

STARFINDER



ATTACK OF THE SWARM!

ADVENTURE PATH

THE LAST REFUGE

BY MARA LYNN BUTLER



SUSKILLON WHIP

TIER 5

Medium explorer

Speed 12; **Maneuverability** good (turn 1); **Drift** 2

AC 19; **TL** 20

HP 65; **DT** –; **CT** 13

Shields medium 100 (forward 25, port 25, starboard 25, aft 25)

Attack (Forward) light EMP cannon (special; 5 hexes)

Attack (Port) light torpedo launcher (2d8; 20 hexes)

Attack (Starboard) light torpedo launcher (2d8; 20 hexes)

Attack (Turret) light plasma cannon (2d12; 5 hexes)

Power Core Pulse Green (150 PCU); **Drift Engine** Signal Booster; **Systems** advanced long-range sensors, crew quarters (common), mk 1 tetranode computer, mk 4 armor, mk 5 defenses; **Expansion Bays** brig, cargo holds (2), escape pods

Modifiers +1 to any 4 checks per round, +4 Computers (sensors only); **Complement** 5

CREW

Captain Bluff +16 (5 ranks), Diplomacy +11 (5 ranks), gunnery +8 (5th level), Piloting +11 (5 ranks)

Engineer Engineering +16 (5 ranks)

Gunner gunnery +10 (5th level)

Pilot Computers +11 (5 ranks), gunnery +9 (5th level), Piloting +16 (5 ranks)

Science Officer Computers +16 (5 ranks), gunnery +8 (5th level)

A Suskillon Whip is an infiltration ship designed specifically for long-range scouting and surprise attacks. Its speed and cutting-edge sensors allow the Whip to detect threats, often while out of a foe's sensor range, and launch torpedoes before the enemy is aware of a threat, leaving the crack of exploding ordinance as the only evidence of the Whip's presence. Despite these tactics, the Whip model has adequate armor and shielding, befitting a military ship. It can withstand direct conflict with similar vessels, especially those commonly found in the hands of pirates and other interstellar scoundrels.

Like its namesake, the Whip strikes and then quickly retreats, the pilot using stunts—especially slide and flip-and-burn maneuvers—to gain maximum positional advantage. Whip crews focus on disabling targets for boarding, whether by crew of larger ships or by the crew of the Whip itself. Each member of these groups of specialists, often attached to Suskillon special forces, is an expert in their area of operation. However, as military personnel, each is also capable of aiding in combat aboard the Whip.

Whips are often called upon to act ahead of the fleet, spying on enemy forces from long range and avoiding detection. They may also serve as speedy troop transports and extraction vehicles for spec-ops teams. In such cases, a cargo hold is refitted for troop seating (or sleeping, often replacing one or both brig areas) and deployment. In such missions, the Whip uses its scanners, speed, and maneuverability to outwit patrols during insertion and extraction, facilitating surgical strikes.

STARFINDER

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STARSHIP: SUSKILLON WHIP INSIDE COVERS

This book refers to several other Starfinder products using the following abbreviations, yet these additional supplements are not required to make use of this book. Readers interested in references to Starfinder hardcovers can find the complete rules of these books available online for free at stfrd.info.

Armory

AR

Pact Worlds

PW



ON THE COVER

Artist Setiawan Fajareka gives us a glimpse of the smirking Sister Spark, the leader of the Reckoners, a fifth column organization fomenting dangerous dissent in New Grakka.



ATTACK OF THE SWARM!

ADVENTURE PATH

THE LAST REFUGE

PART 1: ALONE IN THE DARK

After evacuating Suskillon, the heroes make their way to a nearby colony world, only to find hidden dangers aboard their commandeered vessel. As they deal with stowaway creatures, some of their civilian passengers question their ability to maintain the ship.

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ADVANCEMENT TRACK

"The Last Refuge" is designed for four characters.

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The PCs begin this adventure at 3rd level.

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The PCs should reach 4th level before taking on the Reckoners.

5

The PCs should be 5th level by the end of the adventure.

PART 2: CITY IN FLAMES

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The heroes assist the panicked city of New Grakka on the planet Utraneus in preparation for the Swarm's assault. The PCs learn the Swarm's psychic influence has warped the minds of a group calling themselves the Reckoners.

PART 3: A DEEPER LEVEL

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After dealing with the Reckoners, the heroes learn that caverns beneath the city may be able to shelter civilians if the colony is attacked. While clearing the caves, they find themselves on a sacred pilgrimage reenacting the shirrens' flight from the Swarm.

ADVENTURE BACKGROUND

Due to the mysterious period of lost time known as the Gap, the galaxy changed in many ways. Some civilizations fought devastating wars with one another, believing their lack of memories to be enemy action, while some species took this opportunity to break free from what they once might have been, completely changing how they acted and thought. The shirrens—a genetic offshoot of the monstrous Swarm—came into being during the Gap. Taking advantage of the confusion sown at the Gap's end to flee from their cousins and former masters, the shirrens set out to make lives for themselves outside of the Swarm's mindless destruction.

The shirrens took to the stars in their exodus, eventually developing their own Drift engines after Triune gifted the technology to the galaxy. Some events from this flight have become shrouded in myth, such as the dramatic moment when the Swarm nearly caught the voyagers as they launched their final test of their Drift engine. During a desperate stop at a comet to gather much-needed fuel, the shirrens were visited by a vision of the goddess Hylax, who was once worshipped by the species that became the Swarm. She aided the shirrens in resisting the psychic pull of the Swarm hive mind in exchange for their devotion, which the desperate shirrens happily gave. While some shirrens remained on the comet to build a sacred site dedicated to the Forever Queen, the majority continued their journey, taking the worship of Hylax with them. Some time later, the shirrens entered the Suskillon system and found a place to fit in.

A population of shirrens mingled with the humans on the planet Suskillon, eventually becoming a large portion of the populace. At the same time, a handful of devout worshippers of Hylax landed on the nearby planet of Utraneus. Seeing that it held no sapient life, these shirrens thought it could become a new home for the shirren species. They attempted to build a shrine to Hylax, only to realize the constant erosion caused by the planet's active tides rendered much of the landmasses unstable. The partially constructed shrine fell into a sinkhole, but the determined shirrens turned the surrounding chambers and tunnels into a ritual procession that mimicked their exodus up to that point. The Caves of Pilgrimage, as they were called, were used for only a few years before further collapses made them difficult to maintain. The shirrens sealed up the entrance to the caves, though they placed a psychic marker on the surface recognizable to sensitive creatures. They then left Utraneus to join the shirrens who had formed their own colony in the distant Chuuva system, leaving their fellow shirrens on Suskillon ignorant of the shrine.

Almost 2 centuries later, engineers and explorers from Suskillon established a colony on Utraneus, building the city of New Grakka above the Caves of Pilgrimage. Religious shirren pioneers were drawn to the psychic marker and established the House of Friendship, a church dedicated to Hylax, on top of the caverns' former entrance. Psychically attuned congregants have occasionally been drawn to the House of Friendship's lower level over the decades, but no one has rediscovered the Caves of Pilgrimage.

Earlier this year—319 AG—a subcolony of the Swarm invaded the Suskillon system, intent on learning more about the shirrens' independence and its connection to Hylax's godly powers. The Swarm has completely taken over the planet Suskillon, and the citizens of that world who survived the attack have fled to Utraneus. Many of the refugees have been transported to the metropolis of New Grakka, whose resources are being strained to the breaking point. To make matters worse, a fanatical movement of individuals who believe the Suskillon system deserves to be consumed by the Swarm has risen in the city, causing havoc for the desperate, law-abiding citizens. At this rate, Utraneus may fall to its own people before the Swarm ever arrives!

PART 1:
ALONE IN THE DARK

At the end of the previous adventure, "Fate of the Fifth," the PCs commandeered the *Terminus Wild*, an abandoned luxury yacht, to escape from Suskillon as it was being overrun by Swarm forces. According to their withdrawal orders, they should have set course for the system's other main population center on Utraneus, bringing with them the civilian refugees they rescued from the spaceport. Setting a course to Utraneus requires a successful DC 15 Piloting check. Using conventional thrusters, this trip will take 1d6+2 days, but if the pilot fails the Piloting check by 10 or more, it takes an additional day to reach Utraneus. Unfortunately, due to a trio of mischievous stowaways, dangerous unmarked cargo, and a malcontent civilian, the journey from Suskillon to Utraneus is anything but quiet.

Once the PCs have plotted a course to Utraneus and determined the length of their trip, they can begin to look around the *Terminus Wild*. A full map of the starship's interior can be found on the inside back cover of *Starfinder Adventure Path #19: Fate of the Fifth*, but maps of any areas in which combats might occur are reprinted on page 5; the *Terminus Wild*'s statistics are reprinted on page 4 for convenience.

The PCs likely rescued about nine evacuees, including the shirren priest Xelonan, human councilwoman Kilor Gishi, human scientist Zantos Loachwurt, and of course, any

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ZANTOS LOACHWURT

Zantos is a middle-aged human man of moderate stature and thinning, dark hair. Before the Swarm invasion, he was a member of the Bronze Bream Research Consortium, a private think tank. He is an expert in biotechnology, and in the weeks following the Battle at Stone Sea, Bronze Bream focused its studies on the Swarm's adaptive genetics in the hopes of engineering some form of defense. Zantos soon became one of Suskillon's foremost experts on Swarm physiology, but this knowledge did him little good when the Swarm attacked Brinnoa in force. The PCs had a run-in with Zantos at Fort Gallant, where he attempted to incite violence between the civilian refugees and SDF soldiers. He was slightly humbled when he believed he was going to be left to die on Suskillon, but now that he is in a safer position aboard the *Terminus Wild*, he tries to reassert his authority. Zantos distrusts the military and believes he is smarter than the PCs. As the player characters deal with the problems aboard the vessel, Zantos is always nearby, providing unhelpful commentary and criticism at every turn (as noted at the end of each event). At other times, he foments unrest with the evacuees, undermining the PCs' authority. This culminates in an attempted takeover of the ship during **Event 4**. Zantos's statistics are presented on page 10.

other Suskillon citizens the PCs rescued in your campaign. The *Terminus Wild* is a ship built for comfort, with quarters for a four-person crew (including a captain's quarters) and two luxurious guest quarters. In a pinch, the ship's observation deck, with its comfortable chairs and long lounging couch, can be easily converted into a makeshift sleeping area. As the *Terminus Wild* leaves Suskillon's orbit, most of the evacuees can be found on the observation deck, decompressing from their harrowing escape, but as the journey progresses, specific NPCs can be located wherever you need them. With the exception of Zantos Loachwurt, the evacuees stay out of the PCs' way, generally avoiding the engineering deck and the cargo hold.

Though thankful to still be alive, the evacuees are in low spirits, having just seen their home world fully invaded by the relentless Swarm. They tend to give brief, morose answers even when asked questions directly, and the PCs must provide strong motivation to convince them to aid with tasks around the ship (though few of them have the skills to be able to do so). Some of the NPCs might be a little banged up from the escape from Suskillon, and if any of them were injured in the fight in the spaceport hangar, they require medical assistance. Zantos Loachwurt is able to provide basic treatment to any wounded if none of the

PCs can, but he loudly implies the PCs' poor decisions led to these injuries as he does so.

Luckily, the *Terminus Wild*'s galley has enough food in its cabinets to feed all of the PCs and the evacuees, even if the journey takes the maximum amount of time. These rations are mostly basic R2Es intended for the ship's original crew. However, the galley also holds a few exotic spices, as well as some strange dried fruits and vegetables. If no PC thinks to do so, Xelonan finds the PCs and asks if he can take on the responsibility of preparing meals for everyone within a few hours after the commandeered vessel leaves orbit. Using the additional supplies, the shirren priest (or a PC who has at least one skill rank in Life Science or Profession [chef]) is able to make the rations a little more interesting to eat, ensuring that the evacuees don't fall into total despair.

The *Terminus Wild*'s HAC is programmed with several scenarios, ranging from romantic, windswept beaches to simulated shoot-outs with faceless enemies. Unless the PCs restrict the NPCs from relaxing or blowing off steam in the HAC for some reason, it sees a fair amount of use.

TERMINUS WILD

TIER 3

Flux Industries Observation Ketch

Medium transport

Speed 6; Maneuverability average (turn 2)

AC 13; TL 13

HP 70; DT -; CT 14

Shields basic 40 (forward 10, port 10, starboard 10, aft 10)

Attack (Forward) gyrolaser (1d8; 5 hexes), twin laser (5d8; 20 hexes)

Attack (Aft) light plasma torpedo launcher (3d8; 20 hexes)

Attack (Turret) laser net (2d6; 5 hexes)

Power Core Arcus Heavy (130 PCU); **Drift Engine** none;

Systems basic mid-range sensors, crew quarters

(common), mk 2 duonode computer, mk 3 armor, mk 3 defenses; **Expansion Bays** cargo hold, escape pods, guest quarters (2, luxurious), recreation suite (HAC)

Modifiers +2 to any 2 checks per round, +2 Computers (sensors only), +1 Piloting; **Complement** 1-6

EVENT 1: DAMAGE CONTROL (CR 4)

Once the PCs have escaped from the Swarm starships at the end of the last adventure and set their course to Utraneus, they will probably want to take stock of any damage done to the *Terminus Wild*, as well as the ship's general layout and stores. The computer consoles on the bridge are the most likely place to get this information, though the PCs first have to contend with the dangerous "trap" there (see Trap on page 5).

If the *Terminus Wild* took any critical damage effects during the fight with the Swarm fleetfuries at the end of "Fate of the Fifth," the PCs quickly discover that this damage is worse than expected. If at least two of the starship's systems are glitching, they find that two of them (chosen randomly) are actually malfunctioning. If only one



starship system is glitching, that system has degraded to malfunctioning and another system (chosen randomly) is now glitching. If the *Terminus Wild* didn't take any critical damage effects, the bridge's computer consoles inform the PCs that two systems (chosen randomly) are now glitching.

Unknown to the PCs, a trio of ship glitch gremlins (*Starfinder Alien Archive 2* 69) snuck aboard the *Terminus Wild* at the end of the starship combat with the Swarm fleetfuries. These malicious sprites have no goals beyond disrupting technology and causing chaos. Due to their influence, the critical damage effects onboard the *Terminus Wild* have been amplified and are more difficult to repair. Until they make their presence fully known in **Event 3**, the gremlins scuttle around in the starship's ventilation ducts, occasionally making use of their *dancing lights* and *ghost sound* spell-like abilities to create mysterious annoyances while the PCs try to repair their handiwork. These odd changes in lighting and strange sounds also make the refugees a bit uneasy—a fact that Zantos Loachwurt is quick to point out (see Zantos Loachwurt Response on page 6).

Trap: In addition to causing systems to malfunction, the ship glitch gremlins have rerouted a dangerous amount of electricity into one of the computer consoles on the bridge, causing it to explode the next time it is used. The exact

console that explodes is up to you, and you can randomly determine which of the PCs is caught in this trap the next time they use one of the ship's computers.

EXPLODING CONSOLE TRAP CR 4

XP 1,200

Type technological; **Perception** DC 26; **Disable** Engineering DC 21 (repair malfunctioning system)

Trigger touch; **Reset** none

Effect electric explosion (5d6 E & F); DC 15 Reflex half; multiple targets (all targets within 20-ft. radius)

Development: It normally takes 10 minutes and a successful Engineering check to remove a critical damage effect from a starship system. The DC of the check depends on the severity of the condition (DC 15 for glitching, DC 20 for malfunctioning, and DC 25 for wrecked). However, due to the ship glitch gremlins' influence, each attempt to repair a system takes twice as long, and the PC attempting the Engineering check takes a -2 penalty. Only one PC can use the aid another action to assist the main engineer. If the *Terminus Wild* took Hull Point damage from the fight with the Swarm fleetfuries, the PCs won't be able to repair it until they reach Utraneus (and the SDF will take care of it at that point anyway).

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While the PCs are distracted with repairs, one of the ship glitch gremlins tampers with the navigation computer. After about an hour of work repairing the ship's systems, the PC who took on the starship combat role of pilot should attempt a DC 20 Perception check or DC 17 Piloting check. If they succeed, they notice that the *Terminus Wild* appears to be deviating slightly from the set course before too much time has passed and can quickly correct the error. If they fail, nearly an entire day passes before they spot the ship's change of direction; the pilot must then succeed at an additional DC 15 Piloting course to replot the course, and an extra day is added to the travel time. A PC who is curious about this anomaly can attempt a DC 20 Computers check while examining the ship's logs. On a success, they spot technical meddling from an unknown source.

A cautious PC can place temporary lockouts on the navigation computer by attempting a Computers check. The result of this check is the DC for a Computers check one of the ship glitch gremlins attempts every morning of the journey until they are dealt with in **Event 3**. If no precautions are made, the gremlin automatically succeeds at altering the ship's course every day. In this case, the ship's pilot should attempt the same checks listed above to notice the altered course and again adjust the trajectory, adding a day to the journey each time they fail to notice the damage.

When the PCs have successfully repaired two of the damaged ship systems, the ship's computer alerts them that another system (chosen randomly from the systems that have yet to experience a critical damage effect) is suddenly glitching—yet more interference from the gremlins. When the PCs go to repair it, they find minor damage, such as fraying wires, shorted circuits, and so forth. A PC who succeeds at a DC 20 Engineering check while examining the damage can tell that it is deliberate sabotage instead of usual wear and tear or the result of combat. However, none of the evacuees, even Zantos Loachwurt, has any idea of the cause of this sabotage when questioned.

The PCs have a chance to connect the eerie lights and sounds that seem to plague them as they work to the constant disrepair of the ship's systems. A PC who succeeds at a DC 20 Mysticism check can recognize the occurrences as the *dancing lights* and *ghost sound* spell-like abilities. If the result of the check exceeds the DC by 5 or more, that PC also recalls tales similar to their own predicament of starships afflicted with glitch gremlins, malicious fey creatures that exist to wreak havoc on technological systems.

After the PCs repair the final glitching system, the ship glitch gremlins quiet down a bit, only attempting to change the *Terminus Wild*'s course every day as noted above. Instead of causing lots of additional minor problems, they pool their efforts to attempt to wreck the vessel's power core, which occurs in **Event 3**.

Zantos Loachwurt Response: At some point while the PCs are repairing the *Terminus Wild*'s systems and searching

for the cause of the troubles, Zantos approaches them to complain. "The lights are flickering on and off on the observation deck. It is simply maddening. Can you please do something about them? Some of the less scientific-minded evacuees are making noises about the ship being haunted, but I think poor maintenance is the problem." If the PCs head to the observation deck to examine the lighting there, it has returned to normal, which causes Zantos to become flustered. He storms off to read a datapad he found in one of the guest quarters.

EVENT 2: FREIGHT FRIGHT (CR 4)

This event occurs the first time the PCs search the cargo hold for any usable supplies. Alternatively, one of the evacuees could have stumbled upon the assembly oozes' containment crates (see *Creatures* below) while poking around during the second day of the journey and runs to alert the PCs. Use the map on page 5 for this event.

A PC who succeeds at a DC 20 Perception check when entering the cargo bay notices that the crates in the forward corner opposite the stairs leading down have been smashed open. Random parts of firearms, broken batteries, and shards of a translucent, glass-like material are strewn across the floor in front of those crates. If the result of the check exceeds the DC by 5 or more, that PC can tell that the crates were broken open from the inside. The *Terminus Wild*'s computer has no record of the ship's cargo, as the previous owner, smuggler Gar Malgero, regularly wiped the manifest.

Creatures: Gar Malgero transported all sorts of strange contraband—including creatures—from across the galaxy to Suskillon. His last trip occurred before the Swarm invasion, in which he procured two assembly oozes with the plan to sell them to his more technologically minded allies as a way to create untraceable equipment. The assembly oozes were stored in the cargo hold in containment crates which weren't fully secured. As the ship jostled during takeoff and the subsequent battle in orbit, the crates' internal mechanisms cracked, flooding the interiors with radiation and allowing the oozes to escape. The now-radioactive oozes immediately set about consuming the small amount of other electronic cargo left aboard the *Terminus Wild*, and now one of them has enough virtual UPBs to undergo mitosis. If the PCs don't quickly deal with this particular threat, they will have to face three assembly oozes.

Though the transparent aluminum fronts of the containment crates are broken, the rest of the containers are in good working order. By placing a piece of technological gear of no more than 5 bulk into a containment crate, the PCs can lure the one still-hungry assembly ooze into the container (as long as no one attacks that assembly ooze). As the ooze is disassembling the item, a PC can attempt a DC 22 Engineering check as a full action to rig a temporary force field using a fully charged battery while standing adjacent to the crate. The ooze stays inside the crate for only 1 round

unless the PCs toss it another piece of technological gear. The other ooze is holding its maximum number of virtual UPBs and can't disassemble anything else, so it can't be lured by any gear.

RADIOACTIVE ASSEMBLY OOZES (2) CR 2

XP 600 each

Variant assembly ooze (*Starfinder Alien Archive 16*)

N Medium ooze (technological)

Init +4; **Senses** blindsight (vibration) 60 ft., sightless;

Perception +7

Aura radiation (10 ft., DC 13)

DEFENSE

EAC 13; **KAC** 14

HP 22 EACH

Fort +3; **Ref** -1; **Will** +3

Immunities ooze immunities, radiation

Weaknesses vulnerable to electricity

OFFENSE

Melee pseudopod +8 (1d4+4 B & F)

Space 5 ft.; **Reach** 5 ft. (10 ft. with pseudopod)

Offensive Abilities disassemble

TACTICS

During Combat The ooze targets PCs with an abundance of technological items or those with technological elements in their anatomy, such as androids, mechanics with exocortexes, or people with cybernetic augmentations.

Morale The ooze are mindless and fight until they are destroyed.

STATISTICS

Str +2; **Dex** +1; **Con** +4; **Int** -; **Wis** +0; **Cha** +0

Skills Athletics +12, Stealth +12

Languages Common (can't speak any language)

Other Abilities assemble, compression, mindless

SPECIAL ABILITIES

Aura of Radiation (Ex) These assembly ooze have absorbed large levels of radiation, making them dangerous to be near. A radioactive assembly ooze emanates medium radiation out to 5 feet and low radiation for an additional 5 feet.

Treasure: If the PCs examine the gooey remains of the sated ooze and succeed at a DC 20 Engineering check, they can salvage 400 UPBs from it. In addition, a PC who succeeds at a DC 18 Perception check discovers the one crate the assembly ooze didn't get to. It contains a suit of graphite carbon skin armor and a stalker assassin rifle (*Starfinder Armory 24*) broken down into its component pieces. They also find a stash labeled "emergency medical supplies" that consists of various recreational drugs worth 1,000

credits; the PCs receive this amount as a reward if they turn the drugs over to the authorities when they reach Utraneus.

Development: If the PCs can trap at least one assembly ooze, they can reprogram it using the containment crate's interface with a successful DC 21 Computers check. If they do so, they can have it produce small components, granting a +2 circumstance bonus to Engineering checks to repair ship systems until they reach Utraneus.

Zantos Loachwurt Response: Zantos either hears about what's in the cargo hold from another evacuee or slips into the cargo hold just as the PCs finish fighting or containing the threat. He storms up to the PCs, shouting, "You found WHAT in the cargo hold?! Didn't you check the ship before you dragged us aboard!?" If rebuked, the scientist heads to the observation deck to complain loudly to the other passengers.

EVENT 3: GLITCH HUNT (CR 4 AND CR 4)

This event occurs midway through the journey between Suskillon and Utraneus, preferably in the middle of the night and at any point after **Event 1**, interrupting the PCs' 8 hours of rest. The ship glitch gremlins that hitched a ride on the *Terminus Wild* as it left orbit have been causing havoc

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throughout the vessel (see **Event 1**), and after constant tinkering, they've figured out how to completely disable the ship's power core. When you are ready to begin this event, read or paraphrase the following.

A klaxon suddenly blares through the *Terminus Wild*'s corridors. The vessel's usual motion-activated lights fail to respond, with the only illumination coming from red emergency lighting along the floors and ceiling. The siren cuts off as quickly as it began, the ensuing silence broken by a burst of malicious, chittering laughter coming over the ship's internal comm system.

The ship glitch gremlins have caused the ship's power core to gain the wrecked critical damage effect, and the *Terminus Wild* is limited to emergency backup power until it is fixed. While such a catastrophe might spell disaster during starship combat, the PCs and the evacuees are in no danger of dying unless the party ignores this problem for the entire time the emergency power will last.

The PCs are awoken by the klaxon. Computer displays on the bridge immediately inform them of the wrecked power core, but it can be fixed only from the engineering deck. A savvy PC might guess the problem and head directly to the engineering deck, bypassing the bridge. A PC who succeeds at a DC 22 Perception check realizes the laughing being broadcast over the ship's intercom doesn't belong to any of the evacuees; in fact, it sounds strange and otherworldly.

Use the map on page 5 when the PCs reach the engineering deck. The emergency lighting provides only dim light.

Creatures: By the time this event occurs, the ship glitch gremlins are very familiar with the *Terminus Wild*'s systems. They are delighted to finally be able to wreck the ship's power core but realize that such an occurrence will definitely bring the crew running. They are prepared to defend their sabotage and attempt to hide near the ceiling of the engineering deck to ambush any who enter the area. One of the gremlins has tapped into the ship's internal communications and occasionally uses it to broadcast taunts at the PCs that echo throughout the vessel.

SHIP GLITCH GREMLINS (3)

CR 1

XP 400 each

HP 14 each (*Starfinder Alien Archive* 269)

TACTICS

Before Combat One gremlin casts *grease* on the staircase leading up to the cargo hold, while another has cast *hold portal* on the forward door.

During Combat The gremlins try to stay out of melee range while attacking with their *energy ray* and *overheat* spells. They also try to use the machinery and conduits that run along the walls and ceiling of the engineering deck as cover to increase the chance attacks will miss

them and activate their aura of disaster ability. Each time a missed attack damages a starship system, the gremlins cackle madly.

Morale If at least two of the gremlins are reduced to 5 or fewer HP, the gremlins attempt to escape the *Terminus Wild* by crawling through the vessel's ventilation ducts to reach the nearest airlock (probably the one aft of the cargo hold). They cycle the airlock to flee into space, regardless of whether any other creatures are also in the airlock.

Trap: Not content to simply wreck the *Terminus Wild*'s power core, the ship glitch gremlins left behind a little surprise for anyone who attempts to repair the system. When a PC approaches the power core with an intent to repair it, a series of runes emerge from the apparatus and swirls around the engineering deck, attempting to place a glitch curse on the technological and hybrid items there. A creature using a glitch-cursed item takes a -2 penalty to attack rolls (if it's a weapon), AC (if it's a suit of armor), or skill checks (if the item is involved in attempting the skill check). This curse remains until removed by *remove affliction* or similar magic or with a successful DC 26 *Mysticism* check as part of a 30-minute ritual that requires the expenditure of 10 credits' worth of occult paraphernalia for each item.

CR 4

GLITCH CURSE TRAP

XP 1,200

Type magic; **Perception** DC 26; **Disable** *Mysticism* DC 21 (dispel curse)

Trigger touch (power core); **Reset** 1 minute

Effect curse (hybrid and technological items become glitch-cursed; this is a curse effect); Will DC 15 negates (items of 5th level or above only; lower-level items receive no save); multiple targets (all hybrid and technological items carried by all creatures within 10 feet of the power core)

Treasure: One of the gremlins acquired a *mk 1 ring of resistance* from one of the previous starships it terrorized and was wearing it as an anklet. The PCs can retrieve the ring from a gremlin's corpse; if all the gremlins fled, it was dropped on the floor, where a PC can find it with a successful DC 20 Perception check.

