

HS4
For the Conan RPG

The Lost Caverns of Acheron

An adventure for character levels 10-12



"Know, O prince, that between the years when the oceans drank Atlantis and the gleaming cities, and in the years of the rise of the sons of Aryas, there was an Age undreamed of, when shining kingdoms lay spread across the world like blue mantles beneath the stars - Nemedia, Ophir, Brythunia, Hyperborea, Zamora with its dark-haired women and towers of spider-haunted mystery..."

In the Graaskal Mountains south of Hyperborea there is rumored to be an ancient hoard of unsurpassed value, a treasure of such fame that scores of adventurers have perished in search of it. Find the perilous Lost Caverns of Acheron and you may gain the hidden wealth of a long-dead civilization — if you live!

If you enjoy this module, watch for future releases from Xoth.Net Publishing!

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Introduction

"Know ye, O Prince, that in the centuries after the Great Cataclysm, more than five thousand years before the rise of the Hyborian Age, thrived a kingdom forged by sorcery and suckled on evil, known as Acheron. For twenty-five centuries, purple-towered Python, crown city of the Acheronian Empire, held court in a reign of terror. Three thousand years after its fall the races of the Hyborian Age would only dare to speak of ancient Acheron in hushed tones of whispered fear. The ancient kingdom of evil spawned legends — legends of conquest, legends of necromancy, and legends of treasure long buried and all but forgotten."

— Don Kraar: The Witch Queen of Acheron

Acheron was an ancient kingdom, extinct in Conan's time, founded by a northern offshoot of the Lemurian survivors several thousand years after the Cataclysm.

Its area roughly corresponded to Aquilonia, Argos, and Nemedia, and its dominion later extended over western Koth, Ophir, and Corinthia. Python, the so-called City of Purple Towers, was the capital of this evil empire. Its extent was ten times that of Luxor, Old Stygia's greatest city. Python's wealth was beyond imagining, and its mages and priests the most powerful the world has ever seen. Legends state that its obelisks were "high enough to pierce the moon". Its royal palace had a gate called the "Ruby Gate".

The exact chronology of Acheron is shaky; but it seems to have flourished for about 2,500 years, a theocracy under the control of wizards. The barbarian pressure of the more vigorous Hybori pouring down from the north ultimately destroyed Acheron. Its demise took place 3,000 years before the time of Conan.

DESIGNER'S NOTES

This is an homage to the original classic adventure module, "S4 The Lost Caverns of Tsojcanth", by Gary Gygax, reimagined for sword and sorcery gaming in Robert E. Howard's Hyborian Age using Mongoose's Conan RPG ruleset. The module should be instantly familiar to those familiar with the classic scenario, as much of the text is verbatim from Gygax's original manuscript. However, since the original cavern complex is (at least in this author's opinion) a rather mixed bag of monster-filled caverns with little internal consistency, I have re-stocked the caverns with a more appropriate menagerie. Inspired by "The Witch Queen of Acheron" comic book by Marvel, I have changed Drelnza to an Acheronian vampiress named Xaltana, and, in a nod to the master of weird horror, Clark Ashton Smith, filled the lost caverns with monsters inspired by the classic tale "The Vaults of Yoh-Vombis". In my own humble opinion, the final result is a most satisfying amalgamation.

— Thulsa

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The Legend of Xaltana

The following legend about Xaltana and the Lost Caverns of Acheron is provided as background for the DM, to be slowly uncovered by the players as they progress through the module.

Xaltana was a noblewoman of Python, the capital of the evil empire of Acheron, and she held a high social standing, for she was of the blood of the Giant-Kings of Old Stygia. But unlike the majority of her kin, she did not worship Set, but secretly consorted with a forbidden demon-god. From her demonic master, she learned the secrets of sorcery, and of immortality. As her power grew, Xaltana openly defied the priesthood of Set, and at the height of her power she became known as the Witch-Queen of Acheron.

Yet soon the jealous priests of Set gathered in alliance, and through deception they ambushed and overcame Xaltana. At the moment of her defeat, Xaltana invoked a spell of stasis, which made her body impervious to destruction, but which would also suppress her mind for thousands of years to come.

From the heartland of Acheron, a group of priests carried Xaltana's inert body into the icy mountains of the north, sealing her within a complex of ancient tombs excavated in the early Acheronian period atop even older, pre-Cataclysmic caverns.

Now, more than three thousand years later, Xaltana's spell of stasis is slowly starting to unravel, and the awakened Witch-Queen sends out sensuous dreams to lure brave warriors to come and break the seals imprisoning her.

General Judging Notes

To properly referee the adventure, an undertaking likely to last several game sessions, you must read the entire scenario thoroughly first. The more familiar you are with each encounter, the greater your skill in describing it, and the higher the level of player enjoyment. So read the entire module first, re-read parts you believe vital, and only then gather your group for play.

Player Character Party Balance: This module was designed for four to six





characters of levels 10-12. The party should preferably include a varied mix of warriors, thieves and sorcerers.

Wilderness Travel Movement Rate: The terrain through which the party must travel is treacherous and rocky. The trails in this area are overgrown and in poor condition; the minor trails are shown on the DM map only. Thus, the party must move more slowly than normal. See the Terrain and Overland Movement table in the core rulebook. The dominant terrain is mountains. Major trails are considered highways, lesser trails are considered trails, and movement outside either obviously uses the trackless movement modifier.

Local mountain horses are bred for strength and stamina. They use the statistics for Hyborian warhorses. Mountain horses can feed on the grass and lichens that grow along the mountain trails. See the Starvation and Thirst rules for information on how the mounts become fatigued should they not be allowed to graze.

Hunting and Foraging: If supplies run low, the party must hunt for food. With a Survival check (DC 10), a character can move up to one-half his overland speed while hunting and foraging (no food or water supplies needed). A character with the Survival skill can provide food and

water for one other person for every 2 points by which the check result exceeds 10.

Cavern Features

Passageways: All of the passageways in both the Lesser Caverns and the Greater Caverns are natural, with few signs of mining. The floor is generally smooth and worn-looking, although there is some fallen stone. Ceiling height in the 10-foot-wide passageways varies from 10 feet to 15 feet in the Lesser Caverns, and from 13 feet to 20 feet in the Greater Caverns. Passageways 20 feet or wider have ceilings 21 feet to 32 feet in height on both levels.

Chambers: All chambers have the same natural appearance as passageways. The floor is generally smooth, although there are some rugged places with fallen stone or stalagmites. Floors are slick in places, and characters must make a Balance check (DC 15) to run or charge. Ceiling height in the smaller caves and chambers varies from 21 feet to 32 feet on both levels. Caverns larger than 40 feet by 40 feet have walls about 15 feet high and domed ceilings with a height of about

two-thirds the longest dimension of the cavern. For example, a chamber 40 feet by 100 feet would have a maximum height of about 65 feet at the central part of the cavern. Exceptions are noted.

Rock Formations: Rock formations in the caverns are quite colorful. Stalactites depend from the ceilings of most areas. In the caverns closer to the entryway, the walls and floor tend toward drab grays and gray-browns, but farther along the stone is red, yellow, green, and blue. Some areas have sparkling mica or quartz; shining, low-value onyx deposits; or vari-colored strata of minerals that make the place look like a wonderland in torch-or lantern-light.

Plant Growth: On the frequent shelves and ledges along the walls grow strange lichens and fungi. Some of these plants give off a very faint, pale gray luminescence. This glow is not sufficient to see by, but eyes adjusted to the darkness can spot movement within 10 feet by its radiance. There are also some areas where sand and compost allow for the growth of huge fungi of all types. These areas of growth occur where there is plentiful water seepage from walls and ceiling.

Water: The caverns are quite damp. There are small rivulets and pools of water every 100 feet or so. The pools support small pale life, crayfish and fish, as well as crickets, beetles, and other insects. Characters who listen closely (Listen DC 15) can hear a number of small sounds, mostly those associated with the insects and other small life which inhabit the caverns.

Disposing of Treasure

It is likely that completing the module will require many gaming sessions. Because the caverns are so far from any town or other refuge, the party has to stockpile captured treasure in some secure place. To dispose of treasure, the PCs must travel further north into Hyperborea (although buyers of loot are few and far between in that grim and impoverished land), or back south into Brythunia, Nemedra, or other civilized lands.

Wandering Monsters

There are no true wandering monsters in the adventure.

Wilderness Encounters: PCs traveling on the wilderness trails have encounters at places indicated on the DM's wilderness map. These encounters and encounter areas are fully described in the Wilderness Encounters chapter. If the party decides to trek overland, one of these encounters could take place in any hex.

Cavern Encounters: In the caverns, if the party is showing no light, and are reasonably quiet, there are no random encounters at all. Even so, you should make rolls periodically as though it were possible for a random encounter to occur. This keeps the players on their toes. Occasionally, pretend to consult the module and inform the party that they have seen a large number of bats, many normal rats, or various large slugs and grubs. All are harmless. They are the usual prey for the larger creatures inhabiting the caverns. Only when the party is near an encounter area and is making a good deal of noise or is waiting quietly for more than one minute is it possible for one of the creatures to leave its lair and investigate. This happens only if the creature could normally leave its lair and move about, and no monster travels very far. To see if such an encounter takes place, roll 1d6. On a roll of 1, the nearby monster comes to see what is up.

Maps

Graskaal Mountain Wilderness Maps: Two maps for the Graskaal Mountain Wilderness are provided; one for the DM and another for the players. The scale on both maps is one hex to 3.5 miles. Shown on the DM map are the mountains and hills, the major and minor trails, the river, and all encounter areas. Shown on the player map are the major trails and the mountains that border them. The lettered areas on the DM map are special encounter areas. The large dots mark pre-determined wilderness encounter areas. The encounters for these areas may be diced ahead of time, but they need not be.

Underground Area Maps: There are two subterranean areas in which play is likely to occur: the Lesser Caverns and the Greater Caverns. To successfully map these areas, your players will need graph paper. It would be best if you provided the graph paper for them, but give no indication of the proper position on the paper for them to begin mapping. The maps are oriented with north toward the top. The scale is one square equals 10 feet.

Adding Side Adventures

This adventure has a great deal of potential; it is one that can take many sessions to finish. You might stress this to your players, telling them to expect a lengthy wilderness adventure long before the caverns are even reached. The wilderness section includes a wide variety of possible





encounters. Some of these can become the basis of several side adventures. Befriending one or more of the various local factions could be an interesting role-play session. Such an act would be of great value in providing the party with healing, information, or help against bands of raiders. However, gaining the trust of these folks usually requires the party to fight against their enemies. An encounter with a military patrol could be a challenge to the party. A friendly patrol could tell the party of the "dangerous areas" (variable encounter sites) on the trail ahead, but not the exact locations. Winning the trust of a patrol would be very difficult, however, for it is their mission to be suspicious of all armed travelers.

Preparing for Play

Fair Warning to Players: Players seeking the early death of their characters should be quite satisfied with *The Lost Caverns of Acheron*, for there are many opportunities for the foolish and rash to end it all. It would be a good idea to caution the players that this is a most difficult and perilous adventure, one fraught with all manner of danger. Tell them that, to succeed, they must be prepared materially and mentally. This is meant to serve as a word of caution to the able player. Those without real knowledge of game play in the Conan RPG, without ability to handle characters of the appropriate level for this adventure, will see their characters perish swiftly if the module is handled incorrectly.

Preparing the Player Characters: Have the players list exactly what they have chosen to take along and where it is to be packed. You may choose to have them purchase the mountain horses that they will need for the trek. Also make sure that they have at least two weeks' iron rations in their saddle bags.

Starting Play

The Players' Wilderness Map: How the players get hold of this map is up to you. They may have found it during an earlier adventure, or perhaps you wish to simply start the adventure by letting the characters know that they have come into the possession of an enigmatic treasure map. In any case, read the following to the players.

You examine the map. It reveals that the track through the mountains has numerous branches. Obviously, the map is incomplete, for from what you know of

this part of the world, there are mountains where nothing but blank space is shown on the chart. At the end of each track is the location of things the nature of which is uncertain or unknown, though one site is marked with several archaic runes or hieroglyphs, as well as more recent scribbles.

At this time, give your players the map designed for their use.

With a successful Decipher Script (DC 20) or Knowledge Is Power (DC 25) check, each of the three golden hieroglyphs can be deciphered. They read, from left to right: "Damnation", "King/Queen", and "Tomb/Necropolis". Scribbled in ink next to the glyphs is the word "tomb?", written in Nemedian.

Overland Trek: The adventure is written as though the party is entering the Graskaal Mountain Wilderness from the south. How they get there is up to you. You may wish to play out their journey or not. If you do not choose to play it out, you might ask the players what general actions their characters would have performed while making the journey. If they state that they would be showing the map to locals and travelers, hoping to gain information, you can provide as much information as seems appropriate. Giving them some correct information and some false information would certainly be fair, but take care not to spoil all the surprises! In any case, as soon as they have arrived at the area shown on their map, read them the boxed text below.

After a week's journey, your band has reached the foothills of the Graskaal Mountains. Last night you camped at the side of a narrow pathway that wends ever deeper into the mountains. Today, before you are those grim peaks, and behind are the golden plains of Brythunia. The sun is just emerging over the peaks to the east. The terrain through which you must travel is treacherous and rocky, and the trail you must travel is overgrown and in poor condition. Fortunately, you have sure-footed, mountain-bred horses which assure a swifter passage to your destination than were you afoot or on less-sure steeds. With one last glance at the vellum map provided you, you secure it safely, yet close at hand. The path into the mountains to the north has not yet been touched by the sun's rays, but there is naught else to do but proceed with the quest to find the Lost Caverns of Acheron. You set forth for the day.

Part One: Wilderness Encounters



Encounters in the Graskaal Mountain Wilderness shown on the players map and the DM map are of three kinds. There are random encounters, determined by the roll of a die; these can occur when the party is in any nontrail hex. Also, there are encounters that occur only at specific spots on the DM's map; these planned encounters should be determined before play begins.

Random Encounters: There are no Random Encounters as long as the PCs remain on the major or minor trails, for any encounters there are taken care of by the Planned Encounters described below. If the party wanders off the trails, however, you should make an encounter check each morning and each night. Roll 1d10, with a roll of 1 indicating that an encounter occurs that day. Use the Graskaal Mountain Wilderness Encounters table below to determine what the party encounters.

Planned Encounters: Planned encounters for this adventure are of two types: fixed encounters and variable encounters. The fixed encounters occur at the lettered areas on the wilderness map; they represent the lairs of major monsters or NPCs, which are described in the Wilderness Lairs chapter. Variable encounters occur at specific points when the party travels along the Major or Minor Trails. These encounter sites are marked as heavy dots on the DM's map, but are completely unmarked on the players' wilderness map. The exact encounter that occurs on an variable encounter site can be determined randomly at the time of this encounter. To determine the nature of the Variable Encounters found at the solid

dots on the DM's wilderness map, roll 1d10 and consult the table below. You may do this prior to play if you like; this has the advantage of allowing you to think about the upcoming encounter and might make it more enjoyable. If you prefer to be surprised yourself, you can roll it at the time it occurs.

