of Eyes covers the warlock's skin and clothing with eye-shaped spots that allow vision in a 360° radius around the warlock. The warlock gains a +4/+20% circumstance bonus to searching or looking for something. She also cannot be surprised. However, the warlock cannot avert or close her eyes to avoid gaze attacks.

### **Bonewarp**

Level: Warlock/Witch 5

Range: Cone 100 ft long, 30 ft diameter at the base, originating from warlock

Duration: Instant

With a complex chant and a series of gestures, the warlock calls spirits that twist and warp the skeletons of all creatures within the area of effect. Creatures that make a saving throw and creatures without a skeleton are unaffected. Affected creatures are stunned by the pain for 1d6 rounds and lose 2d6 hp. They may, at the GM's discretion, suffer dislocated limbs: equal chance to either halve movement (1-50) or to attack at -5 (51-100). Limbless creatures (snakes, fish, etc.), and large, powerful creatures with strong bones and sinew (dragons, dinosaurs, etc.), for example, will not suffer dislocated limbs. Avian or bat-like creatures will lose the ability to fly owing to dislocated wings.

### **Breathe Fire**

Level: Warlock/Witch 5

Range: 10 feet

Duration: special

The warlock must purse his lips after speaking the final incantation of this spell, for the next time he opens his mouth he releases a jet of flames 10 feet long and 5 feet wide at its terminus. Victims in this path sustain 3d8+3 hp damage, though they can attempt saving throws for half damage. The warlock can open his mouth at will to release this spell, so he may move, engage in combat, or perform other like activities, though he may not cast other spells. If, however, breathe fire not released within 1 turn (10 minutes), the warlock

immolates, suffering maximum damage (27 hp) with no saving throw applicable. (This spell can be dangerous if the warlock is forgetful and speaks to an ally or another person.)

### **Broca's Curse of Babel**

Level: Warlock/Witch 2

Range: Touch

Duration: 1 round per level

Using this minor curse, the Warlock will cause the subject to be able to only speak in nonsense. The subject will believe that they are speaking normally and will not initially understand why no one understands them. The affected subject will not be able to communicate either by speech or writing nor will they be able to cast spells. Any spell with a verbal component is stopped or otherwise disrupted. People affected will also believe that their speech is normal, but all other affected people's speech is babbled.

This spell can be countered with a proper *Remove Curse*, *Dispel Magic* or *Tongues* spell. This spell cannot affect undead or any other creature immune to mind-affecting spells.

### **Burning Gaze**

Level: Warlock/Witch 2

Range: Personal

Duration: 1 round per level

The warlock's eyes burn like hot coals, allowing her to set objects or foes alight with a glance. As a regular attack action, the warlock may direct her burning gaze against a single creature or object within 30' of her location. Targeted creatures must succeed at a saving throw or take 1d6 points of fire damage. Unattended objects do not get a save. Creatures damaged by the spell must make a save or catch fire. Each round, burning creatures may attempt another save to quench the flames; failure results in another 1d6 points 40 of fire damage. Flammable items worn by a creature must also save or take the same damage as the creature. If a creature or object is already on fire, it suffers no additional effects from burning gaze. Note that this spell does not grant an actual gaze attack—foes and allies are not in danger of catching on fire simply by meeting the warlock's gaze.

### **Cackling Skull**

Level: Warlock/Witch 3

Range: One skull within 25 feet + 5 feet per level

Duration: Permanent until dispelled

This spell functions as the *magic mouth*, except rather than creating an illusory mouth on any surface, it affects a skull. Also, when the skull's magic is triggered, it releases wild and unnerving cackles before speaking its message.

All creatures that can hear the cackles must save or become shaken for 1d4 rounds. Shaken characters act as if they were under the effects of a *fear* spell, but instead of trying to run away they stay put and cower in fear.

### Call Image

Level: Warlock/Witch 2

Range: 1 mile/level

Duration: 1 round

Requiring a poppet (c.f. the first level Make poppet spell), this spell creates an image of the target in a reflecting object. If the target looks into a reflective object near them, then they will be able to see the warlock in the same way. This spell will fail if the target person is out of range or on another plane, and if the target person is in a lightless place (prison cell, etc.), then the reflecting object will simply go dark, revealing no other information.

### Call Imp

Level: Warlock/Witch 4

Range: 10 ft

Duration: 6 rounds + number of rounds equal to Charisma bonus

This spell calls an imp. It takes 1d2 rounds to arrive after the spell is cast and will depart at least 6 rounds later. The imp is a free-willed creature, not a familiar or servant, so it is advisable to call the imp into a magical circle of some kind. The warlock may be able to persuade it to do as he or she wishes (the chance being the same as Charisma score would indicate for followers), or use another spell to force it to serve.

### Call Mephit

Level: Warlock/Witch 4

Range: 10 ft

Duration: 6 rounds + number of rounds equal to Charisma bonus

This spell calls a mephit. The warlock can sometimes (50%) choose which kind of mephit appears. Otherwise, the GM should determine the type of mephit randomly. As with Call Imp, the mephit takes 1d2 rounds to arrive, leaves after one hour, and is a free-willed creature that the warlock will need to persuade to serve.

### Call the Abomination

Level: Warlock/Witch 4

Range: 20 ft.

Duration: 1 round/level

All around you, tentacles and writhing teeth emerge from the ground as you summon forth a specter of the dread abomination to feast on the mind and body of those within the area. This area does not move with you. For the spell's duration, each character who begins his turn within the spell's area suffers 4d6 points of damage. Additionally, any character beginning his round within the spell's area or within 5 feet of the spell's area must succeed on a save or succumb to the abomination's call, suffering 1d4 points of Intelligence damage and being compelled to move towards the center of the spell's area, if possible. Damage can be healed via a Remove Curse and then normal healing.

### Cauldron of Blood

Level: Warlock/Witch 4

Range: Touch

Duration: 6 hours

This spell causes a normal large cauldron to become the gate between the Warlock's world and a particularly nasty outer plane.

Any undead placed in the cauldron are repaired back to full health. Any creature drinking or eating the blood found within the cauldron regains 2D6 Hit Points or 1D6 Constitution at the expense of 1 HD/Level lost.



### Cause Critical Wounds

Level: Warlock/Witch 5

Range: Touch

Duration: Permanent

When this spell is cast, the warlock touches one character or creature (or himself) and causes 3d8+3 hit points of damage.

### Cause Disease

Level: Warlock/Witch 3

Range: 30 ft.

Duration: Permanent

Cause disease inflicts a terrible withering disease on a victim, which will cause death in 2d12 days. A saving throw is allowed. This disease can be cured with the casting of cure disease. The victim of this disease cannot be cured of damage from other spells, and it takes twice the time for normal healing. This suffering further results in a penalty of -2 to hit rolls made by the victim.

### **Cause Light Wounds**

Level: Warlock/Witch 2

Range: Touch

Duration: Permanent

Cause light wounds (reverse of cure light wounds) causes 1d6+1 hit points of damage to a being if the warlock can touch the opponent.

### **Cause Minor Wounds**

Level: Warlock/Witch 1

Range: Touch

Duration: Permanent

Cause minor wounds causes 1d4 hit points of damage to a being if the warlock can touch the opponent.

### **Cause Paralysis**

Level: Warlock/Witch 4

Range: 60 ft.

Duration: Permanent

All targets within range (of the warlock's choice) are immediately freed from all paralysis and slow spell type effects whether caused by magic, undead or poisons.

### **Cause Serious Wounds**

Level: Warlock/Witch 4

Range: Touch

Duration: Permanent

Cause serious wounds (reverse of cure serious wounds) causes 2d6+2 hit points of damage to a being if the warlock can touch the opponent.

### **Chameleon**

Level: Warlock/Witch 2

Range: touch

Duration: 1 turn per level

This spell allows the character touched to blend into his surroundings to the point of becoming nearly invisible. The character gains a +8 or +40% bonus to hide in shadows. Characters affected by a chameleon spell can always hide in shadows with a throw of at least 12+. This spell is used to create elven cloaks.

### **Charm Animal**

Level: Warlock/Witch 1

Range: 25 ft + 5 ft per level

Duration: 1 hour per level

This spell functions like charm person, except that it affects a creature that can be considered normal, non-magical animals. The animal charmed will still need to be able to understand the warlock for her to compel it.

### **Charm Person**

Level: Warlock/Witch 1

Range: 25 ft + 5 ft per level

Duration: 1 hour per level

This charm makes a humanoid creature regard the warlock as its trusted friend and ally (treat the target's attitude as friendly). If the creature is currently being threatened or attacked by the warlock or her allies, however, it receives a +2 bonus on its saving throw. The spell does not enable the warlock to control the charmed person as if it was an automaton, but it perceives her words and actions in the most favorable way. She can try to give the subject orders, but she must win an opposed Charisma ability check to convince it to do anything it wouldn't ordinarily do (retries are not allowed). An affected creature never obeys suicidal or obviously harmful orders, but it might be convinced that something very dangerous is worth doing. Any act by the warlock or her apparent allies that threatens the charmed person breaks the spell. She must speak the person's language to communicate her commands, or else be good at pantomiming.

### **Chill Touch**

Level: Warlock/Witch 1

Range: Touch

Duration: Instantaneous

The warlock's hand glows with cold blue energy. A touch disrupts the life force of living creatures, sending chills throughout their body. Each touch deals 1d6 points of damage. The touched creature also takes 1 point of Strength damage unless it makes a successful saving throw.

### **Chimerical Force**

Level: Warlock/Witch 4

Range: 240 ft

Duration: concentration plus 2 rounds

This spell creates the visual and auditory illusion of an object, creature, or force, as visualized by the warlock, up to a maximum size of 30' x 30' x 30'. The illusion does not create smell, texture, or temperature. The warlock can move the image within the limits of the size of the effect. The image persists so long as the warlock concentrates upon it, plus additional 2 rounds after the warlock ceases to concentrate.

If used to create the illusion of one or more creatures, they will have an Armor Class of 0 and will disappear if hit in combat.

If used to simulate an attack spell or an attacking creature, the illusory damage done will be equivalent to the normal damage for any attack form simulated. A successful saving throw, however, will allow victims to avoid all damage. Illusory damage is not real. Those "killed" or injured will realize they are unharmed (at least from this spell) after 1d4 rounds.

### **Choking Grip**

Level: Warlock/Witch 2

Range: 30 ft

Duration: special

This spell creates an invisible grip around the throat of the target creature. Unless the target makes a successful saving throw, it begins choking. A choking creature suffers 1d6 points of damage per round, and cannot take any action (although it can still defend itself). The target of the spell receives a new saving throw each round. The choking grip lasts so long as the warlock concentrates upon it, or until the target makes a successful saving throw.

### **Circle of Respite**

Level: Warlock/Witch 3

Range: 25 ft + 5 ft per 2 levels

Duration: 8 hours

This spell creates a ward for the warlock's allies when they rest in dangerous lands. The casting of this spell creates a vaporous barrier of mist at the edges of the spell's area. Animals and beasts will not approach this barrier, and all others with 3 hit dice or less must make a save to penetrate the mists. Creatures with more than 3 hit dice are unaffected by the spell. Those sleeping within the area of the spell are refreshed as if they had spent a full day of resting. This additional effect only functions if the sleep or meditation is uninterrupted.

### **Clairsentience**

Level: Warlock/Witch 3

Range: See below

Duration: 1 round/level

This spell duplicates the 3rd level arcane spells Clairaudience and Clairvoyance. The warlock can both see and hear the chosen location.

### **Clothes of the Emperor**

Level: Warlock/Witch 2

Range: 25 ft. + 5 ft/level

Duration: 1 day/level

This spell creates an illusionary set of clothing that only the target can see. If the target puts on these clothes, they will appear nude, but the target will believe they are clothed, even if they look into a mirror or other reflected surface.

The caster decides what these clothes look like and where the target believes these clothes are.

### **Command**

Level: Warlock/Witch 1

Range: 25 ft + 5 ft per 2 levels

Duration: 1 Round

The warlock can give the subject a single command, which it obeys to the best of its ability at its earliest opportunity. She may select from the

following options. Approach: On its turn, the subject moves toward the warlock as quickly and directly as possible for 1 round. The creature may do nothing but move during its turn. Drop: On its turn, the subject drops whatever it is holding. It can't pick up any dropped item until its next turn. Fall: On its turn, the subject falls to the ground and remains prone for 1 round. It may act normally while prone but takes any appropriate penalties. Flee: On its turn, the subject moves away from the warlock as quickly as possible for 1 round. It may do nothing but move during its turn. Halt: The subject stands in place for 1 round. It may not take any actions but is not considered helpless. If the subject can't carry out the command on its next turn, the spell automatically fails.

### **Concealing Fog**

Level: Warlock/Witch 4

Range: 600 ft radius

Duration: 12 turns

A heavy fog settles over an area outdoors as indicated above. Within this area, visibility drops to 20 ft, and all movement is divided by 2. This is otherwise treated as the wizardly version of control weather.

### **Cloudkill**

Level: Warlock/Witch 5

Range: Moves 6 feet per minute

Duration: 1 hour

Foul and poisonous vapors boil from thin air, forming a cloud 15 feet in radius. The cloud moves directly forward at a rate of 6 feet per minute unless its direction or speed is affected by winds. Unusually strong gusts can dissipate and destroy the cloud. Poison-laden, the horrid mist is heavier than air, and thus sinks down any pits or stairs in its path. For any creature with fewer than 5HD, touching the cloud (much less breathing it) requires a saving throw to avoid immediate death.

### **Cone of Cold**

Level: Warlock/Witch 5

Range: cone-shaped burst, 60 ft from caster

Duration: instantaneous

*Cone of cold* creates an area of extreme cold, originating from the warlock's hand and extending outward in a cone. It drains heat, dealing 1d6 points of cold damage per caster level (maximum 15d6).

### Confusion

Level: Warlock/Witch 4

Range: 120 feet

Duration: 2 hours

This spell confuses people and monsters, making them act randomly. On A roll of 2d6, the creatures will do the following:

Die Roll	Reaction
2-5	Attack caster & his allies
6-8	Stand baffled and inactive
9-12	Attack each other

The effects of the confusion may shift every ten minutes or so, and the dice are once again rolled.

The spell affects 2d6 creatures, plus an additional creature for every caster level above 8th. Creatures of 3 hit dice or fewer are automatically affected by the spell, and it takes effect instantly. Creatures of 4 hit dice or more automatically overcome the confusion effect as it builds up to its full power (1d12 minutes, minus the caster's level), and only then are they permitted a saving throw. Eventually, these creatures are likely to succumb to the confusion, for they must continue to make another saving throw every 10 minutes until the spell's two-hour duration has run its course.

### Conjuration of Elementals

Level: Warlock/Witch 5

Range: 240 feet

Duration: Until dispelled or slain

The caster summons a 16 HD elemental (any kind) from the elemental planes of existence and binds it to follow commands. The elemental obeys the caster only for as long as the caster concentrates on it; and when the caster ceases to concentrate, even for a moment, the elemental is released and will attack its former master.

### Contact Other Plane

Level: Warlock/Witch 5

Range: 0

Duration: Special

The Warlock sends his mind to another plane of existence to receive advice and information from powers there. See the accompanying table for possible consequences and results of the attempt. The powers reply in a language the warlock understands, but they resent such contact and give only brief answers to questions. All questions are answered with "yes," "no," "maybe," "never," "irrelevant," or some other one-word answer. The warlock must concentrate on maintaining the spell to ask questions at the rate of one per round. A question is answered by the power during the same round. The warlock may choose how many

questions to ask. The number of questions asked reflects the level of power the contacted being has, and how far away it is. The greater the number of questions asked the further away from the contacted place is and the more powerful the being is. First, roll on the table below to see if the power knows the answer. Then roll to see if the power answers truthfully. There is a probability that the warlock will go insane after casting the spell, and the probability is related to the number of questions asked.

Questions	Don't Know	True Answer	Insanity
3	75%	50%	5%
4	70%	55%	10%
5	65%	60%	15%
6	60%	65%	20%
7	50%	70%	25%
8	40%	75%	30%
9	30%	80%	35%
10	20%	85%	40%
11	10%	90%	45%
12	5%	95%	50%
13	0%	100%	55%

### Results of a Contact

**Don't Know:** The entity may or may not know the answer, and may or may not tell the warlock the truth of whether it knows or not.

**True Answer:** The warlock gets a true, one-word answer. Otherwise, the entity lies and the lie is undetectable.

**Insanity:** The chance that the warlock goes insane at the effort of communication. A character that goes insane will remain that way for the same number of weeks as the total number of questions asked, and the player cannot play the character during this time.

### Contagion

Level: Warlock/Witch 3

Range: Touch

Duration: Instant

The subject contracts a wasting disease, which strikes immediately. The subject receives a saving throw to resist. The subject loses 2d4 points of Constitution. They lose 1 hp per Constitution points lost. These hit points cannot be healed until the disease is removed via a Cure Disease or Remove Curse or similar magic. Once done the victim's Constitution is restored and the hit points can normally be healed.



### **Cry for the Nightbird**

Level: Warlock/Witch 5

Range: 100 ft

Duration: 3 rounds

The warlock lets out a mournful keening wail that summons 5d8 nocturnal birds, regardless of time of day, to swarm and attack. Each bird does 1d4 points of damage with beak and claw as they swarm and attack all within a 100 ft long cone, 5 ft at the base and 20 ft at the end, of the warlock. These birds swarm till the spell ends or are killed.

### **Defiling Touch**

Level: Warlock/Witch 2

Range: Touch

Duration: 1d6 rounds +1 round per warlock level

The target of this spell must make a saving throw or have their Strength reduced by 1d6-1 for the duration of the spell.

### **Detect Evil/Good**

Level: Warlock/Witch 2

Range: 60 feet

Duration: 20 minutes

The caster detects any evil enchantments, evil intentions, evil thoughts, or evil auras within the spell's range. Poison is not inherently evil and cannot be detected using this spell. Whether there is any meaningful distinction between "evil" and "Chaos" is left to the Referee; in most campaigns, they are the same.

The reverse of the spell, *Detect Good*, likewise detects "Good" or "Lawful" beings.

### **Detect Invisibility**

Level: Warlock/Witch 2

Range: 10 feet per caster level

Duration: 1 hour

The caster can perceive invisible objects and creatures, even those lurking in the Astral or Ethereal planes of existence.

### **Detect Magic**

Level: Warlock/Witch 1

Range: 60 feet

Duration: 20 minutes

The caster can perceive, in places, people, or things, the presence of a magical spell or enchantment. For example, magical items may be discovered in this fashion, as can the presence of a charm secretly laid upon a person.

### **Discord**

Level: Warlock/Witch 2

Range: 100 ft + 10 ft per level

Duration: 1 hour + special

This spell causes hidden tensions and hostilities to be forced into the open. Often used to cause discord in groups, this spell is most effective when

disparate groups come together to work things out. Common hidden hostilities can include racial, moral or ethical hostilities along alignment lines, national or even between different character classes. An example would be a party in which (if all fail the save) everyone begins to distrust the thief or the elf or the dwarf and the elf decide now is a good time to bring up the thousands of years of racial tension between their groups, or the barbarian begins to eye the wizard with more than a little distrust and suspicion.

This spell lasts as long as one hour. After that, each affected person must make an additional save each hour after that. After the first hour, they gain a cumulative +2 to the saving throw. The spell lasts as long as at least one person is still affected. While the arguments will get heated, they will rarely ever come to blows. The affected members will of course not be able to do anything else, including being quiet, during the duration of the spell.

### **Disguise Self**

Level: Warlock/Witch 1

Range: Personal

Duration: 10 mins per level

The Warlock can make himself – including clothing, armor, weapons, and equipment – look different. He can seem 1 foot shorter or taller, thin, fat, or in between. The caster cannot change his creature type (although he can appear as another subtype). Otherwise, the extent of the apparent change is up to the Warlock. He could add or obscure a minor feature or look like an entirely different person or gender.