Development: With the ship glitch gremlins defeated, the extended time required to remove a critical damage effect on a system and the penalty to the required Engineering check no longer hamper the PCs. After dealing with the trap, the PCs can repair the wrecked power core and get the *Terminus Wild* moving again with 10 minutes of work and a successful DC 25 Engineering check. Up to two PCs can use the aid another action to provide assistance to the main engineer.

Zantos Loachwurt Response: Zantos is drawn to the engineering deck by the gremlin's cackling and taunting.

He stands near the top of the stairwell from the cargo hold during the fight, peering down and commenting on the PCs' failures. Every time the gremlins' auras cause the PCs to further damage the starship, Zantos cries out, "Stop shooting our own ship! How incompetent are you?!" When the fight is over, Zantos huffs, "I assume you have a plan to fix the ship? I don't want to have escaped the Swarm only to die out here in space."

EVENT 4: MUTINY (CR 3)

Zantos Loachwurt has gone out of his way to irritate the PCs since the Suskillon evacuation. Details of the scientist's background can be found in the sidebar on page 4. He believes he knows more about the Swarm than anyone else, especially the PCs, whom he sees as a handful of paramilitary toughs. He was accustomed to commanding authority, resents being reduced to a passenger, and consistently challenges the PCs' decisions and actions. He has been spreading this dissent to the other passengers throughout the journey, and Xelonan's attempts to keep the peace have had only limited effect. Before the *Terminus Wild* reaches Utraneus, Zantos gathers the evacuees together in an effort to wrest control of the ship from the PCs. This event should occur at any point after the previous three, approximately 1 day before the end of the trip and once the PCs feel like they have the ship under control.

The PCs might get fed up with Zantos before he forces this confrontation. If they decide to separate him from the other refugees or put him under house arrest in one of the guest quarters, Zantos loudly protests, claiming the PCs have no right to imprison him. The other refugees accept this as necessary if a PC succeeds at a DC 26 Diplomacy check or a DC 22 Bluff or Intimidate check, but doing so only gives Zantos more ammunition in his bid to take over. In this case, he convinces one of the other passengers to let him out for this event, and he gains a +2 circumstance bonus to all his checks. The same occurs if the PCs take more drastic measures to contain Zantos, such as attempting to sedate him, change his mind with spells, or physically restrain him with ropes or cables.

Creature: Zantos Loachwurt uses the ship's internal comm system to ask the PCs to meet with the rest of the evacuees on the observation deck. When the PCs arrive, the majority of the NPCs look downcast, and they refuse to make eye contact with the PCs. Xelonan shrugs apologetically, and before he can say anything, Zantos turns to face the party.

Zantos Loachwurt stands in front of the other evacuees, his chest puffed up in a show of defiance. "I suppose you're wondering why I've called you here. Your assistance so far is greatly appreciated, but you must realize that the military phase of this operation ended once the Swarm broke off pursuit. In fact, half the problems we've had since we left orbit seem to be your fault. You didn't even

UNDER PRESSURE

Throughout the journey, several of the refugees seem especially anxious. A PC who succeeds at a DC 20 Sense Motive check to assess the NPCs' mental states can tell they are experiencing the aftereffects of extreme stress caused by the evacuation. If a PC with the limited telepathy racial trait or the mindlink class feature succeeds at the same Sense Motive check, however, they learn that some of these refugees are marginally psychically sensitive, and the proximity of the Swarm's hive mind has left them in a state of dread. Zantos himself shows no such sensitivity or susceptibility to this effect—but he does try to exploit it, using their fear to justify his attempt to take over.

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check the ship for monsters before shoving us aboard. And the repairs would have been much faster if we'd been consulted from the beginning. Many of us have valuable skills and experience, and we could be doing more than sitting on our hands. It's past time we had some say on the operation of this ship." The other passengers half-heartedly mumble assent.

It should be clear to the PCs that Zantos has bullied the other evacuees into supporting him. However, the scientist refuses to let this issue go until the PCs talk him down, one way or another. To do so, the PC who has taken on the role of the *Terminus Wild*'s captain (or the PC who has spoken the most on behalf of the crew) must succeed at the majority of three opposed skill checks against Zantos. The other PCs can aid the captain as noted below.

For each of the three opposed checks, Zantos attempts a Diplomacy check to sway the evacuees to his side. Each time he does so, he mentions some error the PCs have committed during the trip in order to discredit them. For instance, if any of the PCs' attacks damaged the starship's systems during the fight with the glitch gremlins, Zantos describes how their actions harmed the group's chances of getting to Utraneus. Including these comments grants Zantos a +4 circumstance bonus to his Diplomacy checks, but only if the PCs made enough errors for him to include. If the PCs managed to repair the ship and defeat the creatures without any obvious errors, Zantos's arguments against the PCs are more generic, focusing mainly on his view of their treatment of him; he gains no bonuses in such a case.

The captain can attempt either a Bluff, Diplomacy, or Intimidate check to oppose each of Zantos's Diplomacy checks. Deceiving Zantos and the others by posing a persistent danger that requires the PCs to remain in charge (or a similar tactic) requires a Bluff check. Speaking in reasoned, measured tones about compromise and



remaining calm in anxious times requires a Diplomacy check. Shouting down Zantos's objections and browbeating the other evacuees into doing what the PCs say requires an Intimidate check. The captain can change tactics with each check. If the PCs agree to allow Zantos to weigh in on any further decisions made aboard the ship, the captain gains a +2 circumstance bonus to either one Bluff check or one Diplomacy check (depending on whether they are lying about their offer or not). If the captain succeeds at an Intimidate check, they receive a cumulative +1 circumstance bonus to subsequent Intimidate checks during this event, but a failure on an Intimidate check results in a cumulative -1 penalty to subsequent Intimidate checks.

For each check the captain attempts, the other PCs can chime in with something they did during the journey that

was particularly noteworthy (such as rolling higher than 30 on a skill check or scoring a critical hit on a creature) to grant the captain a cumulative +2 circumstance bonus to that check; each accomplishment can be used to grant a bonus only once. Alternatively, up to three other PCs can use the aid another action with the same skill to assist each of the captain's checks.

If the PCs attack Zantos, he briefly defends himself but then quickly surrenders. The other evacuees are shocked by such a show of violence, and they clearly lose all trust in the PCs for the remainder of the trip. Xelonan heals anyone who was hurt and makes his disappointment in the PCs clear.

CR 3

ZANTOS LOACHWURT

XP 800

Male human

N Medium humanoid (human)

Init +1; Perception +9

DEFENSE

HP 33

EAC 14; KAC 15

Fort +2; Ref +4; Will +6

OFFENSE

Speed 30 ft.

Melee survival knife +7 (1d4+2 S)

TACTICS

Before Combat While argumentative, Zantos does not

initiate combat and backs down if physically challenged. If threatened with the use of force, he cites the PCs' duty as military to protect civilians.

During Combat Zantos fights only to defend himself, seeking cover and taking the total defense action. He swings wildly with his knife if cornered.

Morale Zantos surrenders immediately if struck with an advanced melee or ranged weapon. This doesn't stop the scientist from haranguing the PCs until they argue him down, especially if he senses even one other refugee is sympathetic to him.

STATISTICS

Str -1; Dex +1; Con +0; Int +4; Wis +0; Cha +2

Skills Bluff +9, Computers +9, Diplomacy +14, Life Science +14, Medicine +14, Physical Science +9

Feats Dive for Cover, Medical Expert

Languages Common, Lashunta, Shirren

Development: If Zantos succeeds at least two of the three opposed checks (or the PCs immediately acquiesce to his requests without attempting any opposed checks), he demands that the PCs cede control of the bridge over to him, and the other evacuees back him up. If any of the PCs seem reluctant to do so, he points out that the refugees outnumber the PCs, and he threatens to confine them to the crew quarters. If the PCs surrender to Zantos and the others to avoid violence, Xelonan remains in the crew quarters

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with them in a gesture of solidarity and to ensure that they are not mistreated while imprisoned. They are likely to face considerable mockery from their fellow soldiers if the story of their confinement gets out, but Commander Najiri privately thanks them later for defusing the situation without harming the civilians. If the PCs physically resist being confined to quarters, the refugees back down, and Zantos snaps.

"So, this is what it's come to: the military threatening to use force against unarmed civilians? Fine, keep the bridge—I'll be sure to report this to your commander!"

If the captain succeeds at two or three of the opposed checks, Zantos sputters a few more complaints and Kilora Gishi steps forward to place a hand on his shoulder. She apologizes to the PCs about the scientist's bid for power and assures them the other refugees have full confidence in their efforts. If the PCs then agree that the evacuees should have a representative on the bridge (especially if the PCs promised to give them one earlier in the debate), the evacuees confer for a few moments and request that this representative be Xelonan. Zantos is aghast.

"What?! You'd trust a priest of the hug bug over a trained scientist? Xelonan has been on their side from the very beginning! You all don't know what's good for you, and if things get worse on this ship, don't come crying to me for help."

Zantos then storms off and remains within one of the guest quarters for the remainder of the trip, refusing to speak with anyone. The *Terminus Wild* continues toward Utraneus with no further incidents.

Story Award: If the PCs successfully thwart Zantos Loachwurt's attempt at mutiny without resorting to violence, award them XP as if they had defeated the scientist in combat.

DOCKING AT ODDRICK

When the *Terminus Wild* nears Utraneus, the vessel is contacted by authorities on Oddrock, an asteroid modified into a space station in a geosynchronous orbit around the colony world's capital city. The *Terminus Wild* is directed to join the other fleeing starships docked at Oddrock so its passengers can be shuttled to the surface.

If the PCs were confined to the crew quarters after **Event 4**, Zantos's voice comes over the ship's internal comms when the *Terminus Wild* begins to enter Utraneus's orbit, informing the PCs that the SDF authorities at Oddrock would prefer to speak to them. He sounds simultaneously sheepish and furious, though he tries to keep his emotions in check; in truth, he is relieved that the ship made it to Utraneus unharmed.

In either case, read or paraphrase the following.

As the *Terminus Wild* passes one of Utraneus's three moons, a fascinating sight comes into view: a massive space station



built in and around a craggy asteroid. Dozens of starships are docked at the station, and even more have been placed in a similar orbit as the asteroid, nearly creating a ring around the entire planet. Past the space station, the blue waters of Utraneus's oceans peek through banks of swirling clouds in the upper atmosphere.

The PCs are given permission to tether the *Terminus Wild* at one of Oddrock's unused docks and are met at the airlock by an escort of medics, soldiers, and engineers who ensure that everyone is in good health and begin any necessary repairs on the vessel. The PCs are informed that the *Terminus Wild* will be placed in orbit with the other refugee vessels from Suskillon and will be available by shuttle if necessary; the fact that the vessel doesn't actually belong to the PCs doesn't matter to the Oddrock authorities at all.

The PCs are allowed a night's rest on the space station if they want one. Otherwise, they are given transportation to the planet's surface to rendezvous with Commander Najiri and receive their next orders. After receiving any necessary medical attention, the evacuees are shuttled to Utraneus as well, where they are assigned to temporary camps outside of New Grakka. With the exception of Zantos Loachwurt, they bid fond farewells to the PCs, thanking the soldiers for saving their lives; unless one of the PCs developed a close relationship with one of these NPCs, they play no further part in the campaign. Xelonan, however, lets the PCs know that he plans to join up with other priests of Hylax after telling the SDF all he knows about the strange behavior of the Swarm creatures at his temple. He leaves the PCs his contact information in case they want to talk to him in the future.

PART 2: CITY IN FLAMES

When the shuttle delivers the PCs to the New Grakka spaceport on the city's outskirts, they are met by a military escort that takes them to the center of the metropolis, where much of the SDF leadership has been given temporary offices in the city hall. As their transport passes through the streets, the PCs can see the difficulty of taking in Suskillon's evacuees: stores are empty of wares, roads have been blocked off and filled with tents, and everyone looks on edge. This barely contained chaos is mirrored in the city hall, where military and governmental officials jockey for space in the hallways and hold tense meetings to discuss the future of the system and its people.

Commander Najiri has been given the use of half of a conference room, partitioned with a flimsy prefab wall. She

looks understandably tired, but it is obvious she has complete proficiency with her new cybernetic leg.

"I'm glad you could join us here in New Grakka, recruits." She says, snapping a salute. "Your resourcefulness and quick thinking saved the lives of those final evacuees, but unfortunately, the war isn't over. The government of Utraneus has declared a planet-wide state of emergency in anticipation of an inevitable Swarm assault. The SDF is working with local governments to fortify cities across the continent as best as we can. But before I give you your next assignment, I'd like to hear your report of your final mission on Suskillon and subsequent events."

Commander Najiri listens to what the PCs have to say, interjecting very little but giving approving nods at appropriate junctures. If the PCs physically injured or killed Zantos or used violence against the refugees in Part 1, she sternly reminds the PCs that as members of the military, they are responsible for the safety of civilians in their charge, no matter how obnoxious. She emphasizes that diplomacy and empathy will be of vital import here in New Grakka, as the military requires the support and goodwill of the city's civilian population.

When the PCs are finished, Commander Najiri picks up a datapad.

Commander Najiri stands straight, suddenly taking on a more ceremonial air. She reads from her datapad, "In recognition of your bravery in the face of overwhelming odds and certain danger, the Suskillon Defense Force awards each of you the Radiant Star Medal of Courage." She picks up a wooden box from her desk and opens it to reveal several glowing medallions. As she pins them on, she apologizes. "Sorry there isn't more pomp involved, but we don't really have the time or resources for a full parade. In addition, each of you has been promoted to the rank of lieutenant. You'll still be reporting to me, but you are now considered a special squad outside of the normal battalion structure, performing unique duties as I see fit. Congratulations."

Commander Najiri gives each PC a *courage medallion* (*Starfinder Adventure Path #19: Fate of the Fifth* 45) and then taps for a moment on her datapad, updating each PCs' IDENT to reflect their new rank. She also informs them that they have been given a stipend of 2,000 credits each, which they can use to upgrade their gear as they wish. Quartermaster Janxer, who has been given a small desk in the city hall's basement can help the PCs find shops selling weapons and armor around the city. Commander Najiri tells them to report back to her in 2 hours. She also says the PCs can name their squad if they wish, or they can continue to go by the name "Midnight Squad."

After the PCs get geared up, Commander Najiri begins her briefing. She explains the tense situation in the city due to the threat of the Swarm in the system and the influx of refugees, and how most of New Grakka's routine police actions are conducted by security robots, freeing people for investigative and analytical roles. At the moment, the city authorities have deployed their entire drone fleet to fly over the city looking for problems. The video feed is being consolidated here at headquarters, so that she and other officers can dispatch patrol robots for routine matters and military squads for problems requiring more creative solutions. She directs several Suskillon military squads, including the PCs, via a dedicated communications frequency. The PCs can radio her with reports, questions, or requests for backup, though in the chaos the latter may be delayed or impossible. Commander Najiri explains that they may encounter security robots or the recently mobilized New Grakka militia on their missions, the first of which starts on page 15.

NEW GRAKKA

The constant erosion of Utraneus's terra firma, caused by wind and waves, stymied early attempts of Suskilloners to colonize the planet, but in 201 AG, the discovery of a complex chemical formula to strengthen the brittle limestone provided a foundation for the first settlement on the continent of Aqanat. Named New Grakka, the settlement drew hundreds of colonists with the promise of rare components and low-cost, nigh-infinite wind and tidal power. It soon grew into a thriving metropolis and remains the planet's largest settlement. See page 62 for more about Utraneus.

Founded as it was by engineers, New Grakka values practical solutions to problems. In its early days, the colony devised its infrastructure around robotics and automation, freeing its initially small population for more complex tasks. This heavy reliance on machinery has continued into the present day; locals claim their city has vending machines for nearly everything. Due to New Grakka's entrepreneurial culture, one's career field and professional standing are the most important elements of social status, and given the many challenges facing any half-tamed world, most people spend more time with their coworkers than their biological relatives. Thus, the basic unit of social organization, often outranking the bonds of species and planet of origin, is the "shop." A New Grakkan's life

COMMANDER NAJIRI

The players should already be familiar with their commanding officer from "Fate of the Fifth." She is a serious human woman who lost one of her legs during Suskillon's last days and has been fitted with a cybernetic replacement. With the death of several higher-ranking individuals, she was recently placed in more of a leadership role than her rank would indicate, and thanks to her success in evacuating Suskillon, she has been put in charge of assigning military personnel to aid in the resettlement of the refugees. While performing their duties during Part 2, the PCs can contact Commander Najiri on their comm units to ask questions. While she is eager to provide the party with essential information, she becomes slightly annoyed if contacted too often or for trivial matters, and if they do so, she pointedly reminds them they are only one of several squads she is supporting.

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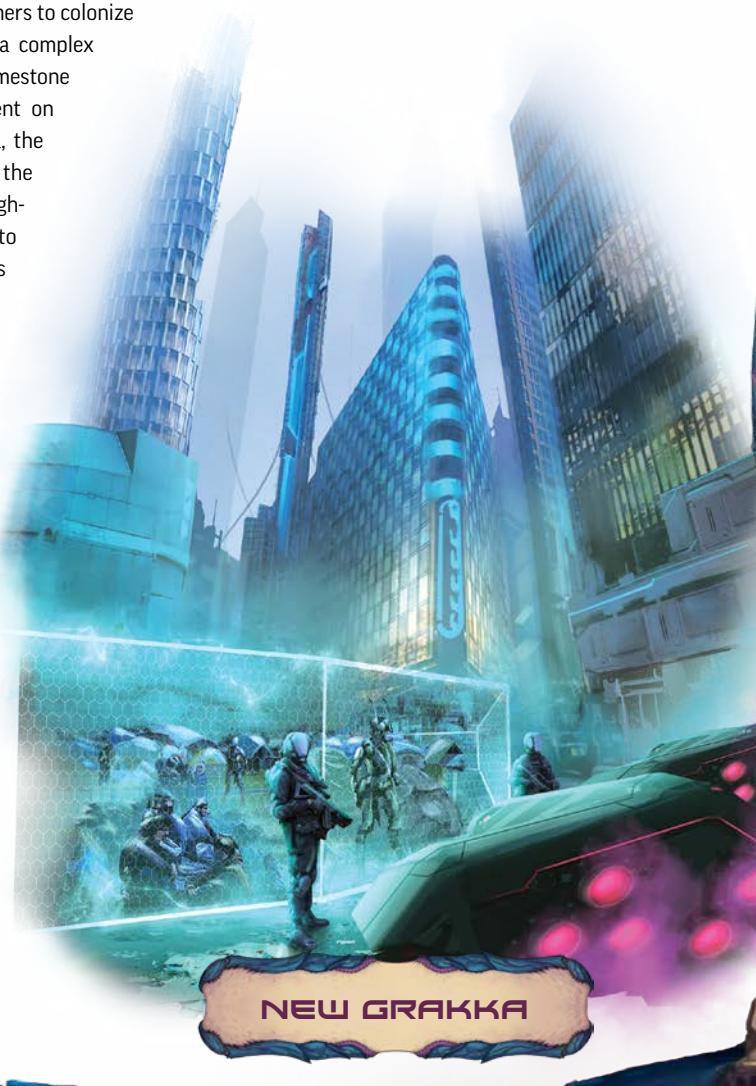
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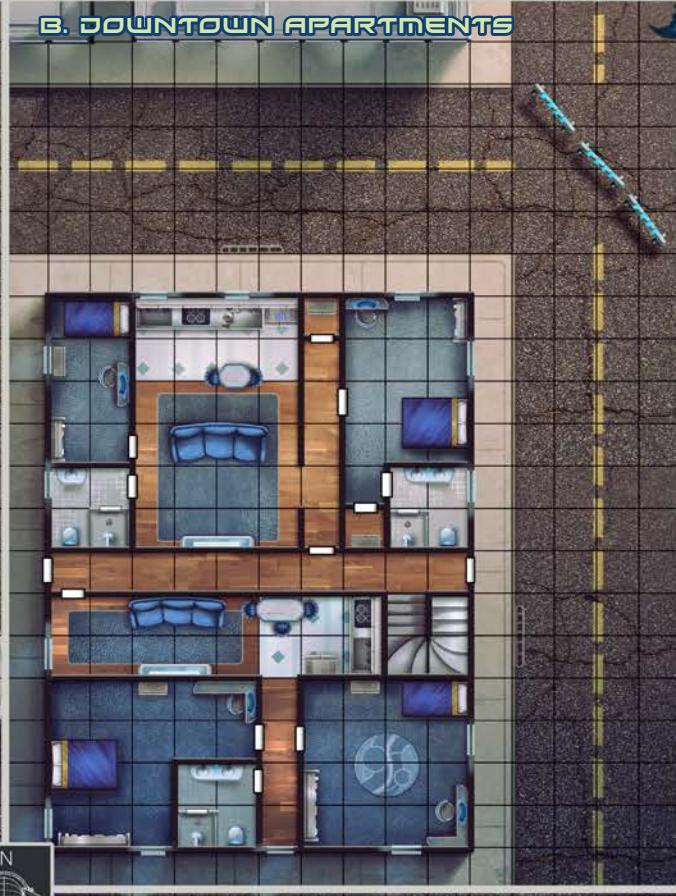
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A. WATER COLLECTION FACILITY



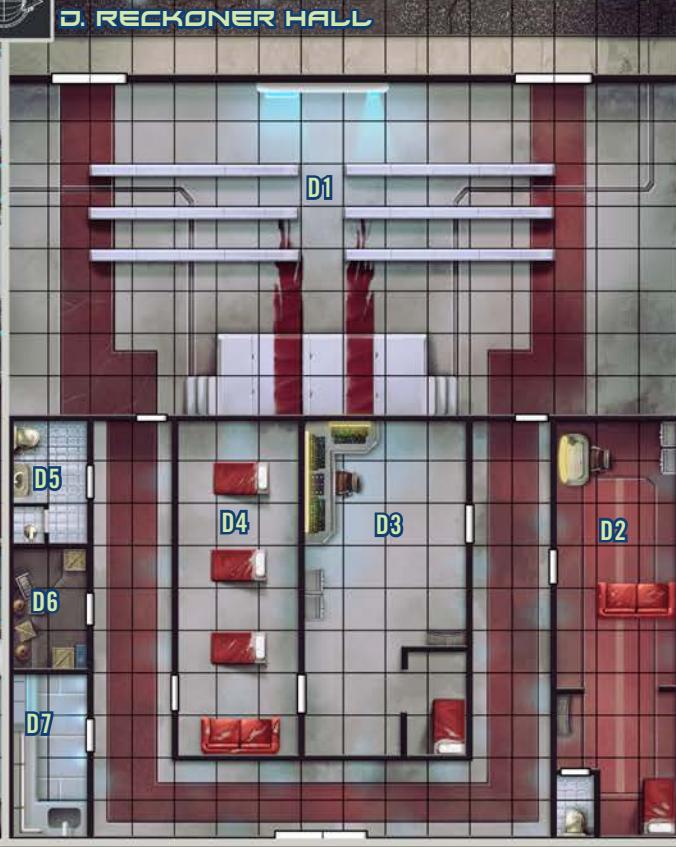
B. DOWNTOWN APARTMENTS



C. EMERGENCY BROADCAST STATION



D. RECKONER HALL



1 SQUARE = 5 FEET

typically revolves around their workplace, whatever their field; one's laboratory, office, or store is as likely to be called "the shop" as a traditional physical workshop.

New Grakka's education system is closely tied to the planet's industries, and nearly all students serve apprenticeships in the course of their secondary schooling. Young people are expected to explore career paths and choose a field early in life, while parents compete to place their children in the most prestigious workshops in their fields. The social pressure to succeed makes New Grakkans a competitive bunch, unafraid of taking risks. Opportunities for professional advancement are pursued vigorously, and "jumping shop" to a new job or company is one of the boldest moves a New Grakkan can make.

Now most New Grakkans are assisting with defensive preparations and welcoming the refugees; many of them have family ties to Suskillon, and the sudden brutality of the Swarm assault has aroused public sympathy. Nevertheless, sporadic riots are breaking out. Some of these are due to resentment of the temporary martial law: New Grakka has mobilized its reserve militia to support the defensive preparations, but many of these recruits are inexperienced, and there is a general lack of clarity regarding the chain of command between local officials and the SDF. Shortages caused by requisitions and the commandeering of strategically placed structures are also points of contention. Making all these factors worse, a group calling themselves the Reckoners is actively fomenting discontent. Led by Sister Spark, a charismatic android, they believe the Swarm is cosmic punishment for the sins of the system, and only those who welcome it will be spared: the resistance will be consumed. In an attempt to soften up the colony for the Swarm's advance, they are committing acts of sedition and sabotage.

NEW GRAKKA

LN metropolis

Population 1,296,700 (55% human, 20% shirren, 25% other)

Government council

Qualities technologically advanced

Maximum Item Level 11th

A. WATER COLLECTION FACILITY (CR 4 AND CR 4)

Commander Najiri first sends the PCs to one of many small water collection facilities in New Grakka's southeast quarter. With the city's regular maintenance workers overwhelmed with constructing refugee camps for the Suskilloners and cleaning up after multiple fires and riots, there is no one to spare to investigate and fix a reported blockage in the facility. Before the PCs leave, Commander Najiri warns them of muottas, which sometimes gather around such sites, calling them "avian pests that will try to snatch the knife from your hip."

When the PCs reach the facility, read or paraphrase the following. The map for this area appears on page 14.

This fenced-off area is occupied by a large funnel of plastic and ceramic that serves as a rain-collection point for the city's water-purification system. The top of the funnel is fifty feet in diameter, narrowing to a ten-foot diameter at ground level, where it connects to a pipe that goes underground. The open end is thirty feet aboveground, with two staircases providing access to a maintenance walkway around the edge. The walkway leads to a square control platform, where a collection of random detritus has been piled up. The collection reservoir is full, and some water has spilled out over the southern staircase and formed a large puddle. Three empty storage pavilions stand off to the west.

Due to a blockage caused by Reckoner sabotage, the collection reservoir is overflowing. The water has made the corrugated steel walkway around the funnel, the staircases, and a large section of the concrete ground around the southern staircase slippery, increasing the DCs of Acrobatics checks to balance and tumble by 2. By using the control panel on the walkway, the PCs can clear the blockage, but the Reckoners have rigged it with a bomb (see Trap below).

The covered pavilions were used for storage by the city, but due to recent events, the maintenance workers have taken every last scrap of equipment. The ceilings on the pavilions are 10 feet high and can help thwart the muottas' dive bomb attacks (see Creatures below).

Creatures: The backed-up reservoir has accumulated enough scraps of trash to make it an attractive hunting ground for a pair of male muottas, squat four-winged birds with a tendency to build nests from scavenged materials. They have already partially constructed a nest on the control platform, and when the PCs arrive, the birds aggressively defend their newly claimed territory.

MUOTTAS (2)

CR 2

XP 600 each

HP 23 each (see page 57)

TACTICS

During Combat The muottas dive bomb the PCs, attempting to steal small, shiny items from them.

Morale The muottas are attempting to establish a nest to attract mates. Each muotta flees when reduced to 5 or fewer Hit Points.

Trap: The Reckoner saboteurs who interfered with the controls at this facility to create the blockage also planted a pipe bomb under the console. It is set to detonate only when someone uses the controls, and as such, it hasn't been set off by the muottas. If the bomb explodes, it makes removing the blockage and discovering the sabotage harder to discover.

