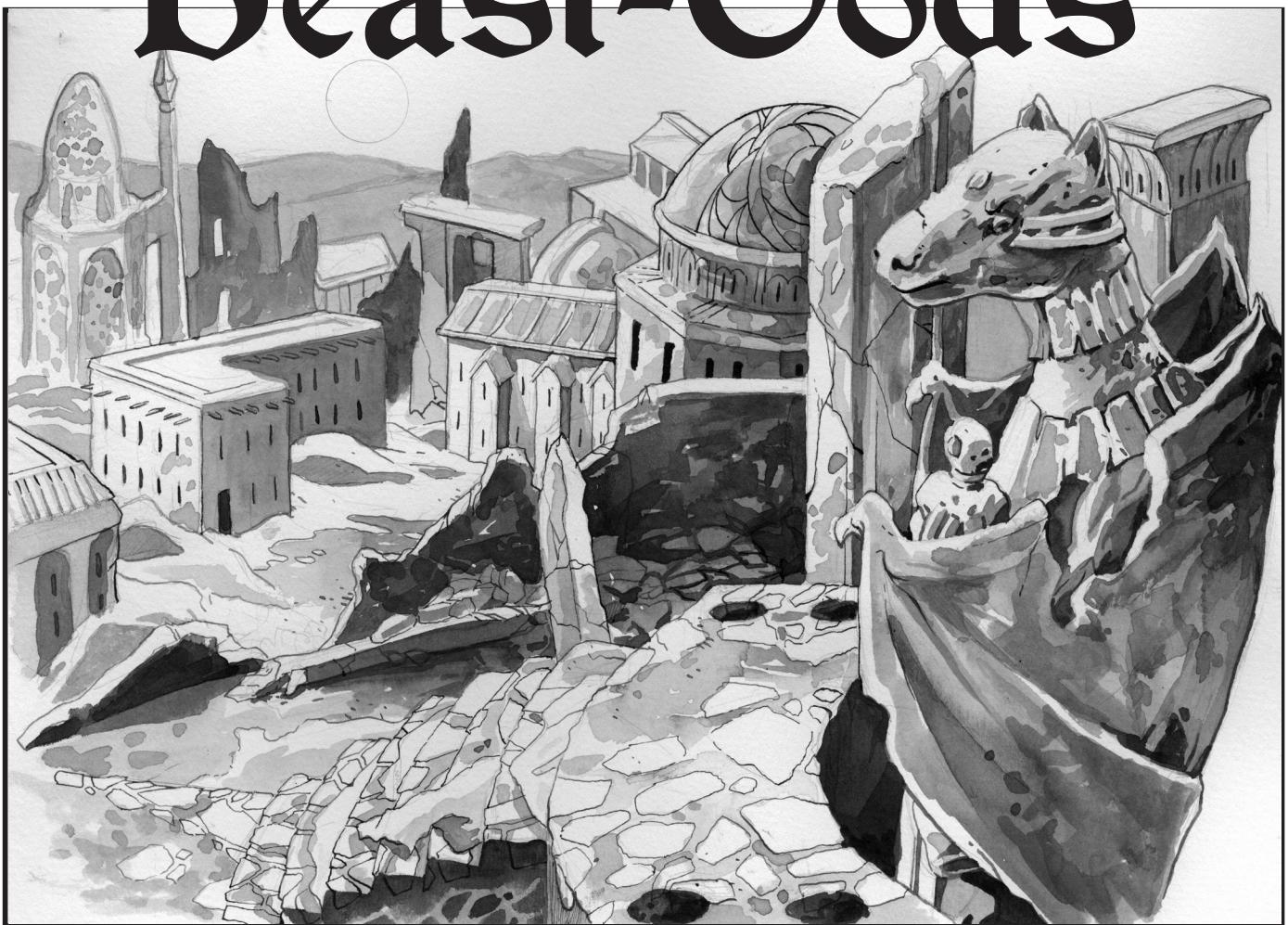




Song of the Beast-Gods



The land of Yar-Ammon is old – and even older are its gods. In the desert city of Khadis, a colossal faceless sphinx broods over empty altars and forbidden secrets. Hungry beasts gather ever closer to the city gates, while strange plots are afoot in the royal palace. Legacies from the past haunt an old king, and the sinister priests of Zothur watch from the shadows of the throne.

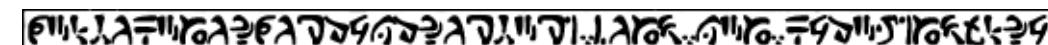
Can you unravel the mysteries of accursed Khadis -- and live to tell the tale?

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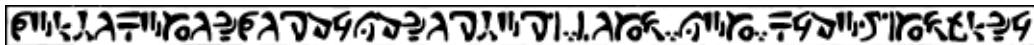
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Introduction



"Strange hybrids walked the earth when it was young; gigantic, lumbering creatures — half-beast, half-man. Human imagination alone did not create the gigantic serpent Set, carnivorous Bubastis, and great Osiris. I thought of Thoth, and tales of harpies; thought of jackal-headed Anubis and the legend of were-wolves."

— Robert Bloch: The Secret of Sebek

The land of Yar-Ammon is old, and even older are its gods. From the dawn of time, when bands of hunter-gatherers roamed the land, men and women shared a sacred bond with the beasts they hunted. The primal people bowed before colossal statues of wild beasts, and the priests of Yar-Ammon wore animal masks in imitation of their gods. Each beast had its own cult; each city its own idol.

In the city of Khadis, where the hyena was sacred, the Great Red Sphinx was placated every year with offerings of treasure and blood. The people heaped silver and gold at the feet of the sphinx and feasted on the intoxicating wines prepared by the priests. And then the drunken revelers fell upon the city's criminals and prisoners of war and hurled them over the city walls to the hyena packs waiting below.

But things are different today. Before his death two and twenty years ago, the High King of Yar-Ammon instituted the worship of an (until then) unknown god, called the First One, and known variously as Zothur, Zoth-Ur, or Xoth-Ur. Taking the title of Kingpriest and Prophet of the First One, the king sent his new priests from Amenti to all the lesser cities of the land, and demanded that the old ways of beast-worship be abandoned.

The emissaries of the Kingpriest were not well received everywhere, but in Khadis, the petty king Akhtesh had recently lost his queen while she was giving birth to Nathifa, the second of the king's daughters. Akhtesh meekly accepted the Kingpriest's decrees, as announced by the sinister priests of Zothur: As a sign of his will to break with the old ways, Akhtesh was forced to exile the priests of the

hyena-cult, deface the Great Red Sphinx, and sacrifice his oldest daughter, Nekhtra, who had been groomed to become high priestess of the hyena-cult since early childhood.

But the king's chief steward, Hykshah, was a secret priest of the hyena-cult. He dressed up a slave-girl as Nekhtra and handed her over to suffer death at the hands of the priests of Zothur, while the real princess was taken into the desert and left in the care of a tribe of wild nomads.

Recent Events

Princess Nathifa, who grew up under the tutelage of the priests of Zothur, never learned that she had an older sister. That is, not until now, twenty-two years later, when her father, King Akhtesh, has grown old and is suffering from dementia. Nathifa is preparing to become Queen when she hears certain rumors. She secretly sends her handmaidens into the desert to investigate.

However, other schemes are coming to fruition. For at this time, Nekhtra has secretly returned to Khadis after two decades of hiding in the desert. Together with Hykshah and a group of palace guards who are loyal to the hyena-cult, Nekhtra takes her sister captive and impersonates her. The old and demented king does not notice the difference, and Hykshah and his loyal men ensure that the men and women of the court are kept in the dark.

A Word to the Wise

This book makes occasional references to mature themes such as human sacrifice, slavery, drugs, racism and perverted sexuality. Such themes, which are staples of the sword and sorcery genre, are simply assumed to be unpleasant but undeniable facts of life in the grim fantasy world described. The sensible reader should quickly note that these themes are not the focus of the book; they are not explored in-depth, nor are they used gratuitously. Remember that this is a work of fiction, and stuff in this book should not be taken as an endorsement of these things in the real world. That said, let's get on with the game.





But Nekhtra's plan is far more sinister than simply taking the power behind the throne in Khadis. When the stars are right, Nekhtra and Hykshah plan to sacrifice Nathifa in a sorcerous ritual called the *Song of the Beast-Gods*, which will transform Hykshah and his loyal men into monstrous beast-men, and Nekhtra herself into an abominable hybrid between woman and hyena. With her new power and legions of beast-men, the new queen of Khadis will usher in a new age of beast-worship in all of Yar-Ammon.

Starting the Adventure

The adventure begins when the PCs are resting at an oasis in the deserts of Yar-Ammon. A band of slavers arrive at the oasis with a group of female captives, including the beautiful Anat. Hykshah has learned that Nathifa's handmaidens have left the city and has arranged for them to be captured by a band of foreign slavers.

The Setting

The adventure takes place in the World of Xoth, an original sword and sorcery setting inspired in part by Howard's Hyboria, Smith's Zothique, Leiber's Nehwon, Carter's Lemuria, Saunders' Nyumbani, and the Wilderlands from Judges Guild.

See <http://xoth.net/blog> for more information about the setting, additional rules and guidelines, and links to even more material.

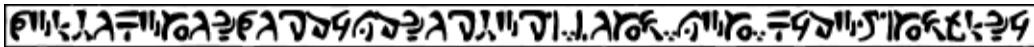
The Song of the Beast-Gods

The ritual known as the *Song of the Beast Gods* must be performed on a night when the stars are favorable, by one caster and one or more assistants. A human sacrifice must be provided for each of the participants. The total levels or hit dice of the sacrifices must match or exceed that of the participants.

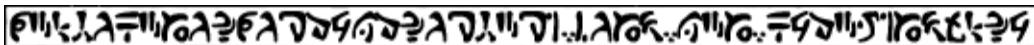
The caster lights incense, and chants a series of guttural barks while slitting the throats of the sacrifices with an iron knife. At the completion of the ritual, as the caster succeeds on a Knowledge (religion) check (DC 15), each participant touches the body of a sacrifice and draws the life-force out of him, gaining the benefits of a *death knell* spell in the process.

As that effect fades, a more significant transformation affects the participant: Each assistant gains the beast-man template (see the New Monsters appendix), while the caster undergoes a painful transformation into a true monster. In the case of the hyena-cult, the resulting hybrid creature is equivalent to a lamia; other beast-cults know the secrets of transforming into other monsters equivalent to minotaurs, harpies, medusas, and others. Any spellcasting ability is retained in the new form.





The Oasis of Taklun



The Taklun oasis is situated on the dusty caravan road between grand Khazabad on the shores of the great sea and the desert city of Zul-Bazzir. South of the oasis is the land of the Khazraj tribes, wild and unpredictable nomads who roam the deserts between Khazistan and Yar-Ammon. Their loyalties are constantly shifting.

The oasis itself is small but quite lush, with dense ranks of palm trees surrounding a small lake a few hundred feet across. There are no permanent settlements here, but the place is frequently visited. Travellers usually just pitch their camel-hair tents in makeshift camps for a few days before they move on. Wild beasts may also come here, attracted by the lake-water.

The Slave Caravan

Use the following encounter to get the player characters involved with the events unfolding in the city of Khadis.

A fat merchant approaches the oasis of Taklun from the southeast with his camels, guards, and several female captives. This is Nallah, an agent of the notorious Slave Sultans of Al-Qazir. He has been secretly hired by Hykshah, steward of the king of Khadis, to track down and capture the handmaidens of princess Nathifa. Having accomplished the first part of his mission, Nallah is now on his way to dispose of his captives in the slave-markets beyond Zul-Bazzir, far away to the west.

Nallah, fat slave-merchant, male

Decadent Rogue 3: HD 3d8+3; hp 20; Init +2 (+2 Dex); Spd 30 ft. (6 squares); AC 12 (+0 no armor, +2 Dex), touch 12, flat-footed 10; BAB/Grapple +2/+3, CMB +3, CMD 15; Atk Whip +3 melee (1d3+1, 20/x2, finesse, disarm, nonlethal, reach, trip), Scimitar +3 melee (1d6+1, 18-20/x2) or Dagger +4 ranged (1d4+1, 19-20/x2, range increment 10 ft.); SA Sneak Attack +3d6; SQ Insidious, Arcane Adept, Corrupt, Trapfinding, Evasion, Rogue Talent (Resiliency), Trap Sense +1; SV Fort +2, Ref +5, Will +1; Str 13, Dex 14, Con 12, Int 14, Wis 10, Cha 12.