Graskaal Mountain Wilderness Encounters (1d10)

1. Border Patrol
2. Avalanche
3. Rockslide
4. Brown Bears
5. Aesir Raiding Band
6. Giant Eagles
7. Cimmerian Cattle-Stealers
8. Giant Snake
9. Band of Kezankians
10. Man-Apes

Encounter Descriptions

If the party camps in a hex adjacent to a dot, the DM may decide to give the party a night encounter. Daytime encounters occur whenever the party stops in or passes through a hex with a dot. Each variable encounter is described in the paragraphs which follow. Most can be used more than once, and so if they are encountered again you will have to change them slightly so that they will seem different to the players. In repeated encounters with intelligent creatures, you can use the outcome of previous encounters to make them more interesting. One of the best techniques for making an

adventure world come alive is to have the PCs' actions alter how they are treated.

1. BORDER PATROL

The party will encounter a rather large group of armed and liveried riders; their banner will proclaim them as being a border patrol. If they are in the southern part of the area, they will encounter the Brythunian patrol; if in the north, they will encounter the Hyperborean patrol. The makeup of these patrols is given below. These patrols are typical of their kind. Their mission is to catch brigands and outlaws, prevent raids and unauthorized border crossings, and to give advanced warning of invasion or other hostile troop maneuvers. Thus, the patrols are suspicious of all individuals encountered. A party that acts in a suspicious or hostile manner will be threatened in an attempt to disarm them and bring them to the nearest border stronghold for further questioning. Neither patrol will fight long, unless they appear to be winning. If they are obviously weaker or outnumbered, they seek to break off the battle and return to their post to give a full report of the battle. If the Brythunians are encountered, the presence of any holy symbols of Mitra among the PCs will cause the captain to be friendly to them. If the Hyperboreans are encountered, anyone speaking the Hyperborean language will favorably impress them. The common soldiers carry 1d4+1 sp each. Officers carry 10 sp per level. The leaders possess an additional 3d10+120 sp in government funds.

Brythunians: (southern part of map)
Captain, armed with a lance and arming sword and mounted on a medium warhorse. Six lancers, each armed with a lance and arming sword. All are mounted on medium warhorses. Sergeant, armed with a dagger, bow, and arrows. He is mounted on a medium warhorse. Twelve horse archers, each armed with a dagger, bow, and arrows. All are mounted on light warhorses.

Hyperboreans: (northern part of map)
Commander, armed with a lance and a war sword and is mounted on a medium warhorse. Lieutenant, armed with a war sword and crossbow and is mounted on a medium warhorse. Ten horse archers, armed with bows and arrows. All are mounted on medium warhorses. Four scouts (borderers), armed with short sword, dagger, and bow. All are mounted on light warhorses.

2. AVALANCHE

Above you comes the faint, but definite, sound of splintering followed by a rocky clattering and rumbling.

An avalanche can be spotted from as far away as 1d10×500 feet downslope by a character who makes a DC 20 Spot check, treating the avalanche as a Colossal creature. If all characters fail their Spot checks to determine the encounter distance, the avalanche moves closer to them, and they automatically become aware of it when it closes to half the original distance. It is possible to hear an avalanche coming even if you cannot see it. Under optimum conditions (no other loud noises occurring), a character who makes a DC 15 Listen check can hear the avalanche or landslide when it is 1d6×500 feet away. This check might have a DC of 20, 25, or higher in conditions where hearing is difficult (such as in the middle of a thunderstorm).

A landslide or avalanche consists of two distinct areas: the bury zone (in the direct path of the falling debris) and the slide zone (the area the debris spreads out to encompass). Characters in the bury zone always take damage from the avalanche; characters in the slide zone may be able to get out of the way. Characters in the bury zone take 8d6 points of damage, or half that amount if they make a DC 15 Reflex save. They are subsequently buried (see below). Characters in the slide zone take 3d6 points of damage, or no damage if they make a DC 15 Reflex save. Those who fail their saves are buried.

Buried characters take 1d6 points of nonlethal damage per minute. If a buried character falls unconscious, he or she must make a DC 15 Constitution check or take 1d6 points of lethal damage each minute thereafter until freed or dead.

The typical avalanche has a width of 1d6×100 feet, from one edge of the slide zone to the opposite edge. The bury zone in the center of the avalanche is half as wide as the avalanche's full width.

To determine the precise location of characters in the path of an avalanche, roll 1d6×20; the result is the number of feet from the center of the path taken by the bury zone to the center of the party's location. Avalanches of snow and ice advance at a speed of 500 feet per round, and rock avalanches travel at a speed of 250 feet per round.

If the party flees back the way they came, they have to cross a rockslide (Encounter 3) in order to continue their journey. If they flee ahead, the rockslide awaits their return.

3. ROCKSLIDE

An old avalanche has partially blocked the trail, which passes along a steep slope at this point. A rock jumble must be negotiated in order to continue in this direction.





Treacherous footing requires slow progress if horses and their riders are not to plummet into the canyon below.

It costs 2 squares of movement to enter a square with dense rubble. The DC of Balance and Tumble checks on dense rubble increases by 5, and the DC of Move Silently checks increases by +2.

It requires half a day to safely get past. If the party takes the time, no untoward occurrence befalls them. If the party attempts to cross quickly, however, each PC must make a Balance check (DC 17) or suffer a fall. Falling mounts and riders take 1d6 damage from the plunge through the rocks, with an additional 1d6 damage if a 6 is rolled; this procedure repeats itself on a roll of 6, and so it is possible that an unlucky PC or horse can be killed in the fall.

4. BROWN BEARS

Three brown bears amble on the narrow path ahead. There is no safe route around them, for the slope is steep and rocky. The bears turn in your direction, growling.

The bears are hungry and attack the horses bearing foodstuffs; the bears are not eager to eat people or horses, but are merely after the food that the party carries, though the PCs may not realize this. The bears can be frightened away, with fire for example, or they may be stopped from attacking by throwing food to them.

5. AESIR RAIDING BAND

This band of Aesir has scouts posted. Only if the scouts are surprised is it likely that the PCs see them. If the Aesir are spotted by the PCs, give them an indication of the nature of the party: 32 armed, yellow-haired warriors are camped in a wide place near the path ahead. The PCs can then choose to engage or not, and give them the option of skirting the Aesir off the path. Roll to see if the Aesir scouts notice the party if you want. Having the Aesir band chase the party or dog them for a while could be interesting. If the party does not spot the Aesir, the northmen lay an ambush for the PCs. During the resulting melee, if more than one-quarter of the Aesir is slain without equal loss to the party, the Aesir flee over the trackless mountainsides. The party may pursue, if they like and can find the track. Individual Aesir have 1d10+2 sp each; the leader has 1d10+2 gp. Obviously, the group hasn't had much success... yet.

The band consists of a sub-chief, armed with a halberd; six archers, armed with club and bow; ten polearmsmen, armed with poll-axes; three swordsmen, armed

with war swords; five axemen, armed with battle axes; and seven scouts, armed with maces.

6. GIANT EAGLES

High in the sky are the silhouettes of giant birds. If the PCs search (Search DC 20), they find the nest belonging to one of the three mated pairs of giant eagles in this colony. Searching again (Search DC 25) reveals that there are six birds in all and turns up a second nest. Only if the PCs search the whole hex, which takes half a day, can they spot all three nests. If the party approaches within 100 yards of a nest, the pair whose nest it is plummets to attack the party if they approach closer or make hostile gestures. A second and a third pair arrive in 1d6 and 1d10 rounds. Climbing to either nest requires a Climb check (DC 20), and cannot be done with any safety as long as even one eagle remains. It takes half a day to climb to the eyrie and return. In two of the nests (determine randomly) are five eggs (two and three respectively). In the third is a vial of golden lotus, and a pouch containing 500 sp. If this encounter is rolled a second time, use the results of the first encounter as a guide toward determining how the eagles behave. If the PCs killed eagles in the first encounter, the second encounter is with 1d4+6 eagles, who try to attack by surprise, plummeting from enormous heights.

7. CIMMERIAN CATTLE-STEALERS

This band is traveling into the Graskaal mountains from the west. They are on a mission to steal cattle from the Hyperboreans and will thus keep a low profile, but if they spot what appears to be a weak or very rich band of travelers, they attack with a frontal assault.

If the PCs have met Cimmerians before, use the results of the first encounter to dictate the actions of the tribesmen. Be sure to deplete the ranks of the tribesmen by any killed by the PCs, though those only wounded will have been healed by the tribal medicine man.

The band consists of a chief, armed with a two-handed sword and javelin; a sub-chief, armed with a battle axe and javelin; a shaman draped in a bearskin; and sixteen warriors, armed with swords and clubs.

8. GRAY-FURRED GIANT SNAKE

The PCs see some movement of a furry gray animal in the rocks to the side of the trail. Investigation reveals a giant snake with gray fur, which attempts to slither off to its snakehole. It fights to the death if cornered; its bite is deadly. The snake has

no treasure, but mountaineers consider the furred snakeskin of great value (1 d6 x 100 sp) for warmth and protective qualities (DR 4).

9. BAND OF KEZANKIANS

These marauding mountain men seek to rob unsuspecting travelers or to raid unprepared homes and settlements. They are working their way northward into Hyperborea from the southeast. If strongly attacked, or if they take one-third casualties without hope of immediate victory, they stop fighting and flee into the trackless mountains. They are carrying several sheep carcasses which they drop in their flight. The leader carries 17 sp and a 50 sp gem. Each sub-leader carries 2d6 sp. Each of the 40 raiders carries 3d6 sp, and each of the skirmishers carries 2d6 sp.

The band consists of a chief, armed with a tulwar and a spear; four sub-chiefs, armed with a spear and a short sword; 40 raiders, armed with various weapons, and ten

have spears to throw before melee; 25 skirmishers, armed with slings, and five also have short swords.

10. MAN-APES

Three man-apes are hiding in the rocks and trees beside the path; revealing themselves by lobbing rocks in the direction of the party, and fighting hand-to-hand if it comes to that. The location of the man-apes makes it impossible for the PCs to pass without a fight. They attack until one is killed, at which point they take separately to the hills, returning to their lair, a nearby cave, by a round-about route in 3d20 rounds each. If cornered there they fight to the death. The man-apes' cave can be found by searching (Search DC 23) or by following the fleeing man-apes. There they have a store of 321 sp. A second encounter of this type could be with the survivors, if any, of the first encounter.





Part Two: Wilderness Lairs



These are the lairs of major inhabitants of the area, and it is likely that travelers whom the PCs might have met in their journey would have given them hints about what to expect. They are found at letters A-I on the DM's wilderness map. Though their presence in the area might be the subject of rumors or legends, just as the Lost Caverns are, their exact location is not known.

There are eight lairs described fully in this chapter. A visual description of the entrance to the Lost Caverns is given here, but it is detailed in the chapters covering the Lesser and Greater Caverns.

Graskaal Mountain Wilderness Lairs

- A. Skull Gate of Hyperborea
- B. Mammoth Vale
- C. Ravens' Feast
- D. Wolf Den
- E. Lost Caverns of Acheron
- F. Village of Karavala
- G. Frozen Mummy
- H. Hyperborean Slaver Camp
- I. Chasm and Rope Bridge

A. SKULL GATE OF HYPERBOREA

This curious monument marks the southern passage into Hyperborea. The colossal skull of a mammoth, which without its tusks looks strangely like the skull of a giant, is set into the side of a hill and bears the inscription:

*THE GATE OF HYPERBOREA IS THE GATE OF
DEATH TO THOSE WHO COME HITHER
WITHOUT LEAVE*

Beyond the pass lies a rocky plain broken by stark, crumbling hills. Further along the

Skull Gate trail is Sigtona, the southernmost of the Hyperborean cyclopean stone citadels.

B. MAMMOTH VALE

Read the following when the PCs enter the hex containing this area.

The path crests and drops away into a mountain valley. This isolated place is one of rugged beauty, with rock spires and jutting mesas rising from a dish-shaped valley. The rock formations make the place a series of meadows and dells. There are scattered shrubs and a few groves of trees, but most of the area is covered with lush grasses. A flock of deer can be seen grazing in the grassy lowlands.

At the far end of the valley is a great cavern. The outer caverns are painted with ancient murals depicting humans hunting mammoths and mastodons. With a successful Decipher Script check (DC 25), a character can discover the spells *spirit of the land* and *summon greater beast* (mammoth) written among the murals.

The innermost grotto is huge and contains a large collection of ivory in the form of mammoth tusks. The total value of the ivory is approximately 8,000 sp. However, the ancient shamans who collected the ivory also laid a curse on the place; anyone who removes ivory from the grotto suffers from effects (determined randomly) similar to an *ill-fortune* spell until the ivory is returned to its resting-place.

C. RAVENS' FEAST

This area is the site of a recent clash between armies from Hyperborea and the Border Kingdom. A field one mile across is strewn with corpses that decompose slowly in the chill air. The sky is filled with flocks of ravens or carrion crows that descend to the battlefield and dine upon the corpses. There is around 300 bodies in various states of decomposition; some are clean-picked skeletons while others are yet fully clothed in flesh. There are also large quantities of weapons and armor (various leather armors and the occasional chain shirt), some damaged or broken and others as good as new, strewn about the place.

D. WOLF DEN

When the PCs reach the location of this minor encounter area, roll Spot versus Hide checks to see if the player characters have surprise. If the party has surprise, read only the first boxed text and then judge actions by what follows. If the party does not have surprise, read the second boxed text. The judging information given after it should be used instead of that which follows the first boxed text.

Party Has Surprise: Read the following.

The climbing path rounds a bend and ends abruptly, blocked by an ancient rockslide that has covered it in rock rubble. The slide was extensive, as indicated by the extensive area bare of trees. No trace of the path can be seen. Ahead, the rock debris forms a steep slope thick with underbrush and creeping vines.

If the party wishes to continue on, inform them that travel through the area is difficult, and only a strong man with a sharp sword is able to make his way through the dense thicket. Nevertheless, careful examination reveals that there are animal tunnels through the greenery and around and over the rocks. Passage can be gained if one is willing to travel on all fours. Although undignified and awkward, movement in this manner is significantly less tiring and much more quiet than attempting to hack through the underbrush while climbing the rock debris.

The Wolves' Den: If the PCs investigate further, they come upon a wolf den. There actually are two dens in the area, one for the 12 wolves in the pack, and another for the two werewolves that lead the pack. The tunnel taken by the PCs leads to the den of the wolves. Around one sharp bend in the tunnel, and no more than a spear's length in front of the leading adventurer, a fissure in the side of the mountain is seen. The cave entrance takes several sharp turns before opening into a large den wherein the pack lives.

Fissures in the rocks allow a dim light to penetrate even to the den itself, and it is possible to see shapes if the eyes are allowed to become accustomed to the darkness. If the wolves are there, they are ready for an attack as soon as the first PC enters the cave. They defend their den and cubs to the death.

Party Does Not Have Surprise: As the PCs climb the path, they hear songs on the wind, coming from some place ahead. The songs are melancholy and beautiful, sung in a youthful tenor voice. When the PCs investigate, read the following.