The spell does not provide the abilities or mannerisms of the chosen form, nor does it alter the perceived tactile (touch) or audible (sound) properties of the caster or his equipment.

### **Dispel Magic**

Level: Warlock/Witch 3

Range: 100' + 1' per level

Duration: Instantaneous

The warlock can use dispel magic to end ongoing spells that have been cast on a creature or object, to temporarily suppress the magical abilities of a magic item, to end ongoing spells (or at least their effects) within an area or to counter another spellcaster's spell. A dispelled spell ends as if its duration had expired. Dispel magic can dispel (but not counter) spell-like effects just as it does spells.

Note: The effect of a spell with an instantaneous duration can't be dispelled because the magical effect is already over before dispel magic can take effect.

The warlock can use dispel magic in one of three ways: a targeted dispel, an area dispel or a counterspell.

**Targeted Dispel:** One object, creature or spell is the target of the dispel magic spell. There is a chance of failure of 5% for every level the original spellcaster is higher than the witch trying to dispel. For example, a 10th level warlock trying to dispel a spell by a 15th level magic-user has a 25% chance of failure. If the warlock is higher level, then she will succeed.

For monsters with spell-like powers, use the monsters' hit dice unless otherwise stated (such as a Hag's ability to cast spells as a witch).

**Area Dispel:** When dispel magic is used in this way, the spell affects everything within a 20-foot radius.

**Counterspell:** The witch can cast dispel on any spell that is in the process or being cast.

The same chance of failure as a Targeted Dispel applies.

The warlock will automatically succeed on dispel check against any spell that she cast herself.

#### **Divine Power**

Level: Warlock/Witch 4

Range: Personal

Duration: 1 round per level

Calling upon the divine power of their patron the warlock can imbue herself with strength and skill in combat. The warlock gains a +1 to hit and damage equal to her level, and she will also gain 1 temporary hit point per level.

#### **Doom**

Level: Warlock/Witch 1

Range: 120'

Duration: 1 min per level

This spell fills the victim with icy dread if he fails a saving throw. The victim will suffer a -2 on attack rolls, saving throws and ability checks.

#### **Dreadful Bloodletting**

Level: Warlock/Witch 5

Range: 100 ft + 10 ft per level)

Duration: Instantaneous

This spell causes wounds to appear on the target's body. However, these wounds are much larger than the ones caused by Phantom Lacerations. Initially, the target suffers 7d8 +2 (Max +20) damage per level and must succeed a save or be stunned (receiving no dexterity bonus to AC, can take no actions, plus attackers receive a +2 bonus to their hit against their target) for some rounds equal to her level. This spell deals no damage to undead or constructs.

#### **Edge of Blackness**

Level: Warlock/Witch 3

Range: Touch (one weapon)

Duration: 1 round/level

You trace the edge of the touched weapon with the hideous forces of the netherworld, increasing its potency.

For the spell's duration, the chosen weapon gains the keen, unholy, and vicious weapon special abilities. Whenever a character wielding the target weapon kills a living creature, he loses 1d8 hp.

#### **Effigy**

Level: Warlock/Witch 4

Range: 100 ft

Duration: 1 rd/level

This spell requires that the warlock has a poppet of the target (c.f. the first level Make poppet spell). Once the spell has been cast the target gets a saving throw. If they fail the warlock may move the poppet, and the person will be moved as the poppet does, up to a speed of 30 ft/round.

Movement can be in any direction, which includes levitating the target, but they cannot be forced through solid objects. If the person resists by clinging to a heavy or fixed object, then they have a base 30% chance of being able to immobilize themselves, modified by +5% for every point of strength they have more than 10, or -5% for every point of strength below 10.

#### **Eldritch Fire**

Level: Warlock/Witch 1

Range: 60 feet + 5 feet/5 levels

Duration: Instant

The warlock summons fire from the realms of their Patron. A blast of flame flies from the warlock's hand to strike a single target. The flame burns for 1d4 hp of damage per level of the warlock to a maximum of 10d4. Chaotic warlocks targeting Lawful victims increase this to d6 instead of d4.

Likewise, a Lawful Warlock strikes a Chaotic creature for d6 damage.

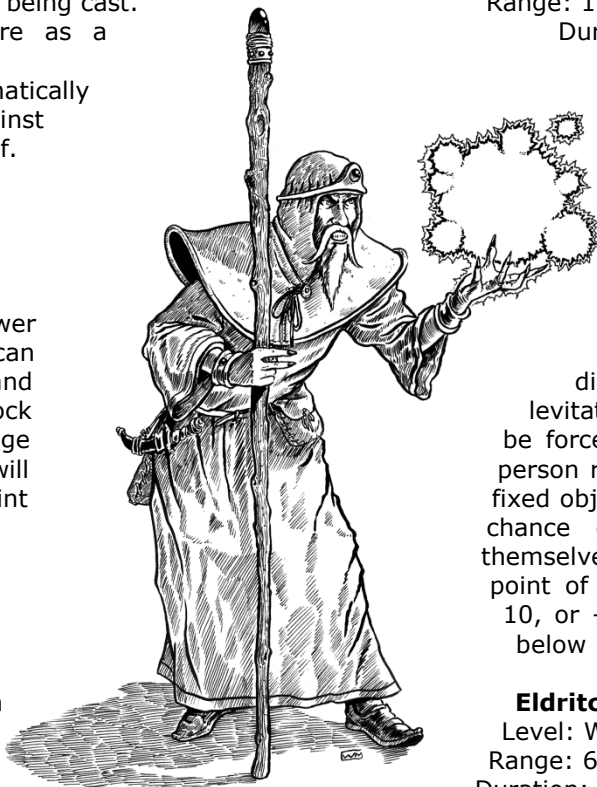
#### **Elemental Armor**

Level: Warlock/Witch 4

Range: Touch

Duration: 1 minute per level

This spell creates a suit of magical body armor that surrounds the target. The armor is made out of elemental matter chosen at the time of casting by



the warlock. The armor encircles the target and provides an AC bonus of -4, plus provides damage protection against the same elemental type. The armor is flexible to the target, and they can act as if they are not wearing armor at all, therefore causing no spell failure. This spell does not help with normal armor.

Even though the armor is made of elemental matter, it will not confer extra damage to the target or others because of its make-up. So, Fire Elemental Armor, while it looks like it's on fire, will not cause any fire damage, but will protect the warlock from other fire based attacks.

### **Endure Elements**

Level: Warlock/Witch 1

Range: Touch

Duration: 24 hours

A creature protected by endure elements suffers no harm from being in a hot or cold environment. It can exist comfortably in conditions between -50 and 140 degrees Fahrenheit. The creature's equipment is likewise protected. Endure elements doesn't provide any protection from fire or cold damage, nor does it protect against other environmental hazards such as smoke, lack of air, and so forth.

### **Enervate**

Level: Warlock/Witch 3

Range: 150 ft.

Duration: 1 round per level

The warlock strikes the target creature with a blast of crackling negative energy. Unless the creature targeted makes a successful saving throw, it loses one Hit Die or life level. A creature with only 1 HD or less affected by *enervate* will be instantly slain. Otherwise, the creature will recover its lost Hit Dice or life level with no permanent harm when the spell's duration expires.

### **Enslave**

Level: Warlock/Witch 5

Range: 30 ft

Duration: permanent

This spells totally enslaves a living creature to the warlock's will.

A target with 2 HD or more may resist the effect with a saving throw. Otherwise, the creature is entirely under the warlock's command until the effect is dispelled.

When the warlock is present, the enslaved creature will respond to the warlock's orders and do whatever is commanded of it. If the warlock and the enslaved creature cannot communicate due to a language barrier or some other situation, the enslaved creature will act in the interest of the warlock to serve and protect it as best it can. Even if the warlock attacks the enslaved creature or its

friends, it will not defend itself or take arms against the warlock.

When the warlock is not present, the enslaved creature will be confused and passive. It will be capable of carrying out routine activities, but cannot use spells or magic items or make complex decisions. Characters familiar with the enslaved creature before its enslavement will be able to tell that something is amiss, although they may not know it is enslaved unless they detect charm.

### **Extend Spell, Greater**

Level: Warlock/Witch 5

Range: special

Duration: special

The warlock must cast this spell one round after casting a level 1-5 spell. Doing so extends the duration of the previous spell by 50%.

### **Extend Spell, Lesser**

Level: Warlock/Witch 4

Range: special

Duration: special

The warlock must cast this spell one round after casting a level 1-3 spell. Doing so extends the duration of the previous spell by 50%.

### **Fangs of the Strix**

Level: Warlock/Witch 3

Range: 60 ft

Duration: See below

This spell conjures 3d6 thirsty stirges. The stirges are not under the warlock's control but will immediately attack the nearest living creature. Each stirge will remain until it is killed, or drinks 12hp of blood, or 12 melee rounds have expired, whichever comes first. The spell has no verbal component.

### **Faerie Portal**

Level: Warlock/Witch 4

Range: Touch

Duration: 1 minute per level

The warlock can now open a portal directly to the plane of Faerie, allowing themselves and anyone who can enter the portal to travel to Faerie. The portal appears as a vine and flower archway, with a shimmering view of the plane of Faerie visible through the opening. The warlock will know and can learn paths through Faerie that allows them to cut travel times in the 'real' world.

### **Fear (Cause Fear)**

Level: Warlock/Witch 4

Range: 240 feet

Duration: 1 hour

This spell causes the creatures in its cone-shaped path to flee in horror if they fail a saving throw. If they do so, there is a 60% chance that they will

drop whatever they are holding. The cone extends 240 feet to a base 120 feet across.

### **Feel My Pain**

**Level:** Warlock/Witch 1

**Range:** 50'

**Duration:** Instantaneous

The witch transfers pain and damage to another target in line of site. She invokes the spell and either cut herself or causes damage in some way, such as putting her hand in a torch fire. She takes 1 hp of damage (regardless of how much would have been dealt) and she turns and magnifies that on her target causing 1d6 points of damage.

### **Fiend's Shield**

**Level:** Warlock/Witch 3

**Range:** personal

**Duration:** 1 round/level

The warlock can enshroud themselves in the black iron armor of a legionnaire from the lower planes. For the spell's duration, the warlock can ignore the first 15 points of damage dealt each round. Each round on the warlock's turn, the fiendish armor twists and constrains, dealing 2d6 points of damage to the warlock. This damage is not subject to the damage reduction the armor itself gives.

### **Forest of Deception**

**Level:** Warlock/Witch 4

**Range:** 500 ft.

**Duration:** Until negated or dispelled

One hundred or fewer man-sized creatures are changed to appear like innocent trees. The illusion is so perfect that creatures moving through the "forest" will not detect the deception. Any disguised creature that initiates an attack will be revealed.

### **Grasp of the Endless War**

**Level:** Warlock/Witch 2

**Range:** Touch

**Duration:** Instantaneous

This spell taps into the warlock's own aura and creates magical energy to harm other targets. With a successful touch attack, the spell deals 1d10 damage for each step of alignment the target is from the caster. Chaos and Lawful characters do 2d10 when casting on a victim of the opposite alignment. Neutral characters only do and take 1d10 to either Lawful or Chaotic characters. Characters of the same alignment neither give nor take damage.

### **Grim Knowledge**

**Level:** Warlock/Witch 1

**Range:** Touch (magic item touched)

**Duration:** Instantaneous and 1 day/level; see text

The warlock call upon ancient and forgotten spirits of forbidden knowledge to unlock the secrets of the touched item. He may only cast grim knowledge on an item with a magical aura. When he does, he immediately makes an Intelligence check to identify the item with a +10 bonus. If the check is successful, not only does the warlock learn about the item as normal, but also he can learn whether or not the item is cursed or intelligent (even if the result would not normally be high enough to gain this information).

### **Grimalkin**

**Level:** Warlock/Witch 1

**Range:** 20 ft

**Duration:** 2d8 rounds

With a chant and gesture, the warlock conjures a Grimalkin—an evil spirit bound into the form of a long-bodied cat-like creature, about the size of a lynx. The Grimalkin will fight as the warlock commands. If there is no enemy to fight, it will perform no other service and will demand that the warlock feeds it some of her blood (costing her 1d3 hp). The Grimalkin fights as a Huge Weasel: AC7 [12], MV 150ft, HD 1+1, #AT1, dam 1d8 + blood drain. When the spell's duration expires, or the Grimalkin is killed, it fades back into the spirit world, leaving no corpse.

### **Häxen Talons**

**Level:** Warlock/Witch 1

**Range:** 0, self

**Duration:** 3 rounds

This spell extends the warlock's nails to claws like the ancient hags of legend. The warlock can then use these nails to attack doing 1d8 hp of damage per claw. The warlock still needs to roll to hit per normal. The claws are treated as magical weapons.

### **Head Strong**

**Level:** Warlock/Witch 2

**Range:** Touch

**Duration:** 1 hour per level

This spell imbues the subject's mind with supernatural resilience. Anyone under the effects of headstrong receives a +4 bonus to saving throws that are mind-affecting (same as having a very high Wisdom).

### **Hideous Laughter**

**Level:** Warlock/Witch 2

**Range:** 25 ft. + 5 ft./2 levels

**Duration:** 1 round per level

This spell afflicts the subject with uncontrollable laughter. It collapses into gales of manic laughter, falling prone. The subject can take no actions while laughing but is not considered helpless. After the spell ends, it can act normally.

A creature with an Intelligence score of 2 or lower is not affected. A creature whose type is different from the casters receives a +4 bonus on its saving throw because humor doesn't "translate" well.

### **Hold Monster**

Level: Warlock/Witch 5

Range: 100 ft + 5 ft per level

Duration: 1 round per level

This spell functions like hold person, except that it affects any living creature that fails its saving throw.

### **Hopping Doom**

Level: Warlock/Witch 3

Range: 60 ft

Duration: 1 turn/level

1d10 x 1,000 slimy wet bullfrogs appear at a spot designated by the warlock (crawling out from rocks, nooks, and crannies, or otherwise dropping from the ceiling or sky). They jump madly about, getting underfoot, and croak at a deafening volume that prevents conversation within the area of effect. The distraction is such that warlocks must save before they can cast, and missile users roll to hit at -2. Movement within the area is halved. There is a base 10% chance (+5% per level) that 1d10 poisonous frogs will be in the group. They will attack non-frog targets within the area of effect, forcing them to save at +2 or die. The poisonous frogs are colorful but otherwise identical to the rest. The warlock can move the mass of frogs by telepathic command, at a maximum speed of up to 60 ft per round. The area of effect is determined by the number of frogs summoned (10 ft<sup>2</sup> per 1,000 frogs).

### **Hypnotism**

Level: Warlock/Witch 1

Range: 30 ft

Duration: 1 turn

The warlock's eyes take a kaleidoscopic aspect as he makes weird, mesmerizing gestures and speaks in low, reverberating tones. He is thus able to hypnotize 1d6 selected creatures. Targets are allowed sorcery saving throws to resist the effects of the spell. Hostile or aggressive creatures gain +1 to +3 bonuses on their saving throws, as judged by the referee. Hypnotized creatures become susceptible to a suggestion effect (as the spell), which the warlock may utter at any time after the hypnosis takes effect, though before the spell's duration elapses; once the spell ends, so to does the suggestion.

### **Identify**

Level: Warlock/Witch 2

Range: Touch

Duration: Instantaneous

This spell determines all magic properties of a single magic item, including how to activate those functions (if appropriate) and how many charges are left (if any). Identify does not function when used on an artifact. It will only let the warlock know if the item is magical.

### **Immunity**

Level: Warlock/Witch 5

Range: Touch

Duration: 1 turn per level

The effect of this spell grants temporary immunity from all poisons and diseases for the duration of the spell.

### **Improved Faerie Fire**

Level: Warlock/Witch 3

Range: 400' + 40' per level

Duration: 1 round per level

A living aura of fire surrounds and outlines the target. Targets so affected give off light in a thirty-foot radius and do not gain bonuses from concealment as in the case of faerie fire. Unlike the lower level version, improved faerie fire causes damage to living creatures and extra damage to undead. On a failed saving throw, a living target is caught aflame; suffering 1d6 damage each round until extinguished. If extinguished, the target must continue to make saving throws vs. Spells until the duration runs its course. Undead affected by this spell suffer 3d6 damage; they also save at a -2 penalty.

### **Infectious Kiss**

Level: Warlock/Witch 5

Range: Touch

Duration: Permanent (until Cure Disease is cast)

With this spell, the warlock puts their mouth somewhere on their victim's body and sprouts an ovipositor used to inject its toxic brew. Think of it as if the warlock were a mosquito but injecting their victims instead of draining them dry.

This toxic injection causes severe issues for the victim unless they seek attention quickly. Without the benefit of a Cure Disease spell or potion, the victim will suffer severe rashes all over their body and sweat profusely, suffering 1d4-1 damage. Any food or drink consumed is vomited immediately, and they can only heal back to half their full HP.

After that first 1-3 days without a cure, their organs begin to burst and liquify, causing 1d10+3 damage each day until it eventually kills them. Even after death, the liquefaction process continues until all that's left is a gelatinous puddle of skin, feces, and ichor. The victim remains somewhat conscious all the way to the end, experiencing excruciating pain but unable to do anything about their impending doom.

### **Jump**

Level: Warlock/Witch 1

Range: Touch

Duration: 1 minute per level

The Warlock or target touched can jump to a maximum of twice their height. So a 5'9" Warlock can over a wall 11'6" tall. When there is doubt of the size of the creature being touched assume 5' for a 10' jump.

### **Last Words**

Level: Warlock/Witch 1

Range: Touch

Duration: 1 minute

The warlock touches a corpse and immediately hears the corpse's voice in his mind. The warlock hears the last words or thoughts of the target in his mind, just before the target died.

### **Lesser Strengthening Rite**

Level: Warlock/Witch 3

Range: Touch

Duration: 1 hour per level

This spell causes the target to become strong and hardy, granting a +1d3 point bonus to Strength and Constitution, adding the usual benefits to attack and damage rolls, hit-points and anything else applicable. Hit points gained by a temporary increase in Constitution score are not temporary hit points, any loss of hp remains with the target if this puts them below 0 when the spell ends then they are treated as having less than 0 hp.

### **Levitate**

Level: Warlock/Witch 3

Range: 20 feet per level

Duration: 1 turn per level

This spell allows the Warlock to levitate himself, moving vertically up or down, but the spell itself provides no assistance with lateral movement. A wall, cliff side, or ceiling could, of course, be used to pull along hand-over-hand. Levitation allows up- or downward movement at a rate of up to 6 feet per minute (60 feet per turn), and the caster cannot levitate more than 20 feet per level from the ground level where the spell was cast. (Such range is applied both to movement into the air and to downward movement into a pit or chasm.)

### **Lifesteal (Reversible)**

Level: Warlock/Witch 3

Range: Touch

Duration: Instant

The target creature loses 2d6 hp, if it fails its saving throw, and the warlock is healed of the same number of hp, up to his or her normal maximum. If the target is slain by this effect, there is a 1% chance per level of the warlock that it will rise as a Shadow. It will be under its creator's

control until the next new moon, at which time it is released as a free-willed creature (it will not normally attack the warlock who created it unless provoked). The spell's reverse, Lifegift, has no saving throw. The warlock loses hp, and the target is healed for the same amount.

### **Malice**

Level: Warlock/Witch 3

Range: Touch

Duration: 6 turns

Malice weakens the target creature's attacks: each time the target creature inflicts hit point damage on an enemy (by any means), damage dice must be rolled twice, and the lesser result used.