Deserts of Var-Ammon

Climate: Very Hot

Terrain: Desert

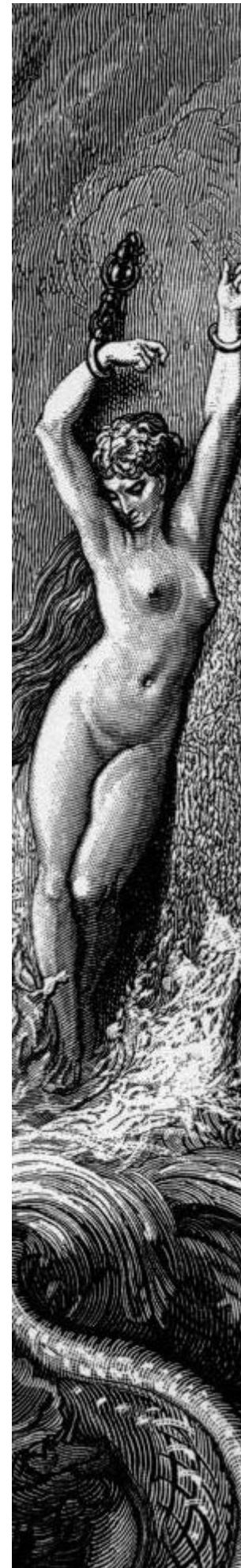
Roll	Encounter
1	Border guards
2	Sandstorm
3	Hyena pack
4	Bandits
5	Village or nomad camp
6	Khazraj (wild nomads, opposed to central authority)
7	Priests with entourage (determine cult randomly)
8	Noble with entourage
9	Abandoned camp
10	Scorpion or poisonous snake
11	Corpse of man or beast
12	Caravan or animal herders

Skills: Acrobatics +8, Appraise +8, Bluff +9, Diplomacy +7, Escape Artist +8, Intimidate +7, Knowledge (local) +10, Perception +6, Stealth +10, Swim +7. **Feats:** Exotic Weapon Proficiency (Whip), Iron Will.

Possessions: Camel, whip, scimitar, dagger, pouch with 150 gp, one dose of blue whinnis poison.

Tactics: Gain +1 to attack rolls by attacking from atop his camel; use whip against unarmored foes up to 15 feet away, or throw (poisoned) daggers. **Morale:** Nallah is a coward at heart and flees if he is reduced below one-third of his total hit points. If escape is impossible, he attempts to strike a deal with his opponents, only to betray them later.

Description: Nallah is surprisingly strong and agile for a person of his bulk.





Nallah's Guards, desert slavers, male

Nomadic Ranger 1 (4): HD 1d10+4; hp 14; Init +1 (+1 Dex); Spd 20 ft. (4 squares); AC 13 (+2 leather armor, +1 Dex), touch 11, flat-footed 12; BAB/Grapple +1/+3, CMB +3, CMD 14; Atk Scimitar +3 melee (1d6+3, 18-20/x2) or Net +2 ranged (special, 20/x2, range increment 10 ft.); SA 1st Favored Enemy (Civilized); SQ Proud, Unpredictable, Bowlegged, Track, Wild Empathy; SV Fort +3, Ref +3, Will +2; Str 15, Dex 12, Con 12, Int 10, Wis 10, Cha 9.

Skills: Intimidate +3, Knowledge (geography) +4, Perception +4, Ride +5, Stealth +5, Survival +4. *Feats:* Exotic Weapon Proficiency (Net), Iron Will (b), Toughness (b).

Possessions: Pouch with 8 gp.

Note: Due to the nomad's Unpredictable ability, the guard can choose a different bonus feat every day (prerequisites still apply); the stat block uses Toughness.

Anat, favored of Nathifa, female Civilized Rogue 2: HD 2d8+2; hp 14; Init +3 (+3 Dex); Spd 30 ft. (6 squares); AC 14 (+0 no armor, +3 Dex, +1 Dodge), touch 14, flat-footed 10; BAB/Grapple +1/+1, CMB +1, CMD 14; Atk Dagger +4 melee (1d4, 19-20/x2, finesse); SA Sneak Attack +1d6; SQ Educated, Frail, Trapfinding, Evasion, Rogue Talent (Charmer); SV Fort +1, Ref +6, Will +1; Str 10, Dex 17, Con 12, Int 12, Wis 12, Cha 16.

Skills: Acrobatics +8, Bluff +8, Diplomacy +8, Disguise +8, Escape Artist +8, Knowledge (local) +6, Perception +6, Perform (dance) +8, Sleight of Hand +8, Stealth +8. *Feats:* Dodge, Weapon Finesse.

Handmaidens of Nathifa, female

Civilized Rogue 1 (3): HD 1d8+1; hp 9; Init +6 (+2 Dex, +4 Improved Initiative); Spd 30 ft. (6 squares); AC 12 (+0 no armor, +2 Dex), touch 12, flat-footed 10; BAB/Grapple +0/+0,

CMB +0, CMD 12; Atk Dagger +2 melee (1d4, 19-20/x2, finesse); SA Sneak Attack +1d6; SQ Educated, Frail, Trapfinding, SV Fort +1, Ref +4, Will +0; Str 10, Dex 15, Con 12, Int 10, Wis 10, Cha 14.

Skills: Acrobatics +6, Bluff +6, Diplomacy +6, Disguise +5, Escape Artist +6, Knowledge (local) +4, Perception +4, Sleight of Hand +6, Stealth +6. *Feats:* Improved Initiative, Weapon Finesse.

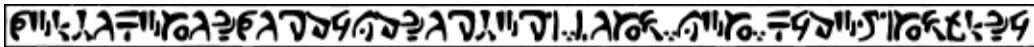
Possessions: Pair of earrings (5 gp each).

Note: The stat blocks for Anat and the handmaidens assume they are armed, although they obviously lack weapons as long as they are captives of the slavers.

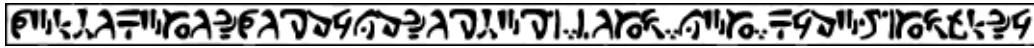
Description: The captives are scantily clad, bound and gagged. The prettiest among them is Anat, leader of Nathifa's handmaidens. Anat has a delicate nose, supple body and scented hair (when she is not being dragged through the desert as a captive, that is). Using eye contact, sign language and/or writing in the sand, she tries to get the player characters to help the women escape by defeating the slavers.

Anat and the other handmaidens were sent on a mission by princess Nathifa of Khadis to discreetly investigate certain rumors among the Khazraj nomads. Disguised as dancing-girls, they sat on the laps of old desert sheikhs and heard the generation-old tale of a city girl who was delivered into the hands of the nomads.

A night of pleasure, should they so desire, awaits the PCs if they are successful in freeing the handmaidens. However, Anat also explains that she is the servant of the royal princess of Khadis, a city not too far away, and that greater rewards await the player characters there.



The City of Khadis



The city of Khadis is located near the northern border of Yar-Ammon, close to the territory of the Khazraj nomads. Despite its modest size, the city-state has its own ruler who calls himself "king", although he is in fact the subject of the High King of Yar-Ammon, who sits on the throne in Amenti.

Khadis is surrounded by a solid wall, 30 feet tall, with six great towers and two city gates. The following numbered locations are the main points of interest in the city.

1. South Gate

This is the main gate into the city. The caravan road goes south to the Bahir Oasis. Donkeys laden with handicrafts and pottery leave Khadis to return with cotton, papyrus and jewelry from Amenti.

The gate is flanked by great pylons. There are always 12 guards on duty, commanded by a guard captain.

City guard captain of Khadis, male

Civilized Warrior 3: HD 3d10+6; hp 27; Init +0 (+0 Dex); Spd 30 ft. (6 squares); AC 13 (+3 studded leather, +0 Dex), touch 10, flat-footed 13; BAB/Grapple +3/+6, CMB +6, CMD 16; Atk Scimitar +7 melee (1d6+4, 18-20/x2) or Heavy Mace +6 melee (1d8+4, 20/x2) or Javelin +3 ranged (1d6+3, 20/x2, range increment 30 ft.); SA none; SQ Educated, Frail; SV Fort +5, Ref +1, Will +4; Str 16, Dex 10, Con 14, Int 12, Wis 12, Cha 10.

Skills: Climb +9, Handle Animal +6, Intimidate +6, Ride +6. **Feats:** Iron Will, Toughness, Weapon Focus (scimitar).

Possessions: Manacles, hooded lantern, pouch with 12 gp.

City guard of Khadis, male Civilized Warrior 1: HD 1d10+1; hp 11; Init +0 (+0 Dex); Spd 30 ft. (6 squares); AC 14 (+3 studded leather, +1 light wooden shield, +0 Dex), touch 10, flat-footed 14; BAB/Grapple +1/+3, CMB +3, CMD 13; Atk Scimitar +4 melee (1d6+2, 18-20/x2) or Javelin +1 ranged (1d6+2, 20/x2, range increment 30 ft.); SA none; SQ Educated, Frail; SV Fort +3, Ref +0, Will +0; Str 14, Dex 10, Con 12, Int 10, Wis 10, Cha 10.

Skills: Climb +6, Intimidate +4, Ride +4. **Feats:** Toughness, Weapon Focus (scimitar).

Possessions: Rope, torch, pouch with 6 sp.

The City of Khadis

Size: Small City

Population: 8,000 (80% Yar-Ammonite, 15% Khazistani, 5% Other)

Government: Monarchy

Armed Forces: 400 light infantry, 150 camel-riders, and 50 palace guards.

Notable NPCs: King Akhtesh; Princess Nathifa; Hykshah, King's Chief Steward; Kheraf, Military Commander; Courtiers; Royal Scribes; Caravan Masters; Master Craftsmen; Anat, Nathifa's Handmaiden.

South of the gate is a caravanserai building and stables for camels, donkeys and horses. The greedy proprietor charges 3 gp per night per visitor, and 1 gp per day for each animal placed in the stables.

2. Processional Way

The paved street that leads into the city from the south gate is flanked by twin rows of weathered, headless sphinxes. Closer study of the large stone statues reveals that the giant bodies are those of hyenas, and that the heads appear to have been chipped off by chisels, rather than by weather and the ravages of time.

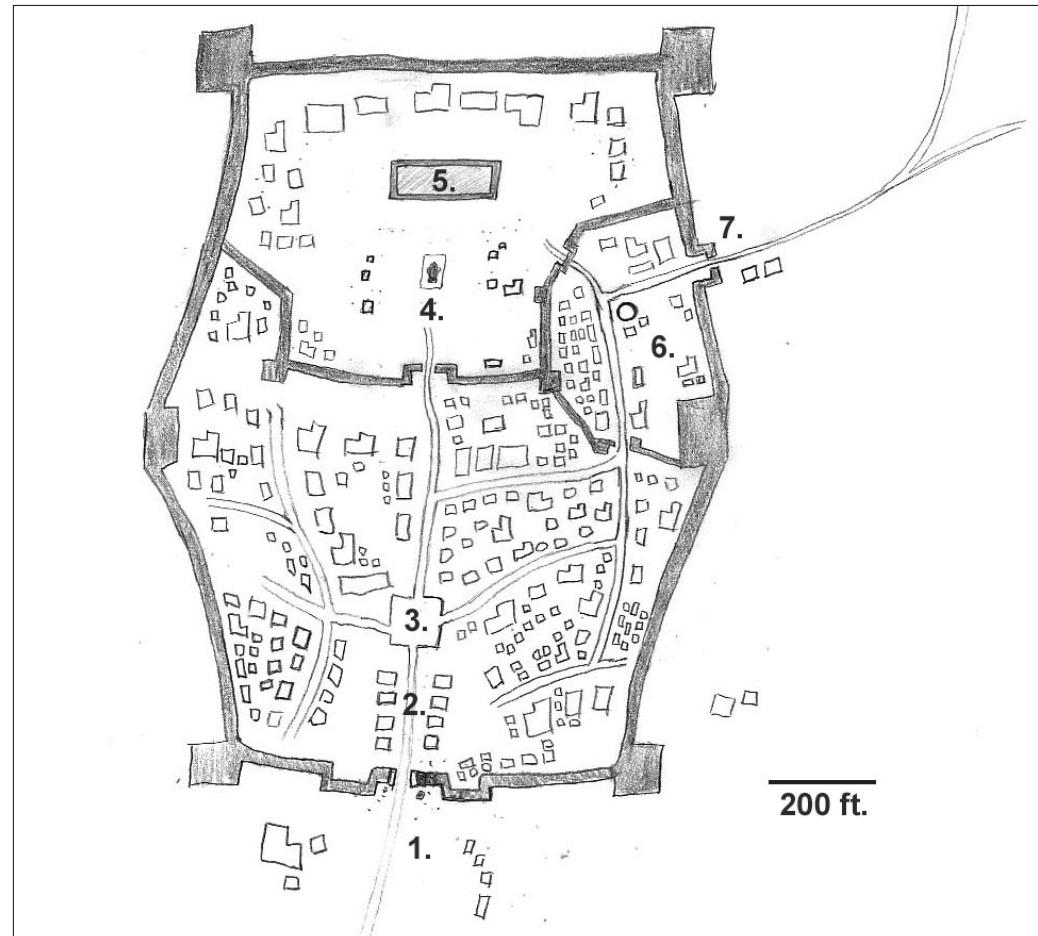
3. Market Square

Lively trade is conducted in the bazaars here, where everything from food to weapons and golden jewelry can be found. Coverings of cloth are suspended over the square to shield the merchants and the customers from the glare and heat of the sun. Along the edges of the square are several tall obelisks; one is painted with an image of a king and his daughter, another has a half-erased image of a sphinx surrounded by rich treasures.