The path rounds a bend and ends abruptly, blocked by an ancient rockslide that has covered it in rock rubble. The slide was extensive, as indicated by the extensive area bare of trees. No trace of the path can be seen. Ahead, the rock debris forms a steep slope thick with underbrush and creeping vines. Seated on a flat rock that emerges from the undergrowth about 50 yards up the slope, a lad (Brythunian, by the looks of it) sings a sad love song to his maiden, accompanying himself on the lute. They appear oblivious to anything but each other. The girl wears a cloak of dove grey lined with white and trimmed in fur. The lad wears a jerkin of dark gray wool, also trimmed with fur. They sit upon a cape of animal skin. Pitched nearby is a silk pavilion.





in ambush for the party they have known about for some time, having been warned of their approach by the wolves. As soon as they know the party is within earshot, the male begins to sing, continuing until the PCs reveal themselves, when he stops. The werewolves attempt to convince the party that they are friendly and trustworthy. They claim to be Brythunian nobles, Aratus and Natala, lovers who have fled into the wilderness to escape the maiden being married away to Tarcus, an old and cruel noble who lusts after the young woman. Their intention is to have the party accept them and to camp in this location for the night. If the party seems interested in this, the werewolves describes the tunnel through the greenery that leads to the rock where they are seated. The werewolves continue discourse until they gain the party's trust. They keep tight control over the wolves, two or three of which can be seen lolling around. This control causes the wolves to act in a friendly manner as well. After the PCs have arrived, the wolves bring out the four cubs, as further camouflage for their real intentions.

The wolfweres want to kill all of the PCs as efficiently as possible, with the greatest surprise. Thus, after dark, when almost all are asleep, the werewolves emerge from their pavilion and move into position, hoping to gain surprise. Then they call the pack and attack. If the party becomes suspicious (an observant or lucky PC might notice that the wolves lolling around do not have the same markings as those that came with the cubs, for example), the werewolves attack immediately. This is the signal for the waiting wolves to attack. As soon as the attack is underway, the werewolves change to wolf-form and join it. If the party has surprise, the werewolves are in wolf-shape, lounging in their den. When the melee begins at the wolf pack's den, the werewolves join the attack three rounds later. If they feel their own lives threatened, they flee.

The Werewolves' Den: The den of the werewolves is close by the wolves' den. In it is human clothing and a lute, a pile of coins (500 sp), one piece of jewelry worth 50 sp, and a dose of black lotus wine.

E. LOST CAVERNS ENTRANCE

Read the following when the PCs arrive at area E on the DM's wilderness map.

The track leads to a cavern with an entrance that seems like a fanged maw. The roof is jagged and there are rising cones of stone below. A low moan, probably the wind, comes from the cavern mouth.

If the PCs spend a day searching the area, they discover a vertical shaft that

drops 60 feet to an underground river flowing through the Lesser Caverns. If they decide to investigate, use the text from the section on River Encounter Areas in the Lesser Caverns chapter.

If they camp in the area, they spot the thousands of bats that leave the Lesser Caverns via a narrow crevice. The bats stream out just after dark, the entire group taking half an hour to emerge. If the PCs investigate, they see that this crevice is too narrow for them to negotiate.

Investigating the Entrance: When the PCs investigate the cavern, read the following:

Within, the cavern is 40 feet wide, 70 feet long, and over 20 feet high in the central area. The walls are dull gray, and the ceiling has many stalactites growing down from it, though most of these have been broken off. The walls and ceiling have been blackened by soot. The floor is smooth and well worn, and the place has obviously been much used in the past. There are bits of broken furniture and discarded gear scattered around.

At the back of the place, the PCs find a smaller cave. When they investigate it, read the following:

This inner cavern is 20 feet wide, 30 feet long, and 15 feet high. It is similar in appearance to the outer cavern, save that all of the stalactites have been broken off at some time in the distant past. At the northernmost end of this cave is a 10-foot-wide passage slanting steeply down into the heart of the mountain.

For continued play in this area, see the Lesser Caverns chapter.

F. VILLAGE OF KARAVALA

This area, seemingly a mountain village inhabited by around 150 people of mixed Hyperborean and Brythunian blood, appears to be one where the PCs can find a place of refuge, rest, and recuperation. In reality, however, it is a place of treachery and hidden death.

If the PCs approach the village, read the following.

Along the northeastern edge of this wooded valley, the mountain folk have established a small village. There are several ponds and springs in the vale, and sheep and goats dot the grassy lowland. On the outskirts of the village is a small shrine decorated with symbols of Mitra.

Once in the vale, the PCs are escorted to the house of the village elder, Gwaylar, and become his guests. The PCs are treated with honor. Children flock around the PCs, begging for attention and tales of their exploits. According to the village elder, the PCs may have whatever they



desire; food and drink is plentiful. If any characters are wounded, they are attended by healers. The player characters are given quarters to rest and recuperate.

However, all is not as it seems. The villagers are descendants of the Acheronians who fled into the hills when their purple-towered cities were razed by Hyborian barbarians three millenia ago, and they dream of the day when the empire of Acheron shall rise again. The village is close to the tomb of Xaltana, and its inhabitants have all glimpsed the dream-sendings of the Witch-Queen who now stirs from her age-long sleep. The food and drink offered to the PCs has been mixed with sleeping-draught (Ingested, Fort DC 17, initial damage unconsciousness for 1d3 hours, secondary damage unconsciousness for 2d4 hours). A successful Craft (herbalism) check (DC 30) allows a character to realize that the substance has been added to the food and drink before consuming a full dose.

If any of the characters eat or drink and fail their saving throws, the villagers leap upon any remaining characters and attempt to subdue them (or slay them if they put up a fight). If all the PCs make their saving throws, the villagers wait until the PCs retire to their quarters, then ambush them in their sleep.

Anyone caught unconscious and/or subdued by the villagers are bound with ropes or chains and brought to the village shrine. Despite its exterior decorations, the inside is clearly devoted to a dark and loathsome demon-god. A purple stone idol of a nameless horned demon stands in the center of the building. Anyone who is not already corrupted must make a Corruption saving throw (DC 20) or gain one point of corruption if he spends more than 1 minute inside the building. Bound captives are sacrificed and slain by the village elder on a stone slab in front of the demon idol. Such sacrifices are dedicated to Xaltana and strengthen her, eventually allowing her to break free of her tomb.

G. FROZEN MUMMY

Resting on a narrow rock shelf atop a steep 200-feet tall cliff wall (Climb DC 25), partially covered by ice (Spot DC 20), is a human corpse that has been preserved as a natural mummy by the cold for almost three millenia. The skin is yellow and blue but is more or less intact, and tufts of hair and beard are still visible. The body is wrapped in a wolfskin cloak, and worn sandals are strapped to his feet.

This is the body of an Acheronean priest of Set, part of the group of priests who sealed Xaltana within her tomb in the remote north. On the way back, during a snowstorm, the priest became lost and separated from the rest of the group. He climbed the steep cliffs to take his bearings, but eventually died from fatigue and cold. Among his possessions are a copper dagger and a golden armband in the shape of a coiled serpent (worth 15 and 75 sp, respectively, but several times more to a collector due to their great age), a dose of Stygian tomb-dust, a scroll containing the spell *greater warding*, as well as a yellowed papyrus with Acheronean hieroglyphs. The papyrus, if deciphered (Decipher Script DC 20), details the background history of Xaltana; that she was a noblewoman who secretly worshipped a demon-god and was eventually buried alive in the north by the rival priests of Set. It mentions that the caverns were ancient (pre-Acheronian) and that there are at least two levels of caverns in the place.

H. HYPERBOREAN SLAVER CAMP

Read the following when the PCs have arrived at the location of this Minor Encounter Area.

The path disappears in a boulder field above the tree line; whereas at lower elevations there were abundant evergreens, here the mountainside is dotted





with low-lying juniper and stunted, twisted pines. Above the field on both sides, the boulders give way to smaller rock debris before the mountain wall rises steeply into the clouds. On this lower slope the wind screams down from the peaks hidden above, and the vegetation shakes in gusts of wind that carry wisps of cloud and mist. There is no path through the boulder field, and travel across the area is slow and dangerous. The juniper conceals deep ravines and depressions that lie in wait for the unwary traveler, and the only safe passage is through and between the giant stones that lie scattered among the contorted vegetation. The shreds of clouds ripped from the solid blanket that lies above make long-range sight impossible, and the world beyond 100 feet is seen only occasionally through mists and rocks.

Entering the Camp: If the PCs venture forward, then have them make an occasional Move Silently check just to keep them on their toes. The Hyperborean slavers do not expect to have company here, and so they are not overly cautious. Adjust the boxed text below to account for any surprise round.

After crawling across a particularly dangerous pile of rocks, and coming around a large boulder damp from the mists, the party sees a 100-foot-diameter open circle among the boulders. In the area are 15 rude shelters made of hides and sticks. Each shelter huddles against one of the boulders on the circumference of the open area, as if to seek shelter from the penetrating dampness of the place. From the center of the open circle rises a veil of smoke, which is torn apart almost immediately by the incessant wind that gusts across the tops of the rocks.

This is a temporary camp for Hyperborean slavers returning north from raids into Brythunia, Nemedia, and the Border Kingdom. The chief slaver, Varkaatus, is a mercenary warlord currently employed by the lord of Sigtona, a stone citadel north of the Skull Gate. From this camp Varkaatus sends forth bands of slavers.

If warned of the party's approach, the slavers defend the camp by stealthy

attacks from the boulder field, attempting to ambush the PCs. If the party appears weak, they continue the attack until they see they cannot win. Then, the chief (or other leader) signals a retreat. If the party appears strong, the chief negotiates, indicating that the attack can be bought off by a bribe of treasure or food. In this case, the slavers do in fact tolerate the presence of the PCs as long as they do not attempt to free any slaves or otherwise interfere with the slavers' operations.

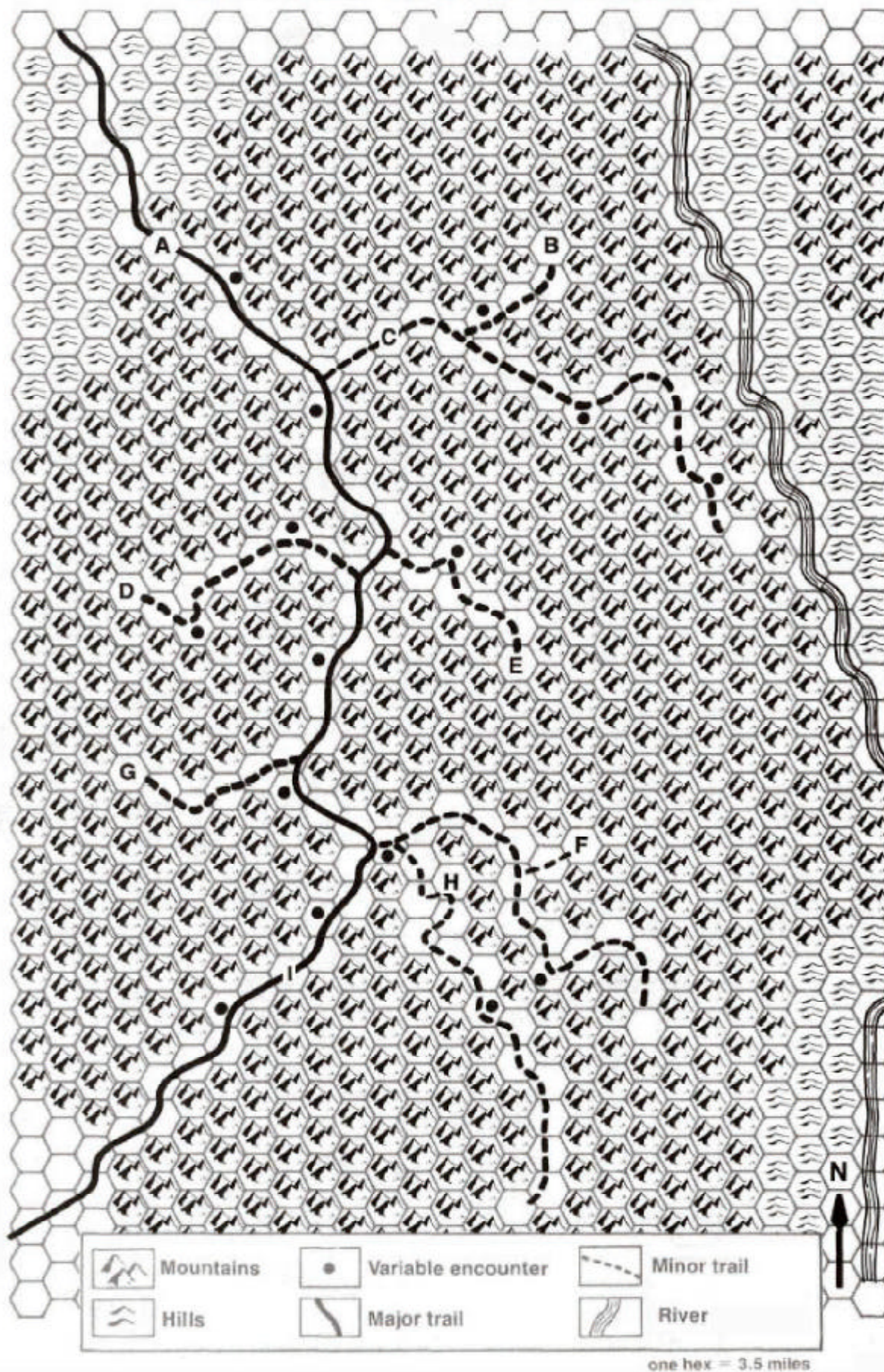
The Camp: The huts are crude affairs of branches piled against the boulders and then covered by hides. Within each shelter is space for sleeping as well as a warming fire. Most of the huts are so low that entry must be made by crawling, and it is impossible to stand once access has been gained. Cooking is done at the communal fire pit found in the center of the opening. The chief slaver's hut is marked by a totem pole seven feet tall and covered by the artifacts taken from captured and fallen slaves. The pole's top is adorned with a human skull and antlers of a deer. The entire band's treasure totals 1,200 sp.

I. CHASM AND ROPE BRIDGE

Cutting through the terrain from east to west is a yawning chasm, 50 feet wide and 160 feet deep and 3 miles long. The bottom of the chasm is filled with bones from both animals and humans.

Stretching across the chasm is a rope bridge constructed of wooden planks suspended from ropes. The bridge is in bad repair and movement across it is considered hampered (each square moved into counts as two squares, and no running or charging is possible). It takes two full-round actions to untie one end of the rope bridge, but a Use Rope check (DC 15) reduces the time to a move action. If only one of the two supporting ropes is attached, everyone on the bridge must succeed on a Reflex save (DC 15) to avoid falling off, and thereafter must make Climb checks (DC 15) to move along the remnants of the bridge. The rope bridge is 10 feet wide. The two ropes that support it have 8 hit points each.

DUNGEON MASTER'S WILDERNESS MAP



Part Three: The Lesser Caverns



Here, in Wilderness Area E, begins the dungeon adventure. There are no purely random encounters from wandering monsters; any encounters are described in the text below. For a description of the general aspects of these encounter areas, see the Adventure Judging Notes.

