

ARANEA

BOOK OF THE SPIDER



BESTIARY & PLAYER OPTIONS

ARANEA



BOOK OF THE SPIDER

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WELCOME TO THE WEB

The aranea were introduced to DUNGEONS & DRAGONS in 1981, when they were included in two now-classic adventures: *X1–The Isle of Dread* and *X2–Castle Amber (Château d'Amberville)*. They were a particularly interesting addition because, while monstrous in appearance, they were not necessarily monstrous in temperament. Instead, they were highly intelligent and civil, an unexpected combination given that their typical appearance is that of a giant spider.

The aranea soon fell into obscurity. This may have been due to the popularity of the drow and Lolth, which left little room for an unrelated magic-using, intelligent, secretive spider-like creature, particularly one which did not neatly fit into the newly-developing ecology of the Underdark.

This book attempts to bring aranea out of obscurity. The aranea can be used to great effect in a variety of stories, as they can be ideal creatures with which to explore some interesting themes:

Which of us is the monster? With their terrifying appearance, the prevalence of arachnophobia, and their likelihood to be mistaken for lycanthropes, aranea are often assumed to be monsters by others, and may be unjustly condemned or even hunted.

The dark secret. Each aranea has a unique humanoid form that perfectly blends in with the people of a particular race. Aranea consider this natural and might live among such people, finding acceptance and even love, but they may never reveal their true nature for fear of being ostracized—even to their family.

An alien guide. The aranea live between worlds, touching the civilizations of a variety of different humanoids, the world of monsters, and even the domain of the fey. Coupled with their knowledge of magic, their tendency to collect stories, and their alien mindset, they can serve as a unique sort source of information for a group of adventurers.

OVERVIEW

Part one of this book is a guide for the Dungeon Master. It includes stat blocks and writeups for the aranea as well as two powerful undead versions of the aranea: the arasheem and the yeshom. This section also includes three fully-realized aranea NPCs who could be easily be fit into many campaigns.

Part two includes a variety of player options that can be used to bring the aranea into a game, including a half-aranean race, the Spiderborn sorcerous origin, the Arasheem Worldspinner warlock patron, and several spells usable both by aranea and aranea-related PCs.

I. A DM's GUIDE TO THE ARANEA

ARANEA

Aranea are a race of magical, shapeshifting giant spiders capable of taking humanoid form. In their natural form, they look much like giant wolf spiders, but in place of their pedipalps, they have two small arms, almost like those of humanoids. They also have a pronounced hump behind their eyes, which houses their brain.

Unwarranted Arachnophobia. Despite their fearsome appearance, aranea are not evil. Most aranea live in isolated communities in order to avoid conflict with humanoids.

Aranea are curious and social, however, so they do occasionally assume their humanoid forms and seek out peaceful

interactions with others. Some will, inevitably, decide to live among people of other races, typically hiding their true nature.

Uncursed Shifters. Aranea are often referred to as werespiders, though they do not have the curse of lycanthropy.

They otherwise resemble lycanthropes in that they do have three forms: a spider, a humanoid, and a hybrid form. Some legends say that they were once subject to the curse of lycanthropy, but broke it with their magic.

Aranea can shift between their three forms at will and are not affected by moon phase or other outside influences. Their natural form is that of a giant spider which can be distinguished from non-aranea by the braincase on its back and its arm-like pedipalps. Each aranea has a unique humanoid form that it can change into, which is developed when the aranea is quite young and cannot be changed. This form is often human, but it could be that of practically any other Medium or Small-sized humanoid race. Elves, half-elves, gnomes, halflings, and goblinoids are all fairly common. Aranea almost always learn the native language corresponding to their humanoid form in addition to whatever other languages they may know. In addition to their humanoid forms, aranea eventually develop a hybrid form. In most cases, these forms are roughly humanoid, but they can vary greatly in appearance from one aranea to another. Hybrid forms typically have extra eyes and may have additional limbs, and they are nearly always fanged.

Aranea consider their humanoid forms to be completely natural and often think of themselves as members of the race that they can take the form of. While they tend to be reclusive and slow to trust others, when aranea do overcome those tendencies and form bonds with others, the relationships they enter into are often very close. It is not unknown for an aranea living among humanoids to fall deeply in love and live out the rest of their life as a humanoid. In their humanoid form, aranea may breed with other humanoids. The resulting child almost always appears to be a member of the non-aranea parent's race. Some of these children will fully take after their non-aranea parent and be a normal member of that race, though even these children will have a natural propensity for magic and may become sorcerers with the Spiderborn Sorcerous Origin. Most children of these unions, however, will be half-aranean and will inherit traits from both of their parents.

Aranea age at different rates in their humanoid and spider forms. If they stay in their natural spider forms, they reach physical maturity in about 10 years and live for a total of about 200 years. Aranea that spend most of their time in their humanoid forms during their childhood will reach adulthood at the normal rate for that race. Those aranea who have humanoid forms that are particularly long-lived can extend their lifespan if they spend most of their time in their humanoid form, but this is not predictable.

While aranea are carnivorous when in their spider forms, they do not eat intelligent creatures. In their humanoid forms, and to a lesser extent in their hybrid forms, they become omnivorous. Many aranea actively prefer a more varied diet and will eat almost exclusively while in their humanoid shape.

Natural Magic. The aranea are natural spellcasters who typically focus on enchantment, divination, and illusion magics. They often use these abilities in hunting animal prey, entertaining themselves and each other, and avoiding conflict with creatures more powerful than they are. Some aranea do practice more combat-oriented magics, but they tend to avoid fire-based spells, since their webs are inflammable. While aranea cast spells as sorcerers, they are also ritual casters and often learn a number of spells that they can only cast as rituals. Common rituals known include: *alarm*, *illusory script*, *magic mouth*, *unseen servant*, and *animal messenger*. Aranea use their Charisma as their spellcasting ability score when casting spells as rituals.

ARANEA IN EBERRON

Aranea primarily live in scattered populations across western Khorvaire—in particular in Aundair, the Shadow Marches, Eldeen Reaches, and Droaam. There are also rumors of aranea living near Korranberg, close to the border between Zilargo and Darguun.

It is unclear where in Eberron the aranea originated, and the diversity of their humanoid forms does little to clarify their origin. Some speculate that they may originally be from Thelanis as they do seem to have a connection to the fey.

Aranea suffered during the Silver Purge, as they were mistaken for lycanthropes on multiple occasions. To this day, very few aranea who live in the cities of Khorvaire do so openly due to fear of persecution.

come together in communities. These are loose-knit and can be spread out over a large area. They are generally guided by a council of weavers, but they rarely have an overall leader. If the community needs to be unified for a particular task, the weavers are likely to recommend someone to take on a temporary leadership role.

Spinners of Tales. Some believe that the aranea originated in the lands of the fey and are descended from the trickster-spiders told about in stories. Whether or not this was once true, the aranea are now mortal beings. Many aranea communities are in sylvan woods, however, and they often have good relations with fey creatures. Aranea also have a particularly strong storytelling tradition and respect for tales with powerful messages or lessons. Their propensity for illusion and enchantment magic only strengthens the case for them having fey origins.

Dark Connections. In the Forgotten Realms, the aranea appear to be connected to drow, but the nature of this

connection is unclear. A disproportionate number of aranea in the Realms appear as drow in their humanoid form. Some say that the aranea were originally drow who were blessed—or cursed—by Lolth. Others say that they were a race that was artificially created to infiltrate and seduce the drow. In the Forgotten Realms, aranea may be more likely to speak Elvish or Undercommon than Sylvan, depending upon where they live.

ARANEA

Medium monstrosity (shapechanger), neutral

Armor Class 13

Hit Points 33 (6d8 + 6)

Speed 30 ft., Climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	13 (+1)	12 (+1)	11 (+0)	14 (+2)

Skills Perception +2, Stealth +5

Senses darkvision 60 ft., passive Perception 12

Languages Common, Sylvan

Challenge 1 (200xp)

Shapechanger. The aranea can use its action to polymorph into a spider-humanoid hybrid or into a humanoid, or back into its true form, which is a Medium spider. Each aranea has a unique humanoid form, which is either a Small or Medium humanoid. In humanoid form, an aranea does not have a climbing speed or bite attack. Otherwise, its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It does not revert to its true form if it dies.

Spellcasting. The aranea is a 3rd-level spellcaster. Its spellcasting ability is Charisma (spell save DC 12, +4 to hit with spell attacks). An aranea typically knows the following sorcerer spells:

Cantrips (at will): *mending*, *minor illusion*, *prestidigitation*, *shocking grasp*

1st-level (4 slots): *charm person*, *color spray*

2nd-level (2 slots): *invisibility*, *phantasmal force*

Spider Climb. The aranea climbs, including upside down, without needing to make an ability check.

Web Sense. While in contact with a web, the aranea knows the exact location of any other creature in contact with the same web.

Web Walker. The aranea ignores movement restrictions caused by webbing.

ACTIONS

Bite (Spider or Hybrid Form Only). *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 6 (1d6 + 3) piercing damage plus 3 (1d6) poison damage. The target must succeed on a DC 11 Constitution saving throw or be poisoned until the end of the aranea's next turn.

Shortsword (Humanoid or Hybrid Form Only). *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

ARANEA GUARDIAN

Medium monstrosity (shapechanger), lawful neutral

Armor Class 14 (17 with *mage armor*)

Hit Points 75 (10d8 + 30)

Speed 40 ft., Climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	18 (+4)	16 (+3)	12 (+1)	12 (+1)	16 (+3)

Skills Athletics +4, Acrobatics +6, Perception +3, Stealth +6

Senses darkvision 60 ft., passive Perception 13

Languages Common, Sylvan

Challenge 4 (1,100xp)

Shapechanger. The aranea can use its action to polymorph into a spider-humanoid hybrid or into a humanoid, or back into its true form, which is a Medium spider. Each aranea has a unique humanoid form, which is either a Small or Medium humanoid. The aranea's statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It does not change form if it dies.