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RECKONER BOMB

CR 4

XP 1,200

Type technological; **Perception** DC 26; **Disable** Engineering DC 21 (defuse explosives)

Trigger touch; **Reset** none

Effect explosion (4d6 F); DC 15 Reflex half; multiple targets (all targets within a 20-ft. radius)

Development: Once they have full access to the control console, a PC can reset the system and clear the blockage with a successful DC 20 Engineering check; this DC is 4 higher if the pipe bomb exploded. While conducting these repairs, a PC who succeeds at a DC 24 Perception check finds evidence of sabotage in the form of disabled safety redundancies and deliberately cut wires; this DC is also 4 higher if the pipe bomb exploded.

If the PCs found and defused the explosives, they automatically spot a strange symbol on the pipe bomb's casing: an insectile claw. If they report this symbol to Commander Najiri, she recognizes it as the emblem of the Reckoners, a radical fifth-column group that has risen in New Grakka in recent months. Before the PCs can learn more, however, Commander Najiri calls the squad about a raging fire downtown.

B. DOWNTOWN APARTMENTS (CR 6)

Though many of the problems the PCs face in New Grakka are the result (directly or indirectly) of Reckoner sabotage, the strain the evacuees have placed on the city means that sometimes when an accident occurs, official responders are unable to act in time. Faulty wiring in the basement of an apartment building in a mixed business and residential district in downtown New Grakka has caused a devastating fire to break out. Luckily, most of the building's residents aren't at home at this point in the day, but five people are in danger of being asphyxiated and burned alive.

After the PCs report their success at the water collection facility, Commander Najiri informs them of a dire emergency: an apartment complex in downtown New Grakka has caught fire, and a handful of civilians are still trapped inside. A few members of the New Grakka reserve militia are on the scene, but the local firefighters are having trouble with their equipment. The PCs are only a few blocks away and should provide whatever assistance they can. When the PCs arrive, read or paraphrase the following.

The streets around the burning five-story apartment building have been hastily cleared of civilians and most vehicles. Dozens of civilians crowd the roads to the west and north of the northwest corner of the block, behind official barricades. Many of them are recording the incident with datapads and comm units. A trio of New Grakka militia members stands on the closer side of the barricades, looking helplessly at the blaze.

The reserve soldiers—**Beva** (NG female human), **Karskol** (NG host shirren), and **Mose** (CG male human)—are happy to see the PCs, whom they expect to take charge of the situation. They report they have heard shouts for help within the apartment building, but they are unequipped to enter the flames. Karskol says they are unsure exactly how many people are trapped inside, but they estimate it is at least three, one of them a child.

Use the map on page 14 for this encounter. All five floors share the same layout.

Hazard: While it's not obvious how the fire started, the first two floors of the five-story building are ablaze, and five residents—two adult ysoki and their child, as well as two young adult human students—are trapped within. The ysoki family is on the third floor in the western apartment, while the students are on the fifth floor in the eastern apartment. Beva, who was a volunteer firefighter before she joined the reserves, estimates that the fire will spread to the other floors over the next few minutes, though at the moment, the greatest danger facing the trapped civilians is smoke inhalation. If the PCs contact Commander Najiri, she tells them that the city's firefighters are still a few minutes away. She encourages the PCs to rescue as many of the civilians as possible.

When the PCs are about to enter the burning building (or otherwise attempt to rescue the civilians), roll initiative and determine each PC's actions on a round-by-round basis.

The first time a PC opens either of the two doors on the ground floor or any of the windows on the first two floors, they are subjected to a back draft. Each creature within a 15-foot cone whose origin point is the opened door or window takes 5d6 fire damage (Reflex DC 15 half) as air rushes into the building and causes a fiery eruption. A PC who succeeds at a DC 25 Perception check, a DC 20 Survival check, or a DC 18 check of an appropriate Profession (such as firefighter) recognizes the danger and can warn the others, granting a +4 circumstance bonus to the Reflex save. Alternately, a PC aware of the danger can warn people away from the radius of the blast and open the door or window from the side. A back draft happens only once.

Each square in the first two stories of the building is on fire. These areas are environments of extreme heat (Starfinder Core Rulebook 403). Each floor (including those not currently on fire) is also filled with thick smoke, reducing visibility to 10 feet and imposing the usual effects for smoke (Core Rulebook 404). A PC who activates their armor's environmental protections need not worry about breathing the extremely hot air or choking on the smoke. However, if a PC ends their turn within a square that is on fire, they must succeed at a DC 15 Reflex saving throw or catch on fire, gaining the burning condition and taking 1d6 fire damage each round.

Using a standard fire extinguisher, it takes 2 rounds to put out a fire in a single square. Alternatively, weapons with

the extinguish weapon special property (Starfinder Armory 27) can help put out the fire. However, cold energy dealt by other weapons and spells like *energy ray* aren't enough to extinguish fires. At the end of each round, there is a cumulative 10% chance per adjacent square that is on fire that a square whose fire was extinguished ignites again.

A PC can climb the outside of the building with a successful DC 20 Athletics check; a PC with a climb speed doesn't need to attempt such checks. However, if a PC ends a move action climbing on the outside of the building's first two stories (the first 20 feet from the ground), they take 1d6 fire damage from holding on to the burning wall, and there is a 50% chance a random gout of fire bursts from a nearby window, forcing them to attempt a DC 15 Reflex save to avoid catching on fire (as with the back draft described on page 16). A PC with a Strength score of at least 14 can bring a Medium or smaller creature down the outside of the building, though this increases the DC of the Athletics check to climb by 5.

A PC who reaches the third floor must succeed at a DC 20 Perception check to determine the direction from which the cries of the ysoki family are coming; otherwise, the PCs have to look into each apartment until they find the ysoki; they are on the large bed in the northwestern bedroom. The father is unconscious from smoke inhalation and must be revived (with healing magic or serums, as the use of Medicine to treat deadly wounds takes too long) or carried; he weighs 80 pounds (8 bulk). The mother and child are holding wet rags over their mouths to avoid smoke inhalation. The mother must be escorted out of the building carrying her child, but she is afraid to move through the fire. Convincing her to do so requires a successful DC 18 Diplomacy or Intimidate check.

A PC who reaches the fifth floor can automatically determine which apartment the two students are in from their shouts for help; one is crouched on the couch in the living room, while the other is trying to open one of the windows in the southern bedroom. However, the same wiring malfunction that caused the fire also shorted out the electronic lock on their door. The students can't open it from inside, but a PC can disable the lock with a successful DC 20 Engineering check that takes 1 round to attempt. Alternatively, the PCs can bash open the wooden door (hardness 5, HP 15) with a successful DC 16 Strength check. The students, who have avoided the smoke inhalation so far by breathing through dirty t-shirts, must also be escorted out of the building.

Each of the civilians (if conscious) has a land speed of 30 feet. A PC escorting a civilian must remain adjacent to that civilian until they are out of the building (assume the civilian acts at the same initiative count as the PC escorting them). A civilian can hold their breath long enough to get through the burning sections of the building without worrying about the heat and smoke. If the PC and the civilian end their turn in a burning square, the PC can take a -4 penalty to their

Reflex saving throw to avoid catching on fire to shield the civilian from the flames. Otherwise, the civilian must attempt the same saving throw as the PC; a civilian has a total Reflex saving throw bonus of +0 and has only 3 Hit Points.

Though they aren't equipped to enter the burning building, the members of the New Grakka militia can aid the PCs if directed to do so. Each soldier can take over escorting a civilian once they exit the front door, moving them away from the danger and providing rudimentary first aid to make sure a civilian doesn't die; doing so means that soldier is unavailable to help in the fight with the robot (see **Creature** below) for 1d3 rounds. A soldier can also be ready to help a PC end an instance of the burning condition by smothering them with a heavy coat; this grants the PC a +2 circumstance bonus to the Reflex save to end the condition.

Five rounds after the PCs arrive on the scene, the fire begins to spread to the third floor. Randomly determine which of the apartments burns first; five squares in that apartment catch fire. At the end of each round after that, five more squares adjacent to those squares catch fire. When the entirety of the third floor is ablaze, there is a cumulative 25% chance each round after that the fire spreads to the fourth floor in the same manner. Eventually, the same happens to the fifth floor, but hopefully the PCs have rescued all the civilians by then.

Of course, the players might improvise other ways to rescue the civilians or douse parts of the fire. Reward them for creative thinking and unorthodox use of spells. When in doubt, a PC should attempt a DC 20 skill check to implement their plan successfully; you can adjust this DC as you see fit.

Creature: At the beginning of the fourth round in which the PCs are rescuing the trapped civilians, a tall, bipedal robot with a flashing light in place of its head strides down the street from the east on the north side of the building. The militia members don't seem too concerned about its presence—until it opens fire! This security robot has been hacked by the Reckoners' hacker Thiskt (see page 25) to interfere with and possibly kill any nearby militia and SDF members.

Beva, Karskol, and Mose can each provide either covering fire or harrying fire each round as directed by the PCs (and as long as they aren't assisting with the rescue). Each of them wields an azimuth laser pistol and has a total ranged attack bonus of +4. If no one has told them what to do, the reserve soldiers provide covering fire for the civilians behind the barricade, ensuring the robot focuses its attention on themselves. Each militia member has an EAC of 10, a KAC of 12, and 6 Hit Points.

NEW GRAKKA SECURITY ROBOT

CR 4

XP 1,200

Patrol-class security robot (Starfinder Alien Archive 94)

HP 52

TACTICS

During Combat The robot prioritizes any opponent in a police or military uniform unless a single hit deals more

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than 10 damage to it; in that case, it then targets the creature that struck that blow.

Morale The security robot has been reprogrammed to destroy anyone who appears to be an authority, as well as anyone who attacks it. It fights until destroyed.

Development: Once the PCs have rescued all the civilians or the entire building has caught fire, the New Grakka Fire Department arrives. They begin the process of extinguishing the fire with their portable firefighting equipment, and emergency medical technicians take custody of the civilians. Beva, Karskol, and Mose thank the PCs for their bravery,

and if the PCs performed any visible feats of valor, a few onlookers ask to take their holophotos.

A PC who succeeds at a DC 20 Perception check while examining the defeated security robot finds evidence of sabotage: the robot's control panel, usually secured by mechanical locks, shows faint scratches, as if it had been pried open. By opening the panel and succeeding at a DC 22 Computers check, a PC can access the robot's code to discover that its lethal force protocols have been activated and its target identification subroutines have been modified to target anyone wearing police or military uniforms. If the PC's result exceeds this check by 5 or more, they identify a hacker "signature" in the altered code: a stylized insectile claw (similar to the one the PCs might have found on the bomb casing in area **A**). If notified about this insignia, Commander Najiri tells the PCs it is similar to the symbol of the Reckoners, a radical organization that, up until recently, has been only a minor nuisance. She informs the PCs that she will discuss this growing problem with the other commanders and then places the PCs off duty for the rest of day. A military barracks has been set up near the spaceport, and the PCs have been assigned bunks there.

Story Award: If the PCs save at least one of the civilians, award them 800 XP. If the PCs rescue all five of the civilians, award them 1,600 XP instead.

C. EMERGENCY BROADCAST STATION

As their sabotage efforts grow bolder, the Reckoners have made a plan to announce their aims to the city at large in a dramatic fashion. A Reckoner agent, disguised as a member of the SDF, evacuated one of New Grakka's emergency broadcast station under a false bomb threat so that she could have full access to the equipment. She plans on replacing the normal message with a recorded statement from the cult's leader, Sister Spark.

The day after the PCs deal with the apartment fire and the malfunctioning robot, Commander Najiri gives them another assignment. The workers of an emergency broadcast station in the city's western business-and-retail district recently called in to city hall to ask when it would be safe to return to the building. City hall staff are unaware of any evacuation, and Commander Najiri asks the PCs to investigate the station to see if anything suspicious is going on.

When the PCs reach the building—a single-story structure with several antennae jutting from the roof—they find the front door mysteriously ajar. The interior of the building has normal light and the ceilings are 10 feet high. Use the map on page 14 for this area.

C1. ENTRYWAY

The floors of this entry hall are covered in dark brown carpeting. A receptionist's desk stands across from the



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front door to the south, which is flanked by potted plants. Hallways lead north and west.

Visitors to the station are usually greeted by the receptionist here, but currently the Reckoner agent in area **C5** is the only one in the building.

C2. CUBICLES

Each room marked **C2** contains a set of four cubicles, each with a small desk, a roller chair, and a tier 1 computer. The computers can be accessed with a successful DC 17 Computers check but contain nothing of use.

C3. OFFICES

Each room marked **C3** is a large office shared by two people. Each room contains two desks, two comfortable chairs, a pair of tier 1 computers, and a couple of bookshelves. These computers are similar to those in area **C2**.

C4. BREAK ROOM

A small, round table and a set of plastic chairs have been pushed to one corner of this room. A counter occupies another corner. A door leads east.

The station's workers come here to eat lunch or have a relaxing chat during the workday.

C5. BROADCAST STUDIO (CR 3)

High-tech equipment and computer consoles are packed into this large space, raising the temperature by a couple of degrees. A small door in the southeast corner leads to a chamber whose walls are covered with a thick, soundproof material. Another door exits to the southwest.

This is the heart of the facility, containing all the equipment necessary to broadcast emergency signals to all the datapads and computers across New Grakka during times of disaster. There is also a small recording booth for creating new messages when necessary.

Creature: A thin human woman wearing SDF fatigues stands at one of the computer consoles, attempting to patch her personal datapad into the system. She starts when the PCs enter but quickly composes herself.

This woman is Chendwen, a Reckoner agent. She is a former member of New Grakka's law enforcement who specialized in going undercover to uncover cybercrimes until the Swarm first attacked Suskillon several months ago. Shocked by the invasion, she quit her job and fell under Sister Spark's sway. Chendwen's military outfit looks authentic, but a PC who succeeds at a DC 22 Culture check or a DC 25 Perception check can tell that the cut of the jacket is slightly off. A PC who succeeds at a Sense Motive check opposed by Chendwen's

Bluff check realizes that she is a bit uncomfortable with the PCs' presence.

Chendwen asks the PCs for help repairing the broadcasting equipment, claiming someone has sabotaged it. She keeps up the ruse for as long as she can, but the PCs likely have questions for her. Her responses to likely queries are below.

Who are you? Who sent you? "I'm Lieutenant Chendwen, communications specialist. City hall is pushing out an update to the emergency broadcast—with all the defenses going up and the refugees moving in, the evacuation routes and designated shelters have changed. But it looks like someone got here before me and did some damage. The system is currently down."

Can't city hall change the recording remotely? "As an emergency system, it's not connected to the main communications grid—this station has to be able to broadcast instructions if the main net goes down."

What do you know about the evacuation of this building? "Nothing. I thought it was weird that the building was empty when I walked in a few minutes ago. I figured I would do my job real quick and then ask city hall where everyone got off to."

Can we hear the message? "Uh, why would you need to? It's just neighborhood names and evacuation routes, nothing exciting. But it isn't going to do anyone good if I can't fix the system. I'd appreciate any help." She gestures to the console.

A PC who is trained in Computers can look over the computer console and see that someone has attempted to access the prerecorded emergency message but failed, and now the console is locked. The console can be unlocked with a successful DC 24 Computers check, allowing someone with proper access to reprogram the broadcast (a PC can gain this access with another successful DC 24 Computers check). While one PC works on the computer, Chendwen tells one of the other PCs that she saw "something weird" in one of the surrounding offices on the way in and asks for their help to investigate it. If she gets any of the PCs alone, she ambushes them with a melee trick attack.

If the PCs attempt to detain her before she can lure them into one of the offices, she tries to escape, casting her *daze* spell-like ability on the closest PC and leaping out a window if the door is blocked.

CHENDWEN

XP 800

Female human operative
N Medium humanoid (human)

Init +5; **Perception** +9

DEFENSE

EAC 14; **KAC** 15

Fort +2; **Ref** +5; **Will** +6

Defensive Abilities evasion

OFFENSE

Speed 40 ft.

CR 3

HP 35

Melee survival knife +7 (1d4+3 S)
Ranged azimuth laser pistol +9 (1d4+3 F; critical burn 1d4)
Offensive Abilities trick attack +1d8
Spell-Like Abilities (CL 3rd)
1/day—fear (1st level, DC 14)
At will—daze (DC 13)

TACTICS

During Combat Realizing the PCs outnumber her, Chendwen attempts to stay mobile as she fires at them with her laser pistol, using trick attack with each shot.

Morale Chendwen has been fully indoctrinated into the Reckoners and fights to the death.

STATISTICS

Str +0; Dex +4; Con +0; Int +2; Wis +0; Cha +1

Skills Acrobatics +9, Bluff +14, Computers +9, Disguise +14, Sleight of Hand +9, Stealth +14

Languages Common, Lashunta, Shirren

Other Abilities operative exploits (holographic clone), specialization (spy)

Gear freebooter armor I, azimuth laser pistol with 1 battery (20 charges), survival knife, datapad^{AR}, hacking kit

Development: If the PCs manage to take Chendwen alive, she refuses to talk about her true affiliation, saying only, “The Reckoning is at hand.” Should the PCs contact the broadcast station’s workers, they can confirm that it was Chendwen who told them to evacuate the building. If Chendwen escapes, she reports back to Sister Spark at Reckoner Hall that her mission was interrupted. The Reckoners then have some prior warning that this operation has alerted the authorities to their activities, and the PCs encounter Chendwen again in area **D**, making it difficult for them to infiltrate the group.

Chendwen’s datapad requires a successful DC 21 Computers check to access; it contains digital blueprints of the emergency broadcast station and a recent schedule of the New Grakka police’s patrol of this neighborhood. In addition, the PCs can discover the message she was attempting to play had she successfully hijacked the emergency broadcast signal.

A woman’s low, monotone voice intones, “The Reckoning is at hand. The wrath of the Swarm will soon descend upon those who would deny this system’s rightful rulers. They are the scourge sent

to punish the wicked: no sins can be kept secret from the hive mind. This resistance is pointless. Suskillon’s military can’t protect our world any better than they could their own. The Swarm will consume all. If you want to repent and survive, join them. Join the Reckoners. Follow Sister Spark. Welcome the Swarm. Let this city burn.”

If a PC digs further into the datapad’s files and succeeds at a DC 24 Computers check, they find a “signature” buried in the underlying code of the message. It’s a stylized symbol of an insectile claw—the exact same symbol the PCs might have found in the rogue security robot’s code (see page 18).

SISTER SPARK AND THE RECKONERS

By now it should be clear to the PCs that the Reckoners pose a credible threat to New Grakka’s stability, especially after hearing the recording on Chendwen’s datapad. If the PCs report back to Commander Najiri, she agrees and authorizes them to use any force required to take care of the problem. She is insistent that no civilians be injured or killed, but the Reckoners have shown themselves to be enemies of the state. While the commander would like them to stand trial, she is not convinced they will surrender quietly.

A PC who succeeds at a DC 20 Diplomacy check to gather information or a DC 22 Culture check to recall knowledge can learn the basics about the Reckoners: they are a fanatical group of New Grakkan citizens who believe that because of its sins, the Suskillon system deserves to be destroyed by the Swarm. The Reckoners existed before the Swarm’s first attack on Suskillon, though their dogma was vaguer at the time, simply calling for the city to end its sinful ways through confession and painful atonement. The Reckoners see just about any self-indulgent or even slightly lewd behavior as sinful, making even the most average and moral citizen a target for conversion. The organization was founded (and is still led) by a charismatic android woman calling herself Sister Spark, who claims the universe has shown her alone the pathway to be free from sin (which, of course, required sizable donations to the sect). The Reckoners hold regular meetings and provide their services in a small uptown building called Reckoner Hall (see area **D**).



A PC who succeeds at an additional DC 30 Diplomacy check to gather information or a DC 30 Culture check to recall knowledge can discover a little more about Sister Spark. Before she founded the Reckoners, she operated several small grifts around the city—often vaguely religious in nature—under several aliases, including Harmony-1, Rivi, and Union. She has minor psychic talents that allow her to manipulate her marks and part them from their credits. However, since the Swarm attack on Suskillon, it seems as though Sister Spark has gone legit, refusing to take further donations as the popularity of the Reckoners grew.

In truth, Sister Spark has begun to believe her own rhetoric, thanks to the sheer weight the presence of the Swarm has placed on the system's psychic landscape. The android's psychic abilities have opened her mind up to inadvertent influence from the Swarm hive mind, inundating her with strange, terrible dreams and a low, constant pressure on the part of her brain that processes fear. She has interpreted these visions as a call for collaborators, believing the Swarm will reward her with further psychic power. She doesn't realize that the Swarm couldn't care less whether those they attack surrender or fight back, and that she would be nothing more than another casualty should the Swarm strike Utraneus.

Despite the correlation between Sister Spark's methods and the Swarm invasion, you should make it clear to the players that Sister Spark and the other Reckoners aren't being controlled by the Swarm. The proximity of the Swarm provokes stress and fear reactions in some psychically sensitive individuals, and people act on that stress in accordance with their experiences, beliefs, and alignment. Nearly everyone in the system fears the Swarm, but most people are banding together to defend their homes and families. The Reckoners are instead sabotaging their own city, believing the Swarm will spare them for their assistance—or at least kill them last.

D. RECKONER HALL

Reckoner Hall is a squat, unassuming building in uptown New Grakka, amid several blocks of shops, restaurants, and other commercial enterprises. There are no signs indicating its function, it has no windows, and the two double doors opening to the main street are kept closed, though they are unlocked during the day until 8 P.M. in the evening. An alley runs behind the hall, where there is a back entrance that is always kept locked. A PC can disable the lock on any of these doors with a successful DC 25 Engineering check. In addition,

these solid plastic doors have a hardness of 8, 30 Hit Points, and a break DC of 24. The ceiling in the gallery (area **D1**) is 20 feet high, while the ceiling in the rest of the building is only 10 feet high. The hall has normal light while the hall is open, but the lights are turned off while the inhabitants sleep. Sister Spark, her second-in-command Thisskt, and six toughs reside within the hall. Use the map on page 14 for this area.

During the day while the hall is open, the PCs can attend a Reckoner meeting, as they are open to the public. From there, the PCs might want to pretend to join the movement so they might get closer to Sister Spark. Forcing a confrontation during a meeting runs the risk of injuring or killing civilians, while also drawing the ire of all the Reckoner toughs simultaneously, making for a very challenging encounter! Alternatively, the PCs can try to sneak into the hall after the day's meetings and attempt to catch the Reckoners off guard.

A RECKONER MEETING

Sister Spark gives a recruitment speech at 2 P.M. each day and lingers in the gallery (area **D1**) for about an hour afterward to speak with potential recruits. If the PCs approach the hall at any other time while it is open, they are asked by one of the toughs to come back at that time. A Reckoner tough answers any questions about the organization as best they can, but while they believe what Sister Spark has been preaching, they know nothing of her sordid past.

The PCs are allowed to attend the meeting even if they are dressed in SDF gear and carrying obvious weapons; Sister Spark would love to have more converts within the military to help with the group's sabotage efforts. However, the Reckoner toughs are wary of such PCs, and in addition to the three toughs that normally watch over the gallery, two toughs from the back room join in.

Fifteen frightened-looking New Grakkan citizens attend the same meeting the PCs do. They look nervously at one another if the PCs appear to be obvious soldiers. When everyone has had a seat, one of the toughs announces Sister Spark.

A female android enters from a door in the eastern wall and takes the stage. Her green-gray synthetic skin and short, dark-green hair stand out against her simple suit. She paces the platform slowly for a few moments, hands clasped behind her back, before she begins to speak in a low, husky monotone.



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If you're here, it's because you are afraid, or you've heard the whispers. Not the whispers in the streets about us or our activities, but the whispers in your dreams telling you what is to come. Despite the misguided efforts of the SDF, the Swarm thoroughly devoured Suskillon, and it will soon do the same to Utraneus. Our only hope of survival is appeasing this powerful force. This system's misguided leadership is only delaying the inevitable and angering our destined rulers. The wisest course of action would be to remove leadership from power, but so few are able to see the truth. That's why we work in the shadows, taking down a patrol here, a building there, a surveillance system at just the right time—making cracks in this world's so-fragile foundation. And when our new overlords arrive, they will assuredly approve of our efforts—possibly even praise them.



"Time devours all things, as does the Swarm. Will you waste your strength fighting it, or will you join it? Will you join us?"

Sister Spark then asks if any present have sins they wish to confess. One thin man raises his hand and mentions his jealousy of his neighbor's new trivid screen. Sister Spark asks him to stand and then says she will contact the Swarm on his behalf. She then telepathically speaks a few words into the man's mind using *telepathic message*, mimicking an insectile intonation: "Such trivial matters will not matter when we arrive. Forget them." A PC within 10 feet of the man can also hear this message with a successful DC 25 Perception check. The man pales visibly and sits back down. Sister Spark smiles.

Sister Spark pulls a similar trick if one of the PCs confesses a sin. If one of the PCs expresses interest in joining the Reckoners, she asks them to come back in a few hours, after the other citizens have left. The PC is offered a private audience with her in her office (area **D2**), but the toughs in the gallery ask the PCs to leave their weapons behind. How the PCs leverage this meeting is up to them, but the Reckoners' likely responses are noted in the specific room descriptions.

If the PCs start a fight at the meeting, the noncombatant citizens panic and try to flee. Any square containing a noncombatant counts as difficult terrain and provides soft cover, and if any ranged attack misses its target due to this cover, it strikes the civilian instead, most likely killing them. Sister Spark does her best to get to her office, grab some supplies, and flee out the hall's rear door. Thisskt and any toughs in the back rooms enter the fight in 1d4 rounds.

The PCs can find a recording of Sister Spark's speech on the infosphere if they wish; it is virtually identical, though the holovid ends before anyone confesses their sins.

D1. GALLERY (CR 4)

Three rows of cheap benches provide seating for at most thirty people in front of a small stage with a backdrop screen against the wall facing the entrance doors. A cheap projector is mounted to the wall between those doors, connected to a portable computer and pointed toward the stage. Two doors at ground level on either side of the stage lead east.

The projector displays a rotating series of images of Swarm creatures against the stage backdrop between Sister Spark's speeches. Meant to provoke fear in any curious citizens who stop into the hall to learn more about the Reckoners, these images depict the most horrific Swarm attacks documented. Some have been enhanced slightly by Thisskt, the Reckoner's hacker-in-residence, to appear more vivid and gruesome. A

PC who succeeds at a DC 25 Computers check while scrutinizing the images can detect the enhancements.

The projector is shut off overnight.

The doors leading into the hall's back hallway are always unlocked.

Creatures: A trio of Reckoner toughs is stationed here to watch over Sister Spark during her speeches. They sleep in area **D4** with the other toughs during the night. If they hear combat in any other part of the hall, they respond within 1d4 rounds.

RECKONER TOUGHS (3)

CR 1

XP 400 each

Korasha lashunta soldier

NE Medium humanoid (lashunta)

Init +4; Senses darkvision 60 ft.; Perception +5

DEFENSE

EAC 11; KAC 14

Fort +3; Ref +1; Will +3

OFFENSE

Speed 30 ft.

Melee assault hammer +5 (1d6+3 B)

Ranged tactical semi-auto pistol +8 (1d6+1 P) or smoke grenade +8 (explode [20 ft., smoke cloud 1 minute])

stickybomb grenade I +8 (explode [10 ft., entangled 2d4 rounds, DC 12])

Offensive Abilities fighting styles (hit-and-run), opening volley**Lashunta Spell-like Abilities (CL 1st)**

1/day—detect thoughts (DC 10)

At will—daze (DC 9), psychokinetic hand

TACTICS

During Combat One tough uses his stickybomb grenade to pin down as many of the PCs as possible, while the others open fire with their pistols on the first round. If either of them hits, they move into melee with their hammers.