River Encounter Areas

A deep and swift river flows through the Lesser Caverns. The River of the Lost enters from the west (River area A), cuts across the caverns, turns north into the underground lake (River area E), and then splits into three branches. The main branch exits the lake to the southwest (River area F), curves abruptly to the northwest, passes under a bridge (River area J), and then plunges down a 100-foot waterfall (River area L) to a huge underground lake below. Side branches lead to two smaller lakes to the north (River areas H and I), from which the water exits through hidden cracks.

In most places the river is from 20 to 40 feet deep and is filled with fish of many sorts. It flows through passages that are 15 feet wide with ceilings about 30 feet above water level. The water is fresh and very cold (for every 10 minutes of exposure, make a Fortitude save [DC 15, +1 per previous check] or take 1d6 points of nonlethal damage). A crude boat can be found at the landing (River area D). It can be used to navigate the river and the various lakes. Swimming in the river is possible (Swim DC 15) except where noted, but it's probably not safe. Characters who can swim, or characters in the

boat, may float along, letting the river current move them from place to place, though they could plunge over the falls if they are not careful (see River area K).

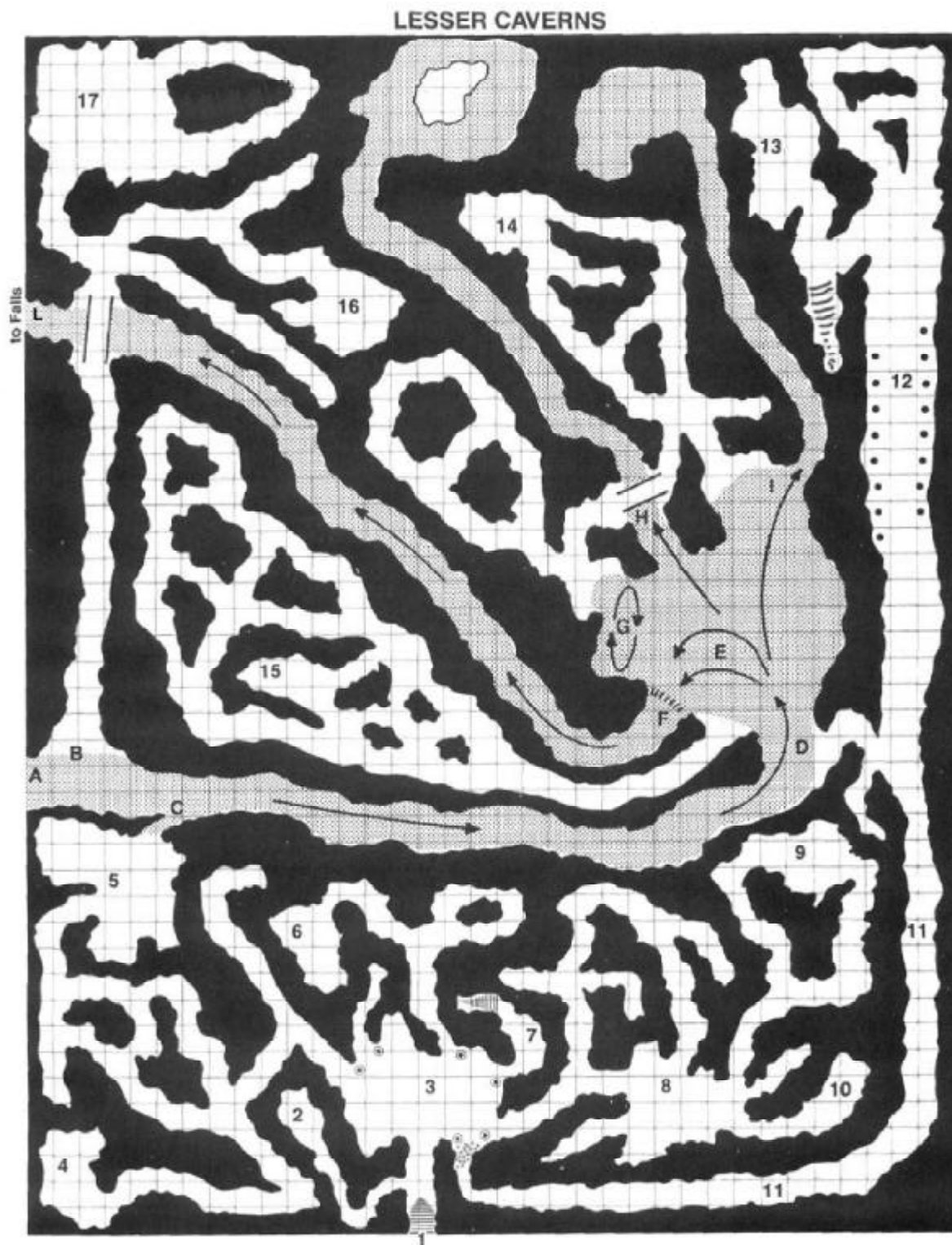
Note that the caverns to the north of the underground river, as well as the northern branches of the river, are warmer than the rest of the caverns due to geothermal heat. This allows the cave worms to thrive there; these monstrous worms do not venture into the southern caverns, for there they would slowly freeze to death.

A. RIVER ENTRY

The river enters the Lesser Caverns from a tunnel to the west, moving at about 20 feet per round. The ceiling of this tunnel is only eight feet above the surface of the water. The tunnel can be followed, with difficulty to be sure, as it twists and turns for over a mile westward. Then, at a point where a chimney rises some 60 feet to the outside world, the tunnel ceiling lowers to water level and further progress along the river is impossible. It is possible to climb the vertical shaft (Climb DC 15). It exits about one mile west of the entrance to the caverns.

B. NORTH PASSAGE

Just to the east of the river entry, a passage north slopes upward until it crosses the Gargoyle Bridge (River area J) over the river. This passage, if it can be reached, provides a quick route to area 17. The passage is no more than two feet above water level at this point, but it is 15 feet above water level at the bridge; the river drops 2 feet in this same distance.



C. GIANT BAT TAKE-OFF

At this point, 40 feet above the river's surface, a tunnel opens onto the top of the passage through which the river flows. From the lip of this tunnel, giant bats take off on their forays for prey. They fly up and down the waterway, catching fish and any other prey they spot, returning to this point for feeding. The tunnel is 20 feet long, 5 feet wide and 10 feet tall. It leads to a ledge in the bat room (Lesser Caverns area 5). In this cave, the eight giant bats hang. On a roll of 1 on 1d10 (not 1d6 as with other areas), a giant bat decides to

make a food-run whenever the PCs are on the river nearby unless they all have been dispatched. If it spots the PCs and is able to return, it brings the other giant bats.

D. LANDING

On a stone shelf extending into the river is a crude wooden boat, 14 feet long and about five feet wide amidships. It has three oars. The 20-foot-wide river is dark and looks quite deep. The current flows swiftly northwards.





The boat has been crafted by the voormis (see Lesser Caverns area 3). It can be rowed with two oars, with the third oar used to scull and steer. Rowing is at 60 feet per round plus or minus the river current. Thus, movement upstream from the landing is at 30 feet per round, downstream speed is 20 feet per round drifting or 80 feet per round rowing.

E. UNDERGROUND LAKE

The river pours into a high-vaulted cavern from the southeast, adding to the ebonhued lake that touches the walls nearly everywhere. The water is fairly still here and is probably very deep indeed. More than 50 feet overhead, great stalactites drip onto the mirror-like lake surface of the pool. There are four streams of water entering or exiting the lake. To the southwest, the water pours over a lip in a 1-foot waterfall. To the west is a large eddy, on the surface of which can be seen circling bits of flotsam. To the northwest is a passage under a natural stone bridge, and to the northeast, a somewhat narrower passage heads off into darkness. It appears that there are three landings as well. To the south, the landing gives way to a passage heading southwest. To the west, the landing branches in two directions, and to the north, the landing there leads off to the northwest.

The lake has nearly sheer sides that extend 40 feet down from the surface. It is 90 feet deep in the center. There are many large white crayfish and fish in the water, carried into the lake by the river. The giant fish that are sometimes carried to this place are prey for the voormis that live in the caverns. The current in the lake is barely perceptible, though present nevertheless. Floating objects are drawn to one of the three exits (River areas F, H, or I) within 3d6 rounds. The exit to the southwest (River area F) is the main channel. This channel draws floating objects to it on a roll of 1-4 on 1d6. A roll of 5 draws a floating object under the natural rock bridge and then into the Black Water Pool (River area H). A roll of 6 draws a floating object north to the Reflection Pool (River area I). Floating objects cannot leave or enter the eddy (River Area G) unless propelled across the eddy boundary.

F. LEDGE

This is the main channel of the river, and most of the water flows out here over a stone ledge that causes a drop of one foot just as the water leaves the lake. If the boat floats over this ledge and the PCs are unprepared for it, there is a 10% chance it tips over, spilling them into the swift flow beyond. The river makes a 90-degree bend just beyond the ledge, and it flows

more swiftly than when it entered the lake. Between the ledge and the Gargoyle Bridge (River area J), the river drops five feet. It flows at 40 feet per round here and is much shallower than elsewhere. The passage walls are much smoother due to the erosion of the swifter stream. Because of the current, upstream paddling moves the boat only 20 feet per round, and downstream paddling moves it at 100 feet per round.

G. EDDY

As the current strikes the north wall, some of it turns west, and runs along the west wall of the lake. It passes the landing there and then bends east. It meets the water flowing over the ledge, which bends it north. This forms a slowly moving eddy on the lake's western edge that revolves counterclockwise.

The boat does not cross the eddy boundary and enter the eddy unless paddled. Likewise, it does not drift out of the eddy. If your party is very strong and up to the challenge, it might be interesting to have the boat drifting here, empty but for the oars, instead of at the landing (River area D). If you choose to place the boat here, you need to allow the PCs to spot it from the landing. You also need to be sure that you want to force an encounter with some of the cave worms (see Lesser Caverns area 14) should they decide to swim for the boat.

H. BLACK WATER POOL

The 10-foot-wide watercourse passes beneath a natural stone bridge. It appears that passageways lead from both sides of this bridge.

In this passage, the current flows northerly at 10 feet per round. There are plenty of protrusions that allow the PCs to halt the motion of a floating boat and allow them to climb onto the bridge. If the PCs decide to continue beneath the bridge, read the following.

About 180 feet northwest of the bridge, the passage turns north and opens almost immediately into another flooded cavern, this one small enough to be called a pool. Crevices in the cavern walls carry the water away to places unknown. The cavern floor at the center rises in an island, which glints and sparkles occasionally. The water surrounding the islet is particularly dark. There seem to be particles suspended in it making it look inky.

The water surrounding the islet is about 30 feet deep. The party is able to see only about five feet into the murky water. Wherever they are in the cavern, the PCs can see glints and glimmers from the

island. Scattered about the surface of the island are 3,000 gems of 1 sp value. These can be seen from the water, making the inviting glints.

Four cave worms dwell in the water at the northern edge of the cavern. When they sense motion in the water, they swim out and surround the isle. They then squirm up onto the rocks and attack. If the PCs are in the boat, the cave worms attempt to tip them into the water (Reflex DC 15 to avoid falling into the water each time a cave worm rams into the boat [treat as a charge attack]). If the PCs flee, the cave worms do not pursue more than 50 feet down the passage.

I. REFLECTION POOL

More than 100 feet northward the passage opens up into a cavern filled with water so still it acts like a mirror. As the light plays across the walls and ceiling, the beautiful shapes and colors there are reflected in the pool below. The profound silence is broken only by the tinkle of water splashing on rock some distance below. From the ceiling of the cavern beautiful stalactites hang suspended. They are multihued icicles that compete for space with pastel curtains. The walls are streaked with multi-colored rock formations that sparkle brilliantly.

If a sentient creature stares at the reflective surface of the pool for more than one consecutive round, it is affected as per a *visions of torment and enlightenment* spell that lasts for 1d20 minutes. The strange visions are related to the Great Cataclysm and the migrations and empires that preceded and succeeded it (Atlantis and Valusia, Lemuria, the Khari, the Giant-Kings, the Zhemri, Elder Stygia, Acheron, the sons of Bori and Hyperborea the Elder, and so on). The target is allowed a Will save (DC 20) to avoid temporary Wisdom damage, but in the case of a successful save does not gain any bonus Wisdom.

J. GARGOYLE BRIDGE

This ornately carved and sculptured bridge arches to about 15 feet above the center of the river. It has many strange forms and shapes in bold relief; carved gargoyle-like monsters leer from it. A thundering rumble, a loud, low-throated roar, fills the ears.

The speed of the current here is 50 feet per round as the river moves rapidly to the west. The roar is the sound of the vast underground waterfall (River area L) 130 feet distant. If the party is afloat and goes 30 feet beyond the bridge, they drift into swift water (River area K) which pulls them over the falls. As the party comes to 50 feet east of the bridge, they have at most

two rounds in which to act or be swept into the swift water (River area K). For full-speed paddling upstream, the boat may be held in position as long as the paddler(s) can make successful Strength checks (DC 16); the first roll is made at +4, but every round thereafter the roll decreases by 1. Failure means that the boat slipped downstream 1-3 squares; success means that the boat either went upstream 10 feet, held position, or drifted slowly downstream, at the players' option.

K. SWIFT WATER

At this point, where the river flows off the map, there is a second ledge, with a drop of two feet. Once over the ledge, it is impossible to paddle the boat upstream. Beyond the ledge, the speed of the water picks up to 60 feet per minute (Swim DC 20). At this rate it only takes two rounds to spill over the waterfall. This is the party's last chance. Because of the rate at which the boat is moving, no amount of rowing can keep it from being plunged over the falls.

L. WATERFALL

Here the PCs definitely die unless they have some supernatural means to save themselves. The water drops over a granite ledge to fall 400 feet to a lake below. The plunge kills anyone taking it normally, or else the tumble of water at the bottom traps and drowns them. Unless you have an extensive map for an underground adventure prepared, it is suggested that any party so careless and foolish as to pass unwittingly over the falls and down to the area beyond be considered casualties of the Lost Caverns of Acheron.

Lesser Caverns Encounter Areas

1. STAIRWAY TO THE LOST CAVERNS

When the PCs investigate the stairway down from the back of the entrance caverns, read the following:

Steps have been roughly hewn in the passage floor to allow easier movement. The stone of these steps is worn in the center, indicating considerable traffic at some time in the past. The broad stairs have a drop of about one foot, and they lead downward to the north.

The stairway is about 130 feet long. Its 60 broad stairs drop a total of about 60 feet.

2. BAT CAVE

This is a small cave, perhaps 15 feet or so



wide by 30 feet in length. Its walls are a maze of crevices and crannies, and the floor near the walls is covered with streaks and blotches. There seems to be no exit.

This cave is the lair of a bat swarm which lurks in the nooks and crannies of the cave. Once two or more victims are in the place, they flutter down and attack.

3. HALL OF THE VOORMIS

Within this natural chamber some 70 feet wide and 50 feet deep are six exits, although one of them is almost entirely blocked by debris. There are a few stalactites on the ceiling above, a few fallen to the floor amid a handful of stalagmites. The cavern floor is covered with bones, bits of fur, and various pieces of wood.