### **Maelstrom**

Level: Warlock/Witch 5

Range: 360 ft

Duration: Instantaneous

The maelstrom produces a cone effect of bright colors flashing out in an incomprehensible and powerful sensory storm. The first 4d6 creatures within the cone are affected – the effects depending on the hit dice of the creatures (each gets to make a saving throw to avoid the effects except for the damage).

Up to 6 HD: Unconscious for 4d6 rounds, blinded for 2d6+2 rounds, and then stunned for 3 rounds. (Only living creatures are knocked unconscious.) In addition to this, affected creatures take 3d6 points of damage.

7 to 8 HD: Unconscious for 3d6 rounds, blinded for 1d6+1 rounds, and then stunned for 2 rounds. In addition to this, affected creatures take 2d6 points of damage.

9 or more HD: Unconscious for 2d4 rounds, blinded for 1d4 rounds, and then stunned for 1 round.

### **Mage Armor**

Level: Warlock/Witch 1

Range: Touch or self

Duration: 1 hour per level

An invisible but tangible field of force surrounds the subject of a *mage armor* spell, providing a +3 armor bonus to AC. *Mage armor* may be cast over the top of regular or magical armor will further improve the armor class bonus.

Unlike mundane armor, *mage armor* entails no armor penalty to movement, speed, encumbrance or spell casting. Since *mage armor* is made of force, incorporeal creatures can't bypass it the way they do normal armor.

### **Magic Circle Against Good/Evil, 10' Radius**

Level: Warlock/Witch 4

Range: Touch

Duration: 1 round per level

This spell is identical to the spell Magic Circle Against Evil except a larger circle may be drawn, and others may be within the circle. Up to eight (8) companions may be thus protected.

### **Magic Circle Against Spirits**

Level: Warlock/Witch 2

Range: 10 ft from touched creature

Duration: 10 minutes per level

As protection from spirits, except that it encompasses a larger area with a longer duration. It can also be used as a magical prison for a spirit like magic circle against evil. This spell is not cumulative with protection from spirits or vice versa, or any of the other protection or magic circle spells.

The warlock must draw a circle with magical chalk.

### **Magic Circle Against Undead**

Level: Warlock/Witch 3

Range: Touch

Duration: 1 round per level

This spell is identical to the spell Magic Circle Against Evil except it affects only creatures that are undead in nature, such as skeletons, zombies, ghosts and so on. This spell also prevents all mêlée and ranged attacks if they are "natural" to the creature.

### **Make Poppet**

Level: Warlock/Witch 1

Range: 1 mile

Duration: Permanent

The warlock makes a small wax doll which must contain part of a human, demi-human or humanoid (a lock of hair, tooth, toenail clipping, etc.) The doll must weigh at least 1lb. The target is allowed a saving throw; failure means that the doll is linked to the target and becomes a poppet. After that, the warlock can use various high-level spells involving poppets.

### **Memento Vitae**

Level: Warlock/Witch 3

Range: 30 ft

Duration: 1 turn/level

This potent incantation reminds undead creatures of their previous life, throwing them into confusion or causing them to turn on their creator. The warlock chews a mixture of roots, grave earth, and salt, and spits it upon his or her hand. Animated undead such as skeletons and zombies have no saving throw and immediately attack their creator if present. Otherwise, they simply babble incoherently, and will not act except to defend themselves. Intelligent undead receives a saving throw, with success indicating they are unaffected and failure resulting in the same effect as the druidic spell Confusion.

### **Mind Fog**

Level: Warlock/Warlock 5

Range: 120 ft

Duration: 30 mins

Mind fog produces a bank of thin mist that weakens the mental resistance of those caught in it. Creatures in the mind fog take a - 10 penalty on wisdom, charisma and intelligence checks and saves. Affected creatures take the penalty as long as they remain in the fog and for 2D6 rounds after that. The fog is stationary and lasts for 30 minutes (or until dispersed by wind). A moderate wind disperses the fog in four rounds; a strong wind disperses the fog in 1 round.

### **Misty Form**

Level: Warlock/Witch 3

Range: Self

Duration: 1 hour per Warlock Level

The warlock and all of their possessions are converted to a translucent mist. The warlock may move at half normal speed while in Misty Form, and can get through any opening that is not airtight. The effects of this spell may be suspended or resumed by the warlock at will while in effect. Changing from one form to the other requires an entire round.

### **Night's Companion**

Level: Warlock/Witch 2

Range: 1-mile radius

Duration: 10 minutes per level

For the duration of the spell, the Warlock can see through the eyes of any local, nocturnal, vermin within a 1-mile radius. The warlock's own eyes become covered in a white film, and the warlock can temporarily connect to any vermin within the spell radius. The warlock may only use one creature's senses at a time but cannot control them in any way. However, the warlock may jump from one creature to another at any time within the duration of the spell.

### **Obedient Beast**

Level: Warlock/Witch 1

Range: 30 ft

Duration: 1d6 rounds

While under this spell, animals will typically lie down and take no action unless physically harmed or caused to make a saving throw (in which case the spell is broken). Trained creatures, such as dogs or horses, obey any verbal commands that they understand as if the warlock were their owner and disregarded their real owner for the duration of the spell.

### **Paralyze**

Level: Warlock/Witch 3

Range: 180 ft

Duration: 1 turn per warlock level

The illusion of immobilization overcomes the minds of those victims who fail their saving throws. The warlock can affect twice as many HD as he has warlock levels, targeting a single individual or a 20 × 20-foot area; when used in an area of effect, the lowest HD creatures are always affected first. This spell is negated by dispel magic, dispel phantasm, or remove paralysis (q.v.).

### **Phantasmal Armor**

Level: Warlock/Witch 2

Range: 0

Duration: 6 rounds (1 minute)

A quasi-real suit of dull black plate mail clads the warlock. The armor is formed of shadow material conjured from the Plane of Shadow. The spell provides AC 3. Phantasmal Armor does not affect movement as normal plate mail does; it is weightless. With the exception of shields, this spell does not combine or "stack" with other armor worn. Phantasmal Armor is dispelled by dispel magic or dispel phantasm.

### **Phantom Shield**

Level: Warlock/Witch 1

Range: personal

Duration: 1 min./level

The warlock gains a +4 shield bonus to AC and also gains immunity to a single 1st-level spell of the warlock's choice (such as magic missile).

### **Phantom Steed**

Level: Warlock/Witch 3

Range: 10 ft

Duration: 6 turns (1 hour) per warlock level

Formed from the shadow-stuff of the Plane of Shadow is a quasi-real, horse-like mount for the Warlock or other recipient.

Requiring 1 turn to fully form, the beast is smoky gray to black in color, with pale white eyes. The phantom steed makes no sound as it moves, and its shadowy hooves never touch the ground. Normal animals shun the phantom steed, exhibiting uneasiness in its presence. Monsters, however, can attack the phantom steed, though it is itself incapable of combat. The phantom steed has MV 60, AC 7, HD 2. It cannot be healed if injured and disappears at 0 hp. Note that saddlebags and other equipment cannot be placed upon the phantom steed, only the warlock (or another recipient) and whatever he carries on his person. If the warlock is level 8 or greater, the phantom steed can cross sandy, muddy, or swampy terrain uninhibited; at level 10 or greater, it can pass over water as though it were solid

ground; and at level 12, the phantom steed can walk on air (though not fly, per se), able to cross a chasm or crevasse as though a solid bridge were present.

### **Pit of Pain**

Level: Warlock/Witch 4

Range: 120 ft

Duration: 3 hours

The victim mentally falls into their worst nightmare.

During the duration of the spell, the victim is unable to do anything but clutch themselves in pain. Player characters may Test their Luck and if Lucky completely ignore the effects of this spell.

### **Poisonous Spittle**

Level: Warlock/Witch 3

Range: 10 ft

Duration: Instant

This spell allows the warlock to hurl forth a glob of poisonous spittle at an enemy. The target must be within 10 ft of the warlock (in front of him, naturally). The warlock must make a successful roll "to hit"; if so, the target is allowed a saving throw. If the saving throw fails, the target will take 1d8 hp of damage per level of the warlock, as the burning poison bubbles and steams on their skin.

### **Poisonous Stare**

Level: Warlock/Witch 2

Range: 240 ft

Duration: Instant

The warlock can transfix a single victim by staring at them. If the victim fails their save they are poisoned by the warlock's stare. The poison causes 2d6 hp of damage and reduces Constitution score by 1. A Remove Curse or Neutralize Poison will cure the Constitution damage, but not cure the hp loss. That can be cured per normal after the Remove Curse.

### **Polymorph Others**

Level: Warlock/Witch 4

Range: 60 ft

Duration: See below

Using this spell, one living being may be transformed into another kind of being.

The creature may make a saving throw, but if the creature is willing this roll can be forgone, and the effects are automatic. If the new creature's HD total more than twice the HD of the original creature, the spell does not work. Although the final form will retain the same number of hit points as the original, all other abilities of the new form will be acquired, including intelligence level. The creature becomes the new creature in every way, including instincts, alignment, preferences, etc.



This spell may not be used to reproduce the appearance of a specific identity.

### **Polymorph Self**

Level: Warlock/Witch 4

Range: 0

Duration: See below

For some turns equal to the warlock's level +6, the warlock transforms himself into another being. A particular individual may not be mimicked with this spell, but only a typical individual of a creature type. The new body must be a creature with some HD equal to the warlock or fewer. The warlock retains his intelligence, hit points, saving throws, and ability to attack, but does gain physical abilities of the new form, including strength or strength based attack forms and damage. Magical abilities or other special abilities are not gained.

For example, if the warlock transforms into a mantichore, he will be able to fly. If the warlock takes the form of a medusa, his gaze will not petrify. The warlock is unable to cast spells when transformed. The spell dispel magic negates the effects of this spell, and if the warlock dies while in a different form he will revert to his natural form in death.

### **Produce Flame**

Level: Warlock/Witch 2

Range: Palm of hand

Duration: 2 turns/level

The flame ignites from nowhere in the palm of the caster's hand, causing no damage to the caster, but otherwise as hot as natural fire. It can be used while held or thrown to a distance of 30 feet, to ignite flammable materials. For so long as the druid-fire is in the caster's hand, it can be extinguished immediately whenever the caster wishes it gone.

### **Questions for the Court**

Level: Warlock/Witch 4

Range: 0, self

Duration: 3 questions

The warlock may petition a member of the Faerie Court for the answer to three questions. The Fae must answer truthfully, but will only answer yes, no, unknown, or uncertain to the questions posed. If the member of the Court has a task they wish the warlock to undertake, they may negotiate to give more detailed answers in exchange for the warlock completing the task. Warlocks should be aware of making deals with the Fae Court. GM's may have the Faerie Court call upon the warlock at a future date.

### **Rain of Spite**

Level: Warlock/Witch 4

Range: 100 ft

Duration: 1 round

The Rain of spite creates a magical storm of vitriol: black tears that come from some unimaginable place burn what they touch and evaporate with a hiss. They are neither venom, nor acid, nor flame; warlocks say they are made of liquid scorn. The tears damage is living flesh, doing 1d4 hp of damage per level of the warlock to everything within the area of effect (save for half). Un-living items, including undead creatures, golems, and elementals, take no damage from this spell.

### **Raven Spy**

Level: Warlock/Witch 2

Range: 20 ft

Duration: Until sunset

Raven spy conjures one rook, raven or crow and imbues it with a spirit allied to the warlock. The warlock may specify a target, and the creature will observe it before returning to the warlock at nightfall. The spell grants the bird speech, and it will tell the truth as it understands it. In areas where corvids are rare, an alternative creature might appear. For example, in some tropical jungles, the warlock might conjure a parrot.

### **Repulsion**

Level: Warlock/Witch 5

Range: 120 ft

Duration: 1 hour

Any creature trying to move toward the warlock finds itself moving away instead. Creatures cannot get within 5' of the warlock.

### **Scouring Wind**

Level: Warlock/Witch 5

Range: 10 ft wide and 60 long.

Duration: 1 round

This spell creates a scouring wind that originates from the warlock and affects all creatures in a line 10 ft wide and 60 ft long.

Any creatures within the cone will suffer 1d4 points of damage per level of the warlock from abrasion and debris whipped up by the wind. A successful saving throw reduces damage to half.

Creatures subjected to the scouring wind that fails their saving throw suffer additional effects, depending on their size. Tiny creatures (the size of a house pet or smaller) are knocked down and rolled 1d4x10', taking 1d4 points of nonlethal damage per 10'. If flying, a tiny or smaller creature is blown back 2d6x10' feet and takes 2d6 points of nonlethal damage due to battering and buffeting.

Small creatures, such as halflings or goblins, are knocked prone by the force of the wind, or if flying are knocked back 1d6x10' feet. Man-sized

creatures are unable to move forward against the force of the wind, or if flying are knocked back 1d6x5' feet.

Creatures of ogre size or larger may move normally within a scouring wind.

Missile attack throws within or through a scouring wind are at a -4 penalty, as checks to hear noise (-20%). The force of the scouring wind automatically extinguishes any candles, torches, or other unprotected flames. It causes protected flames, such as those of lanterns, to dance wildly, with a 50% chance of being extinguished. A scouring wind will also do anything that a sudden blast of 50 mph wind would be expected to do, such as fan a large fire, overturn delicate awnings, create a spray of dust, or blow vapors out of range (GM's discretion).

### **Sensory Overload**

Level: Warlock/Witch 4

Range: 120 ft

Duration: Instantaneous

This spell forces the sight, smell, hearing, touch and taste senses of the target to be inundated with stimuli in an instant, causing disorientation and pain. Targets will take 1d6 points of damage, plus an additional 1d6 points of damage for every 3 levels of the warlock, and be stunned for 1d3+3 rounds. A successful saving throw will reduce the damage by half, and the target will only be stunned for 1d3 rounds.

### **Share My Pain**

Level: Warlock/Witch 2

Range: 25'

Duration: Instantaneous

With this spell the witch can turn damage caused to herself to another. The witch can cast this spell after any attack that causes her damage and return the same damage to her attacker. Only the one that attacked and damaged the witch can be effected.

### **Sharpness**

Level: Warlock/Witch 1

Range: touch

Duration: 3 turns

When cast on the blade of an edged or pointed weapon, this spell temporarily enhances it to the equivalent of a magic weapon +1. Weapons that are already enchanted gain an additional +1 while the spell is in effect. A single casting will affect 20 arrows, 2 one-handed weapons, or one two-handed weapon. This spell is used to create oil of sharpness.

### **Shatter**

Level: Warlock/Witch 2

Range: 60 ft

Duration: Instant

This spell causes one small object to be shattered into pieces as if it sustained a heavy blow. The object in question must be within 60 ft of the warlock and weigh under 10 lbs. Readily breakable objects such as mugs, vials, plates, windows, etc. will automatically shatter. Other objects must make a saving throw vs. crushing blow or be smashed.

### **Sickly**

Level: Warlock/Witch 1

Range: 25 ft + 5 ft per 2 levels

Duration: 1 minute per level

This spell causes the target creature to suffer from poor health. warlockes must succeed at a ranged touch attack to strike the target. Subjects who fail their saving throw suffer a -1d6 penalty to Constitution, with an additional -1 per two warlock levels (maximum additional penalty of -5). The subject's Constitution score cannot be reduced below 1.

### **Silent Image**

Level: Warlock/Witch 1

Range: Long, 400 ft. + 40 ft./level

Duration: concentration

This spell creates the visual illusion of an object, creature, or force, as visualized by the Warlock. The illusion does not create sound, smell, texture, or temperature. The Warlock can move the image within the limits of the size of the effect; four 10-ft. cubes + one 10-ft. cube/level.

### **Skeletal Steed**

Level: Warlock/Witch 2

Range: 10 ft

Duration: 1turn/level

The Skeletal steed spell causes the corpse or bones of a dead steed to arise and bear the warlock by the warlock's mental commands. The undead mount is AC 6, can only be struck by a silver or magical weapons, will carry up to 500 lbs of weight, and can move up to 240 ft per round. It has 4d8+4 hp, but cannot fight. While not mounted it can be turned as a Type 4 undead (Shadow), but if carrying a rider, it cannot be turned at all. It moves in eerie silence, and at the warlock's option may be faintly luminous.

### **Slow**

Level: Warlock/Witch 3

Range: 240 feet

Duration: 3 turns (30 minutes)

In an area with a radius of 60 feet around the point where the spell is targeted, as many as 24

creatures failing a saving throw can move and attack only at half speed.

### **Snake Eyes**

Level: Warlock/Witch 2

Range: 180 ft

Duration: 1 turn per warlock level

The warlock can transfix a single victim by staring at them. As long as the warlock keeps staring they victim, who is allowed a save, will not move, attack or do anything but stare back at the warlock. If either are attacked the spell is broken. Anyone attacking the victim gains a +5 to attack. The warlock can voluntarily end the spell.

### **Snake's Tongue**

Level: Warlock/Witch 1

Range: 50 ft

Duration: 3d6 rounds

For the spell's duration, the target creature's tongue becomes forked. This will slur its speech and prevent it from casting magic with a verbal component.

### **Song of the Night**

Level: Warlock/Witch 5

Duration: until Victim saves

Range: 30 ft radius

With the Song of the Night, the warlock calls upon the twisted dark and speaks a language not meant to be heard by mortal ears. A cacophony of vermin chirps, slurps, clicks, and wails fill the air as the warlock sings, causing all within range to be driven into a stunned panic, and eventually a mind-bending madness.

Victims must make a saving throw or be stunned, unable to move or attack. A successful save allows victims to escape from earshot.

### **Sonic Blast**

Level: Warlock/Witch 1

Range: within 10 ft. +1 ft. per level of the warlock

Duration: Instant

The warlock releases a scream that causes 2d4 points of damage to anyone within range, deafening the targets for 1d6 rounds. A successful saving throw is allowed to avoid the secondary effects of deafness. Those who do save still take damage.

Note: The warlock must be able to scream.

### **Speak with Animals**

Level: Warlock/Witch 2

Range: Caster

Duration: 6 turns

The caster can speak with normal animals. There is a good chance that the animals will provide reasonable assistance if requested, and they will

not attack – unless the caster uses the spell to say something particularly offensive.

### **Speak with the Dead**

Level: Warlock/Witch 2

Range: Close/Touch (Referee's discretion)

Duration: 3 questions

The caster can ask three questions of a corpse, and it will answer, although the answers might be cryptic. Only higher-level Warlocks have enough spiritual power to command answers of long-dead corpses. Warlocks lower than 8th level can gain answers only from bodies that have been dead 1d4 days. Warlocks levels 8-14 can speak to corpses that have been dead 1d4 months. Warlocks of level 15+ can gain answers from a corpse of any age, including thousand-year-old relics, as long as the body is still relatively intact. Note that a die roll is involved here: for example, a seventh-level Warlock attempting to speak with a two-day-old corpse might still fail-the d4 roll might indicate that only a one-day-old corpse can be reached with this particular attempt at the spell.

### **Spectral Force**

Level: Warlock/Witch 5

Range: 240 ft

Duration: concentration plus 3 rounds

This spell creates a multi-sensory illusion of an object, creature, or force, as visualized by the warlock, up to a maximum size of 30 ft x 30 ft x 30 ft. The illusion includes visual, auditory, olfactory, tactile, and thermal components. The warlock can move the image within the limits of the size of the effect. The image persists so long as the warlock concentrates upon it, plus additional 3 rounds after the warlock ceases to concentrate.

If used to create the illusion of one or more creatures, they will have an Armor Class of 0 and will disappear if hit in combat.

If used to simulate an attack spell or an attacking creature, the illusory damage done will be equivalent to the normal damage for any attack form simulated. A successful saving throw, however, will allow victims to avoid all damage. Illusory damage is not real. Those "killed" or injured will realize they are unharmed (at least from this spell) after 1d6 rounds.