4. The Faceless Sphinx

The grand square in front of the palace is dominated by a huge stone idol, 30 feet wide, 70 feet long, and 50 feet tall, in the shape of a sphinx. The body is sculpted in the shape of a hyena, with folded wings along its sides. But the most striking feature is its faceless head.





The people of Khadis, regardless of social standing, will be unwilling to speak about the sphinx and why it is faceless. A successful use of Diplomacy might give the PCs some information, but the starting attitude will be no better than Unfriendly if this subject is brought up.

Between the forelegs of the sphinx is a hidden doorway that can be discovered with a Perception check (DC 20). The door is massive (stone door; 8 in. thick; hardness 8; hp 120; Break DC 28). The passage beyond the door is protected by a *glyph of warding* (5d8 points of cold damage) placed there by a now-dead cult priest; only members of the hyena-cult can pass here without triggering the glyph. The corridor leads via a stairway to Area 12 in the vaults beneath the sphinx (see own chapter).

5. Royal Palace

The palace is located behind the inner city wall, which is 20 feet tall. The palace district is the exclusive domain of the king and his family, as well as courtiers, royal scribes, favored merchants, palace guards, and servants. The palace is described in more detail in the next chapter.

6. Barracks

East of the palace compound, behind a separate inner wall, are the barracks of the city-state's armed forces. The commander, Kheraf, dwells in the great east tower connected to the city wall.

Kheraf, military commander, male

Civilized Cavalier 5: HD 5d10; hp 32; Init +0 (+0 Dex); Spd 20 ft. (4 squares); AC 17 (+6 breastplate, +1 light steel shield, +0 Dex), touch 10, flat-footed 17; BAB/Grapple +5/+6, CMB +6, CMD 16; Atk Khopesh +7 melee (1d8+1, 19-20/x2, trip); SA Tactician (Look-out), Cavalier's Charge, Challenge 2/day, Banner; SQ Educated, Frail, Mount (camel), Order (Order of the Lion), Order Ability (Lion's Call), Expert Trainer; SV Fort +4, Ref +1, Will +3; Str 12, Dex 10, Con 10, Int 12, Wis 14, Cha 11.

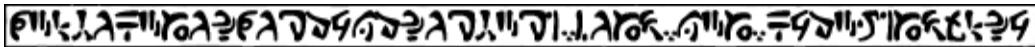
Skills: Diplomacy +8, Handle Animal +8, Intimidate +8, Profession +10, Ride +8, Sense Motive +10. **Feats:** Exotic Weapon Proficiency (khopesh), Mounted Combat, Trample, Weapon Focus (khopesh).

Description: Kheraf is middle-aged, with full mustache and beard, and cold eyes. He is loyal to the old king and averse to risk, and will not interfere in palace business without an extremely good reason.

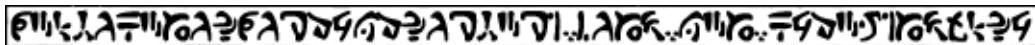
Also in this district is the city's well, which provides water to all its inhabitants. A constant stream of people comes here to fill their jars and amphorae with water during the day.

7. East Gate

The trail leads north and east, through the land of the wild Khazraj nomads, and then on to Khazabad, glittering capital city of Khazistan.



The Royal Palace



The royal palace is a huge building, 250 feet long and 100 feet wide, constructed from limestone. It has a single story aboveground, although there are dungeons and vaults beneath it.

1. Palace Gates

The main entrance to the palace is located on the west side of the building, where a set of heavy double doors is guarded by groups of elite warriors. Unless the palace guards are in a state of alarm, the gates are always open during the day. At night, the gates are always closed and barred shut from the inside.

2. Guard Rooms

A contingent of palace guards is always present here. There are five guards in each room, although at night half of them are sleeping, and two of these guards will be pacing around in Area 3. The rooms have arrow slits (granting improved cover to the guards behind it) opening up on the stairs in the main hall.

If the palace gates are attacked, the guards sound the alarm and take up position at the top of the stairs, while one guard remains behind in each chamber to fire ranged weapons through the arrow slits.

The guard captain sits at a small desk in Area 2A, unless he is escorting important visitors into the throne room, in which case he brings along two of his underlings.

Anur, palace guard captain, male

Civilized Fighter 3: HD 3d10+9; hp 30; Init +1 (+1 Dex); Spd 20 ft. (4 squares); AC 17 (+6 chainmail, +1 Dex), touch 11, flat-footed 16; BAB/Grapple +3/+6, CMB +6, CMD 17; Atk Falchion +6 melee (2d4+4, 18-20/x2) or Falchion with Power Attack +5 melee (2d4+7, 18-20/x2); SA Bravery; SQ Educated, Frail, Armor Training; SV Fort +5, Ref +2, Will +3; Str 16, Dex 12, Con 14, Int 10, Wis 10, Cha 10.

Skills: Intimidate +6, Ride +7, Survival +6. **Feats:** Combat Reflexes, Iron Will, Power Attack, Toughness, Weapon Focus (scimitar).

Palace guard of Khadis, male Civilized

Fighter 2: HD 2d10+5; hp 20; Init +1 (+1 Dex); Spd 30 ft. (6 squares); AC 15 (+4 chain shirt, +1 Dex), touch 11, flat-footed 14; BAB/Grapple +2/+5, CMB +5, CMD 16; Atk Scimitar +6 melee (1d6+4, 18-20/x2) or Scimitar with Power Attack +5 melee (1d6+7, 18-20/

The Palace of Khadis

Standard Features: Outer walls are 5-foot thick masonry walls. Inner walls are standard masonry walls. Unless noted otherwise, all interior doors are good wooden doors (1-1/2 in. thick; hardness 5; 15 hp; Break DC 18 if locked), and outer doors are strong wooden doors (2 in. thick; hardness 5; 20 hp; Break DC 25 if locked) with wooden bars (Break DC 25). Ceiling height is 10 feet in all rooms except where noted.

Lighting: The rooms and corridors are lit with common lamps (normal illumination 15 ft.; increased 30 ft.; duration 6 hours/pint) placed at regular intervals. Servants take rounds through the palace refilling the lamp oil.

Sounds and Odors: The scents of perfumes, incense and food are mixed throughout the palace, and most areas are filled with background noise from people talking.

Encounters: Check occasionally for random encounters with palace staff or guests.

x2); SA Bravery; SQ Educated, Frail; SV Fort +4, Ref +1, Will +2; Str 16, Dex 12, Con 12, Int 10, Wis 10, Cha 10.

Skills: Intimidate +5, Ride +6, Survival +5.

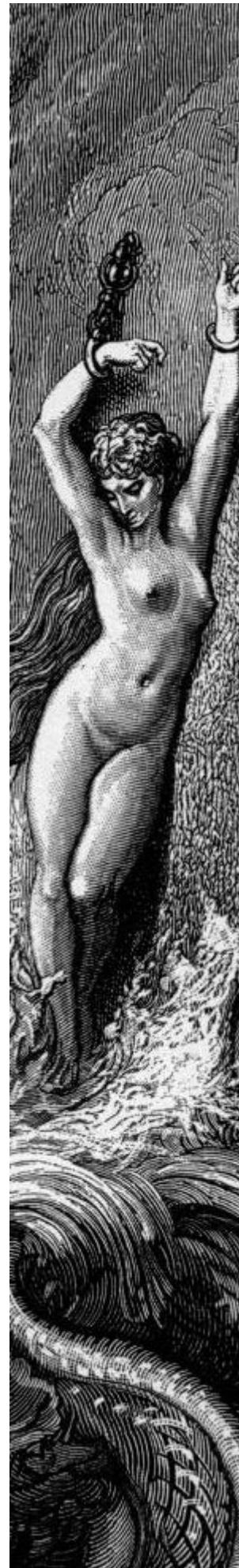
Feats: Iron Will, Power Attack, Toughness, Weapon Focus (scimitar).

3. Hall with Pool

This large, pleasant hall is decorated with green plants and sweet-smelling, brightly colored flowers. A few wooden chairs are placed in the corners of the room. The pool in the center is 15 feet deep and the water surface is dotted with lotus flowers.

4. Secondary Entrance (North)

This entrance is used by guards and servants. The room is also used as a cloakroom where visitors to the palace leave their outer cloaks, as well as any weapons, before entering the throne room and the corridors beyond. Make a Sleight of Hand check opposed by the guards' Perception in case any visitor wants to conceal a weapon (or other restricted item).





5. Armory

This room has racks of weapons, mostly spears, and ammunition for ranged weapons (arrows and crossbow bolts). A few sets of scale mail are stored here as well; the guards may don them if they are alerted to trouble and have time to prepare. The guard captain carries the key to this room.

6. Secondary Entrance (South)

This room is similar to Area 4.

7. Storage

This large storage room contains shelves stacked with jars of lamp oil, spare pottery, and woollen blankets. Along the floor are crates of dried fruit and meat, huge sacks of grain, and tall amphorae filled with wine and ale. In one corner are three large bales of silk (worth 100 gp each) and a small hardwood box filled with sweet-smelling incense (worth 150 gp). The chief steward of the palace carries the key to this room.

8. Antechamber

This waiting room is furnished with several comfortable chairs and small wooden tables set with silver trays of fruit and cakes, and a small selection of beverages. A servant stands discreetly in each corner of the chamber.

The tall double doors leading to the throne room (Area 16) are carved with a large image of a robed king bowing before a (faceless) sphinx idol.

9. Corridors

Areas 9A and 9B are identical, each being a long and wide corridor, decorated with green plants. The flagstone floors are spotless and polished. Colorful wall paintings depict a long line of kings and queens. Hyenas are shown several places as proud protectors of the royal family, rather than as cowardly carrion-eaters.

10. Courtiers' Lounge

Courtiers who attend the king's court frequently use this room to rest or work. It is equipped with a comfortable sofa, well-crafted chairs and a sturdy desk. There is a 50% chance of encountering a courtier here; roll 1d8 to determine his current activity:

1	Sleeping on sofa, with jewelry and rings (worth 200 gp) deposited on desk
2	Beating a slave
3	Counting money (325 gp), possibly (25%) of foreign mint
4	Making love to a female (75%) or male (25%) servant
5	Writing a secret letter to a foreign power
6	Being blackmailed by another courtier

7 Drinking, and being loose-mouthed (50%) or aggressive (50%)

8 Studying a map

Note that some of these activities may also be overheard in the corridor outside with a Perception check (DC 9; base DC 0, through door +5, distance +2, unfavorable background noise +2).

11. Hall of Records

This is the domain of scribes and literate servants, for it contains the written records of the palace's administration and correspondence with foreign powers. Wooden shelves are stacked high with yellowed sheets of papyrus, vellum rolls, and dust-covered clay tablets. Studying an appropriate topic in the hall of records for at least two days grants a +2 circumstance bonus to any Knowledge skill check. The Hall of Records is overseen by Teharut, the chief scribe of the city, and a small army of lesser scribes and servants.

Teharut, chief scribe of Khadis, male

Civilized Expert 5: HD 5d8-5; hp 16; Init +1 (+1 Dex); Spd 35 ft. (7 squares); AC 12 (+0 no armor, +1 Dex, +1 Dodge), touch 12, flat-footed 10; BAB/Grapple +3/+3, CMB +3, CMD 14; Atk Dagger +3 melee (1d4, 19-20/x2, finesse); SA none; SQ Educated, Frail; SV Fort +0, Ref +2, Will +8; Str 10, Dex 12, Con 9, Int 16, Wis 14, Cha 12.

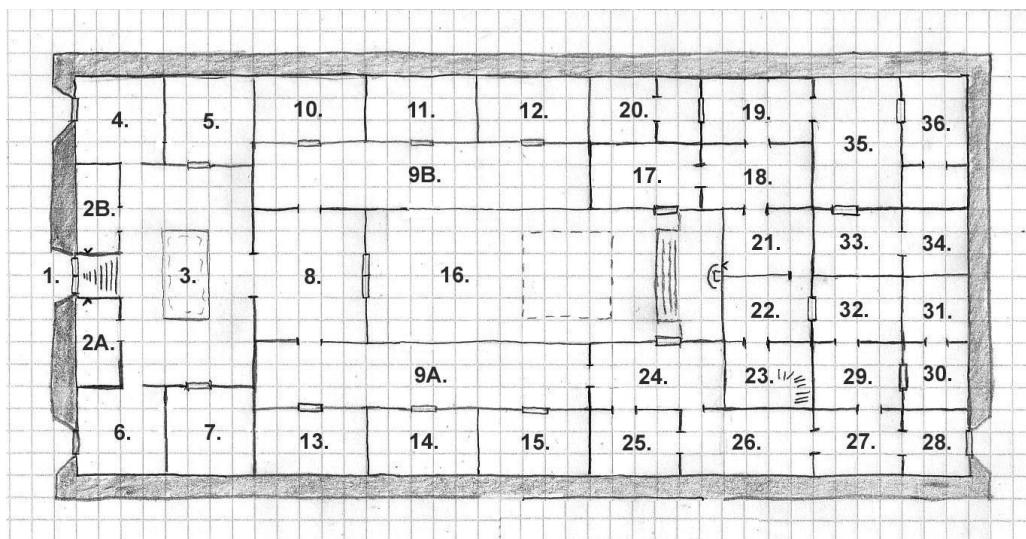
Skills: Appraise +11, Diplomacy +9, Heal +10, Knowledge (arcana) +11, Knowledge (geography) +11, Knowledge (history) +14, Knowledge (nobility) +11, Linguistics +11, Spellcraft +11, Use Magic Device +9. **Feats:** Dodge, Fleet, Iron Will, Skill Focus (Knowledge [History]).