This is the great hall of the voormis, a clan of primitive humanoids with dog-like faces and bodies covered with shaggy fur. This is where the voormis gather to eat. There is a 75% chance of encountering 2d8 voormis here.

The exit that leads to areas 11-13 has been declared taboo by their chieftain, and debris has been piled high there, although bats from area 11 are still able to pass through the opening.



4. VOORMIS CAVE

Ten adult voormis share this squarish cave. There is nothing of value here.

5. BAT ROOM

This large high-domed cave is covered with several inches of bat guano. Many beetles and a few small rats scurry away into concealment. The sound of flowing water comes from somewhere in the north end of the place.

Eight giant bats have taken this cave for themselves, devouring the many smaller bats which once dwelled here. They hang from the ceiling 40 feet above. When the party enters, they swoop down one at a time, trying to surprise the victims. The giant bats attack in rotation, one at a time, each voicing its piercing screech. Any critical hit on a giant bat means it has been knocked out of the air. It lands on the ground next round and is considered prone. On the north wall of the cave, 30 feet up, is a broad, projecting ledge (Climb DC 18). On the ledge are a scattering of 231 sp and 1-4 pieces of jewelry (worth 100 sp each). A tunnel leads to River area C.

6. BONE YARD

On the floor of this small cave, bones are scattered everywhere. There is a low mound of dung in the middle of floor, covering some of the bones, and what appears to be a mammoth skeleton lies at the south end of the cave. Beside the skeleton are two leather sacks. The floor and ceiling are fairly smooth.

The voormis dispose of foodscraps and bones here. Examination of the mammoth skeleton reveals that the ivory tusks have been removed by crude axe-blows. One sack holds 12 sp, and the other bag contains 45 sp.

7. DECORATED GROTTO

The walls of this grotto are carved and chiseled into a running series of forms and figures that extend from the floor to the arched ceiling. The work is bas-relief of superior caliber.

Although the artwork is clearly too sophisticated to have been created by the primitive voormis, a Knowledge (history) check (DC 15) or Knowledge Is Power check (DC 20) is required to recognize the bas-reliefs as typical of Acheronian tomb-decorations.

8. FUNGUS BEDS

This place is filled with all sorts of small and medium-sized fungus. The floor and walls sprout many different varieties, all of

which give off a pale phosphorescence. Several large, whitish forms can be seen amongst the fungi. It appears that several passageways radiate from this cavern.

The fungus is cultivated by the voormis to complement their diet of meat and cave fish. There is a 50% chance of encountering 1d6 voormis here.

9. VOORMIS CAVE

This is the lair of twelve adult Voormis. In addition to their crude sleeping-mats of straw, there is a wolf-skull, three black feathers, and a pouch with three doses of flame-powder in one corner.

10. VOORMIS CHIEFTAIN

This cave is the lair of the voormis chieftain, a particularly large male covered with dark grey, almost black fur. Amidst the litter in his den are 334 sp, a small silver urn (worth 75 sp) filled with dust, and two large mammoth tusks of ivory (worth 250 sp each).

11. CORRIDOR OF LIMITLESS BATS

The odor of bat guano in this corridor is choking. PCs notice it immediately upon entering. Furthermore, a gentle breeze flickers torches.

Numerous small fungus growths cover the walls of this passageway, and luxuriant growth covers the floor, which is heaped with guano. The oddly-colored growths seem to match the vari-colored minerals of the walls of the area. A faint squeaking and rustling is heard when you listen.

An enormous number of normal bats roost along the ceiling of the passageway, leaving through a crevice in the ceiling when night falls. Their guano feeds the fungi that fills the place. The party must move very quietly (Move Silently DC 18), and with little or no light in order to avoid frightening the bats. If the bats are frightened by the party they fly everywhere within this area and the area beyond. So many (thousands) fill the air that they cannot help but fly into any PC standing; everyone within the two caverns (areas 11 and 12) will take 2d6 points of damage per round from the frenzied bats. All torches and lanterns are extinguished, and spellcasting is impossible. There are so many bats in the cave that, no matter how many are killed, there are an unlimited number.

12. LONG GALLERY

The cavern widens into a gallery of considerable length and a height of well over 40 feet. Some smaller fungi grow here too, and telltale squeaking and fluttering indicates that there are bats above. Along the walls on each side is a row of tall statues.

There are eight tall statues, each nine feet tall, carved from purple stone, on each side of the corridor. They are carved to resemble warriors, dressed in sandals, kilts, breastplates and helmets that conceal the face, and grasping sickle swords. A successful Knowledge (history) check (DC 17) will reveal that the design is Acheronian.

13. EMPTY SARCOPHAGUS

The northern part of this cave holds a great sarcophagus of stone, plain and unadorned. The lid has been shattered, and the sarcophagus is empty, although it is obvious from inspection of its interior that the coffin was built to hold a corpse at least nine or ten feet tall.

In the southern part of the cave is a stairway that leads to area 1 of the Greater Caverns.

14. CAVE WORMS

This grotto is home to three disgusting cave worms who feed off of dead animals carried here by the underground river.

15. CAVE WORMS

This mazelike set of tunnels contains six cave worms.

16. CAVE WORMS

Two cave worms lair here.

17. RAINBOW CAVERN

This high-domed cavern displays a rainbow of colors on its walls and floor. Even the many stalactites above hang like colored icicles. Various mineral deposits in the rock have seeped into frozen curtains, cascades, and many fantastic shapes. The floor has numerous humps and stalagmites of varied hue and strange form.



Part Four: The Greater Caverns



Play begins at the foot of the 900 stairs leading down from the Lesser Caverns; this place is marked with an X on the map. The stairway leads down to a sealed, unmarked purple door (4 in. thick; Hardness 8; hp 60; Break DC 30).

The floor of the caverns beyond the door is deep with immemorial dust, and the air is singularly heavy. It is noticeably harder to breathe than the outer air.

Moving around at more than half normal speed kicks up clouds of dust at every step, obscuring sight beyond 5 feet. A creature 5 feet away has concealment (attacks have a 20% miss chance). Creatures farther away have total concealment (50% miss chance, and the attacker cannot use sight to locate the target). The dust cloud disperses in 4 rounds if creatures remain still or move at half speed.

A-F. ACHERONIAN TOMBS

These six 30-foot-square areas, labelled A-F on the map of the Greater Caverns, are tombs excavated by the Acheronians. Whenever they are encountered, use the description below. Of course, if the PCs mark the walls or do something to otherwise distinguish the room were they to return at a later time, add that description when the room is entered.

This room appears to have been hewn from the rock. It is 30 feet square, and it has a 20-foot ceiling. Four passageways lead from it, one in the center of each wall. The chamber is filled with enormous pot-bellied urns of a blackish-green material, taller than a man's head, and ranged in solemn rows along the walls.

Each urn is fitted with angular-handled stoppers, and filled to the rim with ashes and charred fragments of bone. Doubtless the Acheronians have stored the cremated remains of whole families in single urns.

1. DEAD LABORERS

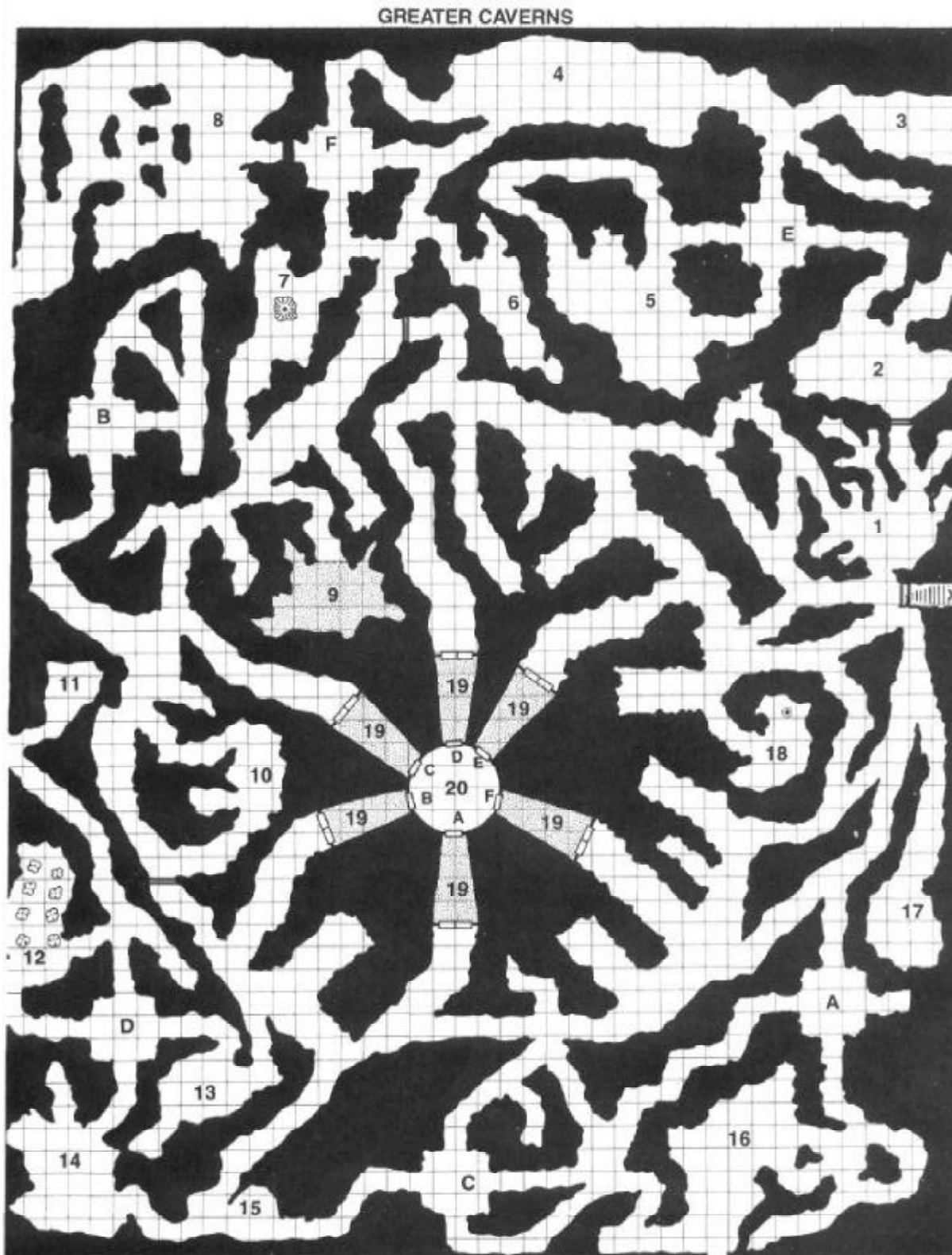
The floor of this low-domed chamber is covered with piles of corpses. The bodies appear ancient but have doubtless been well preserved by the cold and stale air of this place. There are several tunnels leading to and from this cave.

There is a total of 18 corpses. They are dressed in simple clothes, identifying them as laborers or slaves. Some have crushed fingers or toes, signs of mishaps while quarrying heavy rocks. They have no treasure. When the priests of Set had sealed Xaltana within her tomb, the laborers who had excavated the tomb were poisoned and heaped here (and also in area 17). The priests then retreated from the Greater Caverns, lowering the purple stone slab in place to seal them against intrusion.

2. SACRIFICE CHAMBER

The walls of this vaulted chamber are bare. Standing erect against the western wall is a mummified and incredibly desiccated figure. It is more than eight feet in height, of a brown, bituminous color, and is wholly nude except for a sort of black cowl that covers the upper head and droops down at the sides in wrinkled folds.

This shrivelled thing has endured through the ages. As the PCs peer closer with their



torches, they see why the mummy has maintained an upright position. At ankles, knees, waist, shoulders and neck it is shackled to the wall by heavy metal bands, so deeply eaten and embrowned with a sort of rust that are hard to distinguish from the mummy at first sight. The strange cowl on the head is covered with a fine, mould-like pile, unclean and dusty as ancient cobwebs.

If the body is touched, even lightly, the

lower part of the barrel-like torso, the legs, the hands and forearms all dissolve into powder, leaving the head and upper body and arms still hanging in their metal fetters. The progress of decay has been queerly unequal, for the remnant portions give no sign of disintegration.

As the cloud of brown mummy-powder hits the floor and billows up, the black cowl on the mummy's head begins to curl and twitch upward at the corners. With-



ing with a verminous motion, it falls from the withered cranium, seeming to fold and unfold convulsively in mid-air as it falls.

The thing uses its surprise round to fall upon and enfold the head of the nearest creature. If it manages to dominate its victim, it flees northwest towards area 8. Otherwise, it fights to the death.

If the remaining top half of the mummy is examined, the examiner notices that the top of the skull, where the black cowl was sitting, has been eaten away by acidic corrosion. The rest of the cranium is empty; there are no remains of brain tissue.

3. COLLAPSING CEILING

The far end of this large cavern seems to have been in the process of being excavated, but then abandoned for unknown reasons.

The ceiling is weakened here. A weakened ceiling can be spotted with a Knowledge (architecture and engineering) check (DC 20) or Craft (stonemasonry) check (DC 20). Remember that Craft checks can be made untrained as Intelligence checks.

If any part of the eastern end of the cavern is examined (such as by Search checks), there is a 50% chance per minute that the ceiling collapses. It buries anyone in the middle of the collapsing area, and then sliding debris damages anyone in the periphery of the collapse.

The bury zone extends 15 feet from the wall and a 10 feet slide zone extends beyond the bury zone. Characters in the bury zone take 8d6 points of damage, or half that amount if they make a Reflex save (DC 15). They are subsequently buried. Characters in the slide zone take 3d6 points of damage, or no damage at all if they make a Reflex save (DC 15). Characters in the slide zone who fail their saves are buried.

Characters take 1d6 points of nonlethal damage per minute while buried. If such a character falls unconscious, he must make a Constitution check (DC 15). If it fails, he takes 1d6 points of lethal damage each minute thereafter until freed or dead.

Characters who aren't buried can dig out their friends. In 1 minute, using only his hands, a character can clear rocks and debris equal to five times his heavy load limit. The amount of loose stone that fills a 5-foot-by-5-foot area weighs one ton (2,000 pounds). Armed with an appropriate tool, such as a pick, crowbar, or shovel, a digger can clear loose stone twice as quickly as by hand. You may allow a buried character to free himself with a Strength check (DC 25).

4. GALLERY

A large gallery with many ledges and shelves stretches 110 feet east and west and 30 feet north and south. The arched ceiling is about 30 feet high at either end, with a middle-area dome of about double that height.

Four vampiric brain-leeches cling to the shadowy walls here. Once they sense the presence of other creatures, they come out of their dormant state and glide silently towards their victims, hoping to gain surprise.

5. SKELETONS WITH HALF-EATEN CRANIUMS

Resting on the floor of this large cavern is a dozen dust-covered skeletons.

If any of the skeletons are examined, it is seen that the upper half of the cranium is missing, apparently eaten away by some corrosive process (just like the mummy in area 2).

6. NARROW CAVERN

Three vampiric brain-leeches lie in torpor here. Like their kin in area 4, once they sense the presence of living creatures, they wake up and attack.