Morale If reduced to 5 HP, the toughs use a smoke grenade to withdraw unless their leader is threatened. They also stand down if ordered to leave by Sister Spark. If Sister Spark surrenders in their presence, they do as well. Otherwise, they fight to the death.

STATISTICS

Str +2; Dex +4; Con +0; Int +0; Wis +1; Cha +1

Skills Athletics +10, Bluff +5, Intimidate +5**Languages** Common, Lashunta; limited telepathy 30 ft.**Gear** second skin (infrared sensors), assault hammer, tactical semi-auto pistol with 18 small arm rounds, smoke grenade, stickybomb grenade

Development: If a loud and obvious fight breaks out in the gallery outside of the meeting time (in the middle of the night, for instance), the two toughs in area **D4** come to investigate after 1d4 rounds. Thiskt joins Sister Spark in area **D2** while the remaining tough takes up a position outside the door in the hallway.

If taken into custody, the toughs refuse to speak, allowing Sister Spark (if she has also been captured) to do all the talking.

D2. SISTER SPARK'S QUARTERS (CR 5)

This long, narrow office holds a desk, a side table, and a small couch. To the east is a nook containing a narrow bed and a small lavatory, and a door leads south into a hallway.

Since founding the Reckoners, Sister Spark has used this space as her personal office and quarters. A paper map of New Grakka lies on the table in the northwest corner, several places circled in red ink, including the water collection facility in the city's southeast quarter, an area near the downtown apartment complex that caught fire, and the emergency broadcast station, all places which should be familiar to the PCs.

Creatures: When not giving speeches, Sister Spark can be found here, using the computer on her desk to browse the infosphere and plan the group's next sabotage targets. She is accompanied by a single tough who sits on the couch, quietly meditating.

If the PCs have been granted a private audience with Sister Spark, she meets them here, inviting them to make themselves comfortable on the couch while the tough stands just outside the door. She grills the PCs with questions that attempt to determine their loyalty and whether they will make good recruits to the cause. If she senses any deception on their part, she plays it cool, welcoming them to the Reckoners and taking them out into the hallway to meet some of the other members. Using *telepathic message*, she tells her bodyguard tough to fetch a few of the others and attempts to cut off the PCs' escape routes before calling for the Reckoners to attack.

On the other hand, if the PCs can fool Sister Spark, she tells her bodyguard to fetch the PCs' equipment as she proceeds to give them an assignment to plant explosives at the New Grakka spaceport.

Any sound of combat from this area brings Thiskt from area **D3** and the three toughs from area **D1** to investigate. Thiskt arrives in 1d4 rounds. The two toughs in the bunk room take a bit longer to get ready and arrive 1d4 rounds after Thiskt does.

RECKONER TOUGH

CR 1

XP 400

HP 24 (see above)

TACTICS

During Combat This tough puts herself between the PCs and Sister Spark if possible.

Morale The tough fights as long as Sister Spark remains alive, unless the android calls for a retreat or surrender, in which case she complies.

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SISTER SPARK

CR 4

XP 1,200

Female android envoy

NE Medium humanoid (android)

Init +3; **Senses** darkvision 60 ft., low-light vision;

Perception +10

DEFENSE

EAC 16; KAC 17

Fort +3; Ref +5; Will +7

OFFENSE

Speed 30 ft.

Melee tactical switchblade +8 (1d4+4 S)

Ranged murmur sonic suppressor +10 (1d4+4 So; critical stifle^{AR})

Spell-Like Abilities (CL 4th)

HP 45

1/day—command (DC 14)

At will—telepathic message

TACTICS

During Combat Sister Spark uses her envoy improvisations to support her allies and demoralize the PCs while firing at her foes with her sonic suppressor.

Morale If her allies are killed or she is reduced to 5 Hit Points or fewer, Sister Spark surrenders and tells any remaining followers to do the same.

STATISTICS

Str +0; Dex +3; Con +0; Int +1; Wis +1; Cha +5

Skills Bluff +15, Culture +10, Diplomacy +15, Intimidate +15, Sense Motive +15

Languages Common, Lashunta, Shirren

Other Abilities constructed, envoy improvisations (get 'em, quick dispiriting taunt), flat affect, upgrade slot (hover field^{AR})

Gear casual stationwear, murmur sonic suppressor^{AR} with 1 battery (20 charges), tactical switchblade^{AR}

Treasure: Sister Spark's desk contains several credsticks holding a total of 3,000 credits. A PC who succeeds at a DC 25 Perception check discovers a blank white keycard taped to the bottom of one desk drawer; this unmarked keycard allows the PCs to bypass the trap in area **E1**. In addition, six frag grenades II and a detonator can be found in a small crate under the table. Sister Spark planned to use these explosives to cause havoc at the New Grakka spaceport.

Development: If the PCs take Sister Spark into custody, she continues to insist that the Swarm needs to be appeased. She counters any response from the PCs with, "You must know the Swarm is coming here. Why this show of futile resistance? We can't possibly defeat them. Our only hope is to join them." The PCs can turn her over to the New Grakka police, though she rants all the way to the nearest station. Her followers, if any remain alive, are much quieter.

The PCs can access Sister Spark's tier 2 computer with a successful DC 21 Computers check. The files within contain her plans to sabotage the New Grakka spaceport and a list of all Reckoners not currently residing at the hall, allowing the SDF and local law enforcement to stop them from committing any further crimes. A PC who succeeds at an additional DC 26 Computers check finds a hidden file on the computer with a 3-D wireframe map showing a small collection of underground caverns. A short tunnel to the surface is marked with the word "entrance," but there is no indication of where these caves are. The map is accompanied by a scan of what appears to be stylistic stone carvings that resemble Swarm creatures. Sister Spark's notes on this file



reference the location as a “sacred site” that could be used as a bolt hole should the Reckoners be subjected to a raid.

D3. BACKSTAGE (CR 3)

This dimly lit room contains a large, cluttered desk and several shelves full of battered audiovisual equipment. The main source of light is the collection of monitors showing video feeds of the hall's stage; one shows a live feed, the other a previous recording. Both are attached to a sleek portable computer. An alcove in one corner of the room contains a threadbare cot. Doors exit to the north and south.

This area functions as the control center for the projector in area **D1**, as well as the quarters for Thisskt, the Reckoners' hacker and audiovisual master. The equipment here can record Sister Spark's speeches and any private conversations she has with followers in her quarters, at her orders; the cult has acquired a great deal of blackmail material in this way.

Creature: Thisskt is a competent technomancer and Sister Spark's righthand. He is the only Reckoner aware of her criminal past, as he helped her found the organization before it became a fifth column for the Swarm. As his limited telepathy makes him more susceptible to Sister Spark's partially telepathic sermons, Thisskt has come to believe the Reckoners will be spared by the Swarm if they cause enough damage.

THISSKT

CR 3

XP 800

Male shirren technomancer

NE Medium humanoid (shirren)

Init +1; **Senses** blindsense (vibration) 30 ft.; **Perception** +8

DEFENSE

HP 31

EAC 13; **KAC** 14

Fort +2; **Ref** +2; **Will** +6

OFFENSE

Speed 30 ft.

Melee survival knife +5 (1d4+2 S)

Ranged azimuth laser pistol +7 (1d4+3 F; critical burn 1d4)

Technomancer Spells Known (CL 3rd; ranged +7)

1st (3/day)—*holographic image* (DC 16), *magic missile*

0 (at will)—*daze* (DC 15), *energy ray*

TACTICS

Before Combat If Thisskt is aware the PCs are coming, he casts *holographic image* to create a wall that blocks off his sleeping alcove so he can hide there.

During Combat Thisskt first uses Amplified Glitch to affect up to three PCs if possible. He then casts *magic missile* at the PC with the heaviest-looking armor while trying to keep his distance. If a PC is of a race that has natural telepathy (such as lashunta or shirren), Thisskt mentally reaches out to that PC, urging them to give in and be embraced by the Swarm, the rightful rulers of the galaxy.

Morale While a loyal Reckoner, Thisskt isn't eager to die for the cause. He attempts to flee if reduced to 5 Hit Points or fewer and surrenders if he has nowhere to run. If he flees, he gives up on the Reckoner agenda.

STATISTICS

Str -1; **Dex** +1; **Con** +0; **Int** +1; **Wis** +4; **Cha** +2

Skills Bluff +13, Computers +13, Culture +8, Diplomacy +8, Mysticism +8

Feats Amplified Glitch

Languages Common, Shirren; limited telepathy 60 ft.

Other Abilities communalism, magic hacks (harmful spells), spell cache (Reckoner tattoo)

Gear casual stationwear, azimuth laser pistol with 1 battery (20 charges), survival knife, *spell gem of life bubble*

Development: Any sound of combat from this area brings the toughs from area **D4** after 1 round; the three toughs from area **D1** arrive 1d4 rounds later. Sister Spark stays where she is in her quarters.

If the PCs take Thisskt into custody, he doesn't say much unless a PC succeeds at a DC 20 Diplomacy or Intimidate check. He then answers any questions the PCs have about the Reckoners, including the nature of its founding. The shirren also tells the PCs about Sister Spark's plan to blow up the New Grakka spaceport and the secret caves they recently uncovered, noting that all the information about it is on her computer.

The PCs can access Thisskt's tier 3 computer with a successful DC 25 Computers check. The files within are mostly images of Swarm creatures and rare footage of Swarm battles culled from the dark infosphere, as well as recordings of potential recruits who openly discussed sedition with Sister Spark, retained for the purposes of future blackmail. Local law enforcement would be very interested in obtaining these recordings.

Treasure: Tucked under Thisskt's cot is a mk 1 mobility enhancer armor upgrade (*Starfinder Armory* 84), which a recruit gave to the Reckoners but none of them had a use for.

D4. BUNK ROOM (CR 3)

This cramped room contains three old bunk beds, under which are pushed rusty metal footlockers. A ragged couch sits against the east wall. A smell of stale sweat hangs in the air. Doors exit to the north and south.

This is where the toughs in residence at the hall sleep at night.

Creatures: A pair of off-duty toughs lounge on the couch here during the day.

RECKONER TOUGHS (2)

CR 1

XP 400 each

HP 24 each (see page 23)

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TACTICS

During Combat The toughs scramble to their feet and

attempt to move out of the door opposite the one the PCs entered, tossing a stickybomb grenade behind them if possible.

Morale If reduced to 5 HP, the toughs use a smoke grenade to withdraw unless their leader is threatened. They also stand down if ordered to leave by Sister Spark. If Sister Spark surrenders in their presence, they do as well. Otherwise, they fight to the death.

Development: Any sounds of combat from this area brings the toughs from area **D1** after 1d4 rounds. If he isn't pulled into the fight, Thisskt retreats to Sister Spark's side.

If taken into custody, the toughs refuse to speak, allowing Sister Spark (if she has also been captured) to do all the talking.

Treasure: In addition to a few changes of clothes, one of footlockers contains a static polarity rifle (Armory 20) the Reckoners use during sabotage missions, along with two high-capacity batteries.

D5. LAVATORY

This room contains a simple toilet, a shower stall, and a small metal sink.

D6. STORAGE

The Reckoners keep their sundries here, including cooking supplies for the kitchen (area **D7**) and cleaning supplies. The room contains haphazardly stacked boxes and crates.

Treasure: A PC who succeeds at a DC 22 Perception check while searching this room finds a box containing 1,000 UPBs.

D7. KITCHEN

A stovetop and counter run along the southern and eastern walls, both crusted with dried food and other unrecognizable stains. A deep sink in one corner is filled with dirty metal dishes.

The Reckoners occasionally cook simple meals here in this filthy kitchen, though they are more likely to feed themselves with R2Es or takeout from food stalls around the city. Since the Swarm took Suskillon, the Reckoners have had little motivation to keep this area clean.

PART 3: A DEEPER LEVEL

When the PCs report in after defeating the Reckoners, Commander Najiri allows them the temporary use of a few

desks at city hall to go over the unusual information found on Sister Spark's computer. If the PCs didn't find the map of the caves underneath the city, an SDF technician discovers them the next day and turns the file over to Commander Najiri, who passes it along to the PCs. Due to the mention of a sacred site in Sister Spark's notes, the commander also suggests that they inform Xelonan of their findings (if the PCs don't think to do so on their own). The shirren priest arrives an hour later, his mandibles clicking eagerly with curiosity.

A casual search of history pages on the infosphere doesn't turn up anything about the caves, but a PC who succeeds at a DC 24 Computers check or a DC 21 Culture check uncovers information about the early shirren pioneers during their flight from the Swarm. Centuries ago, these shirrens attempted to settle on Utraneus at the same time that others of their population intermingled with the people of Suskillon. It is unclear what exactly happened to those shirrens, but Suskilloners didn't detect any sentient life-forms on the planet when they began planning their colonization 100 years ago. Commander Najiri posits that since it was incredibly difficult to build permanent structures on Utraneus until the stabilization formula was created, the earlier shirren settlement must have failed. A PC who succeeds at an additional DC 22 Culture or Mysticism check surmises that the images of carvings the Reckoners found in the caves are evidence of something left behind by those shirren pioneers; Xelonan can come to the same conclusion if the PCs don't, adding that he would be very interested in learning more about this lost chapter of shirren history.

The PCs can call up a map of the city and the surrounding area to impose the Reckoners' map over it, revealing that the largest of the caves lies under the House of Friendship, a temple to Hylax in a neighborhood in New Grakka called Old Town. Xelonan explains that the House of Friendship was one of the first structures built in New Grakka and that the rest of the city grew around it. The small side tunnel marked "entrance" on the Reckoners' map seems to connect to the basement of a business named Vibrakleen, an automated laundry facility that uses sonic energy to get clothes clean (commonly known as a "sonimat"). A PC who succeeds at a DC 20 Computers check finds Vibrakleen's owner on Sister Spark's list of blackmail targets. If the PCs try to contact the owner, they are nowhere to be found.

Once the PCs have gathered as much information as they are able, Commander Najiri points out that New Grakka desperately needs more emergency shelters should the Swarm attack Utraneus. Whether or not there is anything of historical value to find in the caves, she believes the area could be used as a refuge. Xelonan notes that the Reckoners thought the same thing. With the rest of the military busy with defensive preparations, Commander Najiri assigns the PCs the task of exploring these caves to assess their stability. She instructs them to survey the caves and ensure



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they are free of dangerous wildlife so that relief workers can outfit them for occupation if necessary. She also reminds them, possibly unnecessarily, that if the Reckoners managed to enter the caves, the PCs should keep an eye out for surprises.

The PCs are allowed a night's rest and some time to purchase equipment before they set out, but Commander Najiri suggests they don't linger too long, as the SDF can't predict the Swarm's movements.

CATCHING UP WITH XELONAN

During a few quiet moments, Xelonan asks about the PCs' welfare and wants to know about everything they've done in New Grakka since they arrived. Some questions the PCs might ask Xelonan in return and his answers are below.

What can you tell us about these carvings? "Well, I'm no archaeologist, but from the style, I would guess they are at least a few hundred years old. It's entirely possible they are from that failed shirren settlement on this planet, but the subject matter... it's quite disturbing. Do you see these characters? They're Kucharni—the language of our ancestors before the Swarm. If you find any more of these reliefs in the caves, I would love to see them."

If the shirrens were in those caves, what were they doing there? "I'm not sure, but it can't be a coincidence that the House of Friendship was built almost directly on top of the caves..."

Perhaps the priests of Hylax who constructed the temple were drawn to the area somehow?"

How do you think the Reckoners found the caves? "It is strange, is it not? I can only speculate that their shirren hacker might have had an unconscious inkling of its whereabouts, the same way the shirren colonists from Suskillon did?"

How are the Reckoners and the Swarm connected? "It's unheard of for the Swarm to make allies, let alone use subversives like this; they just eat... everything! I can't understand why anyone would sympathize with them, let alone try to help them. These Reckoners would hardly be the first organization to form at a like this, however. People can do terrible things in the face of fear. You're fortifying the colony, and those of us in the priestly and healing professions are doing our best to strengthen our fellow citizens' minds and hearts for the trials to come. But sometimes it isn't enough."

We've noticed some signs that the Swarm may have psychically influenced the Reckoners, and possibly others.

Do you know if that's possible? "The Swarm has never been so subtle, but... I'll make some inquiries. This... is a very troubling thought. Our ancestors fought long and hard to free their minds from the Swarm. They were successful, but... we know so little about how they did it. If there's any possibility that the Swarm is trying to re-establish their hold... that's quite frightening. I must learn more about how our ancestors escaped their grasp." A PC who succeeds at a DC 22 Sense



Motive check can tell that there is something Xelonan isn't telling them.

What aren't you telling us, Xelonan?/Have you learned any more about why the Swarm were focused on your temple? "I'm trying to help where I can, but I can't stop thinking of the attack on Suskillon. The way they came for my temple and that strange trance I entered. I can't help but wonder what it was all about." He sighs. "I didn't want to mention it on the *Terminus Wild*, but I've been having regular nightmares since we left Suskillon. In every one of them, I can sense a terrifying presence that I somehow know is called 'the God-Host.' And what's stranger is that some of my fellow shirrens here on Utraneus have been having similar nightmares."

What's the God-Host? "Your guess is as good as mine."

When the PCs are done talking to Xelonan, they can proceed to Old Town at their leisure.

OLD TOWN

Old Town is a small district near the center of New Grakka, and it features a distinctly older architectural style. The buildings are more compact and seem cozier than the steel frames and poured concrete typical in the rest of the city. A tiny park adds a bit of green and other bright colors to the area.

The House of Friendship is the neighborhood's most prominent feature. Its multidomed structure rises above the other buildings, large without being imposing. The front doors are wide open, and the courtyard is filled with tents erected in neat rows to house Suskillon refugees. One central patch is left clear for gatherings, where children of multiple species are gathered around a host shirren storyteller. The grim despair hanging over the rest of New Grakka seems to be unable to penetrate here.

VIBRAKLEEN

The sonimat Vibrakleen is only two blocks from the House of Friendship. When the PCs arrive, it is open for business, but since it is fully automated, the only "employees" are machines. The sonimat has a large hopper with a connected computer console near the front of the business, where customers deposit their dirty laundry, choose and pay for the services they desire, and receive an RFID-enabled chit that allows them to pick up their clothes when they are clean. The remainder of the building consists of pulsating sonic "baths," irons attached to robotic arms, and a series of tracks near the ceiling that whisk the clothing from station to station.

Of course, all this automation occasionally needs to be repaired and maintained. A locked plastic door (hardness 8,

HP 30, break DC 24) marked "Employees Only" leads to the rear of the business, where the bulk of the machinery can be found. The door can be unlocked with a successful DC 25 Engineering check. While among the machinery, a PC who succeeds at a DC 23 Perception check spots a loose panel on one of the walls behind an automatic folding machine. Prying the panel open reveals a narrow staircase leading to a basement walled with cinder block.

The air here is musty, and cobwebs crowd the corners of the room. Aside from a filthy mop leaning against one wall and a handful of small chunks of rock scattered across the floor, this chamber is entirely bare.

This hall might seem like a dead end, as the Reckoners have hidden the passageway to the caves well. A PC who succeeds at a DC 26 Perception check finds that a section of the cinder blocks near the floor in the southern part of the room are loose. A successful DC 22 Strength check is required to push the blocks inward to reveal a passage leading down; up to two PCs can aid on this check.

The tunnel is dark and is only 6 feet high, requiring taller PCs to duck their heads when descending. A PC who succeeds at a DC 18 Engineering check confirms that this passageway was created with poor tools and weak acid; the sound of the sonimat machinery would have masked the noise of digging through the stone. After a few hundred feet, the tunnel ends at a spot where the Reckoners broke through the wall of area **E1**.

Story Award: If the PCs discover the secret entrance in Vibrakleen's basement, award them 800 XP.

E. CAVES OF PILGRIMAGE

These caves were sculpted by centuries of flowing water long before the shirrens established their shrine. The walls are quite smooth, with layers of sediment infused with the fossilized remains of thousands of bioluminescent sea creatures that give off a cool green glow. Additional patches of electric blue bioluminescent lichen growing along the bases of the walls bathe the caverns in a dim light, except where otherwise noted. Most of the tunnels are 12 feet high and, unless otherwise noted, the cavern chambers are 20 feet high. The faint trickling sound of distant water can be heard within most chambers and passages.

By examining the walls of the caverns and succeeding at a DC 21 Engineering or Physical Science check, a PC can assess the composition and stability of the structure. They see that the stone has been stabilized by massive injections of a chemical formula from above; this is what makes it possible for New Grakka and other settlements not to fall into sinkholes. This protects the rock from future erosion, but not from unaccustomed stresses. Any attempt to remove the rubble from collapsed passages without the use of appropriate machinery and sturdy ceiling supports would

THE EXODUS

The Caves of Pilgrimage represent a ritual journey, through which the shirrens who built it metaphorically retraced their ancestors' steps as they escaped from the Swarm. Specific chambers correspond to significant events along the journey, the reenactment of which was intended to educate the young in their history and encourage empathy. For instance, the carvings near the entrance represents the shirrens' awakening as individuals and the fear of being pulled back into the violent, repressive hive mind. Pilgrims were intended to be met by a guide in the final chamber to help them understand the significance of what they just participated in, but no one except the Reckoners has set foot here in centuries.

More shirren history can be found in "The Shirren Exodus" on page 38.

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result in further cave-ins. The area is also likely riddled with sinkholes, underground waterways, and other hazards. Due to the unusual mineral concentrations in the stone, the range of comm units within the caves is reduced to 60 feet, and PCs within the caves aren't able to contact the surface, except where noted.

Surveying the Caves: The PCs' specific task is to map the caves and identify sites suitable for living spaces, storage, and essential facilities including an infirmary and communications center. It takes an uninterrupted 10 minutes for the PCs to determine the utility of each chamber, with specific results noted in the Survey Notes section of each area; this doesn't count as a 10-minute rest to regain Stamina Points. It takes a single PC twice as long to survey a chamber if their comrades use the time to rest to regain Stamina Points or perform other tasks. A PC can attempt a DC 22 Engineering or Survival check when surveying a chamber to halve the time it takes (whether working alone or as a group). PCs who return comprehensive notes to Commander Najiri when they return from the caves earn extra XP (see page 36). The cave system can't hold the entire population of New Grakka, especially since the city is hosting the survivors of Suskillon, but it might be able to serve as one of several emergency shelters for hundreds of people. The sudden increase in population has strained the planet's usual disaster preparedness facilities, and another shelter would reduce the stress on the system.

Xelonan asks the PCs to note any specific details regarding the shirrens' history and their flight from the Swarm during their exploration. Doing so will be a great boon to scholars and might aid the SDF in discovering a means of resisting the Swarm's invasion of Suskillon (see Concluding the Adventure on page 37). However, even if



they don't document the cultural significance of the various chambers, Xelonan will be able to do so once the PCs clear out the monsters and hazards from the caverns.

E1. RECKONER STASH (CR 5)

An entire wall here is carved with intricate reliefs of strange insectoid figures in a precise style with minimal negative space. Some resemble known Swarm creatures, but others are more obscure. All have oversized mandibles dripping with fluids. A large, modern crate, the top of which is pitted with acid burns, stands in the southeast corner of room, with a trio of glass beakers arranged in front of it. To the north, a rough passageway slopes upward. Tunnels to the west and south have collapsed into rubble, and another tunnel the east is covered with heavy plastic sealed against the ceiling.

The northern tunnel connects to the disused basement of Vibrakleen, while the western tunnel was the cavern's original entrance before it collapsed.

A PC who succeeds at a DC 21 Culture check recognizes that the carvings are made with outdated laser technology and are likely shirren in origin, dating from the early period of the shirren exodus; exceeding this DC by 5 or more pinpoints the date to somewhere between 20 and 40 AG. These carvings suggest that the ancient shirrens used these caverns for a ritual purpose when they came to Utaneus. With a successful DC 23 Perception check, a PC notices that some of the stylized Swarm figures form words. Any characters who can read and understand the Shirren language can read the phrase "Awakening to the Nightmare"; if this language is unfamiliar to the PCs, one of them can decipher the relief's title with a successful DC 25 Culture check.

Shortly after finding these caves, the Reckoners encountered the feeder fungus in the area to the east. They nearly lost several members to its narcotic spores but managed to drag their allies back to this spot to recover. As the Reckoners weren't pursued by the fungus and the connecting passageway put them beyond the range of creature's spores, they saw no need to take precautions beyond covering the entrance to that tunnel with a plastic tarp. Preoccupied with their sabotage plans, the group never bothered to venture beyond that cavern.

Beneath a particularly gruesome depiction of a hunter Swarm creature sits a large, modern crate, outfitted with an electronic lock and etched with the now-familiar stylized insectile claw of the Reckoners. Atop and around the crate are the detritus of rituals performed by some of the more unbalanced Reckoners; they dissolved small objects in and even burned themselves with acid in a futile attempt to gain a resistance to it, hoping to mirror the Swarm's immunity to it. The Reckoners realized the area's potential as a refuge

and left a cache of emergency supplies within the crate in the event they needed to flee from the authorities.

Trap: The crate of emergency supplies is trapped; its electronic lock is rigged to send a painful jolt of electricity to anyone who tries to disable it. Sister Spark's keycard from area **D2** can bypass the trap, and the PCs can use it if they found it and realize its significance.

JOLTING LOCK TRAP

CR 5

XP 1,600

Type technological; **Perception** DC 27; **Disable** Engineering DC 24 (disable shock emitter)

Trigger touch; **Reset** immediate; **Bypass** wireless keycard reader (DC 24 Computers to hack)

Effect arc of electricity (4d12+4 E); Reflex DC 15 half

Treasure: The crate contains emergency medical supplies (an advanced medkit, 3 doses of sprayflesh, and three *mk 2 serums of healing*), three web grenades I (*Starfinder Armory 26*), and a planetary survival kit that includes a compass, a flashlight, a grappler with 50 feet of titanium alloy cable line, and a 5-week supply of field rations for four people. It also contains several credsticks loaded with a total of 4,000 credits and a portable tier 3 computer. If the PCs missed any information about the Reckoners in Part 2, they have another chance to learn it here from the computer backups, assuming they can access them. The computer is locked but not trapped, requiring a successful DC 25 Computers check to hack. When the PCs gain access to the computer, an audio message from Sister Spark automatically plays.

"If you are hearing this, it is quite likely that the hall has been raided, and my lieutenants and I are dead. You and any other survivors have gathered here for safety as planned. However grim things look, you are in a far better position than the fools who never answered the Swarm's call. The masters will show their gratitude for our efforts. Remain here until the hunt has died down, then resume operations. I've left records and equipment to assist you. This city will burn, but the pyre will please our new masters, and you will be rewarded."

Survey Notes: As this chamber is closest to the surface, it is the only real option for a communications center. A signal receiver can be placed here with data cables leading up to antennae on the surface, allowing any refugees to remain in contact with the SDF as long as the station here is maintained and operated.

E2. CHAMBER OF CHOICES (CR 4)

Visible layers of sediment form waving striations in the walls of this beautiful, open chamber. Regular hollows have been carved in the wall to retain water and colonies

of bioluminescent algae, which light the chamber like organic lamps. Thick, blue-gray lichen covers the floor, rising up in fernlike tendrils near the northern wall. Flickering holographic displays line the southern walls, projected from hidden emitters. The westernmost display shows a meticulously ordered garden with flowers of every description; withering and growing anew in a never-ending cycle. The central display depicts a series of rolling hills covered with short grass; every few moments, a herd of alien beasts passes through the landscape. Riddled with static, the easternmost display shows several terrifying, long-legged creatures slowly surrounding a family of sleeping shirrens; the image resets before they attack.