### **Spell Storing**

Level: Warlock/Witch 4

Range: touch

Duration: special

This spell prepares a necklace, ring, or similar item to have up to six spells stored within it. Only the character who casts spell storing may store spells in the item. The warlock stores spell in the item by casting them one at a time. All spells to be stored must be cast within 1 turn of spell storing being

cast. After that, any character who puts the item on automatically gains the knowledge of which spells are stored, and may discharge them as if a warlock of the minimum level required to cast the spell.

The spells will remain stored in the item until discharged, or until one day passes, whichever comes first. This spell is used to create rings of spell storing.

### **Spirit Servant**

Level: Warlock/Witch 1

Range: 10 ft

Duration: 12 rounds

Except as noted above, this spell is exactly as the arcane spell Unseen servant, save that the Spirit servant is particularly adept at household chores and can perform tasks such as fetching wood, drawing water, laundry or sweeping in half the normal time.

### **Starlight**

Level: Warlock/Witch 3

Range: 120 ft

Duration: 1 turn per warlock level

Illumes up to a 60-foot-diameter area as though it were under the clearest, brightest starlight. Cast within an area of utter darkness, visibility is clear within its 60-foot diameter and dim for another 30 feet (so a 120-foot diameter of effectiveness). Stars appear to twinkle and shine above the area of effect, whether this is a 10-foot-high chamber ceiling or a 60-foot-high cavern roof.

### **Stay Death's Hand**

Level: Warlock/Witch 1

Range: 1 Target touched

Duration: 1 round/level

By casting this spell, the caster will cause one target touched to stop losing hit points if they have reached 0 or less. For the duration of this spell, the recipient will not die from their wounds. This spell does not prevent the target from taking additional damage, say from fire or additional attacks. Nor does this heal damage.

### **Stone Scream**

Level: Warlock/Witch 4

Range: 180 ft

Duration: Instant

By means of this spell, the warlock lets out a scream that freezes victims in their tracks. Victims need to make a saving throw or become paralyzed and take 4d8 hit points of damage. If the victim makes the save they are not paralyzed but take 2d8 hp of damage.

Victims of greater than 10 hd/levels are immune to the paralyzing effects and on a successful save only take 1d8 points of damage.

Victims must be able to hear the warlock scream.

### **Summon Winged Steed**

Level: Warlock/Witch 3

Range: 120' \ ft

Arcane 3 Duration: 1 day

This spell calls a pegasus or nightmare to the warlock to serve as a winged steed (see the Monsters chapter of your core rulebook for details). The steed will appear anywhere within range, tacked and saddled for riding. The warlock

may choose to mount the steed himself, or command that the steed carries another, but in no case will the steed submit to more than one rider. This spell does not automatically grant the rider the equivalent of riding training, so untrained characters who ride the Pegasus/nightmare into battle do so at their risk. The spell persists until the steed is slain or dispelled, or until 1 days passes.



### **Taint**

Level: Warlock/Witch 1

Range: Touch

This spell enables the warlock to taint a single vessel of liquid, turning its contents into a foul-smelling ichor.

If ingested, the consumer must make a saving throw or take 1d4 damage. If not healed in the first 10 minutes, the victim will take an additional 1d4+2 damage. If not healed in the next 10 minutes, they will take another 1d6+2 damage.

### **Telekinesis**

Level: Warlock/Witch 5

Range: Sight

Duration: 1 round per level

This spell permits the warlock to move objects or creatures by concentration alone. An object weighing no more than 50 pounds per warlock level can be moved up to 20 feet per round. A creature can negate the effect on itself or an object it holds or has on its body with a successful save. To use this power, the warlock must maintain concentration, moving no more than normal movement (no running), making no attacks and casting no spells. If the concentration is lost (whether intentional or not), the power may be used again in the next round, but the subject of the effect is allowed a new saving throw. The warlock may also use the spell as a combat maneuver as a powerful strike. The warlock can hit a single creature doing 1d6 + 1 per 3 levels hit-points of damage. So a 10th level warlock can slam a creature for 1d6+3 hit points of damage. The range is as far as the warlock can see and she can keep doing this till duration is over or she is attacked, whichever happens first.

### **Terror**

Level: Warlock/Witch 5

Range: 0

Duration: See below

Terror produces an aura of extreme fear around the warlock, out to a radius of 20 feet. Any living creatures entering the area of the spell must save or flee from the warlock for 2 rounds per level of the warlock in an unreasoning panic, dropping whatever is held in hand and abandoning companions. If restrained by anyone, the victim will fight (to the death) whatever is restraining him to continue his flight. Anyone in the area of effect of the spell must make a new save every minute to remain there.

### **Tongues**

Level: Warlock/Witch 3

Range: Touch

Duration: 10 minutes per level

The warlock may cast this spell on herself or another, granting them the ability to speak and understand the language of any intelligent creature, whether it is a racial tongue or a regional dialect. The subject can speak only one language at a time, although it may be able to understand several languages. Tongues do not enable the subject to speak with creatures who don't speak. The subject can make itself understood as far as its voice carries. This spell does not predispose any creature addressed the subject in any way.

### **Toxic Cloud**

Level: Warlock/Witch 5

Range: 0

Duration: 1 hour

Foul and poisonous vapors boil from thin air, forming a cloud 20 feet in radius. The cloud moves away from the warlock at a rate of 6 feet per minute unless its direction or speed is affected by winds. Unusually strong gusts can dissipate and destroy it. Poison-laden, the horrid mist is heavier than air, and thus sinks down any pits or stairs in its path. The toxins in the cloud will do 4d6 damage to any caught within it's area, and leave them weak and uncoordinated (-4 to attacks and ability checks) for 3d6 minutes after exposure. A successful saving throw will reduce the effects by half.

### **Troll's Blood (reversible)**

Level: Warlock/Witch 4

Range: Touch

Duration: See below

This spell causes the target creature to be healed by 1d4hp per round for 1 round plus one round for every two warlock levels (so for a 7th or 8th level warlock it lasts 4 rounds, 9th or 10th level it lasts 5 rounds, and so on). The reverse of the spell, Decrepitude, requires a successful "to hit" roll in combat and also grants the target a saving throw to avoid the effects. If successful it causes progressive hp loss just as Troll's blood heals. Those creatures that would be unaffected by a Regenerate spell are also unaffected by Troll's blood.

### **Vigor**

Level: Warlock/Witch 1

Range: 1 Target touched

Duration: 1 round/level

This spell allows the caster to temporarily increase the Constitution score, with associated hit points, of a single touched creature. The warlock herself will take a temporary loss of 1 point of Constitution and 1d4 hp.

The increase is 2d4 (2-8) and lasts some rounds equal to the witch's level. Hit points lost will be from these temporary hit points first. When the spell is complete, the warlock's Constitution returns to its original value, but the hit points are lost till healed.

### **Wailing Lament**

Level: Warlock/Witch 1

Range: 90 ft

Duration: 1 hour

This spell causes the target to wail and sob uncontrollably for the duration of the spell. The target is unable to perform any other actions while under the spell's effect.

Any allies within earshot become demoralized and suffer a -2/-10% penalty to all Attack rolls and ability checks.

### **Wall of Smoke**

Level: Warlock/Witch 1

Range: 120 ft

Arcane 1 Duration: 1 turn

This spell causes an immobile, opaque, wall of billowing smoke to spring into existence. The wall can be as large as 1,000 square feet and may be shaped in any manner, and to any dimensions, the warlock desires so that it can be a straight wall or curved into a protective circle. As with other spells of this sort, the wall of smoke may not be evoked so that it appears where objects or creatures already are.

The wall of smoke is impermeable to vision and light but presents no obstacle to movement or magical effects (except for those requiring a line of sight to target, of course). Once created, the wall of smoke can be affected by water or strong winds like an ordinary cloud of smoke, though other attacks will have correspondingly little effect on it. A disintegrate or dispel magic spell will destroy the wall of smoke instantly; it will otherwise dissipate in 1 turn.

### **Wall of Wood**

Level: Warlock/Witch 1

Range: 60 ft

Arcane 4 Duration: permanent

The warlock brings a wooden wall into existence. The wall is normally 1" thick and can be as large as 1,200 square feet. The wall can be made thicker than 1" with a proportionate reduction in area, but cannot be made less than 1" thick. The wall is permanent unless otherwise destroyed or dispelled with dispel magic. The wall may not be evoked so that it appears where objects or creatures already are.

The warlock can create a wall of wood in almost any shape he desires. The wall created need not be vertical but must rest upon a firm foundation. It can be used to bridge a chasm, for instance, or as a ramp, but the wall must be shaped properly, reducing the spell's area by half. Likewise, the wall can be crudely shaped to form battlements and ramparts by reducing the area.

### **Ward of Flame (Reversible)**

Level: Warlock/Witch 1

Range: Touch

Duration: 6 turns

For the spell's duration, Ward of flame protects the target creature from injury due to heat or flame. The Ward absorbs the next 2d6 hp damage that the target creature would otherwise have suffered from fire. The spell's reverse, Ward of frost,

absorbs the next 2d6 hp damage that the target creature would otherwise have suffered from frost, cold or ice.

### **Ward of Harm**

Level: Warlock/Witch 2

Range: Touch

Duration: 6 rounds

This spell has three variants, and the warlock must choose which variant applies at the time of casting. Ward of fire allows creatures in the area of effect to automatically pass their saving throws against fire and heat based effects for the spell's duration; Ward of ice allows them to pass their saves against cold; Ward of lightning allows them to pass their saving throws against electrical attacks and lightning. Rumors persist of further variants of this spell.

### **Ward of Magic**

Level: Warlock/Witch 5

Range: 20 ft radius sphere centered on the warlock

Duration: 5 rounds

Spells of no higher than third level cast from outside the area of effect are absorbed and dispersed harmlessly by this spell. There is one exception: a Dispel magic spell cast on the Ward will remove it (no saving throw). Spells cast from within work as normal.

### **Ward of the Undead**

Level: Warlock/Witch 1

Range: Touch

Duration: 6 turns

For the spell's duration, Ward of the undead grants the target creature a saving throw (spells) against the special powers of any undead creature's touch. It also grants a saving throw against a ghost's aging power or the scream of a banshee. The undead creature's touch will still inflict physical damage, as only special powers such as level drain, or paralysis are affected.

### **Witch Fire**

Level: Warlock/Witch 3

Range: 90 ft

Duration: 1 hour

This spell creates balls of phosphorescent light, the colors of which may be chosen by the warlock. The number of ball is equal to the warlock's level. The lights follow the warlock, and at his will, each ball of *witch fire* can be sent to cover 1 Medium creature or 2 Small creatures within the spell's range, as the *færie fire* spell. (For larger creatures, the referee must determine a reasonable size equivalent; e.g., 2, 3, or 4 balls of warlock fire may be necessary to effect a giant.) Illumed creatures can be struck at a +1 "to hit" bonus.

## Warlock Spells by Level

### 1st Level Warlock Spells

Arcane Dart  
Bad Luck  
Bane  
Black Fire  
Blight Growth  
Blithering  
Blood Augury  
Cause Minor Wounds  
Charm Animal  
Charm Person  
Chill Touch  
Command  
Detect Magic  
Disguise Self  
Doom  
Eldritch Fire  
Endure Elements  
Feel My Pain  
Grim Knowledge  
Grimalkin  
Häxen Talons  
Hypnotism  
Jump  
Last Words  
Mage Armor  
Make Poppet  
Obedient Beast  
Phantom Shield  
Sharpness  
Sickly  
Silent Image  
Snake's Tongue  
Sonic Blast  
Spirit Servant  
Stay Death's Hand  
Taint  
Vigor  
Wailing Lament  
Wall of Smoke  
Wall of Wood  
Ward of Flame (Reversible)  
Ward of the Undead

### 2nd Level Warlock Spells

Acidic Spew  
Agony  
Alter Self  
Augury  
Barrier (Reversible)  
Beastform  
Blur  
Burning Gaze  
Broca's Curse of Babel  
Call Image  
Cause Light Wounds

Chameleon  
Choking Grip  
Clothes of the Emperor  
Defiling Touch  
Detect Evil/Good  
Detect Invisibility  
Discord  
Grasp of the Endless War  
Head Strong  
Hideous Laughter  
Identify  
Magic Circle Against Spirits  
Night's Companion  
Phantasmal Armor  
Poisonous Stare  
Produce Flame  
Raven Spy  
Share My Pain  
Shatter  
Skeletal Steed  
Snake Eyes  
Speak with Animals  
Speak with the Dead  
Ward of Harm

### 3rd Level Warlock Spells

Arctic Grasp  
Astral Sense  
Bestow Curse  
Black Cloud  
Body of Eyes  
Cackling Skull  
Cause Disease  
Circle of Respite  
Clairsentience  
Contagion  
Dispel Magic  
Edge of Blackness  
Energize  
Fangs of the Strix  
Fiend's Shield  
Hopping Doom  
Improved Faerie Fire  
Lesser Strengthening Rite  
Levitate  
Lifesteal (Reversible)  
Malice  
Magic Circle Against Undead  
Memento Vitae  
Misty Form  
Paralyze  
Phantom Steed  
Poisonous Spittle  
Slow  
Starlight  
Summon Winged Steed  
Tongues  
Witch Fire

### 4th Level Warlock Spells

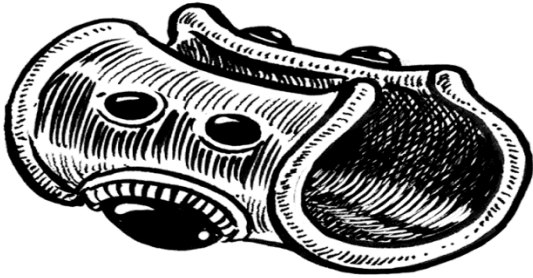
Arcane Eye  
Call Imp  
Call Mephit  
Call the Abomination  
Cauldron of Blood  
Cause Paralysis  
Cause Serious Wounds  
Chimerical Force  
Concealing Fog  
Confusion  
Divine Power  
Effigy  
Elemental Armor  
Extend Spell, Lesser  
Faerie Portal  
Fear (Cause Fear)  
Forest of Deception  
Magic Circle Against Good/Evil,  
10' radius  
Pit of Pain  
Polymorph Others  
Polymorph Self  
Questions for the Court  
Rain of Spite  
Sensory Overload  
Spell Storing  
Stone Scream  
Troll's Blood (reversible)

### 5th Level Warlock Spells

Bad Luck, Run of Bad Luck  
Banish Seeming  
Blade Dance  
Bonewarp  
Breathe Fire  
Cause Critical Wounds  
Cloudkill  
Cone of Cold  
Conjuration of Elementals  
Contact Other Plane  
Cry for the Nightbird  
Enslave  
Extend Spell, Greater  
Hold Monster  
Immunity  
Infectious Kiss  
Maelstrom  
Mind Fog  
Repulsion  
Scouring Wind  
Song of the Night  
Spectral Force  
Telekinesis  
Terror  
Toxic Cloud  
Ward of Magic

# Magic Items

**Bracers of Protection:** These ornate bracers are often sought after by spell casters of all sorts. They improve their armor class by +1 (50%) +2 (35%) or +3 (15%). They can be worn with other devices of protection and they do not impede spell casting. Rare sets (5% of all) will also provide the same bonus to saving throws.



**Charm Bracelet:** This silver chain is worn on the wrist and has some metal charms attached. The number of charms, 1 to 4, indicates the level of protection the bracelet will provide. So 1 charm is +1 to AC and Saves, 2 charms are +2 to AC and Saves and so on.

**Charm Bracelet, Luck:** This silver chain appears to be a charm bracelet, but instead of providing protection directly it provides a +1 to any one roll. The number of times it can be used in a day is indicated by the number of charms, 1d6. The luck bonus must be announced before the roll is made. It may only provide a single +1 bonus per use.

**Cingulum:** This nine-foot long cord is often wrapped many times around the waist as a belt. Magical varieties confer +1 to +5 bonuses to AC. The material to make this cord maybe anything the witch has on hand (leather, hemp rope, cotton, silk) but the manufacture must be of high quality. The cingulum typically has some knots equal to its bonuses. The magic does not become active till it is wrapped around the waist and knotted.

**Cold Iron:** While not magical per se, weapons made from cold iron, or iron not forged into steel, are affective against all creatures of faerie and even some witches. A weapon made of cold iron provides no bonus to hit, but can hit faeries that would otherwise only be hit by magical weapons. The weapon also gains a +1 to damage. Cold Iron

will not show up as magic via a Detect Magic spell, unless it has been enchanted separately. Cold Iron has a slight magnetic field about it and is most often used in compasses rather than as a weapon.

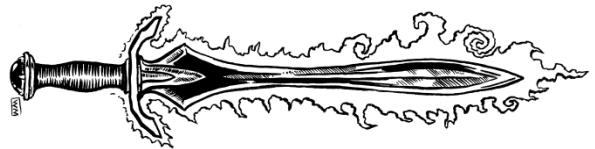
Weapons made from cold iron cost twice that of their steel counterparts and have 50% chance of breaking on any critical miss/fumble (a natural roll of "1" on a d20).

**Hat of Focus:** This hat aids the warlock, wizard or witch when they are performing spell research, learning new spells or otherwise engaged in any work requiring their focus.

This hat when worn will treat the wearer as if they had an Intelligence or Charisma score as one greater (+1) than they currently have. This does not change the number of spells they can learn or memorize based on their ability scores, but it does aid them with learning or creating the new spell.

**Hat of Focus, Spellslinger:** This hat is similar to the Hat of Focus save that it adds +1 or +5% (where appropriate) to any one spellcasting roll. So this hat could add +1 per die in a Fireball's damage or -1 in a Saving Throw, but not both.

**Hexblade:** These swords are sought after by many warlocks. They come in +1, +2, and +3 varieties and in addition to the bonuses to hit and damage, they act as a Rod of Spell Focusing. Warlocks with the Pact Blade Invocation can use these blades for added benefits.



**Oil of Death Armor:** Created and used by powerful necromancers and warlocks. This oil is rubbed onto the user's body. Anyone touching the user with bare skin must save vs. Death or take 2d4 points of damage (save negates). This spell lasts 2d6 rounds.

**Pentacle Rod:** This magic item usually has a pentacle or an inverted pentacle at the end. All pentacle rods have an alignment of either Lawful or Chaotic. Three times per day, this rod can spout a ray that casts *Grasp of the Endless War* as if cast by a warlock of the alignment of the wand.



**Rod of the Fire Mountain Warlock:** These metal rods were crafted years ago by the legendary warlocks from the top of the Fire Mountains. When used in the casting of a fire spell they increase the die type used. So a spell that would use a d6 now will use a d8. A d8 is stepped up to a d10 and so on. The total number of dice rolled remain the same.

**Rod of Spell Focus:** This metal rod is usually made of wood, but others made of ivory or steel are also known. When used by a warlock during spell casting the target of the spell saves at a -1 penalty to their saving throw rolls. More powerful rods grant a -2 and -3 penalties.

**Rod of Witch Detection:** This item is favored by witch hunters of all sorts. This rod will determine if someone is a witch. The rod of witch detection will grow warm in the presence of a witch or warlock. The rod will be able to identify 3d6 witches, regardless of alignment.

*Note:* GM's should limit this to the witch and warlock classes presented here though there may be some imperfect rods that also identify wizards, clerics, oracles or others as "witches."

**Staff of the Warlock:** Similar to the legendary Staff of Wizardry, but only effective in the hands of warlocks. Some of its powers drain charges, while others do not. The following powers can be used draining one charge per use.