7. PIT

The most notable feature of this place, other than the smooth walls and ceiling, are the scattered round boulders. There is a drain-like slope to a great sinkhole in the center of the floor. It might be that at one time a flow of water filled this place but later drained away with the opening of the sinkhole.

The sinkhole is a shaft funneling down to a pipe eight feet in diameter. Light reveals that it goes down over 50 feet, though it actually drops 25 feet farther straight down. Then, it jogs northeast at an angle of about 45 degrees downward for another 35 feet. Finally it narrows to about four feet in diameter and plunges straight down another 100 feet into an underground stream. You may use this as a lead to even deeper caverns and deadlier adventures.

8. NIGHTMARE VAULT

The entrance to this cavern is sealed with a massive black stone slab (5 ft. thick; Hardness 8; hp 900; Break DC 65), carved with arcane runes and Acheronian hieroglyphs. With a successful Decipher Script check (DC 25), it becomes apparent that the writing is some form of warning against releasing that which is sealed within. Breaking down this barrier is an extremely bad idea (see below). Depending on previous events during the adven-

ture (see areas 2 to 6), there may be a brainless creature here, ceaselessly chipping away at the black stone slab with an iron rod in an attempt to break it down, when the PCs approach.

This 60-foot-tall chamber has many shelves and irregularities along its walls. Many stalactites hang from the stony roof, some of great size and exceptional beauty. The floor is littered with occasional stalagmites, and there are several central formations of massive dimension, each being well over 20 feet high.

This cavern teems with vampiric brain-leeches; there are 50 hunters lurking in the darkness here. Worse yet, the southern tunnel slopes steeply down into nether vaults where hundreds, or perhaps thousands, of these horrors crawl. Any character exploring these nether vaults meets certain death therein, and unless the cavern is re-sealed, the characters have unleashed a terrible plague upon the Graskaal Mountains and beyond, as these horrors from a pre-Acheronian age emerge from the vaults to feed off mankind.

9. POOL

This irregular chamber contains a small pool of fresh and wholesome water.

10. DEAD PRIEST

On the floor of this small cavern lies a skeleton, surrounded by tatters of a robe. A piece of jewelry glitters in the torchlight.

The skeleton belongs to an Acheronian priest of Set who died here. He was the victim of a brain-leech and his cranium has been destroyed. The skeleton still wears a golden amulet in the shape of a coiled serpent, with tiny gems inset as eyes (worth 250 sp), and a bronze dagger (worth 25 sp).

11. CAVE OF SKULLS

Set against the far wall of this cavern is a rack that has five rows of horizontal metal rods, each set with seven human-sized skulls. Each skull has been painted with different arcane symbols.

The rack was used for divination purposes in the past (and the skulls can still be subject to the dead speak spells if a necromancer wishes to interrogate them about the history of the caverns, although all of them were dead by the time Xaltana was entombed here).

12. PILLARED CAVERN

The stalactites and stalagmites here have grown together to form columns extend-

ing from the floor to the 20-foot-tall ceiling. The colors here are particularly bright.

13. ROTTING MOUNDS

Within this cavern is the dank stench of rotting fungus, rising from the strewn parts and pieces of virtually every sort of fungus and mushroom growth imaginable.

If any of the mounds are disturbed, a 5-foot square of yellow mold bursts forth with a cloud of poisonous spores. All within 10 feet of the mold must make a Fortitude save (DC 15) or take 1d6 points of Constitution damage. Another Fortitude save (DC 15) is required 1 minute later — even by those who succeeded on the first save — to avoid taking 2d6 points of Constitution damage. Fire destroys yellow mold, and sunlight renders it dormant.

14. TOMBS OF THE GIANT-KINGS

This large chamber contains six large sarcophagi carved from purple stone.

The lids are heavy (4 in. thick; Hardness 8; hp 60; Break DC 28) and covered with golden hieroglyphs. Each sarcophagus contains a mummified body that is nine foot tall. These are nobles of Elder Stygia and Acheron, crossbreeds between the Giant-Kings who ruled those lands and their human concubines, buried here between three to five millennia ago. Spells protect the sarcophagi; a demonic smoke-serpent is bound to each coffin and manifests if it is disturbed in any way. The tombs contain no treasure.





16. ENTHRONED SKELETON

The ceiling of this place is unusually high, perhaps 70 feet at its peak. In the alcove to the north stands a large throne of carved stone. On the throne sits a ten-foot tall skeleton, grasping a jewel-hilted black axe.

The dead thing glares down from its rocky throne, while the wavering torchlight paints life and animation into the withered skull-face and move the shadows in its sunken sockets like dark, burning eyes.

The flesh on its huge torso has dried, shrunk, and split, and now clings in tatters to naked ribs. The axe it holds is a terrific weapon, made of blackened iron, not copper or bronze as might have been expected from its obvious age. It has seen many battles, for its blade, although still keen, is notched in a score of places.

Sorcery protects this Acheronian giant in death. If the skeleton or its weapon is disturbed, an ancient spell animates the skeleton, and it attacks using the axe. Wielded by the giant, the axe is a one-handed weapon, but a normal human must grasp it with both hands. It is exceptionally keen (the critical hit multiplier is x4).

17. DEAD LABORERS

This cave is similar to area 1. There are 26 slave corpses here.

18. GROTTO OF THE DEMON IDOL

In the shadowy corners of this cavern lie what must be the shattered parts of a great statue.

Closer inspection of the shattered statue reveals that it must have been some sort of horned demon-idol, but its face has been so disfigured by pick-axes and chisels as to make it unrecognizable. Likewise, the arms and feet of the statue have been hewn off, and the torso crushed by hammer-blows.

This was once a finely wrought idol of the demon-god that Xaltana worshipped. The priests of Set who sealed the Witch-Queen in her tomb also destroyed the idol, carried the pieces with them to the Graskaal mountains, and dumped the broken statue here.

19. TRAPPED CORRIDORS

The PCs need to venture down each of the six area 19s in order to gain entry to the Tomb of Xaltana (area 20). At any time the PCs venture into a passage leading to one of these areas, read this:

The end of the passageway is blocked by a pair of purple stone doors, each nine



feet wide and 21 feet tall. From the look of the hinges set into the stone, each of these great doors must be at least one foot thick. On each door are many leering demon visages in bronze. Weird symbols form a crabbed tracery around the border of each great portal.

The gates open outward (4 in. thick; Hardness 8; hp 60; Break DC 28). After the doors are open, read the following text.

Beyond the iron doors is a corridor with walls of white marble. The walls and floor are polished and dust-free. A thick black carpet runs from the entry to an ebony door 40 feet distant, the gleam of silver hinges, studs, and ring apparent even at this distance. The arched ceiling is of black marble shot through with bands of scarlet. A dim purple glow seems to come from the ceiling, giving an eerie light which pervades the entire passageway.

Each of the corridors is trapped with a different trap to keep intruders out (and Xaltana in). The traps are as follows:

A. Well-Camouflaged Pit Trap: Mechanical; location trigger; repair reset; DC 25 Reflex save avoids; 70 feet deep (7d6, fall); multiple targets (first target in each of two adjacent 10-foot squares); Search DC 27; Disable Device DC 18.

B. Grey Lotus Poison Gas: Mechanical; location trigger; repair reset; gas; never miss; onset delay (1 round); poison (grey lotus blossom, DC 22 Fortitude save resists, 2d6 Wis plus Fighting-Madness and attack nearest creature/1d6 Wis); multiple targets (all targets in a 10-foot by 10-foot area); Search DC 25; Disable Device DC 20.

C. Six Scything Blades: Mechanical; touch trigger; manual reset; Atk +16 melee (2d4+8, 20/x4, scythe); Search DC 24; Disable Device DC 19.

D. Fusillade of Poisoned Darts: Mechanical; location trigger; manual reset; Atk +18 ranged (1d4+1 plus poison, dart); poison (concentrated cobra poison, injury, Fort DC 17 negates, damage 2d4 Str/1d4 Str); multiple targets (1d8 darts per target in a 10-foot by 10-foot area); Search DC 25; Disable Device DC 25.

E. Falling Stone Block: Mechanical; location trigger; manual reset; Atk +15 melee (8d6); multiple targets (can strike all characters in two adjacent 10-foot squares); Search DC 20; Disable Device DC 25.

F. Falling Kothic Demon-Fire: Mechanical; location trigger; manual reset; Atk +15 melee (5d8 fire damage plus stun for 1 round, Fortitude DC 20 to avoid stun effect); multiple targets if it misses initial target (can strike all characters in two adjacent specified squares for 2d8 fire damage, Reflex DC 20 to avoid damage); Search DC 20; Disable Device DC 25.

The inner doors are protected by sorcery. Until all the six outer doors are broken down, each inner door is nigh-impervious (2 in. thick; Hardness 20; hp 600; Break DC 60). If all the outer doors are broken down, the inner doors are weakened (2 in. thick; Hardness 10; hp 60; Break DC 28). Note that armor piercing never applies against an object's hardness, that objects are immune to nonlethal damage and to critical hits, and that the minimum damage rule does not apply when striking objects. The DM may also wish to consider weapon degradation or breakage if a weapon is used to strike repeatedly at an object with hardness 8 or more.

Xaltana's chamber is shielded from magical scrying. Neither can scrying spells function from the inside of the tomb, although with the passing of centuries the ancient spells have weakened and Xaltana has recently been able to project

her sensual dream-sendings out of the caverns to ensnare the minds of the unwary.

20. TOMB OF XALTANA

Once one of the inner doors has been breached, read the following.

The room beyond the ebony and silver doors is brightly lit and wondrous to behold. It is a perfect sphere 40 feet in diameter, richly decorated. The upper hemisphere forms a dome of lapis lazuli, as dark as the night sky at the top, as pale as a twilight horizon at the equator. The lower hemisphere is of serpentine, pale green at the equator, deep green at the bottom of the bowl. The sides of the sphere are perfectly smooth, and look as if they cannot be climbed or walked on. Before the door, which opens onto the sphere's equator, is a 3-foot-wide ledge of green serpentine. Five other doors open onto similar ledges symmetrically arranged along the equator of the sphere. A 10-foot-tall decorative openwork screen stands at the edge of each ledge. The screen at the edge of this ledge is carved from rare wood and inlaid with ivory and mother-of-pearl.

Through the openings in its intricate carvings you see a small golden cage on a golden chain, hanging from the center of the dome.

The cage hangs above a bier on which a woman sleeps. The bier is a panel of snowy alabaster resting on a block of rose-colored marble. This sits on broad stone dais rising from the center of the floor. Laid on the dais about the block lie small carpets, and a pair of beautifully fashioned stands hold rare porcelain vessels. At the foot of the marble block is a low table with a crystal bowl filled with a rainbow of gems. At the head of the block is a silver tripod with a small brazier which emits a tiny plume of sweet-smelling smoke. The sleeping maiden is tall; the shapely body clad only in a white silken loincloth and adorned with golden jewelry. Her pale face seems composed. Her lips are bright red and her raven-hued tresses are lustrous. Surrounding here are runes and sigils inlaid in gold — moons, stars, and strange symbols.

The sleeping maid is actually Xaltana, the Witch-Queen of Acheron. She rests here in partial stasis until intruders make their way into this chamber, when she awakes. She is awake and fully aware as soon as the ebony doors open and reveal the chamber, but she remains still until someone actually enters. Xaltana then sits up slowly, passes a hand across her brow as if coming out of a strange coma, and then blinks her eyes open. When she sees the





party, she stands up, smiles sweetly, and welcomes the PCs as her rescuers.

Xaltana seeks to avoid direct physical confrontation. Unless the PCs appear extremely weak, she bargains with them. She calls herself "Natala", claims to have been the high priestess of Anuket (an ancient name for Derketo) in Python, and that she was buried alive by "the jealous snake-priests of Set". She tempts the PCs with wealth, power, bodily pleasures, and perhaps even the secret of immortality, if they just swear fealty to her.

If any of the PCs are foolish enough to swear fealty to Xaltana, they are bound by a magical oath to obey her (no saving throw allowed).

The walls of the tomb reveal the real story of "Natala". If anyone thinks to study the images on the walls, they depict a cruel woman, tall and white-skinned, worshipping demons and drinking blood atop purple pyramids. In the final pictograms, the woman is ambushed by shaven-headed priests, and imprisoned in the mountains of the north. A successful Decipher Script check (DC 25) allows the character to find the name "Xaltana" inscribed on the walls.

If the player characters attack, Xaltana summons one or more insectoid demons (see the new monsters appendix) to protect her. She may also have a secret ally among the PCs if one of them has failed to resist her dream-sendings. The Witch-Queen uses her spells and vampiric domination ability against her opponents.

In a melee situation, the PCs are at a distinct disadvantage. There is no place in the inner tomb for them to stand except on one of the six entry ledges or upon the dais. In the latter case, two characters can stand on either of the long sides, one at either end. The walls of the sphere are very smooth (Climb DC 30). It takes a Balance check (DC 17) to move in the sloped areas (and balancing creatures are considered flat-footed, unless they have 5 or more ranks in Balance). It takes a Jump check (DC 15) to jump from the entry ledges to the dais. This assumes the character has at least 20 feet of running start, otherwise the DC is doubled.

The Treasure: The priests of Set feared that Xaltana's treasures were protected, cursed or tainted by her demonic patron (and perhaps it is), so they deposited it along with her body. The spherical chamber has the following treasure: six folding screens (worth 100 sp each), two carpets (worth 175 sp each), two inlaid stands (worth 200 sp each), four porcelain vessels (worth 150 sp each), one table (worth 80 sp), one crystal bowl (worth 325 sp) filled with gems (four hundred 1-sp, three hundred 5-sp, two hundred 10-sp, one hundred 50-sp, ten 100-sp, and one 500-sp), and one silver tripod and brazier (worth 75 sp) containing five doses of blue devil's flame. Above Xaltana's stone couch hangs a small golden cage fashioned of gold (and inside the cage is a small ruby carved in the shape of an eye; a Knowledge Is Power check [DC 20] will identify it as a magical key of some sort). The gold chain that the cage hangs on is worth 100 sp if intact.

The Marble Block: The alabaster lid to the marble block has been engraved and the runes and glyphs filled with gold. Among these is a tiny hole through the lid. The characters may remove the slab with a Strength check (DC 25). Beneath the lid, the marble is hollowed out to form a cavity 2 feet wide, 4 feet long, and 2 feet deep, on the floor of which lie several pieces of platinum jewelry studded with diamonds and rubies: a tiara (worth 2,700 sp), a necklace (worth 2,000 sp), a bracelet (worth 1,200 sp), earrings (worth 900 sp), and a ring (worth 600 sp). Careful examination of the marble block (Search DC 30) reveals a narrow lip all around the rim of the cavity. The cavity is part of an inner tray that can be lifted out, opening an even larger cavity below. The inner cavity holds six iron-bound tomes, written in ancient Acheronian, containing chronicles from the court of purple-towered Python as well as sorcerous secrets, alchemical recipes, necromantic rites, the truenames of several lesser demons, and so on.