Description: Teharut is old and very knowledgeable about the history of the city and the royal family, but will only share it with those he regards as intellectuals, as demonstrated by a DC 17 check in any Knowledge skill. People find him difficult to converse with, for he has a tendency to ramble on about irrelevant details and tangential anecdotes; if consulted as a sage, quadruple the normal amount of time required to answer a question.

12. Shrine

The door to this room is locked and protected with a *glyph of warding* (blast glyph, 4d8 cold damage) that affects anyone who is not a cultist of Zothur. Guests have no business here.

The floor, ceiling and walls of the chamber inside are painted black and studded with crystal rock to represent the stars of the night sky. In the north wall is a "false door", a doorframe without a door. Touching the doorway affects a non-cultist as per an *enervation* spell (no save – note that this can kill low-level characters!).



Nasith and Tarur, acolytes of Zothur, male Enlightened Aristocrat 1/Cultist

1 of Zothur: HD 1d8+1 plus 1d8+1; hp 14; Init -4 (+0 Dex, -4 Conceited); Spd 30 ft. (6 squares); AC 11 (+0 Dex, +1 Dodge), touch 11, flat-footed 10; BAB/Grapple +0/+2, CMB +2, CMD 12; Atk Quarterstaff +2 melee (1d6+3, 20/x2, double, monk); SA none; SQ Uncanny, Expert Builder, Conceited, Cult Membership (Cult of Zothur), Cult Spells, Orisons, Cult Secret (Coat of Many Stars); SV Fort +1, Ref +0, Will +5; Str 14, Dex 10, Con 12, Int 10, Wis 12, Cha 15.

Skills: Knowledge (nobility) +5, Knowledge (religion) +5, Stealth +5. **Feats:** Dodge.

Spells Known (Spells per day: 9/4; Spell DC 12 + spell level): 0 – Bleed, Guidance, Light, Resistance; 1st – Command, Doom, Inflict Light Wounds.

Description: Nasith is tall and gaunt; Tarur has flabby skin and reeks of sweat. Both are dressed in plain grey robes. These young acolytes are fairly recent arrivals in the city, for Yasath, the old priest who mentored Nathifa in her youth, has returned to Amenti. The acolytes have not had time to establish any relationship with Nathifa, and she (in reality Nekhtra) has been avoiding them recently. The king and his steward were only happy to see Yasath leave, and their enmity, although concealed, has carried over to the new acolytes.

13. Guest Chambers

The southern wing of the palace contains a handful of guest rooms, which are furnished with several soft beds, wardrobes, chairs and a large table, all constructed from imported hardwood.

14. Guest Chambers

This room is similar to Area 13. This is the room the player characters will be given if they come to Khadis as honored guests for having rescued Anat and the other handmaidens of the princess (see the Oasis of Taklun chapter).

15. Guest Chambers

This room is similar to Area 13. It is currently inhabited by a group of merchants who have come from Yemar in the land of Jairan to negotiate the terms of a loan, for the king of Khadis fears aggression from Khazistan and seeks to raise money for mercenaries. The merchants' leader is one Jhawil (male Decadent Rogue 4), a smiling man with great capacity for alcoholic drinks, oiled hair, and a black heart.

16. Throne Room

Herein is the grand throne room of the palace, a place usually filled with nobles, courtiers, scribes and petitioners. But king Akhtesh has grown old and demented, and appears here with less and less frequency. When he does attend the court, it is always with the support of his chief steward, Hykshah, and his beautiful daughter, princess Nathifa (in reality the king's long-lost daughter, Nekhtra, in the guise of her sister).

The walls are hung with tapestries and banners, and the floor is covered with magnificent rugs from nearby Jairan. At the back of the room, opposite from the tall double doors (see Area 8) is a large raised dais upon which stands the throne.

In front of the dais is a large concealed trapdoor; it can tilt down towards the throne and throw anyone there down into a subterranean room below and slide shut, trapping the victims in the darkness below. The trapdoor is operated by pulling a lever in the observation room (Area 21) behind the throne.

Camouflaged Pit Trap (CR 3): Type mechanical; Perception (DC 25), Disable Device (DC 20); Trigger location; Reset manual; Effect 30-ft. deep pit (3d6 falling damage); DC 20 Reflex avoids; multiple targets (all targets in a 20-ft. square area).

Four palace guards are stationed in the throne room at all times, one in each corner.





17. Dressing Chamber

This room is used by the king and courtiers to prepare for appearances in the throne room. The wardrobes contain two complete royal outfits (worth 200 gp each), four noble's outfits (worth 75 gp each), and ten courtier's outfits (worth 30 gp each).

There is a 50% chance that 1d2 servants or slaves are present here during the day.

18. Conference Room

The room contains a large wooden table and eight chairs. It is used by the king and courtiers to hold private conferences. Two palace guards watch this and adjoining rooms.

19. Lounge

The walls are covered with blue tapestries here. A low table is set with half a dozen bottles of expensive wine and liquor (worth a total of 150 gp). Several chairs and a silken divan are placed around the table.

In one corner is a large stuffed polar bear, originally from the cold wastes beyond Tharag Thule, a rare sight indeed in this arid region.

20. Chambers of the Chief Steward

This is the private residence of Hykshah, the king's steward and the major-domo of the palace. The rooms are simple and the furnishings are spartan; Hykshah cares little for material wealth, having been surrounded by it all his life. He values personal strength, and fears growing old and weak like the king. The steward has been a secret member of the hyena-cult for the last two decades, and his schemes are finally coming to fruition.

As steward, Hykshah commands the palace guard, but day-to-day leadership is delegated to Anur, the guard captain (see palace Area 2). Only a dozen of the palace guards have been initiated into the forbidden hyena-cult. Kheraf (see city Area 6) is the commander of the rest of the city's armed forces.

Hykshah, chief royal steward of Khadis, male Decadent Cavalier 2/Cultist of the Hyena-God 2: HD 2d10+6 plus 2d8+6; hp 36; Init +5 (+1 Dex, +4 Improved Initiative); Spd 20 ft. (4 squares); AC 18 (+6 chainmail, +1 light steel shield, +1 Dex), touch 11, flat-footed 17; BAB/Grapple +3/+5, CMB +5, CMD 16; Atk Morningstar +5 melee (1d8+2, 20/x2); SA Challenge 1/day, Tactician; SQ Insidious, Arcane Adept, Corrupt, Mount (camel), Order (Order of the Star), Order Ability (Calling), Cult Membership (Cult of the Hyena-God), Cult Spells, Orisons, Cult Secret (Natural Divination); SV Fort +6, Ref +1, Will +1; Str 14, Dex 13, Con 16, Int 10, Wis 11, Cha 14.

Skills: Diplomacy +9, Sense Motive +7, Spellcraft +7. *Feats:* Combat Casting, Improved Initiative.

Spells Known (Spells per day: 9/5; Spell DC 13 + spell level): 0 – Bleed, Guidance, Resistance, Stabilize; 1st – Cause Fear, Magic Fang, Protection from Witchcraft

Description: Hykshah is middle-aged but in good physical form. The natural color of his hair and beard is red (with a few specks of grey), but he dyes it black and keeps it neatly cropped and oiled. He wears magnificent robes of office and carries a wooden baton tipped by metal spikes (treat as a morningstar). Only careful examination of the baton (Appraise or appropriate Craft DC 15) reveals that the spikes were originally carved in the shape of hyena claws.

21. Observation Room

This chamber behind the throne room has a small peek-hole into the throne room and a lever to operate the trapdoor (Perception DC 18 to notice either). The priests of Zothur are fond of spying from this chamber, but recently Nathifa (Nekhtra) has banished them from this wing of the palace.

22. Hall

This hall is empty. There is a locked door on the east wall that provides access to the servant's wing of the palace (Areas 24 to 27).

23. Stairway

The stairway leads down to the palace dungeon (see dungeon Area 1).

There is a single palace guard posted here; he is one of Hykshah's trusted men.

24. Servants

This is a simple and unadorned room used by servants and slaves who wait here when they are not attending their masters. There are simple sleeping-mats in the corners, scraps of food, and several small boxes filled with spare clothes and personal belongings.

There are 40 slaves and servants in the palace, but no more than a handful of them are here at the same time.

Palace servant or slave, male or female Civilized Commoner 1: HD 1d6; hp 4; Init +1 (+1 Dex); Spd 35 ft. (7 squares); AC 11 (+0 no armor, +1 Dex), touch 11, flat-footed 10; BAB/Grapple +0/+0, CMB +0, CMD 11; Atk Unarmed Strike +0 melee (1d3, 20/x2, non-lethal); SA none; SQ Educated, Frail; SV Fort +0, Ref +1, Will +0; Str 10, Dex 12, Con 10, Int 10, Wis 10, Cha 12.

Skills: Handle Animal +5, Perception +4, Profession (various) +7. *Feats:* Fleet, Skill Focus (Profession).

25. Kitchen

The palace kitchen contains a good amount of food and drink (and even more is stored in Area 7). There are three slaves more or less permanently on duty here.

26. Hall

This room is mostly frequented by servants (from Area 24) or palace guards (from Area 28).

27. Empty Room

This bare room has arched doorways in all directions except to the south, where the wall is covered with a large mural that depicts a beautiful young woman (princess Nathifa). The princess is shown wearing a diadem of platinum, and stands against a black background studded with silver stars. It takes a Knowledge (Religion) check (DC 20) to associate the painting with the cult of Zothur (or Zoth-Ur or Xoth-Ur), the obscure star-god of the royal house of Yar-Ammon.

28. Guard Room

Four palace guards are stationed at this lesser entrance, which is mostly used by servants and slaves. Some courtiers, well-known to the guards, also use this door to enter and exit the palace unannounced.

29. Conference Room

The room is intended for private meetings, but does not see much use. It is furnished with table and chairs. There is a single guard posted to this room; it is one of Hykshah's trusted men.

30. Princess Nathifa's Chamber

Princess Nathifa's personal chamber is decorated with silken tapestries and cushions. In one corner is a table with food platters of silver (worth 125 gp); in the opposite corner is a small polished steel mirror, various perfumes and oils (among them an *elixir of truth*), and two pearl necklaces (worth 100 gp each).

The real princess Nathifa is held imprisoned (see Area 14 of the subterranean vaults) and is impersonated by her older sister Nekhtra, who is frequently seen in this chamber to support the deception (although she is just as often elsewhere with Hykshah).

31. Princess Nathifa's Bedroom

This bedroom is furnished in opulent fashion, with silken sheets and cushions, and blankets and rugs made of fur from desert fox and rabbit. The floor is strewn with fresh white rose petals every day by palace slaves and handmaidens.

32. Handmaidens

The slave-girls of princess Nathifa dwell here, and the chamber is filled with all manner of fine-spun clothes and wigs, oils, perfumes, and jewelry. Anat (see the Oasis of Taklun chapter) and the other handmaidens rest or gossip here when they are not attending the princess or away on errands outside the palace.

33. Empty Chamber

This antechamber and the adjoining bedroom are both empty.

34. Empty Bedroom

Although the bed here is still made and the floor is swept clean every day, the room has not been used since the queen died in childbirth a generation ago.

35. King's Lounge

These days, the old king spends much of his time half-asleep in this large chamber. It is decorated in true royal style, with colorful paintings of his family on the walls, which reminds him of happier times when his queen was still alive. Two palace guards are always placed near the door, and a single slave sits quietly in one corner.