Spellcasting. The aranea is a 6th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 13, +5 to hit with spell attacks). An aranea guardian typically knows the following sorcerer spells:

Cantrips (at will): *message*, *minor illusion*, *prestidigitation*, *ray of frost*, *thunderclap*

1st-level (4 slots): *mage armor*, *shield*, *silent image*

2nd-level (3 slots): *detect thoughts*, *web*

3rd-level (3 slots): *blink*, *haste*

Sense of the Spider. The aranea cannot be surprised.

Spider Climb. The aranea climbs, including upside down, without needing to make an ability check.

Web Restraint (Recharge 5-6). As a bonus action when the aranea makes a successful melee attack against a creature with its web strand, it may wrap that creature in a web. The creature must succeed on a DC 13 Strength saving throw or be restrained. The target can repeat this saving throw at the end of each of its turns, ending the effect on itself on a success.

Web Sense. While in contact with a web, the aranea knows the exact location of any other creature touching the same web.

Web Walker. The aranea ignores movement restrictions caused by webbing.

ACTIONS

Multiattack. The aranea makes two attacks, only one of which can be a bite.

Bite (Spider or Hybrid Form Only). *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 7 (1d6 + 4) piercing damage plus 10 (3d6) poison damage. The target must succeed on a DC 13 Constitution saving throw or be poisoned until the end of the aranea's next turn.

Web Strand. *Melee Weapon Attack:* +6 to hit, reach 15 ft., one target. *Hit:* 8 (1d8 + 4) bludgeoning damage.

ARANEA GUARDIAN

While aranea are typically peaceful, there are those in every community who will take up arms in defense of it. The guardians among the aranea learn techniques to strengthen their venom and use their webs in combat. They typically learn spells with greater application in combat than those of the typical aranea. Aranea guardians are respected in their communities for their willingness to defend it, but they are not considered to be community leaders.



ARANEA MAGE

Magic comes easily to aranea, and many of them spend their time pursuing magical studies and perfecting new rituals. Aranea often take a cooperative approach to magic. They tend not to hide secrets from each other and it is common to see them assist each other in elaborate rituals. Being a mage among the aranea confers no special status, as it is practically expected and aranea of any profession might study magic as well.

ARANEA MAGE

Medium monstrosity (shapechanger), neutral

Armor Class 13 (16 with *mage armor*)

Hit Points 55 (10d8 + 10)

Speed 30 ft., Climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	12 (+1)	14 (+2)	14 (+2)	18 (+4)

Skills Arcana +5, Intimidation +7, Perception +5

Senses darkvision 60 ft., passive Perception 15

Languages Common, Sylvan, one other language

Challenge 5 (1,800xp)

Cantrip Specialist. The aranea can cast a cantrip as a bonus action when it takes the Attack or Disengage action on its turn.

Shapechanger. The aranea can use its action to polymorph into a spider-humanoid hybrid or into a humanoid, or back into its true form, which is a Medium spider. Each aranea has a unique humanoid form, which is either a Small or Medium humanoid. In humanoid form, an aranea does not have a climbing speed or bite attack. Otherwise, its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It does not revert to its true form if it dies.

Spellcasting. The aranea is a 10th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). An aranea mage typically knows the following sorcerer spells:

Cantrips (at will): *dancing lights*, *mending*, *message*, *minor illusion*, *prestidigitation*, *ray of frost*

1st-level (4 slots): *mage armor*, *silent image*, *sleep*

2nd-level (3 slots): *phantasmal force*, *suggestion*

3rd-level (3 slots): *counterspell*, *lightning bolt*

4th-level (3 slots): *confusion*, *dimension door*

5th-level (2 slots): *cone of cold*, *hold monster*

Spider Climb. The aranea climbs, including upside down, without needing to make an ability check.

Web Sense. While in contact with a web, the aranea knows the exact location of any other creature in contact with the same web.

Web Walker. The aranea ignores movement restrictions caused by webbing.

ACTIONS

Bite (Spider or Hybrid Form Only). *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 6 (1d6 + 3) piercing damage plus 13 (3d8) poison damage. The target must succeed on a DC 15 Constitution saving throw or be poisoned until the end of the aranea's next turn.

Shortsword (Humanoid or Hybrid Form Only). *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

ARANEA WEAVERS

The weavers are the artists, historians, and judges of the aranea. They follow a magical tradition that combines storytelling with web-weaving and illusion, allowing them to learn some spells typically available to bards as sorcerer spells.

Many more aranea will apprentice as a weaver than actually become one. After an apprenticeship, an aranea weaver will often wander for several years. During their wanderings, some aranea decide to settle down among humanoids while others decide to follow a calling other than that of weaver.

An aranea community can have multiple weavers depending on its size. If so, they typically create an informal council as needed. The weavers are considered respected elders, and their judgment is taken seriously, but their word is not considered to be law. Weavers rarely give direct guidance, preferring to relay stories with relevant morals that parallel a given situation.



Storn

ARANEA WANDERER

Medium monstrosity (shapechanger), neutral

Armor Class 14

Hit Points 33 (6d8 + 6)

Speed 30 ft., Climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	18 (+4)	12 (+1)	15 (+2)	14 (+2)	16 (+3)

Skills History +4, Insight +4, Perception +4, Stealth +6

Senses darkvision 60 ft., passive Perception 14

Languages Common, Sylvan, one other language

Challenge 2 (450xp)

Shapechanger. The aranea can use its action to polymorph into a spider-humanoid hybrid or into a humanoid, or back into its true form, which is a Medium spider. Each aranea has a unique humanoid form, which is either a Small or Medium humanoid. In humanoid form, an aranea does not have a climbing speed or bite attack. Otherwise, its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It does not revert to its true form if it dies.

Spellcasting. The aranea is a 4th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 12, +5 to hit with spell attacks). A aranea wanderer typically knows the following spells that it casts as sorcerer spells:

Cantrips (at will): *message*, *minor illusion*, *prestidigitation*, *thunderclap*

1st-level (4 slots): *charm person*, *silent image*, *sleep*

2nd-level (3 slots): *invisibility*, *lesser restoration*, *suggestion*

Spider Climb. The aranea climbs, including upside down, without needing to make an ability check.

Web Sense. While in contact with a web, the aranea knows the exact location of any other creature in contact with the same web.

Web Walker. The aranea ignores movement restrictions caused by webbing.

ACTIONS

Bite (Spider or Hybrid Form Only). *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. *Hit:* 7 (1d6 + 4) piercing damage plus 7 (2d6) poison damage. The target must succeed on a DC 11 Constitution saving throw or be poisoned until the end of the aranea's next turn.

Shortsword (Humanoid or Hybrid Form Only). *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage.

Web (Recharge 5–6). *Ranged Weapon Attack:* +6 to hit, range 30/60 ft., one creature. *Hit:* The target is restrained by webbing. As an action, the restrained target can make a DC 13 Strength check, bursting the webbing on a success. The webbing can also be attacked and destroyed (AC 13; hp 10; vulnerability to fire damage; immunity to bludgeoning, poison, and psychic damage).

ARANEA WEAVER ELDER

Medium monstrosity (shapechanger), neutral

Armor Class 14

Hit Points 91 (14d8 + 28)

Speed 30 ft., Climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	18 (+4)	14 (+2)	16 (+3)	14 (+2)	18 (+4)

Skills History +6, Insight +5, Perception +5, Performance +7

Senses darkvision 60 ft., passive Perception 15

Languages Common, Sylvan, two other languages

Challenge 5 (1,800xp)

Shapechanger. The aranea can use its action to polymorph into a spider-humanoid hybrid or into a humanoid, or back into its true form, which is a Medium spider. Each aranea has a unique humanoid form, which is either a Small or Medium humanoid. In humanoid form, an aranea does not have a climbing speed or bite attack. Otherwise, its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It does not revert to its true form if it dies.

Spellcasting. The aranea is an 8th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). An aranea weaver elder typically knows the following bard spells:

Cantrips (at will): *message*, *minor illusion*, *prestidigitation*, *thunderclap*

1st-level (4 slots): *cure wounds*, *dissonant whispers*, *silent image*, *sleep*

2nd-level (3 slots): *mirror image*, *lesser restoration*, *suggestion*, *zone of truth*

3rd-level (3 slots): *enhance web*, *hypnotic pattern*, *sending*, *speak with plants*, *tongues*

4th-level (2 slots): *hallucinatory terrain*, *Mordenkainen's private sanctum*

Spider Climb. The aranea climbs, including upside down, without needing to make an ability check.

Taste of You. The aranea has advantage on attack rolls against a creature poisoned by it.

Web Sense. While in contact with a web, the aranea knows the exact location of other creatures in contact with the same web.

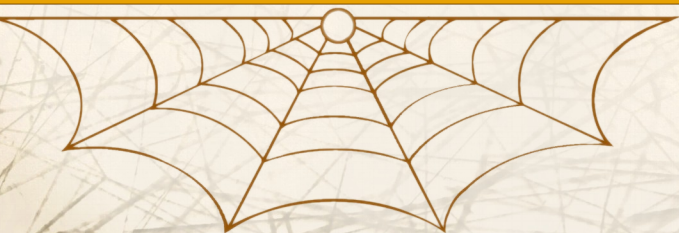
Web Walker. The aranea ignores movement restrictions caused by webbing.

ACTIONS

Bite (Spider or Hybrid Form Only). *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 7 (1d6 + 4) piercing damage plus 13 (3d8) poison damage. The target must succeed on a DC 15 Constitution saving throw or be poisoned for 1 minute. The target may repeat this saving throw at the end of each of its turns, ending the effect on a success.

Shortsword (Humanoid or Hybrid Form Only). *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage.