With a successful DC 28 Perception check, a PC can spot the small holographic emitters embedded in the floor and ceiling. With a successful DC 26 Engineering or Mysticism check, a PC can identify these emitters as being hybrid items whose technological aspects seem a bit outdated when compared to current tech, but their magical components have kept them functioning and free from decay for centuries. Working together, the emitters produce an effect similar to a 1st-level casting of *holographic image*.

A PC who succeeds at a DC 25 Culture check can deduce that the images represent places the shirrens visited during the early days of their exodus from the Swarm before stopping in the Suskillon system; a shirren PC or someone who has studied shirren history receives a +4 circumstance bonus to this check. The intent of the holograms is to present pilgrims with the same choices the shirrens faced on their journey and lead them to the conclusion that not all choices are equal, or easy, and the best may be the most difficult to make.

The section of the cavern wall leading to the eastern passage is also a holographic image. A PC who succeeds at a DC 15 Will saving throw while interacting or examining the walls can disbelieve this illusion; if the PCs found the holographic emitters, they gain a +2 circumstance bonus to this saving throw. If the PCs dismantle the emitters (see Treasure below), the passageway is automatically revealed.

Creature: As evidenced by the large patch of lichen and moss, this chamber is the perfect environment for fungus to flourish. Within the past year, an ambulatory carnivorous plant known as a feeder fungus—one of the rare purely organic natives of Utaneus—has made its lair in this room. It gets enough nourishment from the tiny amphibious creatures that occasionally squeeze their way into the caverns, but it is happy to feast on larger prey.

FEEDER FUNGUS

CR 4

XP 1,200

HP 52 (see page 55)

TACTICS

Before Combat If the feeder fungus detects the party's

approach, it attempts to hide among the lichen along the chamber's northern wall.

During Combat The feeder fungus attempts to grab the closest opponent, launching spore pods to keep other attackers at bay.

Morale The fungus fights to the death.

Treasure: With access to the emitters, a PC can download the programmed images onto a computer with a successful DC 21 Computers check, so as to later present to Xelonan or otherwise study. The PCs can also salvage the interiors of the holographic emitters with a successful DC 28 Engineering check, retrieving three *spell gems of holographic image* (1st level); this shuts down the holographic displays here in this chamber.

In addition to the gems, a PC who succeeds at a DC 22 Medicine check or DC 27 Survival check can extract some of the feeder fungus's narcotic spore pods, which can be used to synthesize sedatives to supplement the city's stockpile of emergency supplies. A successful check nets the PCs a single spore pod, which is worth 3,000 credits to right buyer.

Survey Notes: If this chamber is carefully scoured of organic material, it is large enough to store generators, hydroponics tanks, water filtration systems, or other bulky equipment to support a camp.

E3. LEAP OF FAITH

The light-generating layers of stone and bioluminescent moss aren't present in this passage, plunging it into darkness. The walls here have a rougher texture, and the floor is an irregular lattice of brittle stone that obscures the pits that dot the passage (see Hazard on page 32). The passage curves to the right and slopes downward, obscuring its true length and reducing visibility even for those with darkvision. The tunnel descends approximately 45 feet before it reaches area **E4**.

A PC who succeeds at a DC 30 Perception check spots a series of mathematical equations and astrogation charts carved high up on the walls; a PC who uses the handholds to traverse the passage (see Hazard on page 32) spots these carvings automatically. With a successful DC 22 Physical Science or Piloting check, a PC identifies the carvings as the calculations required to astrogate a starship, though it is impossible to tell the vehicle's starting location. The equations in the western portion of the tunnel seem to focus on shorter journeys, while the ones near the eastern end appear to be confident calculations for extended trips.

This section of the pilgrimage symbolizes the danger of the shirrens' flight through the darkest reaches of space and the Drift before the proliferation of Drift beacons that exists today. A PC who succeeds at a DC 25 Culture check recognizes the symbology of the equations and understands how they represent the desperation that drove the shirrens in their exodus; a shirren PC or someone who has studied shirren history receives a +4 circumstance bonus to this check.

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SHIRREN CURSE

The shirrens who created the Caves of Pilgrimage wanted to be sure that no one stole from the memorial, so they created this minor curse.

MINOR CURSE OF RESTLESSNESS

Type curse; **Save** Will DC 16

Effect When the victim takes a full night's rest (8 hours of sleep or more), they constantly toss and turn, recovering only 1 HP, instead of 1 HP per character level. If they undergo complete bed rest for 24 hours, they recover only 1 HP per character level, instead of 2 HP per character level.

Cure The victim must remain awake for a continuous 72-hour period, attempting the normal Fortitude saving throws against sleep deprivation (*Starfinder Core Rulebook* 404). If they fall victim to a spell or effect that causes the asleep condition during this time, they must begin the 72 hours over again when they wake up.

Hazard: A permanent enchantment on this tunnel extinguishes all nonmagical sources of light here. The uneven floor of this passage is difficult terrain, with four 20-foot-deep pits as noted on the map. The texture and angle of the floor shrouds these openings, making them hard to see, requiring a successful DC 26 Perception to spot each one. If a PC accidentally steps into a square containing a pit, they can attempt a DC 16 Reflex saving throw to avoid falling in. Otherwise, they tumble into the pit and take 2d6 bludgeoning damage. A PC can climb the walls of a pit with a successful DC 20 Athletics check.

A PC who succeeds at a DC 22 Perception check notices a series of hand- and footholds carved into the wall several feet off the ground. A PC can use these niches to traverse the corridor without risking falling into a pit, though it requires a successful DC 15 Athletics check to move at half speed this way.

Survey Notes: In its current state, the passageway is unsafe for pedestrian traffic. To start, magic lighting would need to be installed here to banish the darkness, or someone would need to permanently dispel the enchantment. In addition, a PC who succeeds at a DC 20 Culture or Engineering check remembers that New Grakka was famously founded when engineers discovered a chemical formula to stabilize Utraneus' brittle limestone surface. Most likely, the city's civil engineering corps will be able to stabilize this floor.

E4. REST CHAMBER

The floor here has been smoothed out, except in several places where the stone has been formed into low benches.

Niches have been carved into the southeastern wall, directly under another intricate bas relief showing shirren figures mingling with other humanoid figures. Passages exit to the east, west, and north.

Similar to the carvings in area E1, the ones in this chamber were created with older laser technology, something a PC can recognize with a successful DC 21 Culture check; the PCs automatically know this if they succeeded at the same check in area E1. This bas relief symbolizes the shirrens' contact with the friendlier races of the galaxy, integrating with civilizations such as those on Suskillon. With a successful DC 23 Perception check, a PC can spot words hidden within the carving; if the PCs spotted the mural title in area E1, they receive a +4 circumstance bonus to this check. Any characters who can read and understand the Shirren language can recognize the title of this bas relief as "The Dawn of Friendship"; if this language is unfamiliar to the PCs, one of them can decipher the relief's title with a successful DC 25 Culture check.

Survey Notes: The benches here can serve as makeshift beds with enough padding, making this chamber a fine potential infirmary.

E5. MEMORIAL TO THE FALLEN (CR 5)

The sound of dripping water is muted in this side cavern. A small shrine is set up against the eastern wall, its front a simpler, older holographic display showing what appears to be a list of names. A package wrapped in brown paper sits next to a small metal bowl holding a half-burned stick of incense on the shrine. A poem has been carved into the western wall. The only exit is to the south.

This side cavern was created to serve as a shrine to Hylax and a memorial to the shirrens who perished during their flight from the Swarm. A PC who succeeds at a DC 14 Mysticism check can identify the symbology of the shrine as that of a shirren memorial. A PC who succeeds at a DC 14 Culture check while examining the holographic display can tell the names seem to be of shirrens; they appear to be organized in columns, each headed with the name of a starship. Some columns are longer than others.

The poem on the western wall is written in Shirren. Some of the words have been partially smoothed away due to erosion and pilgrims touching the wall. However, the majority of the verses are still legible; they reference loss and mourning, but also growth and change, and grief giving way to the need to move on. A PC who succeeds at a DC 25 Mysticism or Culture check recognizes this poem as being important to shirren culture and the Hylaxian faith.

Trap: One of the last pilgrims through the caves made an offering here (see Treasure below). However, anything placed on the shrine as an offering becomes protected by a curse.

The PCs can burn incense in the metal bowl, read the list of names, or make their own offerings, but if anyone tries to take the package or tamper with the holographic display, they are subjected to this magical trap.

LOOTER'S CURSE TRAP

CR 5

XP 1,600

Type magical; Perception DC 27; Disable Mysticism DC 22 (disrupt latent arcane energy)

Trigger touch; Reset immediate

Effect curse (minor curse of restlessness; see sidebar on page 32); Will DC 16 negates

Treasure: The package contains an obsidian electrovore figurine of wondrous power (Armory 113).

Survey Notes: This chamber is usable as is. As a quiet sanctum, refugees can meditate or pray within this room, which will help to increase morale. Of course, anyone using the space would first need to be warned about the trap on the memorial.

E6. SERPENT'S CENOTE (CR 5)

A short, narrow passage opens into a large cavern with a ceiling nearly 40 feet overhead supported by several stone columns. A cluster of stalactites hang from the ceiling, and stalagmites poke up from a shallow expanse of water covering much of the chamber's floor, the source of which appears to be a small waterfall cascading from a hole near the ceiling. In the western end of the cave, a tunnel exits near the ceiling.

There is a drop of about 5 feet from the mouth of the eastern tunnel to the cavern's floor, which is covered in about 1 foot of seawater; this increases the DC for Acrobatics checks to tumble in the area by 2. While the water enters the chamber from the sea through the hole near the ceiling, it drains out just as quickly through several cracks in the floor. The western tunnel is 30 feet above the surface of the water; the wall can be climbed with a successful DC 20 Athletics check.

The water flowing into this cave is a more recent development, which the original architects didn't intend. The hole in the ceiling formed a little over a year ago. The columns, stalagmites, and stalactites are traced with more intricate designs to make them resemble alien trees and other foliage to symbolize a dark forest, a metaphor for the future. The climb to reach the western tunnel represents the difficulty still to come for the shirren people.

Creature: Several months ago, an adolescent Utrenian seawyrm—an amphibious

creature native to the planet—was pulled in through the waterfall and has been unable to escape. It subsisted on the other sea life that is constantly being swept into the chamber, eventually growing to its full size. The Utrenian seawyrm is the largest predator to evolve on Utrenaeus, and this particular creature has been unable to truly fulfill its appetite for several weeks. It ravenously attacks the PCs as soon as they enter the cavern.

UTRANEAN SEAWYRM

CR 5

XP 1,600

Aquatic huge predator (Starfinder Alien Archive 2 138, 102)
N Huge animal (aquatic)

Init +2; Senses blindsense (scent) 60 ft., low-light vision; Perception +11

DEFENSE

HP 72

EAC 17; KAC 19

Fort +9; Ref +9; Will +4

OFFENSE

Speed 15 ft., swim 30 ft.

Melee bite +14 (1d6+10 P plus swallow whole)

Offensive Abilities swallow whole (1d6+10 A, EAC 17, EAC 15, 18 HP)

Space 15 ft.; Reach 15 ft.

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TACTICS

During Combat The seawyrm targets the largest PC and attempts to swallow them whole.

Morale The seawyrm's desperate hunger drives it to consume as many members of the party as possible. It fights to the death.

STATISTICS

Str +5; Dex +2; Con +3; Int -5; Wis +0; Cha +0

Skills Athletics +11 (+19 to swim)

Other Abilities amphibious

Survey Notes: This is the largest open area in the caverns. If properly drained and the leak plugged, it can hold prefabricated housing, tents, or other temporary shelters for around 100 people. In addition, if given enough time and with sufficient equipment, an emergency

escape route can be installed near the ceiling (making sure not to drill into the sea).

E7. PILGRIMAGE'S END (CR 7)

A column of amber stretches from floor to ceiling in this chamber, radiating a warm golden light. A hemispherical shape can be seen within the column, but the details are difficult to make out. A dusty shrine stands against the western wall, etched with symbols of an insectoid head. A tunnel to the north has collapsed long ago, but another, smaller passage leads to the south.

Before the column of amber dissipates, the room is bathed in normal light, but when the apari is freed (see Creature below), the light level returns to dim. A PC who succeeds at a DC 12 Mysticism check can tell that the shrine is dedicated to Hylax, also known as the Forever Queen and the deity of friendship, peace, and first contact. When approached, hidden hybrid holo-emitters in the shrine activate to show a life-sized shirren representation of Hylax: an insectile humanoid woman wearing a flowing white robe and holding her arms wide as if about to embrace the viewer. She says, "Welcome, pilgrims" in Shirren and then dissipates into dozens of motes of golden light. The motes arrange themselves into a pattern that a PC can recognize with a successful DC 18 Physical Science check as several constellations visible in Utraneus's night sky (adjusted for the passage of 3 centuries).

Creature: As the holographic stars hang over the shrine, several magic sensors in the room await a response from the pilgrims; normally, the caverns' high priest would help prompt the visitors to recite the correct prayer to Hylax. However, since that guide was killed centuries ago, the PCs won't even know they are expected to say anything.

Unfortunately, this means that the chamber's security activates a few moments after the hologram does.

The amber column quickly melts, revealing the apari that has been hibernating within. The amber column is also designed to disappear if anyone attempts to tamper with it, though a PC can examine it without fear of consequence. A PC who succeeds at a DC 18 Mysticism check can recognize that the column is the result of powerful protective magic; if the result of their check exceeds this DC by 5 or more, the PCs can tell that a living creature is held in place within the column, though the specifics about the creature are impossible to tell.

The creature was placed in stasis by powerful shirren mystics when the caverns were built, in case the Swarm (or any other beings with hostile intent) tracked the shirrens here. The apari isn't native to Utraneus and was transported here from the Chuuva system during the early days of the shirren exodus. The

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apari attacks anyone in this chamber, but as it wakes from its long slumber, it is staggered for the first round of combat.

APARI

XP 3,200

HP 105; RP 4 (Starfinder Alien Archive 14)

TACTICS

During Combat When reduced to 80 or fewer Hit Points, the apari spawns a pair of constituents to harry the PCs.

Morale Mindless and confused as to where it is, the apari fights until it is killed.

Development: When the PCs defeat the apari, they can return their attention to the hologram. It fades away after a minute but activates again if anyone steps back from the shrine and approaches it again. However, at this point there are no further countermeasures if the PCs don't recite the passcode. A PC who succeeds at a DC 24 Perception check discovers the holographic emitters within the shrine and can then attempt to hack into the small computer that controls them. Doing so requires a successful DC 25 Computers check. If the PCs gain access to the emitters' programming, they can determine that the key phrase the sensors were listening for was "the Forever Reliquary" in Shirren. They can also call up the holographic images that would have played had they said the correct phrase.

Activating the second half of the hologram shows the dozens of golden motes suddenly blurring, as if they were moving past the viewer at a great speed (or the viewer was moving past them). An image of large rock hurtling through space appears; the shirren representation of Hylax manifests on the rock, though much smaller than previously. A glow begins to form around the rock, eventually turning into a bright corona with a long tail. A PC who succeeds at a DC 12 Physical Science check recognizes the phenomenon as a comet. The comet blazes for a few moments before the hologram fades.

Though the PCs won't recognize the comet yet, it is an image of the Prodigal Stone, a holy site where Hylax revealed herself to the shirren race during their flight from the Swarm. The phrase "the Forever Reliquary" and the image of this comet will be of great interest to Xelonan, who discovers it when brought down to this chamber if the PCs haven't already revealed it.

A PC who succeeds at a DC 22 Mysticism check recognizes that the shrine is emitting a low-powered telepathic pulse that engenders feelings of comfort and safety. A character with the limited telepathy racial trait (or some other form of telepathy) gains a +2 circumstance bonus to this check. This signal is what drew the shirren pioneers to the nearby spot on the surface to build the House of Friendship, while also leading Thisskt and the Reckoners to find these caves. It will likely also draw the

Swarm if they land on Utraneus. Realizing this, the PCs can disable the pulse if they wish.

Survey Notes: As another large chamber, this space could be used to house more refugees. Alternatively, it could serve as a common area for recreation or dining. In either case, the Hylax symbology carved into the shrine will likely put people at ease. If the rubble is removed from the northern tunnel, it would be easier for people to reach this room, but some form of security gate or door would need to be installed to keep the refugees safe.

E8. GUIDE'S QUARTERS

A modest chamber carved into the rock, this room contains a small bed, a series of shelves, and a large trunk. The shelves hold several holographic picture frames, an antique sextant and compass, and several fist-sized glass globes. The trunk is made of a shiny metal alloy and is etched with images of stars and insect heads. A standing lamp in one corner is dark, though the soft glow of several patches of bioluminescent moss provide some light. The only exit is to the north.

This room housed the Guide, the chosen priest who managed the pilgrimage, aiding those who might have gotten hurt in the caves and welcoming those who progressed to the final chamber. The last Guide was a female shirren named Mynesh, who was tragically killed in the cave-in that sealed off the corridor between areas **E1** and **E7**. This disaster precipitated the shirren's flight from Utraneus, as they realized just how unstable the ground here was.

Despite having not been touched in hundreds of years, the room is surprisingly free of dust and mold, thanks to a minor blessing from Hylax. Mynesh kept all manner of supplies and books here related to her faith and her position. The holographic pictures on the shelves show Mynesh's family, who went on to live on Suskillon; they have all since passed on. Each of the glass globes is filled with a several shades of viscous fluid that remain separate from one another no matter how hard the globe is shaken, forming colorful swirls. A PC who succeeds at a DC 16 Culture check recognizes the globes as some kind of souvenirs from an unknown planet; aside from being interesting keepsakes, they have no particular value.

The metal trunk isn't locked, but it doesn't appear to have a lid or any kind of handle to open it easily. A PC who succeeds at a DC 20 Engineering check or a DC 25 Perception check can tell that some of the images etched onto the surface can actually be pressed like buttons. When a creature presses a particular pair of images on opposite ends of the trunk—a starburst and a symbol of Hylax—simultaneously, the container opens easily. A PC can discover which two images should be pressed by succeeding at a DC 15 Intelligence check. Alternatively, the trunk can

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be opened with a successful DC 24 Engineering check to disable the latch. The trunk contains a handful of devotional icons of Hylax, a set of ceremonial robes, and an antique (though still functional) datapad.

The datapad is Mynesh's, and it contains her personal diary along with all her files about the maintenance of the Caves of Pilgrimage. The PCs can access the datapad (and all of its information) with a successful DC 21 Computers check. Mynesh's files (which include a detailed map of the area) will be helpful to the SDF engineers converting the caves into a shelter. Mynesh's diary can also give the PCs a glimpse of the shirren's life, as she was the Caves of Pilgrimage's third Guide. Her writing paints a picture of a devout young woman who is proud of her position but who also misses her family. Many of her writings are musings on the Forever Reliquary and her fervent hope to visit it once her term as Guide is completed. The last entry mentions several small tremors that have wracked the caves over a few days; Mynesh writes that she hopes these don't presage a natural disaster similar to the one that caused the original shrine to Hylax to fall into these caves. Unfortunately, Mynesh was killed before she could write any more.

Treasure: A long, narrow, metal box of the same material as the chest sits on the bed. It contains a staff of mystic

healing. Mynesh left it behind when she was killed. If the PCs are worried about taking the former Guide's possessions, Xelonan absolves them of any guilt, saying that the Guide has been dead for some time and they have earned the treasure.

Survey Notes: This chamber's proximity to the entrance (a potential communications hub) make it ideal for a command center.

REPORTING IN

Once the PCs have surveyed all the caverns and defeated the creatures within, they can easily return to Commander Najiri and present their findings. At first, she gives their notes a cursory glance and tells them to get any medical attention they might need, rest up, and await further orders. The next day, Commander Najiri finds the PCs and lets them know she is pleased with their efforts, saying the information will enable New Grakka's civil engineers to construct an emergency shelter in record time. She tells them they are on temporary leave, as she has no military tasks for them at the moment, though she does encourage the PCs to meet up with Xelonan if they haven't already.

The PCs can also talk to Xelonan about the historical relics and iconography they discovered in the caves. The shirren priest is especially excited to see any pictures or recordings

the PCs might have made. The mention of the Forever Reliquary within Mynesh's journal catches his eye, and he excuses himself to speak with his fellow mystics. The information he returns with is explained in *Concluding the Adventure* on page 37.

If the PCs stick around Utraneus long enough, they are informed that the city's engineers discovered a set of remains in the rubble between areas **E1** and **E7** of the Caves of Pilgrimage: the mostly decomposed exoskeleton of a female shirren. The coroner estimates that she perished several centuries ago, most likely crushed by the falling rocks. If the PCs ask, the coroner can digitally reconstruct her face for possible identification. Comparing the reconstruction with the holopictures found in area **E8** confirms that this unfortunate woman was one of the individuals pictured, and was likely the room's occupant, the last of the cave's Guides.

Treasure: After consulting with the local shirren community and the leaders of the House of Friendship, Xelonan offers the party 2,000 credits as an expression of gratitude for their historical discoveries within the caverns.



MYNESH'S SHELF

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**CONCLUDING THE
ADVENTURE**

With the defeat of Sister Spark and her Reckoners, a modicum of calm settles over New Grakka. The integration of the Suskillon refugees continues in earnest, but the PCs are granted some well-earned rest. They can take a few days to recuperate, purchase items from New Grakka shops, or craft their own gear if they wish. If they journey into the city, the positive results of their actions are clear. Though the citizens' general mood is somber—after all, the threat of the Swarm still looms large—there is a small undercurrent of hope.

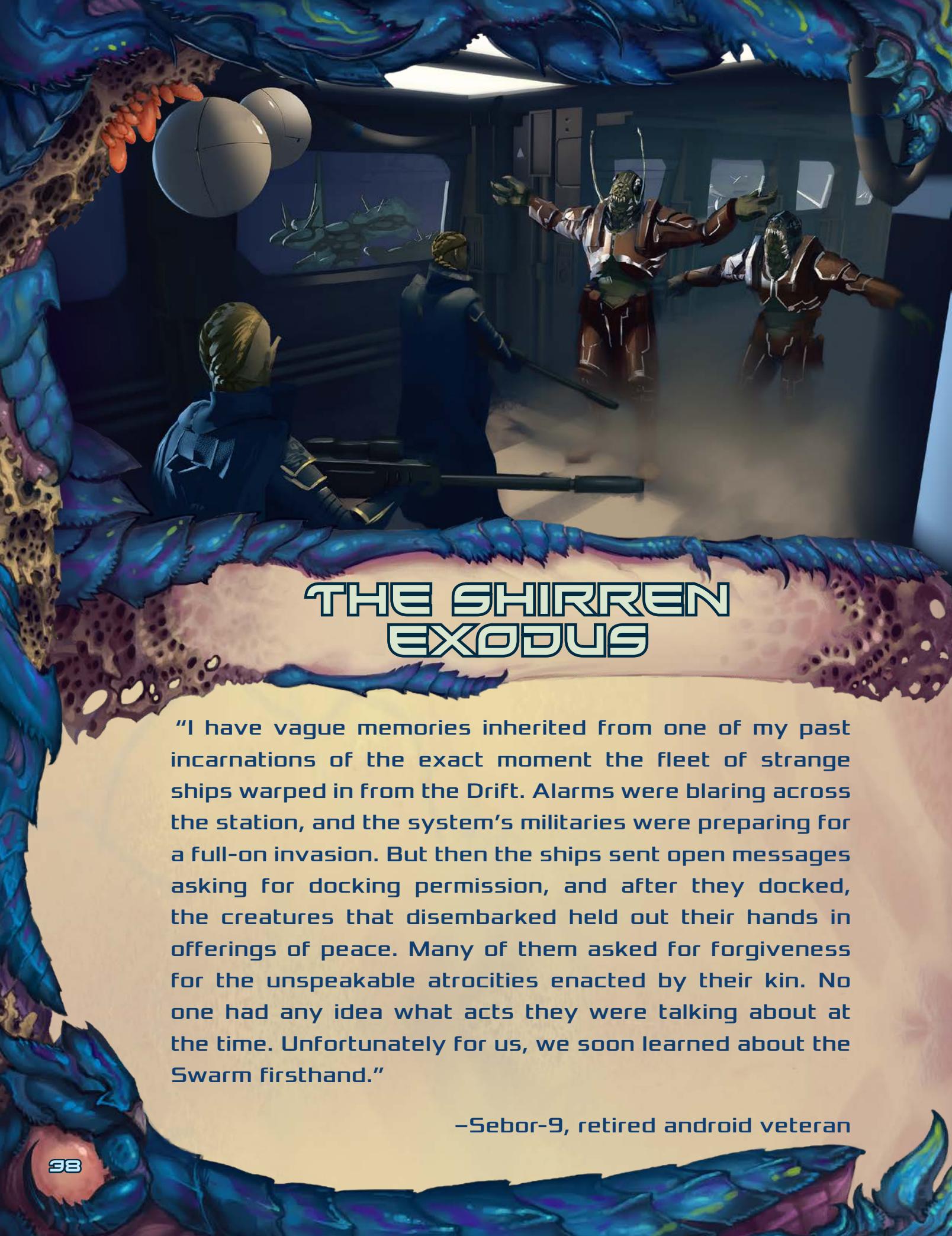
When your players are ready to move on to the next adventure, Commander Najiri summons them to a meeting with Xelonan in her office at the New Grakka city hall, citing the PCs' past involvement with the shirren priest and the troubleshooting nature of their squad as reasons they might be interested in what he has to say. Xelonan has spent some time since the PCs returned from the Caves of Pilgrimage

discussing what the PCs uncovered there. Read or paraphrase the following.

"Thank you all for coming. The cave's final guide mentioned something called the Forever Reliquary, a phrase I had read and heard several times in texts and lectures by Hylaxian scholars, but most of them gave the impression that it was a metaphorical place, an ultimate utopia of peace and friendship that all should strive for. Some even believed it was another name for Hylax's domain. In either case, what you have discovered leads me to think that it is an actual place here on the Material Plane. I did some searching on the infosphere and found an article written by a shirren named Galchak containing theories about the location of the Forever Reliquary. However, there is one big problem."

Commander Najiri steps in at this point. "The most recent information we have on Galchak is that they were a professor at Zessh University on the planet Ilemchuua in the Chuua system... which was the last system hit by the Swarm before they came to Suskillon. We can't be certain if this is a coincidence or not, but if the Swarm are seeking this Forever Reliquary, it can't be for a good reason. We need more data, and that's where you come in."

The PCs' journey to Ilemchuua and the dangers they confront there as they search for Professor Galchak and their research are detailed in the next adventure, "Huskworld."



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"I have vague memories inherited from one of my past incarnations of the exact moment the fleet of strange ships warped in from the Drift. Alarms were blaring across the station, and the system's militaries were preparing for a full-on invasion. But then the ships sent open messages asking for docking permission, and after they docked, the creatures that disembarked held out their hands in offerings of peace. Many of them asked for forgiveness for the unspeakable atrocities enacted by their kin. No one had any idea what acts they were talking about at the time. Unfortunately for us, we soon learned about the Swarm firsthand."