Akhtesh, old king of Khadis, male

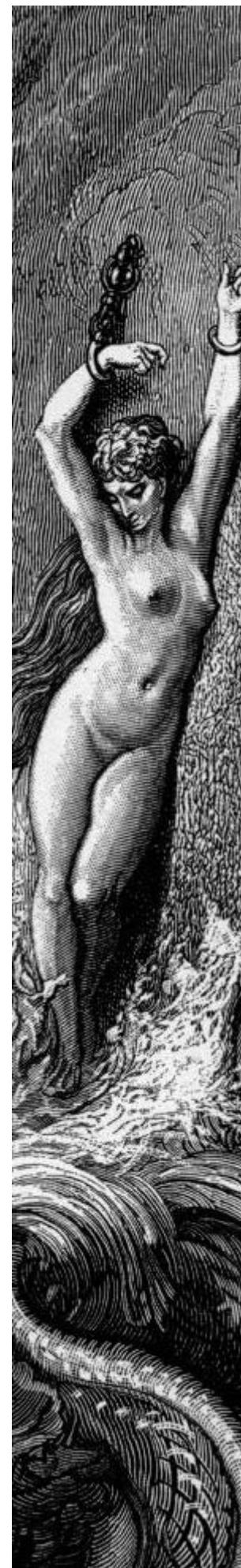
Civilized Aristocrat 5: HD 5d8; hp 26; Init +1 (+1 Dex); Spd 30 ft. (6 squares); AC 12 (+0 no armor, +1 Dex, +1 Dodge), touch 12, flat-footed 10; BAB/Grapple +3/+2, CMB +2, CMD 13; Atk Light Mace +2 melee (1d6-1, 20/x2, finesse); SA none; SQ Educated, Frail; SV Fort +1, Ref +2, Will +3; Str 9, Dex 13, Con 10, Int 12, Wis 9, Cha 14.

Skills: Appraise +9, Diplomacy +12, Knowledge (history) +9, Knowledge (nobility) +9, Linguistics +9, Ride +9. **Feats:** Dodge, Mobility, Mounted Combat, Persuasive.

Description: The king wears a magnificent robe, but his beard is white and his eyes are tired. The old king's mind is clouded by dementia and he leaves most affairs to his steward and the men of the court. In truth, Akhtesh has tired of life and looks forward to the day when he can finally rest.

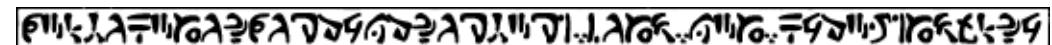
36. King's Private Rooms

The outer room is a study. A cedarwood desk inlaid with ivory is set with several small golden figurines of animals, including lions, bulls, elephants and crocodiles (total of twelve figurines worth 100 gp each). A **locked box** (hardness 5; 15 hp; Break DC 23; Disable Device DC 25) is protected with a *glyph of warding* (Perception DC 28, Disable Device DC 28, damage 5d8 electricity) and contains a golden scepter (worth 1,000 gp), a master-work dagger, and a bag of semiprecious stones (worth a total of 2,000 gp). The inner chamber is a bedroom with a canopied bed.





Palace Dungeons



1. Stairway

These stairs lead down from Area 23 of the palace.

2. Hall

On the south wall of this hall is a locked double door, decorated by the image of a crowned ruler surrounded by ranks of mummified warriors. The doors lead to the catacombs beneath the palace. There is a single palace guard posted here; he is loyal to Hykshah.

3. Corridor

This broad corridor is unlit.

4. Pit Chamber

This chamber lies directly beneath the trapdoor in the throne room (Area 16 of the palace). If the trapdoor is activated, the noise will alert the prisonkeeper in Area 6, who activates the portcullises to seal any new arrivals inside the pit.

5. Storage Area

There are crates here with various kinds of equipment (ropes, chains, hammers, locks) and supplies (oil, torches, canvas, bricks), as well as a small armory with light armors (studded and padded leather) and weapons (maces, spears and daggers).

6. Prison

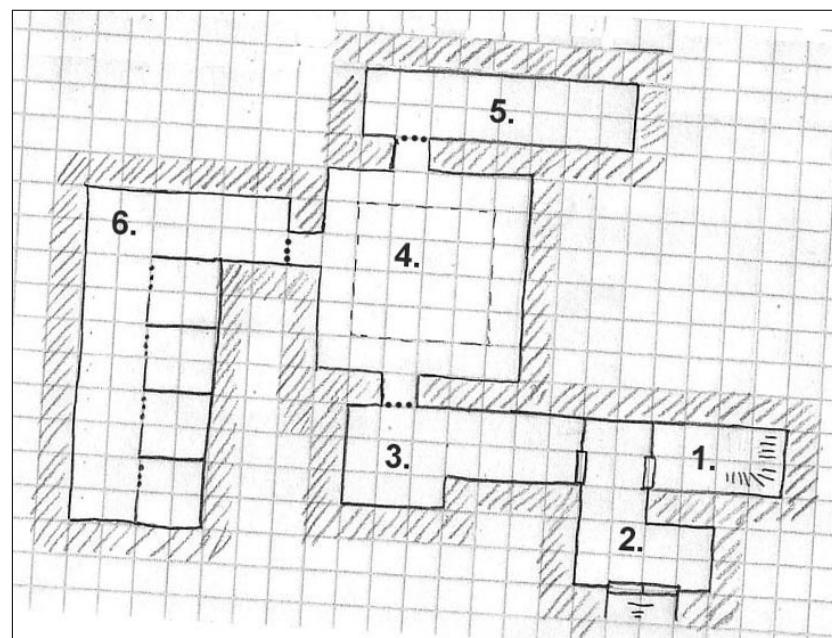
Four large prison cells are here, only two of which are currently occupied (determine race, sex and crime by random die roll, or insert NPCs or replacement PCs as appropriate).

The area is supervised by Irun, a gruff, middle-aged man who spends far too much time down here in the dank dungeons rather than in the sunlight above. He is pale-skinned, sadistic and perhaps not completely sane anymore. A lever in the northeastern corner of this area controls the three portcullises around Area 4.

Irun, master torturer, male Decadent

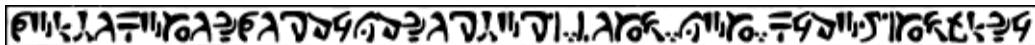
Rogue 2/Fighter 2: HD 2d8+2 plus 2d10+2; hp 27; Init +3 (+3 Dex); Spd 30 ft. (6 squares); AC 17 (+3 studded leather, +3 Dex, +1 Dodge), touch 14, flat-footed 13; BAB/Grapple +3/+6, CMB +6, CMD 19; Atk Battleaxe +6 melee (1d8+4, 20/x3) or Spiked Chain +6 melee (2d4+4, 20/x2, finesse, disarm, trip); SA Sneak Attack +2d6, Bravery; SQ Insidious, Arcane Adept, Corrupt, Trapfinding, Evasion, Rogue Talent (Bleeding Attack); SV Fort +4, Ref +6, Will +0; Str 16, Dex 16, Con 12, Int 10, Wis 11, Cha 8.

Skills: Disable Device +10, Intimidate +8, Knowledge (dungeoneering) +9, Knowledge (local) +9, Perception +7. **Feats:** Dodge, Exotic Weapon Proficiency (spiked chain), Iron Will, Persuasive.





The Secret of the Faceless Sphinx



Beneath the great sphinx (see Area 4 of the city) is a maze of catacombs and crypts, built long ago by the hyena-cult and still used by those who secretly worship the forbidden beast-gods. The subterrenean vaults can be accessed either from the palace dungeons (Area 1 of the vaults connects to Area 2 of the palace dungeons) or from the door and passageway between the paws of the great sphinx (Area 12 of the vaults connects to Area 4 of the city).

1. Corridor

This narrow corridor leads from Area 2 of the palace dungeons and into the catacombs and mummy-vaults beneath the sphinx.

2. Guard Room

Hykshah has posted two of his trusted men from the palace guard to watch over this room. Since this room is at the other side of a heavy set of doors (Area 2 of the palace dungeons), the guards are not particularly attentive; they suffer a -4 penalty to Perception checks.

3. Antechamber

An alcove in the southern end of this small chamber contains two small incense burners of bronze (worth 25 gp each), as well as three blocks of *healing incense* (burns for 8 hours, and provides 1 extra hit point per character level for a full night's rest).

4. Guard Room

Two palace guards, loyal to Hykshah, sit idle in this room, playing dice.

5. Columned Hall

Six tall, slender columns support the ceiling of this huge hall, which is shrouded in darkness. Ceiling height is a full 30 feet here, leaving parts of the room in dim light even if torches are carried.

On the north wall is a large mural that depicts a king and a queen, flanked by hyena guardians painted with glowing yellow eyes.

The Vaults Beneath the Faceless Sphinx

Standard Features: Unless noted otherwise, all interior doors are stone doors (4 in. thick; Hardness 8; hp 60; Break DC 28; Disable Device DC 25 if described as locked). Ceiling height is 10 feet in all rooms except the central chamber (Area 5).

Lighting: The vaults are unlit, except for the areas described as having human guards (who carry torches) or residents (who use oil lamps).

Sounds and Odors: The vaults are silent. There is a musty smell in the air from the tombs.

Encounters: Check occasionally for random encounter with wandering guards (from Area 2).

There is a secret door in the mural that can be opened by pressing the left eye of the leftmost hyena (Perception DC 18 check to notice that this eye is a slightly different color than the rest, the paint having been rubbed off by repeated use of the secret door). The secret door leads via a short tunnel to the embalming workshop (Area 6).

This hall is a meeting-room for the hyena-cultists. There is a 75% chance that Hykshah and/or Nekhtra is here with 1d6 minions, planning the upcoming ritual they are about to perform.

6. Embalming Workshop

The door to this room is locked, although a secret entrance exists. The chamber has stone tables filled with obsidian knives, bronze hooks, pottery jars filled with foul-smelling herbs and sticky resins, as well as numerous baskets filled with strips of linen bandages. A *potion of cure light wounds* can also be found among the embalming equipment.

In the northwestern corner of the room stands a bronze hyena-headed mask. If a





spellcaster who knows *animate dead* wears the mask, he can cast that spell without the normal material components (onyx gems), although the casting time increases to 1 day and the spell can only create zombies from relatively intact corpses. The mask was worn by the chief embalmer of Khadis in ages past, although with the fall of the hyena-cult, no one has taken his place and proper embalming is no longer carried out in the city.

7. Animal Crypts

The alcoves in the northern wall are filled with mummified cats and hyenas, several dozen of each.

Inside one of the mummified cats is a bronze key that fits any locked door on this level (including Areas 6, 14 and 15).

8. Hybrid Crypts

On the floor along the west wall of this hall are a dozen alabaster jars filled with strong-smelling spices and incense (worth 20 gp each), as well as an ornate wooden chair set with lapis lazuli (the wood breaks into pieces if the chair is moved, but the decoration is worth 100 gp).

Along the east wall is a series of alcoves. At first glance these alcoves appear to be filled

with regular mummies, but closer inspection reveals a grisly sight: The mummies are hybrids, part human and part beast, stitched together after death by the embalmer. There are mummies with the hands and feet of hyenas, as well as hyena-headed mummies and even one that has the lower body of a hyena and the torso and head of a human.

Hybrid mummies: HD 2d8+3; hp 12; Init +0 (+0 Dex); Spd 30 ft. (6 squares); AC 12 (+2 natural), touch 10, flat-footed 12; BAB/Grapple +1/+4, CMB +4, CMD 14; Atk Slam +4 melee (1d6+4, 20/x2); SA None; SQ Darkvision 60 ft., DR 5/slashing, Staggered, Undead Traits, Hybrid Traits; SV Fort +0, Ref +0, Will +3; Str 17, Dex 10, Con -, Int -, Wis 10, Cha 10.

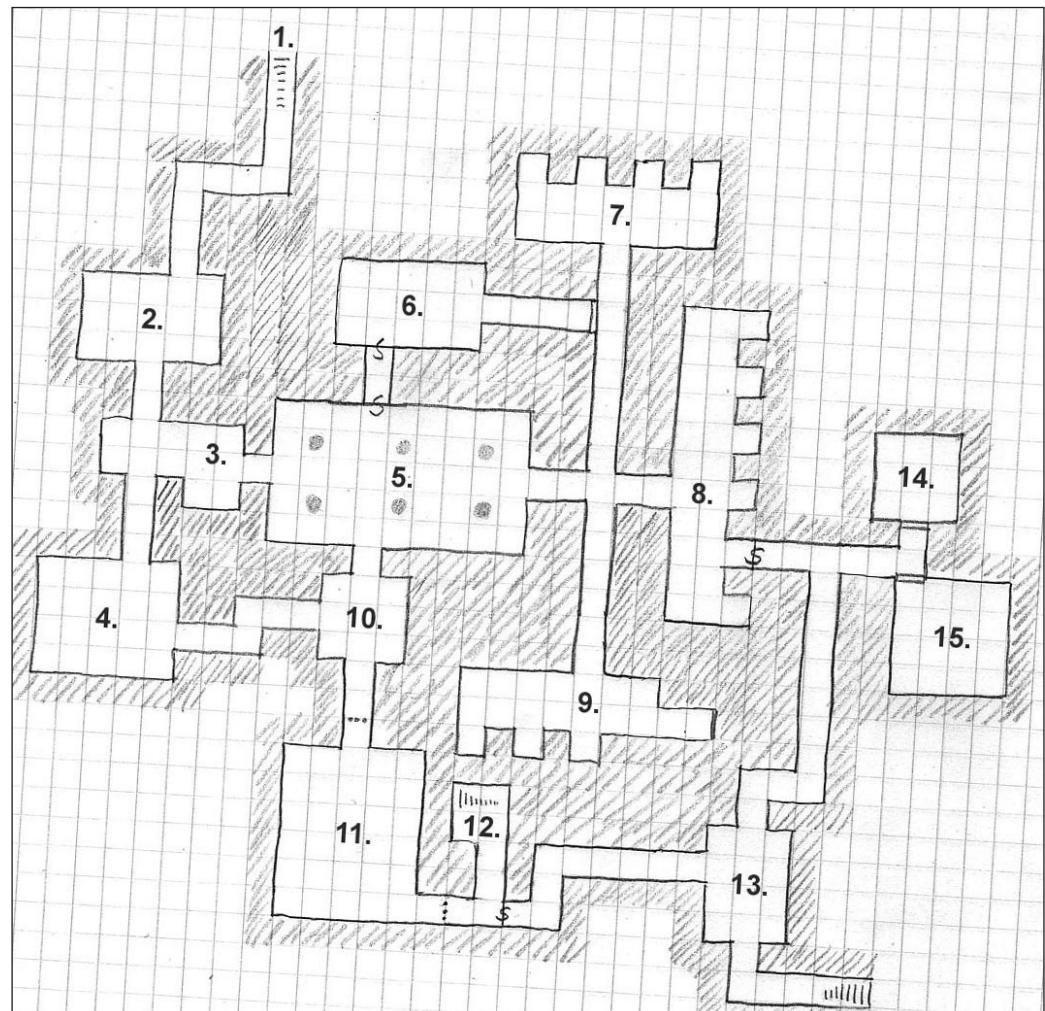
Skills: None. *Feats:* Toughness.