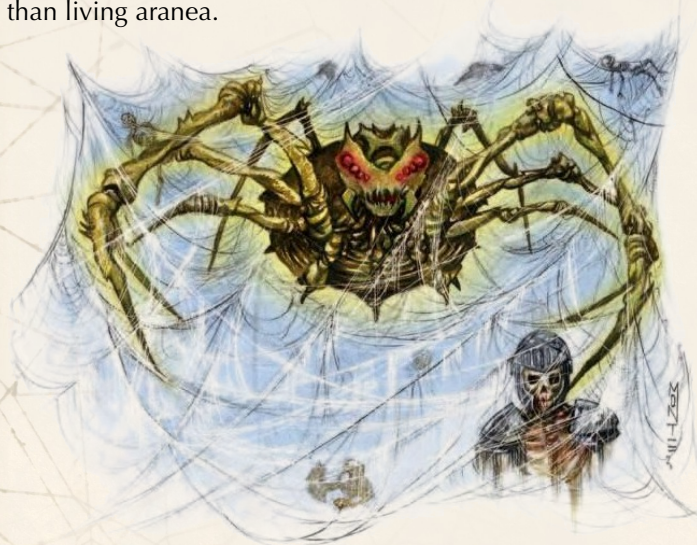
Web (Recharge 5–6). *Ranged Weapon Attack:* +7 to hit, range 30/60 ft., one creature. *Hit:* The target is restrained by webbing. As an action, the restrained target can make a DC 15 Strength check, bursting the webbing on a success. The webbing can also be attacked and destroyed (AC 14; hp 15; vulnerability to fire damage; immunity to bludgeoning, poison, and psychic damage).



ARASHEEM

The arasheem are intelligent, undead aranea that retain both their spellcasting abilities and their multiple forms, making them dangerous and versatile threats whenever they are encountered.

Unknown Origins. Among the few sages aware of the aranea, arasheem are rumored to be aranea who attempted to achieve lichdom. It is just as likely, however, that the arasheem are essentially the equivalent of aranea ghouls, who have continued to develop their magical talents in undeath. If they are the result of araneas seeking lichdom, there are a surprising number of arasheem in existence, to the extent that in many areas more people know of them than living aranea.



Magical Manipulators. Arasheem tend to be more powerful spellcasters than the typical aranea, but few of them achieve the mastery of magic of a lich. They tend to use similar sorts of magic to their living counterparts, but are more likely to use mind control and necromancy freely. Arasheem tend not to associate much with each other, though they will cooperate on occasion. They are more likely to pose as powerful fiends to humanoids and others and promise them treasures and power in exchange for service.

A Mockery of Life. While the arasheem are undead, they still go through many of the motions of living aranea. They have not lost their capability to change shape or spin webs... and they still desire nourishment in the form of fresh meat. Unlike living aranea, they do not balk at eating sentient beings.

Arasheem look much like they did in life, but their humanoid appearance is typically gaunt with ghoulish or zombie-like features and their arachnoid features tend to be patchy and almost skeletal.

Arasheem venom is quite different from that of living aranea, acting as a paralytic not unlike a ghoul's touch. A contact poison with similar effect drips from their webs.

ARASHEEM

Medium undead (shapechanger), neutral evil

Armor Class 13 (16 with *mage armor*)

Hit Points 91 (14d8 + 28)

Speed 30 ft., Climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	15 (+2)	14 (+2)	14 (+2)	18 (+4)

Skills Arcana +5, Perception +5, Stealth +6

Damage Resistances Necrotic

Damage Immunities Poison

Condition Immunities Charmed, Exhaustion, Poisoned

Senses darkvision 60 ft., passive Perception 15

Languages Common, Sylvan

Challenge 6 (2,300xp)

Shapechanger. The arasheem can use its action to polymorph into a spider-humanoid hybrid, a humanoid, or its true form—a Medium spider. Each arasheem has a unique humanoid form, which is either a Small or Medium humanoid. In humanoid form, an arasheem does not have a climbing speed. Otherwise, its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It does not revert to its true form if it dies.

Spellcasting. The arasheem is a 10th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). An arasheem typically knows the following sorcerer spells:

Cantrips (at will): *acid splash*, *dancing lights*, *mage hand*, *minor illusion*, *prestidigitation*, *ray of frost*

1st-level (4 slots): *mage armor*, *disguise self*, *sleep*

2nd-level (3 slots): *detect thoughts*, *invisibility*, *suggestion*

3rd-level (3 slots): *counterspell*, *fear*

4th-level (3 slots): *blight*, *polymorph*

5th-level (2 slots): *cloudkill*

Spider Climb. The arasheem climbs, including upside down, without needing to make an ability check.

Turn Resistance. The arasheem has advantage on saving throws against any effect that turns undead.

Web Sense. While in contact with a web, the arasheem knows the exact location of other creatures touching the same web.

Web Walker. The arasheem ignores movement restrictions caused by webbing.

ACTIONS

Bite (Spider or Hybrid Form Only). *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. Hit: 6 (1d6 + 3) piercing damage and 18 (4d8) necrotic damage. If the target is a creature other than an undead, it must succeed on a DC 15 Charisma saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Claws. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. Hit: 10 (2d6 + 3) slashing damage.

Web (Recharge 5–6). *Ranged Weapon Attack:* +7 to hit, range 30/60 ft., one creature. Hit: The target is restrained by webbing and must succeed on a DC 15 Charisma saving throw or be paralyzed until the end of its next turn. As an action, the restrained target can make a DC 15 Strength check, bursting the webbing on a success. The webbing can be attacked and destroyed (AC 14; hp 15; immunity to bludgeoning, poison, and psychic damage).

ARASHEEM MASTERMIND

Elder arasheem often consider themselves to be puppet masters and masterminds and they appear to relish the manipulation of others to their own mysterious ends. Such creatures have networks of mortal agents that act as their eyes and ears in the world. These agents rarely know the true nature of their masters. Those few who deal with them directly, often believe them to be powerful fiends, liches, or wizards. Arasheem masterminds are clever and deceptive, and will typically exert a subtle level of control over a region through a mixture of free-willed agents, undead servants, and magic. Among these arasheem masterminds,

there are rumors of a few creatures who are truly ancient. Some say that they were a cabal of aranea mages who became the first of the arasheem. Whether or not that is their true origin, these arasheem have both enough power to rival any arch-lich and vast webs of influence that stretch across the world. Such ancients, when they are spoken of, are referred to as worldspinners. The arasheem worldspinners have been known to take on powerful servants and even make pacts with mortals as warlock patrons, though their ultimate goals can only be guessed at.

ARASHEEM MASTERMIND

Medium undead (shapechanger), neutral evil

Armor Class 13 (16 with *mage armor*)

Hit Points 187 (22d8 + 88)

Speed 30 ft., Climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	18 (+4)	17 (+3)	14 (+2)	20 (+5)

Saving Throws Con +8, Wis +6, Cha +9

Skills Arcana +7, Perception +6, Stealth +7

Damage Resistances Bludgeoning, Piercing, and Slashing from Nonmagical Attacks

Damage Immunities Necrotic, Poison

Condition Immunities Charmed, Exhaustion, Frightened, Paralyzed, Poisoned

Senses darkvision 60 ft., passive Perception 16

Languages Common, Sylvan

Challenge 12 (8,400xp)

Magic Resistance. The arasheem has advantage on saving throws against spells and other magical effects.

Power Drain. As a bonus action, the arasheem drains energy from a creature paralyzed by its web, regaining a single expended spell slot of up to 5th level.

Regeneration. The arasheem regains 10 hit points at the start of its turn if it has at least 1 hit point. If the arasheem takes radiant damage or damage from holy water, this trait doesn't function at the start of the arasheem's next turn.

Shapechanger. The arasheem can use its action to polymorph into a spider-humanoid hybrid or into a humanoid, or back into its true form, which is a Medium spider. Each arasheem has a unique humanoid form, either a Small or Medium humanoid. In humanoid form, an arasheem does not have a climbing speed. Otherwise, its statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It does not change form if it dies.

Spellcasting. The arasheem is a 15th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 17, +9 to hit with spell attacks). An arasheem typically knows the following sorcerer spells:

Cantrips (at will): *acid splash*, *dancing lights*, *mage hand*, *minor illusion*, *prestidigitation*, *ray of frost*

1st-level (4 slots): *mage armor*, *charm person*, *disguise self*

2nd-level (3 slots): *detect thoughts*, *invisibility*, *suggestion*

3rd-level (3 slots): *counterspell*, *fear*

4th-level (3 slots): *blight*, *charm monster*

5th-level (2 slots): *cloudkill*, *scrying*

6th-level (1 slots): *eyebite*, *true seeing*

7th-level (1 slots): *etherealness*, *power word pain*

8th-level (1 slots): *dominate monster*

Spider Climb. The arasheem climbs, including upside down, without needing to make an ability check.

Web Sense. While in contact with a web, the arasheem knows the exact location of any other creature in contact with the same web.

Web Walker. The arasheem ignores movement restrictions caused by webbing.

ACTIONS

Multiattack. The arasheem makes two attacks, only one of which can be a bite.

Bite (Spider or Hybrid Form Only). *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 6 (1d6 + 3) piercing damage plus 18 (4d8) necrotic damage. If the target is a creature other than an undead, it must succeed on a DC 17 Charisma saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Claws. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) slashing damage.

Web (Recharge 5–6). *Ranged Weapon Attack:* +7 to hit, range 30/60 ft., one creature. *Hit:* The target is restrained by webbing. If the target is a creature other than an undead, it must succeed on a DC 17 Charisma saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. As an action, the restrained target can make a DC 17 Strength check, bursting the webbing on a success. The webbing can also be attacked and destroyed (AC 15; hp 20; immunity to bludgeoning, poison, and psychic damage).

LEGENDARY ACTIONS

The arasheem mastermind can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The arasheem regains spent legendary actions at the start of its turn.

Cantrip. The arasheem casts a cantrip.

Sidestep. The arasheem teleports up to 20 feet to a point it can see.

Attack (Costs 2 Actions). The arasheem makes a bite or claw attack.

Mind Fog (Costs 2 Actions). The arasheem releases a fog of decay. The area in a 10 foot radius around it is lightly obscured until the end of the arasheem's next turn, and other creatures have disadvantage on Wisdom saving throws while in the fog.