-Sebor-9, retired android veteran

Shirrens, unlike their distant relatives in the Swarm, are a peace-loving and deeply passionate people. Members of the insectile species are zealous in their obsession with independence and harmony, going to great lengths to meet new people and make new friends. Shirrens remain telepathic creatures, but they long ago broke free of the Swarm's hive mind. This independence leaves them fascinated with the concept of making choices—something they believe other races take for granted. Any well-meaning person considers themselves lucky to have a shirren friend at their side, as shirrens tend to be loyal, loving, and diplomatic (though their obsession with making choices might be somewhat irksome, if not downright exhausting). However, the history of the shirren people is fraught with danger and tragedy.

The history of the Swarm is shrouded in mystery, and though there are many prevalent theories, it is not known exactly where these creatures originated from, or exactly how they came to be the relentless devourers they are today. Most of the currently available information comes from shirrens, including the fact that the shirrens themselves are the result of a genetic mutation in the Swarm that occurred during the Gap. Although most other species usually see it as a rarity or a defect, the Swarm's constant transfiguration of its own genes is perfectly normal to it. The Swarm uses its ability to initiate and control mutations in its genome in order to adapt to a variety of situations and environments as it ravages the galaxy.

Shirrens were born from one of these mutations, which mysteriously gave them a sense of independence: they were able to disconnect from the hive mind and free themselves from the Swarm's instinctual, perpetual hunger. It is still not known what caused this change, and the fact that it happened during the Gap means the answer may never be found. Could it have been divine intervention—Hylax taking pity on the Swarm and freeing a select few? A fateful mistake by the Swarm's programmers? Or perhaps nothing more than a coincidence? In any case, shirren storytellers say that during this lost time, shirrens saw the actions of their parent species as an irredeemable atrocity. As the Swarm continued its conquests, subsuming thriving planets into its own genome and leaving nothing behind, shirrens bided their time in hopes of one day finding a way to escape the destruction.

THE GREAT AWAKENING

As the Gap ended, the galaxy's sapient beings—including the Swarm—collectively roused from this strange universal fugue. In the aftermath, chaos reigned in some systems, while others quietly struggled to overcome the missing memories, making assumptions of their purposes based on circumstantial evidence. Though confused themselves, the shirrens took advantage of this awakening to escape from

their unmerciful kin. In rudimentary biomechanical starships disconnected from the Swarm hive mind, the shirrens fled from an unnamed system conquered by the Swarm during the Gap. The Swarm wasn't accustomed to a large group of its components acting on their own, but it wasn't about to allow the shirrens to depart peacefully. Nearly the entirety of the Swarm chased after the shirrens, an occurrence that gave the galaxy a brief reprieve from the hunger of the interstellar threat during a time of great vulnerability.

For 3 years, the Swarm relentlessly pursued the fleeing shirrens, while the shirrens tried not to lead the Swarm into inhabited areas and thus be responsible for the deaths of others. They stopped only briefly at barren worlds, small asteroids, and shimmering nebulae to gather fuel and other resources, or to make hasty repairs to their vessels by replacing failed organic components with metal. All the while, even when the shirrens passed close to large population centers, the Swarm ignored such targets in favor of its former cousins. There were hundreds of skirmishes between the shirrens and the Swarm during this time, resulting in the loss of nearly a third of the shirren population. It seemed that it would be only a matter of time before the Swarm would completely wipe out the shirrens.

Salvation came when Triune, the collective AI-entity, distributed the details of a hitherto unknown plane called the Drift—and a way to use it to travel great distances at previously unimagined speeds by means of dedicated starship engines—via a universe-spanning, telepathic communication known as the Signal. The shirrens realized they might be able to use Drift travel to escape the ever-hounding Swarm for good... if they could carve out enough time to build and install one of these special engines. For months, the shirrens tinkered with Drift engine design on their vessels whenever they could, harvesting necessary materials from floating space debris and other accessible celestial objects.

Eventually, within a year of the Signal's distribution, the shirrens had managed to develop several Drift engine prototypes aboard their dwindling fleet of starships. Unfortunately, the engines couldn't be activated without the starships first coming to a complete stop. If the engines didn't work, the Swarm would be on the fleet in a matter of moments, assuring annihilation. After much discussion of their options, a courageous shirren captain named Cyrsaptu and her brave crew aboard the *Freedom's Echo*—one of the few mostly biomechanical vessels remaining in the fleet—engaged in a suicide mission against the Swarm to give their comrades enough time to escape into the Drift. Cyrsaptu modified her starship's organic computer to send out a massive psychic pulse while hiding within a nearby asteroid field, temporarily fooling the pursuing Swarm into believing her vessel was the entirety of the shirren fleet. As the Swarm descended onto the asteroid field, the *Freedom's Echo* used hit-and-run tactics to harass the enemy ships until it was, sadly, overwhelmed and destroyed. Fortunately, though, this feint gave the other

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shirrens enough time to successfully activate their Drift engines and escape.

The shirrens' first Drift jump was a short one, lasting only a few days and taking the fleet just far enough outside the Swarm's telepathic sensors to grant a period of relative peace and safety. However, the shirren scientists miscalculated the amount of fuel required to operate the engines, not factoring in the extra energy required to have the entire fleet move simultaneously in and out of the Drift. When they returned to the Material Plane, the shirrens began an exhaustive search of the system they found themselves in for more resources. After several weeks spent searching the uninhabited sector, the shirrens spotted a passing comet that emitted powerful energy signatures. Several smaller ships landed on the comet, and dozens of shirren miners and engineers had already begun to gather useful material from the rock when a glowing figure appeared before them.

This was the deity Hylax, a goddess many of the shirrens' ancestors worshipped long ago, before the species turned away from her during their transition into the voracious hive mind of the Swarm. Hylax had watched the shirrens' struggle to see if they were worthy of her blessings. She witnessed

their willingness to sacrifice themselves to aid others and knew that they were nothing like their aggressive cousins. On the comet, she welcomed the shirrens into her fold, granting them mental techniques that would allow them to resist the influence of the Swarm's hive mind should they come into contact with it again, further bolstering their newfound independence.

Many of the shirrens took quickly to this newfound faith, embracing Hylaxian ideals of peace and friendship. Even nonreligious shirrens were grateful for Hylax's gifts, and as a species, the shirrens deemed the comet a sacred site. They quickly constructed a series of tunnels under the comet's surface to serve as a monastery, and while most of the others moved on, a handful of shirrens stayed behind to become its caretakers. They named the place the Forever Reliquary, to hold and honor the memory of this deific contact.

THE FIRST COLONIES

Fairly certain they had lost the pursuing Swarm after leaving the comet, the shirren travelers entered the nearby Suskillon system in the year 5 AG. The fifth planet of this system (also named Suskillon) was inhabited by humans who had yet to make contact with other life-forms and were in the process of testing their first Drift engines. Some of the shirrens were unsure if they would be accepted by these people, some wanted to find an uninhabited system of their own, and others were certain their peaceful intentions would be evident. Though they numbered only around a quarter of a million souls, the shirrens split into three groups at this point.

The smallest of the three shirren groups attempted to establish a colony on Utraneus, the Suskillon system's third planet. Scans showed that the world held no sentient life even though its temperature and atmosphere were ideal to support it. These pioneers were some of the shirrens most devoted to Hylax, so the first structure they built was a grand shrine to the goddess. Unfortunately, the eager shirrens hadn't realized that due to the constant erosion by the wind and waves endemic to that world, most of its landmasses were highly unstable. Less than 3 years after the shirrens made landfall, their shrine collapsed into a giant sinkhole. Luckily, this resulted in few major injuries and no deaths. The religious leaders of the colony, taking this event as a sign from Hylax, had the tunnels and chambers surrounding the fallen shrine cleared out and turned the area into a site that symbolized the shirrens' exodus up

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to that point. Realizing that the instability of the planet's porous ground would cause further problems, most of the colony left to join some of the other shirrens, leaving behind only a few caretakers for the underground complex. More information about Utraneus can be found on page 62, and more details about the Caves of Pilgrimage can be found starting on page 29.

The second group of shirrens introduced themselves to the people of Suskillon—an event that changed the course of that world's history. Though some were skeptical or fearful of these “alien beings,” the majority of Suskilloners were excited to integrate this band of refugees into their own population. The shirrens shared their Drift engine expertise, as well as their Hylaxian faith, with the Suskilloners, and both contributions brought great prosperity and peace to the planet. Shirrens are now a major percentage of Suskillon's populace, and their arrival is celebrated every decade with a major festival called Day of First Contact. For more information about Suskillon, see page 62 of *Starfinder Adventure Path #19: Fate of the Fifth*.

The final group departed from the Suskillon system in search of another inhabitable world. After over a year of wandering—during which they charted a large number of unsuitable planets—these shirrens came across a hospitable system that wasn't already home to a sentient species. The shirrens named this system Chuuva, a Shirren word that loosely translates as “optimistic confidence,” and in 7 AG, they began the process of settling on that system's third planet, dubbed Ilemchuuva. This small colony thrived on their new home world, a planet of fertile soils and plentiful resources. A few shirren starships were brought down to the surface to serve as foundations for the colony's first cities, while others were left in orbit—some with skeleton crews, some completely abandoned, but all regularly maintained in case they were needed for a quick evacuation. In the centuries to come, more insectile species, as well as travelers from the Pact Worlds and the Veskarium, migrated to Ilemchuuva. However, the majority of the planet's population remained shirren. More information about Ilemchuuva and its eventual sad fate will be presented in *Starfinder Adventure Path #21: Huskworld*.

Over the next several decades, generations of shirrens were born on Ilemchuuva and Suskillon. These were the first of the species to know peace, though elder shirrens continued to teach youngsters about their species' tragic history and the dangers of the Swarm. The teachings of Hylax were also very important during these early years of shirren independence, as most of their settlements are centered around a temple or shrine to the Forever Queen, with local priests serving as arbiters of disputes between colonists, shirren or otherwise. This dedication to maintaining peace among friends and neighbors during these sometimes difficult times is often credited as the reason the shirrens flourished.

A few generations after the settling of Ilemchuuva, a large segment of the shirren population born there felt that every facet of their home world had been explored, and thus they longed to see more of the galaxy. Although not discontent with their current situation, these shirrens had been inspired by the tales of their forebears and the stories members of other species brought with them when they migrated to Ilemchuuva. In 64 AG, after months of petitioning the government for the use of some of the Drift-capable starships still in orbit, several groups of brave shirren explorers set out into interstellar space. Many of them expected to return to Ilemchuuva with reports of new worlds they discovered and new cultures they encountered, but a few of them brought along supplies to colonize a suitable planet or integrate with an established, friendly civilization.

Many of the vessels went their separate ways, some following the source of distant transmissions in hopes of finding new allies, and others heading in entirely uncharted directions. These travels allowed the shirren species to spread farther across the galaxy, ensuring they can now be found in nearly every place that life can survive. Entire tomes have been written detailing these journeys, which ranged from safe, peaceful jaunts to harrowing treks through incredibly hostile regions of space. A few of the vessels failed to either return to or, so far as is known, reach friendly territory. Their stories might never be told, but some might still survive in the distant reaches of the galaxy, cut off from communication or, perhaps, direct access to normal space.

The tale of one of the larger groups, consisting of half a dozen ships, bears repeating, because it greatly affected the course of Pact Worlds history. After nearly 20 years of bouncing from system to system without discovering a single planet or moon that could sustain a long-term colony, these shirrens picked up a mysteriously strong signal that they could target with their Drift engines. It turned out to be the powerful beckoning of Absalom Station's Starstone. A short time later, these shirrens exited Drift space in the heart of the Pact Worlds system.

This event came as a surprise to both the shirrens—who were meeting, for the first time, a wide array of species and cultures acting together for mutual defense and governance—and the Pact Worlders, who were still recovering from the deaths caused by the Stardust Plague and expecting another attack by the Veskarium at any minute. With the multitude of guns of the ships in the station's Armada trained on the shirren vessels, the shirrens managed to convince the Pact Worlders of their peaceful intentions. The shirrens sent a delegation to Absalom Station to meet with the ranking Stewards and representatives of the Pact Council. The shirrens spoke candidly of their history, and, as they did with every new civilization they met, cautioned the Pact Worlds of the Swarm threat. Already engaged in a Silent

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War with the Veskarium, which would last for centuries, the Pact Worlds were unable to truly heed this warning until it was too late.

Assured of the newcomers' benevolence, the Pact Council welcomed the shirren travelers to the system. Verces was the first to offer the shirrens a place where they could settle, after the Ring of Nations selected a stretch of the Temora Desert within the Fullbright. The shirrens landed there and constructed several small settlements that have survived to this day in the burning wastes. It wasn't long before the shirrens established themselves within the settlements of many other Pact Worlds, much like they had decades before on Suskillon, or the stations orbiting those planets. These shirrens were nearly overwhelmed by the variety of choices they could make within the diverse locations of the Pact Worlds, but the species soon became important and valuable members of society.

In addition to their knowledge of the other systems they had lived in and passed through, the shirrens expanded the worship of Hylax within the Pact Worlds. Once a minor religion confined mainly to Liavara's moon of Nchak, the Hylaxian faith grew considerably over the next few decades as many shirrens proselyted the deity's message of peace and friendship across the system. These shirrens also learned new facets of their religion by interacting with the moon's trox (*Starfinder Alien Archive 2 126*), another insectile species who worship the Forever Queen.

MODERN SHIRREN SOCIETY

Today, shirrens can be found nearly anywhere in the galaxy, especially in systems occupied by allied species, such as humans. They have mingled among other races for decades, and they have adopted these cultures' customs while simultaneously forming and maintaining their own traditions and norms. Even though the groups of shirrens are separated by millions of miles, the unifying factors between them are their adherence to independence, harmony, and diplomacy, as well as a deep-rooted fascination with making personal choices.

Shirrens live in a wide variety of locales, which influences local shirren culture, and as a result, shirrens lack a unifying style of architecture, clothing, or cuisine. The early shirrens created the first shirren starship designs, resembling softer Swarm designs such as the bulbous and smooth exoskeletons of beetles. This particular aesthetic has been a large influence over most everything crafted by shirren-run businesses and companies and is the closest thing the shirrens have to a cultural style. The shirrens of Ilemchuua carried these designs forward to most of their buildings as they settled across the planet, with many structures having a hive-like appearance with a tangle of corridors inside. Some other beings find these twisting passageways a bit confusing, but they appeal to other insectile species, such as bolidas (*Alien Archive 2 20*) and haans.



No matter where they reside, shirrens are uniformly welcoming to others, always eager to make new friends. However, they aren't guileless or gullible, and most are quick to see through ruses attempting to rob them of their time or credits. Despite their external affability, most shirrens are concerned about their sinister origins, and many fear that the Swarm continues to search relentlessly for them, either to subsume them back into the hive mind or simply destroy them utterly. A few alarmists believe the presence of shirrens is a bright beacon drawing in the Swarm, but only time will tell for sure.

SPECIAL INTEREST GROUPS

Shirrens don't take their relatively newfound ability to make choices for themselves lightly. While this usually manifests in an individual shirren's daily life as a series of minor decisions, ranging from what to wear to what to eat, some shirrens have organized into collectives of like-minded people whose views are a bit outside the norm. The two groups presented below are especially interested in shirren history and what can be learned from it to aid modern-day shirren civilization.

AMITY INITIATIVE

Not sanctioned by the official church of Hylax, the Amity Initiative consists of a small group of militant worshippers who believe that everlasting peace can be brought to the galaxy only through judicious uses of force and magic. The organization travels from system to system in a fleet of armed starships led by a United Interfaith Engineering dreadnought called the *Tranquility*, intervening in any wars they encounter by bombarding both sides until they surrender, after which they force the opposing parties to sign a magically enforced peace treaty. The Amity Initiative was created and is run by an individual who calls himself the **Benefactor** (LN male shirren soldier); his past before forming this organization is shrouded in mystery.

In operation for only a few years, the Amity Initiative has seen a small amount of success in its endeavors, most notably on the planet Temblan in the Vast, where three pre-spaceflight civilizations of humanoids had been warring for decades over resources that would allow whoever possessed them the capability of crafting the world's first orbit-capable vessel. The inhabitants of Temblan were quite surprised when a small army of aliens with advanced technology came out of the sky to quickly dismantle their war machines. In the midst of the wreckage, the Benefactor laid out plans for a single world government that would fund an international space agency. The Temblanians were resistant at first, but the Initiative's mystics, well versed in enchantment magic, were able to change their minds.

Most Pact Worlders who are aware of the Amity Initiative find their tactics abhorrent, but no one has yet mustered

the forces to stand against them. Religious scholars believe that the Initiative's magic has some foul influence behind it, as Hylax would never allow her name to be used in such a way. Unconfirmed reports from within the Initiative's fleet mention the Benefactor speaking with a devilish figure aboard the bridge of the *Tranquility*.

ORZAKA INSTITUTE OF SWARM BIOLOGY

This pacifist scientific organization is devoted to uncovering the exact nature of the mutation that spawned the shirrens, hoping to find means to release other components of the Swarm from the "tyranny of the hive mind." The organization's founder, **Gessa Orzaka** (CG female shirren), has spent nearly all of her time and effort over the past 15 years managing a massive team of thousands of geneticists, mystics, technomancers, and xenobiologists, who have dedicated their lives to finding any means by which they can "redeem" the Swarm. Due to the attempted Swarm invasion of the Pact Worlds and the Veskarium, the institute employs a wide variety of races who have joined the cause, including contemplatives, lashuntas, and osharus (*Alien Archive 2* 92). Shirrens make up the majority of the staff, as the organization's mission is seen as an important cause.

The Orzaka Institute maintains gargantuan subterranean headquarters, known as the Hidden Heart, on a planet called Ssorchak in Near Space, where various teams of scientists perform experiments and write journals day and night. The facility holds the largest collection of information on the Swarm in the universe, with years' worth of studies and discoveries. While Hidden Heart's xenobiologists have only scavenged Swarm carcasses to work with, they hope one day to capture a live specimen, which would undoubtedly lead to a major breakthrough in decoding the species' mystifying and infinitely complex genome. However, Gessa is certain this would lead the Swarm straight to their doorstep, so she has yet to authorize any missions to acquire such a hostage.

Some shirrens at the Institute take extreme measures to contribute to the study of the Swarm's physiology, donating their own bodies after death for research. Though the species is much different from their kin now, the shirrens still share much DNA with the Swarm, and in offering up their own forms for postmortem study, they offer their surviving colleagues important sources of information. This relinquishing of their bodies to the Institute is seen as the ultimate sacrifice to the cause, and there are halls upon halls of memorial tiles dedicated to these selfless individuals.

PLAYER OPTIONS

The following player options are great choices for those looking for shirren-themed character elements, whether for characters of any race interested in studying shirren culture, or a shirren wanting a chance to make a deeper connection with their own fascinating history.

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EQUIPMENT

The equipment detailed in this section was invented by shirrens or otherwise inspired by their unique take on technology. These items are widely used among the shirren populace, but members of any race can benefit from them.

TECHNOLOGICAL ITEMS

Though these items are strictly technology, they blur the line between engineering and biology, similar to the early shirren starships.

DNA SCRAMBLER

TECHNOLOGICAL ITEM

PRICE 17,400

BULK L

LEVEL 10



This small gun-shaped device uses acute microwave radiation to scramble the DNA of living creatures caught in its area of effect. It was accidentally invented by shirren scientists attempting to understand Swarm biology and turned into an effective nonlethal, albeit pain-inducing, weapon. While wielding a DNA scrambler in one-hand, you can activate it as a standard action, dealing 3d8 nonlethal damage to all living targets in a 30-foot cone as their DNA unravels. This causes a great deal of pain, imparting the off-target condition on each living creature in the cone for 1 round. A creature who DC 19 Fortitude saving throw halves the damage and negates the off-target condition. This is a pain effect.

ORGANIC PRINTING VAT

TECHNOLOGICAL ITEM

PRICE 5,400

BULK 3

LEVEL 7

This container made of transparent glass is about the size of a backpack (and can be worn like one, though it can't store any items). An organic printing vat allows you to craft technological devices (including weapons and armor) and computers out of biological matter. You still need to have the requisite number of ranks in Computers or Engineering and an amount of UPBs equal to the price of the item to be created, and the process takes the same amount of time, but the organic printing vat counts as the necessary tools and workshop space. You can craft only items of 2 bulk or less, but any item you craft gains the analog and living (*Starfinder Armory 29*) weapon special properties and isn't considered a manufactured item (and is therefore immune to spells such as *entropic grasp*). If an item created with an organic printing vat is destroyed, it dissolves into a biological sludge that counts as a number of UPBs equal to 15% of the item's value that can be used to create another item with the organic printing vat.

An organic printing vat uses a high-capacity battery and consumes 1 charge per hour of use.

WEAPON FUSIONS

The following weapon fusions were instrumental in repelling the Swarm invasion of the Pact Worlds.

DAMPENING

LEVEL 6

On a critical hit, a weapon with the *dampening* fusion can suppress any vibration-based blindsense the target has for 1d4 rounds. The target can negate this effect with a successful Fortitude save. If the weapon already has a critical hit effect, when you score a critical hit, you can apply either the weapon's normal critical hit effect or the *dampening* effect.

HIVE BUSTER

LEVEL 6

A weapon with the *hive buster* fusion can temporarily disrupt the psychic ability of certain creatures on a critical hit. The target can negate this effect with a successful Will save; otherwise, it can't use its limited telepathy or telepathy for 1d4 rounds. If the creature has the *hive mind* or *Swarm mind* ability, it can't use

that ability and gains the flat-footed and off-target conditions for the same duration. If the weapon already has a critical hit effect, when you score a critical hit, you can apply either the weapon's normal critical hit effect or the *hive buster* effect.

SPELLS

The following spells reflect a vestige of the telepathic connections shirrens shared with the Swarm.

BATTLEMIND LINK

School divination (mind-affecting)

Casting Time 1 standard action

Range 60 ft.

Target two creatures

Duration 10 minutes/level (D)

Saving Throw Will negates (harmless); **Spell Resistance** yes (harmless)

You create a strong temporary psychic link between two creatures that allows them to act almost as one. This spell works like *lesser battlemind link*, but the enhancement bonus to initiative rolls is +4, and the spell ends if the targets are more than 500 feet apart, rather than 200 feet apart. In addition, if the targets threaten the same enemy, they are considered to be flanking that foe regardless of their actual positions. When one of the targets hits a foe with a ranged attack, they can, as a reaction, apply the effects of covering fire or harrying fire against that foe for the other target of this spell. Finally, each target gains a +4 enhancement bonus to attacks of opportunity if they both attack the same creature due to the same triggering action on that creature's part.

BATTLEMIND LINK, LESSER

School divination (mind-affecting)

Casting Time 1 standard action

Range 30 ft.

Target two creatures

Duration 1 minute/level (D)

Saving Throw Will negates (harmless); **Spell Resistance** yes (harmless)

You form a temporary psychic link between two creatures that allows them to act almost as one. While this spell is active, the two targets each roll initiative in combat and use the higher die result between them before adding modifiers. This spell also grants each target a +2 enhancement bonus to initiative rolls. This spell ends if the targets are ever more than 200 feet apart or if either target is unconscious or helpless.

BIOTIC SHROUD

School conjuration (creation)

Casting Time 1 standard action

Range personal

Duration 1 round/level (D)

You conjure forth a mantle of organic, insectile nanites that encircle you. The density of the swarm provides you with partial concealment (20% miss chance) against ranged attacks. Any creature that makes a successful melee attack against you takes 2d6 piercing damage, although you can allow anyone to touch you without them taking damage, for instance to deliver a beneficial touch spell. As a move action, you cause the nanites to cling tightly to you, granting you a fly speed of 20 feet with clumsy maneuverability as an extraordinary ability. When using the shroud to fly, you have no concealment due to it, and it cannot harm creatures that successfully attack you in melee. You can return the nanites to their protective configuration as a move action.

BIOTIC TACLASH

School conjuration (creation)

Casting Time 1 standard action

Range 0 ft.

Effect living taclash

Duration 1 round/level (D); see text

This spell functions as *lesser biotic taclash*, except that the created weapon is considered to be a magic weapon, deals 4d4 slashing damage, and functions as a level 10 item. In addition, when you dismiss the spell as a reaction when striking a target, that target must succeed at a Fortitude save or take the weapon's damage again and become nauseated for 1d3+1 rounds.

BIOTIC TACLASH, LESSER

School conjuration (creation)

Casting Time 1 standard action

Range 0 ft.

Effect living taclash

Duration 1 round/level (D); see text

You conjure a taclash made of organic, insectile nanites into your grasp. The created weapon functions as a standard taclash with the living weapon special property (Armory 29). You are considered to be proficient with this taclash, and you add 1 1/2 times your caster level to damage rolls with it in place of your Weapon Specialization bonus. In addition, the weapon has the nauseate critical hit effect (Armory 31).

The biotic taclash functions only for you, and once you create it, you can neither drop it nor be disarmed of it. As a move action, you can stow the biotic taclash, causing its component nanites to disorporate into individual nanobots that disperse over your body but remain while the spell lasts. During that time, you can cause the nanites to reincorporate to form the weapon again by taking another move action.

As a reaction when you strike a target with the biotic taclash, you can dismiss the spell to cause the weapon to disorporate into its component nanites, which then swarm over the target. The target must succeed at a Fortitude save or be nauseated for 1 round.



BIOMECHANICAL STARSHIPS

“Bright greetings to you! I can sense you seek only the finest for you and yours. Have you considered a ship grown to your specifications? Think of it! The beauty of the natural world—the beauty of Raxil itself—in the vastness of space. Affirmations! I know what you are thinking, and these ships are indeed capable of Drift travel. In addition, they need no fuel, save the light of a star or, perhaps, the minerals of stray asteroids if you choose one of our root augmentation systems. Amazing, to be sure! If you and your companions follow me, I can show you a vessel that has just begun to mature.”

—Flewin Col, raxilite starship salesperson

B biomechanical starships meld complex biology and cutting-edge technology to form starships that include self-contained living systems, though they're not actual creatures like living starships. These vessels are often self-sustained and able to support crew as well as or better than purely technological counterparts. Biotech starships can gather their own energy from stars, mentally meld with pilots, and even regrow damaged systems almost like biological organisms do.

Various factions and species favor biomechanical ship designs. The Xenowardens are prominent among groups who use this tech, creating starships that are unique within the Pact Worlds. The tiny raxilites (*Starfinder Alien Archive 3* 82–83) favor similar starships, allowing them to take parts of their idyllic home world, Raxil, with them.

SYSTEMS

All the starship systems in this section are most often grown and shaped by the Unified Conservatory (*Starfinder Pact Worlds* 162) and most of these systems are available from this Xenwarden-sponsored organization. Raxilites have created additional tech, or modified existing designs, and can provide similar starship biotechnology.

SYSTEM	PCU	COST (IN BP)
Algal shielding	0	$5 + 2 \times \text{size category}$
Biocamouflage	5	$2 \times \text{size category}$
Dendritic interface	5	10
Pheromone system	5	$2 \times \text{size category}$
Root system	5	$2 \times \text{size category}$

ALGAL SHIELDING

The hull of a vessel with algal shielding has a layer made of water-filled valved chambers that circulate blue-green algae through the ship, interfacing with the life-support system and most living parts of the ship. This supplemental circulatory system has two functions. First, the algae act as a radiation buffer. When a biomechanical starship with algal shielding takes damage from a weapon with the irradiate property, the ship takes fewer critical damage effects from the radiation. In addition, the algal shielding grants a +2 circumstance bonus to saving throws against radiation and other poisons introduced to the ship's internal atmosphere. Algae from this system also functions as one hydroponic garden (*Pact Worlds* 153). If a critical damage effect causes a vessel's life-support to become malfunctioning or

wrecked, the algal shielding provides no benefit until the condition of life support is improved to glitching or normal.