Appendix A: Non-Player Characters

Hyperborean Slaver

Male Hyperborean Soldier 4

Hit Dice: 4d10+4 (30 hp)

Initiative: +7 (+2 Dex, +1 Ref, +4 Improved Initiative)

Speed: 25 ft. (5 squares)

DV (Dodge): 14 (+2 base, +2 Dex)

DV (Parry): 17 (+3 base, +3 Str, +1 Parry)

DR: 6 (scale corselet, steel cap)

Base Attack/Grapple: +4/+7

Attack: War sword +8 melee (1d12+6, 19-20/x2, AP 3) or crossbow +7 ranged (2d6+1, 20/x2, AP 4, range increment 60 ft.)

Full Attack: War sword +8 melee (1d12+6, 19-20/x2, AP 3) or crossbow +7 ranged (2d6+1, 20/x2, AP 4, range increment 60 ft.)

Space/Reach: 5 ft./5 ft.

Special Attacks: Formation Combat (heavy infantry)

Special Qualities: Choose 2 extra class skills, gain +2 competence bonus to extra class skills, wield greatsword as martial weapon instead of exotic weapon, -1 racial penalty to all Diplomacy, Gather Information and verbal-oriented Perform or Bluff checks, +2 racial bonus to Intimidate checks.

Saves: Fort +5, Ref +3, Will +4

Abilities: Str 16, Dex 14, Con 13, Int 12, Wis 12, Cha 10

Skills: Intimidate +9, Ride +9, Search +8.

Feats: Improved Initiative, Parry, Point Blank Shot, Track, Weapon Focus (war sword), Weapon Specialization (war sword).

Languages: Hyperborean, Nemedian, Brythunian, Zamorian.

Possessions: Scale corselet, steel cap, war sword, crossbow, 20 bolts, whip, 27 sp.

Varkaatus, Mercenary Warlord and Chief Slaver

Male Hyperborean Soldier 14

Hit Dice: 10d10+32 (90 hp)

Initiative: +10 (+2 Dex, +4 Ref, +4 Improved Initiative)

Speed: 25 ft. (5 squares)

DV (Dodge): 19 (+7 base, +2 Dex)

DV (Parry): 27 (+10 base, +6 Str, +1 Parry)

DR: 10 (mail shirt and breastplate, visored helm)

Base Attack/Grapple: +14/+20

Attack: Greatsword +22 melee (2d10+13,

17-20/x2, AP 4) or arbalest +16 ranged (2d8, 20/x2, AP 6, range increment 70 ft.)

Full Attack: Greatsword +22/+17/+12

melee (2d10+13, 17-20/x2, AP 4) or arbalest +16 ranged (2d8, 20/x2, AP 6, range increment 70 ft.)

Space/Reach: 5 ft./5 ft.

Special Attacks: Formation Combat (heavy infantry, improved heavy infantry, heavy cavalry), Officer +2.

Special Qualities: Choose 2 extra class skills, gain +2 competence bonus to extra class skills, wield greatsword as martial weapon instead of exotic weapon, -1 racial penalty to all Diplomacy, Gather Information and verbal-oriented Perform or Bluff checks, +2 racial bonus to Intimidate checks.

Saves: Fort +11, Ref +6, Will +8

Abilities: Str 23, Dex 15, Con 15, Int 13, Wis 14, Cha 16

Skills: Intimidate +22, Knowledge (warfare) +18, Ride +19.

Feats: Cleave, Combat Reflexes, Greater Weapon Focus (greatsword), Greater Weapon Specialization (greatsword), Improved Bull Rush, Improved Critical (greatsword), Improved Initiative, Iron Will, Leadership, Menacing Aura, Parry, Power Attack, Reflexive Parry, Steely Gaze, Weapon Focus (greatsword), Weapon Specialization (greatsword).

Languages: Hyperborean, Nemedian, Aquilonian, Brythunian, Corinthian, Zamorian, Kothic, Shemitish.

Possessions: Mail shirt and breastplate, visored helm, greatsword, arbalest, treasure map.

Orthar, Master Torturer and Lieutenant of Varkaatus

Male Cimmerian Barbarian 9

Hit Dice: 9d10+18 (79 hp)

Initiative: +8 (+2 Dex, +6 Ref)

Speed: 30 ft. (6 squares)

DV (Dodge): 18 (+6 base, +2 Dex)

DV (Parry): 18 (+3 base, +5 Str)

DR: 0 (no armor)

Base Attack/Grapple: +9/+18

Attack: Battleaxe +14 melee (1d10+5, 20/x3, AP 4) or unarmed strike +14 melee (1d6+5, 20/x2, AP 0, finesse)

Full Attack: Battleaxe +14/+9 melee (1d10+5, 20/x3, AP 4) or unarmed strike +14/+9 melee (1d6+5, 20/x2, AP 0, finesse)

Space/Reach: 5 ft./5 ft.

Special Attacks: Bite Sword, Crimson Mist, Versatility (no penalty).

Special Qualities: +1 racial bonus to Will saves, +2 racial bonus to Climb checks, +2 circumstance bonus to Hide, Listen, Move Silently, Survival and Spot checks in temperate or cold hills and mountains, -2 racial penalty to all Diplomacy checks and verbal-based Bluff checks, may not worship any god except Crom and may never gain any benefit from worship, Track, Fearless, Endurance, Uncanny Dodge, Mobility, Diehard, Improved Uncanny Dodge, Trap Sense +3.

Saves: Fort +8, Ref +8, Will +5

Abilities: Str 20, Dex 14, Con 14, Int 13, Wis 12, Cha 12

Skills: Bluff +13, Climb +17, Craft (weaponsmith) +13, Intimidate +13, Listen +13.

Feats: Brawl, Combat Reflexes, Crushing Grip, Fighting-Madness, Improved Grapple, Improved Unarmed Strike.

Languages: Cimmerian, Nordheimer, Pictish, Aquilonian, Hyperborean.

Possessions: Trousers, wolfskin cloak, battleaxe, whip, 71 sp.

Villagers of Karavala, Corrupt Mountain Folk

Male and Female Acheronian Barbarian 2/Thief 2

Hit Dice: 2d10 plus 2d8 (24 hp)

Initiative: +9 (+3 Dex, +6 Ref)

Speed: 30 ft. (6 squares)

DV (Dodge): 16 (+2 base, +3 Dex, +1 Light-Footed)

DV (Parry): 14 (+1 base, +3 Str)

DR: 0 (no armor)

Base Attack/Grapple: +3/+6

Attack: Axe +6 melee (1d8+3, 20/x3, AP 1, finesse) or hunting spear +6 ranged (1d8+3, 20/x2, AP 1, range increment 10 ft.)

Full Attack: Axe +6 melee (1d8+3, 20/x3, AP 1, finesse) or hunting spear +6 ranged (1d8+3, 20/x2, AP 1, range increment 10 ft.)

Space/Reach: 5 ft./5 ft.

Special Attacks: +1 racial bonus to all magic attack rolls when using curses, Versatility (-2 penalty), Bite Sword, Crimson Mist, Sneak Attack Style (axe), Sneak Attack +2d6/+2d8 (Light-Footed).

Special Qualities: -1 racial penalty to Diplomacy and Gather Information checks against non-Acheronians, +2 racial bonus to Craft (alchemy), Craft (herbalism) and Knowledge (arcana) checks, -2 racial penalty to saves against Corruption, Track, Fearless, Trapfinding, Eyes of the Cat.

Saves: Fort +3, Ref +9, Will +1

Abilities: Str 16, Dex 16, Con 11, Int 10, Wis 12, Cha 11

Skills: Bluff +5, Climb +8, Craft (herbalism)

+5, Survival +6 (5 ranks, +1 Wis), Hide +8, Move Silently +8, Sleight of Hand +8.

Feats: Fighting-Madness, Light-Footed.

Languages: Acheronean, Brythunian, Hyperborean.

Possessions: Clothing, axe, hunting spear.

Special Note: The villagers have been corrupted by Xaltana's dream-sendings, and they fight fanatically for the lost glory of Acheron. As a result, they can use complex skills and sneak attacks even while under the effects of the Fighting-Madness feat.

Voormi Warrior

Male Voormi Barbarian 3

Hit Dice: 3d10+6 (27 hp)

Initiative: +7 (+0 Dex, +3 Ref, +4 Improved Initiative)

Speed: 40 ft. (8 squares)

DV (Dodge): 12 (+2 base, +0 Dex)

DV (Parry): 16 (+1 base, +4 Str, +1 Parry)

DR: 0 (no armor)

Base Attack/Grapple: +3/+7

Attack: Club +7 melee (1d8+4, 20/x2, AP 1) or claw +7 melee (1d8+4, 20/x2, AP 0)

Full Attack: Club +7 melee (1d8+4, 20/x2, AP 1) and claw +2 melee (1d8+4, 20/x2, AP 0)

Space/Reach: 5 ft./5 ft.

Special Attacks: Claws, Versatility (-2 penalty), Bite Sword, Crimson Mist.

Special Qualities: +2 racial bonus to all Listen, Spot and Survival checks, Illiterate, Ferocity, Track, Fearless, Trap Sense +1, Endurance.

Saves: Fort +5, Ref +3, Will +1

Abilities: Str 18, Dex 10, Con 14, Int 8, Wis 10, Cha 11

Skills: Listen +6, Spot +6, Survival +6.

Feats: Eyes of the Cat (b), Fleet-Footed, Improved Initiative, Parry.

Languages: Voormis.

Possessions: Bone club.

Voormi Chieftain

Male Voormi Barbarian 9

Hit Dice: 9d10+27 (74 hp)

Initiative: +10 (+0 Dex, +6 Ref, +4 Improved Initiative)

Speed: 30 ft. (6 squares)

DV (Dodge): 16 (+6 base, +0 Dex)

DV (Parry): 20 (+3 base, +6 Str, +1 Parry)

DR: 0 (no armor)

Base Attack/Grapple: +9/+15

Attack: War club +16 melee (2d6+9, 20/x2, AP 4) or claw +15 melee (1d8+6, 20/x2, AP 0)

Full Attack: War club +16/+11 melee (2d6+9, 20/x2, AP 4) or claw +15/+15 melee (1d8+6, 20/x2, AP 0)

Space/Reach: 5 ft./5 ft.

Special Attacks: Claws, Bite Sword, Crimson Mist, Versatility (no penalty).

Special Qualities: +2 racial bonus to all



Listen, Spot and Survival checks, Illiterate, Ferocity, Track, Fearless, Endurance, Uncanny Dodge, Mobility, Diehard, Improved Uncanny Dodge, Trap Sense +3.
Saves: Fort +9, Ref +6, Will +4
Abilities: Str 22, Dex 10, Con 16, Int 8, Wis 12, Cha 13
Skills: Listen +13, Spot +13, Survival +13.
Feats: Cleave, Combat Reflexes, Eyes of the Cat (b), Improved Initiative, Parry, Power Attack, Weapon Focus (war club).
Languages: Voormis.

Possessions: Bone war club.

Xaltana, the Witch-Queen of Acheron

Female Acheronian Vampire Noble 1 / Scholar 14

Hit Dice: 10d12+10 (69 hp)
Initiative: +15 (+5 Dex, +4 Ref, +4 Improved Initiative, +2 Lightning Reflexes)
Speed: 30 ft. (6 squares)
DV (Dodge): 21 (+5 base, +5 Dex, +1 Dodge)
DV (Parry): 18 (+5 base, +3 Str)



DR: 6 (vampire)
Base Attack/Grapple: +10/+13
Attack: Arming sword +15 melee (1d10+3, 19-20/x2, AP 2, finesse) or slam +13 melee (1d8+3, 20/x2, AP 0)
Full Attack: Arming sword +15/+10 melee (1d10+3, 19-20/x2, AP 2, finesse) and slam +8 melee (1d8+3, 20/x2, AP 0)
Space/Reach: 5 ft./5 ft.
Special Attacks: +1 racial bonus to all magic attack rolls when using curses; Blood Drain, Children of the Night, Dominate.
Special Qualities: -1 racial penalty to Diplomacy and Gather Information checks against non-Acheronians, +2 racial bonus to Craft (alchemy), Craft (herbalism) and Knowledge (arcana) checks, -2 racial penalty to saves against Corruption, Title, Rank Hath Its Privileges, Wealth, Scholar, Background (pact), Base Power Points, Knowledge Is Power, +4 Power Points, Increased Maximum Power Points (quadruple); Fast Healing (5), Immunity to cold, Undead traits.
Saves: Fort +4, Ref +11, Will +15
Abilities: Str 16, Dex 20, Con 10, Int 14, Wis 14, Cha 24
Skills: Appraise +6, Diplomacy +11, Handle Animal +11, Hide +9, Ride +9, Survival +6; Bluff +24, Concentration +17, Craft (alchemy) +19, Craft (herbalism) +19, Intimidate +24, Knowledge (arcana) +19, Knowledge (religion) +19, Move Silently +22.
Feats: Alertness (b), Carouser, Combat Reflexes (b), Debaucher, Dodge (b), Hexer, Improved Initiative (b), Iron Will (b), Leadership, Lightning Reflexes (b), Opportunistic Sacrifice, Permanent Sorcery, Ritual Sacrifice, Tortured Sacrifice.
Magical Attack Bonus: +14 (+7 base, +7 Cha) (+1 when using curses)
Base/Max Power Points: 10/40
Sorcery Styles and Spells: Curses (Lesser Ill-Fortune, Weapon Curse), Hypnotism (Entrance, Torment, Enslave, Hypnotic Suggestion, Dread Serpent, Ranged Hypnotism), Immortality (Witch's Vigour, Vampire Transformation), Prestidigitation (Conjuring, Deflection, Conjure Item, Telekinesis, Greater Telekinesis), Summoning (Demonic Pact, Summon Demon, Greater Demonic Pact)
Corruption: 10
Languages: Acheronean, Demonic, Old Stygian, Hyperborean, Nemedian (archaic).

Possessions: Silken loincloth, arming sword, demonic talisman (+8 to one roll once per week), two orbs of Acheronian demon-fire, five doses of black lotus powder.

Appendix B: New Monsters

Insectoid Demon

Large Outsider (demon)

Hit Dice: 8d8+44 (94 hp)

Initiative: +9 (+3 Dex, +6 Ref)

Speed: 20 ft. (4 squares), fly 60 ft. (good)

DV (Dodge): 23 (+10 base, +11 natural, +3 Dex, -1 size)

DR: 10 (exoskeleton)

Base Attack/Grapple: +8/+18

Attack: Claw +13 melee (2d4+6 plus wounding, 20/x2, AP 1)

Full Attack: Claw +13/+13 melee (2d4+6 plus wounding, 20/x2, AP 1) and bite +11 melee (2d6+3, 20/x2, AP 1)

Space/Reach: 10 ft./5 ft.