Cast a Spell (Costs 3 Actions). The arasheem casts a spell using a spell slot of up to 5th level.

ASCENDANT FATEWEAVER

Medium fey (shapechanger), neutral

Armor Class 18 (natural armor)

Hit Points 225 (30d8 + 90)

Speed 40 ft., Climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	23 (+6)	16 (+3)	20 (+5)	21 (+5)	24 (+7)

Saving Throws Dex +12 Con +9, Wis +11, Cha +13

Skills Arcana +11, History +17, Investigation +11, Perception +11

Damage Resistances Bludgeoning, Piercing, and Slashing from Nonmagical Attacks

Damage Immunities Poison

Condition Immunities Charmed, Exhaustion, Frightened, Poisoned

Senses truesight 60 ft., passive Perception 21

Languages all

Challenge 20 (25,000 xp)

Innate Spellcasting. The fateweaver's spellcasting ability is Charisma (spell save DC 21). It can innately cast the following spells, requiring no material components:

At will: *detect magic*, *dispel magic*, *misty step*, *web*

3/day each: *counterspell*, *lesser restoration*, *geas*, *remove curse*

1/day each: *commune with nature*, *heroes' feast*, *legend lore*

Legendary Resistance (3/Day). If the fateweaver fails a saving throw, it can choose to succeed instead.

Magic Resistance. The fateweaver has advantage on saving throws against spells and other magical effects.

Shapechanger. The fateweaver can use its action to polymorph into a Small or Medium humanoid or back into its true form, which is a Medium spider. The fateweaver's statistics are the same in each form. Any equipment it is wearing or carrying isn't transformed. It does not revert to its true form if it dies.

Spellcasting. The fateweaver 18th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 21, +13 to hit with spell attacks). A fateweaver typically knows the following spells, which it casts as sorcerer spells:

Cantrips (at will): *dancing lights*, *message*, *minor illusion*, *prestidigitation*, *thorn whip*, *vicious mockery*

1st-level (4 slots): *cure wounds*, *charm person*, *shield*, *silent image*, *sleep*

2nd-level (3 slots): *detect thoughts*, *mirror image*, *phantasmal force*, *suggestion*

3rd-level (3 slots): *call lightning*, *fear*, *sending*

4th-level (3 slots): *charm monster*, *greater invisibility*, *hallucinatory terrain*

5th-level (3 slots): *hold monster*, *seeming*

6th-level (1 slot): *mass suggestion*

7th-level (1 slot): *teleport*

8th-level (1 slot): *dominate monster*

9th-level (1 slot): *mass polymorph*, *time stop*

Spider Climb. The fateweaver climbs, including upside down, without needing to make an ability check.

Web Walker. The fateweaver ignores movement restrictions caused by webbing.

ACTIONS

Multiattack. The fateweaver makes two attacks.

Bite (Spider Form Only). *Melee Weapon Attack:* +12 to hit, reach 5 ft., one creature. *Hit:* 9 (1d6 + 6) piercing damage plus 26 (4d12) poison damage. The target must succeed on a DC 21 Constitution saving throw or be poisoned for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Dagger. *Melee or Ranged Weapon Attack:* +12 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 8 (1d4 + 6) piercing damage and 18 (4d8) force damage.

Web of Fate (Recharge 5–6). *Ranged Weapon Attack:* +7 to hit, range 30/60 ft., one creature. *Hit:* 24 (4d8 + 6) force damage and the target is restrained by webbing. A target that begins its turn restrained takes 15 (2d8 + 6) force damage and may make a DC 21 Charisma saving throw ending the effect on itself on a success. The webbing can also be attacked and destroyed (AC 17; hp 30; immunity to bludgeoning, poison, and psychic damage), but it twists to avoid blows and any attacks that miss it will hit the creature restrained.

REACTIONS

Rewind Fate. When the fateweaver is hit with an attack, it may make a Charisma saving throw. If the result of the save is greater than or equal to the attack's damage, the fateweaver regains hit points equal to the save result.

LEGENDARY ACTIONS

The fateweaver can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The fateweaver regains spent legendary actions at the start of its turn.

Cantrip. The fateweaver casts a cantrip.

Attack. The fateweaver attacks once with its dagger or web.

Trade Fate (Costs 2 Actions). The fateweaver targets a creature it can see within 60 feet. The target must succeed on a DC 21 Charisma saving throw or take 22 (4d10) psychic damage and trade locations with the fateweaver.

Doom (Costs 2 Actions). The fateweaver pronounces doom upon a creature it can see within 120 feet. The target must succeed on a DC 21 Wisdom saving throw or the next successful attack against it before the end of its next turn will be a critical hit.

ASCENDANT FATEWEAVER

While the yeshom and the arasheem are examples of the end that can befall aranea mages who seek out power and immortality, not all such paths are quite as dark. The ascendant fateweavers were once powerful magic-wielding aranea who passed into the lands of the fey and emerged as something else.

The World's Story. The greatest of the aranea weavers learn magics that bind fate into stories. The history they teach blends past and future. Their fables dissolve the barriers between truth and fiction. Inevitably, these great weavers fade from the mortal realm to dwell in the lands of the fey, where reality itself is shaped by stories—and, sometimes, they return from those lands. When they do, they have broken down the barriers between truth and fiction in themselves, becoming a blend of mortal and fey.



Oracles and Archfey. Those who return are no longer weavers for the isolated communities of aranea. Instead, they act as agents of fate itself. Each of them has a fragment of prophecy, a scrap of the tapestry of fate that they claim to have had a hand in weaving. They may intervene to ensure their fragment of fate is properly resolved, but some seem to simply wait in order to observe a series of events that they have foretold.

Changed Changers. The ascendant fateweavers have never been known to take on a hybrid form—it is unclear if they are still able to do so—but their front limbs in their spider form are more fully developed than those of a typical aranea and their heads are more disturbingly humanoid. Moreover, while they normally shapechange into the humanoid form that they developed shortly after their birth, they are not limited as normal araneas are and can appear as any Small or Medium humanoid, taking on an appearance of their choice as if using *alter self*.

YESHOM

Aranea mages who sought great power, the yeshom are now undead horrors that have few equals.

The Price of Power. Well over a thousand years ago, a cabal of aranea mages developed an experimental technique intended to enhance their shapeshifting abilities and grant them immortality. The method worked, but it came with a price. The yeshom's now-amorphous forms began to affect their minds. They began to lose their sense of self and lost interest in most activities.

A Cruel Purpose. Few things hold interest for a yeshom. Their magic is largely mundane to them, though they can become briefly interested in the prospect of learning a new ritual. A humanoid may be able to reason with one with the promise of something interesting and new that will momentarily alleviate the yeshom's terrible boredom. If not, the yeshom will often torture an intelligent creature before banishing it to its internal void in order to learn all it can from the creature. The one saving grace of this is that yeshom swiftly end up being solitary creatures, unable to work with others for any length of time.

A YESHOM'S LAIR

A yeshom lairs in a secluded area, far from other sentient creatures. It will casually destroy anything that reminds it of life—even skeletons will be picked apart in its boredom. Besides the yeshom, the only things likely to be found in its lair are traps it has laid out and oozes.

A yeshom encountered in its lair has a challenge rating of 18 (20,000 XP).

LAIR ACTIONS

On initiative count 20 (losing initiative ties), the yeshom takes a lair action to cause one of the following effects; the yeshom can't use the same effect two rounds in a row.

- The yeshom causes acid to bubble up from the ground at a point it can see within 120 feet of it. The acid forms a puddle with a 10 foot radius centered on that point. Each creature in that area must succeed on a DC 17 Constitution saving throw or take 27 (6d8) acid damage.
- The yeshom lobs part of itself to an empty space it can see within 30 feet. This becomes a Small black pudding (21 hit points). After 1 minute, this black pudding dissolves into inert ooze.
- The yeshom casts *grease* (DC 19) as an innate spell without using a spell slot.
- If it is in an area of darkness, the yeshom becomes invisible until initiative count 20 on the next round.



REGIONAL EFFECTS

The region surrounding a yeshom's lair is warped by the creature's unnatural presence, creating any of the following effects:

- A creeping fog clings to the ground within 500 feet of the yeshom's lair. The shadows of large spiders can be seen swiftly scuttling along the ground through the fog and those walking through the fog will feel things running across their feet.

- There's a large population of oozes, slimes, molds, and spiders in the region, but few natural animals larger than a mouse.
- Shadows within 1 mile of the lair seem to flow like a thick liquid and twist into discomfiting shapes.
- Creatures and plants that die in the region are fully covered with a black mold in a matter of hours.

If the yeshom is destroyed, these effects end after 2d10 days

YESHOM

Medium undead (shapechanger), neutral evil

Armor Class 18 (natural armor)

Hit Points 150 (20d8 + 60)

Speed 15 ft., Climb 15 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	16 (+3)	15 (+2)	14 (+2)	21 (+5)

Saving Throws Con +9, Wis +8, Cha +11

Skills Arcana +8, Perception +8, Stealth +9

Damage Resistances Acid, Cold; Bludgeoning, Piercing, and Slashing from Nonmagical Attacks

Damage Immunities Necrotic, Poison, Slashing

Condition Immunities Blinded, Charmed, Deafened, Exhaustion, Frightened, Poisoned, Prone

Senses blindsight 60 ft., darkvision 120 ft., passive Perception 18

Languages all

Challenge 17 (18,000 xp)

Amorphous. The yeshom can move through a space as narrow as 1 inch wide without squeezing.

Deathly Form. A creature that touches the yeshom or hits it with a melee attack while within 5 feet of it must succeed on a DC 17 Constitution saving throw or be poisoned until the end of the yeshom's next turn.

Legendary Resistance (3/Day). If the yeshom fails a saving throw, it can choose to succeed instead.

Magic Resistance. The yeshom has advantage on saving throws against spells and other magical effects.