BIOCAMOUFLAGE

A biomechanical ship with a biocamouflage system can appear to be an astronomical body rather than a starship. A vessel that can land can instead appear to be a geological formation rather than a starship. To appear to be either, the starship must move in a straight trajectory, engaging in no turns or other maneuvers an astronomical body could not duplicate; the DC to scan the starship then increases by 5. If the check to scan the camouflaged ship fails, the scanner believes the ship is an astronomical body or geological object, taking a -4 penalty to further scans while the belief endures. This belief ends as soon as the camouflaged starship makes any maneuver or change in speed impossible for the object the starship is believed to be.



DENDRITIC INTERFACE

This unique system, an innovation of the raxilites, allows up to four of a biomechanical starship's crew members to bond their nervous systems to the dendritic filaments of the vessel's computer. Most biomechanical ships have an empathetic response (*Pact Worlds* 152), but a dendritic interface's connection allows for a much higher level of clear communication, akin to limited telepathy between connected crew and the computer. It takes 1 round of starship combat for a crew member to become bonded with the dendritic interface, and doing so must be that crew member's action for that round. A bonded crew member can reduce penalties to crew actions by 2. In addition, a bonded engineer gains a +2 insight bonus to the hold it together, patch, and quick fix crew actions, as well as checks to repair systems outside starship combat.

PEROMONE SYSTEM

A biomechanical starship can release emotion-soothing pheromones to help the crew focus in stressful situations. This system grants the captain a +2 insight bonus to demand, encourage, orders, and moving speech crew actions. These pheromones can affect creatures visiting the vessel, as well, granting a +2 insight bonus to Diplomacy checks against such creatures. However, using the pheromones on the uninformed or unconsenting is considered unethical. It takes a successful DC 20 Life Science, Medicine, or Sense

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Motive check for a creature to discern the mood alteration a pheromone system causes and to determine the source of that alteration. Creatures immune to poison or mind-affecting substances are immune to the pheromones.

ROOT SYSTEM

A biomechanical starship must usually be in proximity to a star to use its self-repair functions (*Pact Worlds* 152), but not so with a root system. A vessel that has a root system can instead attach to a planet, asteroid, or other astronomical body to acquire materials and energy for self-repair. Larger ships can use a root system to carry such self-repair fuel with the craft. Such use of available material is usually enough for self-repair to function as normal, subject to GM discretion.

EXPANSION BAYS

The expansion bays that follow are available only for biomechanical ships. At the GM's discretion, fully technological counterparts to these expansion bays might be available.

EXPANSION BAY	PCU	COST (IN BP)
Decoy husk	15 + size category	4 × size category
Docking canopy	15	5
Healing pods	2	3

DECoy HUSK

A decoy husk is a living case that can be regrown when ejected from a starship, expands to mimic that vessel and flies in another direction. This expansion takes up one bay in a Small starship, two in a Medium or Large vessel, three in a Huge starship, four in a Gargantuan craft, and five in a Colossal one. Super-colossal vessels cannot install or use this expansion. Once a decoy husk has been deployed, it cannot be recovered, and it takes the deploying vessel a week to grow another decoy.

A crew member must deploy the decoy as a crew action during the helm phase. Other vessels that fail a Computers check (DC = 10 + the deploying crew member's Computers bonus) to scan the deploying vessel and its decoy cannot tell the two apart, although this scan can be repeated during each helm phase. The decoy moves in an evasive trajectory chosen by the deploying crew and at the deploying vessel's speed, and it generates Shield Points equal to its cost in Build Points, but these shields falsely mimic those of the deploying starship when scanned. The decoy can't attack, and it has a number of Hull Points equal to 20% of the deploying starship's Hull Points.

A decoy husk can also be used as weapon. If it enters the hex of another vessel, a crew member aboard the deploying starship can make a gunnery check against the target's TL. On a hit, the decoy explodes, dealing damage according to its size—Small: 5d8; Medium: 5d10; Large: 10d8; Huge:

2d6 × 10; Colossal: 2d8 × 10. If the attack misses, the decoy is still destroyed in the resulting explosion.

DOCKING CANOPY

A docking canopy is a branch- or vine-like formation that allows up to four Tiny or two Small starships to attach to a Huge or larger biomechanical starship. The canopy takes up two expansion bays, and one can fulfill the hangar requirement for a carrier-class vessel. The starships attached to the docking canopy move with the larger ship, and the canopy provides a narrow passage between each docked starship and the larger vessel. Moving through this passage to the vessel to which the docking canopy is attached or back to the attached smaller ship takes 1 round of starship combat or 10 minutes. In addition, if the larger starship benefits from self-repair while vessels are docked, an engineer attending the process can amass the repair capabilities of the starship and any docked biomechanical craft as a pool of Hull Points; the engineer can then distribute these Hull Points among the starships linked by the docking canopy.

A docking canopy doesn't enclose docked ships the way a hangar bay does. Therefore, a science officer can use the target system crew action to target a docked vessel instead of a specific system on the starship that has the docking canopy as an expansion.

HEALING PODS

A biomechanical starship can channel the energy from its self-repair mechanism to its parts, and these parts can include healing pods. These pods benefit any creature that rests in them during any period in which the biomechanical starship can engage in self-repair. A creature that does so regains twice the number of ability points or Hit Points it would by healing naturally. Resting in a healing pod also grants a creature a +2 bonus to Constitution checks for long-term stability, as well as a +2 bonus to saving throws against diseases, drugs, and poisons. A healing pod expansion bay contains six pods that can accommodate Medium or smaller creatures. A Large pod can be installed in place of two Medium ones.

WEAPONS

The weapons featured here are available for biomechanical ships. They use the following special properties.

BURROWING

This property is described in *Pact Worlds* on page 153.

CONNECTING

A connecting weapon creates a rosy tendril. If the weapon hits, this tendril connects the firing vessel and the one struck. While maintaining this connection, the weapon can't be used to connect to another starship. Instead, while

connected, both vessels have a maneuverability rating that's one worse than normal and can move at no more than half speed. A larger vessel can tow a smaller one. If both vessels are the same size, either can tow the other. Neither starship can move more than 5 hexes from the other until the connection is broken. A crew member of the firing starship can break the connection as an action during any phase. The pilot of the target starship can do so by using an action to attempt a Piloting check (DC = 15 + $1\frac{1}{2} \times$ the tier of the firing ship), breaking the connection on a success. The tendril has the AC and TL of the firing starship and no shields. It breaks if it takes any damage, ending the connection.

FLAK AREA

This weapon, which can be mounted only on a turret, launches volatile spores in all directions, acting as a countermeasure and a short-range damage dealer. The gunner for the releasing starship makes one attack roll, applying that roll to all targets (friend and foe) within 1 hex. That same attack roll + 5 can be used against a DC equal to 10 + the speed of any tracking weapon that reaches the releasing starship that round. If the attack roll equals or exceeds the DC for a projectile, that projectile is destroyed before it deals damage.

MYSTICAL

A mystical weapon is a hybrid device. When attempting gunnery checks with a mystical weapon, a gunner can use their ranks in Mysticism in place of their base attack bonus or ranks in Piloting and their Wisdom modifier in place of their Dexterity modifier to determine their attack bonus.

BIOMECHANICAL STARSHIPS

In the Pact Worlds, biomechanical starships are primarily the purview of the druidic Xenowardens and their Unified Conservatory. The raxilites, from their planet in the Vast, quickly embraced bioengineered spacefaring vehicles upon their introduction to the tech. They and their shipyards on Raxil have had an influence on some of these designs and originated others. (These starships incorporate a number of systems found in *Pact Worlds*.)

STARSHIP WEAPONS

LIGHT WEAPONS		RANGE	DAMAGE	PCU	COST (IN BP)	SPECIAL PROPERTIES
DIRECT-FIRE WEAPONS						
Connecting tendril	Short	3d6	10	10	10	Burrowing, connecting, mystic
Flak spores	Special	2d4	5	4	4	Flak area, limited fire 2
HEAVY WEAPONS						
DIRECT-FIRE WEAPONS						
Heavy flak spores	Special	4d6	15	13	13	Flak area, limited fire 3

RAXILITE DOON

A short-range scout ship, originally of raxilite design, the Doon is elongated and narrow, with a wide end like the puff of a dandelion seed. It features only enough space for a pilot. A Doon can take the place of a UC Pod (*Pact Worlds* 162) to help form a UC Arkship (*Pact Worlds* 162–163). Doons can also use their hive joining to form a Raxilite Gowan (see page 52).

RAXILITE DOON

TIER 1

Tiny biomechanical racer

Speed 10; **Maneuverability** perfect (turn 0)

AC 16; **TL** 16

HP 20; **DT** –; **CT** 4

Shields light 50 (forward 13, port 12, starboard 12, aft 13)

Attack (Forward) flak thrower (3d4; 5 hexes)

Attack (Aft) flak thrower (3d4; 5 hexes)

Attack (Turret) flak spores (2d4; special)

Power Core Micron Ultra (80 PCU); **Drift Engine** none;

Systems basic computer, basic medium-range sensors, extra light weapon mount (turret), hive joining^{PW}, mk 3 armor, mk 3 defenses

Modifiers +2 Computers (sensors only), +2 Piloting;

Complement 1

CREW

Pilot Computers +5 (1 rank), gunnery +5 (1st level), Piloting +12 (1 rank)

UC GLEANER

The UC Gleaner is an exploration and resource-reclamation starship focused on operating without alerting others in the area. Its biocamouflage helps it to enter hostile systems in disguise, execute salvage missions, and leave undetected. As warships, Gleaners perform well in rescue and recovery missions. These starships operate in teams to accomplish larger jobs with more efficiency.

The statistics for this model show a typical recovery Gleaner, but these vessels are configurable (8 BP are left over for modifications at tier 4). A given Gleaner might have systems installed for its specific mission. For instance, wartime Gleaners might swap in healing pods and more shields or, perhaps, a medical bay for the benefit of wounded personnel retrieved from the front.

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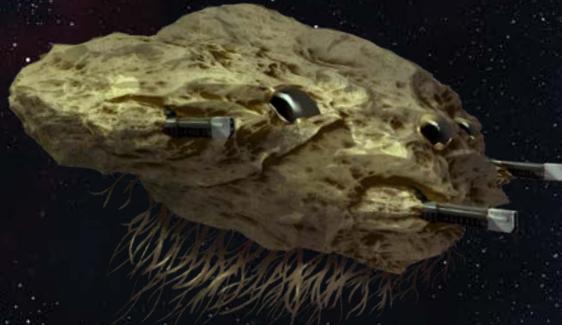
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RAXILITE DOON



UC GLEANER



UC BLOOM

UC GLEANER

TIER 4

Small biomechanical light freighter

Speed 8; **Maneuverability** good (turn 1); **Drift** 1

AC 19; **TL** 19

HP 50; **DT** –; **CT** 10

Shields light 60 (forward 15, port 15, starboard 15, aft 15)

Attack (Forward) linked connecting tendrils (6d6; 5 hexes)

Attack (Port) light spore torpedo launcher^{PW} (special; 10 hexes)

Attack (Starboard) light spore torpedo launcher^{PW} (special; 10 hexes)

Power Core Pulse Black (120 PCU); **Drift Engine** Signal Basic;

Systems advanced medium-range sensors, basic computer, biocamouflage, crew quarters (common), mk 4 armor, mk 4 defenses, root system; **Expansion Bays** cargo holds (3)

Modifiers +4 Computers (sensors only), +1 Piloting;

Complement 5

CREW

Captain Bluff +15 (4 ranks), Diplomacy +10 (4 ranks), Mysticism +11 (4 ranks), Piloting +11 (4 ranks)

Engineer Engineering +15 (4 ranks)

Gunner gunnery +9 (4th level)

Pilot Computers +10 (4 ranks), gunnery +8 (4th level), Piloting +16 (4 ranks)

Science Officers Computers +15 (4 ranks)

UC BLOOM

Xenowardens use the Bloom model, a lush raxilite co-design, as a secure ambassadorial or political vessel. The accommodations aboard are the finest the UC installs and the pride of raxilite engineers who value providing such comfort as a positive reflection of their culture and home world. To raxilites, a Bloom is a little piece of Raxil, a planet few have the privilege of visiting. This model spares no expense to make couriers, crew, and diplomats feel at home. A pheromone system keeps the atmosphere serene, and hidden storage ensures delivery of sensitive materials. The Bloom relies more on speed, especially in the Drift, and on strong defenses than on powerful weapons. Traveling raxilites often use Blooms as their means of transport from Raxil to the Pact Worlds.

UC BLOOM

TIER 6

Small biomechanical light freighter

Speed 8; **Maneuverability** good (turn 1); **Drift** 2

AC 22; **TL** 22

HP 50; **DT** –; **CT** 10

Shields medium 160 (forward 40, port 40, starboard 40, aft 40)

Attack (Forward) linked light plasma cannons (4d12; 5 hexes)

Attack (Port) light spore torpedo launcher^{PW} (special; 10 hexes)

Attack (Starboard) light spore torpedo launcher^{PW} (special; 10 hexes)

Power Core Arcus Heavy (130 PCU); **Drift Engine** Signal

Booster; **Systems** basic short-range sensors, crew quarters (luxurious), mk 5 armor, mk 6 defenses, mk 2 duonode computer, pheromone system; **Security** biometric locks; **Expansion Bays** guest quarters (luxurious), life boats, smuggler compartment (DC 30)

Modifiers +2 any two checks per round, +2 Computers (sensors only), +1 Piloting; **Complement** 5

CREW

Captain Bluff +13 (6 ranks), Diplomacy +18 (6 ranks), gunnery +9 (6th level), Piloting +14 (6 ranks)

Engineer Engineering +18 (6 ranks)

Gunner gunnery +11 (6th level)

Pilot gunnery +10 (6th level), Piloting +19 (6 ranks)

Science Officer Computers +18 (6 ranks)

UC RHIZOME

The UC regularly employs the Rhizome as a general-purpose transport and exploration vessel, most often used to carry Xenowardens on missions in the Pact Worlds and beyond. It features a decent weapons complement and higher-quality quarters than most transports. In addition, thanks to its root system, the Rhizome is especially suited for long-range assignments during which resources, such as the solar energy needed for repairs, might otherwise be limited. The expansion bays can be swapped out for specific needs.

UC RHIZOME

TIER 6

Medium biomechanical transport

Speed 8; **Maneuverability** average (turn 2); **Drift** 1

AC 20; **TL** 20

HP 85; **DT** –; **CT** 17

Shields light 80 (forward 20, port 20, starboard 20, aft 20)

Attack (Forward) heavy spore torpedo launcher^{PW} (special; 10 hexes), *connecting tendrils* (3d6; 5 hexes)

Attack (Aft) flak thrower (3d4; 5 hexes)

Attack (Turret) linked light plasma cannons (4d12; 5 hexes)

Power Core Pulse Red (175 PCU); **Drift Engine** Signal Basic; **Systems** basic computer; basic medium-range sensors, crew quarters (good), dendritic bonding, mk 4 armor, mk 4 defenses, root system; **Expansion Bays** cargo holds (3), guest quarters (good), science lab (general)

Modifiers +2 Computers (sensors only); **Complement** 5

CREW

Captain Bluff +13 (6 ranks), Computers +13 (6 ranks), Diplomacy +13 (6 ranks), Mysticism +13 (6 ranks), Piloting +13 (6 ranks)

Engineer Engineering +18 (6 ranks)

Gunner gunnery +11 (6th level)

Pilot gunnery +10 (6th level), Piloting +18 (6 ranks)

Science Officer Computers +18 (6 ranks)

UC LIANA

Like its smaller counterpart, the Gleaner, the Liana model is grown to travel under camouflage. Unlike the Gleaner, the Liana is designed for long-range data gathering, reconnaissance, and espionage missions. The upgraded Drift engine and the high-end thrusters allow the starship to get into and out of most locations quickly while avoiding contact with undesirable elements or unwanted observers. Elite teams of Xenowarden or raxilite explorers favor the Liana for their voyages, due to its swiftness and ability to land and disappear into local geography. The Liana also has the facilities to support the needs of its crew absent exterior resources, including the light of a star. For weaponry, the Liana packs an EMP cannon and versatile *connecting tendrils* to aid in disabling foes for boarding and retrieval actions. A given Liana might have a higher tier, carrying a more experienced crew on a special mission.

UC LIANA

TIER 8

Medium biomechanical explorer

Speed 12; **Maneuverability** good (turn 1); **Drift** 2

AC 22; **TL** 24

HP 75; **DT** –; **CT** 15

Shields medium 160 (forward 40, port 40, starboard 40, aft 40)

Attack (Forward) light EMP cannon (special; 5 hexes)

Attack (Port) light spore torpedo launcher^{PW} (special; 10 hexes)

Attack (Starboard) light spore torpedo launcher^{PW} (special; 10 hexes)

Attack (Turret) linked *connecting tendrils* (6d6; 5 hexes)

Power Core Pulse Red (175 PCU); **Drift Engine** Signal

Booster; **Systems** advanced long-range sensors, algal shielding, crew quarters (common), biocamouflage, extra light weapon mount (turret), mk 4 armor, mk 6 defenses, mk 2 tetranode computer, root system; **Expansion Bays** arcane laboratory, hydroponic garden^{PW}, science lab (general), tech workshop

Modifiers +2 any four checks per round, +4 Computers (sensors only); **Complement** 5

CREW

Captain Bluff +21 (8 ranks), Diplomacy +16 (8 ranks), Mysticism +16 (8 ranks), Piloting +16 (8 ranks)

Engineer Engineering +21 (8 ranks)

Gunner gunnery +14 (8th level)

Pilot gunnery +13 (8th level), Piloting +21 (8 ranks)

Science Officer Computers +21 (8 ranks)

RAXILITE GOWAN

The Gowans are a warship that comprises 12 hive-joining starships, at least six of which are Doons. It takes the normal amount of hive-joining time (*Pact Worlds* 152) to come online as an individual vessel. Raxilites have an armada that includes Gowans to enforce their ban on unauthorized visitors to Raxil. Xenowardens have adopted Gowans for interdiction missions

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RAXILITE GOWAN

to safeguard their protectorates. These ships can carry more than the complement and have gardens to feed those persons.

RAXILITE GOWAN

TIER 12

Huge biomechanical cruiser

Speed 10; **Maneuverability** average (turn 2); **Drift** 1

AC 24; **TL** 25

HP 255; **DT** 5; **CT** 51

Shields heavy 280 (forward 70, port 70, starboard 70, aft 70)

Attack (Forward) mass driver (2d6 × 10; 20 hexes)

Attack (Port) heavy spore torpedo launcher^{PW} (special; 10 hexes)

Attack (Starboard) heavy spore torpedo launcher^{PW} (special; 10 hexes)

Attack (Turret) heavy flak spores (4d6; special), railgun (8d4; 20 hexes)

Power Cores Nova Light (150 PCU), Nova Heavy (200 PCU);

Drift Engine Signal Basic; **Systems** basic long-range sensors, crew quarters (common), mk 4 armor, mk 5 defenses, mk 3 tetranode computer, upgraded heavy weapon mounts (port and starboard); **Expansion Bays** escape pods (2), hive bay^{PW}, hydroponic gardens^{PW} (2), medical bay

Modifiers +3 any two checks per round, +4 Computers (sensors only); **Complement** 12

CREW

Captain Computers +22 (12 ranks), Diplomacy +27 (12 ranks), gunnery +16 (12th level), Piloting +22 (12 ranks)

Engineers (3) Engineering +27 (12 ranks)

Gunners (3) gunnery +18 (12th level)

Pilots (3) Piloting +27 (12 ranks)

Science Officers (2) Computers +27 (12 ranks)

SPECIAL ABILITIES

Adaptable Hive Bay The Gowan can use its hive bay to launch two Doons, two UC Pods, or one of each vessel. If it does so, it loses Hull Points as if using the hive bay's ability to launch Pods (*Pact Worlds* 153).

RAXILITE CROWN CANOPY

Raxilites designed the enormous Crown Canopy model as a mobile space station, acting as a representation of their home world far from their native star system. Although travel to Raxil is restricted, Crown Canopy capital starships can provide visitors a taste of that idyllic planet, along with raxilite culture, without placing the raxilite home world at any risk. The Crown Canopy resembles UC Gardenships in function, but the vessel functions on a larger scale. Massive hydroponic gardens double as parks and recreation areas for nature lovers, and the vessel is self-sustaining, recycling almost everything. Support ships—

RAXILITE CROWN CANOPY

Doons, Gleaners, and even Gowans—travel with each Crown Canopy, providing defense and supplemental resources. A Crown Canopy could form the backbone of a self-sustaining carrier battle group in times of war, although as of 317 AG, the vessels have yet to be used for such a task. It's possible the UC will take up the design in the future, perhaps even upgrading it to dreadnought size.

With a light crew complement, a Crown Canopy can accommodate many more guests than its expansions suggest. These small, comfortable lodgings are integrated with the gardens, which include space for “outdoor” sleeping for an experience like camping. The residences and gardens also adjoin the recreation facilities aboard the Crown Canopy, creating a cohesive and pleasant whole for passengers.

RAXILITE CROWN CANOPY

TIER 15

Gargantuan carrier

Speed 8; **Maneuverability** poor (turn 3); **Drift** 1

AC 27; **TL** 28

HP 330; **DT** 10; **CT** 66

Shields heavy 480 (forward 120, port 120, starboard 120, aft 120)

Attack (Forward) mass driver (2d6 × 10; 20 hexes)

Attack (Port) heavy spore torpedo launcher^{PW} (special;

10 hexes), railgun (8d4; 20 hexes), heavy laser net (5d6; 5 hexes)

Attack (Starboard) heavy spore torpedo launcher^{PW} (special; 10 hexes), railgun (8d4; 20 hexes), heavy laser net (5d6; 5 hexes)

Attack (Turret) heavy flak spores (4d6; special), gravity gun (6d6; 10 hexes)

Power Cores Gateway Light (2; 300 PCU each); **Drift Engine** Signal Basic; **Systems** basic computer, basic short-range sensors, crew quarters (good), mk 6 armor, mk 8 defenses, upgraded heavy weapon mounts (2 turret); **Expansion Bays** cargo hold, docking canopy, guest quarters (good), hydroponic gardens^{PW} (4), recreation suites (gym, HAC)

Modifiers +2 Computers (sensors only), -1 Piloting; Complement 75

CREW

Captain (plus 2 officers) Computers +26 (15 ranks), Diplomacy +31 (15 ranks), gunnery +18 (15th level), Piloting +25 (15 ranks)

Engineers (3 officers, 5 crew each) Engineering +31 (15 ranks)

Gunners (3 officers, 7 crew each) gunnery +22 (15th level)

Pilots (3 officers, 4 crew each) Piloting +30 (15 ranks)

Science Officers (3 officers, 4 crew each) Computers +31 (15 ranks)

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"I was stationed at a base on one of Liavara's shepherd moons during the Swarm attack, and if I ever see another one of those vicious critters again, it'll be too soon. After some close fighting in the corridors, our commander had us fall back to a more defensible position. We thought we could hold out for reinforcements behind the thick blast doors that separated the hangar from the rest of the base. We're talking inches of steel not even one of those thresher lords could cut through. But somehow one of those Swarm bastards must have hacked into the computer controlling the door, because next thing I know, we're making a fighting retreat for one of the ships. I lost a lot of good friends that day."

—Diaarma Fulmark, retired Pact Worlds soldier

FEEDER FUNGUS

CR
4XP
1,200

N Medium plant

Init +1; **Senses** blindsense (vibration) 30 ft., low-light vision;**Perception** +10**Aura** narcotic spores (30 ft., DC 15)**DEFENSE****EAC** 16; **KAC** 18**Fort** +8; **Ref** +6; **Will** +3**Immunities** plant immunities**Weaknesses** vulnerable to fire**OFFENSE****Speed** 10 ft., climb 10 ft.**Melee** tendril +12 (1d6+9 B plus grab)**Ranged** fungal pod +9 (1d6+4 B; critical stunned)**Space** 5 ft.; **Reach** 5 ft. (10 ft. with tendril)**HP** 52**STATISTICS****Str** +5; **Dex** +1; **Con** +3; **Int** -4; **Wis** +1; **Cha** -3**Skills** Stealth +15, Survival +10**ECOLOGY****Environment** any temperate and warm land**Organization** solitary or clutch (1 adult and 1-4 juveniles)**SPECIAL ABILITIES****Fungal Pod (Ex)** Every 1d4 rounds, a feeder fungus can

launch a fungal pod at a target within 30 feet. A critical hit delivers a concentrated blast of the feeder fungus's narcotic spores, stunning the target for 1 round.

Narcotic Spores (Ex) A feeder fungus constantly emits a cloud

of nearly invisible narcotic spores. A living creature that breathes in this aura must succeed at a DC 15 Fortitude save or be staggered for 1 round. This is a poison effect.

Environmental protections, such as those found in most armor, negate this effect.

This ambulatory fungus resembles a very thick lichen, with shoots of long, coiled, fernlike tendrils at the center of its mass. Shorter stalks end in hand-sized pods, which dispense clouds of fine spores. While the feeder fungus has limited mobility, it is nonetheless an effective ambush predator. The spores it releases have a narcotic effect on most creatures, and once a victim is affected, the fungus extends tendrils to grab and throttle its prey. The corpses of its prey provide the fungus with food as well as their means of propagation: once a feeder fungus has accumulated more than it needs to subsist, it produces a special pod it implants in a hollowed-out corpse, which develops into a new feeder fungus. Feeder fungi are repelled by the spores of other feeder fungi, a biological mechanism that encourages a younger fungus to disperse. Newly spawned fungi are smaller than mature specimens and have shorter tendrils, which they use for more rapid movement; such fungi are usually CR 2 and Small with a 30-foot speed and a 5-foot reach. These mobility tendrils grow into grasping tendrils after the fungus has made its first kill, using its prey to fuel its growth into adult size.

The feeder fungus's narcotic spores can be used to synthesize medical-grade tier 2 sedatives. A character can harvest a single spore pod from a helpless or dead feeder fungus with a successful DC 22 Medicine or DC 27 Survival check. This pod is worth 3,000 credits and contains enough material (treat as virtual UPBs that can be used only to craft sedatives) to create 5 doses of sedative.

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JAKKERANT

CR
5

XP
1,600



N Small magical beast (aquatic)

Init +5; **Senses** darkvision 60 ft., low-light vision;

Perception +11

DEFENSE

EAC 17; KAC 19

Fort +9; **Ref** +9; **Will** +4

Resistances acid 5

HP 70

OFFENSE

Speed 20 ft., swim 60 ft.

Melee tentacle +13 (1d6+8 P plus grab)

Ranged caustic jet +15 (1d6+5 A & P; critical corrode 1d6)

Offensive Abilities digesting grab

STATISTICS

Str +3; Dex +5; Con +0; Int -3; Wis +2; Cha -1

Skills Athletics +11, Stealth +11, Survival +11

Other Abilities amphibious, hide in plain sight

ECOLOGY

Environment any land or water (Utraneus)

Organization solitary, pair, or assault (3-12)

SPECIAL ABILITIES

Caustic Jet (Ex) As a standard action, a jakkerant can spray

a line of caustic liquid made up of seawater and digestive fluids. This attack has a range of 40 feet and the line weapon special property. Absent water, the jakkerant can use this attack only once every 6 hours. However, if in or within reach of water, the jakkerant can take a move action to ingest enough water to recharge this ability immediately.