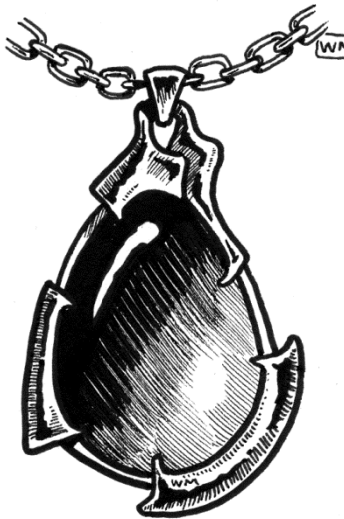
- Produce Flame
- Detect Magic
- Light/Darkness
- Cone of Cold (2 charges, 15d6, DC 15)
- Fireball or Lightning Bolt (one or the other, 2 charges, 10th level, 10d6, DC 17)
- Hold Monster (2 charges, DC 14)
- Invisibility (2 charges)

The staff adds +2 to the warlock's saving throws against spell based attacks. The staff cannot absorb wizard spell energy and must be recharged by the warlock himself. The staff is also capable of acting as a QuarterStaff +2.

### Talismans

Talismans are small items that can have any spell of third level or lower. The talisman can be made of paper, wood, clay or even metal. Often they are worn and kept till evoked. To evoke a talisman takes only an instant and the effects are instant. The command word or gesture to evoke the talisman is often inscribed on the talisman itself. Unless otherwise noted a talisman can only be used once.

**Hand of Fatima:** A small brass talisman in the shape of a hand. Provides protection against any evil spell or spell-like effect directed at the wearer, in particular, the evil eye. These talismans may only be used once per day.



**Isis' Talisman of Protection:** This talisman confers a +1 protection bonus to saves and AC. Effects last as per level of the creator. This talisman is usually in the form of a finely crafted gold anklet. These talismans may only be used once per day.

**Talisman of Good Luck:** This talisman is one of the most often found. This minor magic item provides +1 to any single roll. The talisman must be invoked before the action is taken (before the roll is made). Typically luck talismans are in the form of a four-leaf clover, a rabbit's foot, a horseshoe or a copper coin.

Any other small item maybe use. The item is not consumed in the invocation, but it useless after the first use.

# Warlock Lodges

Warlocks belong to Lodges, which is a small group of like-minded Warlocks.

There are solitary Warlocks as well. A Warlock without a lodge though is seen as a dangerous and rogue element among other Warlocks. A Warlock Lodge may not tolerate such a Warlock operating in their area.

## The Lodges

The Warlock also has communities to which he belongs and from where he has learned his craft. The Lodge is a secret order that often only admits a few Warlocks at a time. Each Lodge has their methods of instruction for their potential Warlock, and these are a closely guarded secret. While a Witch may leave the lands where she learned her tradition from her sisters, Warlocks join a Lodge for life. The Lodge is also the physical meeting place, sanctuary, and library of the Warlock. Each order has its lodge. Lodge meetings take place for all members on the Solstices and Equinoxes. Typically, this is when new probationers are admitted. The ceremonies are very formal and full of rote and ritual. After the main ceremony follows a grand feast where matters mundane and magical are discussed. Lesser ceremonies, such as level advancement are also held at the member's lodge. These ceremonies do not require the full attendance of all members. Most Lodges are located in cities, with the largest cities having many lodges and the largest, most powerful lodges having a presence in many cities. Lodges are usually clearly marked and identified. Knowing where a lodge is and gaining admittance, however, are two very different things.

Leaders of the lodge are often known as the Master Warlock or just Master.

## Ascension Lodges

These lodges are usually dedicated to raising a patron to godhood. Often these patrons are demons, dead gods, or one of the animal or faerie

lords. They seek the greater power that godhood gives their patron and hope that this power is shared. These lodges are often known as Cults and will even have clerics in their ranks. Demon Lords such as Orcus have Ascension Cults but not all do. Astaroth does not have godly intentions and his warlocks tend to join other lodges.

## Dark School of the Scholomance

The Dark School of the Scholomance, or more simply the Scholomance, lies somewhere deep in a nearly impassable, mountainous country, far removed from the civilized areas of the world. Referees should choose an appropriate place within their campaign world. It should be remote and in the mountains. Wherever it lies, one thing is

agreed on: "the Devil," himself, holds classes to teach the best and the brightest the darkest of the dark arts. Thirteen will enter, but only twelve will leave to become the most dangerous Warlocks in the land. What becomes of the thirteenth is a mystery. Some say the unlucky 13th becomes the Devil's personal servant. Others though speculate a far worse fate on the 13th Warlock.

Who is "the Devil"? In your game world, you may or may not have a devil or even The Devil. The Baalsraph named **Astaroth** (see page 45) who would certainly fit the bill. Others, of course, could take on the title of "the Devil" and there may even be more than one. Referees should decide who is in charge of the Scholomance based on what that particular being wants or needs from this school. Warlocks of the

Scholomance gain access to many dark, evil spells they may never have had access to before.

## Goetic

Legend states that the Goetic Lodge was founded by a wise and powerful king; one who bound demons, angels and even arch-fey to do his bidding by discovering their secrets. Goetics follow the recorded history as laid down in the sacred writings of this king often known as "The Keys of



Wisdom." Goetics have been known to converse with angels and summon demons when the need arises. Their magic is very ceremonial and has strict rules of conduct. For instance, one must not ever wear a head covering when summoning the Prince of Demons. Despite, or because of, that, their lodges are less strict and structured than the other Warlocks. Magical texts are typically written in ancient and arcane languages known only by scholars. To learn and use their magic the Goetics summon various demons, spirits and other such creatures to bring about a spell's effect.

### **The Grand Coven**

This Lodge is also a coven and warlocks and witches both may join. Generally the patron of the warlock is aligned with the witch's patron. Or these patrons are one in the same. There is no one Grand Coven. A grand coven is formed when witches and warlocks decide to work towards a common cause. These are common among faerie patrons with a warlock acting as the Lord and the witch as the Lady of the Grand Coven. Warlocks and Witches capable starting a lodge or coven may start a Grand Coven, but both need to start this together.

### **The Hermetic Lodge**

This Lodge is open to anyone who can aspire to their heights of potential, and the Lodge's secrets are the reward. Their name comes from a great philosopher God. This entity is believed to have gained the secrets of the universe and thus became a God, or part of the God Mind. These Warlocks feel they can approach this ideal as well. To become a member, a full lodge member must sponsor the Probationer. This lodge member is responsible for teaching the Probationer what they need to know to gain an audience with the Inner Lodge or ruling body. The Inner Lodge will vote on the Probationer's qualities (a fine opportunity for role-playing and clever Game Mastering). If the Probationer is accepted, then she becomes a Neophyte. Neophytes learn from the books of the Lodges libraries. An unsuccessful Probationer may come back in one year's time for a re-evaluation. Members refer to each other as "Frater" (brother) or "Soror" (sister). The head of the lodge is called Pater (father), if male, or Mater (mother), if female.

### **Lodge of Pure Thought**

Warlocks of this lodge are largely lawful in nature and seek to understand the deeper mysteries of all warlock pacts and what they mean for the mortal world. Some feel that they control the forces they wield, but most fear that these forces will control them and they seek the means to avoid that.

This lodge has the greatest collection of knowledge on all the pacts warlocks may take or have taken in the past. Members are expected to share any knowledge they gain or learn about their own pacts and what else they know. These warlocks are expected to journey throughout the world, and even beyond, to gain more knowledge.

These warlocks gain knowledge about demons, devils and other creatures from other realms. Enough that any attack they make against these creatures are at +1 or the creature must save at a -1 to their rolls against the warlock's magic.

### **Masters of the Invisible College**

This esoteric lodge believes they are the foundation for all arcane study, not just Warlocks, but Wizards and Witches as well. Their vaulted halls contain the wisdom of the ages and spells never before seen. Only those of the highest intelligence maybe admitted and then a rigorous training program must begin. Only when the Warlock has proven himself (10th level) will he be allowed access to the Deeper Mysteries and Hidden Knowledge of the Akashic Records. The location of this great store of knowledge is one of the best-kept secrets in the world.

Warlocks of this Lodge believe that nothing is more important than the arcane pursuits. This lodge is unique among lodges in that it actively recruits warlocks, witches, magic-users and clerics of gods of magic and knowledge to join their ranks for the pursuit of arcane knowledge. Members of this lodge agree to put aside personal differences in terms of patrons, alignments and racial differences so that they gain greater insight to magic. Masters of the Invisible College are the foremost expert on identifying magic items and researching spells. Prospective members must bring a new magic item to the lodge for study. The item need not be powerful, indeed, low power but unique items are more sought after. Items with history or created by famous spellcasters are also sought after. The Lodge does not reveal what they do with these items outside of study.

### **Starting New Lodges**

Not all warlocks need to start a new lodge, they can join an existing lodge and then later form their own chapter. Other warlocks can even splinter from their lodge to start a new one and gain the enmity of their previous brothers. This is very common in Ascension Lodges and Grand Covens.

Warlocks creating new Lodges do not have a higher purpose in their lodge, but a reason to gather new warlocks to the new lodge and new Master.

# Gods & Monsters

The lure of power draws warlocks to their Patrons. Many of these Patrons though are considered to be monsters, and they have many monsters in their retinue. Presented here are some of those monsters for use with the Warlock.

Note: Some unique creatures have hit points already listed. Some of these creatures also have Saving Throws of 2.

## Beast Lords

For every animal species, there is a single ruler or lord, looked upon by those animals as a minor deity of sorts. The animal lord is the master of that species; for example, there is a Fox Lord, Mouse Lord, and a Cat lord. Each animal can assume two forms: human and animal. It's animal form is always of a member of the species it represents. Animal lords are seen as protectors of nature and animals. They may step in and prevent hunters from destroying a race of animals or foresters from completely decimating a forest. They do not, however, interfere with nature itself (i.e., animals die, they are killed for food or clothing)—such is the way of the universe.

Warlocks seek out the Beast Lords as an alternative to Demonic Patrons or the Lords of the Fey.

### Bear King

Hit Dice: 14 + 17 (80 hp)

Armor Class: 1 [18]

Attacks: 2 weapon (1d8+5) or 2 claws (2d6+5) and bite (1d10+5)

Saving Throw: 3

Special: Magic resistance (45%), Frightful Roar (cause fear), immune to poison; bludgeoning, slashing, and piercing from nonmagical weapons that aren't made of cold iron, half damage to cold

Move: 12

Alignment: Neutral

Challenge Level/XP: 20/4,400

The Bear King can appear as a huge brown or black bear of the largest size or has a nearly as large human.

In his human form he is dressed in hunting leathers with a thick bearskin cloak around his shoulders, the bearded king sits upon a throne carved from a whole tree trunk. A crown of holly leaves wreathes his head, and a blackened maul rests near his hand. An ornate clay pot filled with honey hangs at his hip at all times.

The Bear King can assume the form of a shaggy grizzly bear, or a hybrid of his humanoid and bear

forms. In an alternate form, the Bear King's size increases to Large, and he can make bite and claw attacks. He remains in this form until he returns to human form as a bonus action or he falls unconscious or dies.

**Abuzz with Bees.** The country's chief product and export, thanks to the Bear King's insatiable appetite for sweets, is honey.

The Bear King's hive-keepers harvest rich, blossom-sweet honey from the hives of giant bees they tend. The land's brewers use the honey to create the finest mead, and the most potent brews are infused with fey glamor.

The Bear King and his court of bear jarls, witches, and oracles spend most of their time hunting in the hills, feasting, brawling, and drinking mead. Old Honey Paws maintains his rulership over this court by besting all rivals in a yearly series of challenges. The challenges are open to anyone, but the Bear King has defeated all comers since he rose to the throne.

### Cat Lord

Hit Dice: 19 + 22 (107 hp)

Armor Class: -5 [24]

Attacks: 2 claws (2d6) and bite (1d6)

Saving Throw: 3

Special: Change shape, howl, lick wounds, magic resistance (95%), magical abilities, immune to mind-affecting effects, surprise on 1-4 on 1d6, +1 or better weapon to hit

Move: 24

Alignment: Neutral

Challenge Level/XP: 26/6,200

There is only one. The Cat Lord is the Lord of All Felines. His natural form is that of a black panther with dark, ruby eyes. He can assume a human form, and in this form, he appears as a dark-skinned human with black hair, chiseled features, and ruby eyes. In human form, he almost always dresses in black. The Cat Lord spends his days roaming the planes. The Cat Lord can speak the secret language of druids. Nearly all spells and rituals that summon a familiar beseech the Lord of All Cats.

When the Cat Lord howls, all creatures except felines within a 20-foot spread must succeed on a saving throw or be stunned for 1d2 rounds. Once every 1d4 rounds the Cat Lord can spit a line of caustic saliva at a single target to a range of 30 feet. A creature hit must succeed on a saving throw or be blinded.

Twice per day, the Cat Lord can automatically summon 1d4+2 lions or tigers, 1d4+4 leopards or

cheetahs, 1d2 smilodons, 1d2 weretigers, or 30 + 1d20 (normal) cats. No felines, including chimeras, caterwauls, sea cats, kamadans, tabaxis or feline lycanthropes willingly attack the Cat Lord. The Cat Lord can speak to all such creatures.

Nine times per day, the Cat Lord can lick his wounds, curing 2d4 points of damage. The Cat Lord can use the following spells: Astral spell (1/day), detect evil, dimension door, ethereality (2/day, as the potion), haste (2/day, self only), invisibility and teleport (1/day).

The Cat Lord sees five times as well as a human in shadowy illumination and normal light and can leap up to 30 feet forward, backward or laterally with minimal effort. The Cat Lord can communicate telepathically at a range of 100 feet.



### Coyote Lord

Hit Dice: 16 + 26 (98 hp)

Armor Class: -2 [21]

Attacks: 2 claws (2d8) and bite (1d8)

Saving Throw: 3

Special: Change shape, howl, lick wounds, magic resistance (95%), magical abilities, immune to mind-affecting effects, surprise on 1-4 on 1d6, +1 or better weapon to hit

Move: 24

Alignment: Neutral

Challenge Level/XP: 23/5,300

The Lord of Coyotes is known to wander the realms and planes of existence, but his favorites are ones with humans. Coyote is often found in wilderness areas, under a full moon. Here he summons coyotes, wolves, and ravens to sing to the moon.

The Lord of Coyotes appears most often as a large coyote with gray fur or as a man with the head of a coyote. He can appear in any form he desires and takes joy in appearing as friends and loved ones.

Humans seeking out Coyote will either be given a boon of +1 to all rolls (50%) or a curse of -1 to all rolls (50%) for the next 24 hours. Only one such gift is ever given.

Warlocks of Coyote beseech the Trickster to show them secret ways of magic.

Coyote can summon a pack, 2d6, of normal coyotes to aid him within one round. These animals are not under compulsion but fight for their lord because they desire too.

Five times per day, Coyote can lick his wounds, curing 1d6 points of damage. Coyote can use the following spells: Astral Spell (1/day), detect evil/good, dimension door, faerie fire, haste (2/day, self only), invisibility and teleport (1/day).

## Demons

Demons are vile, evil creatures from other planes of reality. Demons exist only to cause pain, torment and destruction and even the least among them are horrible monstrosities, worse than any terrene horror.

Demons are legion and defy most attempts at classification. Many are wholly unique, but some have been encountered enough to lend some basis of familial identification. Wizards, Warlocks, and demonologists differ on opinion almost to a scholar, but some commonalities in powers and weaknesses have been recorded.

There have been many sub-species of demon named; **the Baalseraph** or the Fallen agents of good, **the Calabim** or the demons of destruction, **the Eodemons**, or the Proto-Demons, **the Lilim**, or Daughters of Lilith and **the Shedim**, demons of rage. These last two groups are the most numerous and the easiest to summon. Many demons defy association and have appeared in one group or the other depending on the scholar at the time.

Demons themselves rarely care about such associations, save for the Baalseraph and the leaders of the Lillim, who see themselves as above all demon-kind and indeed above all others.

Regardless of familial association demons have certain powers common to all.

Demons do not require food, water or air. Many demons though will eat if it suits them to cause destruction. Others may feel hunger, but do not require food to survive.

All demons have Darkvision at least to 40', most extend to 90' and 120' or more.

Demons take half damage to Cold, Fire, Gas, and Lightning. They take full damage from magic and silvered weapon. Demons are fully immune to the effects of sleep spells and toxins.

All but the least of demons have some magical ability, detailed in their description.

Spell Resistance at +0 (more powerful demons have higher levels)

All demons have telepathy of a limited sort to allow them to communicate with others.

### What is Hell?

This book makes no overt assumptions on the cosmology of individual games. To that end, the nature of the home or homes of the demons has been left intentionally undefined. Generally speaking, such a home has been known by many names; Sheol, Hades, Tartarus, Gehenna and more commonly, Hell. Whether your campaign world has one Hell or many Hells is entirely up to you. You could create a system where the Calabim, Shedim, and Lilim are all living in one Hell under the yoke of the Baalseraph. There could even be multiple Hells where each demonic race dwells and potentially war with the others.

**Table 3: Demonic Categories**

Category	Calabim	Lilim	Shedim
I	Vrock	Succubus	Cornugon
II	Hezrou	Mormo	Barbazu
III	Glabezu	Mara	Osyluth
IV	Nalfeshnee	Empusa	Hamatula
V	Marilith	Lamiae	Gelgon
VI	Baalor	Lilitu	Arch-Fiend

## Baalseraph

These demons are the fallen gods and servants of good. Their only commonality is that each one was once considered to be a power of good and they have now become twisted and evil. Each Baalseraph demon is unique and are sometimes called "Devils." Baalseraph also are fully immune to Fire or Cold as indicated in their entry and can Dominate. The Baalseraph have completely subjugated the Rage Demons, also known as the Shedim.

In addition to all the powers possessed by all demons and Shedim, the Baalseraph can only be hit magical weapons.

## Astaroth, Duke of Hell

Hit Dice: 19 + 21 (106 hp)

Armor Class: -1 [20]

Attacks: Viper (1d8 + poison), sword (1d10 + flames 1d6), poison breath (4d6) (save for half)

Saving Throw: 2\* (such is Astaroth's magical power)

Special: Magic resistance (70%), immune to non-magic weapons, cause darkness in a 10-foot diameter, summon other demons, spells, change shape.

Move: 18 (36 fly)

Alignment: Chaotic

Challenge Level/XP: 25/5,900

*"Astroth is a great and a strong duke, coming forth in the shape of a fowle angell, sitting upon an infernall dragon, and carrieng on his right hand a viper: he answereth truelie to matters present, past and to come, and also of all secrets. He talketh willingelie of the creator of spirits, and of their fall, and how they sinned and fell: he saith he fell not of his owne accord. He maketh a man woonderfull learned in the liberall sciences, he ruleth fourtie legions. Let everie exorcist take heed, that he admit him not too neere him, bicause of his stinking breath. And therefore let the conjuror hold neere to his face a magicall ring, and that shall defend him."*

- John Weyer, *Pseudomonarchia Daemonum*.



Astaroth is one of the greatest of the Baalseraph. Once called the Bright Son of Heaven, Astaroth rebelled against the Gods of Light and was cast down with the other Baalseraph.

He is considered to be one of the Dukes of Hell and appears as his station would require. His bearing

is regal and noble, and he retains his angelic wings, though they are now rust-brown as if soaked in blood; which they are. His breath is extremely foul, and it can be smelled as he speaks. Creatures within 5ft. of him must make a Constitution based save or be forced back 5ft. by the smell.

He rides a great black dragon of the largest size and keeps a cobra coiled around his right arm.

Like all Baalseraph he is left handed. Astaroth can also cast spells as a Warlock of 7th level.

He is sometimes summoned in the rites of evil Witches and Warlocks to provide boons and learning. Typical boons include the knowledge of spells or a greater ability to cast spells (adding a +1 to rolls). He can answer up to three questions about the past, present, and future truthfully.

Though, if the summoner asks a question that is not within the realm of the question; i.e. she asks a question about the present when she is supposed to ask about the past, then Astaroth considers the contract void and he returns to his realm, moreover, if he can return with the summoner's soul in his possession, then so much the better for him.