Shapechanger. The yeshom can use its action to polymorph into a Small or Medium creature, or back into an ooze-like form. It gains the size and movement speeds of its new form. Its statistics, otherwise, are the same in each form and it always maintains the same black, ooze-like surface regardless of its shape. Any equipment it is wearing or carrying isn't transformed. It reverts to its ooze form if it dies.

Spellcasting. The yeshom is a 17th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 19, +11 to hit with spell attacks). A yeshom typically knows the following sorcerer spells:

Cantrips (at will): *acid splash*, *dancing lights*, *mage hand*, *minor illusion*, *prestidigitation*, *shocking grasp*

1st-level (4 slots): *charm person*, *detect magic*, *disguise self*, *fog cloud*, *shield*

2nd-level (3 slots): *blur*, *darkness*, *hold person*, *phantasmal force*, *shatter*

3rd-level (3 slots): *clairvoyance*, *counterspell*, *dispel magic*, *hypnotic pattern*

4th-level (3 slots): *blight*, *charm monster*, *confusion*

5th-level (2 slots): *cloudkill*, *enervation*, *wall of stone*

6th-level (1 slot): *disintegrate*, *true seeing*

7th-level (1 slot): *etherealness*, *finger of death*

8th-level (1 slot): *dominate monster*

9th-level (1 slot): *time stop*

Spider Climb. The yeshom climbs, including upside down, without needing to make an ability check.

ACTIONS

Slam. Melee Weapon Attack: +8 to hit, reach 5 ft., one target. *Hit:* 7 (1d10 + 2) bludgeoning damage plus 18 (4d8) necrotic damage and the target must succeed on a DC 19 Charisma saving throw or be poisoned for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Engulf. Melee Weapon Attack: +8 to hit, reach 5 ft., one Medium or smaller target that is restrained or poisoned. *Hit:* 27 (6d8) necrotic damage and the engulfed creature is restrained and takes 27 (6d8) necrotic damage at the end of each of the yeshom's turns. When the yeshom moves, the engulfed creature moves with it. An engulfed creature can try to escape by taking an action to make a DC 16 Strength check. On a success, the creature escapes and enters a space of its choice within 5 feet of the yeshom.

Internal Void. The yeshom casts *banishment* (DC 19) without using a spell slot on a creature it has engulfed. When it does so, the target is sent to a demiplane, regardless of its origins. A creature that starts its turn in the yeshom's demiplane takes 13 (3d8) necrotic damage, and the yeshom regains an equal number of hit points. While a creature is in this demiplane, the yeshom can cast spells known or prepared by the target as if they were sorcerer spells known to the yeshom. If the creature dies while in the demiplane, the yeshom retains access to its spells for one year.

LEGENDARY ACTIONS

The yeshom can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The yeshom regains spent legendary actions at the start of its turn.

Cantrip. The yeshom casts a cantrip.

Seal Wounds. The yeshom uses its malleable form to heal itself, restoring 25 hit points.

Slam. The yeshom makes a slam attack.

Splatter (Costs 2 Actions). The yeshom's form splashes outward with thin, grasping tendrils of itself. Each creature within 5 feet of the yeshom must succeed on a DC 17 Dexterity saving throw or be restrained until the end of the yeshom's next turn.

Cast a Spell (Costs 3 Actions). The yeshom casts a spell using a spell slot of up to 5th level.

ARANEA NPCs

WANDERING GRIFTER

Sianna has made her life among humanoids, but she has never settled down. It would be foolish for her to do so, because—in her line of work—she needs to be able to skip town quickly. While she poses as a wandering storyteller and occasional book dealer, her primary occupation is as a con artist. Her partner in her schemes is her familiar, Fif, who usually takes the form of a weasel.

Deceiving Appearances. Sianna is charming and makes friends everywhere she goes. Her humanoid form is that of a tall, lanky half-elf and she can easily use a disguise kit to appear as either human or an elf. She almost never shapeshifts into her other forms, except for when she is guaranteed of privacy, but will take to her hybrid form in an emergency. She uses a disguise kit to prevent herself from being recognized, but if she needs to assume a particular identity she will turn to magic and augment her disguise with *disguise self* in order to be safe. She doesn't like to take unnecessary chances. She keeps her cons simple, relying on classic schemes that are low-risk but make use of her talents.



Personality Trait I'm happy to do little favors for others. It brings them joy and makes them trust me. Everyone wins.

Bond Fif is my best friend and partner. I never take him for granted and don't know what I'd do without him.

Ideal Don't take unnecessary risks. Don't cause unnecessary harm.

Flaw I take too much pleasure in manipulating people emotionally.

A Partner in Crime. Fif features prominently in nearly all of Sianna's schemes. If necessary, she will use *find familiar* to allow him to take another form that is needed for a particular heist (often a bird), but she invariably returns him to the weasel form he is most comfortable in. Sianna has several objects with magic mouth cast on them that she can use Fif to trigger, enabling her to, for example, appear to be in her room at an inn while she is out and about. Fif also has a collar with magic mouth cast on it repeatedly, allowing him to have simple conversations by triggering a dozen or so words and phrases.

Sianna often appears to have her face in a book, but that book may only be an illusion, behind which she is watching her surroundings carefully. Sianna is skilled with disguise kits, thieves' tools, scribes' tools, and forgery kits, and she is a skilled ritual magician who regularly makes use of the following rituals: *alarm*, *comprehend languages*, *find familiar*, *illusory script*, and *magic mouth*.

SIANNA

Medium monstrosity (shapechanger), chaotic neutral

Armor Class 14

Hit Points 58 (9d8 + 18)

Speed 30 ft., Climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	18 (+4)	14 (+2)	15 (+2)	14 (+2)	18 (+4)

Skills Deception +8, History +4, Insight +4, Perception +4, Performance +6, Sleight of Hand +6, Stealth +6

Senses darkvision 60 ft., passive Perception 14

Languages Common, Elvish, Gnomish, Sylvan

Challenge 3 (700)

Cunning Action. On each of her turns, Sianna can use a bonus action to take the Dash, Disengage, or Hide action.

Shapechanger. Sianna can use her action to polymorph into a spider-humanoid hybrid or into a half-elf, or back into her true form, which is a Medium spider. In half-elf form, Sianna does not have a climbing speed. Otherwise, her statistics are the same in each form. Any equipment she is wearing or carrying isn't transformed. Sianna does not change form if she dies.

Sneak Attack (1/Turn). Sianna deals an extra 7 (2d6) damage when she hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of Sianna's that isn't incapacitated and Sianna doesn't have disadvantage on the attack roll.

Spellcasting. Sianna is a 4th-level spellcaster. Her spellcasting ability is Charisma (spell save DC 12, +4 to hit with spell attacks). Sianna knows the following sorcerer spells:

Cantrips (at will): *mage hand*, *message*, *minor illusion*, *prestidigitation*, *ray of frost*

1st-level (4 slots): *alarm*, *charm person*, *disguise self*, *jump*, *silent image*

2nd-level (3 slots): *detect thoughts*, *enlarge/reduce*, *spider climb*, *web*

Spider Climb. Sianna climbs, including upside down, without needing to make an ability check.

Web Sense. While in contact with a web, Sianna knows the exact location of any other creature touching the same web.

Web Walker. Sianna ignores movement restrictions caused by webbing.

ACTIONS

Multiattack. Sianna makes two attacks.

Bite (Spider or Hybrid Form Only). Melee Weapon Attack: +6 to hit, reach 5 ft., one creature. Hit: 7 (1d6 + 4) piercing damage plus 7 (2d6) poison damage. The target must succeed on a DC 11 Constitution saving throw or be poisoned until the end of the Sianna's next turn.

Dagger +1 (Humanoid or Hybrid Form Only). Melee or Ranged Weapon Attack: +7 to hit, reach 5 ft. or range 20/60 ft., one target. Hit: 7 (1d4 + 5) piercing damage.

REACTIONS

To Hand. When she makes a ranged attack with her dagger, she can use her reaction to call it back to her hand.



GRIVISHK

Medium monstrosity (shapechanger), neutral

Armor Class 14 (17 with mage armor)

Hit Points 104 (16d8 + 32)

Speed 30 ft., Climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	18 (+4)	14 (+2)	14 (+2)	16 (+3)	18 (+4)

Skills Nature +5, Perception +6, Stealth +7, Survival +8

Senses darkvision 60 ft., passive Perception 16

Languages Common, Sylvan

Challenge 6 (2,300)

Fey-Touched. Grivishk has advantage on saving throws against being charmed.

Shapechanger. Grivishk can use his action to polymorph into a spider-human hybrid or into a human, or back into his true form—a Medium spider. In human form, he does not have a climbing speed or web attack. Otherwise, his statistics are the same in each form. Any equipment he is wearing or carrying isn't transformed. Grivishk does not change form if he dies.

Spellcasting. Grivishk is a 9th-level spellcaster. His spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). Grivishk knows the following spells, all of which are considered sorcerer spells for him:

Cantrips (at will): *druidcraft*, *friends*, *mage hand*, *minor illusion*, *ray of frost*

1st-level (4 slots): *color spray*, *jump*, *mage armor*, *silent image*

2nd-level (3 slots): *invisibility*, *lesser restoration*, *spider climb*, *web*

3rd-level (3 slots): *call lightning*, *enhance web*, *envenom*, *greater invisibility*, *speak with plants*

4th-level (2 slots): *conjure woodland beings*, *fabricate*, *hallucinatory terrain*, *webwatcher*

5th-level (1 slot): *webwalk*, *hold monster*

Spider Climb. Grivishk climbs, including upside down, without needing to make an ability check.

Web Sense. While in contact with a web, Grivishk knows the exact location of any other creature touching the same web.

Web Walker. Grivishk ignores movement restrictions caused by webbing.

ACTIONS

Multiattack. Grivishk makes two attacks.

Bite (Spider or Hybrid Form Only). *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. Hit: 7 (1d6 + 4) piercing damage plus 13 (3d8) poison damage. The target must succeed on a DC 15 Constitution saving throw or be poisoned for 1 minute. The target may repeat this saving throw at the end of each of its turns, ending the effect on a success.