Special Attacks: Blood drain, drone, wounding

Special Qualities: Darkvision (60 ft.), immunity to cold and poison, spider climb

Saves: Fort +12, Ref +9, Will +8

Abilities: Str 22, Dex 17, Con 23, Int 14, Wis 14, Cha 15

Skills: Bluff +10, Climb +17, Concentration +14, Escape Artist +6, Hide +14, Intimidate +15, Listen +21, Move Silently +14, Search +12, Sense Motive +11, Spot +21, Survival +9 (+11 following tracks)

Feats: Cleave, Multiattack, Power Attack

Environment: Any land and underground

Organization: Solitary

Advancement: —

These foul creatures from the Outer Dark resemble large, black flies with skull-like heads, hairy legs and withered wings. They do not speak any languages, but seem to understand the commands of sorcerers and demon lords well enough.

Insectoid demons enter combat and attempt to drone as many of their opponents to sleep as they can. Creatures that resist are attacked with claws and bite. Once the insectoid demon has droned all its opponents to sleep, or they have fled, it feasts on any sleeping creatures, draining their blood.

Blood Drain (Ex): An insectoid demon can drain blood from a living creature by making a successful grapple check. If it pins its foe, it drains blood, dealing 1d4 points of Constitution damage each round the pin is maintained. Once the insectoid demon has drained 4 points, it flies off to digest its meal. The insectoid demon rarely uses this against an awak-

ened foe. It usually saves this attack for opponents it has droned to sleep.

Drone (Su): At all times, the insectoid demon drones and buzzes like a fly. All creatures within a 30-foot radius that hear it must succeed on a Will save (DC 16) or fall into a comatose sleep for 1d4 hours. Sleeping creatures are helpless. Slapping or wounding awakens an affected creature, but normal noise does not. Awakening a creature is a standard action (an application of the aid another action). A creature that successfully saves cannot be affected again by the same insectoid demon's drone for one day. Note that the insectoid demon can drain blood from a sleeping creature without automatically waking it up. In such an event, the sleeping creature receives a new Will save (same DC) each round the stirge demon drains blood. The save DCs are Charisma-based.

Wounding (Ex): An insectoid demon's claw attack deals 1 point of Constitution damage from blood loss when it hits a creature. A critical hit does not multiply the Constitution damage. Creatures immune to critical hits (plants, constructs) are immune to the insectoid demon's wounding ability.

Spider Climb (Ex): Insectoid demons can walk on walls, floors, ceilings, and other such surfaces at their normal movement rate. This is an inherent ability and cannot be dispelled or negated.

Skills: Insectoid demons have a +8 racial bonus on Listen and Spot checks.

Brain-Leech

Small Aberration

Hit Dice: 7d8+14 (45 hp)

Initiative: +11 (+5 Dex, +2 Ref, +4 Improved Initiative)

Speed: 20 ft. (4 squares), fly 30 ft. (good)

DV (Dodge): 22 (+10 base, +6 natural, +5 Dex, +1 size)

DR: 2 (rubbery skin)

Base Attack/Grapple: +5/+12

Attack: Slam +11 melee (1d6+3, 20/x2, AP 1, finesse)

Full Attack: Slam +11 melee (1d6+3, 20/x2, AP 1, finesse)

Space/Reach: 5 ft./5 ft.





Special Attacks: Engulf head, devour brain, acidic secretion
Special Qualities: Blindsight (90 ft.), hibernation, daylight powerlessness
Saves: Fort +4, Ref +7, Will +5
Abilities: Str 16, Dex 20, Con 15, Int 12, Wis 10, Cha 16
Skills: Hide +15, Listen +14, Spot +14
Feats: Flyby Attack, Improved Grapple, Improved Initiative
Environment: Underground
Organization: Solitary, pair, clutch (3-9), swarm (6-15), or horde (20-200)
Advancement: —

This dreaded species of flying vampire-licees is ancient and nameless (although certain sorcerous tomes of Elder Hyperborea mention "the doom of Yoh-Vombis" when describing similar creatures).

A brain-leech attacks by dropping onto its prey and wrapping itself around the opponent's head. Once attached, it penetrates the opponent's cranium (using its acidic secretion to destroy any helmet or other protective headgear, although such gear typically delays the devouring of the victim's brain by one round), and then devours the victim's brain, controlling the victim in the process. Due to its good maneuverability, a brain-leech that misses its initial attack can simply hover around the opponent's head and try to engulf the opponent again.

Engulf Head (Ex): To use this ability, a brain-leech must hit a Large or smaller creature with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it attaches to the opponent's head and can start to devour the opponent's brain. The brain-leech's grapple score includes a +4 racial bonus to grapple checks.

Attacks that hit an engulfing brain-leech deal half their damage to the monster and half to the trapped victim (and any weapons used may be destroyed by the acidic blood of the brain-leech).

Devour Brain (Ex): With a successful grapple check, a brain-leech inserts a small barbed tentacle into the victim's brain. Each round thereafter, the victim suffers 1d4 points of Wisdom damage (but note that the brain-leech can choose to inflict less damage, or none at all, to prolong the life of its victim). When Wisdom reaches zero, the victim's brain is considered completely devoured, and the victim dies.

While the tentacle is attached, the brain-leech can exercise mental control over the victim by issuing telepathic commands. Unless the brain-leech has been

attached to its victim for long periods of time (which is unusual), it can communicate only basic commands, such as "Come here," "Go there," "Fight," and "Stand still." Any subject forced to take actions against its nature receives a Will saving throw (DC 16). The save DC is Charisma-based.

Acidic Secretion (Ex): As a free action, a brain-leech can secrete its acidic "blood" through glands on its rubbery skin, dealing damage to objects or surfaces. The acidic secretion of a brain-leech dissolves organic material and metal quickly, but does not affect stone. The brain-leech's acidic blood deals 15 points of damage per round to wooden or metal objects, but the brain-leech must remain in contact with the object for 1 full round to deal this damage.

Blindsight (Ex): A brain-leech can "see" by emitting high-frequency sounds, inaudible to most other creatures, that allows it to ascertain objects and creatures within 90 feet.

Hibernation (Ex): Brain-licees become dormant if they cannot feed on brains, and lie dormant in hibernation until they sense prey nearby. They can survive indefinitely in this state of hibernation.

Daylight Powerlessness (Ex): Brain-licees are powerless in natural sunlight and flee from it. A brain-leech caught in sunlight cannot attack and can take only a single move action or standard action in a round.

Skills: A brain-leech has a +4 racial bonus on Listen and Spot checks.

Giant Animated Skeleton

Large Undead

Hit Dice: 15d12 (97 hp)

Initiative: +9 (+0 Dex, +5 Ref, +4 Improved Initiative)

Speed: 40 ft. (8 squares)

DV (Dodge): 11 (+10 base, +2 natural, +0 Dex, -1 size)

DV (Parry): 25 (+10 base, +2 natural, +10 Str, -1 size, +4 shield)

DR: 5 (bones)

Base Attack/Grapple: +7/+21

Attack: Battleaxe +16 melee (2d10+10, 20/x4, AP 5) or claw +16 melee (1d8+10, 20/x2, AP 0)

Full Attack: Battleaxe +16/+9 melee (2d10+10, 20/x4, AP 5) or claw +16/+16 melee (1d8+10, 20/x2, AP 0)

Space/Reach: 10 ft./10 ft.

Special Attacks: Aura of despair, awesome blow

Special Qualities: Darkvision (60 ft.), immunity to cold, undead traits

Saves: Fort +5, Ref +5, Will +9

Abilities: Str 31, Dex 11, Con —, Int —, Wis 10, Cha 1

Skills: —

Feats: Improved Initiative (b)

Environment: Any

Organization: Any

Advancement: —

Note: The giant animated skeleton wields a large battleaxe in one hand and holds a shield in the other. In the hands of a Medium-sized warrior the battleaxe should be considered a bardiche. The unique weapon wielded by this monster in this module has a x4 critical damage modifier, which is reflected in the statistics above.

Aura of Despair (Su): When opponents make Terror of the Unknown checks upon seeing the giant animated skeleton, a +4 circumstance modifier is added to the DC of the check, for a total DC of 21.

Awesome Blow (Ex): As a free action, the creature may choose to subtract 4 from its melee attack roll and deliver an awesome blow. If the creature hits a corporeal opponent smaller than itself with an awesome blow, its opponent must succeed on a Reflex save (DC equal to damage dealt) or be knocked flying 10 feet in a direction of the attacking creature's choice and fall prone. The attacking creature can only push the opponent in a straight line, and the opponent may not move closer to the attacking creature that the square it started in. If an obstacle prevents the completion of the opponent's move, the opponent and the obstacle each take 1d6 points of damage, and the opponent stops in the space adjacent to the obstacle.

Cave Worm

Large Vermin

Hit Dice: 8d8+24 (60 hp)

Initiative: +2 (+0 Dex, +2 Ref)

Speed: 10 ft. (2 squares)

DV (Dodge): 15 (+10 base, +6 natural, +0 Dex, -1 size)

DR: 3 (tough skin)

Base Attack/Grapple: +6/+16

Attack: Bite +11 melee (1d10+9)

Full Attack: Bite +11 melee (1d10+9)

Space/Reach: 10 ft./5 ft.

Special Attacks: Improved grab, lethal grapppler, swallow whole

Special Qualities: Cluster, tremorsense (30 ft.), vermin traits

Saves: Fort +9, Ref +2, Will +2

Abilities: Str 22, Dex 10, Con 16, Int —, Wis 10, Cha 2

Skills: Hide +0, Move Silently +4, Listen +8
Feats: —

Environment: Warm swamps or underground springs

Organization: Solitary, tangle (2-5), or den (6-12)

Advancement: 9-12 HD (Large); 13-19 HD (Huge)

Cave worms are related to great carrion worms (also known as carniatases) that normally live in warm swamps. Both types are thought to have evolved from tape-worms or similar intestinal parasites.

A typical cave worm is between 8 and 12 feet long, somewhat over a foot in diameter, and weighs about 500 pounds.

Cave worms stay hidden until prey wanders within reach. The creatures attempt to grapple their opponents, swallowing smaller prey and dragging larger foes into mud or water to drown. The monsters are slow and are outrun easily, but they are incredibly tenacious, and opponents find it horrifyingly difficult to break free once the worms grab hold.

Improved Grab (Ex): To use this ability, a cave worm must hit with a bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Lethal Grappler (Ex): A cave worm grapples normally by clamping onto its foe with its teeth. However, the cave worm will also swallow exposed limbs and even envelope the head of an opponent, given the chance. If the initial attack roll (the one on which the cave worm decided to use its Improved Grab) threatens a critical, the worm swallows a random limb (roll 1d4). If the attack roll scores a critical, the cave worm swallows the foe's head. If an arm is swallowed, the foe loses the weapon- or shield-wielding ability of that hand. A character whose head is swallowed is considered blind and must hold his breath. An opposed grapple check allows the character to pull the worm off of his head or limb, provided that he has at least one free hand.

Swallow Whole (Ex): A cave worm can try to swallow a grabbed opponent of Medium size or smaller by making a successful grapple check. Once inside, the opponent takes 1d6+3 points of acid damage from the cave worm's digestive juices. A swallowed creature can cut its way out using a light slashing or piercing weapon to deal 12 points of damage to the cave worm's digestive tract (DV 13). Once the creature exits, muscular action closes the hole; another swallowed creature must cut its own way out. The digestive tract of a Large cave worm can hold 1 Medium, 2 Small, 4 Tiny, 8 Diminutive, or 16 Fine or smaller opponents.

Cluster (Ex): A cave worm is long, boneless, and extremely flexible. Up to six cave worms can fit into the same 10-foot space,





crawling over, under, and around each other. This same number of the monstrous worms can grapple on Medium-sized opponent simultaneously.

Tremorsense (Ex): A cave worm is eyeless and blind, but it is very sensitive to vibrations, and can detect and pinpoint any creature or object within 30 feet in contact with the ground.

Vermin Traits: A cave worm is immune to all mind-affecting effects.

Skills: A cave worm has a +4 racial bonus on Hide and Move Silently checks made in its native environment. Its extreme sensitivity to vibrations grants the cave worm a +8 racial bonus on Listen checks.

Credits: <http://forums.gleemax.com/showpost.php?p=12976432>

Dire Bat

Large Animal

Hit Dice: 4d8+12 (30 hp)

Initiative: +10 (+6 Dex, +4 Ref)

Speed: 20 ft. (4 squares), fly 40 ft. (good)

DV (Dodge): 20 (+10 base, +5 natural, +6 Dex, -1 size)

DR: 2 (leathery skin)

Base Attack/Grapple: +3/+10

Attack: Bite +8 melee (1d8+4, 20/x2, AP 0, finesse)

Full Attack: Bite +8 melee (1d8+4, 20/x2, AP 0, finesse)

Space/Reach: 10 ft./5 ft.

Special Attacks: Stunning screech

Special Qualities: Blindsense (40 ft.)

Saves: Fort +7, Ref +10, Will +6

Abilities: Str 17, Dex 22, Con 17, Int 2, Wis 14, Cha 6

Skills: Hide +4, Listen +12*, Move Silently +11, Spot +8*

Feats: Flyby Attack, Stealthy

Climate/Terrain: Any underground

Organization: Solitary or colony (5-8)

Advancement: 5-12 HD (Large)

Dire bats swoop down upon unsuspecting prey from above.

Stunning Screech (Ex): A dire bat can blast an ear-splitting screech that affects all within a 20-foot spread. The screech stuns any creature in the area for 1d3 rounds if it fails a Will save (DC 15). Whether or not the save succeeds an affected creature is immune to the same dire bat's screech for one day. The save DC is Constitution-based.

Blindsense (Ex): A dire bat uses echolocation to pinpoint creatures within 40 feet. Opponents still have total concealment against the bat unless it can actually see them.

Skills: Dire bats have a +4 racial bonus on Spot and Listen checks. These bonuses are lost if its blindsense is negated.

New Monstrous Race:

Voormis

Voormis are primitive humanoids that predate the Hyperborean civilization, now driven into remote mountains and dark caverns by humans.

A voormi is covered with shaggy fur and has a dog-like face and hook-shaped nails on its hands and feet. It weighs approximately 80 lbs. and stands only 3 feet tall, but would be nearly 4 feet if it stood fully erect. They have their own language of dog-like barks, growls, and occasional distinct words.

Religion: Voormis worship Tsathoggua.

Racial Features: All of the following are Voormis racial features:

- **+4 Strength, -2 Intelligence:** Voormis are strong, but hampered by low intelligence.
- **+2 racial bonus to all Listen, Spot and Survival checks.** Voormis have excellent senses and know how to get along in the wild with ease.
- **Claws:** Voormis have sharp claws and can use them to make melee attacks dealing 1d8 points of slashing damage. If armed with a manufactured (one-handed) weapon and making a full attack, the voormi can use its claw as a secondary weapon (with the usual -5 penalty for such attacks).
- **Illiterate:** Voormis begin play without the ability to read and write, unless they choose to spend two skill points to become literate.
- **Bonus Feat:** Eyes of the Cat. Voormis are nocturnal and have adapted to a life in dark underground caves.
- **Ferocity:** A voormi is such a tenacious combatant that it continues to fight without penalty even when disabled or dying. This is an extraordinary ability.

Background Skills: Listen, Spot and Survival.

Favoured Class: Barbarian.

Prohibited Classes: Noble, Nomad, Pirate, Soldier, Temptress.

Automatic Languages: Voormi.

Bonus Languages: None.

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