## Calabim

These demons are so common that most demonologist simply call them *True Demons* or even just *Demons*. They are also known as Demons of Destruction.

The following demons are typically defined as Calabim:

- Baalor (Baalroch, Balor)
- Dretch
- Glaberzu
- Hezrou
- Manes
- Marilith
- Nalfeshnee
- Vrock

These demons exist solely to destroy. Their ultimate desire is to destroy everything including themselves and everything in the universe.

## Eodemons

Eodemons are the "Dawn Demons" or Proto Demons. These are the demons that were already old and evil and sulking in the Hells. Unlike the "devils" that were once good and then fell or "demons" that are relatively new to the scene, the Proto demons were old and evil. Their motivations are often alien to mortals and other demons. Their numbers are few, but each one is extremely

powerful. Many are worshiped as gods, or at least, dark gods.

These creatures are not to be confused with the *Eudaemons* or beneficial demons. Also many believe Lilith herself is an Eodemon, but this is something she denies. Also, some scholars use the more archaic form *Eolim* to describe these demons. Not to be confused with *Elohim*, which are also servants of Good.

Only four Eodemons are known. There may be more, but they have thankfully remained hidden.

As a group, they are more powerful than the Baalseraph but are too independent and chaotic to work to the same ends.

### Dagon

Hit Dice: 20 + 30 (110 hp)

Armor Class: -5 [24]

Attack: +3 trident (2d6+3) or 2 meaty fists (1d10)

Saving Throw: 3

Special: Spells, master of the waters, summon sea creatures, only harmed by +2 or better weapons, immune to cold, electricity and poison, immune to water-based spells, magic resistance (80%), telepathy 100 ft.

Move: 9/24 (swimming)

Alignment: Chaos

Challenge Level/XP: 30/7,400

Dagon is the demon prince of sea creatures. He is worshipped as a deity by legions of sahuagin, locathah, lizardfolk, tritons (those that have accepted the ways of chaos) and some merfolk. Dagon makes his home in a great underwater iron citadel called Thos located in the deepest recesses of his home plane.

This Eodemon combines the worst aspects of fish, octopi, sharks and strangely humankind. Like most Eodemons his form constantly shifts and rearranges itself to suit his need, environment or whim. One constant is his large, dead looking eyes. Always described as the "eyes of a fish" or a "drowned man."

Dagon is a master of the seas. He is immune to all water-based spells and effects. When fighting in water, he gains a +2 bonus to hit and improves his AC by 2. As their prince, he can summon 20 HD worth of aquatic creatures per day and communicate with them telepathically.

Dagon casts spells as a 12th level magic-user. He has the following magical abilities: Control water, create water, darkness, dispel magic, water breathing and feeblemind (1/day).

Dagon wields a +3 trident that can telescope to up to 20 feet long on its master's command. The trident is forged of black bronze with adamantine barbs. Creatures struck by the trident and suffering more than 10 points of damage are caught on the barbs, suffering an addition 1d4 points of damage per round and unable to move

until they make a successful Strength roll. Creatures that extract themselves from the trident suffer 1d8 points of damage from their rending of their flesh by the barbs.

### Leviathan

Hit Dice: 25 + 19 (131 hp)

Armor Class: -6 [25]

Attacks: 1 bite (4d6)

Saving Throw: 3

Special: Capsize, digestive acid, swallow whole, dominate and summon water-borne creatures, spells, +2 or better weapon to hit, immunity to fire, electricity and poison, magic resistance (100%), telepathy 100 ft.

Move: 24 (swim) / 9 (ground)

Alignment: Chaos

Challenge Level/XP: 34/8,600

This monster is supposed that this is the oldest of all the Eodemons. Leviathan is so ancient that even other demons seem in awe of "his" age and power. It assumed that it is a he though there is no evidence to suggest either way. Leviathan exists only for one purpose; to feed. Leviathan can be found in the Astral realms devouring entire worlds.

"He" spends his time in the deepest parts of the oceans of the worlds that Leviathan visits. Here he consumes all living forms and is drawn to world with strong magic. After devouring 800,000 levels/hd of magical life Leviathan will then be strong enough to destroy the entire world. From there he moves to a new world where he rests before starting the cycle anew.

Leviathan is completely immune to all magical attacks. Consequently he is incapable of using magical attacks or spells.

### Pazuzu

Hit Dice: 20 + 30 (110 hp)

Armor Class: -2 [21]

Attack: +2 sword (2d6+2), 2 claws (1d10)

Saving Throw: 3

Special: Breath weapon, dominate and summon aerial creatures, spells, aerial passivism, +2 or better weapon to hit, immunity to electricity and poison, magic resistance (70%), telepathy 100 ft.

Move: 15/30 (flying)

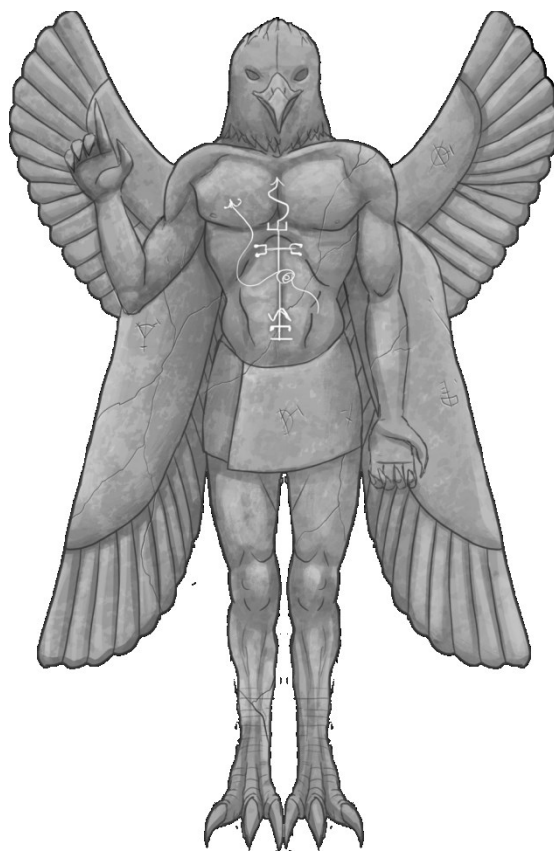
Alignment: Chaos

Challenge Level/XP: 32/8,000

The Lord of the East Wind is a demon of the skies. He appears to be a well proportioned athletic male human with bronzed skin. His head is a bizarre combination of human, dragon, and hawk. His double set of wings could indicate a semi-divine nature, but Lord Pazuzu denies such things. Lord Pazuzu says a lot actually, he is the most active Eodemon in the affairs of mortals.

Pazuzu is the demon prince of aerial creatures and is revered as such on both the Abyssal Plane and the Material Plane. Unlike other demon princes, his lair is not confined to a single plane or multiple adjoining planes; Pazuzu rules the sky realms above all layers of the Abyss. (No demon prince has contested his rulership of the skies thus far.)

Pazuzu has three breath weapons. Regardless of which breath weapon he uses, he can't breathe more than once every 1d4 rounds. Each breath weapon is a 100-foot long cone. The first works like the creeping doom spell, the second like the insect plague spell and the last is a corrosive gas that deals 10d6 points of acid damage (saving throw for half damage) and ruins leather equipment, including armor.



Three times per day, Pazuzu can automatically summon 2d6 harpies, 2d8 gargoyles or 1d4 hieracosphinxes with a 50% chance of success. Pazuzu can automatically dominate any aerial creature of 6 HD or less that is within sight, no saving throw allowed. This summoning functions as a *charm monster spell*. At any one time, Pazuzu can have a total of 20 HD of creatures dominated. Affected creatures must remain with sight, or the effect ends. Aerial creatures are defined as avians, gargoyles, harpies, and elemental air creatures. No aerial creature of 10 HD or less willingly attacks Pazuzu, but they can be forced to magically.



Pazuzu can cast spells as a 12th level magic-user. He can use the following magical abilities: *Control weather, darkness, dispel magic, flesh to stone, lightning bolt, shape change, wind walk* and, *once per day, wish*.

## **Tsathogga**

Hit Dice: 25 + 18 (130 hp)

Armor Class: -4 [23]

Attack: Bite (3d6) or tongue (see below)

Saving Throw: 3

Special: Blasphemous shriek, swallow whole, spells, +3 or better weapon to hit, immune to acid and poison, magic resistance (80%), telepathy 100 ft.

Move: 15

Alignment: Chaos

Challenge Level/XP: 34/8,600

This great demon appears as a titanic frog-like monster. It appears to be at least 50' long or as much as 75'. There is a vague humanness about this demon, but its countenance is one of an evil frog. Its mouth is filled with rows of sharp, shark-like teeth the length of a grown man's arm. His body is covered in warts and sores and all ooze a putrid, yellowish mucus. His eyes are red and glow with an inherent evil and his massive mouth sports rows of sharpened teeth, each at least as long as a sword. Tsathogga cares less about the machinations of men and power than he does about obliterating light and life with the slow oozing sickness and decay that he represents. He is the viscous dark evil bubbling up from beneath the surface, the foul corruption at the heart of the earth. Tsathogga makes his home on both Tartarus and the Abyss, spending equal amounts of time in both places. His lair is a vast swamp of filth deposited by the River Styx as it flows between the two planes.

Tsathogga's demonic form constantly oozes and drips acid, causing opponents to take an extra 1d8 points of acid damage every time he succeeds on a bite, claw, or tongue attack. Creatures attacking Tsathogga unarmed take this same acid damage each time one of their attacks hits.

Any weapon striking Tsathogga's acidic body must succeed at a saving throw or suffer a cumulative -1 penalty to damage - a weapon that has its potential damage reduced to 0 is destroyed.

Creatures struck by Tsathogga's tongue suffer 1d8 points of acid damage and must succeed at a saving throw or be swallowed whole and consumed.

Three times per day, Tsathogga can unleash a piercing shriek that affects all non-chaotic creatures within a 100-foot radius as if by an unholy word (reverse of holy word). Tsathogga can billow forth a cloud of thick, dark fog from his skin.

This fog spreads to fill a 50-foot radius, 50 feet high.

The darkness generated by the cloud nullifies normal lights (torches, candles, lanterns, and so forth) within the area. Light spells of 5th level or lower are incapable of brightening the area. This cloud remains for 10 minutes before dispersing. Tsathogga cannot use this ability underwater.

Tsathogga can cast spells as a 15th level magic-user. He can also use the following magical abilities: *Acid cone* (as *cone of cold*, but deals acid damage), *darkness, dispel magic, ESP, polymorph self* and *water breathing*. He can summon up to 30 HD of oozes, giant frogs, or froghearts each day.

## **Lilim**

These are the daughters of Lilith, the "Queen of Demons." A title she abhors. In addition to the common abilities and immunities of all demons, lilim are also fully immune to poison and poses Nightvision instead of Darkvision.

All Lilim have a draining attack, as detailed below.

Most Lilim can switch between a "human" and a "demonic" form. The human form allows them to infiltrate society and collect the souls they require. Any time the Lilim is under stress or in combat, she will revert to her demonic form. Both types of forms are detailed in the monster descriptions below.

### **Lilith and Witches**

There is one other group of powerful females that can claim Lilith as their mother; Witches.

Witches have many legends about their origins, but two are repeated and again.

First, Witches are somehow different than other humans, as different as humans are from elves. The other part of this tale is that Witches are a separate race descended from Lilith, whom they refer to as the First Witch.

Some Witches consider themselves to be partial demons because of this. This has no effect on how the Witch needs to be played but GMs can impose the same penalty on Witches as they do with demons. Weapons that harm demons have a similar, though the lesser effect on Witches. If this is used then allow a détente to exist between Witches and the Lilim, Neither group will willingly attack the other physically or magically. In these situations, Lilim will refer to Witches as "sister."

The most feared attack of the Lilim is their vampiric energy drain. This attack affects one (or more) of a person ability scores. When a score reaches 0 that person is dead and their soul belongs to the Lilim. The abilities drained are listed below,

Lilim	Ability	Amount
Empusa	Intelligence	1 Point
Lamashtu	Constitution	2 Points
Lamia	Wisdom	2 Points
Lilitu	Str & Con	2 Points each
Mara	Constitution	1 Point
Mormo	Strength	1 Point
Succubus	Constitution	1 Point per kiss

The Lilim typically target only the strongest victims; i.e., characters with the highest ability scores. While they could gather the most souls by attacking the weakest, it is theorized that the Lilim get some sort of nourishment from the more powerful victims. They also favor attacking the good and the lawful.

Lilim are also affected by the following attack forms.

Attack Type	Damage
Acid	Full
Cold	Half
Electricity (lightning)	None
Fire (Magic)	Half
Fire (non-magic)	None
Gas (poisonous)	None
Iron Weapon	Full
Magic / Arcane Blast	Full
Poison	None
Silvered Weapon	Half

### Lilim, Empusa

Hit Dice: 8+3

Armor Class: 3 [16]

Attacks: 2 claws (2d6) and 1 bite (1d6) or 1 weapon (1d10)

Saving Throw: 7

Special: Magic resistance (25%), Lilim abilities, magical abilities, +1 magic weapons to hit, Intelligence drain

Move: 12

Alignment: Chaos

Challenge Level/XP: 15/2,900

These are the daughters of Lilith and the various proto-demons. They are the most "demonic" of all of the Lilim. The Empusae (or "forcers-in"), like all Lilim, can appear as a stunningly beautiful woman or as a demon. The demonic form of the Empusa is the one of the most hideous of all of the Lilim. The body remains mostly humanoid and female but covered in fine scales. Its legs become like those of a horse or ass and end in hooves that are made of brass or bronze. Its back supports a set of large leathery bat-like wings, similar to that of a succubus. It is its head that features its most horrible transformation. The creature's long

following tresses are replaced with a mass of snakes similar to that of a medusa. Its facial features are blocked by an area of complete darkness; only its glowing eyes are visible. It is said among sages that face of the Empusa is not shrouded in darkness, but it is so horrible that our minds block the vision from us. It is also said that other demons can see the Empusa's face and run in fear from it. Its former delicate hands now end in razor-tipped claws. A long reptilian tail completes the picture.

An Empusa can appear as human, or it can also shape shift into a large dire wolf (statistics as per Dire Wolf).

Unlike the combat shy Succubus, Empusae live for battle. They can either use their natural claw/claw/bite routine or use a flaming sword that strikes for 2d6 points of damage plus 1d6 of flame damage. Empusa gain to hit and damage bonuses due to their high strength as well.

The touch of an Empusa drains the Intelligence of the victim at 1 point per barehanded, not weaponed, attack.



## **Lilim, Lamashtu**

Hit Dice: 10

Armor Class: 3 [16]

Attacks: 2 claws (2d6) and 1 bite (1d6), 1 weapon (1d10)

Saving Throw: 5

Special: Magic resistance (25%), Lilim abilities, magical abilities, +1 magic weapons to hit, Constitution drain

Move: 12

Alignment: Chaos

Challenge Level/XP: 17/3,500

Lamashtu are powerful demons, close only to the Lilitu themselves. Believed to be the offspring of Lilith and the various Eodemons. These demons are old even by demonic terms. Their natural form is a horrid hybrid of a lioness' head, donkey ears, and teeth, a hairy human female body, with the hindquarters of a pig. They are commonly holding a large snake. In their "human" form they prefer to disguise themselves as old women or nursemaids. This gives them access to their preferred prey, newborn babies. Once she has gained access to a new-born babe, she will carry it off till she can find a safe place to eat it. Lamashtu are not tempters, they hunger, and only flesh will satisfy them. They can be held at bay if a witch prepares a special talisman.

Her song drains Constitution to all who hear it, 2 points per night. Anyone so drained must make a save or fall asleep while she feeds.

Lamashtu may cast spells as a 7th level witch.

## **Lilim, Lamiae**

Hit Dice: 9

Armor Class: 5 [14]

Attacks: 2 claws (1d4), 1 weapon (1d8)

Saving Throw: 6

Special: Magic resistance (15%), immune to fire, Lilim Abilities, dual forms, Wisdom drain, blood drain, magical abilities, +2 magic weapons to hit, sleep song

Move: 12/18 (flying)

Alignment: Chaos

Challenge Level/XP: 15/2,900

Lamiae can appear as any female type humanoid they choose. They typically choose to emulate humans and elves of high charisma.

Their demonic form is less innocent. The Lamiae has the same upper body of a beautiful woman, but her features have become twisted to show only evil. The lower half of the creature becomes serpentine. This gives them a look similar to the Marilith, much to both races displeasure and distaste.

Other Lamiae can appear to be women with the lower body of a lion. It is believed they are the offspring of Lilith and various Animal Lords.

Lamiae will most often attack her prey when they are sleeping. They have a song that acts a sleep spell cast as a Witch of 14th level. They may use this song once per day. Lamiae then embraces their victim to drain their wisdom or blood (1d6 hit points). Typically a lamiae will spend many nights corrupting a single man by draining his Wisdom, all the while laying with other men to drain them of their blood.

A Lamiae will not let the corpses stack up to betray her nature.

If forced into combat, a Lamiae can use a weapon or change to her normal form and use a claw/claw/bite routine. A Lamiae will avoid open combat at all costs, except to save her life.

She would rather poison a rival, or better yet, get someone else to do the killing for her.

While a Lamiae can gate in 1-4 Empusa to aid her, she rarely does. If her life is threatened she can and has a 1-4 chance on a 1d6. Lamiae drain Wisdom, up to 2 points per touch. The touch must be with their bare hand and not a damage causing hit.

## **Lilim, Lilitu**

Hit Dice: 12

Armor Class: -4 [23]

Attacks: 2 claws (1d6+3) or 1 weapon (1d10+3)

Saving Throw: 3

Special: Magic resistance (55%), immune to fire, Lilim Abilities, dual forms, Strength and Constitution drain, blood drain, magical abilities, +2 magic weapons to hit, sleep song

Move: 12/18 (flying)

Alignment: Chaos

Challenge Level/XP: 26/6,200

The Lilitu are not only the most powerful of the Lilim but they may be among the most powerful demons, outside of the Baalor and Arch Fiends. The Lilitu are the daughters of the Goddess Lilith and powerful spirits. Every Lilitu are millennia old, and thankfully there are not many of them known to exist.

A Lilitu's human form is unearthly beautiful. Unnaturally tall, they have perfect voices and skins. Their beauty is only matched by their minds; intelligent, witty and full of grace. Their personalities are in a word, formidable. Of course, this is all a façade, as the Lilitu are demonic and should not be underestimated. Their demonic form is very similar to that of their human form. Their beauty remains, but their unearthliness becomes apparent. A set of large dark feathered wings spring from their back, alternately described as looking owl or crow like. Their once fine fingers curl into razor sharp talons. Their legs are replaced with those of a giant predatory bird complete with claws for feet. Despite appearances, Lilitu are not

related to harpies and to suggest so to one invites certain death. Lilitu do not avoid combat.

While they would rather have someone else do their fighting, they are perfectly capable of protecting themselves. Lilitu can attack openhanded with both hands or with a weapon in both hands with no penalty. They are also preternaturally strong (Strength = 20) and gain the appropriate bonuses to hit and damage. Their touch or kiss can drain 2 points of Strength and 2 points of Constitution per hit.

Lilitu are also known as Storm Demons. They may use the following powers 3 times per day as a 10th level caster: Calm Air, Cloud Runes, Control Weather, Control Winds and Lightning Bolt. Lilitu may cast spells as if she were a 10th level Witch.