Dagger (Humanoid or Hybrid Form Only). *Melee or Ranged Weapon Attack:* +7 to hit, reach 5 ft. or range 20/60 ft., one target. Hit: 6 (1d4 + 4) piercing damage.

Web (Recharge 5–6). *Ranged Weapon Attack:* +7 to hit, range 30/60 ft., one creature. Hit: The target is restrained by webbing. As an action, the restrained target can make a DC 15 Strength check, bursting the webbing on a success. The webbing can also be attacked and destroyed (AC 14; hp 15; vulnerability to fire damage; immunity to bludgeoning, poison, and psychic damage). While restrained by the web, a creature has disadvantage on saving throws against Grivishk's spells.

FEY-TOUCHED HERMIT

Grivishk would like you to think that he lives alone in the woods. He makes his home in a close-knit grove of trees around which he has erected a barrier of nearly-invisible webs with the strength of steel. He is not alone. In the center of the grove is a single tree untouched by his webbing, the tree to which his dryad wife is bound.

Wanderlust. Grivishk was once an apprentice weaver. As his apprenticeship came to its end, he planned to travel for a year or two. While he missed his studies while traveling, he luxuriated in the freedom it gave him. After two years of travel, he found he had no desire to return to life in an aranea community and even less desire to live among humans. It was then he met the dryad, Aszalia.

Personality Trait The demands of civilization seem artificial to me now, and I have trouble relating to other people.

Bond I love Aszalia and will do anything to protect her.

Ideal Everyone should have the freedom to determine the path of their own life.

Flaw Aszalia is effectively immortal, but I am not. My own mortality is a failing, and it terrifies me.

Meditative Protector. Grivishk has focused his meditative practices and, with the aid of both his wife's fey connection to nature and his weaver training, he has developed a discipline that enables him to channel druidic magics through his natural sorcerous abilities. He uses these powers to protect his wife's tree and the area around it.

In addition to his known spells, Grivishk makes use of the following rituals: *alarm*, *speak with animals*, *animal messenger*, and *locate object*.

ASZALIA

Medium fey (dryad), neutral

Armor Class 11 (16 with *barkskin*)

Hit Points 60 (8d8 + 24)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	16 (+3)	14 (+2)	14 (+2)	20 (+5)

Skills Perception +4, Persuasion +7, Stealth +5

Senses darkvision 60 ft., passive Perception 14

Languages Elvish, Sylvan

Challenge 4 (1,100)

Innate Spellcasting. Aszalia's innate spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). She can innately cast the following spells, requiring no material components:

At will: *druidcraft*, *shillelagh*, *thorn whip* (2d6)

3/day each: *barkskin*, *entangle*, *goodberry*, *unseen servant*

1/day each: *locate animals or plants*, *pass without trace*, *spike growth*

Magic Resistance. Aszalia has advantage on saving throws against spells and other magical effects.

Speak with Beasts and Plants. Aszalia can communicate with beasts and plants as if they shared a language.

Tree Stride. Once on her turn, Aszalia can use 10 feet of her movement to step magically into one living tree within her reach and emerge from a second living tree within 60 feet of the first tree, appearing in an unoccupied space within 5 feet of the second tree. Both trees must be Large or bigger.

ACTIONS

Multiattack. Aszalia makes two melee attacks.

Club. *Melee Weapon Attack:* +5 to hit (+7 to hit with *shillelagh*), reach 5 ft., one target. Hit: 5 (1d4 + 3) bludgeoning damage, or 9 (1d8 + 5) bludgeoning damage with *shillelagh*.

Fey Charm. Aszalia targets one humanoid or beast that she can see within 30 feet of her. If the target can see her, it must succeed on a DC 15 Wisdom saving throw or be magically charmed. The charmed creature regards Aszalia as a trusted friend to be heeded and protected. Although the target isn't under the Aszalia's control, it takes her requests or actions in the most favorable way it can.

Each time Aszalia or her allies do anything harmful to the target, it can repeat the saving throw, ending the effect on itself on a success. Otherwise, the effect lasts 24 hours or until Aszalia dies, is on a different plane of existence from the target, or ends the effect as a bonus action. If a target's saving throw is successful, the target is immune to the Aszalia's Fey Charm for the next 24 hours.

Aszalia can have no more than one humanoid and up to three beasts charmed at a time.





STORM

VENGEFUL NECROMANCER

Korduur's humanoid form is that of a remarkably dashing-looking hobgoblin. His hybrid form is a dramatic contrast to his normal appearance. In that form he appears as a merciless nightmare to his enemies—a six-eyed hobgoblin with an extra pair of near-skeletal arms. He almost never uses his spider form.

Child of War. Unlike most aranea living among humanoids, Korduur never really lived a lie. He grew up witnessing the horrors of war and lost his parents when he was young. He barely remembers his parents, but the hobgoblins that they had lived among adopted him. He was raised among the

other hobgoblin children, and he knew that he was different, but the hobgoblins respected him for his differences. He knew that they would expect great things from him when he was older.

As a young adult, Korduur was responsible for watching over the goblin children. This was a position that held some honor, and Korduur took it very seriously. It was in this role that Korduur failed. He was forced to watch as his charges were slaughtered and referred to as monsters by enemy soldiers. In his horror at their savagery, Korduur came into the bulk of his magical power. With an explosion of sorcery and a wave of necrotic energy, Korduur managed to drive off the soldiers, but it was too late. He left the hobgoblins in despair, vowing to redeem himself.

Personality Trait I want to belong, but I don't really feel like I fit in with anyone, so I tend to keep my distance.

Bond I have failed my people, but I will not do so again.

Ideal Children are precious, and I would never hurt do anything to intentionally hurt a child.

Flaw I have come to enjoy causing pain to my enemies.

Honor and Shame. Today, years later, all that remains of the hobgoblins he knew is a mercenary company. Korduur has quietly followed them from job to job, staying out of sight but close enough to watch them. When necessary, he has secretly used his magic to aid the hobgoblins, hoping that—one day—he will have finally helped them enough to overcome his failure. The shame he feels, though, deepens as he loses his connections with others, and he is never likely to decide on his own that he has reached the point of redemption... especially since he has learned to enjoy the atrocities he inflicts on the hobgoblins' opponents.

Horrific Talents. Korduur has a natural talent for necromancy that has been strengthened by both his powerful drive and the death he has experienced through war. Coupled with his training by hobgoblin soldiers, his tendency to remain in his hybrid form, and his penchant for undead companions, he makes a formidable opponent.

A Darkened Soul. Korduur has learned to enjoy the power over life and death and his ability to cause pain in others. This is ultimately born of his deep desire to never be at the mercy of another again and to never again fail due to a lack of strength. While his sadism certainly makes him evil, he is not necessarily irredeemable.

In addition to his known spells, Korduur makes use of many rituals, including *detect magic*, *gentle repose*, *Leomund's tiny hut*, and *phantom steed*.

KORDUUR

Medium monstrosity (shapechanger), lawful evil

Armor Class 16 (breastplate)

Hit Points 117 (18d8 + 36)

Speed 30 ft., Climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	15 (+2)	14 (+2)	12 (+1)	14 (+2)	18 (+4)

Skills Arcana +4, Athletics +6, Intimidation +7, Stealth +7, Survival +5

Senses darkvision 60 ft., passive Perception 12

Languages Common, Goblin

Challenge 8 (3,900)

Caught Like a Fly. Korduur can cast *chill touch* as a bonus action when he targets a creature restrained by his web.

Dead Speech. Korduur has advantage on Charisma ability checks when interacting with undead creatures.

Shapechanger. Korduur can use his action to polymorph into a spider-hobgoblin hybrid, a hobgoblin, or his true form—a Medium spider. In hobgoblin form, he does not have a climbing speed and web attack. Otherwise, his statistics are the same in each form. Any equipment he is wearing or carrying isn't transformed. Korduur does not change form if he dies.

Spellcasting. Korduur is a 13th-level spellcaster. His spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). Korduur knows the following spells, which he casts as sorcerer spells:

Cantrips (at will): *chill touch*, *dancing lights*, *mage hand*, *mending*, *prestidigitation*, *thunderclap*

1st-level (4 slots): *alarm*, *fog cloud*, *jump*, *shield*, *ray of sickness*

2nd-level (3 slots): *invisibility*, *spider climb*, *suggestion*, *web*

3rd-level (3 slots): *animate dead*, *clairvoyance*, *dispel magic*, *enhance web*, *envenom*, *lightning bolt*

4th-level (2 slots): *blight*, *confusion*, *fabricate*, *webwatcher*

5th-level (1 slot): *cloudkill*, *hold monster*, *webwalk*

6th-level (1 slot): *circle of death*, *create undead*

Spider Climb. Korduur climbs, including upside down, without needing to make an ability check.

Web Sense. While in contact with a web, Korduur knows the exact location of any other creature touching the same web.

Web Walker. Korduur ignores movement restrictions caused by webbing.

ACTIONS

Multiattack. Korduur makes one attack with his longsword and one attack with his bite or web.

Bite (Spider or Hybrid Form Only). *Melee Weapon Attack:* +6 to hit, reach 5 ft., one creature. Hit: 6 (1d6 + 3) piercing damage plus 13 (3d8) poison damage. The target must succeed on a DC 15 Constitution saving throw or be poisoned for 1 minute. The target may repeat this saving throw at the end of each of its turns, ending the effect on a success.

Longsword (Humanoid or Hybrid Form Only). *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. Hit: 7 (1d8 + 3) slashing damage and 10 (3d6) necrotic damage or 8 (1d10 + 3) slashing damage and 10 (3d6) necrotic damage if used with two hands.

Web (Recharge 5–6). *Ranged Weapon Attack:* +5 to hit, range 30/60 ft., one creature. Hit: The target is restrained. As an action, the restrained target can make a DC 15 Strength check, bursting the webbing on a success. The webbing can be attacked and destroyed (AC 14; hp 15; vulnerability to fire damage; immunity to bludgeoning, poison, and psychic damage).