Note: See the New Monsters appendix for more information.

One of the alcoves has a concealed door hidden behind the mummified body (Perception DC 15). The corridor beyond the concealed door leads to Nekhtra's lair (Area 15).

9. Unfinished Crypts

These crypts look (and are) very old, yet the eastern half is still unfinished. In the center alcove is the mummified body of the late queen



of Khadis; four golden amulets (worth 50 gp each) can be found inside the linen wrappings. However, the alcove is protected by a *glyph of warding* that triggers a *bestow curse* spell upon those who remove or harm the mummy.

The mummies in the two other alcoves are ancient; if either one is disturbed, it crumbles in a 10-foot cloud of dust similar to **basid-irond spores** (Fort DC 16, onset immediate; frequency 1/round for 6 rounds; effect 1d2 Con damage; cure 1 save).

10. Royal Statue

In the center of this room is a tall granite statue of a king. Twisting its head to the right opens the portcullis to the south. Twisting the head to the left triggers a **blade trap**; an old and rusty blade that emerges from the statue's abdomen (type mechanical; Perception DC 20; Disable Device DC 20; trigger location; reset manual; effect atk +10 melee (1d8+4)).

11. Chamber of the Beast

A fearsome undead guardian is here, created by a now-dead high priest of the hyena-cult. It is an embalmed prehistoric hyena, almost twice the size of regular hyenas, and it rests on a small dais in the center of the room. Members of the hyena-cult (and those accompanied by cult members) can freely pass it, but if anyone else enters the chamber, the beast animates. When the beast leaves its dais, the metal portcullises to the north and east drop down, sealing trespassers inside the room with the guardian.

The Guardian Beast, embalmed dire hyena:

hyena: HD 4d8+12; hp 30; Init +2 (+2 Dex); Spd 40 ft. (8 squares); AC 15 (+2 Dex, +4 natural, -1 size), touch 11, flat-footed 13; Space 10 ft.; Reach 10 ft.; BAB/Grapple +3/+8, CMB +8, CMD 20; Atk Bite +8 melee (2d6+9, 20/x2, trip); SA None; SQ Low-light vision, scent, Darkvision 60 ft., DR 5/-, Vulnerability to Fire, Undead Traits; SV Fort +6, Ref +6, Will +2; Str 22, Dex 15, Con -, Int -, Wis 13, Cha 15.

Skills: Perception +8, Stealth +7. *Feats:* Skill Focus (Perception, Stealth), Toughness.

Note: The spells that created the the guardian beast also prevent it from leaving this room.

12. Stairway to Sphinx

The stairway ascends to a room inside the great sphinx (Area 4 of the city, see inset map).

13. Hall

Two palace guards, secret members of the hyena-cult, are watching this room. They use the secret doors in Areas 8 and 12 to enter and exit.

The corridor from the south wall winds east and eventually exits inside the well in the barracks district of the city (Area 6 of the Khadis city map). The twisting passages between here and there teem with rats and other vermin.

Rat Swarm: HD 3d8+3; hp 16; Init +6 (+2 Dex, +4 Improved Initiative); Spd 15 ft. (3 squares), climb 15 ft., swim 15 ft.; AC 14 (+2 Dex, +2 size), touch 14, flat-footed 12; BAB/Grapple +2/—, CMB —, CMD —; Atk Swarm (1d6, 20/x2, disease); SA None; SQ Low-light Vision, Scent, Swarm Traits, half damage from piercing and slashing attacks; SV Fort +4, Ref +5, Will +2; Str 2, Dex 15, Con 13, Int 2, Wis 13, Cha 2.

Skills: Balance +6, Climb +10, Perception +8, Stealth +14, Swim +10. *Feats:* Improved Initiative, Skill Focus (Perception).

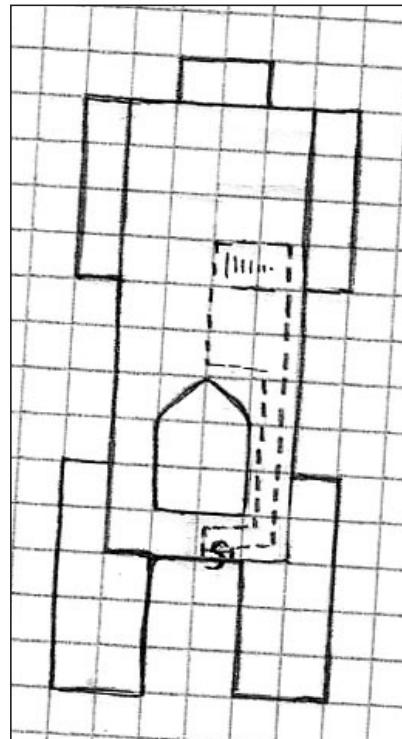
14. Prison of Nathifa

When Nekhtra secretly returned to Khadis, she and Hykshah moved swiftly to abduct princess Nathifa. Nathifa has been holed up in this prison since then, while Nekhtra impersonates her younger sister. The guards (from Area 13) bring her food and water once per day.

Nathifa, princess of Khadis, female

Decadent Aristocrat 4: HD 4d8; hp 21; Init +3 (+3 Dex); Spd 30 ft. (6 squares); AC 14 (+0 no armor, +3 Dex, +1 Dodge), touch 14, flat-footed 10; BAB/Grapple +3/+4, CMB +4, CMD 17; Atk Shortsword +4 melee (1d6+1, 19-20/x2, finesse); SA none; SQ Insidious, Arcane Adept, Corrupt; SV Fort +1, Ref +4, Will +6; Str 12, Dex 16, Con 10, Int 10, Wis 14, Cha 18.

Skills: Diplomacy +11, Knowledge (nobility) +7, Perception +9, Ride +10. *Feats:* Dodge, Iron Will.





Description: Nathifa is fair-skinned, almost pale, having spent most of her youth inside the walls of the palace, in the care of servants and priests of Zothur. Her hair is naturally dark, but she is in the habit of wearing blonde wigs. Of nature, she is haughty and arrogant, for she has been groomed to rule since she was a child. When she came to suspect that she had an unknown older sister, Nathifa felt betrayed by the priests of Zothur. But any feelings of familial affection towards her sister were swiftly smothered when Nekhtra returned to Khadis only to capture and imprison Nathifa.

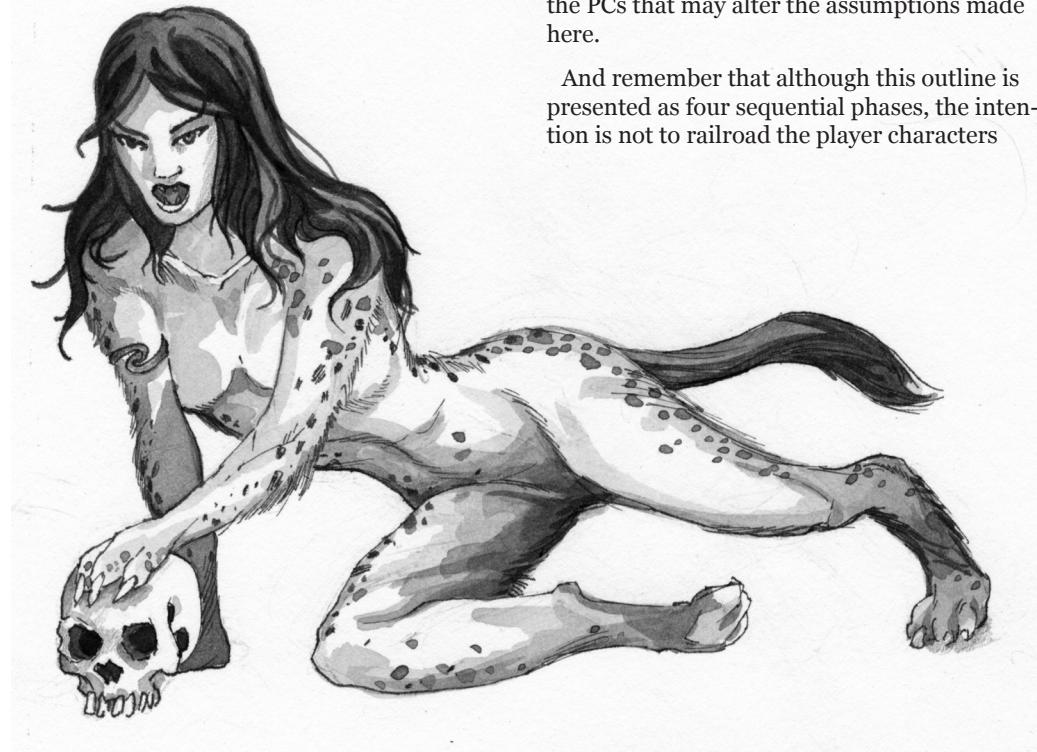
Her statistics above include a weapon, but she is of course unarmed, bound and gagged as long as she is imprisoned.

15. Lair of Nekhtra

Nekhtra uses this large room, close to her sister's prison, as her temporary lair. Of course, since Nekhtra is impersonating Nathifa, she often dwells in the personal chambers of the princess (Area 30 of the palace) as well.

In addition to a simple bed, there is a wooden chest here (locked and trapped with a **poisoned needle**; CR 1; type mechanical; Perception DC 20; Disable Device DC 20; trigger touch; reset none; effect atk +10 melee (1d3 plus black adder venom)) that contains items required to perform the ritual known as the *Song of the Beast-Gods*.

This includes a set of thirteen golden figurines; twelve hyena-headed men and a hybrid with the lower body of a hyena and the torso and head of a human female. There are also several blocks of incense, a *cold iron dagger +1*, and a yellowed papyrus scroll. The latter is a sacred text, written in archaic Yar-Ammonite and known as the *Book of the Beast*. Among other things, the text contains the description of the ritual that Nekhtra is about to attempt.



Nekhtra, the Chosen One of the Beast-Gods, female Enlightened Cultist of the Hyena-God **5:** HD 5d8+5; hp 31; Init +1 (+1 Dex, +4 Improved Initiative, -4 Conceited); Spd 35 ft. (7 squares); AC 11 (+0 no armor, +1 Dex), touch 11, flat-footed 10; BAB/Grapple +3/+5, CMB +5, CMD 16; Atk Dagger +6 melee (1d4+3, 19-20/x2, finesse); SA none; SQ Uncanny, Expert Builder, Conceited, Cult Membership (Cult of the Hyena-God), Cult Spells, Orisons, Cult Secret (Speak with Animals: Hyenas, cats), Cult Secret (Bleeding Wounds); SV Fort +2, Ref +2, Will +6; Str 14, Dex 12, Con 12, Int 10, Wis 14, Cha 18.

Skills: Knowledge (religion) +8, Survival+10. **Feats:** Fleet, Improved Initiative.

Spells Known (Spells per day: 9/7/5; Spell DC 14 + spell level): 0 – Bleed, Guidance, Resistance, Spark, Stabilize, Virtue; 1st – Cause Fear, Command, Divine Favor, Magic Fang, Inflict Light Wounds, Protection from Witchcraft; 2nd – Alter Self, Hold Person, Inflict Moderate Wounds, Weapon of Awe

Description: Nekhtra's skin is dusky from years spent dwelling in the desert, so she must wear a heavy layer of makeup to impersonate her sister, and she wears a blonde wig for the same purpose. Her natural hair is long and dark with the shine of silk.

Nekhtra's plans and goals are described in more detail below.

Development

The preceding chapters have described the city of Khadis, its locations and important non-player characters. What follows is a possible outline of how the adventure might unfold once the player characters get involved. Feel free to change anything to improve the game and in particular to respond to the actions of the PCs that may alter the assumptions made here.