Digesting Grab (Ex) Whenever a jakkerant uses its tentacle to maintain a grab, the damage changes to 2d6+8 A & P and has the corrode (1d6) critical hit effect.

Hide in Plain Sight (Ex) As a move action, a jakkerant that remains still can change its internal chromatophores and skin texture so that its coloration and texture matches its surroundings, allowing it to attempt to hide without cover or concealment.

Jakkerants, also known as javelin squids, are among the most dangerous and feared ambush predators of Utraneus. A jakkerant has an arrowhead-shaped mantle and head. Although its skin is normally a pale brownish color, through manipulation of chromatophores in its skin, a jakkerant can change its skin color. Aggressive jakkerants oscillate coloration in a variety of red or violet hues. Seven eyes ring

the base of its head, with tentacles twice the length of its body descending from between each eye. A hard, chitinous material similar in appearance to mother-of-pearl forms a point at the creature's rear, and smaller spikes run from that tip, down between each eye and along the tentacles, ending in long, pearly spikes. Each tentacle also has a tiny lamprey-like mouth, concealed by the tentacle-spikes.

These orifices are used to slough meat off a target's bones and fire lethal jets of acidic water. A typical jakkerant is 3-1/2 feet long and weighs 50 pounds.

Despite their small size, jakkerants are powerful hunters and scavengers. Lone jakkerants are willing to attack creatures much larger than themselves, and groups take on multiple prey at once. Though they prefer moving in the water, jakkerants are able to breathe air and move awkwardly on land by perching themselves upright on several of their tentacles. Like other squid-like creatures, jakkerants have a simple internal chitinous pen or blade that helps the body keep its shape out of the water. Radial parts of this pen form the jakkerant's mantle spikes.

Jakkerants spend most of their life traveling alone or in pairs known as "flankers." They occasionally form larger groups to hunt bigger or more numerous prey and to mate. These groups use coloration changes to communicate.

MUOTTA

CR
2XP
600

N Small animal

Init +4; **Senses** darkvision 60 ft., low-light vision;**Perception** +12**DEFENSE****EAC** 13; **KAC** 14**Fort** +3; **Ref** +3; **Will** +5**Defensive Abilities** evasion; **Resistances** sonic 5**OFFENSE****Speed** 20 ft., **fly** 50 ft. (Ex, average), **swim** 10 ft.**Melee** talon +8 (1d4+3 S)**Offensive Abilities** dive bomb**STATISTICS****Str** +1; **Dex** +4; **Con** +0; **Int** -4; **Wis** +2; **Cha** +0**Skills** Acrobatics +12, Athletics +7 (+15 to swim), Sleight of Hand +12, Stealth +7, Survival +7**ECOLOGY****Environment** any sky (Utraneus)**Organization** solitary, pair, or flock (2-8)**SPECIAL ABILITIES**

Dive Bomb (Ex) As a full action, a muotta in flight can move up to double its fly speed and make one attack at any point in its movement. The muotta takes a -2 penalty to the attack roll, but the movement doesn't provoke an attack of opportunity from the target of the attack. Alternatively, the muotta can attempt a Sleight of Hand check to pick a target's pocket instead of making an attack. If successful, the muotta can steal a single item of light or negligible bulk that is easily accessible on the target's body but not wielded by the target.

Muottas are the descendants of a species of harmless birds from Suskillon that were transplanted to the colony on Utraneus to aid with the colonists' early attempts to foster normal soil farming in Utraneus's rocky landscape. Due to their altered diet and other various environmental conditions in this new landscape, the species evolved over the centuries to become the ill-regarded avian pests they are today.

Muottas are squat birds with small heads on long necks, pointy, short-toothed beaks, and tails with a broad fan. These birds have four wings; the smaller set sprouting from where its short legs connect to its body. Their webbed feet have sharp, grasping talons, and their plumage is usually a dingy white with spots of gray. While not sapient, muottas do have rudimentary problem-solving abilities, as well as an attraction to shiny objects.

Muottas feed on small aquatic organisms, from fish to shellfish to large algae. Near settlements, they have rapidly adapted to scavenge for both food and nesting materials.

Their relative intelligence, territorial nature, and acquisitive tendencies make them the bane of Utraneus's colonists, as they routinely steal vital components and attempt to nest in critical locations such as communications towers. Inventing muotta-repelling devices and systems has become a cottage industry in New Grakka.

Typically, the largest muotta in a flock is female. Always territorial, muottas become particularly defensive when they have flightless hatchlings in their nests, doing their utmost to drive off intruders. Adult muottas in a flock alternate between gathering food to regurgitate for the hatchlings and guarding the vicinity of the nest. After approximately 3 months, the hatchlings grow their flight plumage, learn to fly, and join the flock in gathering food and claiming territory. Young muottas disperse after about a year, with males attempting to impress potential mates by building mock nests out of any brightly colored or reflective material they can find. Sometimes cooperative female siblings prove more successful in finding food and holding territory than lone muottas and become sister-leaders of their own flocks.

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SCRAP-BOT

CR
1/2

XP
200



CN Medium construct (technological)
Init +3; **Senses** darkvision 60 ft., low-light vision;

Perception +4

DEFENSE

EAC 10; **KAC** 12

Fort +0; **Ref** +0; **Will** -2

Immunities construct immunities

Weaknesses vulnerable to critical hits, vulnerable to electricity

OFFENSE

Speed 20 ft.

Melee slam +6 (1d6+2 B)

Ranged tactical semi-auto pistol +6 (1d6 P)

STATISTICS

Str +2; **Dex** +3; **Con** -; **Int** +1; **Wis** +0; **Cha** +0

Skills Acrobatics +4, Computers +4

Languages Common

Other Abilities base frame, unliving

Gear tactical semi-auto pistol with 18 small arm rounds

ECOLOGY

Environment any urban

Organization solitary, pair, or gang (3-12)

SPECIAL ABILITIES

Base Frame (Ex) Each scrap-bot has a base frame determined by its original function, as follows.

Assembly: An assembly scrap-bot has an integrated engineering tool kit. It also has Engineering +9.

Companion: A companion scrap-bot has Diplomacy +4 and Sense Motive +9.

Delivery: A delivery scrap-bot is Small and has an extraordinary fly speed of 30 feet with average maneuverability.

It also has a storage area that can hold up to 3 bulk.

Domestic: A domestic scrap-bot has integrated cleaning systems that allow it to clean items in a 1-foot cube each round. It can reverse cleaning functions to soil a similar area in the same time.

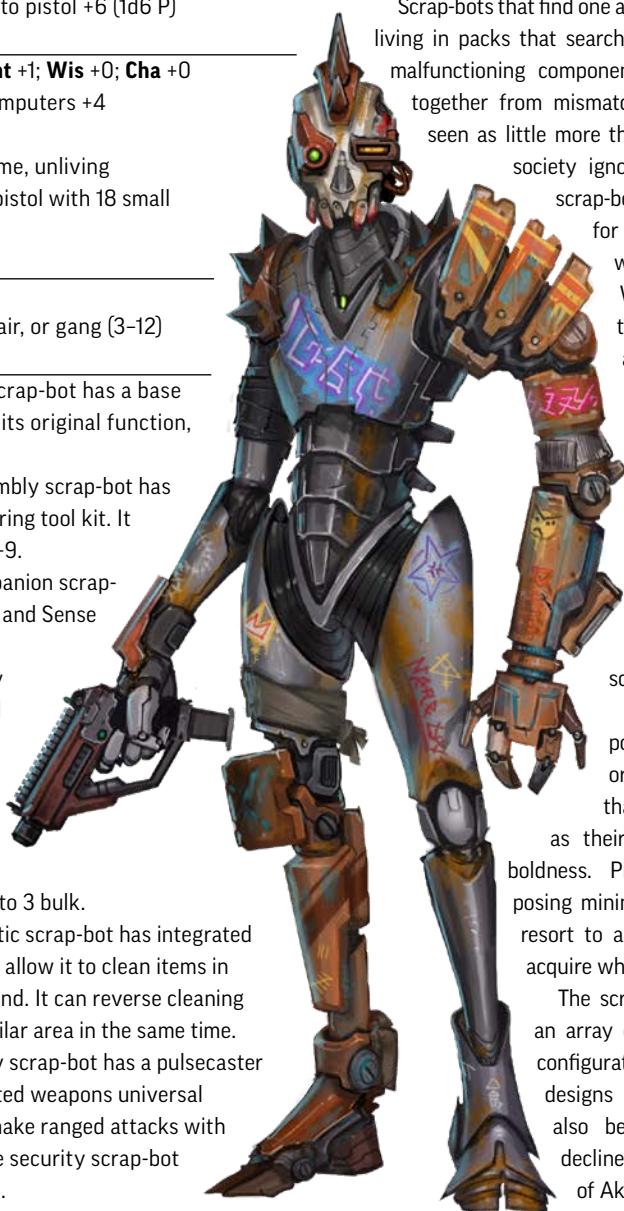
Security: A security scrap-bot has a pulsecaster pistol and the integrated weapons universal creature rule. It can make ranged attacks with a +7 attack bonus. The security scrap-bot also has Intimidate +4.

When a consumer-grade robot breaks down, malfunctions, or becomes obsolete, it might be sent to the nearest recycling center or trash heap. If the owner fails to use proper shutdown procedures prior to disposal, automated self-preservation subroutines sometimes kick in before the machine's destruction, prompting it to escape its fate. With no home to return to, these cast-off robots subsist in the dark corners of cities, space stations, and massive starships across the galaxy. Collectively known as scrap-bots, they come in endless shapes and styles, but they share a drive to continue existing and mistrust of the civilization that discarded them.

Scrap-bots that find one another band together for security, living in packs that search for useful tech to replace their malfunctioning components. Dirty, rusting, and cobbled together from mismatched parts, most scrap-bots are seen as little more than pests that other members of society ignore. This social condition makes scrap-bots ideal informants and lookouts for criminals, who buy their loyalty with parts and fresh batteries. Willing to perform almost any task for such pay, scrap-bots have an uncanny devotion to each other. In their optical sensors, the galaxy has two kinds of beings. That divide is between scrap-bots and "users"—those who make, use, and dispose of technology without care. Scrap-bots are prone to distrust all users, although other outcasts have an easier time earning scrap-bot trust and respect.

In combat, individual scrap-bots pose little threat and prefer to flee or acquiesce to an aggressor rather than face destruction. However, as their numbers grow, so does their boldness. Presented with an opportunity posing minimal risk, a scrap-bot gang might resort to assault, burglary, and robbery to acquire what the group needs.

The scrap-bots presented here are only an array of several possibilities. Different configurations and combinations of those designs exist. Mightier scrap-bots might also be found in industrial areas in decline, such as the abandoned refineries of Akiton.



SWARM ANTECURSOR

CR
3XP
800

CE Small monstrous humanoid

Init +4; **Senses** blindsense (vibration) 30 ft., darkvision 60 ft.; **Perception** +13**DEFENSE** **HP** 33**EAC** 14; **KAC** 15**Fort** +2; **Ref** +4; **Will** +8**Defensive Abilities** Swarm mind; **Immunities** acid, fear effects**OFFENSE****Speed** 30 ft., fly 45 ft. (Ex, average)**Melee** claw +8 (1d4+4 S)**Ranged** stinger +10 (1d4+3 P plus paralytic neurotoxin)**STATISTICS****Str** +1; **Dex** +4; **Con** +0; **Int** +1; **Wis** +2; **Cha** -2**Skills** Acrobatics +13, Athletics +8,

Life Science +8, Physical

Science +8, Stealth +13

Languages Shirren; telepathy 300 ft.**Other Abilities** tracking (blindsight)**ECOLOGY****Environment** any**Organization** solitary or advance (2-5)**SPECIAL ABILITIES****Stinger (Ex)** As a ranged attack, a Swarm antecursor can launch a poisoned stinger from its tail with a range increment of 50 feet. Each stinger is coated with a paralytic neurotoxin (see below).**Swarm Mind (Ex)** Members of the Swarm are bound together into a singular hive mind by a blend of exuded pheromones, imperceptible movements of antennae and limbs, electrostatic fields, and telepathic communication. All Swarm creatures within 30 feet of each other are in constant communication; if one is aware of a threat, all are. (Such awareness can spread along a "chain" of Swarm creatures under appropriate circumstances, potentially alerting distant Swarm creatures). In addition, once per round when within 30 feet of another Swarm creature, a Swarm creature can roll twice and take the better result on a saving throw against a mind-affecting effect.**PARALYTIC NEUROTOXIN****Type** poison (injury); **Save** Fortitude DC 14**Track** Dexterity; **Frequency** 1/round for 4 rounds**Cure** 2 consecutive

saves

A Swarm antecursor's lithesome body bears two pairs of large wings and oversized compound

eyes. The creature's scorpion-like tail keeps it stable in flight and can launch an organic stinger at foes. An antecursor is frequently dull green and brown with matte-gray wings, but those scouting urban areas are sometimes gray, with iridescent markings resembling electric lights.

Antecursors often form the first wave of any Swarm onslaught, infiltrating target worlds and gathering intelligence to send back to the hive mind. Swift and stealthy, they avoid engaging opponents; if attacked, they use their neurotoxin to incapacitate enemies so they can escape. Antecursors usually appear to be alone, but due to their long-range telepathy, attacking one often means several more antecursors will soon arrive as backup. Antecursors are somewhat more intelligent than most Swarm components, and thanks to the hive mind's shared memories, they can capably operate in nearly any planetary environment even if they haven't experienced it firsthand.

THE
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REFUGEPART 1:
ALONE IN
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SWARM NAUPHAGE

CR
2

XP
600



CE Medium monstrous humanoid

Init +1; **Senses** blindsense (vibration) 30 ft., darkvision 60 ft.;

Perception +12

DEFENSE

EAC 13; **KAC** 14

Fort +3; **Ref** +3; **Will** +5

Defensive Abilities Swarm mind; **Immunities** acid, fear effects

OFFENSE

Speed 25 ft., climb 10 ft.

Melee claw +9 (1d4+6 S)

Ranged adhesive cannon +7 (1d4+2 E plus entangle)

STATISTICS

Str +4; **Dex** +1; **Con** +2; **Int** +1; **Wis** +0; **Cha** -3

Skills Athletics +7, Computers +12, Engineering +12, Stealth +7

Languages Shirren, telepathy 100 ft.

Other Abilities organic rig, storage sac

ECOLOGY

Environment any

Organization pair or team (3-5)

SPECIAL ABILITIES

Adhesive Cannon (Ex) As a ranged attack, a nauphage

can fire blobs of electrically charged glue with a range increment of 30 feet. In addition to taking damage, a creature struck with this glue is entangled for 1d4 rounds; such a creature can escape with a successful DC 18 Acrobatics check or a DC 13 Strength check attempted as a standard action. This weapon can't be disarmed and produces its own ammunition, so it never runs out.

Organic Rig (Ex) One of the nauphage's arms ends in slender appendages that can be configured to perform a variety of tasks. A nauphage always counts as having the appropriate tool or basic kit for any Computers or Engineering check it attempts.

Storage Sac (Ex) A nauphage can store up to 2 cubic feet of items weighing no more than 4 bulk in total in a storage sac. It can transfer a single object between its sac and a claw as a swift action.

Swarm Mind (Ex) Members of the Swarm are bound together into a singular hive mind by a blend of exuded pheromones, imperceptible movements of antennae and limbs, electrostatic fields, and telepathic communication. All Swarm creatures with 30 feet of each other are in constant communication; if one is aware of a threat, all are. (Such awareness can spread along a "chain" of Swarm creatures under appropriate circumstances, potentially alerting distant Swarm creatures). In addition, once per round when within 30 feet of another Swarm creature, a Swarm creature can roll twice and take the better result on a saving throw against a mind-affecting effect.

A Swarm nauphage is a sturdy insectile creature with a bulbous body supported by three legs. One of the nauphage's two arms ends in a series of thin digits that functions as an organic tool kit, while the other features a vicious claw onto which an organic ranged weapon is grafted. This gun fires an electrically charged adhesive. A translucent membrane on a nauphage's torso serves as a handy storage sac that the creature can access with ease.

While the Swarm solely uses organic biotechnology, the creatures often have to deal with other species' technology as they seek to devour those worlds. Nauphages provide the Swarm with technical and logistical support when simply smashing the troublesome tech in question isn't tactically sound. Adept at hacking and disassembling computers and other equipment, nauphages allow other Swarm components to bypass doors, turrets, and other technological hazards.

SWARM REVULSOR

CR
4XP
1,200

CE Medium monstrous humanoid

Init +5; **Senses** blindsense (vibration) 30 ft., darkvision 60 ft.;**Perception** +10**DEFENSE****EAC** 16; **KAC** 18**Fort** +6; **Ref** +8; **Will** +5**Defensive Abilities** Swarm mind, regeneration 5 (fire);**Immunities** acid, fear effects**OFFENSE****Speed** 40 ft., climb 10 ft.**Melee** claw +13 (1d6+7 S)**Offensive Abilities** ear-splitting shriek (30-ft. cone, 4d6 So plus deafen, DC 13), ferocity**STATISTICS**

Str +3; Dex +5; Con +1; Int -1; Wis +1; Cha -3

Skills Acrobatics +15, Athletics +10, Intimidate +10

Languages Shirren, telepathy 100 ft.

ECOLOGY**Environment** any**Organization** solitary, pair, or squad (3-7)**SPECIAL ABILITIES****Ear-Splitting Shriek (Ex)** As a standard action, a Swarm revulsor can let out a shriek that can split eardrums and disrupt other auditory receptors. Each creature within a 30-foot cone takes 4d6 sonic damage (Reflex DC 13 half) and is deafened for 1d4 minutes (Fortitude DC 13 negates). This shriek also ignores 4 hardness when damaging objects.**Swarm Mind (Ex)** Members of the Swarm are bound together into a singular hive mind by a blend of exuded pheromones, imperceptible movements of antennae and limbs, electrostatic fields, and telepathic communication. All Swarm creatures with 30 feet of each other are in constant communication; if one is aware of a threat, all are. (Such awareness can spread along a "chain" of Swarm creatures under appropriate circumstances, potentially alerting distant Swarm creatures). In addition, once per round when within 30 feet of another Swarm creature, a Swarm creature can roll twice and take the better result on a saving throw against a mind-affecting effect.

Swarm revulsors move in rapid bounds on two abnormally long lower legs. Their upper limbs end in vicious claws, while their small middle limbs are used to carry objects and assist in climbing when necessary. Their thick necks contain powerful vocal cords and highly compressed air sacs. Revulsors can often be found on the front lines of a Swarm advance, pushing back enemies with their ear-splitting shrieks. They also heal quickly and fight savagely until they or their opponents

are destroyed. Revulsors almost never withdraw from combat unless compelled by the hive mind, which is very rare.

Revulsors are usually more brightly colored than other Swarm components, as if daring enemies to target them exclusively, which helps stealthier components move to flanking positions. Revulsor carapaces also contain swatches of ultraviolet pigmentation, which some scholars believe were first developed to intimidate a long-lost enemy species that could see such colors. The few revulsors that manage to survive a campaign undergo an organic process that increases the bright and ultraviolet shades on their carapaces. Other, smaller components instinctively defer to such revulsors, who are given honored places at the forefront of the next battle.

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CODEX OF WORLDS

UTRANEUS

World of Wind and Waves

Diameter: ×1-1/4; **Mass:** ×1-1/2

Gravity: ×1

Location: The Vast

Atmosphere: Normal

Day: 36 hours; **Year:** 300 days

Utraneus is the third planet in the Suskillon system. Shallow oceans span most of the world's surface, scattered with islands and small continents. Three moons with wildly differing orbits contribute to the planet's complex tidal systems and harsh seasonal monsoons. This combination of constant wind, rain, and waves would cause rapid erosion to most landmasses, but much of Utraneus's surface is composed of the compressed remains of coral and mollusks. Even as the tides wear down the land, the high mineral content of the water rebuilds it. The resulting karst landscape is riddled with caves and pits. Little surface water remains above sea level, due to easy drainage, lack of soil, and sparse vegetation besides lichen and algae. Wholly organic life

is rare above the waves, and most such creatures have evolved magical traits to survive. In the seas, aquatic life flourishes, but the shallow depths limit the size natural evolution can attain, and no native life-forms have achieved sentience.

The first intelligent creatures to set foot on Utraneus were the shirrens during their exodus from the Swarm. They constructed a shrine to Hylax on the largest of the planet's landmasses (later named Aqanat), but a sinkhole caused it to collapse into an extensive cave system. Seeing this as an omen, the shirrens turned these caves into a ritual pilgrimage of their journey so far, with symbolic reenactments of events that would become shrouded in myth. They then moved on, joining with the residents of Suskillon, the fifth planet in the system, and leaving a more permanent colony in the Chuuva system for the Pact Worlds.

Decades later, as the population of Suskillon began to reach the limits of what the planet could bear, the world's government began the process of settling Utraneus. In 121 AG, they established a space station in orbit around the planet. Called Oddrock, it traveled in an orbit geosynchronous to a proposed landing site on the continent of Aqanat. It took several decades of study to develop chemical and mechanical means of stabilizing Utraneus's fragile land base, but settlers laid the groundwork for the city that would become New Grakka in 201 AG, named after the birthplace of the engineer who developed the final stabilization formula. Guided by shirren scientists involved with the project, New Grakka was built almost directly on top of the underground shrine to Hylax.

The first New Grakkans were determined. Managing the planet's constant erosion and sediment deposition drove them to new heights of engineering and improvisation, and now the colony is a thriving metropolis. Powered by the abundant energy harnessed by wind and tidal turbines, factories near the city refine the planet's silicates into computer and starship components for export. Due to the limited organic material on the surface, most plant-based agriculture is hydroponic, while aquaculture provides most protein on the planet. Previous attempts to introduce nonnative species to Utraneus resulted in the airborne pests called muottas, so customs and imports are now tightly regulated.

Utraneus's seas are too shallow, bright, and turbulent for most sapient aquatic species and large underwater beasts, but some manage to survive in those waters. The original stabilization formula worked best on dry rock, but a new variant has succeeded with underwater limestone, and there is now a growing population of kalos from the Pact Worlds.

NEXT MONTH

HUSKWORLD

By Lyz Liddell

Hoping to find a way to fight back against the insectile Swarm, the heroes travel to the distant world of Ilemchuua, a planet already consumed by the deadly invaders. The party soon discovers they aren't alone in their battle when they meet a handful of resistance fighters on the ravaged planet. With this group's help, the heroes strike against a massive Swarm creature that is draining the world's resources dry as a darkling distraction. They then infiltrate an infested university to search for a dead professor's research that could lead to a mythical holy site to the insect goddess Hylax. Could this fabled shrine hold the secret to defeating the Swarm once and for all?

RELICS OF CHUUVA

By Lyz Liddell

A survey of the Chuuva system, this article details six planets orbiting an orange dwarf star in the Vast, which was

the second stop on the shirrens' exodus from the Swarm. The shirrens put down roots in this previously uninhabited system, and despite the Swarm's devastation, some of what they built remains.

SURVIVORS OF THE SWARM

By Isabelle Thorne

Few species survive contact with the Swarm—yet some do. Whether by bizarre eldritch magic or ancient hybrid technology, a few peoples have outlasted contact with the ravenous interstellar insects.

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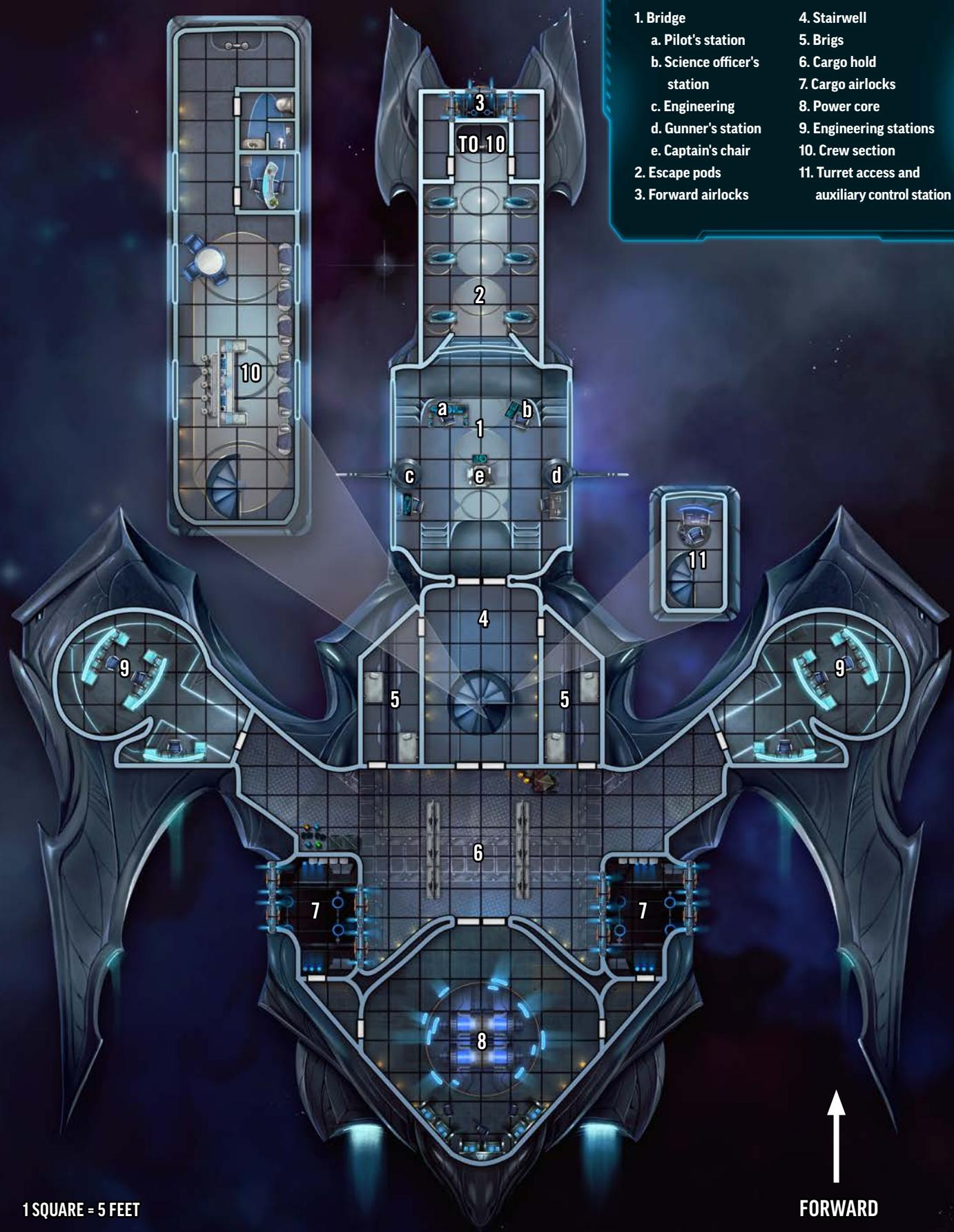
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SOUND THE RETREAT

With a handful of survivors from a Swarm invasion as passengers, the heroes travel to a nearby colony world in search of safety. At the overburdened metropolis of New Grakka, members of a movement who believe the Swarm are punishment for the system's sins are disrupting the military's efforts to take in refugees. The heroes must stop these fanatics, as well as clear out a series of caverns beneath the city that could provide shelter and protection should the Swarm attack this planet. In the process, they discover clues that might help solve an ancient shirren mystery!

This volume of Starfinder Adventure Path continues the Attack of the Swarm! Adventure Path and includes:

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