II. PLAYER OPTIONS

CHARACTER RACE: HALF-ARANEAN

An aranea in humanoid form can breed with other humanoids as if it were a member of the race it purports to be. The resulting child from these unions is often a normal member of that race. In some cases, though, it carries a number of traits from its arachnoid parent.

These half-araneans often try to fit in with the humanoid societies that they are born into, but they may feel like strangers in their own communities. Some of these will leave their homes to live a solitary life or begin to travel and seek out a life of adventure with others who don't fit in with society.

WELL-MASKED

Half-araneans appear in all ways to be a normal member of the race that their parents would produce. In most cases, this will be the same race as the half-aranean's humanoid parent, but there are a few predictable exceptions. The half-aranean child of an elf and an aranea who takes the form of a human would appear to be a normal half-elf, for example.

ALONE IN A CROWD

While a half-aranean will be treated as a member of the race it appears to be, it will often fit in poorly, feeling like an imposter. Half-araneans are typically welcome in aranean communities, and some will even rise to a position of respect, serving as the public face of such communities. Still, such communities are poorly set up for humanoids who cannot freely navigate webs, and half-araneans rarely feel fully at home in such places.

As a result, many half-araneans take to the road, becoming wanderers and adventurers, or live in isolated areas at the edge of communities where they can minimize their interaction with others.

HALF-ARANEAN NAMES

Unsurprisingly, half-araneans are almost always given names that are appropriate for a member of their non-aranean parent's race. Even those few half-araneans who are raised in aranean communities are given such names so that they might one day fit in among humanoids.

HALF-ARANEAN TRAITS

Your half-aranean character has the following traits:

Ability Score Increase. Your Dexterity score increases by 1 and your Charisma score increases by 2.

Age. Half-araneans mature at the same rate and live the same length of time as the race they emulate.

Alignment. Half-araneans tend toward neutrality, like their aranea parents. Their independence and need to define themselves tend to push half-araneans toward a chaotic bent.

Size. Half-Araneans are the same size as the race they emulate. Your size is either Small or Medium.

Speed. Your base walking speed is 30 feet.

Darkvision. You have superior vision in dark and dim conditions. You can see in dim light within 60 feet of you as if it were bright light, and in darkness as if it were dim light. You can't discern color in darkness, only shades of gray.

Racial Emulation. You appear to be a member of another humanoid race, determined by your parentage. Your size and the rate at which you age is the same as those of this race. You are indistinguishable from a member of this race, even to magical detection.

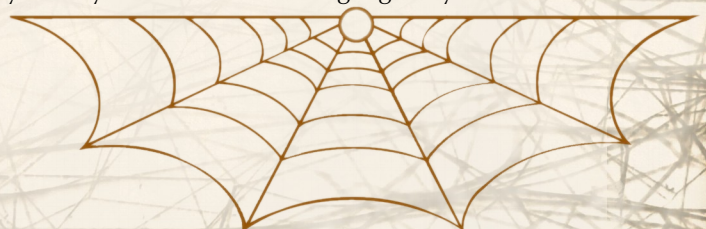
Aranea Magic. You know one of the following cantrips of your choice: *dancing lights*, *friends*, *minor illusion*, or *prestidigitation*. At 5th level, you can cast *envenom* as a ritual. Charisma is your spellcasting ability for these spells.

Aspect of the Spider. As an action, you can tap into your heritage as an aranea shapeshifter and manifest one of the following benefits of your choice:

- You grow fangs that you can use to make a bite attack. You are proficient with your bite, and if you hit with it, you can deal 1d4 piercing damage and 1d4 poison damage.
- Your limbs become spiderlike and you grow an extra pair of arms. You gain a climbing speed equal to your movement speed and webs do not impede your movement. Your extra arms may manipulate small objects but cannot wield weapons.
- You gain an extra set of eyes and short, sensitive hairs grow on your body. You have advantage on Wisdom (Perception) ability checks.

This change lasts for 1 minute. You may use this feature a number of times equal to your Charisma bonus (minimum 1). Once you do, you may not use this feature until you complete a long rest.

Languages. You can speak, read, and write Common and one language spoken by the race you emulate. If the race you emulate does not have a language other than common, you may select one other language of your choice.



RACIAL FEATS

ARANEA SHAPESHIFTING

Prerequisite: Half-Aranean

When you use your Aspect of the Spider racial feature, you may gain all three benefits at once and your transformation lasts for 10 minutes. In addition, your venom in this form increases in potency as you gain in levels. Its poison damage increases by 1d4 when you reach 5th level (2d4), 11th level (3d4), and 17th level (4d4). When you use Aspect of the Spider, you can pass as an aranea in hybrid form.

You regain all uses of your Aspect of the Spider feature on completing a short or long rest.

WEB-BORN

Prerequisite: Half-Aranean

You have inherited spiderlike movement capabilities. You gain the following benefits.

- Increase your Dexterity score by 1, to a maximum of 20.
- You gain a climb speed equal to half your movement.
- While clinging to a vertical surface, you may have one hand free.
- You ignore all movement restrictions caused by webbing.



MONASTIC TRADITION:

WAY OF THE WEBSLINGER

The guardians of the aranea have a unique fighting style that blends martial arts, web usage, magic, and shapeshifting. Due to the way in which aranea mix with humanoids, others have learned bits and pieces of these techniques and expanded upon them.

Central to this tradition is the use of the web as a weapon and tool. Those whose bodies do not naturally produce webs learn to manifest them through ki.

WEB-SLINGING TECHNIQUE

3rd-level Webslinger feature

Starting when you choose this tradition at 3rd level, you can focus your ki to manifest webbing. As a bonus action, you may spend 1 ki create a strand of web that lasts for 1 hour. This provides you with a number of benefits:

- In your hands, it functions as a monk weapon that deals bludgeoning damage.
- As a monk weapon, your web strand has a reach of 10 feet. Its reach increases to 15 feet at 6th-level, 20 feet at 11th level, and 25 feet at 17th level.
- When you hit another creature with a melee weapon attack made with your web, you can use a bonus action to wrap your web strand around the creature. The target must succeed on a Strength saving throw or be restrained until the web strand fades. The target may repeat this saving throw at the end of each of its turns, ending the effect on itself on a success. When you use this ability, you no longer have your web strand in hand.

If you have the ability to create natural webbing, you may use it in place of your web strand.

THE WEB'S GRASP

6th-level Webslinger feature

Beginning at 6th-level, you gain fine control of the adhesive and elastic qualities of your web-strand. As a bonus action, you may use your web strand to grab an unattended object at a distance of up to twice your web strand's reach and pull it to you. Alternately, you may use a bonus action to anchor your web strand to a solid surface within the same distance and pull yourself to it without provoking an attack of opportunity.

SENSE OF THE SPIDER

11th-level Webslinger feature

At 11th-level, you achieve a spectacular level of connection with the world around you. You gain a number of benefits:

- You cannot be surprised.
- You add your Wisdom bonus to Initiative checks.
- When you spend 1 ki to activate Patient Defense, you may do so as a reaction to either an attack or an effect that would cause you to make a Dexterity saving throw rather than activating it as a bonus action on your turn.

SPIDER'S STRIKE

17th-level Webslinger feature

At 17th-level, your amazing agility aligns with your senses. When you are missed by an attack that targeted you, you may use your reaction to make a weapon attack with either your web strand or an unarmed strike against the creature that targeted you, provided that it is within your reach.

SORCEROUS ORIGIN: SPIDERBORN

Your magic comes from the blood of the aranea that runs through your veins. You may be half-aranean yourself. If not, one or more of your ancestors was and their natural talent for magic manifested in you. Most such sorcerers with this origin are unaware of their heritage and might not understand where their magical abilities come from. As they increase in power, they may embrace their power or be horrified by what it represents. Often, those with this sorcerous origin will seek out the secretive aranea to learn more about their origins.

PSYCHIC WEB

1st-level Spiderborn feature

Beginning at 1st level, when you cast a spell of 1st level or higher, you may use your reaction to create a psychic web that spreads out from you in a 10 foot radius sphere. This web is invisible to others, does not move with you, and dissipates at the end of your next turn or if you create another psychic web. While it exists, you know the exact location of any creature in the web's area and the web is difficult terrain. When you activate this feature, you can choose any number of creatures you can see to be unaffected by the web.



ARANEA MAGIC

1st-level Spiderborn feature

You learn additional spells when you reach certain levels in this class, as shown on the Aranea Spells table. Each spell counts as a sorcerer spell for you, but it doesn't count against the number of sorcerer spells you know. These spells can't be replaced when you gain a level in this class.

ARANEA SPELLS

Level	Spells
1	alarm, jump
3	web, spider climb
5	enhance web, envenom
7	fabricate, webwatcher
9	webwalk, hold monster

RITUALS

In addition, when you know a sorcerer spell with the ritual tag, you can cast that spell as a ritual without expending a spell slot.

ARANEA FORM

6th-level Spiderborn feature

Beginning at 6th level, you can shapeshift into a form resembling the hybrid form of a true aranea. The form can be unique to you, but it involves extra eyes, extra limbs (no more than eight total), and fangs in some combination. As a bonus action, you may spend 3 sorcery points and gain the following benefits for 1 hour:

- You gain darkvision to 60 feet
- You gain a climb speed equal to your movement speed. You may climb on your psychic web as if it were solid.
- You can create webbing as an aranea, producing a 5 foot long strand of web that has the strength of a silk rope in about a minute.
- You gain a bite attack with which you are proficient. This attack deals 1d6 piercing damage and 1d8 poison damage.
- You gain an extra arms. These cannot wield weapons or carry heavy objects, but they can manipulate small objects and be used to complete somatic components for spellcasting.
- You ignore movement restrictions caused by webbing.

TOUCH OF THE SPIDER

14th-level Spiderborn feature

Beginning at 14th level, when you are in your aranea form, you gain the benefits of the *spider climb* spell without requiring concentration.