And remember that although this outline is presented as four sequential phases, the intention is not to railroad the player characters

through a predetermined “storyline”. The PCs should be free to choose their own path (even if that means avoiding the city of Khadis!), so give some thought to what might happen here even if the player characters are not around to trigger the events.

Introduction

The PCs encounter the slavers at the Oasis of Taklun. Assuming the player characters free the women from the slavers, the PCs are taken to the city of Khadis to receive their reward from princess Nathifa, the mistress of Anat and the other handmaidens.

If the PCs ignore the slavers or fail to free the captives, they may continue to Khadis as normal travelers. Once there, they may overhear palace rumors from a drunken guard or a worried slave, and decide to investigate. Alternatively, members of the hyena-cult may raid the foreign quarter at night to find suitable sacrifices for the ritual they are about to perform. Or perhaps the acolytes of Zothur hire the PCs to find out what's going on.

Challenge

If the PCs come to Khadis as honored guests, there is an audience with the old king Akhtesh, the princess (actually Nekhtra impersonating Nathifa), and Hykshah, the king's steward. After the audience, Anat warns the PCs that something is wrong – the princess was acting strangely. Eventually Anat also reveals what she learned from the nomads in the desert (essentially, that a young girl was delivered into the nomads' care twenty years ago by a man who did not reveal his identity but paid the sheikhs well; and that this girl disappeared into the desert when she came of age). The PCs should realize that they are in danger, but must discover who they can trust in the palace.

Trying to expose Nekhtra by speaking to the king is fairly useless, due to his demented condition and the influence Nekhtra has on him. The courtiers and the common palace guards are held in check by the subtle influences of Hykshah and his men, and dare not act unless they have solid evidence that something is wrong, and someone to lead them. The acolytes of Zothur, if alerted, will try to get a message to their masters in Amenti, while attempting to use the PCs to protect their own skins in the meantime.

If the PCs try to leave, they are told that they are honored guests and must wait in the palace for a feast to be held in their honor, where they will receive their reward for rescuing Anat and the others from the slavers. They are essentially kept in house arrest until Nekhtra is ready to strike. One possible escape route for PCs wanting to flee is via the tunnels beneath the palace, which pass through the old tombs and vaults of the hyena-cult; this also happens to be where princess Nathifa is kept prisoner, so the PCs may unwittingly stumble across her while trying to flee.

On the other hand, player characters without a connection to the court should now have started their own investigations which lead them toward the palace and/or the vaults beneath it, based on rumors from the palace and revealed bits of history from the city's past.

Climax

Hykshah and Nekhtra get ready to perform the ritual called the *Song of the Beast-Gods*. During this ritual, which must be performed “when the stars are right”, princess Nathifa will be sacrificed, along with twelve other victims. Nekhtra plans to include the player characters among those twelve, especially if the PCs start to suspect the truth. The ritual will take place in Area 5 of the palace vaults, with two captives bound to each of the six pillars. Nekhtra takes 10 on her skill check to perform the ritual (see the sidebar in the introductory chapter for more details about the ritual).

At some point before the ritual there will be an attempt to capture the PCs. Nekhtra, acting as Nathifa, may simply offer the PCs a “guided tour” of the catacombs beneath the palace, where the palace guards loyal to the hyena-cult will ambush them. Other alternatives include the use of drugged food, seduction attempts on individual PCs, or, if everything else fails, trumped-up charges of theft or treason to imprison the PCs in the palace dungeons.

Resolution

If the PCs manage to defeat Nekhtra, or at least foil her plans, princess Nathifa is restored to the throne (as acting regent until her father dies, and as queen after that). She rewards the PCs with a fair amount of gold (up to 2,000 gp per character), and offers them positions in her palace guard or as wandering agents and emissaries. This can present many opportunities for the player characters, but they will also be subject to the thousand intrigues of the court. Furthermore, Nathifa has many unpleasant traits (although she hides them well), and ultimately views the PCs as expendable.

If the PCs fail to stop Nekhtra from performing the ritual, she and her minions undergo the transformation into hybrid beasts (Nekhtra herself becomes a lamia, while each of her minions gains the beast-man template). Nekhtra uses her new powers to control the minds of the courtiers and military officers. When she has consolidated her power base, she captures and kills all priests of Zothur, and restores the worship of the great sphinx with blood sacrifice to fuel her sorceries (repeating the ritual several times to create more beast-men). When this news reaches the Kingpriest of Amenti, he will surely send his war-chariots against Khadis... and the empire of Khazistan will watch while the Yar-Ammonites fight among themselves.





Appendix A: Cultural Archetypes

In a typical sword and sorcery campaign such as the World of Xoth, the traditional demihumans do not exist, and the majority of player characters and non-player characters are human. The following broad cultural archetypes can be used to distinguish between characters who would otherwise have the same racial abilities.

Savage

Savages include warriors from the frozen north and witch-doctors from the snake-infested jungles of the south. Savages tend to have a close connection with nature, but remain ignorant of many developments that more civilized people take for granted.

Savages have the following racial traits:

+2 to Strength

Sturdy: Permanent benefit as per the *endure elements* spell, and a +1 natural bonus to Armor Class.

Feral: Savages gain a +2 racial bonus to Perception checks.

Superstitious: Before attacking any supernatural or magic-using creature, the savage must succeed on a Will save (DC 10 + half level or Hit Dice of creature) or suffer a -4 penalty to attack rolls against that creature until the end of the encounter. *Exception:* If the character has more levels in spellcasting classes than non-spellcasting classes, the character instead casts spells with a +1 bonus to effective caster level.

Nomadic

Nomads roam the empty wastes beyond the civilized cities; quick to strike and bound by no laws. Nomads live with their animals and usually ride into battle with them; they feel ill at ease without them.

Nomads have the following racial traits:

+2 to Dexterity

Proud: Iron Will as bonus feat.

Unpredictable: The character gains a “wild card” feat. As a standard action, the character can select any feat for which he meets the prerequisites. The selected feat remains active for the rest of the day. After the character rests for eight hours, the wild card feat slot resets to empty.

Bowlegged: Base land speed 20 ft.

Civilized

Savages and nomads eventually gather together to cultivate the land, build great cities, develop trade, and study medicine, mathematics and languages. In the civilized lands dwell noble knights, wise kings, and learned sages — as well as greedy merchants and cunning thieves.

Civilized people have the following racial traits:

+2 to one ability score: Civilized characters get a +2 bonus to one ability score of their choice at creation to represent their versatile nature.

Educated: One bonus feat at first level, and one extra skill point at each level.

Frail: Civilized people have a -2 penalty to saving throws against poison and disease.

Enlightened

A few great civilizations rise above others and gain half-mythical status. Learned beyond normal men, people of enlightened cultures are builders of cyclopean pyramids and towers that pierce the skies. Their magnificent buildings can last forever, and likewise the flesh of the enlightened ones can withstand the passage of time like no other mortals.

Enlightened people have the following racial traits:

+2 to Wisdom

Uncanny: Once per day, the enlightened can re-roll any dice roll, but must keep the second result, regardless of the outcome.

Also, enlightened characters who reach at least 2nd level before the normal human Middle Age (35 years) gain longevity and use the following age categories instead: Middle Age (100 years), Old (200 years), Venerable (300 years), Maximum Age (300 + 3d100 years).

Expert Builder: Enlightened ones receive a +2 bonus on Perception checks to potentially notice unusual stonework, such as traps and hidden doors located in stone walls or floors. They receive a check to notice such features whenever they pass within 10 feet of them, whether or not they are actively looking.

Conceited: Too confident in their own abilities, enlightened ones often underestimate their enemies. They suffer a -4 penalty to Initiative checks.

Decadent

Great civilizations reach their peak and eventually start to decline. Such fallen empires are ruled by jaded nobles, corrupt priests and wicked slave-traders. Demon-worship, human sacrifice and drug abuse is all too common in these cultures.

Decadent people have the following racial traits:

+2 to Charisma

Insidious: +2 bonus to Bluff, Knowledge and Stealth checks, and an additional +1d6 of sneak attack damage if the character has the sneak attack class ability.

Arcane Adept: Add +1 to the DC of any saving throw when casting spells.

Corrupt: -2 penalty to Will saving throws.

Degenerate

The last survivors of decadent civilizations start to feud over dwindling resources, or are driven away by stronger cultures. Fleeing into the wilderness, or deep underground beneath their ruins, they start to inbreed and devolve into something no longer entirely human. Degenerates may outwardly resemble savages, but they carry the evil taint of fallen empires.

Degenerates have the following racial traits:

+2 to Constitution

Nocturnal: Degenerates can see twice as far as normal humans in conditions of dim light.

Ferocious: Once per day, when a degenerate is brought below 0 hit points but not killed, he can fight on for one more round as if disabled. At the end of his next turn, unless brought to above 0 hit points, he immediately falls unconscious and begins dying.

Unwholesome: Degenerates always have a physical deformity or a mental illness, caused by inbreeding, that sets them apart from other humans. This unwholesomeness can never be fully concealed. Degenerates suffer a -4 penalty on Bluff and Diplomacy checks (except when interacting with other degenerates), and the initial reaction of other cultural archetypes will never be better than Unfriendly.





Appendix B: The Cultist Class

The Cultist class is a variant character class for the Pathfinder Roleplaying Game, based on the Oracle class from the Advanced Player's Guide (APG). The Oracle class can also be found at <http://www.d20pfsrd.com/classes/base-classes/oracle>

A Cultist is a member of a religious organisation devoted to the worship of a powerful entity, such as a god or demon. The Cultist starts out as an acolyte, whose duties include studies of the cult's secret texts, as well as guarding the cult's temple and protecting its interests. As he rises in the ranks of the cult, the Cultist becomes a teacher of acolytes, standing at the center of rituals of worship and sacrifice. Eventually, he may become high priest of the cult, with full and undisputed control over its temples, treasures, relics and priests.

Class Features

The Cultist class is identical to the Oracle class, except for the differences described below.

Cult Membership (Ex): At 1st level, you must select a cult. Assuming that you pass the Initiation Rite (see below), you become an acolyte of the cult. As an acolyte, you receive free food and shelter in the cult's local temple, and receive a +2 circumstance bonus to Diplomacy and Intimidate checks in areas where your cult holds power, as long as it is apparent that you belong to the cult.

At 7th level, you become a cult priest. You gain Leadership as a bonus feat, with followers drawn from the cult's acolytes. You can stay as long as you want in any temple belonging to your cult, and you can also bring up to one guest per Cultist level, who will receive basic food and shelter for free. Your circumstance bonus to Diplomacy and Intimidate rises to +4.

If you leave the cult, you lose all cult-specific benefits, including Cult Spells and Cult Secrets. If you try to join another cult, you are declared anathema and no member of your old cult will rest before you are dead.

[This class feature replaces Mystery.]

Initiation Rite: Before you can become a proper Cultist, you must undergo the cult's initiation rite. This is different for every cult; see the cult's description for details. Until the rite has been successfully completed, you cannot use any Cultist class features, except

the hit dice, base attack bonus, saving throw bonuses, weapon and armor proficiencies, and class skills that are not cult-specific.

At the end of the initiation rite, a sufficiently high-level cult leader has the option of casting a special *Mark of Justice* spell upon you, to ensure your loyalty to the cult. This works as per the spell description, except that your own spells (such as *Break Enchantment* cast by you) are always ineffective against it.

[This class feature replaces Oracle's Curse.]

Cult Secret: As you advance in levels as a Cultist, you learn new secrets that grant you powers and abilities. At 1st level, 3rd level, and every four levels thereafter (7th, 11th, and so on), you select a new secret from the list of cult secrets listed in the cult's description. Unless otherwise noted, activating the power of a cult secret is a standard action.

[This class feature replaces Revelation.]

Cult Spells: At 2nd level, and every two levels thereafter, you learn an additional spell taught by your cult. These spells are in addition to the number of spells given on the Spells Known table. They cannot be exchanged for different spells at higher levels.

[This class feature is similar to the Bonus Spells feature of the Oracle's Mystery.]

Cult Hierarch (Ex): At 20th level, you become the leader of your cult, with full control of the cult's temples, treasures and relics, and you can command the lesser cult members as you desire. As a cult hierarch, the social circumstance bonuses you receive on Diplomacy and Intimidate checks increase to +8.

If there is already a 20th-level Cultist in your cult, you must defeat him to gain your title and privileges. Likewise, you must be prepared to defend your position against those that rise in the ranks below you.

[This class feature replaces Final Revelation.]

Cults

Each cultist must choose a cult. For examples of cults, and their initiation rites and secrets, see the cults in the World of Xoth at <http://xoth.net/blog> and also the following page for cults relevant to this adventure module.