### Lilim, Mara (Night Hags)

Hit Dice: 8

Armor Class: 8 [11]

Attacks: 1 bite (2d6)

Saving Throw: 8

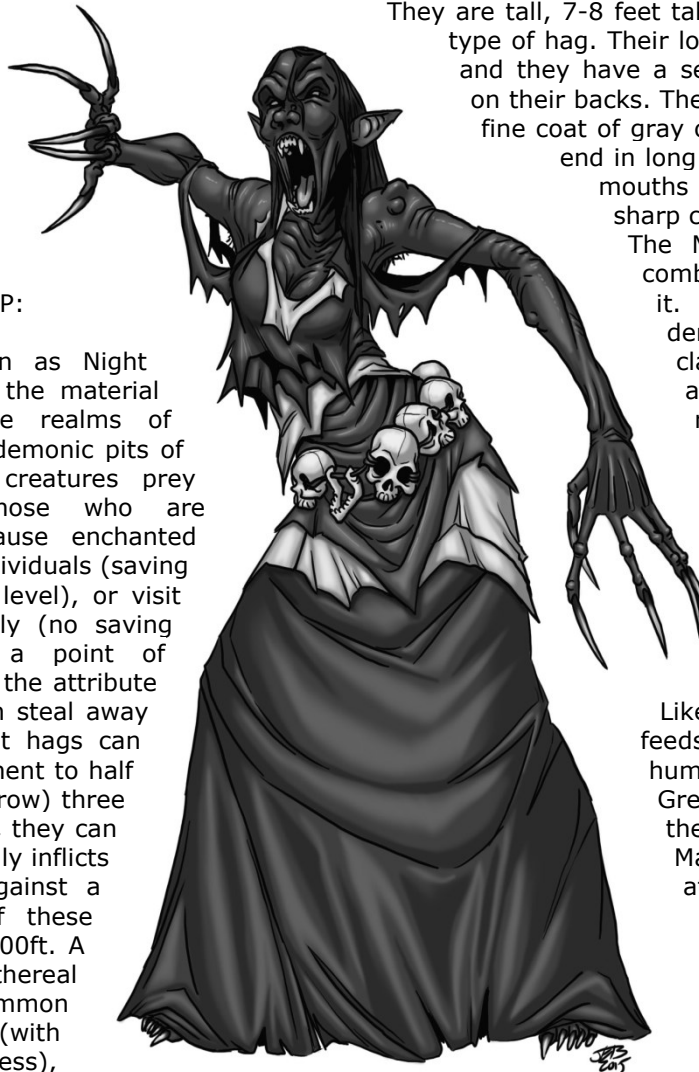
Special: Magic resistance (65%), +2 or better magic weapon to hit, magical abilities.

Move: 10

Alignment: Chaos

Challenge Level/XP:  
12/2,000

Mara Demon, also known as Night Hags, come from beyond the material plane: perhaps from the realms of dream, perhaps from the demonic pits of the underworlds. These creatures prey upon the souls of those who are evil/chaotic: they can cause enchanted sleep once against such individuals (saving throw, affects up to 12th level), or visit the victim's dreams nightly (no saving throw) to leech away a point of constitution per night until the attribute reaches 0 and the hag can steal away the soul. In combat, night hags can magically weaken an opponent to half normal strength (saving throw) three times per day; additionally, they can use a spell that automatically inflicts 2d8 points of damage against a single opponent. Both of these abilities have a range of 100ft. A hag can also become ethereal and incorporeal at will, summon a demon ally once per day (with only a 50% chance of success), and cannot be hit by weapons with a magical bonus of +2 or less. They are highly resistant to magic, as well.



### Lilim, Mormo

Hit Dice: 7 + 7

Armor Class: 0 [19]

Attacks: 2 claws (1d6) /1 bite (2d6) or by weapon type

Saving Throw: 9

Special: Magic resistance (70%), immune to non-magic weapons, cause darkness in a 10-foot diameter, Strength drain, summon other demons, spells, change shape.

Move: 18 (24 fly)

Alignment: Chaotic

Challenge Level/XP: 9/1,100

The Mormo, or Momolyceia ("frightening wolves"), may be the most frightening of the Lilim. The mormo can appear fair and beautiful, but such forms are only an illusion, their demonic form is horrible to behold.

They are tall, 7-8 feet tall and appear much like a type of hag. Their lower half is that of a wolf, and they have a set of large bat-like wings on their backs. The Mormo is covered with a fine coat of gray or black hair. Their hands end in long talon-like nails, and their mouths are filled with large, sharp canine fangs.

The Mormo have no fear of combat, in fact, they relish in it. They can fight in their demonic form with a claw, claw, bite routine. She may also choose a weapon but rarely do. They can drain Strength points. Typically they withhold this power to use among her victims; draining a point here and a point there to keep them weak in body so that she can work on their wills.

Like the Empusa, the Mormo feeds on human blood and human children.

Great hatred exists between these demons and the Marilith. They will often attack each other on sight.

## Lilim, Succubus

Hit Dice: 6

Armor Class: 9 [10]

Attacks: 2 Scratches (1d3)

Saving Throw: 11

Special: Magic resistance (70%), immune to non-magic weapons, cause darkness in a 10-foot diameter, Constitution drain with a kiss, summon other demons, spells, change shape.

Move: 12 (18 fly)

Alignment: Chaotic

Challenge Level/XP: 9/1,100

A succubus is a creature of demonic lust, a drinker of souls who offers fatal temptation to mortals that fall into the trap of her deadly embraces: each kiss drains one level of experience. (The male form of this demon is called an incubus. A succubus is always female, just as an incubus is always male.) The demon's form is that of a supernaturally beautiful woman, curvaceous and alluring, but whose furred bat wings and delicate horns betray her true nature. Small white fangs gleam from behind the demoness's full lips, and when she is enraged the pupils of her eyes will contract and shift into those of a vicious serpent.

A succubus can "cast" Charm Person whenever desired, as well as ESP, Clairaudience, and Suggestion. They can change shape at will, but only into human or human-like forms.

Succubi also have the ability to call forth (by gate) other demons. A succubus can summon a demon prince (40% chance to succeed), but will seldom do so, for the price to be paid afterward is significant and unpleasant.

However, a succubus can summon a Baalor/Baalroch demon or an Empussa or Nalfeshnee (fourth-category demon), again, with a 40% chance of success regardless of the type of demon being summoned. If a succubus does not specify the sort of demon she is summoning, there is a 5% chance that the respondent will be a demon prince, and if not,

there is a 75% chance that the demon will be of the fourth category, a Nalfeshnee.

Succubi almost never rely upon physical attacks; they use their charm and suggestion abilities to allow them to bestow their deadly kisses upon opponents.

## Lilith

### Queen and Mother of all Lilim

Hit Dice: 17 + 24 (100 hp)

Armor Class: -3 [22]

Attacks: 2 claws (1d4), 1 weapon (1d8)

Saving Throw: 3

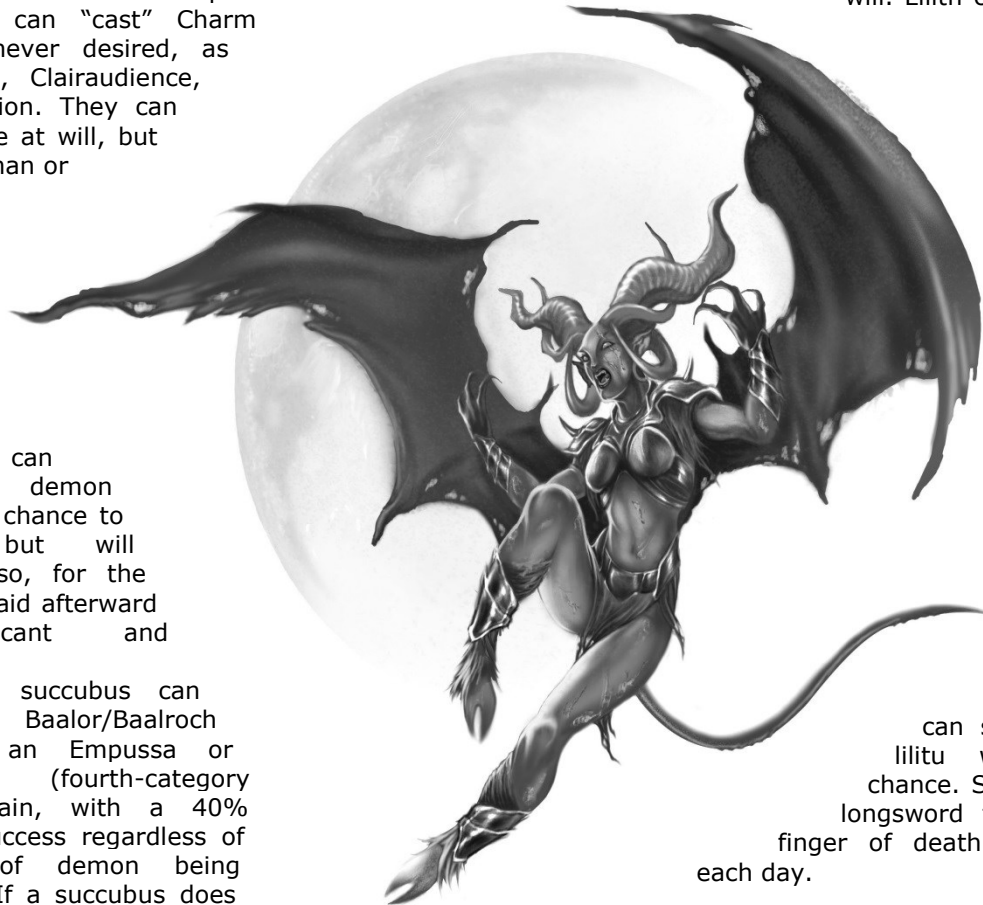
Special: +2 magic weapons to hit, magic resistance (65%), immune to fire, magical abilities, summon minions

Move: 12/18 (flying)

Alignment: Chaos

Challenge Level/XP: 20/3,400

Lilith is an insanely comely female standing 5'7" tall and weighing roughly 130 pounds. Her skin is cinnamon colored, and her hair is waist length and blood red. She has a small pair of leathery black bat-like wings that she can hide or expose at will. Lilith can use ESP and



cast fireball, hold person, charm person or charm monster, suggestion and teleport at will. Three times a day she can cast lightning bolt and wall of fire. One a week she can grant a wish. She can see perfectly in darkness of any kind. Lilith can summon 1d4+4 lilitu with a 100% chance. She carries a +2 longsword that can fire a finger of death spell 3 times each day.

## Shedim

The Shedim (both plural and singular) are known as Demons of Rage and even sometimes (along with the Baalseraph) as "devils." These demons are currently under the yoke of the Baalseraph.

They share some qualities with both the Calabim and the Baalseraph.

Like the Baalseraph, it is conjecture that these demons were also once helpful, even beneficial spirits. Whether they became corrupted on their own or because of the interaction of the Baalseraph no one knows.

In addition to the powers all demons have, all Shedim are fully immune to the effects of fire and fire damage. They also ignore the effects of extreme heat.

The following demons are typically classified as Shedim.

- Aeshma
- Barbazu
- Cornugon
- Erinyes
- Gelugon
- Hamatula
- Osyluth
- Arch Fiend (Pit Fiend)



## Shedim, Aeshma

Hit Dice: 12

Armor Class: -1 [20]

Attack: Weapon (2d6+1) or 2 claws (1d8)

Saving Throw: 3

Special: Rage, spells, wounding spear, +2 or better weapon to hit, immune to electricity, see invisibility, magic resistance (45%), telepathy 100 ft.

Move: 15/21 (flying)

Alignment: Chaos

Challenge Level/XP: 19/4,100

Aeshma is demons of rage and wrath are the personal attendants of the Baalseraph Asmoday. They can be found commanding lower demons of both the Shedim and Calabim races. They consider themselves above the Arch Fiends. These creatures are 8-foot tall humanoids with basalt-colored skin. Dark hair covers its head, and its hair is long and braided. Its arms are well-muscled, and its hands end in powerful claws. Its head is human-like, and its eyes are sapphire blue. Large leathery, bat-like wings protrude from its shoulders. A raging aeshma fights until either it or its opponent is dead and gains an additional attack each round. Aeshma continuously sees invisibility. They can cast a web spell twice per day.

Aeshma carries long +1 spears that cause terrible wounds when they hit.

Creatures wounded by these spears suffer 1d2 points of damage each round after they are wounded from blood loss until the wounds are bound or magically healed.

## Shedim, Barbazu

Hit Dice: 6+6

Armor Class: 0 [19]

Attacks: 1 glaive (1d3 + entangle) or 2 claws (1d2 each)/1 beard burn (1d8)

Saving Throw: 11

Special: Magic resistance (45%), immune to fire, magical abilities, +1 magic weapons to hit

Move: 15

Alignment: Chaos

Challenge Level/XP: 10/1,400

Also known as Bearded Devils, these demons inhabit fiery, dark realms. They are armed with a large wicked glaive that they use to deadly effect. In closer combat situations their beard can also attack and cause damage. These devils appear as evil old men with long beards and claws for hands and feet.

Bearded devils have the following special abilities, which they can use one at a time, at will: affect normal fires (as the 1st level magic-user spell), command (as the 1st level cleric spell), fear (touch only, otherwise as the 4th level magic-user spell), produce flame (as the 2nd level druid spell), or

summon another bearded devil (35% chance of success).

### **Shedim, Cornugon**

Hit Dice: 5 + 5

Armor Class: -5 [24]

Attacks: 2 claws (1d4 each)/ 1 bite (1d4)/ 1 tail (1d4+1), or 1 weapon (1d3)

Saving Throw: 11

Special: Magic resistance (50%), immune to fire, magical abilities, +1 magic weapons to hit

Move: 9/18 (flying)

Alignment: Chaos

Challenge Level/XP: 9/1,100

These devils, also called Horned devils, are bold fighters. They rarely retreat, even against overwhelming odds. They love to fight with their spiked chains, usually singling out the most powerful foes to stun and eliminate quickly. They can also strike with claws, bite or horns.

They appear as wicked gargoyles.

Horned devils constantly emanate fear (as the 4th level magic-user spell) in a 5-foot radius. These Devils also have several special abilities, which they can use one at a time, at will: ESP (as the 2nd level magic-user spell), detect magic (as the 1st level magic-user spell), phantasmal force (as the 1st level illusionist spell), pyrotechnics (as the 2nd level magic-user spell), produce flame (as the 2nd level druid spell) or summon another horned devil (50% chance of success).

### **Shedim, Erinyes**

Hit Dice: 6 + 6

Armor Class: 2 [17]

Attacks: 1 sword (2d6) + poison

Saving Throw: 10

Special: Magic resistance (30%), immune to fire, magical abilities, +2 magic weapons to hit

Move: 12/24 (flying)

Alignment: Chaos

Challenge Level/XP: 9/1,100

These frightful demons used to be known as the "Honied Ones," angels of righteous vengeance on evildoers. But a full third of their number turned away from their divinely ordained task and fell with the Baalseraph. Now they seek out vengeance with no regard for mercy. They retain the wings of their angelic nature, only now they appear torn and bloody. They carry a two-handed sword, which they may use with one hand and a whip.

They can see invisible objects and persons and find objects as per the spell. Their whip can paralyze on any successful hit. Once an Erinyes has set a victim in their sight, nothing save their destruction will stop them.

Erinyes have several special abilities. They can use these at will, one at a time. They are fear (gaze,

otherwise as the 4th level magic-user spell), detect invisibility (as the 2nd level magic-user spell), locate object (as the 2nd level magic-user spell), invisibility (as the 2nd level magic-user spell), polymorph self (as the 4th level magic-user spell), produce flame (as the 2nd level druid spell), or summon another Erinyes to their aid (25% chance of success).

Their commander is a particularly violent demon by the name Alecto. She is an Erinyes of the most powerful sort.

### **Shedim, Gelugon**

Hit Dice: 11

Armor Class: -3 [22]

Attacks: 2 claws (1d4)/1 mandible (2d4)/1 tail or spear (3d4 or 2d6) + freezing

Saving Throw: 4

Special: Magic resistance (55%), immune to fire, magical abilities, +2 magic weapons to hit

Move: 12

Alignment: Chaos

Challenge Level/XP: 15/2,900

These devils stand about 12 feet tall and weigh about 700 pounds; their bodies are hard chitin that gives them the appearance of large bipedal insects made of ice. Called Ice Devils by mortals, these devils can cast any cold-based spell as if it were a wizard of 7th level. They also have a constant aura of Fear about them at a 10' radius as per the spell.

In combat, these devils will usually rely on their claws, mandibles, and tails. Occasionally (25%), they wield long, magical spears which they can use to impale and freeze their victims (2d6 damage plus the victim must save or be reduced to half their normal move).

Ice devils exude fear (as the 4th level magic-user spell) in a 10 ft radius. They also have infravision (60 ft) which is useful in their frigid lairs. If injured, they will regenerate 1 hp per round. In addition, ice devils have these special abilities which they can use one at a time, at will: detect invisibility (as the 2nd level magic-user spell), detect magic (as the 1st level magic-user spell), fly (as the 3rd level magic-user spell), polymorph self (as the 4th level magic-user spell), wall of ice (as the 4th level magic-user spell), or gate in 2 bone devils (70%) or another ice devil (30%) with a 60% chance of success in either case. Once per day, an ice devil can call forth an ice storm (as the 4th level magic-user spell).

### **Shedim, Hamatula**

Hit Dice: 8

Armor Class: 0 [19]

Attacks: 2 claws (2d4, 2d4), 1 tail (3d4)

Saving Throw: 8

Special: Magic resistance (35%), immune to fire, magical abilities, +2 magic weapons to hit  
Move: 12

Alignment: Chaos

Challenge Level/XP: 12/2,000

The Hamatula or Barbed Devil is about 7 feet tall and weighs about 300 pounds. They are one of the creatures most often thought of when mortals think of "devils." They are tall, scaly humanoid, with claws, fangs, horns and long tails. Barbed devils eagerly fight with their claws, trying to impale their opponents. The touch of a Hamatula, including attacks, will cause Fear to any victim that fails their save (Wisdom bonus applies). Barbed devils have the following special abilities, which they can use one at a time, at will: pyrotechnics (as the 2nd level magic-user spell), produce flame (as the 2nd level druid spell), hold person (as the 3rd level magic-user spell), or summon an additional barbed devil to their aid (30% chance of success).

A Hamatula can summon 1-6 other Hamatula 1/day. Doing so puts the summoner under the aegis of the summoned. Summoned Hamatula can't summon more themselves.

These devils are found most often in fiery Hells.



### Shedim, Ördög

Hit Dice: 6

Armor Class: 4 [15]

Saving Throw: 11

Attacks: 2 claws (1d6)

Special: Magic resistance (45%), regenerate (1 hp/round), shape change (human, fox)

Move: 18

Alignment: Chaos

Challenge/XP: 8/800

Ördög are among the lowest of the Shedim. They spend quite a bit of time in the prime material plane where they work as messengers for higher

level demons. Much like imps, they can teach witches and warlocks spells of level 5 or lower. A witch can learn one new spell per interaction with an Ördög; once per sabbat. The ördög needs payment for learning this new spell; usually in the form of a sacrifice or sexual congress.

Ördög are wild demons; they attack with their claws like that of an animal; often ignoring weapons even when they are handy.

### Shedim, Osyluth

Hit Dice: 9

Armor Class: -1 [20]

Attacks: 1 weapon, bone hook (3d4)

Saving Throw: 6

Special: Magic resistance (40%), immune to fire, magical abilities, +1 magic weapons to hit

Move: 15

Alignment: Chaos

Challenge Level/XP: 12/2,000

The Osyluth, also called Bone Devils, appear to be 9' tall skeletons with thin parchment-like skin stretched over their bones. They radiate fear out to 5' due not just to their horrific appearance but their otherworldly nature.