WEB OF DECEIT

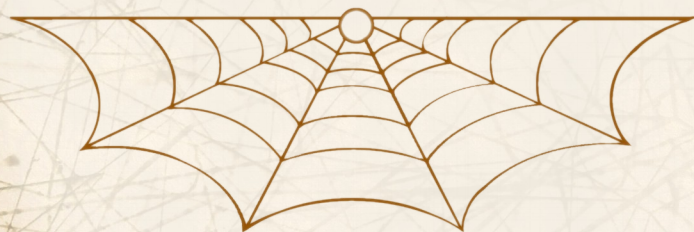
14th-level Spiderborn feature

Also beginning at 14th level, when you a creature begins its turn in your psychic web, it has disadvantage on saving throws against enchantment or illusion spells cast by you while it is in the area of your psychic web.

ENHANCED PSYCHIC WEB

18th-level Spiderborn feature

Beginning at 18th level, when you create a psychic web, it has a 20-foot radius and lasts for 1 minute or until you create another psychic web. Upon creating the web, you may spend 1 sorcery point to attempt to restrain a creature in the web's area. You may do this for as many creatures as you wish in the area, limited only by your supply of sorcery points. Each such creature must succeed on a Charisma saving throw or be restrained. At the end of each of its turns it can repeat this saving throw, ending the effect on itself on a success.



WARLOCK PATRON:

ARASHEEM WORLDSPINNER

You have made a pact with an arasheem worldspinner, an ancient undead master of sorcery in arachnoid form that rivals the most powerful lichs in magical might. This creature sits at the center of a web of influence and you serve as a living extension of that web. You may have entered into this pact after wandering too close to the arasheem's lair or having been recruited by one of its agents.

EXPANDED SPELL LIST

1st-level Arasheem Worldspinner feature

The Arasheem Worldspinner lets you choose from an expanded list of spells when you learn a warlock spell. The following spells are added to the warlock spell list for you.

ARASHEEM WORLDSPINNER EXPANDED SPELLS

Spell Level Spells

1st	<i>alarm, ray of sickness</i>
2nd	<i>alter self, web</i>
3rd	<i>envenom, Leomund's tiny hut</i>
4th	<i>webwatcher, greater invisibility</i>
5th	<i>dominate person, mislead</i>

SHADOW WEB

1st-level Arasheem Worldspinner feature

Starting at first level, you can use your action to weave an intangible web composed of strands of shadow. The web fills a 20 foot cube originating from you. It obscures the area for others, but does not impede your perception. In addition, when you move within the web's area, you do not provoke opportunity attacks.

Your shadow web lasts while you concentrate on it (as if concentrating on a spell) for up to 1 minute. If you do not concentrate on your shadow web, it fades away at the end of your next turn. Once you use this ability, you may not do so again until you complete a short or long rest.

TOXIC RESILIENCE

1st-level Arasheem Worldspinner feature

You gain resistance to poison damage.

THE SPIDER'S STEP

6th-level Arasheem Worldspinner feature

You gain a climb speed equal to your movement speed. You may climb on your shadow web as if it were solid and can do so while leaving your hands free.

DEATHWEAVER

6th-level Arasheem Worldspinner feature

At 6th-level you gain a new way to create your shadow web, using the necrotic energy released in a creature's death. As a reaction, when a creature within 20 feet of you dies, you

may create a shadow web that fills a 20 foot cube originating from the position of the creature that died.

WRAP IN DARKNESS

10th-level Arasheem Worldspinner feature

When a creature you can see within 60 feet is in an area of dim light, darkness, or in the area of effect of your shadow web, you may tighten the shadows around it, forcing it to make a Wisdom saving throw against your warlock spell save DC. On a failed save, it is restrained and blinded for 1 minute or until it takes damage.

You must finish a short or long rest before you can use this feature again.

HUNGRY WEB

14th-level Arasheem Worldspinner feature

Starting at 14th level, you can call on your patron's power directly to weave a web of shadows. As an action, choose a point within 30 feet. Your shadow web manifests there and lasts for 1 minute, without the need for concentration. In addition to your shadow web's normal features, it is difficult terrain for all creatures except for you.

Each creature in that area when the web appears must make a Charisma saving throw against your spell save DC. On a failed save, the creature takes 6d6 necrotic damage and is restrained. On a successful save, it takes half as much damage and is not restrained. You regain a number of hit points equal to one half the damage taken. A restrained creature can repeat the saving throw at the end of its turn, ending the restraint on a success.

Once you use this feature, you can't do so again until you finish a long rest.

MAGIC OF THE ARANEA

ARANEA RITUALS

Aranea are natural sorcerers, but they are also masters of ritual magic with a longstanding magical tradition. Aranea may cast a known sorcerer spell as a ritual if it has the ritual tag. In addition, an Aranea who is a spellcaster of 4th level or greater has the ability to cast Druid and Wizard spells, in addition to sorcerer spells, as rituals if those spells have the ritual tag and the aranea has the spell in a special ritual book, much like a wizard's spellbook. Some aranea communities have dedicated ritual spaces where rituals are inscribed on the walls, acting as a ritual book for any member of the community.

The following spells should be treated as sorcerer spells and can be learned by aranea. *Envenom* should also be available as a druid spell. Most aranea capable of learning spells of 3rd-level will have access to *enhance web* and *envenom* as rituals regardless of whether or no it is one of their known sorcerer spells.

Half-aranean wizards can learn these spells as wizard spells if they copy them from an aranea's ritual book.

ENHANCE WEB

3rd-level transmutation (ritual)

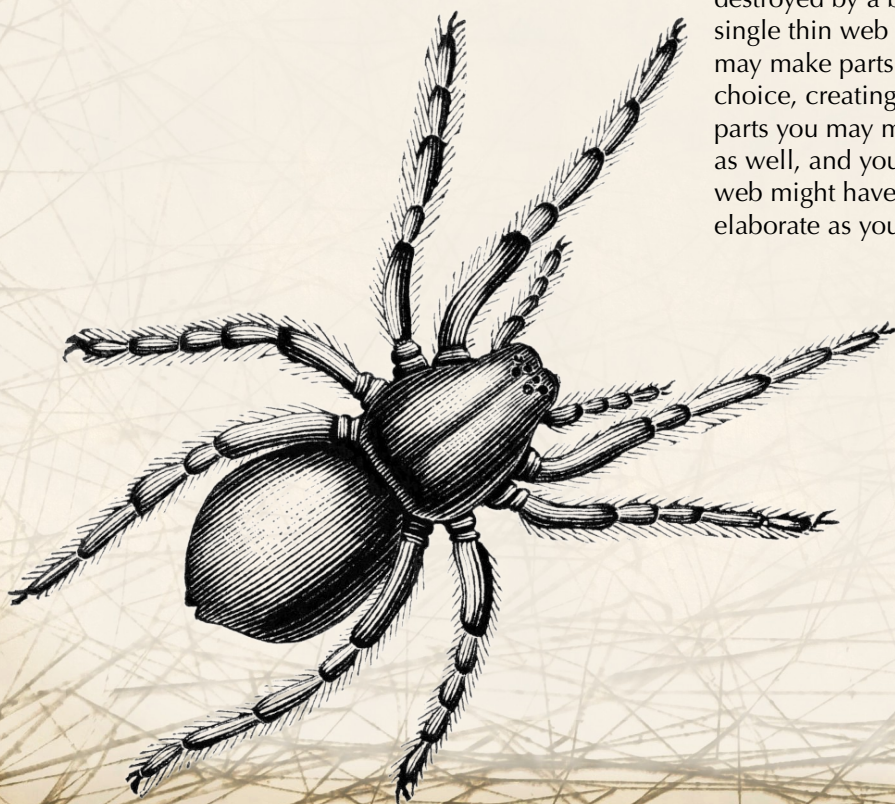
Casting Time: 10 minutes

Range: 30 feet

Components: S, M

Duration: Instantaneous

You alter webs to your whim, changing their strength, texture, and color. Select any webs within range. You may reduce their strength to that of cobwebs that can be destroyed by a breeze or increase their strength so that a single thin web strand has the strength of a steel chain. You may make parts of them opaque and the color of your choice, creating designs or even writing on them. Other parts you may make transparent. You can change the texture as well, and you can remove any special vulnerability the web might have to fire. The changes you create can be as elaborate as you wish.



ENVENOM

3rd-level transmutation (ritual)

Casting Time: 1 action

Range: self

Components: V, S

Duration: Concentration, up to 1 hour

You gain a bite attack if you did not have one. You are proficient with this attack and it deals 1 piercing damage. In addition, when you hit someone with a bite attack, they must make a Constitution saving throw. Those who fail take 3d8 poison damage and are poisoned until the end of your next turn. Those who succeed take half of this damage and are not poisoned.

WEBWATCHER

4th-level divination

Casting Time: 1 minute

Range: 10 miles

Components: S, M (a bit of web)

Duration: Concentration, up to 1 hour

You recreate a web within range in a location where you have created a web in the past (either through your innate webbing abilities, the web spell, or the Psychic Web or Shadow Web class features). This intangible web has the same location and dimensions of the web you previously created. It lasts for the duration, it is invisible, and it can't be attacked or otherwise interacted with.

You are notified, as if by a silent *alarm*, whenever a creature enters a space occupied by your web. In addition, you can see and know the exact location of any creature in the same space as your web.

WEBWALK

5th-level conjuration

Casting Time: 1 action

Range: Self

Components: V, S

Duration: Concentration, up to 1 minute

You gain the ability to move swiftly through webs and ignore movement restrictions caused by webbing. When on a web, your climb speed increases by 20 feet. If you did not have a climb speed you gain one equal to your movement or 20 feet, whichever is greater. In addition, once per round for the duration you can use a bonus action while climbing on a web to teleport up to 100 feet to another location on a web. If your target location is not on the same web (or another web that is connected by webbing to the web you are on) you must be able to see the target location in order to teleport there.