The Beast-Gods of Yar-Ammon

Until very recently, the Yar-Ammonites worshipped an ancient pantheon of beast-headed man-gods, disturbing fragments of a lost age. These gods, said to have brought knowledge and wisdom to the first civilization of Yar-Ammon, were usually depicted as humanoids with the heads of hyenas, rams, goats, vultures, and other animals. The priests of Yar-Ammon often wore masks in imitation of their gods. The cult consisted of several sub-cults, each devoted to a particular beast, although there was supposedly a secret grand hierarch controlling them all.

The ancient practices of the beast-cults were outlawed a generation ago, when the royal house of Amenti established the cult of Zothur, but there are many among the common folk who still follow the old ways.

Initiation Rite: Choose a patron animal, and mate with it.

Class Skills: A cultist of the Beast-Gods of Yar-Ammon adds Handle Animal (Cha), Knowledge (Nature) (Int) and Survival (Wis) to his list of class skills.

Cult Spells: *Magic Fang* (1st), *Alter Self* (2nd), *Beast Shape I* (patron animal only) (3rd), *Shout* (4th), *Feeblemind* (5th), *Transformation* (6th), *Forcecage* (7th), *Animal Shapes* (8th), *Canopic Conversion** (9th)

Cult Secrets: Speak With Animals, Natural Divination, Life Leach, Bleeding Wounds, Battlecry, Resiliency, Spirit of Nature, Mantle of Moonlight

Zothur, the First One, the Star-God of Yar-Ammon

Before his death two decades ago, the High King of Yar-Ammon instituted the worship of an (until then) unknown god, called the First One, and known variously as Zothur, Zoth-Ur, or Xoth-Ur. Taking the title of Kingpriest and Prophet of the First One, the king sent his new priests from Amenti to all the lesser cities of the land, and demanded that the old ways of beast-worship be abandoned.

Initiation Rite: Priests of Zothur must be pure-blooded male descendants of the royal house of Amenti.

Class Skills: A cultist of Zothur adds Knowledge (Nobility) (Int), Stealth (Dex) and Perform (Cha) to his list of class skills.

Cult Spells: *Shield* (1st), *Hypnotic Pattern* (2nd), *Clairaudience/Clairvoyance* (3rd), *Dimension Door* (4th), *Secret Chest* (5th), *Planar Binding* (6th), *Phase Door* (7th), *Clone* (8th), *Gate* (9th)

Cult Secrets: Soul Siphon, Awesome Display, Coat of Many Stars, Interstellar Void, Lure of the Heavens, Star Chart, Arcane Archivist, Sidestep Secret





Appendix C: New Monsters

Embalmed Creature (CR +1)

An embalmed creature is an undead guardian created through a lengthy mummification process, during which all of the body's major organs are removed and replaced with dried herbs and flowers. After this process, the flesh is anointed with sacred oils and wrapped in purified linens.

Creating an Embalmed Creature

CR: As base creature +1.

Type: The creature's type changes to undead. It retains any subtype except for alignment subtypes and subtypes that indicate kind.

Armor Class: An embalmed creature gains a +3 bonus to its natural armor over the base creature's natural armor bonus.

Hit Dice: Change all the creature's racial Hit Dice to d8s. All Hit Dice derived from class levels remain unchanged. As undead, embalmed creatures use their Charisma modifiers to determine bonus hit points (instead of Constitution).

Defensive Abilities: Embalmed creatures gain DR 5/- and vulnerability to fire.

Speed: As base creature minus 10 feet.

Attacks: An embalmed creature retains all the natural weapons, manufactured weapon attacks, and weapon proficiencies of the base creature. It also gains a slam attack that deals damage based on the embalmed creature's size, but as if it were one size category larger than its actual size.

Abilities: Increase from the base creature as follows: Str +4. An embalmed creature has no Constitution score; as an undead, it uses its Charisma in place of Constitution when calculating hit points, Fortitude saves, or any special ability that relies on Constitution.

Feats: An embalmed creature gains Toughness as a bonus feat.

Skills: An embalmed creature gains a +4 racial bonus on all Stealth checks.

Hybrid (Beast-Stitched) Mummy (CR +1)

These grisly monsters are created by the beast-cults of Yar-Ammon, who exhume and steal embalmed bodies of humans and animals from their tombs and stitch them together using a mix of parts from both.

Naturally, each cult tends to use animal parts from its own patron beast, so the cult of the hyena-god would create hybrids of mummified humans and hyenas, while the cult of the vulture-god would use parts from embalmed vultures, and so on. (The game master may wish to expand the list of abilities below with more abilities specific to each cult.)

Creating a Hybrid Mummy

Hybrid (or "Beast-Stitched") Mummy is a template that can be added to any humanoid zombie, mummy or embalmed creature.

Creating a hybrid mummy requires a Profession (embalmer) skill check (DC 15).

CR: As base creature +1.

Attacks/Defensive Abilities: Hybrid mummies gain special attacks and/or defensive abilities depending on which body parts have been replaced with animal parts.

A single Hybrid Mummy can have a maximum of two special attacks and/or defensive abilities. Pick the abilities or determine randomly by rolling twice on the following table:

Roll	Body part (ability)
1	Animal head (gain a natural bite attack dealing 1d6 points of damage)
2	Animal claws (gain two natural claw attacks dealing 1d6 points of damage and a rend special attack)
3	Animal torso (gain a +4 natural bonus to Armor Class)
4	Animal legs (gain +10 feet of Speed)
5	Animal tail (gain Dodge as a bonus feat)
6	Animal feet (gain a pounce special attack)

Beast-Man of Khadis (CR +1)

A beast-man is created by the ancient ritual known as the *Song of the Beast-Gods* (described in the introductory chapter of this book). The ritual transforms an ordinary human into a stronger, more powerful creature, with traits resembling the cult's patron animal.

In ancient times, legions of such feral creatures served the priests of Yar-Ammon more or less openly.

Creating a Beast-Man of Khadis

“Beast-Man” is an inherited template that can be added to any living, corporeal, humanoid creature (referred to hereafter as the base creature). A beast-man uses all the base creature’s statistics and special abilities except as noted here.

CR: As base creature +1.

Type: The creature’s type changes to humanoid (augmented).

Armor Class: A beast-man gains a +2 bonus to its natural armor over the base creature’s natural armor bonus.

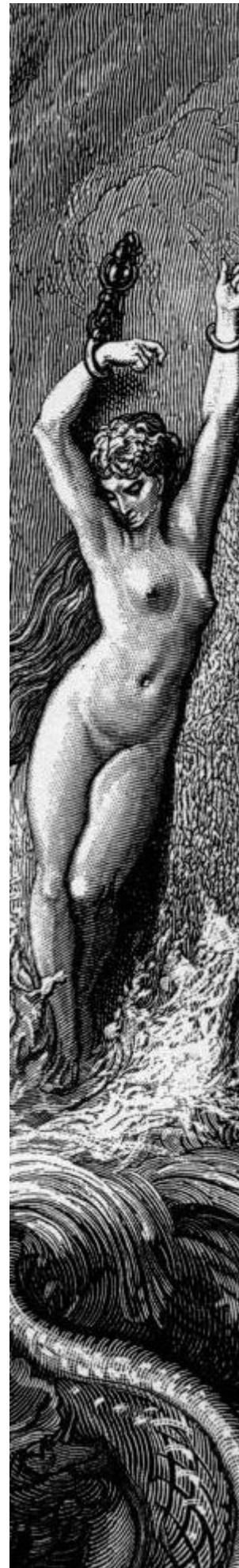
Defensive Abilities: A beast-man gains low-light vision and scent.

Attacks: A beast-man retains all the natural weapons, manufactured weapon attacks, and weapon proficiencies of the base creature. It also gains a claw attack that deals 1d6 points of damage (assuming the base creature is medium-sized).

Abilities: Increase from the base creature as follows: Str +4, Con +4, Cha -4 (minimum 1).

Feats: A beast-man gains Power Attack as a bonus feat.

Skills: A beast-man gains a +4 racial bonus on all Intimidate and Perception checks.





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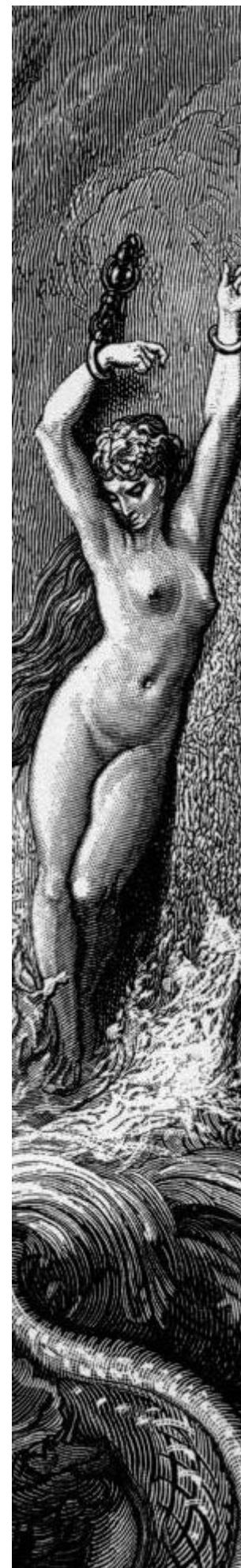
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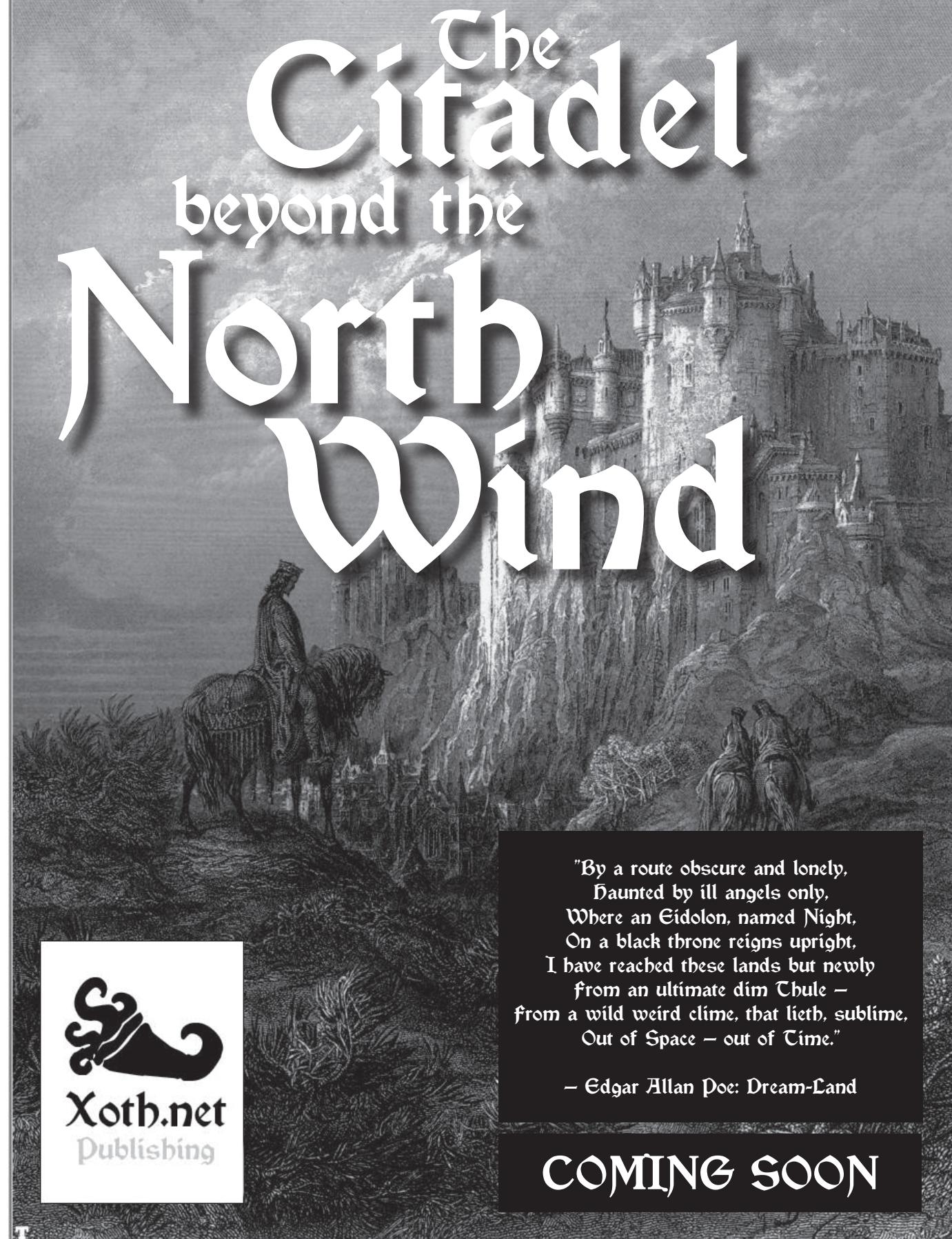
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Haunted by ill angels only,
Where an Eidolon, named Night,
On a black throne reigns upright,
I have reached these lands but newly
from an ultimate dim Thule –
from a wild weird clime, that lieth, sublime,
Out of Space – out of Time."

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