Unlike most devils, bone devils prefer the frigid climate of their home plane. They have dark-vision (60 ft range) which is more suited to icy climates. Also, bone devils have several special abilities which they can use one at a time, at will. These are fear (5 ft radius, otherwise as the 4th level magic-user spell), phantasmal force (as the 1st level illusionist spell), fly (as the 3rd level magic-user spell), invisibility (as the 2nd level magic-user spell), detect invisibility (as the 2nd level magic-user spell), or summon another bone devil (40% chance of success). Once per day, they can create a wall of ice (as the 4th level magic-user spell). Bone devils wield a large bone hook to snag their opponents. If they score a hit, there is a 50% chance the victim will be pinned. These devils then sting with their scorpion-like tails (2d4 damage, save or lose 1d4 strength for 10 rounds).

### Shedim, Arch-Fiend (Pit Fiend)

Hit Dice: 13

Armor Class: -3 [22]

Attacks: 1 scimitar (1d8+6) / 1 spiked club (1d6+7) or tail (2d4 constriction)

Saving Throw: 3

Special: Magic resistance (65%), immune to fire, magical abilities, +2 magic weapons to hit

Move: 12/24 (flying)

Alignment: Chaos

Challenge Level/XP: 19/4,100

Sometimes called a Pit Fiend, these creatures blur the line between the Shedim and Baalseraph.

Some were certainly powerful agents of good that



fell along with their masters. Others may have been lesser forms of Shedim that have changed over the untold millennia to become more like their new masters. Their form is the most stereotypically "demonic"; red skin, large bat-like wings, horns and fangs in a bestial but intelligent face. They wield great weapons bathed in fire. The most powerful can rival their Baalseraph Lords, but it is rare when they do or try.

Arch-fiends exude fear (as the 4th level magic-user spell) in a 20-foot radius. These devils also have the following special abilities, which they can use one at a time, at will: detect invisibility (as the 2nd level magic-user spell), detect magic (as the 1st level magic-user spell), hold person (as the 3rd level magic-user spell), polymorph self (as the 4th level magic-user spell), produce flame (as the 2nd level druid spell), pyrotechnics (as the 2nd level magic-user spell), wall of fire (as the 4th level magic-user spell), or summon 1d3 barbed devils (60%) or another pit fiend (70%). Once per day, a pit fiend can use a symbol of pain (as the 7th level cleric spell).

Great hatred exists between the Arch-Fiends and the Balor; each struggles to control whatever territory they have claimed from the other. Where the Balor is destruction made incarnate, the Arch-Fiend is personified hate. Their war has existed since the Baalseraph fell from the heavens and will continue it is said till one race is completely destroyed.

The most powerful Arch-fiends are known by royal titles, typically Baron, Marquis or even Count. The titles of Archduke or Prince are reserved for the Baalseraph lords.

## Imp

Hit Dice: 2+2

Armor Class: 2 [17]

Attack: 2 Claws (1d2 + non-lethal poison), 1 Bite (1d3)

Saving Throw: 15

Special: Magic resistance (25%), regenerate (1 hp/round), non-lethal poison, magical abilities

Move: 8/18 (Flying)

Alignment: Chaos

Challenge Level/XP: 7/600

Imps are small demons that often take the shape of animals but are also known to take on a more monstrous appearance. In their natural form, they appear to be small demons, gargoyle or as a small version of nearly any monster. The one thing that gives them away is that an Imp will always speak a humanoid language. In any form, an imp can cause damage with their claws or a bite. They can cause extra damage via a burning poison in their bite. This poison requires a save, or it will cause an extra 1d6 HP of damage. Imps are perfectly capable of seeing in the dark (Darkvision

60') and can regenerate 2 HP per round. If their form has wings, they can fly. If not, they can switch to a form that does have wings, or add wings to a current form, but this takes 1 round.

Many evil Witches have imps as familiars. This often causes confusion and fear with other Witch's familiars and leads to the slaughter of many normal animals that Witch hunters believe are imps.

## Mephits

Mephits are minor spirits usually related to fire and heat, that can, from time to time, be loosed on the Material Planes by natural means (such as a volcanic eruption) or by supernatural means (such as being summoned by wizards or warlocks or sent on errands by demons).

All of these creatures have the ability to turn into a (mephitic) bad-smelling gaseous form for 1d6 rounds, once per day.



## Mephit, Brimstone

Hit Dice: 3

Armor Class: 5 [14]

Attacks: 2 claws (1d3)

Saving Throw: 14

Special: Breathe gas cloud, gaseous form

Move: 12/24 (flying)

Alignment: Chaos

Number Encountered: 1 or 1d6

Challenge Level/XP: 5/240

As with other mephits, brimstone mephits are elemental creatures; they are sly, but not highly intelligent. They spit a reeking cloud of yellowish gas that is 20ft long, by 10ft tall, by 10ft wide. This cloud is choking and caustic, inflicting 2d6 points of damage to anyone caught inside, with a saving throw allowed to reduce the damage to half. The mephit's gaseous form is not poisonous, although it smells foul. When in gaseous form, the mephit cannot be attacked other than with spells that would affect gas, but it cannot attack, either.

## Mephit, Fire

Hit Dice: 3

Armor Class: 5 [14]

Attacks: 2 fiery touches (1d3+1)

Saving Throw: 14

Special: Spit fire, gaseous form

Move: 12/20 (flying)

Alignment: Chaos

Number Encountered: 1 or 1d6

Challenge Level/XP: 5/240

Fire mephits are minor fire imps, cunning, but not terribly intelligent.

They are often servitors of more powerful demonic or infernal beings, and may occasionally be found on the material planes under the circumstances described in the general description of mephits, above. A fire mephit can breathe flame for damage of 1d8+1, half if the victim makes a saving throw. The fire has a range of 20ft. When in gaseous form, the mephit is visible and foul-smelling; it cannot be attacked other than with spells that would affect gas, but it also cannot attack.

## Lords of the Faerie

The Lords of Faerie are powerful being that inhabits the magical realms of the fey. Each rules a land, known as a country, where they are the rulers supreme. Their word and whim are law absolute. The Lords do not ally with each other, save for against a common enemy, and there exists a perpetual, but extremely cordial and polite, the cold war between them all. The Faerie Lords grant Faerie Tradition Witches and Fey-pact Warlocks power as it suits them to do so. Some, such as the Moonlit King, the Queen of Night and Magic, and the Queen of Witches, have obvious reasons for doing so. Others, such as the Lord of the Hunt and the River King, have more obscure reasons for doing so. There are more Lords than listed here and some are quite ancient.

All Faerie Lords are immune to poison, have Darkvision to 60 feet and can usually only be harmed by magical weapons or cold iron. Each Faerie Lord is immortal, though they can be killed under the right circumstances.

## Cailleach Bheur

Hit Dice: 12 + 6 (60 hp)

Armor Class: -1 [20]

Attacks: 1 weapon (1d10+5) or 2 claws (2d8+5) and bite (1d10+5)

Saving Throw: 3

Special: Magic resistance (55%), Freezing breath (6d6 damage) Frightful presence (cause fear), immune to be charmed, cold, frightened, or poisoned. Half damage from nonmagical weapons that aren't made of cold iron

Move: 18

Alignment: Chaos

Challenge Level/XP: 22/5,000

Known as the Crow of Winter, The Cailleach Bheur is a very deadly hag. She appears only after Samhain/All Hallow's Eve and stays till Beltane Eve. While as evil as other hags, Cailleach Bheur is more interested in eating sheep and deer than children. In the lands of Faerie, she is the personification of the harshness of Winter. During the summer months, Cailleach Bheur turns to stone and is indistinguishable from the other standing stones of the area.

**A Winter Curse.** In her previous life, the Cailleach Bheur was a lone protector of animals (a Ranger) and a follower of the Great Goddess. One night he fell asleep by a well. The well overflowed with the thaw and she nearly drowns. She invoked powerful magics to move the water away, but in the process created Loch Awe (in Scotland) and drowned several villagers and cattle. As repentance, she is to walk the snowy earth till she can feel the mid-summer sun on her face, something that can't ever happen since she is cursed to be a stone from Beltane to Samhain.

The Cailleach Bheur still protects her lands as she did before, ignoring humans unless they tread on her domain, then she kills them with glee by freezing them solid. She blames humans for her current state. She attacks with her Staff of Winter (see below) or with two claws and a bite.

The Cailleach Bheur is believed to be at least 400 years old.

**Staff of Winter:** Possibly a remnant of her former life the Cailleach Bheur carries a magical staff. The Staff of Winter is made up of holly and gorse branches intertwined to form a 7' long staff of solid wood. It acts as a magical focus tool providing the Cailleach Bheur +2 magic to all magic related rolls, attacks, saves and checks.

Anyone in possession of this staff can command Cailleach Bheur to leave the area by holding the staff and saying "Bi falbh buitseach!" (begone (get out) witch!). Both Cailleach Bheur and her staff will disappear after the command is uttered. This would require research into Cailleach Bheur specifically.

## Goblin King

Hit Dice: 20 + 10 (100 hp)

Armor Class: 2 [17]

Attacks: 3 weapons, rapier (1d8+3 each)

Saving Throw: 3

Special: Magic resistance (75%), immune to poison; bludgeoning, slashing, and piercing from nonmagical weapons that aren't made of cold iron, half damage to cold, can communicate telepathically

Move: 18/24 (fly)

Alignment: Chaotic

Challenge Level/XP: 27/6,500

The goblin king is a tall fey lord dressed in riding leathers and a cloak made of feathers. His features are handsome, but closer inspection will reveal that individual features are disproportional to his face. Ears are just a little too long, teeth oddly spaced, eyes of two different colors. Only when viewed as a whole do his features have charm.

The Goblin King can summon and command 10d10 goblins to appear out the lands of faerie to aid him, serve him or otherwise heap praise on his person.

The Goblin King is an agile combatant and can make three attacks per round with his Rapier of Sharpness +2. He is a gifted spellcaster and may cast spells as if he were a Magic-User of 10<sup>th</sup> level. His Cloak of Feathers provides him with additional armor protection, and he can shift to the form of a large owl three times per day.

**Lord of Goblin Town.** The Goblin King sits in the middle of a sprawling goblin city, home to tens of thousands of goblins of every shape, size, and description. It is also the home of a few dishonored dwarves and gnomes. In the middle of the Goblin City lies the Goblin Market where it is believed that anything and everything may be purchased for the right price.

The Goblin King is on friendly terms with the Lord of the Wild Hunt. He has a consort, a human princess, known as the Queen of Lies. She has not been seen for many years. Rumor is that the Goblin King killed her.

### Lord of the Hunt

Hit Dice: 27 + 19 (140 hp)

Armor Class: 1 [18]

Attacks: 3 weapon, spear (2d6 +5 each attack) or 3 longbow (2d8 +4 each attack)

Saving Throw: 2

Special: Magic resistance (45%), immune to be charmed, frightened, or poisoned. Half damage

from nonmagical weapons that aren't made of cold iron

Move: 18

Alignment: Neutral

Challenge Level/XP: 31/7,700

Astride a midnight horse sits a shirtless elven huntsman. His broad chest is thickly muscled and sports tattooed knot work.

Great stag antlers crest the huntsman's head, curving above his rich brown hair. The pale green glow that shines from his eyes obscures the elf's strong features, and a massive spear twined with glowing green vines drives forward in his clenched fist.

The baying of shadow hounds; thundering hoof beats; a brassy horn note; the Wild Hunt is coming and pity its quarry. The Lord of the Hunt is an enigma among the fey nobles. His true identity beyond title and position as Master of the Wild Hunt is unknown, but he has some connection to the Black Prince of the shadow fey-while also answering to elvish druids and consorting with powerful blood hags and dryads.

**The Wild Hunt.** The Lord's court is the Wild Hunt itself, a group of huntsmen, revelers, intelligent hounds, and poor souls they sweep up in their frenzy. His home, if he has any permanent dwelling, is as mysterious as his true identity. He and his Hunt move between the plane of shadow and the most ancient forests, so if he has a hidden seat of power, it is somewhere in one of those two places.

If the Lord of the Hunt has any permanent lair, it is unknown to outsiders. While the Wild Hunt is a thing of beautiful and deadly grace on the move, the Lord's encampment becomes his lair when the Hunt settles for any length of time. Tents and pavilions house the Lord and his Hunt, and great, roaring fires roast the day's kill. The hours pass with revelry, feasting, physical contests, and strong drink.



## Moonlit King

Hit Dice: 20 + 10 (100 hp)

Armor Class: 2 [17]

Attacks: 3 weapon, crystal staff (1d8+3 each) or  
3 Moonbolt (4d10 each attack)

Saving Throw: 3

Special: Magic resistance (65%), immune to  
poison; bludgeoning, slashing, and piercing from  
nonmagical weapons that aren't made of cold iron,  
half damage to cold, can communicate  
telepathically

Move: 18

Alignment: Chaotic

Challenge Level/XP: 27/6,500

Dressed in archaic nobleman's finery, this elf lord  
has wildly unkempt bluish hair and pale, almost  
luminous skin. His eyes bulge slightly from their  
sockets as they stare vacantly. The lord's shadow  
moves slightly out of sync with his body, which  
appears solid in some portions and nearly  
transparent in others.

His Lunar and Royal Majesty is a creature  
consumed by madness, an ephemeral vestige of  
greatness lost. He barely lives in reality anymore  
and is beset by phantoms from his own mind  
conjured from shadows and regret.

**Dwindling Power.** The Moonlit King lost the favor  
of his wife, the Queen of Night and Magic, long  
ago. When he fell from power, the Queen exiled  
him, banishing him from his seat in the Courts of  
the Shadow Fey. Now he endures in the crumbling,  
far-flung Tower of the Moon. The tower is a run-  
down, forlorn place, filled with false whispers and  
shadow ghosts of the mad fey lord's own creation.

The King has sunk deep into madness during his  
isolation and has turned to bargains with demons  
and devils, including The Demon Lord of Night the  
Demon Lord of Night, in a desperate bid to regain  
freedom.

## Queen of Night and Magic

Hit Dice: 24 + 12 (120 hp)

Armor Class: 1 [18]

Attacks: 3 weapons, Rapier (1d8+5 each attack)  
or by spell.

Saving Throw: 3

Special: Magic resistance (65%), immune to  
poison; bludgeoning, slashing, and piercing from  
nonmagical weapons that aren't made of cold iron,  
half damage to cold, spell casting

Move: 12/24 (fly)

Alignment: Chaotic

Challenge Level/XP: 30/7,400

A fey lady of stunning beauty with hair the color of  
midnight stands before a shining field of stars. A  
gown seemingly woven from the night sky drapes  
her flawless ivory skin. Bright lights glitter like

diamonds in her crown and raiment, and some drift  
about her body and dance near her hand.

The Queen rules the Court of the shadow fey with  
grace and majesty. She is the head of the Summer  
Court, which rules the shadow fey in its season. On  
the rare occasion when the courtly season turns,  
she steps aside in favor of her husband and rival,  
the Moonlit King.



**Shadow Sorceress.** The Queen of Night and  
Magic does not bear her moniker lightly. She is a  
devastatingly potent sorceress, augmented with  
command over the stuff of shadows. She casts  
spells as an 18th level magic-user and may cast  
three (3) spells per round. She knows all spells.

Though her nature is undeniably dark, she is  
hardly unreasonable. She is quick to recognize the  
value in any supplicant, mortal or fey, who  
manages to catch her royal eye.

She is never one to ignore an opportunity to  
further her agenda or to gain further power over  
the Moonlit King.

The Queen of Night and Magic hold a particular  
hatred for both the Moonlit King and the Snow  
Queen.

## Queen of Witches

Hit Dice: 13 + 13 (71 hp)

Armor Class: 1 [18]

Attacks: 2 weapons, Moonsilver ring (2d8+6) or 1 weapon and 1 spell

Saving Throw: 3

Special: Magic resistance (75%), immune to poison; bludgeoning, slashing, and piercing from nonmagical weapons that aren't made of cold iron

Move: 15/18 (flying)

Alignment: Neutral

Challenge Level/XP: 22/5,000

This statuesque woman towers over any tall man, and most ogres. Her hair falls in a cascade of curls and looks as if it is spun from copper. Her eyes are the color of moss beds, with no iris or pupil. A billowy robe of forest green enshrouds her body, and she grasps a great ring of etched silver in one massive fist.

She is not what one usually imagines in a fey lady, but she has an imposing figure of mass and power. Her stature speaks to great physical strength and the stalwart defiance of the mountain itself, but her true power is in her command of magic.

The Queen of Witches may cast any witch or warlock spell as if she were a 13th level witch\* of the Faerie Tradition.

**Pact Patron.** The Queen of Witches is one of the foremost patrons of those who seek power through a pact. Many hag covens offer her loyalty and tribute. She rules from beneath her mountain, attended by a court of fey witches, hags, and mortal supplicants. Her favor is highly sought after, and it is said that a single hair from her coppery head contains all the power a mortal might ever desire.

## River King

Hit Dice: 16 + 13 (85 hp)

Armor Class: 1 [18]

Attacks: 3 weapons, long sword (1d8+5 per attack)

Saving Throw: 3

Special: Magic resistance (35%), immune to poison; bludgeoning, slashing, and piercing from nonmagical weapons that aren't made of cold iron. Can breathe air and water.

Move: 12/18 (swim)

Alignment: Neutral

Challenge Level/XP: 20/4,400

This powerfully-muscled elf lord wears a cloak of foam-trimmed dark blue and a vest of woven green reeds and willow branches.

His crown shines like the sun on a lake, and his flowing hair curls and moves even when there is no wind. An orb of blue light that ripples like water circles his hand.

The River King is a lean elf noble with whipcord muscles and flowing grace. He rules over all the river elves. His court resides just beyond the river's reflection, in a realm of fey glamour and silty water.

**A Fickle Friend.** The River King is a stern ruler with a great love for his people and a quick temper for those who threaten his domain. As much a force of nature as he is a monarch, the River King is known to sometimes forget promises that were made in sincerity, so dealing with him can be perilous at the best of times. "The river may change its course when it wills" is the usual expression among his court when he has had a sudden change of heart.

## Snow Queen

Hit Dice: 19 + 15 (100 hp)

Armor Class: 2 [17]

Attacks: 2 claws (2d6+4) and ice crown (2d8+4)

Saving Throw: 3

Special: Magic resistance (45%), immune to poison, charm, and fear; bludgeoning, slashing, and piercing from nonmagical weapons that aren't made of cold iron, half damage to cold

Move: 15

Alignment: Chaotic

Challenge Level/XP: 26/6,200

This severe elf has pale, almost white skin and tightly braided blond hair. Her gown is exquisite, fashioned of luminous blue fabric that catches the light and shines from within. Lacy ice crystals accent the gown, and a snow-white mantle cascades from her shoulders. Icicles radiate in a crownlike halo behind her head, drifting gracefully through the air.

The Snow Queen rules a northern kingdom and is perpetually shrouded in snow and ice; her domain is inhospitable to outsiders. She rules from a castle of delicate spires carved entirely out of ice. The dwelling catches and reflects even the faintest glimmer of light, shining like a beacon and enticing travelers to risk the dangerous winter realm.

**Queen of Giants.** The Snow Queen is proud and cruel to any who cross her. Her daughters, the ice maidens, roam her kingdom with ease. Travelers who can't give a good reason to be moving through the Queen's territory meet a quick end in their chilly embrace.

She commands the loyalty of winter-born tribes of ogres, frost giants, and trollkin. She is said to have mocked both Thor and Loki, and too often lead their priests astray into winter storms.

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Correspondence can be made via my website at <http://theotherside.timsbrannan.com/> or at [timothy.brannan@gmail.com](mailto:timothy.brannan@gmail.com).

For more information and rules for the witch see [The Witch](#).



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By the pricking of my thumbs,  
Something wicked this way comes.

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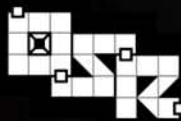
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